Placement Document
Not for Circulation
Serial Number: [●]
Strictly Confidential

INDIABULLS HOUSING FINANCE LIMITED

*Our Company was incorporated under the Companies Act, 1956 on May 10, 2005 with the Registrar of Companies, National Capital Territory of Delhi and Haryana ("**RoC**") and received a certificate for commencement of business from the RoC on January 10, 2006. The CIN of our Company is L65922DL2005PLC136029.*

Indiabulls Housing Finance Limited (the "**Issuer**" or our "**Company**") is issuing 56,934,372 equity shares of face value of ₹ 2 each (the "**Equity Shares**" or "**Shares**") at a price of ₹ 702 per Equity Share, including a premium of ₹ 700 per Equity Share, aggregating to ₹ 39,967.9 million (the "**Issue**").

ISSUE IN RELIANCE UPON CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED (THE "SEBI REGULATIONS") AND SECTION 42 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER

THIS ISSUE AND THE DISTRIBUTION OF THIS PLACEMENT DOCUMENT IS BEING MADE TO QUALIFIED INSTITUTIONAL BUYERS AS DEFINED UNDER THE SEBI REGULATIONS ("QIBS") IN RELIANCE UPON CHAPTER VIII OF THE SEBI REGULATIONS AND SECTION 42 OF THE COMPANIES ACT, 2013 AND THE RULES MADE THEREUNDER. THIS PLACEMENT DOCUMENT IS PERSONAL TO EACH PROSPECTIVE INVESTOR AND DOES NOT CONSTITUTE AN OFFER OR INVITATION OR SOLICITATION OF AN OFFER TO THE PUBLIC, OR TO ANY OTHER PERSON OR CLASS OF INVESTORS WITHIN OR OUTSIDE INDIA OTHER THAN TO QIBS.

Invitations, offers and sales of Equity Shares shall be made only pursuant to the Preliminary Placement Document, this Placement Document, the Application Form and the Confirmation of Allocation Note. For further information, see the section titled "*Issue Procedure*" on page 135. The distribution of this Placement Document or the disclosure of its contents without the prior consent of our Company to any person, other than QIBs, and persons retained by QIBs to advise them with respect to their purchase of the Equity Shares, is unauthorised and prohibited. Each prospective investor, by accepting delivery of this Placement Document, agrees to observe the foregoing restrictions and not to make copies of this Placement Document or any documents referred to in this Placement Document.

A copy of the Preliminary Placement Document (which includes disclosures prescribed under Form PAS-4 (as defined hereinafter)) has been delivered to the Stock Exchanges. A copy of this Placement Document (which includes disclosures prescribed under Form PAS-4) will also be delivered to the Stock Exchanges. Our Company shall also make the requisite filings with the RoC and the Securities and Exchange Board of India ("**SEBI**") within the stipulated period as required under the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014.

This Placement Document has not been reviewed by SEBI, the BSE Limited (the "BSE"), the National Stock Exchange of India Limited (the "NSE"), (BSE and the NSE together referred to as, the "Stock Exchanges"), the RoC or any other regulatory or listing authority. The Equity Shares offered in the Issue have not been recommended or approved by SEBI, nor does SEBI guarantee the accuracy or adequacy of this Placement Document. This Placement Document has not been and will not be registered as a prospectus with any Registrar of Companies in India, and will not be circulated or distributed to the public in India or any other jurisdiction and will not constitute a public offer in India or any other jurisdiction. The placement of Equity Shares proposed to be made pursuant to this Placement Document is meant solely for QIBs on a private placement basis and is not an offer to the public or to any other class of investors.

INVESTMENTS IN EQUITY SHARES INVOLVE A DEGREE OF RISK, AND PROSPECTIVE INVESTORS SHOULD NOT INVEST IN THIS ISSUE UNLESS THEY ARE PREPARED TO TAKE THE RISK OF LOSING ALL OR PART OF THEIR INVESTMENT. PROSPECTIVE INVESTORS ARE ADVISED TO READ THE SECTION TITLED "*RISK FACTORS*" ON PAGE 33 CAREFULLY BEFORE TAKING AN INVESTMENT DECISION RELATED TO THIS ISSUE. EACH PROSPECTIVE INVESTOR IS ADVISED TO CONSULT ITS ADVISORS ABOUT THE CONSEQUENCES OF ITS INVESTMENT IN THE EQUITY SHARES BEING ISSUED PURSUANT TO THIS PLACEMENT DOCUMENT.

The information on our Company's website or any website directly or indirectly linked to our website does not form part of this Placement Document and prospective investors should not rely on such information contained in, or available through, such websites for their investment in this Issue.

Our outstanding Equity Shares are listed on the Stock Exchanges. The closing price of the outstanding Equity Shares on the BSE and the NSE on September 7, 2015 was ₹ 724.3 per Equity Share. In-principle approvals under clause 24(a) of the Listing Agreements for listing of the Equity Shares have been received from the BSE on September 8, 2015 and the NSE on September 8, 2015. Applications shall be made for the listing of the Equity Shares offered through this Placement Document on the Stock Exchanges. The Stock Exchanges assume no responsibility for the correctness of any statements made, opinions expressed or reports contained herein. Admission of the Equity Shares to trading on the Stock Exchanges should not be taken as an indication of the merits of our Company or the Equity Shares.

YOU ARE NOT AUTHORIZED TO AND MAY NOT (1) DELIVER THIS PLACEMENT DOCUMENT TO ANY OTHER PERSON; OR (2) REPRODUCE THIS PLACEMENT DOCUMENT IN ANY MANNER WHATSOEVER. ANY DISTRIBUTION OR REPRODUCTION OF THIS PLACEMENT DOCUMENT IN WHOLE OR IN PART IS UNAUTHORIZED. FAILURE TO COMPLY WITH THIS INSTRUCTION MAY RESULT IN A VIOLATION OF THE SEBI REGULATIONS OR OTHER APPLICABLE LAWS OF INDIA AND OTHER JURISDICTIONS.

THIS PLACEMENT DOCUMENT HAS BEEN PREPARED BY OUR COMPANY SOLELY FOR PROVIDING INFORMATION IN CONNECTION WITH THE PROPOSED ISSUE OF THE EQUITY SHARES.

The Equity Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or the laws of any state of the United States, and may not be offered, sold or delivered within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable U.S. state securities laws. Accordingly, the Equity Shares are being offered, sold and delivered (i) in the United States only to persons reasonably believed to be "qualified institutional buyers" (as defined in Rule 144A under the U.S. Securities Act) ("**U.S. QIBs**") pursuant to section 4(a)(2) under the U.S. Securities Act, and (ii) outside the United States in offshore transactions in reliance on Regulation S under the U.S. Securities Act ("**Regulation S**"). The Equity Shares are not transferable except in accordance with the restrictions described in the section titled "*Purchaser Representations and Transfer Restrictions*" on page 153.

This Placement Document is dated September 11, 2015.

JOINT GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS (IN ALPHABETICAL ORDER)		
DSP Merrill Lynch Limited	**CLSA India Private Limited (*Formerly CLSA India Limited*)**	**SBI Capital Markets Limited**
BOOK RUNNING LEAD MANAGER		
Axis Capital Limited		

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NOTICE TO INVESTORS

Our Company has furnished and accepts full responsibility for the information contained in this Placement Document and to the best of our knowledge and belief, having made all reasonable enquiries, we confirm that this Placement Document contains all information with respect to our Company and the Equity Shares, which is material in the context of this Issue. The statements contained in this Placement Document relating to our Company and the Equity Shares are, in all material respects, true and accurate and not misleading, the opinions and intentions expressed in this Placement Document with regard to our Company, and the Equity Shares are honestly held, have been reached after considering all relevant circumstances, are based on reasonable assumptions and information presently available to us. There are no other facts in relation to our Company and the Equity Shares, the omission of which would, in the context of the Issue, make any statement in this Placement Document misleading in any material respect. Further, all reasonable enquiries have been made by us to ascertain such facts and to verify the accuracy of all such information and statements. The JGCBRLMs and the BRLM have not separately verified all the information contained in this Placement Document (financial, legal or otherwise). Accordingly, neither the JGCBRLMs and the BRLM nor any of their respective members, employees, counsel, officers, directors, representatives, agents or affiliates make any express or implied representation, warranty or undertaking, and no responsibility or liability is accepted, by the JGCBRLMs and the BRLM or by any of their respective members, employees, counsel, officers, directors, representatives, agents or affiliates, as to the accuracy or completeness of the information contained in this Placement Document or any other information supplied in connection with the issue of Equity Shares or their distribution. Each person receiving this Placement Document acknowledges that such person has neither relied on the JGCBRLMs and the BRLM nor on any person affiliated with the JGCBRLMs and the BRLM in connection with its investigation of the accuracy of such information or representation, or its investment decision, and each such person must rely on its own examination of our Company and the merits and risks involved in investing in the Equity Shares issued pursuant to the Issue.

No person is authorised to give any information or to make any representation not contained in this Placement Document and any information or representation not so contained must not be relied upon as having been authorised by or on behalf of our Company or the JGCBRLMs and the BRLM. The delivery of this Placement Document at any time does not imply that the information contained in it is correct as at any time subsequent to its date.

The Equity Shares to be issued pursuant to the Issue have not been approved, disapproved or recommended by the U.S. Securities and Exchange Commission, any other federal or state authorities in the United States or the securities authorities of any non-U.S. jurisdiction or any other U.S. or non-U.S. regulatory authority. No authority has passed on or endorsed the merits of the Issue or the accuracy or adequacy of this Placement Document. Any representation to the contrary is a criminal offense in the United States and may be a criminal offense in other jurisdictions.

The Equity Shares have not been and will not be registered under the U.S. Securities Act, and may not be offered, sold or delivered within the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and applicable state securities laws.

The distribution of this Placement Document and the issue of the Equity Shares in certain jurisdictions may be restricted by law. Within the United States, this Placement Document is being provided only to persons who are "qualified institutional buyers" as defined in Rule 144A. This Placement Document does not constitute, and may not be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such offer or solicitation. In particular, no action has been taken by our Company and the JGCBRLMs and the BRLM which would permit an issue of the Equity Shares or distribution of this Placement Document in any jurisdiction, other than India, where action for that purpose is required. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and neither this Placement Document nor any other Issue-related materials in connection with the Equity Shares may be distributed or published in or from any country or jurisdiction, except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. The Equity Shares are being offered and sold outside India only in accordance with the restrictions described in the section titled "*Selling Restrictions*" on page 146. All purchasers will be required to make the applicable representations set forth in the section titled "*Purchaser Representations and Transfer Restrictions*" on page 153.

The information contained in this Placement Document has been provided by our Company and other sources identified herein. Distribution of this Placement Document to any person other than the investors specified by the JGCBRLMs and the BRLM or their representatives, and those persons, if any, retained to advise such investor with respect thereto, is unauthorised, and any disclosure of its contents, without prior written consent of our Company, is prohibited. Any reproduction or distribution of this Placement Document, in whole or in part, and any disclosure of its contents to any other person is prohibited.

In making an investment decision, investors must rely on their own examination of our Company and the terms of this Issue, including the merits and risks involved. Investors should not construe the contents of this Placement Document as legal, tax, accounting or investment advice. Investors should consult their own counsel and advisors as to business, investment, legal, tax, accounting and related matters concerning this Issue. In addition, neither our Company nor any of the JGCBRLMs nor the BRLM is making any representation to any investor, purchaser, offeree or subscriber of the Equity Shares in relation to this Issue regarding the legality of an investment in the Equity Shares in this Issue by such investor, subscriber, offeree or purchaser under applicable legal, investment or similar laws or regulations. Each such investor, subscriber, offeree or purchaser of the Equity Shares in this Issue is deemed to have acknowledged, represented and agreed that it is eligible to invest in India and in our Company under Indian law, including Chapter VIII of the SEBI Regulations and Section 42 of the Companies Act, 2013 and the rules made thereunder and is not prohibited by SEBI or any other statutory, regulatory or judicial authority in India or any other jurisdiction from buying, selling or dealing in securities including the Equity Shares, or otherwise accessing the capital markets in India. Each subscriber of the Equity Shares in the Issue also acknowledges that it has been afforded an opportunity to request from our Company and review information relating to our Company and the Equity Shares.

This Placement Document contains summaries of the terms of certain documents, which summaries are qualified in their entirety by the terms and conditions of such documents.

The information on our website, www.indiabullshomeloans.com, or any website directly or indirectly linked to our website or on the websites of the JGCBRLMs and the BRLM, does not constitute or form part of this Placement Document. Prospective investors should not rely on the information contained in, or available through such websites.

NOTICE TO NEW HAMPSHIRE RESIDENTS ONLY

NEITHER THE FACT THAT A REGISTRATION STATEMENT OR AN APPLICATION FOR A LICENSE HAS BEEN FILED UNDER CHAPTER 421-B OF THE NEW HAMPSHIRE REVISED STATUTES ("**RSA 421 B**") WITH THE STATE OF NEW HAMPSHIRE, NOR THE FACT THAT A SECURITY IS EFFECTIVELY REGISTERED OR A PERSON IS LICENSED IN THE STATE OF NEW HAMPSHIRE, CONSTITUTES A FINDING BY THE SECRETARY OF STATE OF NEW HAMPSHIRE THAT ANY DOCUMENT FILED UNDER RSA 421-B IS TRUE, COMPLETE AND NOT MISLEADING. NEITHER ANY SUCH FACT, NOR THE FACT THAT AN EXEMPTION OR EXCEPTION IS AVAILABLE FOR A SECURITY OR A TRANSACTION, MEANS THAT THE SECRETARY OF STATE OF NEW HAMPSHIRE HAS PASSED IN ANY WAY UPON THE MERITS OR QUALIFICATIONS OF, OR RECOMMENDED OR GIVEN APPROVAL TO, ANY PERSON, SECURITY, OR TRANSACTION. IT IS UNLAWFUL TO MAKE, OR CAUSE TO BE MADE, TO ANY PROSPECTIVE PURCHASER, CUSTOMER, OR CLIENT, ANY REPRESENTATION INCONSISTENT WITH THE PROVISIONS OF THIS PARAGRAPH.

REPRESENTATIONS BY INVESTORS

All references to "you" or "your" in this section are to the prospective investors in the Issue. By Bidding for and subscribing to any of the Equity Shares under the Issue, you are deemed to have represented, warranted, acknowledged and agreed to our Company and the JGCBRLMs and the BRLM, as follows:

- you (i) are a QIB as defined under Regulation 2(1)(zd) of the SEBI Regulations and not excluded as an eligible investor in the Issue pursuant to Regulation 86(1)(b) of the SEBI Regulations, (ii) have a valid and existing registration under applicable laws and regulations of India, (iii) undertake to acquire, hold, manage or dispose of any Equity Shares that are Allotted to you in accordance with Chapter VIII of the SEBI Regulations, and (iv) undertake to comply with the SEBI Regulations, the Companies Act (as defined hereinafter) and all other applicable laws, including in respect of reporting requirements, if any;

- if you are not a resident of India, but a QIB, you are an Eligible FPI including an FII (including a sub-account other than a sub-account which is a foreign corporate or a foreign individual) having a valid and existing certificate of registration with SEBI under the applicable laws in India or a multilateral or bilateral development financial institution or an FVCI, and have a valid and existing registration with SEBI under the applicable laws in India and are eligible to invest in India under applicable law, including FEMA Regulations, and any notifications, circulars or clarifications issued thereunder, and have not been prohibited by SEBI or any other regulatory authority, from buying, selling or dealing in securities;

- you will make all necessary filings with appropriate regulatory authorities, including the RBI, as required pursuant to applicable laws;

- if you are Allotted Equity Shares pursuant to the Issue, you shall not, for a period of one year from the date of Allotment (hereinafter defined), sell the Equity Shares so acquired, except on the Stock Exchanges;

- you are aware that the Equity Shares have not been and will not be registered as a prospectus under the Companies Act, the SEBI Regulations or under any other law in force in India. This Placement Document has not been reviewed by the SEBI, the Stock Exchanges, the RoC or any other regulatory or listing authority and is intended only for use by QIBs. Further, this Placement Document has not been verified or affirmed by the SEBI, the Stock Exchanges or the RoC. This Placement Document has been filed with the Stock Exchanges and has been displayed on the websites of our Company and the Stock Exchanges;

- you are permitted to subscribe to the Equity Shares under the laws of all relevant jurisdictions, which are applicable to you and that you have fully observed such laws and have all necessary capacity and have obtained all necessary consents and authorities as may be required, to enable you to commit to this participation in the Issue and to perform your obligations in relation thereto (including, without limitation, in the case of any person on whose behalf you are acting, all necessary consents and authorizations to agree to the terms set out or referred to in this Placement Document) and complied with all the necessary formalities and that you will honour such obligations;

- none of our Company, the JGCBRLMs or the BRLM or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates are making any recommendations to you, or advising you regarding the suitability of any transactions you may enter into in connection with the Issue, and that your participation in the Issue is on the basis that you are not and will not be a client of the JGCBRLMs and the BRLM and that the JGCBRLMs and the BRLM have no duties or responsibilities to you for providing the protection afforded to their clients or customers or for providing advice in relation to the Issue and are in no way acting in a fiduciary capacity;

- you have made, or are deemed to have made, as applicable, the representations, warranties, acknowledgements and undertakings set forth under the sections titled "*Selling Restrictions*" and "*Purchaser Representations and Transfer Restrictions*" on 146 and 153, respectively;

- you are aware and understand that the Equity Shares are being offered only to QIBs and are not being offered to the general public and the Allotment of the same shall be on a discretionary basis, at the discretion of our Company in consultation with the JGCBRLMs and the BRLM;

- you have been provided a serially numbered copy of this Placement Document and have read this Placement Document in its entirety, in particular the section titled "*Risk Factors*", on page 33;

- that in making your investment decision, (i) you have relied on your own examination of our Company and the terms of the Issue, including the merits and risks involved, (ii) you have made and will continue to make your own assessment of our Company, the Equity Shares and the terms of the Issue, based solely on the information contained in this Placement Document and no other disclosure or representation by our Company, its Directors, Promoters and affiliates or any other party, (iii) you have relied upon your own investigations and resources in deciding to invest in the Equity Shares, (iv) you have consulted your own independent advisors (including tax advisors) or otherwise have satisfied yourself concerning, without limitation, the effects of local laws and taxation matters, (v) you have relied solely on the information contained in this Placement Document and no other disclosure or representation by our Company or any other party and (vi) you have received all information that you believe is necessary or appropriate in order to make an investment decision in respect of our Company and the Equity Shares;

- neither the JGCBRLMs nor the BRLM, nor their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates has provided you with any tax advice or otherwise made any representations regarding the tax consequences of the Equity Shares (including, but not limited to, the Issue and the use of the proceeds from the Equity Shares). You will obtain your own independent tax advice from a reputable service provider and will not rely on the JGCBRLMs and the BRLM or their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates when evaluating the tax consequences in relation to the Equity Shares (including, but not limited to, the Issue and the use of the proceeds from the Equity Shares). You waive and agree not to assert any claim against the JGCBRLMs and the BRLM or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates with respect to the tax aspects of the Equity Shares or as a result of any tax audits by tax authorities, wherever situated;

- you are a sophisticated investor, and have such knowledge and experience in financial and business matters as to be capable of evaluating the merits and risks of the investment in the Equity Shares, you and any accounts for which you are subscribing the Equity Shares (i) are each able to bear the economic risk of the investment in the Equity Shares, (ii) will not look to our Company or the JGCBRLMs or the BRLM or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates for all or part of any such loss or losses that may be suffered, including losses arising out of non-performance by our Company of any of its respective obligations or any breach of any representations and warranties by our Company, whether to you or otherwise, (iii) are able to sustain a complete loss on the investment in the Equity Shares, (iv) have no need for liquidity with respect to the investment in the Equity Shares, and (v) have no reason to anticipate any change in your or their circumstances, financial or otherwise, which may cause or require any sale or distribution by you or them of all or any part of the Equity Shares;

- that where you are acquiring the Equity Shares for one or more managed accounts, you represent and warrant that you are authorized in writing by each such managed account to acquire the Equity Shares for each such managed account and to make (and you hereby make) the representations, warranties, acknowledgements and undertakings herein for and on behalf of each such managed account, reading the reference to "you" to include such accounts;

- you agree that in terms of Section 42(7) of the Companies Act, 2013, we shall file the list of QIBs (to whom this Placement Document are circulated) along with other particulars with the RoC and SEBI within 30 days of circulation of this Placement Document and other filings required under the Companies Act, 2013;

- You are not a 'Promoter' (as defined under the SEBI Regulations) of our Company or any of its affiliates and are not a person related to the Promoters, either directly or indirectly, and your Bid does not directly or indirectly represent the 'Promoter', or 'Promoter Group', (as defined under the SEBI Regulations) of our Company or persons related to the Promoters;

- You have no rights under a shareholders' agreement or voting agreement with the Promoters or persons related to the Promoters, no veto rights or right to appoint any nominee director on the Board other than the rights acquired, if any, in the capacity of a lender not holding any Equity Shares, which shall not be deemed to be a person related to the Promoters;

- you will have no right to withdraw your Bid after the Bid Closing Date;

- you are eligible to Bid and hold the Equity Shares so Allotted to you pursuant to this Issue, together with any Equity Shares held by you prior to the Issue. You further confirm that your holding, upon the issue of the Equity Shares, shall not exceed the level permissible as per any applicable law;

- the Bid submitted by you would not eventually result in triggering a tender offer under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the "**Takeover Code**");

- your aggregate holding together with other QIBs in the Issue that belong to the same group or are under common control as you, the Allotment under this Issue to you shall not exceed 50% of the Issue. For the purposes of this representation:

    a. the expression 'belongs to the same group' shall be interpreted by applying the concept of 'companies under the same group' as provided in sub-section (11) of section 372 of the Companies Act, 1956; and

    b. 'control' shall have the same meaning as is assigned to it by clause (e) of sub-regulation 1 of regulation 2 of the Takeover Code;

- you are aware that the pre and post issue shareholding pattern of our Company in the format prescribed in clause 35 of the Listing Agreements will be filed by our Company with the Stock Exchanges, and that if you are Allotted more than 5% of the Equity Shares in this Issue, we shall be required to disclose your name and the number of Equity Shares Allotted to you to the Stock Exchanges and the Stock Exchanges will make the same available on their website and you consent to such disclosure being made by us;

- you are aware that our Company shall make necessary filings with the RoC pursuant to the Allotment (which shall include certain details of the allottees) and if the Allotment of Equity Shares in the Issue results in you being one of the top ten shareholders of our Company, we shall also be required to disclose your name and shareholding details to the RoC within 15 days of Allotment, and you consent to such disclosure being made by us;

- you are aware that (i) applications for in-principle approval, in terms of clause 24(a) of the Listing Agreements, for listing and admission of the Equity Shares and for trading on the Stock Exchanges, were made and approval has been received from each of the Stock Exchanges, and (ii) the application for the final listing and trading approval will be made only after Allotment. There can be no assurance that the final approvals for listing and trading of the Equity Shares will be obtained in time or at all. Our Company would not be responsible for any delay or non-receipt of such final approvals or any loss arising from such delay or non-receipt;

- you shall not undertake any trade in the Equity Shares credited to your beneficiary account opened with the Depository Participant until such time that the final listing and trading approvals for the Equity Shares under this Issue are granted by the Stock Exchanges;

- you are aware and understand that the JGCBRLMs and the BRLM will have entered into a Placement Agreement with our Company whereby the JGCBRLMs and the BRLM have, subject to the satisfaction of certain conditions set out therein, undertaken to severally and not jointly use reasonable endeavours to seek to procure subscription for the Equity Shares on the terms and conditions set forth therein;

- the contents of this Placement Document are exclusively the responsibility of our Company and neither the JGCBRLMs, nor the BRLM nor any person acting on their behalf or any of their counsels, advisors, to the Issue has or shall have any liability for any information, representation or statement contained in this Placement Document or any information previously published by or on behalf of our Company and will not be liable for your decision to participate in the Issue based on any information, representation or statement contained in this Placement Document or otherwise. By accepting a participation in this Issue, you agree to the same and confirm that you have neither received nor relied on any other information, representation, warranty or statement made by or on behalf of the JGCBRLMs and the BRLM or our Company or any other person and that neither the JGCBRLMs nor the BRLM nor our Company nor any other person including their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates will be liable for your decision to participate in the Issue based on any other information, representation, warranty or statement that you may have obtained or received;

- the only information you are entitled to rely on, and on which you have relied in committing yourself to acquire the Equity Shares is contained in this Placement Document, such information being all that you deem necessary to make an investment decision in respect of the Equity Shares and that you have neither received nor relied on any other information given or representations, warranties or statements made by the JGCBRLMs and the BRLM (including any view, statement, opinion or representation expressed in any research published or distributed by any of the JGCBRLMs or the BRLM or its affiliates or any view, statement, opinion or representation expressed by any staff (including research staff) of any of the JGCBRLMs or the BRLM or their respective affiliates) or our Company or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates and neither the JGCBRLMs nor the BRLM nor our Company or any of their respective shareholders, directors, officers, employees, counsels, advisors, representatives, agents or affiliates will be liable for your decision to accept an invitation to participate in the Issue based on any other information, representation, warranty, statement or opinion;

- you agree to indemnify and hold our Company, the JGCBRLMs and the BRLM or their affiliates harmless from any and all costs, claims, liabilities and expenses (including legal fees and expenses) arising out of or in connection with any breach of the representations, warranties, acknowledgements and undertakings in this section and the sections titled "*Selling Restrictions*" and "*Purchaser Representations and Transfer Restrictions*". You agree that the indemnity set forth in this paragraph shall survive the resale of the Equity Shares Allotted under this Issue by or on behalf of the managed accounts;

- you understand that neither the JGCBRLMs nor the BRLM nor their affiliates have any obligation to purchase or acquire all or any part of the Equity Shares purchased by you in the Issue or to support any losses, directly or indirectly sustained or incurred by you for any reason whatsoever in connection with the Issue, including non-performance by our Company of any of our respective obligations or any breach of any representations or warranties by our Company, whether to you or otherwise;

- any dispute arising in connection with the Issue will be governed and construed in accordance with the laws of the Republic of India, and the courts in Mumbai, India shall have the exclusive jurisdiction to settle any disputes which may arise out of or in connection with the Preliminary Placement Document and this Placement Document;

- you are a sophisticated investor who is seeking to purchase the Equity Shares for your own investment and not with a view to distribution. In particular, you acknowledge that (i) an investment in the Equity Shares involves a high degree of risk and that the Equity Shares are, therefore, a speculative investment, (ii) you have sufficient knowledge, sophistication and experience in financial and business matters so as to be capable of evaluating the merits and risk of the purchase of the Equity Shares, and (iii) you are experienced in investing in private placement transactions of securities of companies in a similar stage of development and in similar jurisdictions and have such knowledge and experience in financial, business and investment matters that you are capable of evaluating the merits and risks of your investment in the Equity Shares;

- you confirm that either (i) you have not participated in or attended any investor meetings or presentations by our Company or our agents with regard to our Company or this Issue ("**Company Presentations**"); or (ii) if you have participated in or attended any Company Presentations, (a) you understand and acknowledge that the JGCBRLMs and the BRLM may not have the knowledge of the statements that our Company or our agents may have made at such Company Presentations and are therefore unable to determine whether the information provided to you at such Company Presentation may have included any material misstatements or omissions, and, accordingly you acknowledge that the JGCBRLMs and the BRLM have advised you not to rely in any way on any such information that was provided to you at such Company Presentations, and (b) confirm that, you have not been provided any material information that was not publicly available;

- that each of the representations, warranties, acknowledgements and agreements set out above shall continue to be true and accurate at all times up to and including the Allotment of the Equity Shares in the Issue;

- that our Company, the JGCBRLMs, the BRLM, their respective affiliates and others will rely on the truth and accuracy of the foregoing representations, warranties, acknowledgements and agreements which are given to the JGCBRLMs and the BRLM on their own behalf and on behalf of our Company and are irrevocable;

- you understand that the Equity Shares have not been and will not be registered under the U.S. Securities Act or with any securities regulatory authority of any state of the United States and accordingly, may not be offered or sold within the United States, except in reliance on an exemption from the registration requirements of the U.S. Securities Act;

- if you are within the United States, you are a U.S. QIB who is acquiring the Equity Shares for your own account or for the account of a U.S. QIB, for investment purposes only and not with a view to, or for resale in connection with, the distribution (within the meaning of the U.S. Securities Act) thereof, in whole or in part;

- if you are outside the United States, you are purchasing the Equity Shares in an "offshore transaction" within the meaning of Regulation S under the U.S. Securities Act;

- you are not our affiliate or a person acting on behalf of such an affiliate; and

- you are not acquiring or subscribing for the Equity Shares as a result of any general solicitation or general advertising (as those terms are defined in Regulation D under the U.S. Securities Act) or directed selling efforts (as defined in Regulation S) and you understand and agree that offers and sales are being made in reliance on an exemption to the registration requirements of the U.S. Securities Act provided by Section 4(a)(2) thereof, and the Equity Shares may not be eligible for resales under Rule 144A. You understand and agree that the Equity Shares are transferable only in accordance with the restrictions described under the sections titled “*Selling Restrictions*” and “*Purchaser Representations and Transfer Restrictions*” on pages 146 and 153, respectively, and represent and agree that you will only reoffer, resell, pledge or otherwise transfer the Equity Shares in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S, or pursuant to another applicable exemption from the registration requirements of the U.S. Securities Act.

OFFSHORE DERIVATIVE INSTRUMENTS

Subject to compliance with all applicable Indian laws, rules, regulations, guidelines and approvals in terms of Regulation 22 of the Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014, as amended ("**SEBI FPI Regulations**"), FPIs (other than Category III foreign portfolio investors and unregulated broad based funds, which are classified as Category II FPI by virtue of their investment manager being appropriately regulated) may issue, subscribe or otherwise deal in offshore derivative instruments (as defined under the SEBI FPI Regulations as any instrument, by whatever name called, which is issued overseas by a FPI against securities held by it that are listed or proposed to be listed on any recognised stock exchange in India, as its underlying, and all such offshore derivative instruments are referred to herein as "**P-Notes**"), for which they may receive compensation from the purchasers of such instruments. P-Notes may be issued only in favour of those entities which are regulated by any appropriate foreign regulatory authorities subject to compliance with 'know your client' requirements. An FPI shall also ensure no further issue or transfer is made of any offshore derivative instruments issued by or on behalf of it to any person other than a person regulated by an appropriate foreign regulatory authority. P-Notes have not been and are not being offered or sold pursuant to this Placement Document. This Placement Document does not contain any information concerning P-Notes, including, without limitation, any information regarding any risk factors relating thereto.

In terms of the SEBI FPI Regulations, the issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) is not permitted to be 10% or above of our post-Issue Equity Share capital. As per the circular issued by SEBI on November 24, 2014, these investment restrictions shall also apply to subscribers of offshore derivative instruments. Two or more subscribers of offshore derivative instruments having a common beneficial owner shall be considered together as a single subscriber of the offshore derivative instruments. In the event an investor has investments as a FPI and as a subscriber of offshore derivative instruments, these investment restrictions shall apply on the aggregate of the FPI and offshore derivative instruments investments held in the underlying company.

Any P-Notes that may be issued are not securities of our Company and do not constitute any obligation of, claims on or interests in our Company. Our Company has not participated in any offer of any P-Notes, or in the establishment of the terms of any P-Notes, or in the preparation of any disclosure related to any P-Notes. Any P-Notes that may be offered are issued by, and are the sole obligations of, third parties that are unrelated to us. Our Company does not make any recommendation as to any investment in P-Notes and does not accept any responsibility whatsoever in connection with the P-Notes. Any P-Notes that may be issued are not securities of the JGCBRLMs and the BRLM and do not constitute any obligations or claims on the JGCBRLMs and the BRLM. Affiliates of the JGCBRLMs and the BRLM which are Eligible FPIs may purchase, to the extent permissible under law, the Equity Shares in the Issue, and may issue P-Notes in respect thereof.

Prospective investors interested in purchasing any P-Notes have the responsibility to obtain adequate disclosures as to the issuer(s) of such P-Notes and the terms and conditions of any such P-Notes. Neither SEBI nor any other regulatory authority has reviewed or approved any P-Notes or any disclosure related thereto. Prospective investors are urged to consult with their own financial, legal, accounting and tax advisors regarding any contemplated investment in P-Notes, including whether P-Notes are issued in compliance with applicable laws and regulations.

DISCLAIMER CLAUSE OF THE STOCK EXCHANGES

As required, a copy of this Placement Document has been submitted to the Stock Exchanges. The Stock Exchanges do not in any manner:

1. warrant, certify or endorse the correctness or completeness of any of the contents of this Placement Document;

2. warrant that the Equity Shares will be listed or will continue to be listed on the Stock Exchanges; or

3. take any responsibility for the financial or other soundness of our Company, our management or any scheme or project of our Company;

and it should not for any reason be deemed or construed to mean that this Placement Document has been cleared or approved by the Stock Exchanges. Every person who desires to apply for or otherwise acquire any Equity Shares may do so pursuant to an independent inquiry, investigation and analysis and shall not have any claim against the Stock Exchanges whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

PRESENTATION OF FINANCIAL AND OTHER INFORMATION

In this Placement Document, unless the context otherwise indicates or implies, references to “you,” “offeree,” “purchaser,” “subscriber,” “recipient,” “investors” and “potential investor” are to the prospective investors in this Issue, references to, “our”, “us”, “we”, our “Company”, the “Company”, or the “Issuer” are to Indiabulls Housing Finance Limited and along with its Subsidiaries, as the context requires.

In this Placement Document, references to (a) “Rs.”, “Rupees”, “INR” or “₹” are to the legal currency of the Republic of India; and (b) “U.S.$” and “U.S. Dollars” are to the legal currency of the United States.

All references herein to the “U.S.” or the “United States” are to the United States of America and its territories and possessions and all references to “India” are to the Republic of India and its territories and possessions. All references herein to the “Government of India” are to the Central Government of India and all references to the “Government” are to the Central Government of India or an Indian state government, as applicable. All the numbers in this document, have been presented in million or in whole numbers where the numbers have been too small to present in million, unless stated otherwise.

Our Company prepares its financial statements in accordance with the generally accepted accounting principles in India, which differ in certain respects from generally accepted accounting principles in other countries. Indian GAAP differs in certain significant respects from IFRS. Our Company publishes its financial statements in Indian Rupees. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Placement Document should accordingly be limited. We have not attempted to explain those differences or quantify their impact on the financial data included herein, and we urge you to consult your own advisors regarding such differences and their impact on our financial data.

Our (i) audited consolidated and standalone financial statements as of and for Fiscals 2013, 2014 and 2015; and (ii) standalone unaudited condensed balance sheet as at June 30, 2015, the standalone unaudited condensed statement of profit and loss, and the standalone unaudited condensed cash flow statement for the quarter ended June 30, 2015 and selected explanatory notes, collectively referred to as the “**Standalone Unaudited Condensed Financial Statements**”, along with the respective reports issued by Deloitte Haskins & Sells LLP, Chartered Accountants, have been included in this Placement Document.

Unless otherwise stated, references in this Placement Document to a particular year are to the calendar year ending on December 31 and to a particular “financial year”, “Fiscal”, “Fiscal Year” or “FY” are to the financial year of our Company ending on March 31 of a particular year.

Any discrepancies in the tables included herein between the amounts listed and the totals thereof are due to rounding off.

INDUSTRY AND MARKET DATA

Information regarding market position, growth rates and other industry data pertaining to the businesses of our Company contained in this Placement Document consists of estimates based on data and reports compiled by government bodies, professional organizations and analysts, data from other external sources and knowledge of the markets in which our Company competes. The statistical information included in this Placement Document relating to the various sectors in which our Company operates has been reproduced from various trade, industry and regulatory/ government publications and websites.

This data is subject to change and cannot be verified with complete certainty due to limits on the availability and reliability of the raw data and other limitations and uncertainties inherent in any statistical survey.

Neither our Company, nor the JGCBRLMs nor the BRLM have independently verified this data and make any representation regarding the accuracy or completeness of such data. Similarly, while we believe that our internal estimates are reasonable, such estimates have not been verified by any independent sources, and neither our Company nor any of the JGCBRLMs nor the BRLM can assure potential investors as to their accuracy.

The extent to which the market and industry data used in this Placement Document is meaningful depends on the reader's familiarity with and understanding of the methodologies used in compiling such data.

AVAILABLE INFORMATION

Our Company has agreed that, for so long as any Equity Shares are "restricted securities" within the meaning of Rule 144(a)(3) under the U.S. Securities Act, our Company will, during any period in which it is neither subject to Section 13 or 15(d) of the U.S. Securities Exchange Act of 1934, as amended, nor exempt from reporting pursuant to Rule 12g3-2(b) thereunder, provide to any holder or beneficial owner of such restricted securities or to any prospective purchaser of such restricted securities designated by such holder or beneficial owner, upon the request of such holder, beneficial owner or prospective purchaser, the information required to be provided by Rule 144A(d)(4) under the U.S. Securities Act, subject to compliance with the applicable provisions of Indian law.

FORWARD-LOOKING STATEMENTS

Certain statements contained in this Placement Document that are not statements of historical fact constitute "forward-looking statements". Investors can generally identify forward-looking statements by terminology such as "aim", "anticipate", "believe", "continue", "could", "estimate", "expect", "intend", "may", "objective", "plan", "potential", "project", "pursue", "shall", "should", "will", "would", or other words or phrases of similar import. All statements regarding our Company's expected financial condition and results of operations and business plans, including potential acquisitions, and prospects are forward-looking statements. These forward-looking statements include statements as to our business strategy, revenue and profitability, planned projects and other matters discussed in this Placement Document that are not historical facts. These forward-looking statements involve known and unknown risks, uncertainties, assumptions and other factors that may cause our Company's actual results, performance or achievements to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements or other projections.

Important factors that could cause actual results, performance or achievements to differ materially include, among others:

- our ability to effectively manage our growth;
- volatility in interest rates and other market conditions;
- increase in the levels of non-performing assets in our loan portfolio;
- our indebtedness and conditions imposed by our financing arrangements;
- our ability to expand into new regions and markets;
- our credit ratings and ability to manage our financing costs and secure funding at competitive rates;
- changes in laws and regulations that apply to housing finance companies in India;
- our ability to successfully implement our strategy, our growth and expansion plans
- general political economic and business conditions in India and other countries;
- our ability to maintain our credit quality; and
- the performance of the Indian and global financial markets.

Additional factors that could cause actual results, performance or achievements to differ materially include, but are not limited, to those discussed under the sections titled "*Risk Factors*", "*Management's Discussion and Analysis of Financial Condition and Results of Operations*", "*Industry Overview*", "*Our Business*" and "*Selected Statistical Information*" on pages 33, 61, 77, 88 and 107, respectively.

The forward-looking statements contained in this Placement Document are based on the beliefs of our management, as well as the assumptions made by and information currently available to the management. Although our Company believes that the expectations reflected in such forward-looking statements are reasonable at this time, it cannot assure investors that such expectations will prove to be correct. Given these uncertainties, investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materialize, or if any of our Company's underlying assumptions prove to be incorrect, our Company's actual results of operations, cash flows or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent written and oral forward-looking statements attributable to our Company are expressly qualified in their entirety by reference to these cautionary statements.

ENFORCEMENT OF CIVIL LIABILITIES

We are a limited liability company incorporated under the laws of India. All our Directors, Key Managerial Personnel named herein are residents of India. A majority of our assets are located in India. As a result, it may be difficult for the investors to affect service of process upon our Company or such persons outside India or to enforce judgments obtained against such parties outside India.

India is not a party to any international treaty in relation to the recognition or enforcement of foreign judgments. Recognition and enforcement of foreign judgments and execution of a foreign judgment is provided for under Sections 13 and 44A respectively, of the Code of Civil Procedure, 1908 (the "**Civil Procedure Code**") on a statutory basis.

Section 13 of the Civil Procedure Code provides that a foreign judgment shall be conclusive regarding any matter directly adjudicated upon except: (i) where the judgment has not been pronounced by a court of competent jurisdiction; (ii) where the judgment has not been given on the merits of the case; (iii) where it appears on the face of the proceedings that the judgment is founded on an incorrect view of international law or a refusal to recognize the law of India in cases in which such law is applicable; (iv) where the proceedings in which the judgment was obtained were opposed to natural justice; (v) where the judgment has been obtained by fraud, or (vi) where the judgment sustains a claim founded on a breach of any law in force in India.

Under Section 14 of the Civil Procedure Code, a court in India shall, upon the production of any document purporting to be a certified copy of a foreign judgment, presume that the judgment was pronounced by a court of competent jurisdiction, unless the contrary appears on record; but such presumption may be displaced by proving want of jurisdiction.

A foreign judgment which is conclusive under Section 13 of the Civil Procedure Code can be enforced in India (i) by instituting execution proceedings; or (ii) by instituting a suit on such judgment.

Foreign judgments may be enforced by proceedings in execution in certain cases. Section 44A of the Civil Procedure Code provides that where a foreign judgment has been rendered by a superior court within the meaning of that section in any country or territory outside India which the Government has by notification declared to be in a reciprocating territory, it may be enforced in India by proceedings in execution as if the judgment had been rendered by the relevant court in India. However, Section 44A of the Civil Procedure Code is applicable only to monetary decrees not being in the nature of any amounts payable in respect of taxes or other charges of a like nature or in respect of a fine or other penalties and does not include arbitration awards. Furthermore, the execution of the foreign decree under Section 44A of the Civil Procedure Code is also subject to the exceptions under Section 13 of the Civil Procedure Code, as mentioned above.

Each of the United Kingdom, Singapore and Hong Kong has been declared by the Government of India to be a reciprocating territory for the purposes of Section 44A of the Civil Procedure Code but the United States has not been so declared. A judgment of a court in a jurisdiction which is not a reciprocating territory may be enforced only by a fresh suit upon the judgment and not by proceedings in execution. The suit must be filed in India within three years from the date of the judgment in the same manner as any other suit filed to enforce a civil liability in India. It is unlikely that a court in India would award damages on the same basis as a foreign court if an action is brought in India. Furthermore, it is unlikely that an Indian court would enforce foreign judgments if it viewed the amount of damages awarded as excessive or inconsistent with public policy. Further, any judgment or award denominated in a foreign currency would be converted into Rupees on the date of such judgment or award and not on the date of payment. A party seeking to enforce a foreign judgment in India is required to obtain approval from the RBI to repatriate outside India any amount recovered pursuant to the execution of such a judgement.

EXCHANGE RATES

Fluctuations in the exchange rate between the Rupee and the U.S. Dollar will affect the U.S. Dollar equivalent of the Rupee price of the Equity Shares on the Stock Exchanges. These fluctuations will also affect the conversion into U.S. Dollars of any cash dividends paid in Rupees on the Equity Shares. The exchange rate between the Rupee and the U.S. Dollar has been volatile over the past year.

The following table sets forth, for the periods indicated, information with respect to the exchange rate between the Rupee and the U.S. Dollar (in Rupees per U.S. Dollar) based on the reference rate released by the RBI. The exchange rate on September 7, 2015 was U.S. Dollar 1.0 = ₹ 66.7. No representation is made that the Rupee amounts actually represent such U.S. dollar amounts or could have been or could be converted into U.S. Dollar at the rates indicated, any other rate, or at all.

Exchange Rate (₹ Per U.S. Dollar)				
	Period End	**Average***	**High**	**Low**
Financial year ended March 31, 2015	62.6	61.2	63.8	58.4
Financial year ended March 31, 2014	60.1	60.5	68.4	53.7
Financial year ended March 31, 2013	54.4	54.5	57.2	50.6
Months ended:				
August 2015	66.3	65.1	66.7	63.8
July 2015	64.0	63.6	64.0	63.4
June 2015	63.8	63.9	64.2	63.5
May 2015	63.8	63.8	64.2	63.5
April 2015	63.6	62.6	63.6	62.2
March 2015	62.6	62.5	62.8	61.8
Quarters ended:				
June 30, 2015	63.8	63.5	64.2	62.2
March 31, 2015	62.6	62.3	63.5	61.4

* *Average of the official rate for each working day of the relevant period*
Source: www.rbi.org.in

CERTAIN DEFINITIONS AND ABBREVIATIONS

Our Company has prepared this Placement Document using certain definitions and abbreviations which you should consider when reading the information contained herein.

Capitalised terms used in this Placement Document shall have the meaning set forth below, unless specified otherwise or the context indicates or requires otherwise, and references to any statute or regulations or policies shall include amendments thereto, from time to time.

Terms Related to our Company

Term	Description
Our "Company", the "Company" or the "Issuer"	Indiabulls Housing Finance Limited, a company incorporated under the provisions of the Companies Act, 1956, having its registered office at M-62 & 63, First Floor, Connaught Place, New Delhi – 110 001, along with the Subsidiaries, as relevant.
"Articles" or "Articles of Association"	The articles of association of our Company, as amended from time to time.
"Board of Directors" or "Board"	Our board of directors of our Company or any duly constituted committee thereof, as the context may refer to.
Chairman	The chairman of our Board of Directors, Mr. Sameer Gehlaut.
Directors	The directors of our Company.
Equity Shares or Shares	Equity shares of our Company of face value of ₹ 2 each.
IBFSL	Indiabulls Financial Services Limited.
IBFSL Scheme	Scheme of amalgamation for the amalgamation of Indiabulls Financial Services Limited with our Company.
Key Managerial Personnel	The key managerial personnel as listed in the section "Board of Directors and Senior Management" on page 121.
Memorandum/ MoA/ Memorandum of Association	The memorandum of association of our Company, as amended from time to time.
Promoter	The promoter of our Company, being Mr. Sameer Gehlaut.
Promoter Group	Includes the Promoter and entities covered by the definition under regulation 2(1)(zb) of the SEBI Regulations.
Registered Office	The registered office of our Company, being M-62 & 63, First Floor, Connaught Place, New Delhi – 110 001.
Statutory Auditors	The statutory auditors of our Company, being Deloitte Haskins & Sells LLP, Chartered Accountants. Deloitte Haskins & Sells, Chartered Accountants, Mumbai (ICAI Firm Registration No. 117366W), (the Firm), has been converted into a Limited Liability Partnership (LLP) with the name Deloitte Haskins & Sells LLP (DHS LLP) (ICAI Firm Registration No. 117366W / W–100018) under Section 58 of the Limited Liability Partnership Act, 2008 (LLP Act) with effect from November 20, 2013.
"Subsidiaries" or "our Subsidiaries"	The direct and indirect subsidiaries of our Company.

Issue Related Terms

Term	Description
"Allocated" or "Allocation"	The allocation of Equity Shares, in consultation with the JGCBRLMs and the BRLM, following the determination of the Issue Price to QIBs on the basis of the Application Forms submitted by them in compliance with Chapter VIII of the SEBI Regulations.
Allotees	QIBs to whom Equity Shares are Allotted pursuant to the Issue.
"Allotment" or "Allotted" or "Allot"	Unless the context otherwise requires, the issue and allotment of Equity Shares pursuant to the Issue.
Application Form	The form (including any revisions thereof) pursuant to which a QIB shall submit a bid in the Issue.
Bid	An indication of interest by a QIB, including all revisions and modifications of interest, as provided in the Application Form, to subscribe for Equity Shares in the Issue.
Bid Closing Date	September 11, which is the date on which our Company (or the JGCBRLMs and the BRLM on behalf of our Company) shall cease acceptance of the Application Forms.
Bid Opening Date	September 8, 2015, which is the date on which our Company (or the JGCBRLMs and the BRLM on behalf of our Company) shall commence acceptance of the Application Forms.
Bidding Period	The period between the Bid Opening Date and Bid Closing Date, inclusive of both dates, during which Bidder can submit their Bids.
Bidder	Any prospective investor, a QIB, who makes a Bid pursuant to the terms of the Preliminary Placement Document and the Application Form.

Term	Description
Book Running Lead Manager or "BRLM"	Axis Capital Limited.
"CAN" or "Confirmation of Allocation Note"	Note or advice or intimation to QIBs confirming the Allocation of Equity Shares to such QIBs after discovery of the Issue Price and requesting payment of the entire Issue Price for all the Equity Shares allocated to such QIBs.
Cut-off Price	The Issue Price of the Equity Shares to be issued pursuant to the Issue which shall be finalized by our Company in consultation with the JGCBRLMs and the BRLM.
Designated Date	The date of credit of Equity Shares pursuant to the Issue to the Allottees' demat accounts, as applicable to the relevant Allottees.
Eligible FPIs	FPIs that are eligible to participate in this Issue and do not include Category III Foreign Portfolio Investors who are not allowed to participate in the Issue.
Escrow Account	The bank account opened by our Company with the Escrow Bank, pursuant to the Escrow Agreement, into which application money received towards subscription of the Equity Shares shall be deposited by the QIBs.
Escrow Agreement	Agreement dated September 8, 2015 amongst our Company, the JGCBRLMs, the BRLM and the Escrow Agent in relation to the Issue.
Escrow Bank	Axis Bank Limited, with which the Escrow Account has been opened.
Floor Price	The price of ₹ 738.64 per Equity Share which has been calculated in accordance with Regulation 85 of Chapter VIII of the SEBI Regulations. The Securities Issue Committee, on September 11, 2015 approved a discount of upto 5% to the floor price of ₹ 738.64 in accordance with the shareholders' resolution dated September 7, 2015 and Regulation 85 of the SEBI Regulations.
FPIs	Foreign portfolio investors as defined under the SEBI FPI Regulations and includes person who has been registered under the SEBI FPI Regulations.
Issue	The offer, issue and allotment of 56,934,372 Equity Shares to QIBs, pursuant to Chapter VIII of the SEBI Regulations and the provisions of the Companies Act, 2013 and the rules thereunder.
Issue Price	₹ 702 per Equity Share.
Issue Size	The issue of 56,934,372 Equity Shares aggregating to ₹ 39,967.9 million.
"Joint Global Coordinators and Book Running Lead Managers" or "JGCBRLMs"	The global coordinators and book running lead managers to the Issue, being DSP Merrill Lynch Limited, CLSA India Private Limited and SBI Capital Markets Limited.
Listing Agreements	The agreements entered into between our Company and each Stock Exchange in relation to listing of the Equity Shares on such Stock Exchange.
Pay-In Date	The last date specified in the CAN for payment of subscription money by QIBs in relation to the Issue.
Placement Agreement	The placement agreement dated September 8, 2015 entered into between our Company, the JGCBRLMs and the BRLM.
Placement Document	This placement document dated September 11, 2015 to be issued in accordance with Chapter VIII of the SEBI Regulations and section 42 of the Companies Act, 2013 and the rules thereunder.
Preliminary Placement Document	The preliminary placement document dated September 8, 2015 issued in accordance with Chapter VIII of the SEBI Regulations and section 42 of the Companies Act, 2013 and the rules thereunder.
"QIBs" or "Qualified Institutional Buyers"	Qualified institutional buyers as defined in Regulation 2(1) (zd) of the SEBI Regulations.
QIP	Qualified Institutions Placement under Chapter VIII of the SEBI Regulations.
"Registrar of Companies" or "RoC"	Registrar of Companies, National Capital Territory of Delhi and Haryana.
"Regulation S"	Regulation S under the U.S. Securities Act.
Relevant Date	September 8, 2015, which is the date of the meeting of the Board, or any committee duly authorised by the Board, deciding to open the Issue.
"Rule 144A"	Rule 144A under the U.S. Securities Act.
"U.S. QIB"	A qualified institutional buyer, as defined under Rule 144A.
U.S. Securities Act	U.S. Securities Act of 1933, as amended.

Industry/Project Related Terms

Term	Description
AS	Accounting Standards.
AIF(s)	Alternative investment funds, as defined and registered with SEBI under the Securities and Exchange Board of India (Alternative Investment Funds) Regulations, 2012.
ASSOCHAM	Associated Chambers of Commerce and Industry of India.

Term	Description
AUM	Assets under management.
AY	Assessment Year.
Brickwork Ratings	Brickworks Ratings India Private Limited.
CARE	Credit Analysis and Research Limited.
CAGR	Compounded Annual Growth Rate.
Capital Adequacy Ratio/ "CRAR"	Capital to assets risk ratio.
CEO	Chief Executive Officer.
CERSAI	Central Registry of Securitization Asset Reconstruction and Security Interest of India.
CIBIL	Credit Information Bureau (India) Limited.
CRAR	Capital-to-Risk (Weighted) Asset Ratio.
CRISIL Ratings	Credit Rating Information Services of India Limited.
CRR	Cash Reserve Ratio.
Dow Jones	Dow Jones & Company.
DSA	Direct sales agents.
DST	Direct Sales Team.
DRT	The Debt Recovery Tribunal of India.
EMI	Equated monthly installments.
EWS	Economically weaker sections of the society.
FIPB	Foreign Investment Promotion Board of India.
FIR	First information report.
FPC	Fair Practices Code.
FVCI	Foreign venture capital investors (as defined and registered with SEBI under the (Foreign Venture Capital Investors) Regulations, 2000).
GNPA	Gross non performing asset(s).
GOI/ GoI/ Government	Government of India.
HFC	Housing finance company(ies).
HUF	Hindu Undivided Family.
ICRA	ICRA Limited.
India Ratings and Research	India Ratings and Research Private Limited.
IRDA	Insurance Regulatory and Development Authority.
JNNURM	Jawaharlal Nehru National Urban Renewal Mission.
KYC	Know your customer procedure.
LAP	Loan against property.
LIG	Low-income groups.
LTV	Loan-to-value.
MODVAT	Modified Value Added Tax.
MSC	Master Service Centre.
NAREDCO	National Real Estate Development Council of India.
NBFC	Non-banking financial company.
NHB	National Housing Bank.
NHB Act	National Housing Bank Act, 1987.
NHB Directions	Housing Finance Companies (NHB) Directions, 2010.
NPA	Non-performing assets.
NNPA	Net non performing asset(s).
p.a.	Per annum.
ROE	Return on equity.
RTGS	Real Time Gross Settlement.
SCB	Scheduled commercial bank.
SARFAESI Act	The Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002.
SLR	Statutory Liquidity Ratio.
STT	Securities Transaction Tax in India.
Tier I Capital	In relation to an HFC, its owned fund as reduced by investment in shares of other HFCs and in shares, debenture, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate, ten percent of the owned fund.
Tier II Capital	In relation to an HFC, includes (i) preference shares (other than those compulsorily convertible into equity); (ii) revaluation reserves at discounted rate of fifty five percent; (iii) general provisions (including that for standard assets) and loss reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth percent of risk weighted assets; (iv) hybrid debt; and (v) subordinated debt, to the

Term	Description
	extent the aggregate does not exceed Tier I Capital.
Veritas	Veritas Investment Research Corporation.
WSJ	The Wall Street Journal.
WPI	Wholesale Price Index.

Conventional and General Terms/ Abbreviations

Term	Description
AGM	Annual general meeting.
Act/ Companies Act	Companies Act, 1956 or the Companies Act, 2013, as applicable.
AS-25	Accounting Standard 25, as prescribed by the Institute of Chartered Accountants of India.
BSE	BSE Limited.
Brig.	Brigadier.
CCI	Competition Commission of India.
CDSL	Central Depository Services (India) Limited.
Companies Act, 1956	Companies Act, 1956 and the rules made thereunder (without reference to the provisions thereof that have ceased to have effect upon notification of the Notified Sections).
Companies Act, 2013	Companies Act, 2013 and the rules made thereunder, to the extent in force pursuant to notification of the Notified Sections.
Competition Act	Competition Act, 2002.
DP ID	Depository Participant's Identity.
ECB	External Commercial Borrowings.
ECS	Electronic Clearing Service.
EGM	Extraordinary general meeting.
FCNR Account	Foreign Currency Non Resident Account.
FATCA	Foreign Account Tax Compliance Act of the United States of America.
FDI	Foreign Direct Investment.
FDI Policy	Consolidated Foreign Direct Investment policy, as laid down in the Consolidated FDI Policy Circular of 2015, effective from May 12, 2015, issued by DIPP, Ministry of Commerce, GoI.
FEMA	The Foreign Exchange Management Act, 1999 read with rules and regulations promulgated thereunder and any amendments thereto.
FEMA Regulations	The Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 and amendments thereto.
FII	Foreign Institutional Investor as defined in the SEBI FPI Regulations.
Financial Year/ Fiscal/ FY	Period of twelve months ended 31 March of that particular year.
GAAP	Generally Accepted Accounting Principles.
GDP	Gross Domestic Product.
GST	National goods and services tax of India
GVA	Gross Value Added.
IAS Rules	Companies (Indian Accounting Standards) Rules 2015.
IFRS	International Financial Reporting Standards.
IGA	An intergovernmental agreement between the United States and India regarding the implementation of FATCA.
IT Act	Income Tax Act, 1961.
Ind-AS	Indian Accounting Standards.
Indian GAAP	Generally Accepted Accounting Principles in India.
ISHUP	Internet Subsidy Scheme for Housing the Urban Poor.
MAT	Minimum Alternate Tax.
MCA	Ministry of Corporate Affairs, Government of India.
MSC	Master service centres.
Mutual Fund	Mutual fund registered with SEBI under the Mutual Fund Regulations.
Mutual Fund Regulations	The Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
NECS	National Electronic Clearing Services.
NEFT	National Electronic Fund Transfer.
Negotiable Instruments Act	Negotiable Instrument Act of 1881 of India.
Notified Sections	Sections of the Companies Act, 2013 that have been notified by the Government of India.
NRE Account	Non Resident External Account.
NRI	Non Resident Indian, is a person resident outside India, as defined under FEMA and the FEMA Regulations.
NRO Account	Non Resident Ordinary Account.
"Non Resident" or "NR"	Non-resident or person(s) resident outside India, as defined under the FEMA, including FPIs and FVCIs.
NSDL	National Securities Depositories Limited.
NSE	National Stock Exchange of India Limited.
OCB	A company, partnership, society or other corporate body owned directly or indirectly to the extent of at least 60% by NRIs including overseas trusts, in which not less than 60% of beneficial interest is irrevocably held by NRIs directly or indirectly as defined under the FEMA Regulations and which was in existence on October 3, 2003 and immediately

Term	Description
	before such date had taken benefits under the general permission granted to OCBs under the FEMA.
PAN	Permanent Account Number allotted under the IT Act.
PFIC	A passive foreign investment company for U.S. federal income tax purposes.
PMLA	Prevention of Money Laundering Activities Act.
PSU	Public sector undertaking.
RBI	The Reserve Bank of India.
Retd.	Retired.
"Rs." Or "INR" or "Rupees" or "₹"	Indian Rupees.
SAS	Statistical Analysis System.
SAP	Systems Applications and Products.
SCR (SECC) Rules	Securities Contract (Regulation) (Stock Exchanges and Clearing Corporation) Regulations, 2012.
SEBI	The Securities and Exchange Board of India, constituted under the SEBI Act.
SEBI Act	The Securities and Exchange Board of India Act, 1992.
SEBI FPI Regulations / SEBI (Foreign Portfolio Investors) Regulations	The Securities and Exchange Board of India (Foreign Portfolio Investors) Regulations, 2014.
SEBI Insider Trading Regulations	The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
SEBI Merchant Bankers Regulations	Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992.
SEBI Regulations	The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009.
Stock Exchanges	BSE and NSE.
Takeover Code	The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
Transfer of Property Act	The Transfer of Property Act, 1882.
U.S./ USA/ United States	United States of America, including the territories or possessions thereof.
VAT	Value Added Tax.
VCF	Venture capital fund registered with SEBI.

DISCLOSURE REQUIREMENTS UNDER FORM PAS-4 PRESCRIBED UNDER THE COMPANIES ACT, 2013

The table below sets out the disclosure requirements as provided in PAS-4 and the relevant pages in this Placement Document where these disclosures, to the extent applicable, have been provided.

Sr. No.	Disclosure Requirements	Relevant Page of this Placement Document
1.	**GENERAL INFORMATION**	
a.	Name, address, website and other contact details of the company indicating both registered office and corporate office.	Cover page, 180, 184
b.	Date of incorporation of the company.	Cover page, 180
c.	Business carried on by the company and its subsidiaries with the details of branches or units, if any.	88-106
d.	Brief particulars of the management of the company.	121-129
e.	Names, addresses, DIN and occupations of the directors.	121-123
f.	Management's perception of risk factors.	33-51
g.	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of:	
(i)	Statutory dues;	Not applicable
(ii)	Debentures and interest thereon;	Not applicable
(iii)	Deposits and interest thereon; and	Not applicable
(iv)	Loan from any bank or financial institution and interest thereon.	Not applicable
h.	Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process.	180, 185
2.	**PARTICULARS OF THE OFFER**	
a.	Date of passing of board resolution.	31, 54, 135, 180
b.	Date of passing of resolution in the general meeting, authorising the offer of securities.	31, 54, 135, 180
c.	Kinds of securities offered (i.e. whether share or debenture) and class of security.	Cover page, 30
d.	Price at which the security is being offered including the premium, if any, along with justification of the price.	Cover page, 30
e.	Name and address of the valuer who performed valuation of the security offered.	Not Applicable
f.	Amount which the company intends to raise by way of securities.	Cover page, 30
g.	Terms of raising of securities:	
(i)	Duration, if applicable;	Not Applicable
(ii)	Rate of dividend;	Not Applicable
(iii)	Rate of interest;	Not Applicable
(iv)	Mode of payment; and	Not Applicable
(v)	Repayment.	Not Applicable
h.	Proposed time schedule for which the offer letter is valid.	31
i.	Purposes and objects of the offer.	52
j.	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects.	Not Applicable
k.	Principle terms of assets charged as security, if applicable.	Not Applicable
3.	**DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION ETC**	
a.	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons.	Not applicable (129)
b.	Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding the year of the circulation of the offer letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.	Not applicable (176)
c.	Remuneration of directors (during the current year and last three financial years).	127-128
d.	Related party transactions entered during the last three financial years immediately preceding the year of circulation of offer letter including with regard to loans made or, guarantees given or securities provided.	129
e.	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of circulation of offer letter and of their impact on the financial statements and financial position of the company and the corrective steps taken and proposed to be taken by the company for each of the said reservations or qualifications or adverse remark.	Not applicable (32)
f.	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous company law in the last three years immediately preceding	Not applicable (175)

Sr. No.	Disclosure Requirements	Relevant Page of this Placement Document
	the year of circulation of offer letter in the case of company and all of its subsidiaries. Also if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the year of the offer letter and if so, section-wise details thereof for the company and all of its subsidiaries.	
g.	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company.	Not applicable (175)
4.	**FINANCIAL POSITION OF THE COMPANY**	
a.	The capital structure of the company in the following manner in a tabular form:	
(i)(a)	The authorised, issued, subscribed and paid up capital (number of securities, description and aggregate nominal value);	54
(b)	Size of the present offer; and	54
(c)	Paid up capital:	54
(A)	After the offer; and	54
(B)	After conversion of convertible instruments (if applicable);	Not Applicable
(d)	Share premium account (before and after the offer).	54
(ii)	The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration.	54-55
	Provided that the issuer company shall also disclose the number and price at which each of the allotments were made in the last one year preceding the date of the offer letter separately indicating the allotments made for considerations other than cash and the details of the consideration in each case.	55
b.	Profits of the company, before and after making provision for tax, for the three financial years immediately preceding the date of circulation of offer letter.	182
c.	Dividends declared by the company in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid).	60, 110
d.	A summary of the financial position of the company as in the three audited balance sheets immediately preceding the date of circulation of offer letter.	32, 182
e.	Audited Cash Flow Statement for the three years immediately preceding the date of circulation of offer letter.	182
f.	Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company.	182
5.	**A DECLARATION BY THE DIRECTORS THAT**	184
a.	The company has complied with the provisions of the Act and the rules made thereunder.	
b.	The compliance with the Act and the rules does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government.	
c.	The monies received under the offer shall be used only for the purposes and objects indicated in the Offer letter.	

SUMMARY OF BUSINESS

OVERVIEW

We are one of the largest housing finance companies ("**HFCs**") in India. We are a non-deposit taking HFC registered with the NHB. We are also a notified financial institution under the SARFAESI Act.

We focus primarily on long-term secured mortgage-backed loans. We offer home loans and loans against property to our target client base of salaried and self-employed individuals and small and medium-sized enterprises. We also offer mortgage loans to real estate developers in India in the form of lease rental discounting for commercial premises and construction finance for the construction of residential premises. The majority of our assets under management ("**AUM**") comprise home loans, primarily in the affordable housing segment. For the Fiscal Year ended March 31, 2015, our home loans are disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio of 71% (at origination). As of March 31, 2015, mortgage loans (comprising our home loans and loans against property) and corporate mortgage loans constituted 76% and 22%, respectively of our consolidated AUM.

As of March 31, 2015, we had 220 offices spread across over 110 locations in India. We also have two representative offices in Dubai and London to target NRI clients. Our offices include our head office, master service centres, branch offices and service centres. Our network gives us a pan-India presence across Tier I, Tier II and Tier III cities in India. Our network also allows us to interact with and service our customers at the local level whilst ensuring that credit decisions are taken only at certain levels in accordance with defined internal parameters and protocols. As of March 31, 2015, we had a direct sales team of over 2,000 employees who were located across our network. This sales team is instrumental in sourcing the majority of our customers. We also rely on external channels, such as direct sales agents for referring potential customers.

Our consolidated borrowings as at March 31, 2015 were ₹474,874.5 million and our standalone borrowings as at June 30, 2015 were ₹490,872.8 million, respectively. We rely on long-term and medium-term borrowings from banks and other financial institutions, including external commercial borrowings, issuances of privately placed non-convertible debentures and commercial paper. We have a diversified and stable lender base, comprising PSU and private banks, mutual funds, insurance companies, provident funds, pension funds and other financial institutions. We also sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us.

We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. We also have the highest short-term credit rating of "A1+" (for our commercial paper programme) from ICRA, CARE, CRISIL and India Ratings and Research. Our ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk. We believe that our ratings result in a lower cost of funds for us.

As at March 31, 2015, 2014 and 2013, our consolidated gross NPAs as a percentage of our consolidated AUM were 0.85%, 0.83% and 0.79%, respectively and our consolidated net NPAs (which reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision) as a percentage of our consolidated AUM were 0.36%, 0.36% and 0.33%, respectively. As of March 31, 2015, 2014 and 2013, our standalone capital to risk (weighted) assets ratio ("**CRAR**") was 18.35%, 19.14% and 18.47%, respectively.

For the Fiscal Years ended March 31, 2015, 2014 and 2013, our consolidated revenue from operations was ₹64,649.4 million, ₹54,193.9 million and ₹45,031.1 million, respectively and our consolidated profit after tax before share of profit attributable to minority interest was ₹19,012.4 million, ₹15,685.4 million and ₹12,660.7 million, respectively. Our consolidated revenue from operations and consolidated profit after tax grew at a CAGR of 19.8% and 22.5%, respectively, over the two Fiscal Years ended March 31, 2015.

Our standalone revenue from operations increased by ₹4,443.3 million, from ₹13,130.1 million for the three months ended June 30, 2014 to ₹17,573.4 million for the three months ended June 30, 2015. Our standalone profit after tax increased by ₹871.6 million, from ₹4,122.1 million for the three months ended June 30, 2014 to ₹4,993.6 million for the three months ended June 30, 2015.

The key areas of focus for our Board of Directors and our Company are asset liability management and risk management. We have formed an asset liability management committee and a risk management committee. The asset liability management committee reviews our asset and liability positions and gives directions to our finance and treasury teams in managing the same. Our risk management committee approves, reviews, monitors and modifies our credit and operation policy periodically, reviews regulatory requirements and implements appropriate mechanisms and guidelines related to risk management.

Our key operating and financial metrics are as follows:

	Standalone	Consolidated		
	As at and for the three months ended June 30,	As at and for the Fiscal Years ended March 31,		
Operational and financial parameters	**2015**	**2015**	**2014**	**2013**
Debt to equity ratio[1]	7.0	6.2	5.1	4.6
Return on average asset (after tax)[2]	3.5%[3]	3.7%	3.8%	-[4]
Net NPAs as a percentage of AUM[5]	0.30%	0.36%	0.36%	0.33%
Total borrowings (*in ₹ millions*)	490,872.8	474,874.5	355,395.2	312,857.8
Net interest income[6] (*in ₹ millions*)	7,895.3	29,673.8	23,744.5	18,906.3
Profit after tax before share of profit attributable to minority interest (*in ₹ millions*)	4,993.6	19,012.4	15,685.4	12,660.7
Earnings per share (basic) (*in ₹*)	14.0[7]	55.0	48.0	40.2
AUM (*in ₹ millions*)	519,560.2	522,350.3	411,694.0	344,256.2

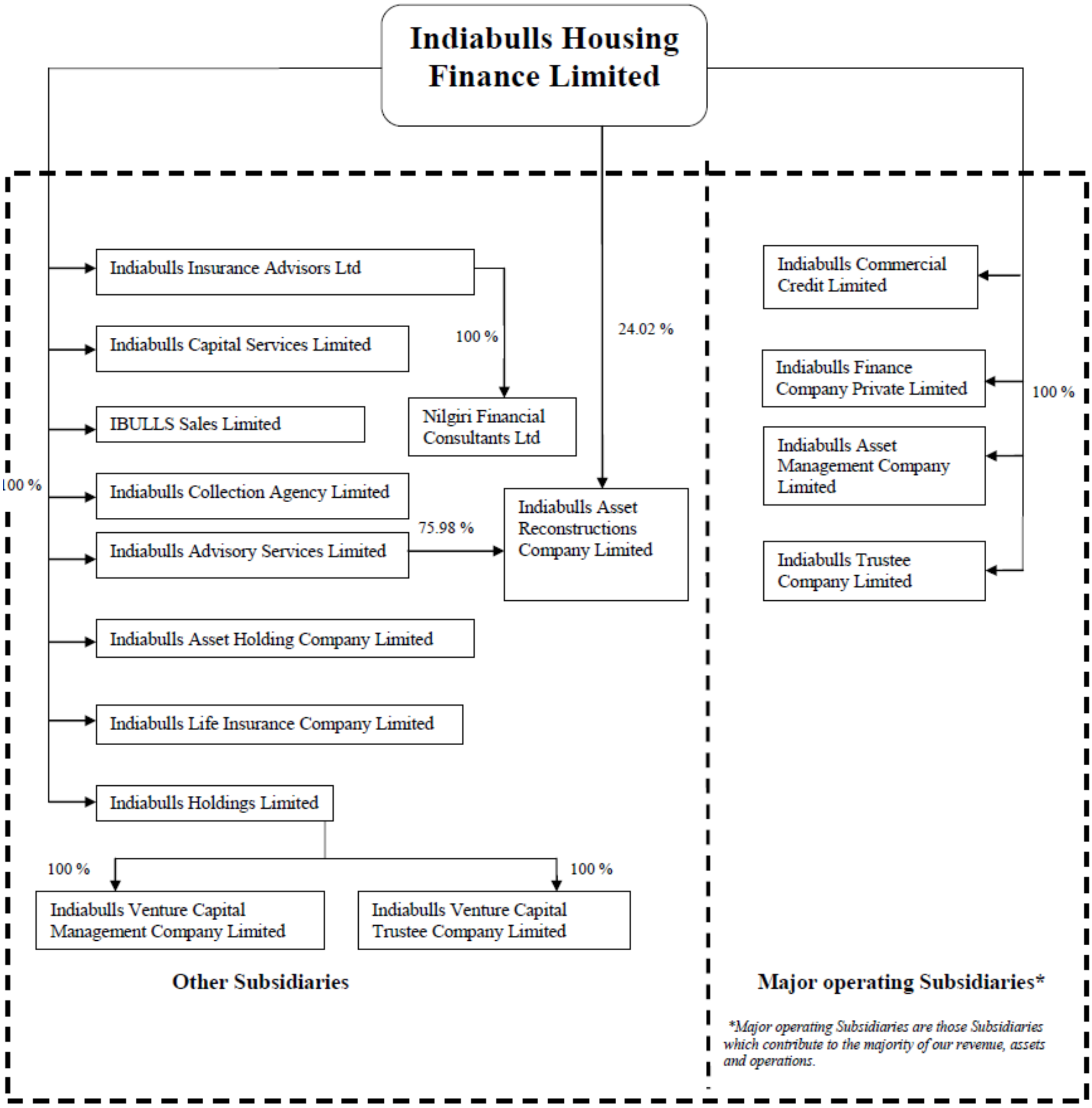
Notes:

1. *Debt to equity ratio refers to borrowings less cash and cash equivalents (as per the cash flow statement) at the end of the period divided by the net worth at the end of the period.*
2. *Return on average asset (after tax) is calculated by dividing the profit after tax for the period by the average total assets for the period.*
3. *Return on average asset (after tax) for the three months ended June 30, 2015 has been calculated on an annualised basis.*
4. *During Fiscal Year 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. As a result, our assets and liabilities at the end of Fiscal Year 2013 were significantly higher than those at the beginning of the Fiscal Year. Consequently, our return on average asset may not accurately reflect our average asset position for Fiscal Year 2013 and may not be directly comparable to the subsequent Fiscal Years.*
5. *Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.*
6. *Net interest income also includes dividend on units of mutual funds and profit/ gain on current investment in mutual fund units.*
7. *Earnings per share (basic) for the three months ended June 30, 2015 are not annualized.*

See also, "*Selected Statistical Information*" on page 107.

We operate under the "Indiabulls" brand name, which is a reference to the Indiabulls group of companies, a diversified set of business in the financial services, real estate and securities sectors.

We were incorporated in 2005 as a wholly-owned subsidiary of Indiabulls Financial Services Limited ("**IBFSL**"). In 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. For further details, please see "*Capital Structure*" on page 54. Our corporate structure as of June 30, 2015 is set out below:



OUR STRENGTHS

Our primary strengths are as follows:

One of the largest HFCs in India with strong financial performance, capitalization and credit ratings

We are one of the largest HFCs in India. The housing finance market in India is growing rapidly and the share of lending by HFCs has been steadily increasing. (*Source: CRISIL Research 2015*) During the period from Fiscal Year 2013 to Fiscal Year 2015, our consolidated loan book grew at a CAGR of 23.2%, from ₹344,256.2 million in Fiscal Year 2013 to ₹522,350.3 million in Fiscal Year 2015. We believe that our market position and our focus on the affordable housing segment allow us to benefit from the growth potential in this segment arising from various government and policy initiatives.

We are a well-capitalised HFC with strong financial track-record. We earned a consolidated profit after tax of ₹19,012.4 million in Fiscal Year 2015 and a standalone profit after tax of ₹4,993.6 million in the three months ended June 30, 2015, respectively. As of March 31, 2015, our standalone CRAR was 18.35%. We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. We also have the highest short-term credit rating of "A1+" (for our commercial paper programme) from ICRA, CARE, CRISIL and India Ratings and Research.

We believe that our strong financial record and high credit ratings position us to take advantage of the growth in the HFC industry, provide us with significant competitive advantages, contribute to the growth of our business and provide a high degree of comfort to our stakeholders including shareholders, lenders and rating agencies.

Access to diversified and cost effective funding sources

Over the years, we have developed a diversified funding base and have established strong relationships with our lenders. Our lenders include PSU and private banks, mutual funds, insurance companies, provident funds, pension funds and other financial institutions.

Our consolidated borrowings were ₹474,874.5 million as at March 31, 2015 and our standalone borrowings were ₹490,872.8 million as at June 30, 2015. We fund our capital requirements through multiple sources. Our primary sources of funding are long-term loans and issuances of privately placed non-convertible debentures. In Fiscal Year 2015, we drew down U.S.$200 million of external commercial borrowing (which are loans denominated in foreign currencies), on a standalone basis. We have also been recommended by the NHB for availing of additional external commercial borrowings amounting to U.S.$500 million during Fiscal Year 2016. In addition, we sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us. As at March 31, 2015, our consolidated borrowings were through banks and financial institutions (59.8%), issuances of non-convertible debentures and other debt instruments, including perpetual and subordinated debt (30.8%), commercial paper (6.8%) and external commercial borrowings (2.6%).

We believe that our strong financial performance, capitalisation levels and high credit ratings give considerable comfort to our lenders and enable us to borrow funds at competitive rates, thereby lowering our overall cost of borrowings.

Strong network and pan-India presence and brand

Our geographical reach within India across Tier I, Tier II and Tier III cities allows us to target and grow our customer base. We offer loans to our target client base of salaried and self-employed individuals and small and medium-sized enterprises across India. Our presence in over 110 locations across India allows us to undertake loan processing, appraisal and management of customer relationships in an efficient and cost effective manner.

As of March 31, 2015, we also had a direct sales team of over 2,000 employees, which is instrumental in sourcing the majority of our customers. We also rely on external channels, such as direct sales agents, for referring potential customers. Further, the implementation of a virtual private network connecting all our offices enables us to centrally process and analyse customer data at our Gurgaon data centre. This lends us operational efficiencies and enables us to monitor various risks and improve customer service and experience.

We believe that our strong brand recognition within India helps attract new customers. We were awarded the "Best Housing Finance Company" of the year 2013-2014 by ASSOCHAM, the "Fastest Growing Housing Finance Company" in the year 2014 by NAREDCO and the "HFC of the year 2012" by the Accommodation Times. We believe that we have been able to build and strengthen our brand and increase our brand awareness through quality customer service, particularly in the retail mortgage segment, and various marketing and advertising campaigns in print and electronic media. In addition, we also benefit from the strong brand recognition of the "Indiabulls" brand. We believe that our customer-oriented approach and efficiencies have aided us in achieving customer loyalty and have established us as one of the leading HFCs in India.

Prudent credit and information technology policies and processes leading to improved asset quality

Our credit policies specify the types of loans to be offered, the documentary requirements and limits on loan amounts, all aimed at ensuring underwriting of low risk, good quality and profitable loans. We have also established protocols and procedures to be followed when engaging with customers, as well as to determine the authority and levels to which credit decisions can be taken at various offices. Over the years, we have developed expertise in mortgage loan underwriting and this is the cornerstone of our business.

We also have an experienced collection team, which has, with the support of our legal team, enabled us to maintain high collection efficiencies through economic cycles. Our centralized credit analysis processes combined with our dedicated collection team help maintain the quality and growth of our total AUM. As at March 31, 2015, our consolidated gross NPAs as a percentage of our consolidated AUM were 0.85% and our consolidated net NPAs (which reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision) as a percentage of our consolidated AUM were 0.36%. Historically, we have maintained a higher provisioning for NPAs than the norms prescribed under the regulatory guidelines. As at March 31, 2015, our provisioning cover (excluding counter-cyclical provision of ₹500.0 million) was 58.0% of our gross NPAs.

Additionally, through the adoption of various information security measures, we are able to maintain our competitiveness, customer confidence and brand value. For further details on our information security measures, please see "*Our Business – Operational Risk Management*" on page 102. Further, we believe that our engagement with CRISIL Ratings to grade our incremental loans against property portfolio from April 1, 2015 onwards will reinforce our credit policies. See also "*Our Business – Our Strategies – Continue to maintain prudent risk management policies for our assets under management*" and "*Our Business – Our Lending and Other Financial Products – Loans Against Property*" on pages 93 and 94, respectively.

Experienced Board of Directors and senior management team

Our Board of Directors comprises a diversified mix of professionals, who have extensive experience and expertise in the fields of business, legal affairs, taxation, banking and regulatory affairs, among others. Few members of our senior management team have been with us since the commencement of our operations. Our management team has had a continued and strong focus on identifying opportunities in the housing finance business that are capable of providing steady returns. We believe that as a result, we have been able to demonstrated strong growth while minimising our risk profile. See also "*Board of Directors and Senior Management*" on page 121.

In order to strengthen our credit appraisal and risk management systems, we have recruited a number of senior managers who have extensive experience in the Indian banking sector and specialized lending finance firms providing loans to retail customers, to develop and implement our credit policies. We have also formed an asset liability management committee and a risk management committee. The asset management committee reviews our asset and liability positions and gives directions to our finance and treasury teams in managing the same. Our risk management committee approves, reviews, monitors and modifies our credit and operation policy from time to time, reviews regulatory requirements and implements appropriate mechanisms and guidelines related to risk management.

OUR STRATEGIES

Our primary strategies are as follows:

Continue our expansion by focusing on home loans and affordable housing segment

The Indian housing finance industry is underpenetrated compared to other emerging economies, with mortgage penetration of only 9% of India's GDP as at 2013. (*Source: CRISIL Research – Retail Housing Finance, 2015*) The demand for housing in India is expected grow to 88.78 million units by 2017 due to increasing population, income levels, urbanisation and a growing trend towards nuclear families. (*Source: NHB Report on Trend and Progress of Housing in India 2014*) For further details, please see "*Industry Overview*" on page 77.

Historically, home loans have formed the majority of our AUM. For the Fiscal Year ended March 31, 2015, our home loans were disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio of 71% (at origination). We intend to continue to grow as a leading home loan provider, with a focus on the affordable housing segment. We believe that the significant potential for growth in the housing finance industry and favourable government initiatives in the affordable housing segment in India, present us with an opportunity to expand of our home loans business and in particular, in the affordable housing segment. We believe that our continued focus on home loans and on the affordable housing segment will allow us to maintain a steady rate of growth and robust profitability, while adopting a cautious credit underwriting approach.

Leverage our financial strength and improved ratings to increase our competitiveness, diversify our funding mix and reduce our funding costs

Our cost of borrowings is driven by our credit ratings, our financial discipline and our business performance. We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. These ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk, thus resulting in a lower cost of funds for us. Based on our ratings, we expect to continue to source funding at competitive rates from the debt capital markets and reduce our proportion of bank financing to reduce our overall funding costs. Reduction in our cost of borrowings in turn allows us to reduce our cost of lending and competitively price our products to our customers. We believe that this competitive pricing combined with our loan service levels will allow us to attract more customers with good credit records, to grow our portfolio and attain a higher market share.

We also seek to continue to use a variety of funding sources to optimize funding costs, protect interest margins and maintain a diverse funding portfolio that will enable us to further achieve funding stability and liquidity.

Continue to maintain adequate liquidity

One of our key operating principles is to maintain adequate liquidity at all times. As of March 31, 2015, we have implemented a liquidity policy that seeks to maintain approximately 15% to 20% of our loan assets in the form of cash, cash equivalents and investments in liquid schemes of mutual funds and other liquid debt instruments. We continuously monitor this ratio and actively take steps to maintain this liquidity position and will continue to do so in the future. We believe this liquidity position has in the past assisted us, and will in the future assist us, in obtaining high credit ratings, which in turn will allow us to raise funds at lower costs. For Fiscal Year 2015, our consolidated cash and cash equivalents (as per our cash flow statement) were ₹70,616.6 million.

Continue to maintain prudent risk management policies for our assets under management

We believe that the success of our business is dependent on our ability to consistently implement and streamline our risk management policies. As we focus on building a large AUM with low credit risk, we will continue to maintain strict risk management standards to reduce credit risks and promote a robust recovery process. We have engaged CRISIL Ratings to grade all of our incremental loans against property portfolio, with effect from April 1, 2015. Pursuant to this engagement, CRISIL Ratings will provide grades to our loans against property based on parameters such as the borrower's financial strength, its business and management, the collateral quality and our underwriting process. This independent scrutiny of loans against property will provide critical input in underwriting and managing our loans against property portfolio and reinforce our credit policies. We believe that this will also help us in securitizing and assigning the assets under the loan against property portfolio. See also "*Our Business – Our Lending and Other Financial Products – Loans Against Property*" on page 94.

We also intend to further develop and strengthen our technology platform to support our growth and improve the quality of our services. We will continue to update our systems and use latest technology to streamline out credit approval, administration and monitoring processes to meet customer requirements on a real-time basis. We believe that improvements in technology will also reduce our operational and processing time, thereby improving our efficiency and allowing us to provide better service to our customers.

Expand our physical and online networks and leverage digital media

We believe that there are still opportunities to grow our network and expand our reach within India and outside India. We believe that our target customers are presently underserved by the existing financial institutions, which presents us with significant opportunities for growth. We will continue to add to our network of offices across India and outside India. In addition, we intend to significantly increase our online and digital presence. We believe that our target customer base is increasingly relying on online platforms to make financial decisions. Further, with more users using social networking sites such as Facebook and Twitter, we have established our presence on these platforms and aim to connect with them on an ongoing basis. Through such digital platforms, we aim to provide all the relevant information to our customers at all times, instantaneously.

SUMMARY OF THE ISSUE

The following is a general summary of the terms of the Issue. This summary should be read in conjunction with, and is qualified in its entirety by, more detailed information appearing elsewhere in this Placement Document, including in the sections titled "Use of Proceeds", "Issue Procedure" and "Description of the Shares" on pages 52, 135 and 159, respectively.

Issuer	Indiabulls Housing Finance Limited
Issue Size	56,934,372 Equity Shares aggregating up to ₹ 39,967.9 million.
Face Value	₹ 2 per Equity Share.
Issue Price	₹ 702 per Equity Share.
Floor Price	The floor price for the Issue calculated on the basis of Regulation 85 of Chapter VIII of the SEBI Regulations is ₹ 738.64 per Equity Share. The Securities Issue Committee, on September 11, 2015 approved a discount of upto 5% to the floor price of ₹ 738.64 in accordance with the shareholders' resolution dated September 7, 2015 and Regulation 85 of the SEBI Regulations.
Eligible Investors	QIBs as defined in Regulation 2(1)(zd) of the SEBI Regulations and not excluded pursuant to Regulation 86 of the SEBI Regulations, to whom the Preliminary Placement Document and the Application Form was circulated and who are eligible to bid and participate in the Issue. Within the United States, the Equity Shares are being offered and sold only to U.S. QIBs. The list of QIBs to whom the Preliminary Placement Document and Application Form is delivered was determined by the JGCBRLMs and the BRLM in consultation with our Company, at their sole discretion.
Equity Shares issued and outstanding immediately prior to the Issue	362,275,720 Equity Shares.
Equity Shares issued and outstanding immediately after the Issue	419,210,092 Equity Shares.
Issue Procedure	The Issue is being made only to QIBs in reliance on Section 42 of the Companies Act, 2013, read with Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, and Chapter VIII of the SEBI Regulations. For further details, see the section titled "*Issue Procedure*" on page 135.
Listing	Our Company has received in-principle approvals, both dated September 8, 2015 from the NSE and the BSE, under Clause 24(a) of the Listing Agreements for listing of the Equity Shares issued pursuant to the Issue. Our Company shall apply to the Stock Exchanges for the final listing and trading approval of Equity Shares after the Allotment.
Lock-up	Our Company will not, for a period of 90 days from the Closing Date, without the prior written consent of the JGCBRLMs and the BRLM directly or indirectly (a) issue, offer, lend, sell, pledge, contract to sell or issue, sell any option or contract to purchase, purchase any option or contract to sell or issue, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any Equity Shares, or any securities convertible into or exercisable or exchangeable for the Equity Shares or publicly announce an intention with respect to any of the foregoing; (b) enter into any swap or other agreement that transfers, directly or indirectly, in whole or in part, any of the economic consequences of ownership of the Equity Shares or any securities convertible into or exercisable or exchangeable for the Equity Shares; (c) deposit Equity Shares or any securities convertible into or exercisable or exchangeable for Equity Shares or which carry the right to subscribe for or purchase Equity Shares in depository receipt facilities or enter into any such transaction (including a transaction involving derivatives) having an economic effect similar to that of a sale or deposit of Equity Shares in any depository receipt facility; or (d) announce any intention to enter into any transaction whether any such transaction described in (a) or (b) or (c) above is to be settled by delivery of the Equity Shares, or such other securities, in cash or otherwise, except for the Equity Shares to be allotted under any of the existing employee stock options of our Company. Our Promoter will not, for a period of 90 days after the date of Allotment, without the prior written consent of the JGCBRLMs and the BRLM, directly or indirectly (a) offer, sell, lend, pledge, contract to sell, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any Equity Shares, or any securities convertible into or exercisable or

	exchangeable for the Equity Shares or publicly announce an intention with respect to any of the foregoing; (b) enter into any swap or other agreement that transfers, directly or indirectly, in whole or in part, any of the economic consequences of ownership of the Equity Shares or any securities convertible into or exercisable or exchangeable for the Equity Shares; (c) deposit Equity Shares or any securities convertible into or exercisable or exchangeable for Equity Shares or which carry the right to subscribe for or purchase Equity Shares in depository receipt facilities or enter into any such transaction (including a transaction involving derivatives) having an economic effect similar to that of a sale or deposit of Equity Shares in any depository receipt facility; or (d) announce any intention to enter into any transaction whether any such transaction described in (a) or (b) or (c) above is to be settled by delivery of the Equity Shares, or such other securities, in cash or otherwise. Provided however, that the forgoing restrictions shall not apply to (a) any inter-se transfer of Equity Shares between our Promoter and the Promoter Group**,** provided that the restrictions set forth in the previous paragraph shall continue to apply for the remaining period to the transferee and that such transferee shall be bound by the restrictions in the preceding paragraph until the Lock-up Period set forth herein has expired; and (b) any sale, transfer or disposal of such Equity Shares to the extent such sale, transfer or disposal is mandatorily required for compliance with applicable Indian law.
Pay in date	The last date specified in the CAN for payment of subscription money by QIBs in relation to the Issue.
Transferability Restrictions	The Equity Shares being Allotted pursuant to this Issue shall not be sold for a period of one year from the date of Allotment, except on the Stock Exchanges. For further transfer restrictions, see the section titled "*Purchaser Representations and Transfer Restrictions*" on page 153.
Use of Proceeds	The net proceeds of the Issue, after deduction of fees, commissions and expenses in relation to the Issue, would be approximately ₹ 39,177.9 million. See the section titled "*Use of Proceeds*" on page 52.
Risk Factors	See the section titled "*Risk Factors*" on page 33 for a discussion of factors that you should consider before participating in this Issue.
Closing Date	The Allotment is expected to be made on or about September 15, 2015 (the "**Closing Date**").
Ranking	The Equity Shares being issued pursuant to the Issue shall be subject to the provisions of the Memorandum and Articles of Association and shall rank *pari passu* in all respects with the existing Equity Shares including rights in respect of dividends. The holders of such Equity Shares (who hold Equity Shares as on the record date) will be entitled to participate in dividends and other corporate benefits, if any, declared by our Company after the Closing Date, in compliance with the Companies Act, the Listing Agreements and other applicable laws and regulations. The holders of such Equity Shares may attend and vote in shareholders' meetings in accordance with the provisions of the Companies Act. See the section titled "*Description of the Shares*" on 158.
Approvals	The Issue has been approved by our Board on April 24, 2015. The Issue has been approved by our shareholders in the AGM dated September 7, 2015.
Security Codes for the Equity Shares	ISIN: INE148I01020 BSE Scrip Code: 535789 NSE Symbol: IBULHSGFIN

SELECTED FINANCIAL INFORMATION OF OUR COMPANY

The tables in the pages indicated below indicate a summary of the financial data derived from our audited consolidated and standalone financial statements as of and for the Fiscals ended March 31, 2013, 2014 and 2015 and the Standalone Unaudited Condensed Financial Statements. The selected financial information should be read in conjunction with the sections titled "Financial Statements" and "Management's Discussion and Analysis of Financial Conditions and Results of Operations" on pages 182 and 61, respectively.

S no.	Particulars	Page no.
1.	Consolidated summary balance sheet for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-1
2.	Consolidated summary statement of profit and loss for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-2
3.	Consolidated summary cash flow statement for the for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-3
4.	Standalone summary balance sheet for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-4
5.	Standalone summary statement of profit and loss for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-5
6.	Standalone summary cash flow statement for the for the Financial Years ended March 31, 2015, March 31, 2014 and March 31, 2013.	S-6
7.	Standalone unaudited condensed balance sheet as at June 30, 2015	S-7
8.	Standalone unaudited condensed statement of profit and loss for the period ended June 30, 2015	S-8
9.	Standalone unaudited condensed cash flow statement for the period ended June 30, 2015	S-9

Auditors Qualification

There have been no reservations or qualifications or adverse remarks of our Statutory Auditors in the last five years. However, our Statutory Auditors have included certain emphasis of matters in their reports. For further details of emphasis of matters in the audit reports on our consolidated and standalone financial statements for last three financial years immediately preceding the filing of this Placement Document, see the section titled "*Financial Statements*" on page 182.

Indiabulls Housing Finance Limited Group

Consolidated Summary Balance Sheet

Particulars	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
Share capital	711.13	668.08	625.02
Reserves and surplus	65,605.88	56,387.02	49,932.61
Money received against share warrants	-	-	1,128.15
(2) Minority Interest	20.45	19.12	1,448.71
(3) Non-current liabilities			
Long-term borrowings	291,054.48	201,655.20	182,344.60
Deferred tax liabilities (net)	24.03	-	-
Other long-term liabilities	2,389.24	2.24	78.38
Long-term provisions	4,790.35	3,683.90	3,699.90
(4) Current liabilities			
Short-term borrowings	118,614.78	91,473.96	65,810.14
Trade payables	31.60	23.31	28.53
Other current liabilities	86,171.35	81,437.69	77,943.48
Short-term provisions	2,898.69	8,818.86	8,248.66
Total	**572,311.98**	**444,169.38**	**391,288.18**
II. ASSETS			
(1) Non-current assets			
Fixed assets			
(i) Tangible assets	530.06	462.61	444.34
(ii) Intangible assets	11.26	6.49	11.33
(iii) Capital work-in-progress	-	-	0.40
Goodwill on Consolidation	685.64	685.64	-
Non-current investments	229.05	246.47	151.56
Deferred tax assets (net)	50.34	1,847.68	1,641.29
Long-term loans and advances	406,736.07	310,302.29	271,547.55
Other non-current assets	4,175.62	8,152.87	5,178.62
(2) Current assets			
Current investments	61,408.64	29,223.42	22,927.34
Trade receivables	42.33	6.25	22.44
Cash and cash equivalents	34,902.87	44,190.38	48,881.81
Short-term loans and advances	57,993.16	45,497.67	37,260.46
Other current assets	5,546.94	3,547.61	3,221.04
Total	**572,311.98**	**444,169.38**	**391,288.18**

Indiabulls Housing Finance Limited Group

Consolidated Summary Statement of Profit and Loss

Particulars	**For the Year ended March 31, 2015** **Amount (Rs. in Millions)**	**For the Year ended March 31, 2014** **Amount (Rs. in Millions)**	**For the Year ended March 31, 2013** **Amount (Rs. in Millions)**
(1) Revenue from operations	64,649.37	54,193.92	45,031.08
(2) Other income	8,054.63	4,852.22	2,356.48
(3) Total revenue (1+2)	**72,704.00**	**59,046.14**	**47,387.56**
(4) Expenses			
Employee benefits expense	3,248.89	2,637.31	2,245.47
Finance costs	39,441.97	32,823.76	25,990.88
Depreciation and amortisation expense	187.61	78.85	93.85
Other expenses	5,100.25	3,688.31	2,505.99
Total expenses	**47,978.72**	**39,228.23**	**30,836.19**
(5) Profit before tax (3-4)	24,725.28	19,817.91	16,551.37
(6) Tax expense			
Current tax expense	6,055.71	4,505.37	3,752.93
Less: MAT Credit Entitlement	978.92	170.67	-
Net Current Tax expense	5,076.79	4,334.70	3,752.93
Current tax (credit) / expense relating to prior years	(0.22)	0.01	1.66
Deferred tax charge / (credit) (Net)	636.35	(202.18)	136.13
Total Tax Expense	**5,712.92**	**4,132.53**	**3,890.72**
(7) Profit after tax before share of Profit attributable to Minority Interest (5-6)	**19,012.36**	**15,685.38**	**12,660.65**
(8) Share of Profit attributable to Minority Interest	1.33	43.77	76.24
(9) Profit for the year attributable to the Shareholders of the Company (7-8)	**19,011.03**	**15,641.61**	**12,584.41**
(10) Earnings Per Equity share:			
Basic	54.95	47.96	40.19
Diluted	53.36	47.47	38.94
Face value per Equity share	2.00	2.00	2.00

Indiabulls Housing Finance Limited Group

Consolidated Summary Cash Flow Statement

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
A	**Cash flows from operating activities :**			
	Profit before tax	24,725.28	19,817.91	16,551.37
	Adjustments for :			
	Share of (Profit) in Associate	-	-	(0.78)
	Employee Stock Compensation	4.47	5.82	7.56
	Provision for Gratuity	35.99	13.43	12.85
	Provision for Compensated Absences	22.56	3.54	6.08
	Provision for Superannuation	220.53	113.12	97.97
	Provision for Loan Assets	2,863.55	1,312.31	323.51
	Contingent Provisions against Standard Assets	4.72	29.79	239.59
	Depreciation / Amortisation	187.61	78.85	93.85
	Bad Loans / Advances written off	1,134.38	1,522.19	669.01
	Loss on sale on Fixed Assets	4.47	8.89	4.16
	Unrealised gain on Mutual Fund Investments (Current Investments) (Net)	(1,425.44)	(188.29)	(1.06)
	Operating Profit before working capital changes	27,778.12	22,717.56	18,004.11
	Adjustments for:			
	Trade and Other Receivables	(4,981.09)	(1,838.86)	905.38
	Loans and Advances	(108,819.75)	(49,072.01)	(56,286.59)
	Trade Payables and other liabilities (Refer Note 2 below)	4,184.79	5,845.06	4,371.73
	Cash used in operations	(81,837.93)	(22,348.25)	(33,005.37)
	Income taxes paid (Net)	(7,081.31)	(2,175.20)	(3,082.12)
	Net cash (used in) operating activities	**(88,919.24)**	**(24,523.45)**	**(36,087.49)**
B	**Cash flows from investing activities :**			
	Purchase of Fixed Assets	(334.53)	(106.81)	(114.13)
	Sale of Fixed Assets	14.35	5.64	5.17
	Movement in Capital Advances	0.90	(403.01)	0.24
	Investment in deposit accounts	(590.10)	(1,752.31)	(2,470.35)
	Proceeds from Investments in Mutual Funds / Other Current Investments (Net)	(13,301.32)	(1,379.64)	1,918.12
	Aggregate cash flows consequent to conversion of Associate to Subsidiary (Net)	-	-	42.37
	Investment in Subsidiary / Other Long term Investments	17.92	(2,711.81)	-
	Net cash (used in) investing activities	**(14,192.78)**	**(6,347.94)**	**(618.58)**
C	**Cash flows from financing activities :**			
	Proceeds from Issue of Equity Share through ESOPs (Including Securities Premium)	63.15	77.86	68.19
	Proceeds from Issue of Share Warrants	-	-	1,128.15
	Proceeds from Conversion of Share Warrants (Including Securities Premium)	4,692.67	3,384.45	-
	Distribution of Equity Dividends (including Corporate Dividend Tax thereon)	(14,260.89)	(10,151.97)	(7,431.03)
	Debenture issue expenses	(241.28)	(223.54)	(962.96)
	Proceeds from Term loans (Net)	64,588.37	14,105.50	17,147.69
	Proceeds from issue of Commercial Papers (Net)	3,630.00	4,490.00	(965.00)
	Net proceeds from issue of Secured Redeemable Non-Convertible Debentures	38,223.48	4,241.03	23,453.92
	Net proceeds from issue of Subordinated Debt	150.00	2,200.00	5,333.80
	Net Proceeds from issue of Perpetual Debt	-	-	1,000.00
	Net proceeds from Working capital loans	10,146.52	12,776.34	13,500.00
	Net cash flows from financing activities	**106,992.02**	**30,899.67**	**52,272.76**
D	**Exchange difference on translation of balances denominated in foreign currency**	**-**	**-**	**(0.06)**
E	**Net Increase in cash and cash equivalents (A+B+C+D)**	**3,880.00**	**28.28**	**15,566.63**
F	**Cash and cash equivalents at the beginning of the year**	**66,736.58**	**66,708.30**	**-**
G	**Cash and cash equivalents received under Scheme of Arrangement**	**-**	**-**	**51,141.67**
H	**Cash and cash equivalents at the end of the year (E + F + G) (Refer Note 5 below)**	**70,616.58**	**66,736.58**	**66,708.30**

Notes:

1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.

2 Trade payables and other liabilities include Rs. 2,059.87 Millions (2013-14 - Rs. 2,929.38 Millions, 2012-13 - Rs. 2,063.57 Millions) being amount payable (net) on assigned loans.

3 Margin Deposits of Rs. 6,626.59 Millions (2013-14 - Rs. 6,469.49 Millions, 2012-13 - Rs. 4,725.61 Millions) have been placed as collateral for Assignment deals on which assignees have a paramount lien.

4 Deposits of Rs. 445.40 Millions (2013-14 - Rs. 12.41 Millions, 2012-13 - Rs. 3.98 Millions) are under lien with Bank.

	For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
5 Cash and cash equivalents at the end of the year include:			
Cash and Bank Balances	34,902.87	44,190.38	48,881.81
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds	40,115.19	22,583.89	17,832.34
	75,018.06	**66,774.27**	**66,714.15**
Less: In deposit accounts held as margin money (under lien)	4,303.87	12.41	3.98
Less : Unrealised gain on Mutual Fund Investments (Current Investments)	97.61	25.28	1.87
Cash and cash equivalents as restated	**70,616.58**	**66,736.58**	**66,708.30**

6 Unclaimed Dividend account balances in designated bank accounts are not available for use by the Company.

7 Previous Year's figures are regrouped wherever considered necessary to conform with Current Year's groupings and classification.

Indiabulls Housing Finance Limited
Standalone Summary Balance sheet

Particulars	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
Share capital	711.13	668.08	625.02
Reserves and surplus	64,211.02	54,003.65	47,637.19
Money received against share warrants	-	-	1,128.15
(2) Non-current liabilities			
Long-term borrowings	286,332.25	199,044.09	182,344.60
Deferred tax liabilities (net)	24.01	-	-
Other long-term liabilities	2,389.24	2.24	78.38
Long-term provisions	4,719.64	3,619.22	3,669.54
(3) Current liabilities			
Short-term borrowings	104,914.78	84,473.96	63,810.14
Trade payables	31.60	23.31	28.53
Other current liabilities	85,254.60	80,313.63	77,947.06
Short-term provisions	2,837.81	8,633.40	8,215.26
Total	**551,426.08**	**430,781.58**	**385,483.87**
II. ASSETS			
(1) Non-current assets			
Fixed assets			
(i) Tangible assets	506.82	456.04	440.76
(ii) Intangible assets	9.20	4.23	8.52
Non-current investments	7,493.15	6,021.05	3,249.25
Deferred tax assets (net)	-	1,793.95	1,631.68
Long-term loans and advances	389,953.97	294,343.27	263,169.89
Other non-current assets	3,505.22	7,704.49	5,178.62
(2) Current assets			
Current investments	59,820.14	28,893.42	21,686.18
Trade receivables	14.18	5.57	18.07
Cash and cash equivalents	32,928.89	42,997.07	48,455.27
Short-term loans and advances	52,217.03	45,205.85	38,466.46
Other current assets	4,977.48	3,356.64	3,179.17
Total	**551,426.08**	**430,781.58**	**385,483.87**

Indiabulls Housing Finance Limited

Standalone Summary Statement of Profit and Loss

Particulars	**For the Year ended March 31, 2015**	**For the Year ended March 31, 2014**	**For the Year ended March 31, 2013**
	Amount (Rs. in Millions)	**Amount (Rs. in Millions)**	**Amount (Rs. in Millions)**
(1) Revenue from operations	62,477.25	52,241.06	44,389.54
(2) Other income	9,096.29	4,748.17	2,280.51
(3) Total revenue (1+2)	**71,573.54**	**56,989.23**	**46,670.05**
(4) Expenses			
Employee benefits expense	2,792.88	2,205.70	2,036.22
Finance costs	38,435.03	32,322.49	26,035.82
Depreciation and amortisation expense	180.12	76.53	92.12
Other expenses	4,833.87	3,376.63	2,464.73
Total expenses	**46,241.90**	**37,981.35**	**30,628.89**
(5) Profit before tax (3-4)	25,331.64	19,007.88	16,041.16
(6) Tax expense			
Current tax expense	5,887.89	4,240.83	3,619.48
Less: MAT Credit Entitlement	971.48	170.67	-
Net Current Tax expense	4,916.41	4,070.16	3,619.48
Deferred tax charge / (credit)(net)	632.95	(162.27)	142.62
Total Tax expense	**5,549.36**	**3,907.89**	**3,762.10**
(7) Profit for the Year(5-6)	**19,782.28**	**15,099.99**	**12,279.06**
(8) Earnings per Equity share :			
Basic	57.18	46.30	39.34
Diluted	55.52	45.83	38.12
Face value per Equity share	2.00	2.00	2.00

Indiabulls Housing Finance Limited

Standalone Summary Cash Flow Statement

		For the Year ended March 31, 2015	For the Year ended March 31, 2014	For the Year ended March 31, 2013
		Amount (Rs. In Millions)	**Amount (Rs. In Millions)**	**Amount (Rs. In Millions)**
A	**Cash flows from operating activities :**			
	Profit before tax	25,331.64	19,007.88	16,041.16
	Adjustments for:			
	Employee Stock Compensation	4.47	5.82	7.56
	Provision for Gratuity	32.35	2.69	8.40
	Provision for Compensated Absences	21.25	(0.88)	3.14
	Provision for Superannuation	220.54	113.12	97.97
	Provision for Loan Assets	2,768.62	1,284.56	323.51
	Contingent Provisions against Standard Assets	-	-	223.67
	Depreciation and Amortisation	180.12	76.53	92.12
	Bad debts /Advances written off	1,144.19	1,425.28	668.15
	Investment written off (Net)	-	-	7.39
	Loss on sale of Fixed Assets	4.22	8.89	4.16
	Unrealised gain on Mutual Fund Investments (Current Investments) (Net)	(1,415.29)	(188.34)	(1.51)
	Operating Profit before working capital changes	**28,292.11**	**21,735.55**	**17,475.72**
	Adjustments for:			
	Trade and Other Receivables	(4,293.81)	(1,496.66)	1,182.98
	Loans and Advances	(106,211.39)	(37,257.26)	(49,917.26)
	Trade Payables and other liabilities (Refer Note 2 below)	4,392.08	5,606.31	4,396.07
	Cash (used in) operations	**(77,821.01)**	**(11,412.06)**	**(26,862.49)**
	Income taxes paid (Net)	(6,768.56)	(2,210.42)	(2,921.13)
	Net cash (used in) operating activities	**(84,589.57)**	**(13,622.48)**	**(29,783.62)**
B	**Cash flows from investing activities**			
	Purchase of Fixed Assets	(309.95)	(102.05)	(112.72)
	Sale of Fixed Assets	13.99	5.64	5.17
	Movement in Capital Advances	0.50	(400.39)	0.24
	Investment in deposit accounts	(590.10)	(1,445.41)	(2,470.35)
	Investments in Subsidiaries / Long term Investments	(1,472.10)	(2,771.81)	(2,025.00)
	Proceeds from long term Investment written off (Refer Note 15(8))	-	-	0.30
	Proceeds from Investments in Mutual Funds / Other Current Investments (Net)	(13,226.03)	(1,994.64)	2,328.12
	Net cash (used in) investing activities	**(15,583.69)**	**(6,708.66)**	**(2,274.24)**
C	**Cash flows from financing activities**			
	Proceeds from Issue of Equity Share through ESOPs (Including Securities Premium)	63.15	77.86	68.19
	Proceeds from Issue of Share Warrants(Including Securities Premium)	-	-	1,128.15
	Proceeds from Conversion of Share Warrants (Including Securities Premium)	4,692.67	3,384.45	-
	Distribution of Equity Dividends (including Corporate Dividend Tax thereon)	(14,043.65)	(10,151.97)	(7,431.03)
	Debenture issue expenses	(241.29)	(223.54)	(962.96)
	Proceeds from / (Loan to) Loans to Subsidiary Companies	3,700.90	(2,760.90)	(1,400.00)
	Proceeds from Term loans (Net)	69,323.78	19,381.84	17,147.69
	(Repayment of) / Proceeds from issue of Commercial Papers (Net)	(4,570.00)	990.00	(2,965.00)
	Net proceeds from Issue of Secured Redeemable Non-Convertible Debentures	38,223.48	4,241.03	23,453.92
	Net proceeds from issue of Subordinated Debt	150.00	2,200.00	5,333.80
	Proceeds from issue of Perpetual Debt	-	-	1,000.00
	Net proceeds from Working capital loans	4,800.00	2,500.00	13,500.00
	Net cash flows from financing activities	**102,099.04**	**19,638.77**	**48,872.76**
D	**Net Increase / (Decrease) in cash and cash equivalents (A+B+C)**	1,925.78	(692.37)	16,814.90
E	**Cash and cash equivalents at the beginning of the year**	65,313.28	66,005.65	350.82
	Cash and cash equivalents received under Scheme of Arrangement	-	-	48,839.93
F	**Cash and cash equivalents at the end of the year (D + E) (Refer Note 5 below)**	**67,239.06**	**65,313.28**	**66,005.65**

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.
2. Trade payables and other liabilities include Rs. 2,099.38 Million (2013-14 Rs. 2,874.64 Million, 2012-13 Rs. 2,108.40 Million) being amount payable (net) on assigned loans.
3. Margin Deposits of Rs. 6,319.69 Million (2013-14 Rs. 6,162.59 Million, 2012-13 Rs. 4,725.61 Million) have been placed as collateral for Assignment deals on which assignees have a paramount lien.
4. Deposits of Rs. 445.40 Million (2013-14 Rs. 12.41 Million, 2012-13 Rs. 3.98 Million) are under lien with Bank.
5. Cash and cash equivalents at the end of the year include:

Cash and cash equivalents	32,928.89	42,997.07	48,455.27
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds	38,711.64	22,353.91	17,556.18
	71,640.53	**65,350.98**	**66,011.45**
Less: In deposit accounts held as margin money (under lien)	4,303.87	12.41	3.98
Less: Unrealised gain on Mutual Fund Investments (Current Investments)	97.60	25.29	1.82
Cash and cash equivalents as restated	**67,239.06**	**65,313.28**	**66,005.65**

6. Unclaimed Dividend account balances in designated bank accounts are not available for use by the Company.
7. Previous Year's figures are regrouped wherever considered necessary to conform with Current Year's groupings and classification.

Indiabulls Housing Finance Limited
Standalone Unaudited Condensed Balance sheet as at June 30, 2015

Particulars	As at June 30, 2015	As at March 31, 2015
	Amount (Rs. In Millions)	Amount (Rs. In Millions)
I. EQUITY AND LIABILITIES		
(1) Shareholders' funds		
Share capital	711.32	711.13
Reserves and surplus	60,736.98	64,211.02
Money received against share warrants	1.28	-
(2) Share application money pending allotment	0.16	-
(3) Non-current liabilities		
Long-term borrowings	307,562.66	286,332.25
Deferred tax liabilities (net)	333.90	24.01
Other long-term liabilities	2,787.90	2,389.24
Long-term provisions	4,854.07	4,719.64
(4) Current liabilities		
Short-term borrowings	102,844.32	104,914.78
Trade payables	55.66	31.60
Other current liabilities	92,172.51	85,254.60
Short-term provisions	7,949.84	2,837.81
Total	**580,010.60**	**551,426.08**
II. ASSETS		
(1) Non-current assets		
Fixed assets		
(i) Tangible assets	491.55	506.82
(ii) Intangible assets	8.33	9.20
Non-current investments	16,474.82	7,493.15
Long-term loans and advances	402,626.92	389,953.97
Other non-current assets	2,847.21	3,505.22
(2) Current assets		
Current investments	58,288.04	59,820.14
Trade receivables	18.52	14.18
Cash and cash equivalents	31,952.08	32,928.89
Short-term loans and advances	61,245.25	52,217.03
Other current assets	6,057.88	4,977.48
Total	**580,010.60**	**551,426.08**

Indiabulls Housing Finance Limited

Standalone Unaudited Condensed Statement of Profit and Loss for the Period ended June 30, 2015

Particulars	For the period ended June 30, 2015 Amount (Rs. In Millions)	For the period ended June 30, 2014 Amount (Rs. In Millions)
(1) Revenue from operations	17,573.37	13,130.05
(2) Other income	1,897.42	2,209.47
(3) Total revenue (1+2)	**19,470.79**	**15,339.52**
(4) Expenses		
Employee benefits expense	808.28	606.57
Finance costs	10,973.84	8,655.86
Depreciation and amortisation expense	44.14	53.00
Other expenses	880.92	841.58
Total expenses	**12,707.18**	**10,157.01**
(5) Profit before tax (3-4)	6,763.61	5,182.51
(6) Tax expense		
Current tax expense	1,647.78	1,327.08
Less: MAT Credit Entitlement	187.70	176.78
Net Current Tax expense	1,460.08	1,150.30
Deferred tax charge / (credit)(net)	309.89	(89.85)
Total Tax expense	**1,769.97**	**1,060.45**
(7) Profit for the Period / Year (5-6)	**4,993.64**	**4,122.06**
(8) Earnings per Equity share :		
Basic	14.04	12.33
Diluted	13.69	11.94
Face value per Equity share	2.00	2.00

Indiabulls Housing Finance Limited

Standalone Unaudited Condensed Cash Flow Statement for the Period ended June 30, 2015

		For the Period ended June 30, 2015 Amount (Rs. In Millions)	For the Period ended June 30, 2014 Amount (Rs. In Millions)
A	**Cash flows from operating activities**	(22,377.70)	(11,777.02)
B	**Cash flows from investing activities**	(14,562.12)	(9,798.34)
C	**Cash flows from financing activities**	27,888.13	20,308.78
D	**Net Decrease in cash and cash equivalents (A+B+C)**	(9,051.69)	(1,266.58)
E	**Cash and cash equivalents at the beginning of the year**	67,239.06	65,313.27
F	**Cash and cash equivalents at the end of the year (D + E)**	58,187.37	64,046.69

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.

2. Cash and cash equivalents at the end of the period include:

Cash and cash equivalents	31,952.08	22,363.50
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds	30,461.54	41,968.07
	62,413.62	64,331.57
Less: In deposit accounts held as margin money (under lien)	4,179.56	21.36
Less: Unrealised gain on Mutual Fund Investments (Current Investments)	46.69	263.52
Cash and cash equivalents as restated	58,187.37	64,046.69

RISK FACTORS

This offering and an investment in Equity Shares involve a high degree of risk. You should carefully consider the risks described below as well other information contained in this Placement Document before making an investment decision. If any one or a combination of the risks described below actually occurs, our business, prospects, financial condition, results of operations and cash flows could be seriously harmed, the trading price of our shares could decline and you may lose all or part of your investment. Unless specified in the risk factors below, we are not in a position to quantify the financial implications of any of the risks mentioned below. We have described the risks and uncertainties that our management believes are material but the risks set out in this Placement Document may not be exhaustive or complete and additional risks and uncertainties not presently known to us, or which we currently deem to be immaterial, may arise or may become material in the future. This section should be read together with the sections titled "Industry Overview", "Business" and "Management's Discussion and Analysis of Financial Condition and Results of Operations" on pages 77, 88 and 61, respectively, as well as the financial statements, including the notes thereto, and other financial information included elsewhere in this Placement Document. This Placement Document also contains forward-looking statements that involve risks and uncertainties. Our results could differ materially from such forward-looking statements as a result of certain factors including the considerations described below and elsewhere in this Placement Document. Additional risks not described below or not currently known to us or that we currently deem immaterial may also adversely affect the market price of our Equity Shares. In making an investment decision, prospective investors must rely on their own examination of us and the terms of the Issue including the merits and the risks involved.

Internal Risks and Risks Associated with our Business

1. ***Our business has been growing consistently in the past. Any inability to manage and maintain our growth effectively may have a material adverse effect on our business, results of operations and financial condition.***

We have experienced consistent growth in our business in the past. Our consolidated revenue from operations grew at a CAGR of 19.8%, from ₹45,031.1 million in Fiscal Year 2013 to ₹64,649.4 million in Fiscal Year 2015. Our consolidated profit after tax grew at a CAGR of 22.5%, from ₹12,660.7 million in Fiscal Year 2013 to ₹19,012.4 million in Fiscal Year 2015. Our consolidated assets under management grew at a CAGR of 23.2%, from ₹344,256.2 million as of March 31, 2013 to ₹522,350.3 million as of March 31, 2015. Our network has also expanded from 200 offices as of March 31, 2013 to 220 offices as of March 31, 2015. We are also entering into new locations within India as part of our growth strategy.

Our growth exposes us to a wide range of increased risks within India, including business risks, operational risks, fraud risks, regulatory and legal risks and the possibility that the quality of our AUM may decline. Moreover, our ability to sustain our rate of growth depends significantly upon our ability to manage key issues such as selecting and retaining key management personnel, maintaining effective risk management policies, continuing to offer products which are relevant to our target base of clients, developing managerial experience to address emerging challenges and ensuring a high standard of client service. Going forward, we may not have adequate processes and systems such as credit appraisal and risk management to sustain this growth.

Our results of operations depend on a number of internal and external factors, including the increase in demand for housing loans in India, competition, our ability to expand geographically and diversify our product offerings and also significantly on our net interest income. Further, we cannot assure you that we will not experience issues such as capital constraints, difficulties in expanding our existing business and operations, and hiring and training of new personnel in order to manage and operate our expanded business.

Our business depends significantly on our marketing initiatives. There can be no assurance in relation to the impact of such initiatives and any failure to achieve the desired results may negatively impact our ability to leverage its brand value. There can also be no assurance that we would be able to continue such initiatives in the future in a similar manner and on commercially viable terms. Furthermore, any adverse publicity, about or loss of reputation of, our Company could negatively impact our results of operations.

Any or a combination of some or all of the above-mentioned factors may result in a failure to maintain the growth of our AUM which may in turn have a material adverse effect on our business, results of operations and financial condition.

2. ***We are vulnerable to the volatility in interest rates and we may face interest rate and maturity mismatches between our assets and liabilities in the future which may cause liquidity issues.***

Our operations are particularly vulnerable to volatility and mismatch in interest rates. Our net interest income and profitability directly depend on the difference between the average interest rate at which we lend and the average interest rate at which we borrow. The cost of our funding and the pricing of our loan products are determined by a number of factors, many of which are beyond our control, including the RBI's monetary policies, inflationary expectations, competition, domestic and international economic and political scenario and other factors. These factors could affect the interest rates charged on interest-earning assets differently than the interest rates paid on interest bearing liabilities. While any reduction in our cost of funds may be passed on to our customers, we may not have the same flexibility in passing on any increase in our cost of funds to our customers, thereby affecting our net interest income. Similarly, competition pressures may require us to reduce our cost of lending to our customers without a proportionate reduction in our cost of borrowing from our lenders. Further, if we do not pass on the reduced interest rates to our borrowers, it may result in some of the borrowers prepaying the loan to take advantage of the reduced interest rate environment, thereby impacting our growth and profitability. If interest rates rise, some or all of our lenders may increase the interest rates at which we borrow resulting in an increase in our effective cost of funds. We may or may not be able to pass on the increased interest rates to our borrowers simultaneously with the increase in our borrowing rates, or at all, thereby affecting our net interest income. Further, an increase in interest rates may result in some of our borrowers prepaying their loans by arranging funds from other sources, thereby impacting our growth and profitability. Additionally, an increase in general interest rates in the economy could reduce the overall demand for housing finance and impact our growth. There can be no assurance that we will be able to adequately manage our interest rate risk in the future, and if we are unable to do so, this could have an adverse effect on our net interest income, which could in turn have a material adverse effect on our business, results of operations and financial condition. While we enter into interest rate swaps to reduce our risk of exposure to interest rate fluctuations, we cannot assure you that such arrangements will sufficiently reduce our exposure to interest rate fluctuations or adequately protect us against any unfavourable fluctuations in the interest rates. We may also face potential liquidity risks due to mismatch in the maturity of our assets and liabilities. As is typical for a company in the business of lending, a portion of our funding requirements is met through short and medium-term funding sources such as bank loans, non-convertible debentures, commercial paper, cash credit or overdraft facilities. Our inability to obtain additional credit facilities or renew our existing credit facilities for matching tenure of our liabilities in a timely and cost effective manner or at all, may lead to mismatches between our assets and liabilities, which in turn may adversely affect our operations and financial performance.

3. ***Any increase in the levels of NPAs in our AUM, for any reason whatsoever, would adversely affect our business, results of operations and financial condition.***

The NHB Directions, which are applicable to us, have laid down prudential norms with regard to NPAs, including in relation to identification of NPAs and income recognition against NPAs. There is no assurance that our NPA level will continue to stay at its current level. If the credit quality of our AUM deteriorates or we are unable to implement effective monitoring and collection methods, our results of operations and financial condition may get adversely affected. As we intend to continue our efforts to originate new loans, we cannot assure you that there will not be significant additional NPAs in our AUM in the future.

Further, the NHB Directions on NPAs may become more stringent than they currently are, which may adversely affect our profitability and results of operations. The NHB Directions also prescribe the provisioning required in respect to our outstanding AUM. Should the overall credit quality of our AUM deteriorate, the current level of our provisions may not be adequate to cover further increases in the amount of our NPAs. As of March 31, 2015, our consolidated gross NPAs as a percentage of our consolidated assets under management were 0.85% and our consolidated net NPAs as a percentage of our consolidated assets under management were 0.36%. Our consolidated provisions for NPAs (excluding counter-cyclical provision, as applicable) as at March 31, 2015, 2014 and 2013 were ₹2,569.4 million, ₹1,944.3 million and ₹1,561.6 million, representing 58.0%, 56.9% and 57.7%, respectively of our consolidated gross NPAs in those years. If we are required to increase our provisioning in the future due to increased NPAs or the introduction of more stringent requirements in respect of loan loss provisioning, this may reduce our profit after tax and adversely impact our results of operations. Further, there can be no assurance that we will be able to recover the outstanding amounts due under any defaulted loans. We may also face difficulties in disposing of the underlying assets relating to such loans, as a result of which, we may be unable to realise any liquidity from such assets.

4. ***Our indebtedness and conditions and restrictions imposed by our financing arrangements could adversely affect our ability to conduct our business and operations.***

Our outstanding borrowings were ₹474,874.5 million, as of March 31, 2015, on a consolidated basis and ₹490,872.8 million, as of June 30, 2015, on a standalone basis. We have entered into agreements with certain banks and financial institutions for short-term and long-term borrowings. Some of our agreements require us to take the consent from our lenders for undertaking various actions, including, for:

- entering into any schemes of mergers, amalgamations, compromise or reconstruction;
- enter into any borrowing arrangement with any bank, financial institution, company or person;
- changing our registered office;
- effecting any change in our ownership or control;
- effecting any change in our capital structure;
- any material change in our management or business;
- any amendments to our Memorandum or Articles of Association;
- undertaking guarantee obligations on behalf of any third party;
- declare any dividends to our shareholders unless amounts owed to the lenders have been paid or satisfactory provisions made thereof;
- transfer or dispose of any of our undertakings;
- create or permit to subsist any security over any of its assets;
- entering into any agreements whereby our income or profits are or may be shared with any other person;
- revaluing our assets; and
- entering into any long-term contracts that significantly affect us.

Additionally, some of our loan agreements also require us to maintain certain periodic financial ratios.

In the event we breach any financial or other covenants contained in any of our financing arrangements or in the event we had breached any terms in the past which is noticed in the future, we may be required to immediately repay our borrowings either in whole or in part, together with any related costs. We may be forced to sell some or all of the assets in our portfolio if we do not have sufficient cash or credit facilities to make repayments. Furthermore, some of our financing arrangements contain cross-default provisions which could automatically trigger defaults under other financing arrangements.

We cannot assure you that our business will generate sufficient cash to enable us to service our debt or to fund our other liquidity needs. In addition, we may need to refinance all or a portion of our debt on or before maturity. We cannot assure you that we will be able to refinance any of our debt on commercially reasonable terms or at all.

5. ***We may experience difficulties in expanding our business or pursuing new business opportunities in new regions and markets.***

As part of our growth strategy, we continue to evaluate attractive growth opportunities to expand our business and pursue new business opportunities in new regions and markets. Factors such as competition, customer requirements, regulatory regimes, culture, business practices and customs in these new markets may differ from those in our current markets, and our experience in our current markets may not be applicable to these new markets.

As we continue to expand our geographic footprint, our present and/ or future business may be exposed to various additional challenges, including obtaining necessary governmental approvals, identifying and collaborating with local business and partners with whom we may have no previous working relationship; successfully marketing our products in markets with which we have no previous familiarity; attracting potential customers in a market in which we do not have significant experience or visibility; falling under additional local tax jurisdictions; attracting and retaining new employees; expanding our technological infrastructure; maintaining standardized systems and procedures; and adapting our marketing strategy and operations to different regions of India or outside of India in which different languages are spoken. To address these challenges, we may have to make significant investments that may not yield desired results or incur costs that we may not recover. Our inability to expand our current operations or pursue new business opportunities may adversely affect our business prospects, financial conditions and results of operations.

6. Any downgrade in our credit ratings may increase interest rates for refinancing our outstanding debt, which would increase our financing costs, and adversely affect our future issuances of debt and our ability to borrow on a competitive basis.

We have received long-term credit ratings of "AAA" from CARE and Brickwork Ratings and "AA+" from CRISIL and ICRA. We have also received the highest short-term credit rating of "A1+" credit rating from ICRA, CARE, CRISIL and India Ratings. See also "*Our Business – Overview*" on page 88. These ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk and allow us to access debt financing at competitive rates of interest. Any downgrade in our credit ratings may increase interest rates for refinancing our outstanding debt, which would increase our financing costs, and adversely affect our future issuances of debt and our ability to borrow on a competitive basis, which may adversely affect our business, financial condition, results of operations and cash flows. Further, any downgrade in our credit ratings may also trigger an event of default or acceleration of certain of our borrowings.

7. We are party to certain legal proceedings and any adverse outcome in these or other proceedings may adversely affect our business.

We are involved, from time to time, in legal proceedings that are incidental to our operations and involve suits filed by and against our Company by various parties. These include, criminal proceedings, civil proceedings, arbitration cases, consumer proceedings, labour proceedings, cases filed by us under the Negotiable Instruments Act and applications under the SARFAESI Act challenging proceedings adopted by us towards enforcement of security interests. These proceedings are pending at different levels of adjudication before various courts, tribunals and appellate tribunals. A significant degree of judgment is required to assess our exposure in these proceedings and determine the appropriate level of provisions, if any. There can be no assurance on the outcome of the legal proceedings or that the provisions we make will be adequate to cover all losses we may incur in such proceedings, or that our actual liability will be as reflected in any provision that we have made in connection with any such legal proceedings. For a summary of certain material legal proceedings involving our Company, our Promoter and Directors, see the section titled "*Legal Proceedings*" on page 173.

We may be required to devote management and financial resources in the defense or prosecution of such legal proceedings. If a significant number of these disputes are determined against our Company and if our Company is required to pay all or a portion of the disputed amounts or if we are unable to recover amounts for which we have filed recovery proceedings, there could be a material and adverse impact on our reputation, business, financial condition and results of operations.

Additionally, we are involved in litigation with Veritas Investment Research Corporation ("**Veritas**") in relation to a report that they published on August 1, 2012, on the Indiabulls group. The report was published on Bloomberg. In relation to our Company, the report alleged that interest income from employee welfare trust set up for the benefit of the employees of our Company and other Indiabulls group entities resulted in an increase in our profit before tax and that we recognised ₹1.2 billion in Fiscal Year 2012 for a loan extended to our employee welfare trust, which was incapable of servicing the loan. Subsequently, the employee welfare trust shares were sold and the full loan and interest amount was paid back to our Company. On August 8, 2012, we published a press release stating that the report was false and frivolous. We also filed criminal complaints in India alleging that Veritas and the authors of the report had maliciously published a false, misleading and libellous report based on incorrect facts and that Veritas had offered to withhold the report if Indiabulls paid them U.S.$50,000. In August 2014, Veritas and the author filed a claim before the Superior Court of Justice, Ontario claiming a total of 11 million dollars as damages on the ground that our press release was false and defamatory and led to loss of reputation and credibility of Veritas. We moved the Delhi High Court seeking an anti-suit injunction against Veritas and the court has granted a stay order in October 2014 restraining Veritas and the author from proceeding further with the claim before the Superior Court of Justice, Ontario and from initiating any fresh proceedings. We also filed a petition before the Delhi High Court for the contempt of court against Veritas and the authors of the report for deliberately continuing the proceedings in Ontario disregarding the Delhi High Court's order dated October 2014 and also on account of the content of certain affidavits filed before the Superior Court of Justice, Ontario. In May 2015, we filed a suit against Veritas and the author before the Delhi High Court for damages amounting to ₹2 billion along with future interests and a permanent injunction on circulating defamatory material against us. In addition to these proceedings in India and Canada, we also initiated proceedings against a reporter for the Wall Street Journal ("**WSJ**") and Dow Jones & Company ("**Dow Jones**"), the publisher of WSJ, seeking to restrain them from publishing contents of the affidavits filed before the Superior Court of Justice, Ontario. We believe these affidavits contain false and misleading allegations and derogatory statements relating to the Indian judicial and state mechanism, as well as Indiabulls. In April 2015, the Delhi High Court passed an injunction restraining the WSJ reporter, Dow Jones, Veritas and the authors of the Veritas report from publishing, disseminating or broadcasting reports pertaining to and arising out of the Veritas report or other connected reports. The Delhi High Court has since modified its order and has allowed the WSJ reporter involved to make a publication subject to compliance with the norms of journalistic conduct as issued by the Press Council of India (2010 edition) ("**Norms of Journalistic Conduct**"). In June 2015, Dow Jones filed an appeal against the injunction passed in April 2015 before the Delhi High Court. Subsequently, on September 7, 2015 the Delhi High Court disposed the appeals on the consent of the parties involved with a direction that both Dow Jones and the WSJ reporter would adhere to the Norms of Journalistic Conduct in making any publications. Further, we are required to respond to an email from the WSJ reporter relating to the contents of the affidavits filed before the Superior Court of Justice, Ontario by September 14, 2015, as well as any additional queries raised by the WSJ reporter and Dow Jones within seven days of receipt. Subsequent to this, articles on us may be published by the WSJ reporter or Dow Jones. Any negative publicity, or an adverse outcome in the ongoing and any future proceedings, related to the Veritas report could have a material adverse impact on our reputation, business, prospects and financial condition. For further details on these legal proceedings, see "*Legal Proceedings*" on page 173.

8. ***We are a listed HFC and subject to various regulatory and legal requirements. Also, future regulatory changes may have a material adverse effect on our business, results of operations and financial condition.***

We are subject to the corporate, taxation and other laws in effect in India which require continued monitoring and compliance. These regulations, apart from regulating the manner in which a company carries out its business and internal operation, prescribe various periodical compliances and filings including but not limited to filing of forms and declarations with the relevant registrar of companies, and the NHB. Pursuant to NHB regulations, HFCs are currently required to maintain a minimum CRAR consisting of Tier I and Tier II Capital which collectively shall not be less than 12.00% of their aggregate risk weighted assets and their risk adjusted value of off-balance sheet items. For further details, please see "*Regulations and Policies*" on page 117. This ratio is used to measure an HFC's capital strength and to promote the stability and efficiency of the housing finance system. As of March 31, 2015, our standalone CRAR was 18.35%. Should we be required to raise additional capital in the future in order to maintain our CRAR above the existing and future minimum required levels, we cannot guarantee that we will be able to obtain this capital on favourable terms, in a timely manner or at all.

The introduction of additional government controls or newly implemented laws and regulations including, in relation to classifications of and provisioning for NPAs, recoveries, capital adequacy requirements and exposure norms, depending on the nature and extent thereof and our ability to make corresponding adjustments, may result in a material adverse effect on our business, results of operations and financial condition and our future expansion plans in India. In particular, decisions taken by regulators concerning economic policies or goals that are inconsistent with our interests, could adversely affect our results of operations. Further, we cannot assure you that we will be able to timely adapt to new laws, regulations or policies that may come into effect from time to time with respect to the financing of housing and urban infrastructure sector in general.

Moreover new regulations may be passed that restrict our ability to do business. Further, these regulations are subject to frequent amendments and depend upon government policy. We also cannot assure you that we will not be subject to any adverse regulatory action in the future. The costs of compliance may be high, which may affect our profitability. If we are unable to comply with any such regulatory requirements, our business and results of operations may be materially and adversely affected.

The availing of home loans for residential properties has become attractive due to certain government schemes and income tax exemptions on the repayment of loans and interest payments. There can be no assurance that the government will continue with such schemes or tax benefits on home loans and any significant change by the government in its monetary policy or tax laws, may adversely affect our business and results of operations.

Changes in tax laws and reduction in tax concessions for housing loans may negatively impact the housing market and the home loan market in general.

Further, as a listed company, we are subject to continuing obligations with respect to the Equity Listing Agreement. The Equity Listing Agreement is a standard-form agreement that applies to listed companies in India and is amended from time to time unilaterally by the SEBI.

We cannot assure you that we will be in compliance with the various regulatory and legal requirements in a timely manner or at all. The requirement for compliance with such applicable regulations presents a number of risks, particularly in areas where applicable regulations may be subject to varying interpretations. Further, if the interpretations of the regulators and authorities with respect to these regulations vary from our interpretation, we may be subject to penalties and our business could be adversely affected.

9. We are subject to periodic inspections by the NHB. Non-compliance with the NHB's observations made during any such inspections could adversely affect our reputation, financial condition and results of operations.

We are subject to periodic inspection by the NHB under the NHB Act wherein the NHB inspects our books of accounts and other records for the purpose of verifying the correctness or completeness of any statement, information or particulars furnished to the NHB or for obtaining any information which we may have failed to furnish on being called upon to do so. Inspection by the NHB is a regular exercise and is carried out periodically by the NHB for all housing finance institution under the NHB Act. In the past reports, NHB has identified certain deficiencies in our operations. While we attempt to be in compliance with all regulatory provisions applicable to us, in the event we are unable to comply with the observations made by the NHB, we could be subject to penalties and restrictions which may be imposed by the NHB. Imposition of any penalty or adverse finding by the NHB during any future inspection may have a material adverse effect on our reputation, financial condition and results of operations.

10. Our inability to obtain, renew or maintain our statutory and regulatory permits and approvals required to operate our business may materially and adversely affect our business and results of operations.

We require certain licenses, approvals, permits and registrations in order to undertake our business activities. These include registration with the NHB for carrying out business as a HFC. We are also required to maintain licenses under various applicable national and state labour laws in force in India for some of our offices and with regard to some of our employees. While we currently possess all the relevant licenses, approvals, permits and registrations or have applied for renewals of certain licenses and approvals that have expired, there can be no assurance that the relevant authorities will renew these in the anticipated time-frame, or at all. Additionally, failure by us to comply with the terms and conditions to which such licenses, approvals, permits or registrations are subject, and/or to renew, maintain or obtain the required licenses, approvals, permits or registrations may result in the interruption of our operations and may have a material adverse effect on our business, financial condition and results of operations.

11. We cannot assure you that we will be able to successfully execute our growth strategies, which could affect our operations, results, financial condition and cash flows.

Our growth strategy includes increasing the number of loans we extend and expanding our customer base. For further details, see "*Our Business – Our Strategies*" on page 92. We expect that our growth strategy will place significant demands on our management, financial and other resources. While we intend to pursue existing and potential market opportunities, our inability to manage our business plan effectively and execute our growth strategy could have an adverse effect on our operations, results, financial condition and cash flows.

In order to manage growth effectively, we must implement and improve operational systems, procedures and internal controls on a timely basis. If we fail to implement these systems, procedures and controls on a timely basis, or if there are weaknesses in our internal controls that would result in inconsistent internal standard operating procedures, we may not be able to meet our customers' needs, hire and retain new employees, pursue new business, complete future strategic agreements or operate our business effectively. There can be no assurance that our existing or future management, operational and financial systems, procedures and controls will be adequate to support future operations or establish or develop business relationships beneficial to future operations.

Our management may also change its view on the desirability of current strategies, and any resultant change in our strategies could put significant strain on our resources. Further, we may be unable to achieve any synergies or successfully integrate any acquired business into our portfolio. Any business that we acquire may have unknown or contingent liabilities, and we may become liable for the past activities of such businesses. Furthermore, any equity investments that we undertake may be subject to market and liquidity risks, and we may be unable to be realise any benefits from such investments, in a timely manner, or at all.

12. If the corporate undertakings provided by us in our assignment of receivables transactions are invoked, it may require outflow in respect of these undertakings and adversely affect our net income.

We have in the past, assigned and/or securitised a portion of the receivables from our AUM to banks and other institutions. The assignment and/or securitisation transactions were conducted on the basis of our internal estimates of our funding requirements. Any change in the applicable government regulations in relation to assignments/ securitisations by HFCs could have an adverse impact on our assignment/securitisation program.

Under some of the assignment and pass through certificate transactions that we undertake, we provide credit support in the form of corporate guarantee or cash collateral. In the case of increase in losses on such transactions, such guarantee or the cash collateral may be enforced.

13. If we fail to identify, monitor and manage risks and effectively implement our risk management policies, it could have a material adverse effect on our business, financial condition, results of operations and cash flows.

We have devoted resources to develop our risk management policies and procedures and aim to continue to do so in the future. For details, see *"Business – Risk and Asset-Liability Management"* on page 100. Despite this, our policies and procedures to identify, monitor and manage risks of fraud, money laundering, any other credit, operational or other risks may not be fully effective. Further, some of our methods of managing risks are based upon the use of observed historical market behaviour. As a result, these methods may not accurately predict future risk exposures, which could be significantly greater than those indicated by the historical measures. To the extent any of the instruments and strategies we use to hedge or otherwise manage our exposure to market or credit risk are not effective, we may not be able to mitigate effectively our risk exposures in particular market environments or against particular types of risk.

Our investment and interest rate risk are dependent upon our ability to properly identify, and mark-to-market changes in the value of financial instruments caused by changes in market prices or rates. Our earnings are dependent upon the effectiveness of our management of changes in credit quality and risk concentrations, the accuracy of our valuation models and our critical accounting estimates and the adequacy of our allowances for loan losses.

To the extent our assessments, assumptions or estimates prove inaccurate or not predictive of actual results, we could suffer higher than anticipated losses. See *"- Internal Risks and Risks Associated with our Business - Any increase in the levels of NPAs in our AUM, for any reason whatsoever, would adversely affect our business, results of operations and financial condition"* on page 34.

If we fail to effectively implement our risk management policies, it could materially and adversely affect our business, financial condition, results of operations and cash flows.

14. As a HFC, we have significant exposure to the real estate sector and any negative events affecting this sector could adversely affect our business and result of operations.

Our lending products include housing loans, loans against property and corporate mortgage loans. A substantial portion of our AUM is exposed to the real estate sector as the underlying security on these loans is primarily mortgages. In the event the real estate sector is adversely affected due to any reason whatsoever, including without limitation, the passing of any stringent norms regarding construction, floor space index or other compliances, the value of our collaterals may diminish which may affect our business and results of operations in the event of a default in repayment by our clients. Also, if any of the projects which form part of our collateral are stalled for any reason for any length of time, the same may affect our ability to enforce our security, thereby effectively diminishing the value of such security.

The primary security for the loans disbursed by us is the underlying property; the value of this security is largely dependent on housing market conditions prevalent at that time, as well the quality of the construction and the relevant developer. The value of the collateral on the loans disbursed by us may decline due to adverse market conditions including an economic downturn or a downward movement in real estate prices. In the event the real estate sector is adversely affected due to a decline of demand for real properties, changes in regulations or other trends or events, which negatively impact the real estate sector, the value of our collaterals may diminish which may affect our business and results of operations. Failure to recover the expected value of collateral could expose us to losses and, in turn, result in a material adverse effect on our business, results of operations and financial condition.

Following the introduction of the SARFAESI Act and the subsequent extension of its application to HFCs, we are allowed to foreclose on collateral and take certain other actions, including take over the management of the business of the borrower, including its right to transfer (in any manner) the underlying collateral after 60 days' notice to a borrower whose loan has been classified as non-performing. Although the enactment of the SARFAESI Act has strengthened the rights of creditors by allowing expedited enforcement of security in an event of default, there is still no assurance that we will be able to realize the value of our collateral, in full or in part. The Debt Recovery Tribunal ("**DRT**") has the power to issue a stay order prohibiting the lender from selling the assets of a defaulted borrower. As a result, there can be no assurance that any foreclosure proceedings would not be stayed by the DRT or any other relevant authority. In addition, delays on our part to take immediate action, delays in bankruptcy foreclosure proceedings, economic downturns, defects in security and fraudulent transfers by borrowers, may hinder our ability to realize the full value of security. In the event that a regulatory agency asserts jurisdiction over the enforcement proceedings, creditor actions can be further delayed. Therefore, there can be no assurance that we will be able to foreclose on collateral on a timely basis, or at all, and if we are able to foreclose on the collateral, that the value will be sufficient to cover the outstanding amounts owed to us which may result in a material adverse effect on our business, results of operations and financial condition.

In addition, the RBI has developed a corporate debt restructuring process to enable timely and transparent debt restructuring of corporate entities that are beyond the jurisdiction of the Board of Industrial and Financial Reconstruction, the DRT. The applicable RBI guidelines contemplate that in the case of indebtedness aggregating ₹1,000 million or more, creditors for more than 75% of such indebtedness by value and 60% by number may determine the restructuring of such indebtedness and such determination is binding on the remaining creditors. In circumstances where other lenders account for more than 75% of such indebtedness by value and 60% by number and they are entitled to determine the restructuring of the indebtedness of any of our borrowers, we may be required by such other lenders to agree to such debt restructuring, irrespective of our preferred mode of settlement of our loan to such borrower. In addition, with respect to any loans granted by us through a consortium, a majority of the relevant lenders may elect to pursue a course of action that may not be favourable to us. Any such debt restructuring could lead to an unexpected loss that could adversely affect our business, results of operations and financial condition.

15. Our ability to pay dividends in the future will depend upon our earnings, financial condition, cash flows and capital requirements.

Dividends that we have paid in the past may not be reflective of the dividends that we may pay in a future period. Our ability to pay dividends in the future will depend on our earnings, financial condition, cash flows and capital requirements as well as existing restrictive covenants in our financing arrangements. Dividends distributed by us may also be subject to the requirements prescribed by the applicable laws and regulations. For instance, the NHB Act requires HFCs to create a reserve fund and transfer therein, not less than 20% of its net profits every year (as disclosed in its profit and loss account) before any dividend is declared. There can be no assurance that we will be able to pay dividends in the future.

16. We may not be able to secure the requisite amount of financing at competitive rates for our growth plans, which could adversely affect our business, financial condition and results of operations.

Our liquidity and ongoing profitability are, in large part, dependent upon our timely access to, and the costs associated with, raising capital. Our funding requirements historically have been met predominantly from a combination of borrowings such as term loans and external commercial borrowings from banks and financial institutions, non-convertible debentures on private placement basis and issuance of commercial paper. Thus, our continued growth will depend, among other things, on our ability to secure requisite financing at competitive rates, to manage our expansion process, to make timely capital investments, to control input costs and to maintain sufficient operational control.

Our inability to secure requisite financing could have an adverse effect on our business, financial condition and results of operations. Changes in Indian laws and regulations, our lenders or debt instruments can disrupt funding sources which would have a material adverse effect on our liquidity and financial condition. Further, any inability on our part to secure requisite financing or continue with our existing financing arrangement could have an adverse effect on our business, financial condition and results of operations.

17. ***We have contingent liabilities as at March 31, 2015 and our financial condition may be adversely affected if these contingent liabilities materialize.***

We have substantial contingent liabilities, which could adversely affect our business and results of operations. Our contingent liabilities aggregated to ₹4,080.7 million on a consolidated basis as at March 31, 2015. The contingent liabilities consist primarily of liabilities on account of income tax disputes, tax payments, corporate guarantees in respect securitisation/ assignment agreements entered into by us and acquisition of fixed assets. In the event that any of these contingent liabilities materialize, our results of operation and financial condition may be adversely affected. For further information, see "*Management's Discussion and Analysis of Condition and Results of Operations — Contingent Liabilities and Contractual Obligations*" on page 74.

18. ***Our business and operations significantly depend on senior management and key employees and may be adversely affected if we are unable to retain them.***

Our business and operations largely depend on the continued services and performance of our senior management and other key employees and our ability to attract and retain such personnel. Considering the compact nature of our management team, our ability to identify, recruit and retain our employees is critical. As common to the non-banking finance industry we also face a continuing challenge to recruit and retain a sufficient number of suitably skilled personnel, knowledgeable in sectors to which we lend. There is significant competition in India for such personnel, and it may be difficult to attract, adequately compensate and retain the personnel we need in the future. Inability to attract and retain appropriate and adequate managerial personnel, or the loss of key personnel could adversely affect our business, prospects, results of operations, financial condition. We will need to recruit new employees, who will have to be trained and integrated into our operations. We will also have to train existing employees to adhere properly to internal controls and risk management procedures. Failure to train and motivate our employees properly may result in an increase in employee attrition rates, require additional hiring, erode the quality of customer service, divert management resources, increase our exposure to high-risk credit and impose significant costs on us. Hiring and retaining qualified and skilled managers are critical to our future, as our business model depends on our credit-appraisal and asset valuation mechanism, which are personnel-driven operations. The loss of the services of our senior members of our management team and key employees could seriously impair our ability to continue to manage and expand our business efficiently and adversely affect our business, results of operations and financial condition. Further, we also do not maintain any key man insurance policies, and as a result, we may be unable to compensate for the loss of service of our key personnel.

19. ***Our business is dependent on relationships with our clients established through, amongst others, our branches. Closure of branches or loss of our key branch personnel may lead to damage to these relationships and a decline in our revenue and profits.***

Our business is dependent on the key branch personnel who directly manage client relationships. We encourage dedicated branch personnel to service specific clients since we believe that this leads to long-term client relationships, a trust based business environment and, over time, better cross-selling opportunities. Our business may suffer materially if a substantial number of branch managers either become ineffective or leave us.

20. ***There have been incidents of fraud committed by our employees and customers in the past. There can be no assurance that such incident will not recur in the future. If such incidents of fraud recur or if we are unable to prevent them, our business, results of operation and financial condition may be adversely affected.***

Our business is susceptible to fraud committed by our employees and customers. In the past, there have been certain incidents of fraud committed by our employees and customers. We cannot assure you that such incidents of fraud will not recur in the future. There can also be no assurance that we would be able to prevent frauds in the future or that our existing mechanism to detect or prevent fraud will be sufficient. Any frauds discovered in the future may have an adverse effect on our business, results of our operations and financial condition.

21. Certain of our Subsidiaries have incurred losses in the past and may be unable to achieve or sustain profitability in the future, which may adversely affect our business, financial condition and results of operations.

Certain of our Subsidiaries incurred losses during Fiscal Years 2014 and 2015, as set out below:

(*₹ in millions)*

Name of the Subsidiary	**Loss after tax for the year ended March 31,**	
	2015	**2014**
Indiabulls Life Insurance Company Limited	0.5	3.6
Indiabulls Asset Management Company Limited	37.5	28.9
Indiabulls Holdings Limited	-	0.1
Indiabulls Venture Capital Management Company Limited	-	0.1
Indiabulls Venture Capital Trustee Company Limited	-	0.1

There can be no assurance that our Subsidiaries will achieve or sustain profitability in the future. Any losses incurred by our Subsidiaries may have a material adverse effect on our business, financial condition and results of operations.

22. A failure, inadequacy or security breach in our information technology and telecommunication systems may adversely affect our business, results of operation and financial condition.

Our ability to operate and remain competitive depends in part on our ability to maintain and upgrade our information technology systems and infrastructure on a timely and cost-effective basis, including our ability to process a large number of transactions on a daily basis. Our operations also rely on the secure processing, storage and transmission of confidential and other information in our computer systems and networks. Our financial, accounting or other data processing systems and management information systems or our corporate website may fail to operate adequately or become disabled as a result of events that may be beyond our control, including a disruption of electrical or communications services. Further, our computer systems, software and networks may be vulnerable to unauthorized access, computer viruses or other attacks that may compromise data integrity and security and result in client information or identity theft, for which we may potentially be liable. Further, the information available to and received by our management through our existing systems may not be timely and sufficient to manage risks or to plan for and respond to changes in market conditions and other developments in our operations. If any of these systems are disabled or if there are other shortcomings or failures in our internal processes or systems, it may disrupt our business or impact our operational efficiencies, and render us liable to regulatory intervention or damage to our reputation. The occurrence of any such events may adversely affect our business, results of operation and financial condition.

23. We depend on the accuracy and completeness of information provided by our potential borrowers. Our reliance on any misleading information given by potential borrowers may affect our judgment of credit worthiness of potential borrowers, and the value of and title to the collateral, which may affect our business, results of operations and financial condition.

In deciding whether to extend credit or enter into other transactions with potential borrowers, we rely on information furnished to us by potential borrowers, and analysis of the information by independent valuers and advocates. To further verify the information provided by potential borrowers, we conduct searches on Credit Information Bureau (India) Limited ("**CIBIL**") and other credit bureaus for creditworthiness of our borrowers. We also verify information with registrar and sub-registrar of assurances for encumbrances on collateral. We follow the KYC guidelines as prescribed by the NHB on the potential borrower, verify the place of business or place of employment as applicable to the potential borrower and also verify the details with the caution list of the NHB as circulated from time to time. Such information includes representations with respect to the accuracy and completeness of information relating to the financial condition of potential borrowers, and independent valuation reports and title reports with respect to the property secured. Additionally, once a prospective borrower has submitted a completed loan application, our empanelled third-party agencies conduct various on-site checks to verify the prospective customer's work and home addresses. We have framed our policies to prevent frauds in accordance with the KYC guidelines issued by NHB dated October 11, 2010 mandating the policies of HFCs to have certain key elements, including, *inter-alia*, a customer acceptance policy, customer identification procedures, monitoring of transactions and risk management. Further, we have a well-established and streamlined credit appraisal process. We cannot assure you that information furnished to us by potential borrowers and analysis of the information by independent valuers or the independent searches conducted by us with credit bureaus and NHB, or the on-site verification conducted by our empanelled third party agencies will be accurate, and our reliance on such information given by potential borrowers may affect our judgment of the credit worthiness of potential borrowers, and the value of and title to the collateral, which may affect our business, results of operations and financial condition.

24. The growth rate of India's housing finance industry may not be sustainable.

We expect the housing finance industry in India to continue to grow as a result of anticipated growth in India's economy, increases in household income, further social welfare reforms and demographic changes. However, it is not clear how certain trends and events, such as the pace of India's economic growth, the development of domestic capital markets and the ongoing reform will affect India's housing finance industry. In addition, there can be no assurance that the housing finance industry in India is free from systemic risks. Consequently, there can be no assurance that the growth and development of India's housing finance industry will be sustainable.

25. Our insurance coverage may not adequately protect us against losses, and successful claims that exceed our insurance coverage could harm our results of operations and diminish our financial position.

We maintain insurance coverage of the type and in the amounts that we believe are commensurate with our operations. For further details on our insurance coverage, see "*Our Business – Insurance*" on page 105. Our insurance policies, however, may not provide adequate coverage in certain circumstances and may be subject to certain deductibles, exclusions and limits on coverage. In addition, there are various types of risks and losses for which we do not maintain insurance because they are either uninsurable or because insurance is not available to us on acceptable terms. A successful assertion of one or more large claims against us that exceeds our available insurance coverage or results in changes in our insurance policies, including premium increases or the imposition of a larger deductible or co-insurance requirement, could adversely affect our business, financial condition and results of operations and could cause the price of our Equity Shares to decline.

26. All of our offices, including our registered office are located on leased premises. There can be no assurance that these lease agreements will be renewed upon termination. If we are unable to renew the lease agreements with the existing lessors, there can be no assurance that we will be able to obtain other premises on lease on same or similar commercial terms.

The premises in which our offices, including our registered and corporate office are located have all been taken on lease basis, and we do not own any of these premises. These lease agreements can be terminated, and any such termination could result in any of our offices being shifted or shut down. There can be no assurance that we will, in the future, be able to retain and renew the leases for the existing locations on same or similar terms, or will be able to find alternate locations for the existing branches on similar terms favourable to us, or at all. In the event we fail to find suitable premises for relocation of existing branches, if required, or in relation to new or proposed branches, in time or at all, the same may affect the pace of our projected growth and our business and results of operations.

27. We have entered into a number of related party transactions and may continue to enter into related party transactions, which may involve conflicts of interest.

We have entered into a number of related party transactions, within the meaning of AS-18. Such transactions may give rise to current or potential conflicts of interest with respect to dealings between us and such related parties. Additionally, there can be no assurance that any dispute that may arise between us and related parties will be resolved in our favour. For further details, please refer to the statement of related party transactions in "*Financial Statements*" on page 182.

28. We are subject to risks arising from exchange rate fluctuations, which could materially and adversely affect our business and financial conditions and negatively impact your investment in our Equity Shares.

As at March 31, 2015, we had standalone foreign currency borrowings amounting to U.S.$280.9 million (₹17,582.9 million), representing 3.7% of our consolidated borrowings. Our Subsidiaries do not have any foreign currency borrowings. The exchange rate between Indian Rupees and U.S. dollars has changed substantially in recent years and may fluctuate substantially in the future. While we have entered into various hedging arrangements to hedge the entire balance sheet risk on our exposure to foreign exchange fluctuations, we cannot assure you that our existing hedging arrangements will adequately reduce our foreign currency exchange risk or protect us against any unfavourable exchange rate fluctuations. Any depreciation in the value of Indian Rupees against U.S. dollars could cause an increase in our interest expenses, reduce the profitability of our business and have a material and adverse effect on our cash flows, results of operations and financial condition. We may also be unable to pass on any increase in our costs due to foreign currency fluctuations to our customers, and as a result, our revenue and profitability may decline.

Further, any fluctuations in the exchange rate between the Rupee and the foreign currency may also affect the value of your investment in our Equity Shares, including, specifically, such foreign currency equivalent of the Rupee trading price of our Equity Shares in India, the proceeds that you would receive upon the sale in India of any of our Equity Shares and cash dividends, if any, on our Equity Shares, which will be paid only in Rupees.

For information on certain historical exchange rates between the Rupee and the U.S. dollar, see the section entitled "*Exchange Rates*" on page 15.

29. We may be unable to protect our logos, brand names and other intellectual property rights which are critical to our business.

Our Company has not made an application for and consequently does not own trademark registrations for certain logos used in our business, including our corporate logo appearing on the cover page of this Placement Document. Further, our Company had trademark protection over the "Indiabulls" mark until October 2013, subsequent to which, the registration has not been renewed. While we made an application for fresh registrations of the "Indiabulls" mark on September 7, 2015, this application is currently pending.

Accordingly, we may not be able to prohibit the use of our intellectual property by any third party and may, in the future, face claims and legal actions by third parties that may use, or dispute our right to use, the logos and brand names under which our business currently operates. We may be required to resort to legal action to protect our logos and brand names. Any adverse outcome in such legal proceedings may impact our ability to use our logos, brand names and other intellectual property in the manner in which such intellectual property is currently used or at all, which can have a material adverse effect on our business and our financial condition.

Additionally, the Indiabulls brand that we operate under is shared between members of the Indiabulls group of companies, a diversified set of businesses in the financial services, real estate and securities sector (including, but not limited to, our Subsidiaries). We have not, in the past, entered into, or do not currently have agreements with any of the other members of the Indiabulls group of companies to share this brand. Accordingly, we will have no recourse against any of these companies in the event of any misuse by them of the brand, or any adverse effect on their business, operations or financial performance that leads to diminution in the value of the brand, which could materially affect our reputation, business and results of operations.

30. We depend on third party selling agents for referral of a certain portion of our customers, who do not work exclusively for us.

We depend on external direct selling agents ("**DSAs**"), who are typically proprietorships and self-employed professionals, to source a portion of our customers. Such DSAs pass on leads of any loan requirements of these small businesses to us. Our agreements with such DSAs typically do not provide for any exclusivity, and accordingly, such DSAs can work with other lenders, including our competitors. There can be no assurance that our DSAs will continue to drive a significant number of leads to us, and not to our competitors, or at all.

31. Our Standalone Unaudited Condensed Financial Statements and related financial disclosure in this Placement Document as at and for the three month periods ended June 30, 2015 and 2014 are on an unconsolidated basis, and are not comparable with prior periods and reliance on such financial statements should, accordingly, be limited.

This Placement Document includes the standalone unaudited condensed balance sheet as at June 30, 2015 and 2014, the standalone unaudited condensed statement of profit and loss, and the standalone unaudited condensed cash flow statement, for the three months ended June 30, 2015 and 2014 and selected explanatory notes in relation to our Company (collectively, the "**Standalone Unaudited Condensed Financial Statements**"), which have been prepared by us in accordance with AS-25 under the Indian Accounting Standards, in respect of which the Auditors of our Company have conducted their review in accordance with Standard on "Review

Engagements (SRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. As the Standalone Unaudited Condensed Financial Statements prepared by us in accordance with AS-25 have been subjected only to a limited review and not to an audit, any reliance by prospective investors of such Standalone Unaudited Condensed Financial Statements should accordingly be limited. Further, the Standalone Unaudited Condensed Financial Statements do not present the consolidated results of operations, financial condition or cash flows of our Company for such period. Accordingly, the Standalone Unaudited Condensed Financial Statements included in this Placement Document may not reveal matters of significance in relation to our consolidated results of operations, financial condition or cash flows since March 31, 2015 in the same manner as they would if our financial statements were presented on a consolidated basis. Our Company's Standalone Unaudited Condensed Financial Statements included in this Placement Document cannot and are not intended to substitute the consolidated financial statements of our Company and the investors are cautioned against substituting such unconsolidated financial statements in making their investment decision.

32. Certain of our documents may bear higher stamp duty than we have paid and as a result, our cash flows and results of operations may be adversely affected.

In relation to assignment/ securitisation transactions executed by us in relation to our AUM, we have entered into certain documentation, wherein we have, in accordance with industry practice, agreed to bear all costs in relation to stamp duty payable in respect of the assignment/ securitisation documents. Most of these transactions involve loans (and underlying mortgages) situated across India, and not just the jurisdiction where the documents in relation to the assignment/ securitisation are stamped. If any of the transaction documents in relation to these assignment/ securitisation transactions, are for any reason, taken out of the state in which stamp duty has been paid, including for registration of the same in the state where the underlying property is situated, there may be an additional stamp duty implication us, to the extent of the difference between the stamp duty payable in such state and the stamp duty already paid. Any such liability may have a financial impact on our cash flows and results of operations.

External Risks

33. A slowdown in economic growth in India may adversely affect our business and results of operations.

Our financial performance and the quality and growth of our business depend significantly on the health of the overall Indian economy, the gross domestic product growth rate and the economic cycle in India. A substantial portion of our assets and employees are located in India, and we intend to continue to develop and expand our facilities in India.

Our performance and the growth of our business depend on the performance of the Indian economy and the economies of the regional markets we currently serve. These economies could be adversely affected by various factors, such as political and regulatory changes including adverse changes in liberalization policies, social disturbances, religious or communal tensions, terrorist attacks and other acts of violence or war, natural calamities, interest rates, commodity and energy prices and various other factors. Any slowdown in these economies could adversely affect the ability of our customers to afford our services, which in turn would adversely impact our business and financial performance and the price of the Equity Shares.

34. The Indian housing finance industry is competitive and increasing competition may result in declining margins if we are unable to compete effectively.

The housing finance industry in India is competitive. We face increasing competition from domestic and international banks as well as other HFCs and NBFCs. Interest rate deregulation and other liberalization measures affecting the housing finance industry, together with increased demand for home finance, have increased our exposure to competition. Our ability to compete effectively with commercial banks and other HFCs will depend, to some extent, on our ability to raise low-cost funding in the future. If we are unable to compete effectively with other participants in the housing finance industry, our business, future financial performance and the trading price of the Equity Shares may be adversely affected.

Furthermore, as a result of increased competition in the housing finance industry, home loans are becoming increasingly standardized and terms such as floating rate interest options, lower processing fees and monthly rest periods are becoming increasingly common in the housing finance industry in India. There can be no assurance that we will be able to react effectively to these or other market developments or compete effectively with new and existing players in the increasingly competitive housing finance industry. Increasing competition may have an adverse effect on our revenue, and, if we are unable to compete successfully, our market share may decline as the origination of new loans declines.

35. If inflation were to rise in India, we might not be able to increase the prices of our products at a proportional rate in order to pass costs on to our customers and our profits might decline.

Inflation rates in India have been volatile in recent years, and such volatility may continue in the future. According to the Monthly Economic Report for July 2015 prepared by the Department of Economic Affairs, Ministry of Finance, GoI, the year-on-year inflation in terms of the Wholesale Price Index ("**WPI**") was -4.05% for the month of July 2015 as compared to -2.40% in June 2015 and 5.41% in July 2014. The RBI's monetary policy statement in March 2015 had stated that softer readings on inflation were expected to come in through the first half of 2015-16 before firming up in the second half. In August 2015, in its third bi-monthly policy statement 2015-16 and accompanying teleconference, the RBI noted that the softness of crude oil prices and low food inflation were two propitious factors driving disinflation and that large base effects were expected to pull down headline inflation in July and August. However, it also stated that these base effects were expected to wane from September. As a result, there remain upside risks to inflation from the skewed spatial and temporal distribution of monsoons, rising global commodity prices and geo-political tensions which could jeopardize the near-term outlook if they materialise. In the event of increasing inflation in India, our costs, such as operating expenses, may increase, which could have an adverse effect on our results of operations.

36. Our business and activities may be affected by competition law in India.

On March 4, 2011, the Government of India notified and brought into force the combination regulation (merger control) provisions under the Competition Act with effect from June 1, 2011. The combination regulation provisions require that acquisition of shares, voting rights, assets or control or mergers or amalgamations which cross the prescribed asset and turnover based thresholds shall be mandatorily notified to and pre-approved by the CCI. In addition, on May 11, 2011, the CCI issued the final Competition Commission of India (Procedure in regard to the transaction of business relating to combinations) Regulations, 2011 which sets out the mechanism for implementation of the combination regulation provisions under the Competition Act. It is unclear as to how the Competition Act and the CCI will affect the business environment in India.

If we are adversely impacted, directly or indirectly, by any provision of the Competition Act, or its application or interpretation, generally or specifically in relation to any merger, amalgamation or acquisition proposed by us, or any enforcement proceedings initiated by the CCI, either *suo moto* or pursuant to any complaint, for alleged violation of any provisions of the Competition Act, our business, financial condition and results of operations may be materially and adversely affected.

37. Significant differences exist between Indian GAAP and other accounting principles, such as US GAAP and IFRS, which may be material to investors' assessments of our financial condition.

Our financial statements, including the financial statements provided in this Placement Document, are prepared in accordance with Indian GAAP. hawse have not attempted to quantify the impact of IFRS or U.S. GAAP on the financial data included in this Placement Document, nor do we provide a reconciliation of its financial statements to those of U.S. GAAP or IFRS. U.S. GAAP and IFRS differ in significant respects from Indian GAAP. Accordingly, the degree to which the Indian GAAP financial statements included in this Placement Document will provide meaningful information entirely depends on the reader's level of familiarity with Indian accounting practices. Any reliance by persons not familiar with Indian accounting practices on the financial disclosures presented in this Placement Document should accordingly be limited.

38. Public companies in India, including us, may be required to prepare financial statements under Ind-AS. The transition to Ind-AS in India may adversely affect us.

The Ministry of Corporate Affairs ("**MCA**") notified the "Companies (Indian Accounting Standards) Rules, 2015" on February 16, 2015 (the "**IAS Rules**"). While the IAS Rules do not apply to banking companies, insurance companies and NBFCs, HFCs have not received an exemption from the IAS Rules as at the date of this Placement Document. The IAS Rules provide that the financial statements of the companies to which they apply (as more specifically described below) shall be prepared and audited in accordance with Indian Accounting Standards ("**Ind-AS**"). Under the IAS Rules, any company may voluntarily implement Ind-AS for the accounting period beginning from April 1, 2015. Further, the IAS Rules prescribe that any company having a net worth of more than ₹5,000 million, and any holding company, subsidiary, joint venture or an associate company of such company, would have to mandatorily adopt Ind-AS for the accounting period beginning from April 1, 2016 with comparatives for the period ending March 31, 2016. We have not determined with any degree of certainty the impact such adoption will have on its financial reporting. There can be no assurance that our financial condition, results of operations, cash flows or changes in shareholders' equity will not appear materially worse under Ind-AS than under Indian GAAP. If we are required to transition to Ind-AS reporting, we may encounter difficulties in the ongoing process of implementing and enhancing its management information systems. Moreover, there is increasing competition for the small number of Ind-AS experienced accounting personnel available as more Indian companies begin to prepare Ind-AS financial statements. Further, there is no significant body of established practice on which to draw in forming judgments regarding the new system's implementation and application. There can be no assurance that adoption of Ind-AS will not adversely affect our reported results of operations or financial condition and any failure to successfully adopt Ind-AS could adversely affect our business, financial condition and results of operations.

39. The proposed new taxation system in India could adversely affect our business and the trading price of the Equity Shares.

The Government of India has proposed a comprehensive national goods and services tax ("**GST**") regime that will combine taxes and levies by the Central and State Governments into a unified rate structure. The Finance Minister of India, in his budget speech for fiscal year 2015-2016, indicated that the GST will be introduced with effect from April 1, 2016. While the Government of India and other state governments have announced that all committed incentives will be protected following the implementation of the GST, given the limited availability of information in the public domain concerning the GST, we are unable to provide any assurance as to this or any other aspect of the tax regime following implementation of the GST. These amendments may affect the overall tax efficiency of companies operating in India and may result in significant additional taxes becoming payable.

40. We expect to be classified a passive foreign investment company for U.S. federal income tax purposes.

We expect to be classified as a passive foreign investment company (a "**PFIC**") for U.S. federal income tax purposes, which could result in materially adverse consequences, including additional tax liability and tax filing obligations, for a U.S. investor relative to an investment in a company that is not a PFIC. See "*Certain U.S. Federal income Tax Considerations – Passive Foreign Investment Company*" on page 170.

41. Financial instability in other countries, particularly countries with emerging markets, could disrupt Indian markets and our business and cause the trading price of the Equity Shares to decrease.

Since mid-2007, and particularly during the second half of 2008, the global financial services industry and the securities markets generally were materially and adversely affected by significant declines in the values of nearly all asset classes, including mortgages, real estate assets, leveraged bank loans and equities, and by a serious lack of liquidity. Further, the impact of the recent global financial crisis and sovereign debt crisis in the U.S. and the Euro zone continues to be a cause of concern despite concerted efforts by governments and international institutions to contain the adverse effect of these events on the global economy.

Business activity across a wide range of industries and regions has been greatly reduced and local governments and many companies have had difficulty due to the lack of consumer spending and the lack of liquidity in the credit markets.

The Indian financial markets and the Indian economy are influenced by the economic and market conditions in other countries. Although economic conditions are different in each country, investors' reactions to developments in one country can have adverse effects on the securities of companies in other countries, including India. A loss of investor confidence in other financial systems may cause volatility in Indian financial markets, including with respect to the movement of exchange rates and interest rates in India, and, indirectly, in the Indian economy in general. Any such continuing or other significant financial disruption could have an adverse effect on our business, financial results and the trading price of the Equity Shares.

42. Civil unrest, acts of violence including terrorism or war involving India and other countries could materially and adversely affect the financial markets and our business.

Civil unrest, acts of violence including terrorism or war, may negatively affect the Indian stock markets and also materially and adversely affect the worldwide financial markets. These acts may also result in a loss of business confidence, make travel and other services more difficult and ultimately materially and adversely affect our business. Although the governments of India and neighbouring countries have recently been engaged in conciliatory efforts, any deterioration in relations between India and neighbouring countries might result in investor concern about stability in the region, which could materially and adversely affect the price of the Equity Shares.

43. Financial difficulty and other problems in certain financial institutions in India could adversely affect our business and the price of our Equity Shares.

As an HFC, we are exposed to the risks of the Indian financial system which may be affected by the financial difficulties faced by certain Indian financial institutions because the commercial soundness of many financial institutions may be closely related as a result of credit, trading, clearing or other relationships. This risk, which is sometimes referred to as "systemic risk", may adversely affect financial intermediaries, such as clearing agencies, banks, securities firms and exchanges with whom we interact on a daily basis. Any such difficulties or instability of the Indian financial system in general could create an adverse market perception about Indian financial institutions and banks and adversely affect our business, our future financial performance, our shareholders' funds and the price of our Equity Shares. As the Indian financial system operates within an emerging market, it faces risks of a nature and extent not typically faced in more developed economies, including the risk of deposit runs notwithstanding the existence of a national deposit insurance scheme.

44. A decline in India's foreign exchange reserves may affect liquidity and interest rates in the Indian economy, which could adversely impact us.

A decline in India's foreign exchange reserves could affect the liquidity and result in higher interest rates in the Indian economy, which could adversely affect our business, our future financial performance, our shareholders' funds and the price of our Equity Shares.

45. Any downgrading of India's debt rating by an international rating agency could adversely affect our business and the price of our Equity Shares.

Any adverse revisions to India's credit ratings for domestic and international debt by international rating agencies may adversely affect our business, our future financial performance, our shareholders' funds and the price of our Equity Shares.

46. Natural disaster, labour unrests and other disruptions could adversely affect the Indian economy and could cause our business and operations to suffer and the trading price of the Equity Shares to decrease.

Our operations, including our branch network, may be damaged or disrupted as a result of natural disasters such as earthquakes, floods, heavy rainfall, epidemics, tsunamis and cyclones and other events such as protests, riots and labour unrest. Such events may lead to the disruption of information systems and telecommunication services for sustained periods. They also may make it difficult or impossible for employees to reach our business locations. Damage or destruction that interrupts our provision of services could adversely affect our reputation, our relationships with our customers, our senior management team's ability to administer and supervise our business or it may cause us to incur substantial additional expenditure to repair or replace damaged equipment or rebuild parts of our branch network. Further, while currently, our employees are not unionised, any future unionization may increase our labour costs and adversely affect our business. Any of the above factors may adversely affect our business and financial results, the quality of our customer service and the price of our Equity Shares.

47. An outbreak of an infectious disease or any other serious public health concerns in India or elsewhere could adversely affect our business.

The outbreak of an infectious disease in India or elsewhere or any other serious public health concern could have a negative impact on the global economy, financial markets and business activities worldwide, which could adversely affect our business. Although, we have not been adversely affected by such outbreaks in the past, we can give you no assurance that a future outbreak of an infectious disease or any other serious public health concern will not have a material adverse effect on our business.

48. It may not be possible for you to enforce any judgment obtained outside India against us, our management or any of our respective affiliates in India, except by way of a suit in India on such judgment.

We are incorporated under the laws of India and our Directors and executive officers reside in India. A substantial majority of our assets, and the assets of our Directors and officers, are also located in India. As a result, you may be unable to:

- effect service of process outside of India upon us and such other persons or entities; or
- enforce in courts outside of India judgments obtained in such courts against us and such other persons or entities.

For more information, see "*Enforcement of Civil Liabilities*" on page 14.

49. A third party could be prevented from acquiring control of us because of anti-takeover provisions under Indian law.

There are provisions in Indian law that may delay, deter or prevent a future takeover or change in control of our Company. Under the Take Over Code, an acquirer has been defined as any person who, directly or indirectly, acquires or agrees to acquire shares or voting rights or control over a company, whether individually or acting in concert with others. Although these provisions have been formulated to ensure that interests of investors/shareholders are protected, these provisions may also discourage a third party from attempting to take control of our Company. Consequently, even if a potential takeover of our Company would result in the purchase of the Equity Shares at a premium to their market price or would otherwise be beneficial to our shareholders, such a takeover may not be attempted or consummated because of Indian takeover regulations.

Risks Relating to the Equity Shares and the Issue

50. Certain payments on Shares may be subject to U.S. withholding tax under FATCA.

The United States has enacted rules, commonly referred to as "FATCA", that generally impose a new reporting and withholding regime with respect to certain payments made after December 31, 2016 by entities that are classified as financial institutions under FATCA. The United States is entering into an intergovernmental agreement regarding the implementation of FATCA with India (the "**IGA**"). Under the IGA that is expected to be entered into, we do not expect payments made on or with respect to the Equity Shares to be subject to withholding under FATCA. However, because the IGA has not yet been finalised and significant aspects of when and how FATCA will apply remain unclear, no assurance can be given that withholding under FATCA will not become relevant with respect to payments made on or with respect to the Equity Shares in the future. Prospective investors should consult their own tax advisors regarding the potential impact of FATCA.

51. Conditions in the Indian securities market may affect the price or liquidity of our Equity Shares.

The Indian securities markets are smaller and more volatile than securities markets in more developed economies. The Indian stock exchanges have in the past experienced substantial fluctuations in the prices of listed securities. Currently prices of securities listed on Indian exchanges are displaying signs of volatility linked among other factors to the uncertainty in the global markets and the rising inflationary and interest rate pressures domestically. The governing bodies of the Indian stock exchanges have from time to time imposed restrictions on trading in certain securities, limitations on price movements and margin requirements. Future fluctuations or trading restrictions could have a material adverse effect on the price of our Equity Shares.

52. The market price of the Equity Shares may be adversely affected by any additional issuances of equity or sales of a large number of the equity shares by our Promoter or principal shareholders.

There is a risk that we may be required to finance our growth or strengthen our balance sheet through additional equity offerings. Any further issuance of Equity Shares, including pursuant to our Employee Stock Option Schemes, will dilute the position of existing shareholders and could adversely affect the market price of the Equity Shares. Subsequent to the Issue, the Promoter and members of the Promoter Group will own approximately 23.6% of our outstanding Equity Shares. Any sale of our Equity Shares held by the Promoters could adversely affect the market price of its Equity Shares. There are no existing agreements pursuant to which our Equity Shares held by the Promoters may be sold in the future. Further, subsequent to the issuance of the Equity Shares pursuant to this Issue or any subsequent issuances, there may be a decrease in our earnings per share and return on equity.

53. There is no guarantee that the Equity Shares will be listed on the BSE and the NSE in a timely manner or at all.

In accordance with Indian law and practice, permission for listing of the Equity Shares will not be granted until after those Equity Shares have been issued and allotted. Approval will require all other relevant documents authorizing the issuing of Equity Shares to be submitted. There could be a failure or delay in listing the Equity Shares on the BSE and/or the NSE. Any failure or delay in obtaining the approval would restrict your ability to dispose of your Equity Shares.

54. Rights of shareholders under Indian law may be more limited than under the laws of other jurisdictions.

Our Memorandum and Articles of Association, the instructions issued by the NHB and Indian law govern our corporate affairs. Legal principles relating to these matters and the validity of corporate procedures, directors' fiduciary duties and liabilities, and shareholders' rights may differ from those that would apply to a financial institution or corporate entity in another jurisdiction. Shareholders' rights under Indian law may not be as extensive as shareholders' rights under the laws of other countries or jurisdictions. Investors may have more difficulty in asserting their rights as one of our shareholders than as a shareholder of a financial institution or corporate entity in another jurisdiction.

55. You may be subject to Indian taxes arising out of capital gains.

Under current Indian tax laws and regulations, capital gains arising from the sale of shares in an Indian company are generally taxable in India. Any gain realized on the sale of listed equity shares on a stock exchange held for more than 12 months will not be subject to capital gains tax in India if the securities transaction tax ("**STT**") has been paid on the transaction. The STT will be levied on and collected by a domestic stock exchange on which equity shares are sold. Any gain realized on the sale of equity shares held for more than 12 months to an Indian resident, which are sold other than on a recognized stock exchange and as result of which no STT has been paid, will be subject to capital gains tax in India. Further, any gain realized on the sale of listed equity shares held for a period of 12 months or less will be subject to short-term capital gains tax in India. Capital gains arising from the sale of equity shares will be exempt from taxation in India in cases where the exemption from taxation in India is provided under a treaty between India and the country of which the seller is a resident. As a result, residents of other countries may be liable for tax in India as well as in their own jurisdiction as a gain upon the sale of the Equity Shares. For more information, see "*Taxation*" of this Placement Document.

56. Holders of Equity Shares could be restricted in their ability to exercise pre-emptive rights under Indian law and could thereby suffer future dilution of their ownership position.

Under the Companies Act, any company incorporated in India must offer its holders of equity shares pre-emptive rights to subscribe and pay for a proportionate number of shares to maintain their existing ownership percentages prior to the issuance of any new equity shares, unless the pre-emptive rights have been waived by the adoption of a special resolution by holders of three-fourths of the shares voted on such resolution, unless the company has obtained government approval to issue without such rights. However, if the law of the jurisdiction that you are in does not permit the exercise of such pre-emptive rights without us filing an offering document or registration statement with the applicable authority in such jurisdiction, you will be unable to exercise such pre-emptive rights unless we make such a filing. We may elect not to file a registration statement in relation to pre-emptive rights otherwise available by Indian law to you. To the extent that you are unable to exercise pre-emptive rights granted in respect of the Equity Shares, your proportional interests in us would be reduced.

57. Foreign investors are subject to foreign investment restriction under Indian law that limits our ability to attract foreign investors, which may adversely impact the market price of the Equity Shares.

Under the foreign exchange regulations currently in force in India, transfers of shares between non-residents and residents are freely permitted (subject to certain restrictions) if they comply with the pricing guidelines and reporting requirements specified by the RBI and such transaction is within the sectional cap prescribed for foreign investment. If the transfer of shares is not in compliance with such pricing guidelines or reporting requirements or fall under an exception, then the prior approval of the RBI or the FIPB will be required.

Additionally, shareholders who seek to convert the Rupee proceeds from a sale of Equity Shares in India into foreign currency and repatriate that foreign currency from India will require a no objection/ tax clearance certificate from the income tax authority. We cannot assure investors that any required approval from the RBI or any other Government agency can be obtained on any particular terms or at all.

Additionally, as an Indian company, we are subject to exchange controls that regulate borrowing in foreign currencies. Such regulatory restrictions limit our financing sources and hence could constrain our ability to obtain financing on competitive terms and refinance existing indebtedness. In addition, we cannot assure you that the required approvals will be granted without onerous conditions, or at all. Limitations on raising foreign debt may have an adverse effect on our business growth, financial condition and results of operations

58. An investor will not be able to sell any of the Equity Shares other than on a recognized Indian stock exchange for a period of 12 months from the date of this Issue.

The Equity Shares are subject to restrictions on transfers. Pursuant to the SEBI Regulations, for a period of 12 months from the date of the issue of the Equity Shares, QIBs subscribing to the Equity Shares may only sell their Equity Shares on the Stock Exchanges and may not enter into any off market trading in respect of these Equity Shares. Further, allotment to eligible VCFs and AIFs are subject to applicable rules and regulations, including in relation to lock-in. We cannot be certain that these restrictions will not have an impact on the price and liquidity of the Equity Shares.

USE OF PROCEEDS

The total gross proceeds of the Issue will be approximately ₹ 39,967.9 million. After deducting the estimated Issue expenses of approximately ₹ 790 million, the net proceeds of the Issue ("**Net Proceeds**") will be approximately ₹ 39,177.9 million.

Purpose of Issue

Subject to compliance with applicable laws and regulations, our Company intends to use the Net Proceeds inter alia for, augmenting our capital adequacy requirements, long-term resources for meeting funding requirements for our business purposes and for general corporate purposes.

Subject to the review of our Audit Committee, in accordance with the decision of our Board as required under the Listing Agreements, our Company's management will have the flexibility in deploying the Net Proceeds. Pending authorization of the Net Proceeds, our Company intends to invest the funds in interest or dividend bearing instruments and securities, including deposits with banks and investment in mutual funds.

Neither our Promoter nor our Directors are making any contribution either as part of the Issue or separately in furtherance of the objects of the Issue.

CAPITALISATION

The following table sets forth our Company's capitalization (including indebtedness) as at June 30, 2015, on the basis of Standalone Unaudited Condensed Financial Statements, and as adjusted for the Issue. This table should be read in conjunction with the sections titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" and "*Financial Statements*" on pages 61 and 182, respectively.

(₹ in millions)

Particulars	**As at June 30, 2015 (on a standalone basis)**	**As adjusted for the Issue (1) (on a standalone basis)**
Borrowings		
Long term borrowings	307,562.7	307,562.7
Short term borrowings	102,844.3	102,844.3
Current maturities of long term debt	80,465.8	80,465.8
Total debt	**490,872.8**	**490,872.8****
Shareholder funds		
Equity share capital	711.3	825.2(2)
Securities premium	33,828.9	73,683.0 (3)
Reserves & surplus	26,908.1	26,908.1 (4)
Total equity	**61,448.3**	**101,416.3**
Total capitalisation	**552,321.1**	**592,289.1**

(1) As adjusted to show the number of Equity Shares issued in the Issue. However, this does not give effect to the Equity Shares allotted post June 30, 2015 pursuant to exercise of options granted under its employee stock option schemes.

(2) Post June 30, 2015 till the date of this Placement Document, our Company has allotted an aggregate of 6,617,006 Equity Shares pursuant to exercise by holders of warrants and employee stock options.

(3) This does not give effect to the securities premium arising out of the allotment of Equity Shares by our Company post June 30, 2015 at premium.

(4) This does not give effect to changes in reserves and surplus post June 30, 2015.

*** This does not give effect to any long term or short term debt taken by our Company post June 30, 2015.*

CAPITAL STRUCTURE

The Equity Share capital of our Company as at the date of this Placement Document is set forth below.

(in ₹ million, except share data)

		Aggregate value at face value (except for securities premium)
A	**AUTHORISED SHARE CAPITAL**	
	3,000,000,000 Equity Shares of ₹ 2 each	6,000.00
	1,000,000,000 Preference Shares of ₹ 10 each	10,000.00
B	**ISSUED, SUBSCRIBED AND PAID-UP CAPITAL BEFORE THE ISSUE**	
	362,275,720 Equity Shares of ₹ 2 each	724.6
C	**PRESENT ISSUE IN TERMS OF THIS PLACEMENT DOCUMENT**	
	56,934,372 Equity Shares of ₹ 2 each(1)	113.9
D	**PAID-UP CAPITAL AFTER THE ISSUE**	
	419,210,092 Equity Shares of ₹ 2 each	838.4
E	**SECURITIES PREMIUM ACCOUNT**	
	Before the Issue	34,958.3
	After the Issue	74,812.4

(1) The Issue has been authorised by the Board of Directors on April 24, 2015 and the shareholders pursuant to their resolution at the annual general meeting dated September 7, 2015.

Equity Share Capital History of our Company

The history of the Equity Share capital of our Company is provided in the following table:

Date of allotment	Number of equity shares allotted	Face value per equity share (₹)	Premium per equity share (₹)	Issue price per equity share (₹)	Nature of Consideration
May 10, 2005	50,000	10	-	10	Cash
May 24, 2005	9,950,000	10	-	10	Cash
February 8, 2006	45,000,000	10	15.0	25	Cash
	80,000,000	10	-	10	Cash
February 11, 2011	13,793,104	10	135.0	145	Cash
March 25, 2011	6,896,552	10	135.0	145	Cash
Allotments subsequent to the IBFSL Scheme coming into effect					
March 25, 2013	312,511,167(2)	2(1)	-	2	Other than cash(2)
July 24, 2013	54,186	2	39.7	41.7	Cash
	310,170	2	94.0	96.0	Cash
	35,337	2	98	100	Cash
	20,170	2	156.5	158.5	Cash
	3,000	2	151.7	153.7	Cash
	14,000,000	2	216	218	Cash
July 25, 2013	3,150,000	2	216	218	Cash
October 29, 2013	3,000,000	2	216	218	Cash
November 29, 2013	23,304	2	39.7	41.7	Cash
	10,164	2	98	100	Cash
	32,925	2	94.0	96.0	Cash
	550,000	2	216	218	Cash
January 4, 2014	303,918	2	94.0	96.0	Cash
	1,848	2	98	100	Cash
March 14, 2014	11,500	2	151.7	153.7	Cash
	2,250	2	123.9	125.9	Cash
	2,244	2	98	100	Cash
	19,180	2	94.0	96.0	Cash

Date of allotment	Number of equity shares allotted	Face value per equity share (₹)	Premium per equity share (₹)	Issue price per equity share (₹)	Nature of Consideration
	1,080	2	39.7	41.7	Cash
April 25, 2014	51,138	2	39.7	41.7	Cash
	45,990	2	94.0	96.0	Cash
	1,500	2	151.7	153.7	Cash
May 5, 2014	20,000	2	223	225	Cash
June 4, 2014	5,832	2	39.7	41.7	Cash
	22,693	2	94.0	96.0	Cash
	3,828	2	98	100	Cash
	450	2	123.9	125.9	Cash
	3,800	2	151.7	153.7	Cash
	1,300,00	2	223	225	Cash
July 7, 2014	60,000	2	223	225	Cash
July 11, 2014	119,600	2	94.0	96.0	Cash
	30,717	2	98	100	Cash
July 25, 2014	20,000	2	223	225	Cash
July 31, 2014	3,940,000	2	223	225	Cash
	19,000	2	156.5	158.5	Cash
August 2, 2014	20,000	2	223	225	Cash
August 21, 2014	40,000	2	223	225	Cash
Allotments in the last one year preceding the date of this Placement Document					
September 19, 2014	10,005,400	2	223	225	Cash
September 23, 2014	6,520,000	2	223	225	Cash
November 26, 2014	20,900	2	223	225	Cash
December 3, 2014	8,975	2	94.0	96.0	Cash
	13,332	2	98	100	Cash
	8,280	2	123.9	125.9	Cash
January 2, 2015	324	2	39.7	41.7	Cash
	1,848	2	98	100	Cash
	303,271	2	94.0	96.0	Cash
	1,000	2	156.5	158.5	Cash
	1,080	2	123.9	125.9	Cash
January 29, 2015	80,000	2	223	225	Cash
March 5, 2015	1,320	2	98	100	Cash
	10,845	2	94.0	96.0	Cash
	100	2	156.5	158.5	Cash
	10,800	2	123.9	125.9	Cash
April 6, 2015	20,000	2	223	225	Cash
April 23, 2015	26,000	2	223	225	Cash
May 1, 2015	41,148	2	39.7	41.7	Cash
	5,500	2	94.0	96.0	Cash
	1,500	2	151.7	153.7	Cash
	100	2	156.5	158.5	Cash
July 13, 2015	49,700	2	223	225	Cash
July 29, 2015	6,548,000	2	223	225	Cash
	702	2	39.7	41.7	Cash
	264	2	98	100	Cash
	14,000	2	94.0	96.0	Cash
	4,340	2	156.5	158.5	Cash
Total	**362,275,720**				

(1) Upon the IBFSL Scheme coming into effect (and as an integral part of the IBFSL Scheme) one equity share of face value of ₹10 each of our Company was sub-divided into five Equity Shares of ₹2 each, without any further action.

(2) In terms of the IBFSL Scheme, as consideration for the amalgamation of IBFSL into our Company, each equity shareholders of IBFSL (as on the record date for the IBFSL Scheme) was issued and allotted Equity Shares, in the ratio of one fully paid up Equity Share for every one equity share of face value of ₹2 held each such shareholder in IBFSL as on the record date. Further, upon the IBFSL Scheme coming into effect, all of the equity shares of our Company of face value of ₹2 each held by IBFSL prior to the IBFSL Scheme coming into effect were cancelled without any further effect.

Employee Stock Options

Our Company has four stock option plans, namely, IHFL- IBFSL Employee Stock Option Plan – 2006, IHFL- IBFSL Employee Stock Option Plan II – 2006, IHFL- IBFSL Employee Stock Option Plan– 2008 and the Indiabulls Housing Finance Limited Employee Stock Option Scheme – 2013.

The IHFL- IBFSL Employee Stock Option Plan – 2006, IHFL- IBFSL Employee Stock Option Plan II – 2006 and IHFL- IBFSL Employee Stock Option Plan– 2008 were originally stock option schemes instituted by IBFSL (collectively, the "**IBFSL Stock Option Schemes**"), and entitled their holders to equity shares in IBFSL. Upon the IBFSL Scheme coming into effect, in accordance with the terms and conditions of the IBFSL Scheme, an equivalent number of stock options entitling the holders thereof to Equity Shares in our Company was granted to the erstwhile holders of stock options under the IBFSL Stock Option Schemes. The Indiabulls Housing Finance Limited Employee Stock Option Scheme – 2013 was approved by our shareholders in their meeting on March 6, 2013.

Details of stock options under these stock option schemes as on June 30, 2015 are provided below.

Scheme	Options granted	Options vested	Options exercised	Options lapsed	Options outstanding	No. of Equity Shares to be allotted upon exercise of outstanding options
IHFL- IBFSL Employee Stock Option Plan – 2006	1,440,000	1,143,184	881,694	257,928	300,378	300,378
IHFL- IBFSL Employee Stock Option Plan II – 2006	720,000	393,508	283,967	244,747	191,286	191,286
IHFL- IBFSL Employee Stock Option Plan– 2008	7,500,000	3,758,633	3,323,414	2,424,808	1,751,778	1,751,778
Indiabulls Housing Finance Limited Employee Stock Option Scheme – 2013	10,500,000	-	-	58,000	10,442,000	10,442,000
Total	**20,160,000**	**5,295,325**	**4,489,075**	**2,985,483**	**12,685,442**	**12,685,442**

MARKET PRICE INFORMATION AND OTHER INFORMATION CONCERNING THE EQUITY SHARES

The Equity Shares are listed and traded on the BSE and the NSE. The closing price of the Equity Shares on the BSE as of September 7, 2015 was ₹ 724.3 and on the NSE as of September 7, 2015 was ₹ 724.3.

The tables set forth below provide certain stock market data for the BSE and the NSE and is for the periods that indicate the high and low closing prices of the Equity Shares and also the volume of trading activity.

High, low and average market closing prices of the Equity Shares during the last three financial years

BSE

Fiscal	High (₹)	Date of high	No. of Equity Shares traded on date of high	Total Volume of Equity Shares traded on date of high (₹ in millions)	Low (₹)	Date of low	No. of Equity Shares traded on date of low	Total volume of Equity Shares traded on date of low (₹ in millions)	Average price for the period* (₹)	Equity Shares traded in the periods	
										Volume	Value (₹ in millions)
2013 (Pre-merger)(1)	332.1	January 30, 2013	595,176	197.3	183.30	August 29, 2012	98,970	18.3	241.4	104,936,499	27,338.85
2014 (Post merger) (2)	283.4	July 23, 2013	873,272	239.6	180.75	September 25, 2013	146,606	25.9	212.2	26,276,167	5,723.92
2015	636.7	March 4, 2015	104,960	67.0	235.80	April 3, 2014	151,572	35.7	433.1	40,910,021	17,779.35

(Source: www.bseindia.com)
Note: In the event the high or low price of the Equity Shares are the same on more than one day, the day on which there has been higher volume of trading has been considered for the purposes of this section.
* *Average of the daily closing prices.*
Effective March 8, 2013, IBFSL merged into our Company. As part of the merger process, equity shares of IBFSL were delisted from BSE and NSE from March 19, 2013. The Equity Shares of our Company commenced trading on the Stock Exchanges on July 23, 2013.
(1) Refers to IBFSL prices for the period between April 1, 2012 to March 18, 2013
(2) Refers to IHFL prices for the period between July 23, 2013 to March 31, 2014

NSE

Fiscal	High (₹)	Date of high	No. of Equity Shares traded on date of high	Total Volume of Equity Shares traded on date of high (₹ in millions)	Low (₹)	Date of low	No. of Equity Shares traded on date of low	Total Volume of Equity Shares traded on date of low (₹ in millions)	Average price for the period* (₹)	Equity Shares traded in the periods	
										Volume	Value (₹ in millions)
2013 (Pre-merger)(1)	333.0	January 30, 2013	2,869,996	952.0	183.1	August 29, 2012	664,398	122.5	241.5	315,950,945	80,488.7
2014 (Post merger) (2)	285.3	July 23, 2013	703,001	195.2	180.6	September 25, 2013	1,517,711	271.0	212.2	87,102,332	18,173.2
2015	636.7	March 4, 2015	104,960	67.0	235.8	April 3, 2014	151,572	35.7	433.1	40,910,021	17,779.4

(Source: www.nseindia.com)
Note: In the event the high or low price of the Equity Shares are the same on more than one day, the day on which there has been higher volume of trading has been considered for the purposes of this section.
** Average of the daily closing prices*
Effective March 8, 2013, IBFSL merged into our Company. As part of the merger process, equity shares of IBFSL were delisted from BSE and NSE from March 19, 2013. The Equity Shares of our Company commenced trading on the Stock Exchanges on July 23, 2013.
(1) Refers to IBFSL prices for the period between April 1, 2012 to March 18, 2013
(2) Refers to IHFL prices for the period between July 23, 2013 to March 31, 2014

Monthly high, and low and average of the closing prices of the Equity Shares for the six months preceding the date of filing of the Placement Document

BSE

Month	High (₹)	Date of high	No. of Equity Shares traded on date of high	Total volume of Equity Shares traded on date of high (₹ in millions)	Low (₹)	Date of low	No. of Equity Shares traded on date of low	Total volume of Equity Shares traded on date of low (₹ in millions)	Average price for the month* (₹)	Equity Shares traded in the month	
										Volume	Value (₹ in millions)
March, 2015	636.7	March 4, 2015	104,960	67.0	542.4	March 27, 2015	76,586	41.9	576.3	1,621,483	942.2
April, 2015	594.3	April 30, 2015	340,256	202.1	536.5	April 20, 2015	102,301	55.1	567.9	2,111,486	1,194.0
May, 2015	596.7	May 29, 2015	106,836	63.9	542.8	May 7, 2015	112,929	60.4	573.3	1,405,280	804.5
June, 2015	622.4	June 30, 2015	104,980	65.0	556.4	June 16, 2015	79,912	44.1	591.7	5,299,199	3,112.1
July, 2015	751.8	July 28, 2015	93,550	70.1	620.8	July 9, 2015	90,016	56.4	678.3	3,619,444	2,423.2
August, 2015	802.4	August 6, 2015	191,660	153.6	715.2	August 24, 2015	219,033	157.2	776.7	2,949,692	2,280.1

(Source: www.bseindia.com)
Note: In the event the high or low price of the Equity Shares are the same on more than one day, the day on which there has been higher volume of trading has been considered for the purposes of this section.
** Average of the daily closing prices.*

NSE

Month	High (₹)	Date of high	No. of Equity Shares traded on date of high	Total volume of Equity Shares traded on date of high (₹ in millions)	Low (₹)	Date of low	No. of Equity Shares traded on date of low	Total volume of Equity Shares traded on date of low (₹ in millions)	Average price for the month* (₹)	Equity Shares traded in the month	
										Volume	Value (₹ in millions)
March, 2015	636.8	March 4, 2015	1,712,122	1,092.3	541.95	March 27, 2015	1,188,370	650.2	576.3	25,191,383	14,561.4
April, 2015	593.7	April 30, 2015	1,964,616	1,165.3	536.25	April 20, 2015	1,386,764	746.4	567.5	25,851,061	14,653.2
May, 2015	596.0	May 29, 2015	1,747,012	1,040.8	541.80	May 7, 2015	1,913,467	1,025.8	573.5	19,946,217	11,449.0
June, 2015	622.5	June 30, 2015	1,344,888	832.4	556.35	June 15, 2015	543,257	310.0	592.0	26,638,000	15,867.3
July, 2015	751.6	July 28, 2015	1,790,934	1,339.1	620.85	July 9, 2015	1,097,654	688.1	678.2	32,909,856	22,521.3
August, 2015	802.2	August 6, 2015	1,506,815	1,207.4	716.05	August 24, 2015	5,114,664	3,685.5	776.9	70,738,883	54,302.5

(Source: www.nseindia.com)
Note: In the event the high or low price of the Equity Shares are the same on more than one day, the day on which there has been higher volume of trading has been considered for the purposes of this section.
** Average of the daily closing prices.*

Market price on the first working day following the Board meeting approving the Issue, i.e., on April 27, 2015

BSE

Date	Open	High	Low	Close	Traded volume (No. of Equity Shares)	Total value of Equity Shares traded (₹ in millions)
April 27, 2015	559.8	569.0	553.0	558.5	115,799	64.9

(Source: www.bseindia.com)

NSE

Date	Open	High	Low	Close	Traded volume (No. of Equity Shares)	Total value of Equity Shares traded (₹ in millions)
April 27, 2015	559.7	569.4	535.0	557.4	2,774,287	1,554.5

(Source: www.nseindia.com)

DIVIDEND POLICY

Our Company generally declares and pays dividends in the same fiscal year or the following fiscal year to which they relate. The declaration and payment of dividends, if any, will be recommended by the Board of Directors and approved by the shareholders of our Company, in their discretion, subject to the provisions of the Articles of Association, the Companies Act the NHB Act and applicable regulations thereunder.

We have a formal dividend policy (last revised by a board resolution dated January 19, 2015), whereby our management, while making a decision in relation to payment of dividends considers, *inter alia* (i) the expectations of our large and diversified shareholders (retail and institutional); (ii) the importance of maintaining and retaining shareholder confidence, particularly in times when capital market conditions are unusual or challenging; (iii) the importance of ensuring a minimum critical return to shareholders on their investment; and (iv) our capital requirements for our business and its growth.

The details of the dividends declared by our Company in respect of the financial years ended March 31, 2015, 2014 and 2013 are set out below. Any amounts paid as dividends in the past are not necessarily indicative of the future dividend policy or dividend amounts of our Company.

(₹ in millions, except percentages)

Particulars	Fiscal 2015	Fiscal 2014	Fiscal 2013
Issued and paid up share capital	711.1	668.1	625.0
Rate of dividend (%)	1,300	1,450	1,000
Total amount of dividend*	9,105.2	9,656.5	6,247.63

* *Excludes the dividend distribution tax paid by our Company.*

Additionally, during the quarter ended June 30, 2015, our Company has paid interim dividends amounting to ₹ 18 per Equity Share.

For a summary of certain Indian tax consequences of dividend distributions to shareholders, see the section titled "*Statement of Tax Benefits*" on page 162.

Future dividends will depend on the revenue, cashflows, financial condition (including capital position) and other factors affecting our Company. For a summary of some of the restrictions that may materially inhibit our ability to declare or pay dividends, see the section titled "*Risk Factors – Our ability to pay dividends in the future will depend upon our earnings, financial condition, cash flows and capital requirements*" on page 40.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

*The following discussion should be read in conjunction with our audited consolidated financial statements as of and for the years ended March 31, 2015, 2014 and 2013 and the schedules and notes thereto, which appear elsewhere in this Placement Document and are prepared in accordance with the Generally Accepted Accounting Principles in India ("**Indian GAAP**") and Accounting Standards under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 and Companies Act, 1956, as applicable. Indian GAAP differs in certain material respects from U.S. GAAP and Ind AS/IFRS, which will become effective beginning on April 1, 2016. See "Risk Factors – External Risks –Public companies in India, including us, may be required to prepare financial statements under Ind-AS. The transition to Ind-AS in India may adversely affect us." Our Company's statement of standalone unaudited financial results as of and for the three months ended June 30, 2015, which appear elsewhere in this Placement Document are prepared in accordance with Indian GAAP.*

For the purpose of this section, unless the context requires otherwise, references to "Fiscal Year 2015", "Fiscal Year 2014" and "Fiscal Year 2013" are to the financial year ended March 31 of the relevant year.

Some of the information contained in the following discussion, including information with respect to our plans and strategies, contain forward-looking statements that involve risks and uncertainties. You should read the section "Forward-Looking Statements" for a discussion of the risks and uncertainties related to those statements and also the section "Risk Factors" for a discussion of certain factors that may affect our business, results of operations or financial condition.

OVERVIEW

We are one of the largest housing finance companies ("**HFCs**") in India. We are a non-deposit taking HFC registered with the NHB. We are also a notified financial institution under the SARFAESI Act.

We focus primarily on long-term secured mortgage-backed loans. We offer home loans and loans against property to our target client base of salaried and self-employed individuals and small and medium-sized enterprises. We also offer mortgage loans to real estate developers in India in the form of lease rental discounting for commercial premises and construction finance for the construction of residential premises. The majority of our assets under management ("**AUM**") comprise home loans, primarily in the affordable housing segment. For the Fiscal Year ended March 31, 2015, our home loans are disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio of 71% (at origination). As of March 31, 2015, mortgage loans (comprising our home loans and loans against property) and corporate mortgage loans constituted 76% and 22%, respectively of our consolidated AUM.

As of March 31, 2015, we had 220 offices spread across over 110 locations in India. We also have two representative offices in Dubai and London to target NRI clients. Our offices include our head office, master service centres, branch offices and service centres. Our network gives us a pan-India presence across Tier I, Tier II and Tier III cities in India. Our network also allows us to interact with and service our customers at the local level whilst ensuring that credit decisions are taken only at certain levels in accordance with defined internal parameters and protocols. As of March 31, 2015, we had a direct sales team of over 2,000 employees who were located across our network. This sales team is instrumental in sourcing the majority of our customers. We also rely on external channels, such as direct sales agents for referring potential customers.

Our consolidated borrowings as at March 31, 2015 were ₹474,874.5 million and our standalone borrowings as at June 30, 2015 were ₹490,872.8 million, respectively. We rely on long-term and medium-term borrowings from banks and other financial institutions, including external commercial borrowings, issuances of privately placed non-convertible debentures and commercial paper. We have a diversified and stable lender base, comprising PSU and private banks, mutual funds, insurance companies, provident funds, pension funds and other financial institutions. We also sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us.

We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. We also have the highest short-term credit rating of "A1+" (for our commercial paper programme) from ICRA, CARE, CRISIL and India Ratings and Research. Our ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk. We believe that our ratings result in a lower cost of funds for us.

As at March 31, 2015, 2014 and 2013, our consolidated gross NPAs as a percentage of our consolidated AUM were 0.85%, 0.83% and 0.79%, respectively and our consolidated net NPAs (which reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision) as a percentage of our consolidated AUM were 0.36%, 0.36% and 0.33%, respectively. As of March 31, 2015, 2014 and 2013, our standalone capital to risk (weighted) assets ratio ("**CRAR**") was 18.35%, 19.14% and 18.47%, respectively.

For the Fiscal Years ended March 31, 2015, 2014 and 2013, our consolidated revenue from operations was ₹64,649.4 million, ₹54,193.9 million and ₹45,031.1 million, respectively and our consolidated profit after tax before share of profit attributable to minority interest was ₹19,012.4 million, ₹15,685.4 million and ₹12,660.7 million, respectively. Our consolidated revenue from operations and consolidated profit after tax grew at a CAGR of 19.8% and 22.5%, respectively, over the two Fiscal Years ended March 31, 2015.

Our standalone revenue from operations increased by ₹4,443.3 million, from ₹13,130.1 million for the three months ended June 30, 2014 to ₹17,573.4 million for the three months ended June 30, 2015. Our standalone profit after tax increased by ₹871.6 million, from ₹4,122.1 million for the three months ended June 30, 2014 to ₹4,993.6 million for the three months ended June 30, 2015.

The key areas of focus for our Board of Directors and our Company are asset liability management and risk management. We have formed an asset liability management committee and a risk management committee. The asset liability management committee reviews our asset and liability positions and gives directions to our finance and treasury teams in managing the same. Our risk management committee approves, reviews, monitors and modifies our credit and operation policy periodically, reviews regulatory requirements and implements appropriate mechanisms and guidelines related to risk management.

Our key operating and financial metrics are as follows:

	Standalone	**Consolidated**		
	As at and for the three months ended June 30,	**As at and for the Fiscal Years ended March 31,**		
Operational and financial parameters	**2015**	**2015**	**2014**	**2013**
Debt to equity ratio[1]	7.0	6.2	5.1	4.6
Return on average asset (after tax)[2]	3.5%[3]	3.7%	3.8%	-[4]
Net NPAs as a percentage of AUM[5]	0.30%	0.36%	0.36%	0.33%
Total borrowings (*in ₹ millions*)	490,872.8	474,874.5	355,395.2	312,857.8
Net interest income[6] (*in ₹ millions*)	7,895.3	29,673.8	23,744.5	18,906.3
Profit after tax before share of profit attributable to minority interest (*in ₹ millions*)	4,993.6	19,012.4	15,685.4	12,660.7
Earnings per share (basic) (*in ₹*)	14.0[7]	55.0	48.0	40.2
AUM (*in ₹ millions*)	519,560.2	522,350.3	411,694.0	344,256.2

Notes:

1. *Debt to equity ratio refers to borrowings less cash and cash equivalents (as per the cash flow statement) at the end of the period divided by the net worth at the end of the period.*
2. *Return on average asset (after tax) is calculated by dividing the profit after tax for the period by the average total assets for the period.*
3. *Return on average asset (after tax) for the three months ended June 30, 2015 has been calculated on an annualised basis.*
4. *During Fiscal Year 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. As a result, our assets and liabilities at the end of Fiscal Year 2013 were significantly higher than those at the beginning of the Fiscal Year. Consequently, our return on average asset may not accurately reflect our average asset position for Fiscal Year 2013 and may not be directly comparable to the subsequent Fiscal Years.*
5. *Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.*
6. *Net interest income also includes dividend on units of mutual funds and profit/ gain on current investment in mutual fund units.*
7. *Earnings per share (basic) for the three months ended June 30, 2015 are not annualized.*

See also, "*Selected Statistical Information*" on page 107.

KEY FACTORS AFFECTING OUR FINANCIAL RESULTS

A number of general factors have affected and we expect will continue to affect our financial condition and performance. Some of the key factors affecting us are discussed below.

Performance of the Indian Economy

Despite the global financial crisis in late 2008, India continued to exhibit one of the highest annual real GDP growth in the world. The estimated real GDP growth rate of India at market prices for the Fiscal 2013, Fiscal 2014 and Fiscal 2015 amounted to 5.1%, 6.9% and 7.3%, and the real GVA growth rate of India at basic prices and 4.9%, 6.6% and 7.2%, respectively. (*Source: International Monetary Fund, World Economic Outlook as of October 2014*). The Reserve Bank of India expects the real GDP growth to be around 7.6% for the year 2015-2016. (*Source: RBI, Annual Report 2014-2015*). The growth prospects of our business, including the quality of our assets and our ability to grow our asset portfolio and implement our strategy, are influenced by the growth rate of the economy, inflationary expectations and other macro-economic factors. The level of credit disbursed and recovery of loans are all affected by these factors. Any slowdown in the growth of the economy, coupled with inflationary pressures and increase in unemployment rates could adversely impact our business.

The housing finance industry in India is growing fast and is served by multiple institutions that cater to people in diverse geographies and across income spreads. Mortgage lending has significantly contributed to the growth in housing construction and housing consumption activities. The outstanding housing finance loans by banks and housing finance companies in India increased from approximately ₹6,063 billion in the year 2011-2012 to an estimated ₹10,260 billion in the year 2014-2015 based on a nine-month growth trend (*Source: CRISIL Research*). Any slowdown in the growth of the housing and housing finance industry could adversely impact our business.

Availability of cost effective funding sources and impact of interest rate volatility

With the growth of our business, we are increasingly relying on funding from the debt capital markets and commercial borrowings. The market for such funds is competitive and our ability to obtain funds at competitive rates will depend on various factors including our ability to maintain our credit ratings. We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. These ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk, thus resulting in a lower cost of funds for us. As our ratings have improved over time, we have been able to more cost effectively access funds, driving down the interest rate we pay on our borrowings. Moreover, our strategy to fund our operations is to increasingly access bond financing, which has historically been cheaper than many other sources of financing in India. As we transition our borrowing portfolio towards a greater percentage of bond financing, we expect to be able to more efficiently access financing. While our borrowing costs have been competitive in the past due to our credit rating and the quality of our asset portfolio, if we are unable to access funds at an effective cost that is comparable to or lower than our competitors, we may not be able to offer competitive interest rates for our loans. This may adversely impact our business and future financial performance.

Our results of operations are susceptible to interest rate movements. Interest rates are sensitive to many factors which are beyond our control, including the monetary policies of the Reserve Bank of India ("**RBI**"), domestic and international economic and political conditions, inflation and other factors. We diversify our borrowing mix across borrowing instruments, tenor and a mix of fixed and floating borrowings in an endeavor to achieve an optimum asset-liability management profile. In the event that we are unable to match our lending portfolio with our borrowings, we would be exposed to interest rate and liquidity risks as a result of lending to customers at interest rates and in amounts and for periods that may differ from our funding sources. Any increase in the interest rates applicable to our liabilities without a corresponding increase in the interest rates applicable to our assets will result in a decline in our margins and would have an adverse effect on our results of operations and cash flows.

Regulatory policies for HFCs

Being a financial intermediary, the operations of our Company are regulated by the National Housing Bank

(“**NHB**”). Our Company is presently required by the NHB to maintain a minimum CRAR of 12%. In addition, the NHB also requires that we transfer 20% of our annual profits to a reserve fund. The NHB also requires us to make provisions in respect of NPAs. As a prudent practice, we make additional provisioning for NPAs at a faster rate than that prescribed by the NHB. Moreover, for purposes of calculating capital adequacy risk-weighted assets, which is utilized in measuring capital adequacy, housing loans are given a lower risk weighting than many other types of assets that finance companies may typically hold, which allows HFCs to leverage more highly than such other companies are able, thus providing opportunities for higher returns, though also entailing higher provisioning. Any changes in the regulatory framework affecting HFCs including the provisioning norms for non-performing assets ("**NPAs**") or sub-standard assets, capital adequacy requirements, or the calculation of risk-weighted assets, could affect our profitability and consequently our net worth. Any additional requirements, for example in relation to securitization, re-financing of our loans with NHB or restrictions imposed on banks’ lending to HFCs could adversely affect our growth.

Credit Quality

The credit quality of our loans is a key driver of our results of operations, as quality loans help reduce the risk of losses from loan impairment and write-offs. Credit risk is the risk of financial loss arising out of the inability or unwillingness of a customer to meet his obligations. The credit risk arises because of the quality of the loan portfolio and it is extremely important to control this risk in the housing finance industry. Any inability to control such risk could adversely affect our financial results and operations.

Our NPA level is a function of our credit quality, which is further dependent upon our recovery mechanisms and credit appraisal processes. Our gross NPAs represented 0.85%, 0.83% and 0.79% of our assets under management on a consolidated basis as at March 31, 2015, 2014 and 2013, respectively. Our ability to continue to reduce or contain the level of our NPAs depends on a number of factors beyond our control, such as economic conditions, particularly in the housing industry, adverse fluctuations in interest and exchange rates or adverse changes in Indian policies, laws or regulations and also on our ability to manage our risk.

Competition

We face competition in the lending business from domestic and international banks as well as other HFCs and NBFCs. Our primary competitors are HDFC Bank, HDFC Limited, ICICI Bank and Axis Bank.

We are exposed to the risk of increased and more aggressive competition from banks expanding their housing finance operations across the markets in which we operate, resulting in margin pressures. We believe that our strong relationships with our customers, diversified liability profile and experienced senior management team will enable us to remain competitive.

Liquidity Risk

Managing liquidity risk is essential to maintain the confidence of depositors and counterparties. Any inability to meet our financial obligation in a timely manner, could affect our business of operation and future growth of our Company.

CRITICAL ACCOUNTING POLICIES

The discussion and analysis of our financial condition and results of operations are based upon our financial statements, except where otherwise noted. The preparation of these financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, revenues and expenses, and related disclosure of contingent assets and liabilities. We evaluate these estimates on an on-going basis. We base our estimates on our historical experience and on various other assumptions that we believe to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying amount values of assets and liabilities that are not readily apparent from other sources.

We believe that application of the following critical accounting policies entails the most significant judgments and estimates used in the preparation of our financial statements.

Revenue Recognition

(i) Repayment of loans is as stipulated in the respective loan agreements or by way of equated monthly installments comprising principal and interest. Equated monthly installments commence generally once the entire loan is disbursed, however on request of customers it may commence even before the entire loan is disbursed. In the situation of pending commencement of equated monthly installments, pre-installment interest is payable every month and accounted for on accrual basis.

(ii) We recognize interest income from financing and investing activities and others on an accrual basis. We recognize interest income on non-performing assets only when it is actually realized.

(iii) We recognize processing Fees in respect of loans given either on log in or disbursement as per the terms of the contract.

(iv) We recognize fee income from services on an accrual basis.

(v) We recognize commission on insurance policies sold when we, under our agency code, sell the insurance policies and when the same are accepted by the principal insurance company.

(vi) We recognize additional and/or overdue interest and/or charges when we are reasonably certain that the ultimate collection will be made.

(vii) We recognize dividend income on equity shares when the right to receive the dividend is unconditional as at the balance sheet date. We recognize dividend income on units of mutual fund(s) that we hold on a cash basis, as per the NHB Directions, 2010.

(viii) We recognize the net gain and/or loss on account of investments in debentures/bonds/certificates of deposit/commercial papers and government securities on a trade date basis. We recognize interest Income on an accrual basis.

Securitization and/or Assignment of Loan portfolio

Derecognition of loans assigned and/or securitized in the books of the Company, recognition of gains and/or losses arising on securitization and/or assignment and accounting for credit enhancements provided by the Company are each based on the guidelines issued by The Institute of Chartered Accountants of India.

Derecognition of loans assigned and/or securitized in the books of the Company is based on the principle of surrender of control over the loans resulting in a “true sale” of loans.

Residual income on assignment and/or securitization of loans is recognized over the life of the underlying loans and not on an upfront basis.

Credit enhancement in the form of cash collateral, if provided by the Company, by way of deposits is included under cash and bank balances and/or loans and advances, as applicable.

Taxes on Income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum alternate tax paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, minimum alternate tax is recognized as an asset in the balance sheet when it is highly probable that future economic benefit associated with it will flow to us.

We recognize deferred tax on all timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws substantively enacted as at the balance sheet date, to the extent that the timing differences are expected to crystallize or are capable of reversal in one or more subsequent periods.

We recognize deferred tax assets where realization is reasonably certain whereas in case of carried forward losses or unabsorbed depreciation, deferred tax assets are recognized only if there is virtual certainty of realization backed by convincing evidence that there will be sufficient future taxable income available to realize such assets. Deferred tax assets are reviewed for the appropriateness of their respective carrying values at each balance sheet date.

Current and deferred tax relating to items directly recognized in reserves are recognized in reserves and not in the statement of profit and loss.

Investments

Investments are classified as long term and current investments. Long term investments are carried individually at cost less provision, if any, for diminution other than temporary in the value of such investments. We value quoted current investments at the lower of cost or market value, and we value unquoted current investments in units of mutual funds as per the net asset value of the plan. We make provisions for diminution in value of investments in accordance with the NHB Directions, 2010 and Accounting Standard (AS) - 13 'Accounting for Investments'.

Borrowing Costs

We capitalize borrowing costs that are attributable to the acquisition, construction or production of qualifying assets as part of cost of the asset. We amortize ancillary costs in connection with long-term external commercial borrowings to the statement of profit and loss over the tenure of the loan. We charge all other borrowing costs to the statement of profit and loss.

Deferred Employee Stock Compensation Cost

Deferred employee stock compensation cost for stock options are recognized on the basis of generally accepted accounting principles and are measured by the difference between the intrinsic value of the Company's shares of stock options at the grant date and the exercise price to be paid by the option holders. The compensation expense is amortized over the vesting period of the options. The fair value of options for disclosure purpose is measured on the basis of a valuation certified by an independent firm of Chartered Accountants in respect of stock options granted.

Provisions, Contingent Liabilities and Contingent Assets

We recognize a provision when we have a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. Contingent liability is disclosed for (1) possible obligations which will be confirmed only by future events not wholly within our control or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent Assets are not recognized in the financial statements.

RESULTS OF OPERATIONS

The following table sets forth certain items derived from our audited consolidated financial statements for Fiscal Years 2015, 2014 and 2013, expressed in absolute terms and as a percentage of total revenue for the periods indicated:

Particulars	**Fiscal Year ended March 31,**					
	2015		**2014**		**2013**	
	(₹in millions)	***(%)***	***(₹in millions)***	***(%)***	***(₹in millions)***	***(%)***
	(Audited)		***(Audited)***		***(Audited)***	
Revenue from operations						
Income from financing and investing activities	61,210.3	84.2	51,865.1	87.8	42,634.1	90.0
Income from other financial services	3,439.1	4.7	2,328.8	3.9	2,397.0	5.1

Particulars	Fiscal Year ended March 31,					
	2015		2014		2013	
	(₹in millions) (Audited)	*(%)*	*(₹in millions) (Audited)*	*(%)*	*(₹in millions) (Audited)*	*(%)*
Total revenue from operations	64,649.4	88.9	54,193.9	91.8	45,031.1	95.0
Other income	8,054.6	11.1	4,852.2	8.2	2,356.5	5.0
Total revenue	**72,704.0**	**100.0**	**59,046.1**	**100.0**	**47,387.6**	**100.0**
Expenses						
Employee benefits expense	3,248.9	4.5	2,637.3	4.5	2,245.5	4.7
Finance costs	39,442.0	54.3	32,823.8	55.6	25,990.9	54.8
Depreciation and amortization expense	187.6	0.3	78.9	0.1	93.9	0.2
Other expenses	5,100.3	7.0	3,688.3	6.2	2,506.0	5.3
Total expenses	**47,978.7**	**66.0**	**39,228.2**	**66.4**	**30,836.2**	**65.1**
Profit before tax	**24,725.3**	**34.0**	**19,817.9**	**33.6**	**16,551.4**	**34.9**
Tax expense	5,712.9	7.9	4,132.5	7.0	3,890.7	8.2
Profit after tax before share of profit attributable to minority interest	**19,012.4**	**26.2**	**15,685.4**	**26.6**	**12,660.7**	**26.7**
Share of profit attributable to minority interest	1.3	0.0	43.8	0.1	76.2	0.2
Profit for the year attributable to the shareholders of the Company	**19,011.0**	**26.1**	**15,641.6**	**26.5**	**12,584.4**	**26.5**

Description of Principal Components of Income and Expenditure

Revenue

Revenue from operations (on a Consolidated Basis)

Particulars	Fiscal Year ended March 31,		
	2015	2014	2013
	(₹in millions)	*(₹in millions)*	*(₹in millions)*
	(Audited)		
Income from financing and investing activities			
Interest on loan financing/income from securitization/assignment	59,436.6	49,663.6	41,587.9
Interest on deposit accounts	822.1	1,218.8	273.5
Interest on bonds/commercial papers/certificate of deposits/pass through certificates	951.5	982.7	772.7
Total income from financing and investing activities	**61,210.2**	**51,865.1**	**42,634.1**
Income from other financial services			
Fee income from services	620.8	331.9	290.9
Commission on insurance	126.1	12.6	84.2
Other operating income	2,692.3	1,984.4	2,021.9
Total income from other financial services	**3,439.2**	**2,328.9**	**2,397.0**
Total revenue from operations	**64,649.4**	**54,193.9**	**45,031.1**

Our revenue from operations (on a consolidated basis) accounted for 88.9%, 91.8% and 95.0% of our total revenue for Fiscal Years ended 2015, 2014 and 2013, respectively. We report revenue from operations under the following segments: (i) income from financing and investing activities and (ii) income from other financial services.

- *Income from financing and investing activities*

Our income from financing and investing activities primarily consists of revenues derived from the (i) interest on loan financing/income from securitization/assignment, (ii) interest on deposit accounts and (iii) interest on bonds/commercial papers/certificate of deposits/pass-through certificates.

- *Income from other financial services*

Our income from other financial services consists of revenues derived from the (i) fee income from services, (ii) commission on insurance, (iii) loan processing fees and (iv) foreclosure fees and other related income, net of (v) direct selling agents commission.

Other income

Our revenue from other income consists of revenues derived from the (i) sundry balances written back, (ii) dividend on units of mutual funds, (iii) gain on mutual fund investments (current investments), (iv) profit on sale of current investments, (v) miscellaneous income, (vi) interest on income tax refund and (vii) share in profits of associate.

Expenses

Employee benefits expense

Employee benefits expense includes salaries, contribution to provident fund and other funds, employee stock compensation expense, provision for gratuity, compensated absences and superannuation expense and staff welfare expenses.

Finance costs (on a consolidated basis)

Particulars	**Fiscal Year ended March 31,**		
	2015	**2014**	**2013**
	(₹ in millions)	***(₹ in millions)***	***(₹ in millions)***
		(*Audited*)	
Interest on loans	23,603.0	21,485.5	17,519.5
Interest on non-convertible debentures	9,191.7	7,134.7	5,481.8
Interest on commercial papers	5,362.3	3,023.2	2,353.2
Interest on subordinate debt	1,016.9	940.6	546.0
Interest on taxes	7.0	2.9	1.7
Bank charges towards borrowings	13.4	21.6	16.4
Processing fees	89.4	177.9	72.4
Interest on vehicle loans	0.1	-	-
Net loss on foreign currency loans	158.3	37.5	-
Total finance costs	**39,442.0**	**32,823.8**	**25,990.9**

Finance costs primarily include interest expenses on loans, non-convertible debentures, commercial papers, subordinate debt, taxes and vehicle loans, bank charges towards borrowings, processing fees and net loss on foreign currency loans.

Depreciation and amortization expense

Depreciation and amortization expense includes the depreciation and amortization of buildings, computers, furniture and fixtures, leasehold improvements, office equipment, vehicles and computer software.

Other expenses

Other expenses primarily include collection charges, client verification charges, demat charges, stamp papers/stamp duty charges, CERSAI charges, rates and taxes, communication expenses, legal and professional charges, rent and other charges, electricity expenses, repairs and maintenance, recruitment and training, printing and stationary, traveling and conveyance expenses, business promotion, auditor expenses, provision for loan assets/bad debts written off (net of recoveries), contingent provisions against standard assets, advertisement, expenditure on social responsibility, loss on sale of fixed assets, trusteeship fees, donation expenses and miscellaneous expenses.

Fiscal Year 2015 compared to Fiscal Year 2014 (on a consolidated basis)

Revenue

Our total revenue increased by ₹13,657.9 million, or 23.1%, from ₹59,046.1 million for Fiscal Year 2014 to ₹72,704.0 million for Fiscal Year 2015. Our total revenue consists of revenue from operations and other income.

Revenue from operations

Our revenue from operations accounted for 88.9% and 91.8% of our total revenue for the Fiscal Year 2015 and Fiscal Year 2014, respectively. Our revenue from operations increased by ₹10,455.5 million, or 19.3%, from ₹54,193.9 million for the Fiscal Year 2014 to ₹64,649.4 million for the Fiscal Year 2015. We categorize revenue from operations as follows:

> *Income from financing and investing activities:* Our income from financing and investing activities increased by ₹9,345.2 million, or 18.0%, from ₹51,865.1 million for Fiscal Year 2014 to ₹61,210.3 million for Fiscal Year 2015, primarily due to an increase in AUM from ₹411,694.0 million in Fiscal Year 2014 to ₹522,350.3 million in Fiscal Year 2015, a 26.9% increase, which was offset to an extent by a decrease in yield on the portfolio with interest rates decreasing in a downward interest rate cycle.
>
> *Income from other financial services:* Our income from other financial services increased by ₹1,110.3 million, or 47.7%, from ₹2,328.8 million for Fiscal Year 2014 to ₹3,439.1 million for Fiscal Year 2015, primarily due to an increase in fee income from an increase in disbursals.

Other income

Our other income increased by ₹3,202.4 million, or 66.0%, from ₹4,852.2 million for Fiscal Year 2014 to ₹8,054.6 million for Fiscal Year 2015, primarily due to an increase in profit on the sale of current investments due and an increase in gains on mutual fund investments (current investments), which were partially offset by a decrease in dividends on units of mutual funds. We had increased gains on mutual fund investments (current investments), but decreased dividends on units of mutual funds, primarily because in FY2015 we moved to investing more of our excess liquidity in growth-oriented mutual funds, rather than dividend-focused mutual funds, largely because capital gains, which we recognize on gains in growth-oriented mutual funds, are taxed more favorably than dividends.

Expenses

Our total expenses increased by ₹8,750.5 million, or 22.3%, from ₹39,228.2 million for Fiscal Year 2014 to ₹47,978.7 million for Fiscal Year 2015.

Employee benefits expense

Our employee benefits expense increased by ₹611.6 million, or 23.2%, from ₹2,637.3 million for Fiscal Year 2014 to ₹3,248.9 million for Fiscal Year 2015, primarily due to both an increase in the number of employees and a wage increase.

Finance costs

Our finance costs increased by ₹6,618.2 million, or 20.2%, from ₹32,823.8 million for Fiscal Year 2014 to

₹39,442.0 million for Fiscal Year 2015, primarily due to an increase in interest expense on loans, non-convertible debentures and commercial papers due primarily to an increase in the amount of such borrowings from ₹355,395.2 million for Fiscal Year 2014 to ₹474,874.5 million for Fiscal Year 2015, a 33.6% increase. The increase in our interest expense on loans, non-convertible debentures and commercial paper due to our increase in borrowings was partially offset by a decrease in borrowing rates resulting from a decreasing interest rate environment, our ratings upgrade from AA+ to AAA by CARE, and a change in the mix of our borrowings increasingly towards bond borrowings, which tend to have lower rates than other sources of borrowings.

Depreciation and amortization expense

Depreciation and amortization expense increased by ₹108.8 million, or 137.9%, from ₹78.9 million for Fiscal Year 2014 to ₹187.6 million for Fiscal Year 2015, primarily due to increase in the amount of depreciable assets and a change in the estimates used in calculating depreciation on account of a change in the depreciation rate based on the useful life of the assets in terms of schedule II of the Companies Act, 2013.

Other expenses

Other expenses increased by ₹1,411.9 million, or 38.3%, from ₹3,688.3 million for Fiscal Year 2014 to ₹5,100.3 million for Fiscal Year 2015, primarily due to an increase in credit costs (being provisions and write-offs, net of recoveries), an increase in donation expenses and an increase in expenditures on social responsibility.

Profit before tax

As a result of the foregoing, our profit before tax increased by ₹4,907.4 million, or 24.8%, from ₹19,817.9 million for Fiscal Year 2014 to ₹24,725.3 million for Fiscal Year 2015.

Tax expenses

Our tax expenses increased by ₹1,580.4 million, or 38.2%, from ₹4,132.5 million for Fiscal Year 2014 to ₹5,712.9 million for Fiscal Year 2015. Our current tax net of MAT entitlement increased by ₹742.1 million, or 17.1%, from ₹4,334.7 million for Fiscal Year 2014 to ₹5,076.8 million for Fiscal Year 2015.

Profit after tax before share of profit attributable to minority interest

As a result of the foregoing, profit after tax before share of profit attributable to minority interest increased by ₹3,327.0 million, or 21.2%, from ₹15,685.4 million for Fiscal Year 2014 to ₹19,012.4 million for Fiscal Year 2015.

Share of profit attributable to minority interest

The share of profit attributable to minority interest decreased by ₹42.4 million, or 97.0%, from ₹43.8 million for Fiscal Year 2014 to ₹1.3 million for Fiscal Year 2015.

Profit for the year attributable to shareholders of the Company

As a result of the foregoing, profit for the year attributable to shareholders of the Company increased by ₹3,369.4 million, or 21.5%, from ₹15,641.6 million for Fiscal Year 2014 to ₹19,011.0 million for Fiscal Year 2015.

Fiscal Year 2014 compared to Fiscal Year 2013 (on a consolidated basis)

Revenue

Our total revenue increased by ₹11,658.6 million, or 24.6%, from ₹47,387.6 million for Fiscal Year 2013 to ₹59,046.1 million for Fiscal Year 2014. Our total revenue consists of revenue from operations and other income.

Revenue from operations

Our revenue from operations accounted for 91.8% and 95.0% of our total revenue for the Fiscal Year 2014 and Fiscal Year 2013, respectively. Our revenue from operations increased by ₹9,162.8 million, or 20.3%, from ₹45,031.1 million for the Fiscal Year 2013 to ₹54,193.9 million for the Fiscal Year 2014. We categorize revenue from operations as follows:

Income from financing and investing activities: Our income from financing and investing activities increased by ₹9,231.0 million, or 21.7%, from ₹42,634.1 million for Fiscal Year 2013 to ₹51,865.1 million for Fiscal Year 2014, primarily due to an increase in AUM from ₹344,256.2 million in Fiscal Year 2013 to ₹411,694.0 million in Fiscal Year 2014, a 19.6% increase.

Income from other financial services: Our income from other financial services decreased by ₹68.1 million, or 2.8%, from ₹2,397.0 million for Fiscal Year 2013 to ₹2,328.8 million for Fiscal Year 2014, primarily due to a decrease in income from commissions on insurance resulting from the temporary expiration of the license upon the merger of Indiabulls Financial Services Limited with Indiabulls Housing Finance Limited, as the license was in the name of Indiabulls Financial Services Limited.

Other income

Our other income increased by ₹2,495.7 million, or 105.9%, from ₹2,356.5 million for Fiscal Year 2013 to ₹4,852.2 million for Fiscal Year 2014, primarily due to an increase in profit on sale of current investments, which was partially offset by a decrease in dividends on mutual funds. The increase in our profit on the sale of current investments and decrease in dividends on mutual funds were both primarily to our higher allocation of mutual fund investments towards debt mutual funds, on which we realize gains through the sale of units, rather than dividend-oriented mutual funds.

Expenses

Our total expenses increased by ₹8,392.0 million, or 27.2%, from ₹30,836.2 million for Fiscal Year 2013 to ₹39,228.2 million for Fiscal Year 2014.

Employee benefits expense

Our employee benefits expense increased by ₹391.8 million, or 17.5%, from ₹2,245.5 million for Fiscal Year 2013 to ₹2,637.3 million for Fiscal Year 2014, primarily due to both an increase in the number of employees and a wage increase.

Finance costs

Our finance costs increased by ₹6,832.9 million, or 26.3%, from ₹25,990.9 million for Fiscal Year 2013 to ₹32,823.8 million for Fiscal Year 2014, primarily due to an increase in interest expense on loans, non-convertible debentures and commercial papers in the amount of such borrowings from ₹312,857.8 million for Fiscal Year 2013 to ₹355,395.2 million for Fiscal Year 2014, or 13.6%. The increase in our interest expense on loans, non-convertible debentures and commercial paper due to our increase in borrowings was also partially increased because of an increasing interest rate environment.

Depreciation and amortization expense

Depreciation and amortization expense decreased by ₹15.0 million, or 16%, from ₹93.9 million for Fiscal Year 2013 to ₹78.9 million for Fiscal Year 2014, primarily due to a decrease in depreciation on software.

Other expenses

Other expenses increased by ₹1,182.3 million, or 47.2%, from ₹2,506.0 million for Fiscal Year 2013 to ₹3,688.3 million for Fiscal Year 2014, primarily due to an increase in credit costs (being provisions and write-offs, net of recoveries), partially offset by a decrease in legal and professional charges and a decrease in net contingent provisions against standard assets.

Profit before tax

As a result of the foregoing, our profit before tax increased by ₹3,266.5 million, or 19.7%, from ₹16,551.4 million for Fiscal Year 2013 to ₹19,817.9 million for Fiscal Year 2014.

Tax expenses

Our tax expenses increased by ₹241.8 million, or 6.2%, from ₹3,890.7 million for Fiscal Year 2013 to ₹4,132.5 million for Fiscal Year 2014. Our current tax net of MAT credit entitlement increased by ₹581.8 million, or 15.5%, from ₹3,752.9 million for Fiscal Year 2013 to ₹4,334.7 million for Fiscal Year 2014.

Profit after tax before share of profit attributable to minority interest

As a result of the foregoing, profit after tax before share of profit attributable to minority interest increased by ₹3,024.7 million, or 23.9%, from ₹12,660.7 million for Fiscal Year 2013 to ₹15,685.4 million for Fiscal Year 2014.

Share of profit attributable to minority interest

The share of profit attributable to minority interest decreased by ₹32.5 million, or 42.6%, from ₹76.2 million for Fiscal Year 2013 to ₹43.8 million for Fiscal Year 2014.

Profit for the year attributable to shareholders of the Company

As a result of the foregoing, profit for the year attributable to shareholders of the Company increased by ₹3,057.2 million, or 24.3%, from ₹12,584.4 million for Fiscal Year 2013 to ₹15,641.6 million for Fiscal Year 2014.

LIQUIDITY AND CAPITAL RESOURCES

As of March 31, 2015, we had cash and cash equivalents (as per our cash flow statement) of ₹70,616.6 million. Cash and cash equivalents primarily consist of cash on hand and balances with banks in current accounts, demand deposits accounts and mutual fund investments, reduced by deposit accounts held as margin money (under lien) and unrealised gain on mutual fund investments. Our primary liquidity requirements have been and will continue to be to finance new borrowers and meet working capital requirements. We expect to meet our working capital needs and liquidity requirements for the next 12 months primarily from the cash flows from our business operations and borrowings, as determined by the management.

Cash flows

Set forth below is a table of selected information from our consolidated statements of cash flows for Fiscal Years 2015, 2014 and 2013:

Particulars	**Fiscal Year**		
	2015	**2014**	**2013**
	(₹ in millions)	***(₹ in millions)***	***(₹ in millions)***
	(Audited)		
Net cash (used in) operating activities	(88,919.2)	(24,523.5)	(36,087.5)
Net cash (used in) investing activities	(14,192.8)	(6,347.9)	(618.6)
Net cash flows from financing activities	106,992.0	30,899.7	52,272.8
Exchange difference on translation of balances denominated in foreign currency	-	-	(0.1)
Net Increase in cash and cash equivalents	3,880.0	28.3	15,566.6
Cash and cash equivalents at the beginning of the year	66,736.6	66,708.3	-
Opening cash and cash equivalents of Indiabulls Financial Services Limited demerged	-	-	51,141.7
Cash and cash equivalents as at the end of the year	70,616.6	66,736.6	66,708.3

Cash flows from operating activities

For Fiscal Year 2015, cash flows from operating activities primarily consisted of profits before taxes of ₹24,725.3 million, as increased for non-cash items including (i) provision for loan assets of ₹2,863.6 million;

and (ii) bad loans / advances written off of ₹1,134.4 million and decreased for (iii) net unrealized gains on mutual funds investments (current investments). In addition, we had working capital changes including (a) increases in trade payables and other liabilities of ₹4,184.8 million and (b) increases in loans and advances of ₹108,819.8 million reflecting an increase in the loan book, and (c) increases in trade and other receivables of ₹4,981.1 million primarily due to growth in loan repayments accrued, but not due, from customers that have taken loans from the company. Net taxes paid was ₹7,081.3 million.

For Fiscal Year 2014, cash flows from operating activities primarily consisted of profits before taxes of ₹19,817.9 million, as increased for non-cash items including (i) provision for loan assets of ₹1,312.3 million and (ii) bad loans / advances written off of ₹1,522.2 million and decreased for (iii) net unrealized gains on mutual funds (current investments) of ₹188.3 million. In addition, we had working capital changes including (a) increases in loans and advances of ₹49,072.0 million reflecting an increase in the loan book and (b) increases in trade payables and other liabilities of ₹5,845.1 million, and (c) increases in trade and other receivables of ₹1,838.9 million primarily due to growth in loan repayments accrued, but not due, from customers that have taken loans from the company. Net taxes paid was ₹2,175.2 million.

For Fiscal Year 2013, cash flows from operating activities primarily consisted of profits before taxes of ₹16,551.4 million, as increased for non-cash items including (i) provision for loan assets of ₹323.5 million and (ii) bad loans / advances written off of ₹669.0 million. In addition, we had working capital changes including (a) increases in loans and advances of ₹56,286.6 million reflecting an increase in the loan book and (b) increases in trade payables and other liabilities of ₹4,371.7 million, and (c) decreases in trade and other receivables of ₹905.38 million. Net taxes paid was ₹3,082.1 million.

Cash flows from investing activities

For Fiscal Year 2015, we had net cash used in investing activities of ₹14,192.8 million, which primarily comprised investments in mutual funds and net other current investments of ₹13,301.3 million.

For Fiscal Year 2014, we had net cash used in investing activities of ₹6,347.9 million, which primarily comprised (i) investment in subsidiary and other long term investments of ₹2,711.8 million due to an extension of capital to wholly owned subsidiary, (ii) investments in deposit accounts of ₹1,752.3 million and (iii) investments in mutual funds and net other current investments of ₹1,379.6 million.

For Fiscal Year 2013, we had net cash used in investing activities of ₹618.6 million, which primarily comprised (i) investments in deposit accounts of ₹2,470.4 million, (ii) proceeds from investments in mutual funds and net other current investments of ₹1,918.1 million and (iii) purchase of fixed assets of ₹114.1 million.

Cash flows from financing activities

For Fiscal Year 2015, we had net cash generated from financing activities of ₹106,992.0 million, which primarily comprised (i) net proceeds from term loans of ₹64,588.4 million, (ii) net proceeds from issue of secured redeemable non-convertible debentures of ₹38,223.5 million, each of which were to fund the growing loan book, and (iii) net proceeds from working capital loans of ₹10,146.5 million, which was used to fund the growing loan book as well as for working capital purposes. The Company also received ₹4,692.67 million from the proceeds of conversion of shares warrants and ₹3,630.0 million in net proceeds from the issue of commercial papers. The proceeds were partially offset by distribution of equity dividends of ₹14,260.9 million.

For Fiscal Year 2014, we had net cash generated from financing activities of ₹30,899.7 million, which primarily comprised (i) net proceeds from term loans of ₹14,105.5 million, which was used to fund the growing loan book, and (ii) net proceeds from working capital loans of ₹12,776.3 million, which was used to fund the growing loan book as well as for working capital purposes. The Company also received ₹3,384.45 million from the proceeds of conversion of shares warrants, ₹4,490.0 million in net proceeds from the issue of commercial papers and ₹2,200.0 million from the issue of subordinated debt. These proceeds were partially offset by distribution of equity dividends of ₹10,152.0 million.

For Fiscal Year 2013, we had net cash generated from financing activities of ₹52,272.8 million, which primarily comprised (i) net proceeds from term loans of ₹17,147.7 million, (ii) net proceeds from the issue of secured redeemable non-convertible debentures of ₹23,453.9 million, both of which were to fund the growing loan book, and (iii) net proceeds from working capital loans of ₹13,500.0 million, which was used to fund the growing loan book as well as for working capital purposes. The Company also received ₹1,128.15 million from the proceeds of issuance of shares warrants and ₹5,333.8 million from the issue of subordinated debt. These proceeds were partially offset by distribution of equity dividends of ₹7,431.0 million.

CAPITAL EXPENDITURE

We primarily have capital expenditures in relation to the opening of branch locations. The following table sets forth our historical capital expenditure for Fiscal Years 2015, 2014 and 2013.

	Fiscal Year		
	2015	2014	2013
	(₹ in millions)	*(₹ in millions)*	*(₹ in millions)*
Fixed assets (additions during the year)	334.5	106.8	114.1

FINANCIAL INDEBTEDNESS

The following table sets forth our secured and unsecured debt position on a consolidated basis as at March 31, 2015.

	Particulars	**Amount outstanding as at March 31, 2015**
		(₹ in millions)
A.	**Long-term Borrowings:**	
(i)	Secured	
	Redeemable, non-convertible debentures	112,971.0
	Term loans – Banks	153,268.5
	Term loans – External commercial borrowing	12,518.2
	Term loans – Others	1,500.0
(ii)	Unsecured	
	Loan and advances from others – 10.60% redeemable non-convertible perpetual debentures	1,000.0
	Subordinated debt	9,796.8
Total (A)		291,054.5
B.	**Short-term Borrowings:**	
(i)	Secured	
	Loans repayable on demand from banks – Working capital demand loan	35,800.0
	Loans repayable on demand from banks – Cash credit facility	21,055.5
	Other loans and advances – Banks	29,689.3
(ii)	Unsecured	
	Commercial papers	32,070.0
Total (B)		118,614.8
C.	**Current Maturities of Long-term Borrowings**	65,205.2
Total (A) + (B) + (C)		474,874.5

Our loan agreements with certain banks and financial institutions for term loans and working capital loans contain restrictive covenants, which include, but are not limited to, requirements that we obtain consent from the lenders prior to altering our capital structure, amending our constitutional documents, effecting any scheme of amalgamation or reconstitution, permitting any change in the ownership or control (whereby there will be a change in our beneficial ownership), varying our shareholding structure, declaring dividends, cross-lending to other Group/associate companies, investing any funds by way of deposits or loans or in the share capital of any other concern, undertaking any new project or implementing any scheme of expansion/diversification, entering into borrowing arrangements with other banks or financial institutions, undertaking guarantee obligations, changing our accounting year and/or accounting methods, creating any charge or lien on the security and changing the composition of our board of directors. Additionally, some of the loan agreements contain financial covenants that require us to provide additional security if demanded by the lender and debt. In addition, some of our loans are secured by fixed and other assets.

CONTINGENT LIABILITIES AND CONTRACTUAL OBLIGATIONS

The table below summarizes our contractual obligations as of March 31, 2015

Particulars	Payments due within one year	Payments due between one and five years	Payments due after more than five years	Total
	(₹ in millions)	*(₹ in millions)*	*(₹ in millions)*	*(₹ in millions)*
Operating leases.........	220.4	402.8	131.3	754.5
Borrowings	183,820.1	228,301.9	62,752.5	474,874.5
Total	184,040.5	228,704.7	62,883.8	475,629.0

As of March 31, 2015, we had the following contingent liabilities and commitments that have not been provided for in our consolidated financial statements:

Particulars	Total
	(₹ in millions)
1. Disputed Income Tax	118.4
2. Disputed Value Added Tax in relation to Indiabulls Financial Services Limited	14.5
3. Corporate counter guarantees in respect of securitization/assignment agreements entered by the Company	1,879.8
4. Capital commitment for acquisition of fixed assets.......................................	2,068.0
Total	4,080.7

From time to time we assign and/or securitize a portion of our loan portfolio. In securitizations, the loans are pooled and sold down to an special purpose vehicle, which issues pass through certificates, which are a type of securities, against this pool of loans. The proceeds from the sale of these pass through certificates are used by the special purpose vehicle to purchase the pool from the originator, us. The investor receives the contracted payments on these pass through certificates out of the repayment proceeds from the underlying pool of loan assets. In direct assignments, we sell loans directly to the investor. In both types of transactions, the sold down loan assets do not appear on our balance sheet. In certain transactions, we have provided guarantees and/or fixed deposit receipts as credit enhanced for the underlying loan pool, which can be utilised by the buyers to seek recourse against us in the case of loss. We disclose the amounts of the corporate guarantees and fixed deposit receipts as contingent liabilities. We recognize income on the assignment/securitization of loans over the life of the underlying loans, and not on an upfront basis.

CRAR

HFCs are required to maintain a minimum CRAR of 12% of the risk weighted assets and off-balance sheet items. In addition, the NHB also require HFCs transfer a minimum of 20% of their annual profits to a reserve fund. The table below sets forth our CRAR on a standalone basis as at March 31, 2013, 2014 and 2015:

	As at March 31,		
	2015	**2014**	**2013**
CRAR – Total[(1)]..	18.35%	19.14%	18.47%
CRAR – Tier I Capital..	15.24%	15.05%	14.96%
CRAR – Tier II Capital..	3.11%	4.09%	3.51%

Note:

(1) CRAR is defined as the ratio of Tier I and Tier II Capital to our aggregated risk weighted assets on-balance sheet and risk adjusted value of off-balance sheet items.

ASSET CLASSIFICATION / PROVISIONING POLICY / WRITE-OFFS

We adhered to the prudential guidelines for Non-Performing Assets ("**NPAs**"), issued by the NHB under its Directions of 2010, as amended from time to time. The Company did not recognize income on such NPAs and further created provisions for contingencies on standard as well as non-performing housing loans and property loans, in accordance with the National Housing Bank Directions. The following table set forth our gross NPAs, net NPAs, cumulative provisions and write-offs for the periods indicated:

Particulars	As at March 31,

	2015	2014	2013
CRAR (on a standalone basis)	18.35%	19.14%	18.47%
Gross NPAs (₹ *in millions*)	4,428.2	3,416.9	2,707.9
% of gross NPAs to AUM	0.85%	0.83%	0.79%
Net NPAs (₹ *in millions*)	1,858.8	1,472.6	1,146.3
% of net NPAs to AUM	0.36%	0.36%	0.33%
Total provision – loans and other assets (₹ *in millions*)	6,155.1	5,025.3	4,612.8
Bad loans/advances written off (₹ *in millions*)	1,134.4	1,522.2	669.0

OFF-BALANCE SHEET ARRANGEMENTS

Except as disclosed in this Placement Document, we do not have any material off-balance sheet arrangements, derivative instruments, swap transactions or relationships with unconsolidated entities or financial partnerships established or contemplated for the purpose of facilitating off-balance sheet transactions. Save as disclosed in the section of this Placement Document entitled "*Our Business – Legal Proceedings*", we are currently not involved in any material legal proceedings, nor are we aware of any pending or potential material legal proceedings involving us.

RELATED PARTY TRANSACTIONS

For details in relation to the related party transactions, please see Note 34 to the audited consolidated financial statements included in this Placement Document.

SIGNIFICANT DEVELOPMENTS AFTER MARCH 31, 2015

In the opinion of our Board of Directors, other than disclosed below and elsewhere in this Placement Document, no circumstances have arisen since March 31, 2015, any circumstances that materially and adversely affect or are likely to affect, our revenues and profitability, or the value of our consolidated assets or our ability to pay our material liabilities within the next 12 months.

Results of operations of the company as a standalone entity for the three months ended June 30, 2015

Total income of the Company on a standalone basis increased by ₹4,131.3 million, or 26.9%, from ₹15,339.5 million for the three months ended June 30, 2014 to ₹19,470.8 million for the three months ended June 30, 2015, primarily due to an increase in AUM, which was partially offset by a decrease in the yield on our asset portfolio, as interest rates decreased in a downward interest rate cycle. Total interest expense of the Company on a standalone basis increased by ₹2,318.0 million, or 26.8%, from ₹8,655.9 million for the three months ended June 30, 2014 to ₹10,973.8 million for the three months ended June 30, 2015, primarily due to the increase in AUM, also partially offset by a decrease in interest rates in a downward interest rate cycle. As a result of the foregoing, total net profit of the Company on a standalone basis increased by ₹871.6 million, or 21.1%, from ₹4,122.1 million for the three months ended June 30, 2014 to ₹4,993.6 million for the three months ended June 30, 2015.

As of June 30, 2015, the Company had total borrowings of ₹490,872.8 million on a standalone basis, an increase of ₹35,309.4 million as compared to total borrowings as of March 31, 2015. The increase in total borrowings was primarily to fund the growth in the loan book.

INDUSTRY OVERVIEW

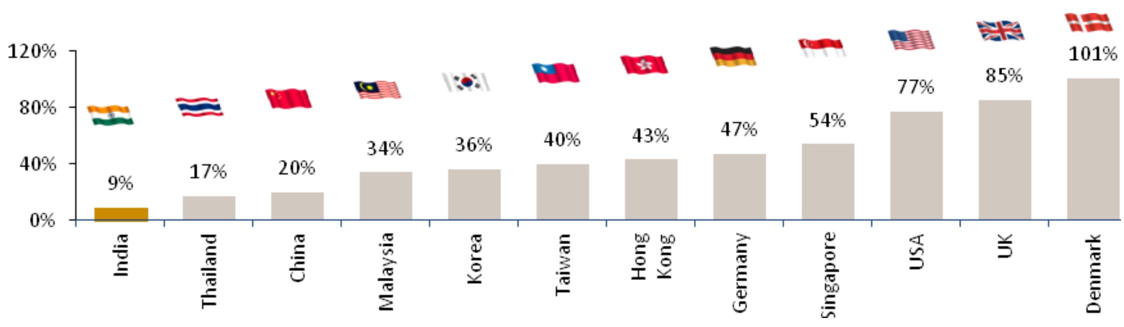
The information in this section has not been independently verified by us, the Lead Managers or any of our or their respective affiliates or advisors. The information may not be consistent with other information compiled by third parties within or outside India. Industry sources and publications generally state that the information contained therein has been obtained from sources it believes to be reliable, but their accuracy, completeness and underlying assumptions are not guaranteed and their reliability cannot be assured. Industry and government publications are also prepared based on information as of specific dates and may no longer be current or reflect current trends. Industry and government sources and publications may also base their information on estimates, forecasts and assumptions which may prove to be incorrect. Accordingly, investment decisions should not be based on such information. Figures used in this section are presented as in the original sources and have not been adjusted, restated or rounded off for presentation in the Placement Document.

CRISIL limited has used due care and caution in preparing this report. Information has been obtained by CRISIL from sources which it considers reliable. However, CRISIL does not guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. No part of this report may be published / reproduced in any form without CRISIL's prior written approval. CRISIL is not liable for investment decisions which may be based on the views expressed in this report. CRISIL Research operates independently of, and does not have access to information obtained by CRISIL's Rating Division, which may, in its regular operations, obtain information of a confidential nature that is not available to CRISIL Research.

Investments in the housing industry contribute to economic growth. This has been demonstrated across the world in developed as well as developing economies. In India, the housing industry has been called the "Engine of Equitable and Balanced Growth" and is recognized as having an important impact on the country's development, civic life, and human capital formation. Mortgage lending has significantly contributed to the growth in India's demand for housing. The Indian mortgage industry is expected to grow from an estimated loan book of approximately Rs.10,260 billion as on March 31, 2015 to approximately Rs.24,119 billion over the next five years. (*Source: CRISIL Research 2015)*

Despite the strong growth in outstanding housing loans in India in recent years, India's housing finance sector remains underpenetrated in comparison to other advanced economies, evidenced by its low mortgage-to-GDP ratio. In 2013, outstanding mortgage debt in India accounted for only 9% of India's GDP, which is lower than that of other developed economies. Some developed economies (such as Denmark) have mortgage-to-GDP ratios of over 100%, while others (such as the United States and the United Kingdom) have mortgage-to-GDP ratios of over 75%. The following graph sets forth the mortgage-to-GDP ratio in various countries as of 2013:

Indian Housing Finance remains Underpenetrated



Source: CRISIL Research – Retail Housing Finance, 2015 ("CRISIL Research 2015")

HOUSING FINANCE INDUSTRY IN INDIA

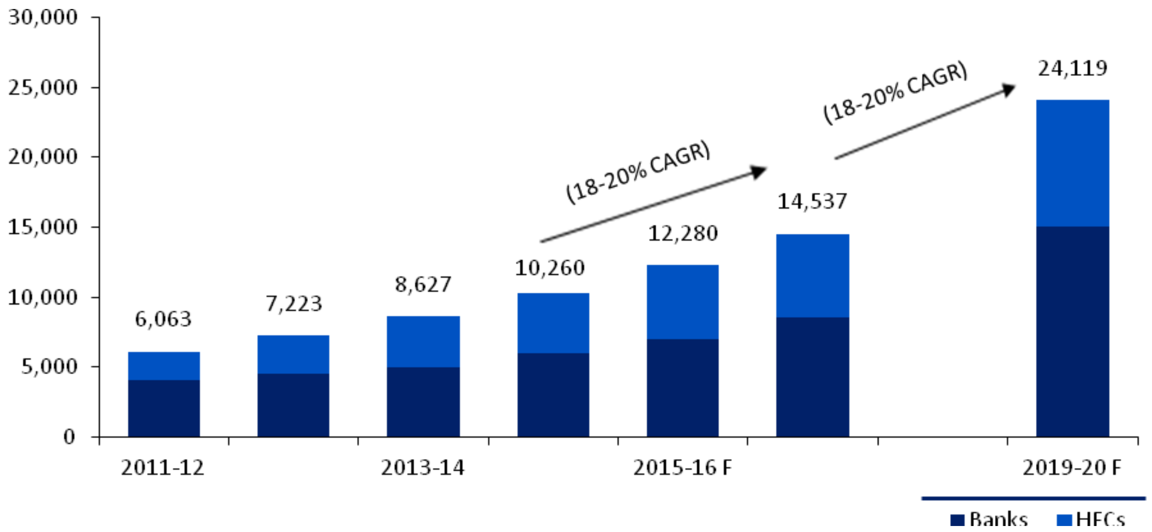
The housing finance market in India is growing rapidly and is served by multiple institutions that cater to the geographically and socioeconomically diverse population. Banks and housing finance institutions are the dominant players offering mainly plain vanilla amortization home loans with relatively short maturities at predominantly floating rates. The outstanding housing finance loans by banks and housing finance companies ("**HFCs**") in India increased from approximately Rs. 6,063 billion in the year 2011-2012 to an estimated Rs. 10,260 billion in the year 2014-2015. (*Source: CRISIL Research 2015)*

Home loan disbursements are expected to record a five-year CAGR of approximately 19-21% to Rs 8.6 trillion by 2019-20, aided by finance penetration, rise in new home sales, followed by a rise in property prices in the coming years. The industry wide housing finance outstanding portfolio, i.e. the total loan book of a housing finance player, is projected to expand at 18-20% CAGR to approximately Rs 20-24 trillion from an estimated Rs. 10.2 trillion in 2014-15. (*Source: CRISIL Research 2015)*

In the medium term (2015-16 and 2016-17), the housing finance players' outstanding housing loans are likely to expand at an approximately similar pace given the growth in disbursements. Structural prepayments will stay at similar levels to cyclical repayments as well. However, as cyclical prepayments will increase with the reduction in interest rates over the next five years, overall prepayments are likely to be higher in the medium term. (*Source: CRISIL Research 2015)*

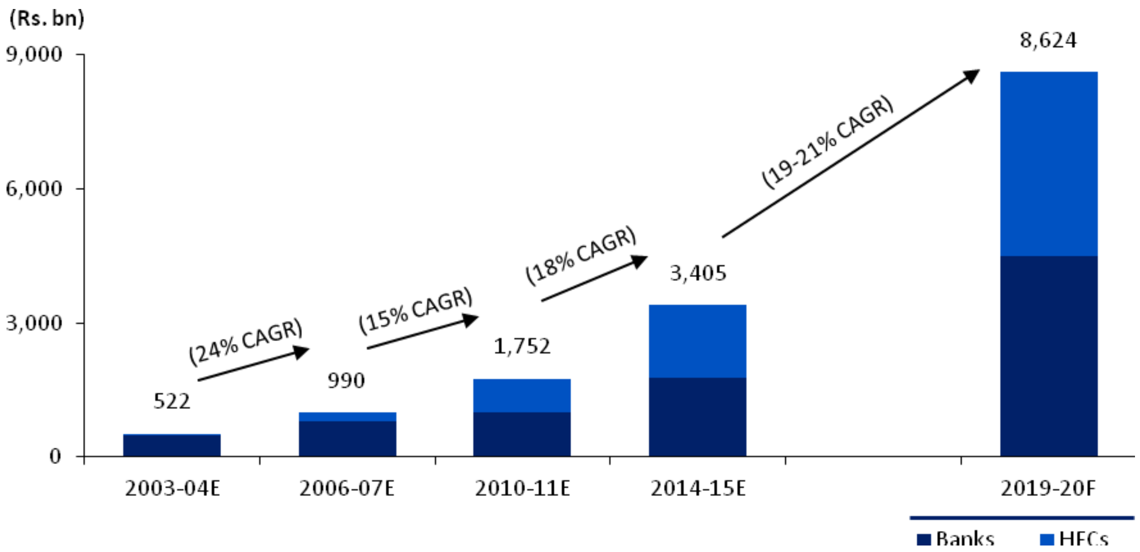
The following graphs illustrate the historical and projected growth of India's outstanding housing finance loans and disbursements:

Housing Loans Outstanding *(Rs. in billions)*



Note: Data includes banks and HFCs, retail and non-retail loans.
Source: CRISIL Research 2015

Housing Loans Disbursements *(Rs. in billions)*



Source: CRISIL Research 2015

In 2014-15, CRISIL Research estimates that home loan disbursements by banks and housing finance companies (HFCs) rose by 19.4% year-on-year to Rs 3,405 billion. Demand for individual home loans rose despite high residential property prices during the year, especially in tier II and III (non-metro) cities. Rising disposable incomes, interest rate subventions and fiscal incentives on housing loans along with more options in the affordable housing segment also aided robust offtake. Among players, HFCs have better capitalised on the demand in non-metro cities, as their disbursements grew by 21.6% year-on-year. By contrast, banks' advances grew at a stable 18% year-on-year owing to increasing focus on retail segment, as corporate investments remained dormant.(*Source: CRISIL Research 2015*)

The NHB

Prior to the establishment of the National Housing Bank ("**NHB**") in 1988, the housing finance market in India was characterized by centralized directed credit. The government of India operated a number of subsidized housing schemes for middle-income persons, industrial workers, economically weaker sections ("**EWS**") of the society and low-income groups ("**LIG**"), as well as rental housing schemes for state government employees.

The NHB was established pursuant to an Act of Parliament (NHB Act) in 1988 to operate as a principal agency and statutory body to promote housing finance institutions and to provide financial and other support to such institutions. The NHB is wholly-owned by the Reserve Bank of India (the "**RBI**"). One of the prime objectives of the NHB is to establish and promote a sound and stable housing financial system in India. Under the provisions of the NHB Act, the NHB regulates how HFCs conduct business in India.

Through its refinance schemes, the NHB has made cumulative disbursements (from its inception until June 30, 2014) of Rs. 1,204,850 million. In the last fifteen years, the total outstanding housing loans of HFCs and banks has increased at a CAGR of approximately 23.4% from Rs.439 billion as of March 31, 2000 to Rs.10,260 billion as of March 31, 2015. (*Source: National Housing Bank, Report on Trend and Progress of Housing in India—2013, available at: http://www.nhb.org.in/Publications/Progress-report-2013-ENGLISH.pdf ("NHB Report 2013") and CRISIL Research 2015).*

HFCs

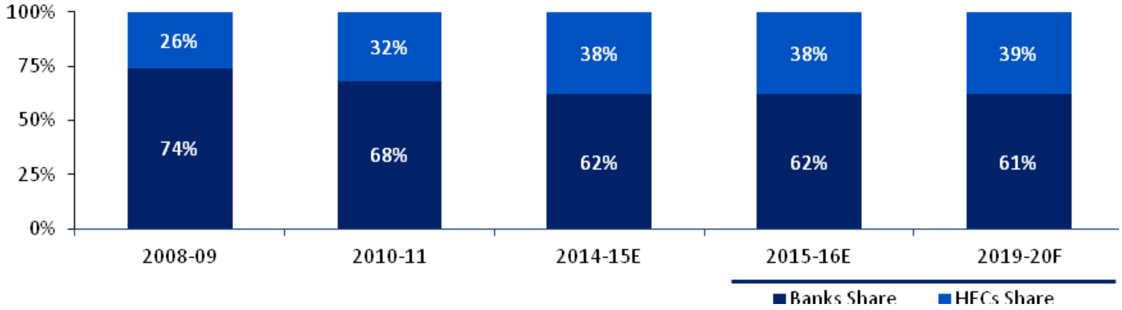
The Indian financial system includes banks and non-bank financial companies ("**NBFCs**"). NBFCs over the years have played a vital role in the Indian economy. They have been at the forefront of catering to the financial needs of the un-bankable masses in the rural and semi-urban areas, through their strong linkage to these segments. HFCs are a category of NBFC that has been at the forefront of catering to the needs of middle- and low-income persons. As of June 30, 2014, there were 59 HFCs registered with the NHB, and as at March 31, 2014, registered HFCs had a network of 2,510 branches and other offices spread across India.*(Source: NHB Report 2014*; *NHB Report on Trend and Progress of Housing in India, 2014*.

Housing finance is the second largest loan portfolio for NBFCs after infrastructure and there has been a shift of focus by several NBFCs towards secured lending after the global slowdown in 2008-09, due to the high delinquencies witnessed in the unsecured loan portfolio. This is evident from the fact that a large number of players started full-fledged housing finance divisions between 2007 and 2009. The change in focus towards secured assets (mortgage and loan against property (LAP) helped de-risk the book and resulted in continuous improvement in asset quality.

In respect of the housing finance market in India, the scheduled commercial banks hold an estimated 62% of the share in this market as of 2014-2015. The higher share of banks can be attributed to extensive network, broad customer base and access to stable low-cost funds. Over the past six years, however, HFCs, a category of NBFCs, have steadily gained market share from 26% in 2008-2009 to 38% in 2014-2015 and are one of the major players in the mortgage market in India. HFCs are specialized lending institutions for housing registered with the NHB. Despite banks showing healthy growth in their lending portfolio, HFCs are able to gain market share due to better access to customers in non-metro cities, their strong origination skills, focused approach, niche marketing, customer service orientation and diverse channels of sourcing business. Access to information about the profile and track record of borrowers, which has improved significantly over the past 5 years, has also aided HFCs' growth. Moreover, with HFCs recently accessing non-bank sources for funds (along with easing of bond yields) their competitiveness on 'cost of funds' should improve.

The recent slowdown in corporate credit has led to the banks aggressively focusing on the housing finance market and competing with HFCs. Even so, HFCs are expected to maintain market share over the next five years. *(Source: CRISIL Research 2015)*.

HFCs Gained Share from Banks – 26% to 38% over FY09-15



Source: CRISIL Research – Retail Housing Finance, 2015
Note: Share is in terms of loans outstanding

Asset Profile

HFC assets are mainly comprised of housing loans, other loans and investments. The outstanding amount of HFC assets at the end of March 31, 2014 was Rs. 4,981,700 million. In 2014, housing loans contributed approximately 70% of the total assets portfolio of HFCs, with an annual growth rate of approximately 19.8% as of March 31, 2014. Other loans and advances comprised approximately 23% of the total assets portfolio of HFCs in 2014, with an annual growth rate of approximately 16.3% as of March 31, 2014. Investments comprised approximately 7% of the total assets portfolio of HFCs in 2014, with an annual growth rate of approximately 25.6%.

Particulars *(Rs. in millions)*	**2012**	**2013**	**Growth %**	**2014**	**Growth %**
Housing Loans	2,222,250	2,904,270	30.69	3,478,580	19.77
Other Loans and Advances	794,560	997,900	25.59	1,160,840	16.33
Investments	263,970	271,760	2.95	342,280	25.95
Total	3,280,780	4,173,930	27.22	4,981,700	19.35

Source: NHB Report on Trend and Progress of Housing in India, 2014

Product Segments

Generally, HFCs' housing loans can be categorized into two segments: retail housing loans and non-retail housing loans. Retail housing loans represent housing loans to individuals, which is the primary focus of HFCs. Non-retail housing loans include construction finance and corporate loans.

Among the retail housing loans portfolio in 2014, approximately 74% of the loans were for construction or buying new houses, 2% were for upgrades and repairs of existing houses, and the remaining 24% were for acquisition of old or existing houses (resale transactions). The data demonstrates that new asset creation was the main activity financed by housing loans disbursed by HFCs. (*Source*: *NHB Report 2014*)

ISSUES CONCERNING HOUSING IN INDIA

Affordability is a function of various inputs, including finance, land, technology, building materials, as well as income. In recent years, real estate prices, including residential property prices, have risen steeply. This phenomenon has the potential to exclude a large segment of the society if they are priced out of the formal housing finance market. Affordability must be addressed both on the demand and supply sides and remains the most critical aspect of housing for a vast segment of the population.

The rapid pace of urbanization in India has strained the urban infrastructure and has led to a substantial housing shortage. Urbanization has resulted in an increase in the number of low-income people living in slums and informal settlements. This has resulted in an ever widening gap between the demand for, and supply of, housing in India, both in terms of quantity and quality. Moreover, this could lead to the total housing demand in India being as high as 88.78 million units by 2017. *(Source: NHB Report on Trend and Progress of Housing in India, 2014)*

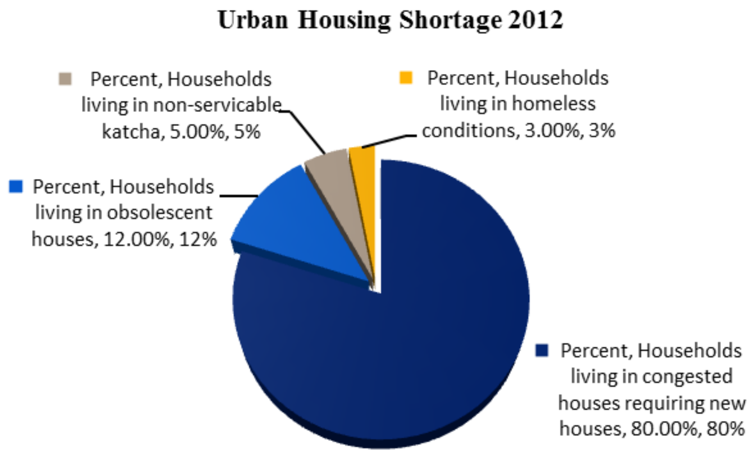
Affordable housing is a segment of the Indian economy which the RBI considers to both require long term funding and be of critical importance, and the Indian government is focussed on making the building approval process simpler and quicker. The Indian government has stressed the importance of the availability of cheap credit to make housing affordable for low and middle-class segments of the population. Accordingly, the RBI has instituted policies designed to ease the way for companies to raise long term resources to finance their long term loans to affordable housing, and HFCs are permitted to borrow through external commercial borrowings for lending towards affordable housing which the RBI defines as home loans of up to ₹5 million.

KEY DEMAND DRIVERS

Housing Shortage

Even though there has been a strong growth in the supply of houses in recent years, India still faces a housing shortage, especially in urban areas. The technical group on the housing shortage estimated the housing shortage in urban India at 18.78 million units in 2012. The housing shortage in India is compounded by a mismatch between the people for whom the houses are being built and those who need them.

India's urban housing shortage is being primarily driven by the EWS and LIG, with such groups accounting for 95% of the housing shortage. The supply side impediments to building affordable, low cost housing for the masses in India include high land costs, archaic building bye-laws, delays in project approvals and unfavorable credit provisions for construction agencies that must be addressed through appropriate changes in perceptions and policies. The demand side constraints in terms of credit supply to individuals at the retail level are now better understood and tackled by the financial sector institutions within a prudent, supportive, regulatory regime. (*Source: NHB Report 2014)*



Source: Report of the Technical Group on Urban Housing Shortage (TG-12)(2012-17) Increase in Urban Population

India's urban population is expected to increase to approximately 590 million in 2030, from approximately 285.3 million in 2001. (*Source: NHB Report on Trend and Progress on Housing in India, 2014)*

After the 2011 census, urbanization increased rapidly, reversing the declining trend in growth rate of India's urban population observed during the 1980s and 1990s. While urbanization is critical for the growth of any country's economy, it may also have certain negative socioeconomic, environmental and infrastructural effects. A number of interventions are required at the state and city levels to cope with the increasing pace of urbanization and alleviate pressure on housing, infrastructure and basic civic amenities. Rural-Urban migration had led to an increasing need for housing in urban areas, especially for the EWS and LIG. Further proliferation of slums should be avoided through the monitoring of land parcels in central areas and in-situ developments, particularly incremental housing for safe, secure and habitable settlements.

Key Players

India's housing finance industry is mainly comprised of HFCs and commercial banks, including public sector banks, private sector banks and foreign banks. It also includes some smaller institutions such as community-based organizations and self-help groups. As of today, demand for housing finance in India is catered to by Financial Institutions; SCBs, including Regional Rural Banks, Agriculture and Rural Development Banks, State Level Apex Co-operative Housing Finance Societies; HFCs, and, to a limited extent, NBFCs, microfinance institutions, and self-help groups.

As of June 30, 2015, 59 companies had been granted certificates of registration by the NHB to act as HFCs under Section 29A of the National Housing Bank Act, 1987. This figure includes all the following three categories of companies:

- HFCs having valid Certificates of Registration with permission to accept public deposits;
- HFCs having valid Certificates of Registration with permission to accept public deposits but required to obtain prior written permission before accepting any public deposits from the NHB; and
- HFCs having valid Certificates of Registration but not permitted to accept public deposits.

(Source: NHB HFC Registrations)

Key Financial Indicators

The following table sets forth key financial indicators for the HFCs as of March 31, 2014 (*in Rs. billions*):

Particulars	2012	2013	Growth %	2014	Growth %
Paid up Capital	54.0	55.4	2.55	60.1	8.54
Free Reserves	346.6	480.2	38.55	551.8	14.91
Net Owned Fund (NOF)	371.0	510.3	37.53	517.9	1.49
Public Deposits	354.8	441.8	24.53	519.8	17.66
Outstanding Housing Loans	2,222.3	2,904.3	30.69	3,478.6	19.77
Outstanding Total Loans	3,016.8	3,902.2	29.35	4,639.4	18.89
GNPA as Percentage of Total Loans	1.23%	1.11%	-	1.14%	-
NNPA as Percentage of Total Loans	0.48%	0.45%	-	0.59%	-

Source: NHB Report on Trend and Progress of Housing in India, 2014

Besides their owned funds (i.e. paid-up capital and net owned fund), HFCs are primarily dependent on loans and debentures from banks and financial institutions. Generally, HFCs have a well-diversified and stable resource base, comprising fixed deposits, bank borrowings, debentures, bonds and foreign currency borrowings. This flexibility allows HFCs to manage costs more effectively.

Banks have traditionally been the dominant source of funding for HFCs, as lending to HFCs qualifies for priority sector lending, subject to certain conditions. Recently, high base rates of banks resulting in higher costs of bank borrowings have driven HFCs to focus on market borrowings. The proportion of bank borrowings therefore declined from approximately 39% for fiscal year 2011 to approximately 30% for fiscal year 2014, while market borrowings in the form of bonds and debentures increased from approximately 30% to approximately 40% during the same period.

The following table sets forth the composition of HFC borrowings for the last three years (*in Rs. billions*):

Particulars	2012	% of total	2013	% of total	2014	% of total
National Housing Bank	106.4	2.9%	158.6	3.2%	193.86	3.3%
Foreign Government, Foreign Citizen or Person	18.0	0.5%	10.6	0.2%	33.1	0.6%
Banks	1,006.6	27.0%	1,042.4	21.0%	1,284.1	21.7%
Debentures secured by mortgage of immovable properties or	960.3	25.8%	1,412.6	28.5%	1,690.2	28.6%

convertible debentures						
i. debentures subscribed by banks	228.2	6.1%	355.3	7.2%	408.0	6.9%
ii. debentures subscribed by others	732.1	19.6%	1,057.3	21.3%	1,282.2	21.7%
Others	321.8	8.6%	475.5	9.6%	494.7	8.4%
Public Deposits	354.7	9.5%	441.8	8.9%	519.8	8.8%
Total	3,728.27	100.0%	4,954.0	100.0%	5,905.74	100.0%

Source: NHB Report on Trend and Progress of Housing in India, 2014

DRIVERS OF GROWTH FOR HOUSING FINANCE

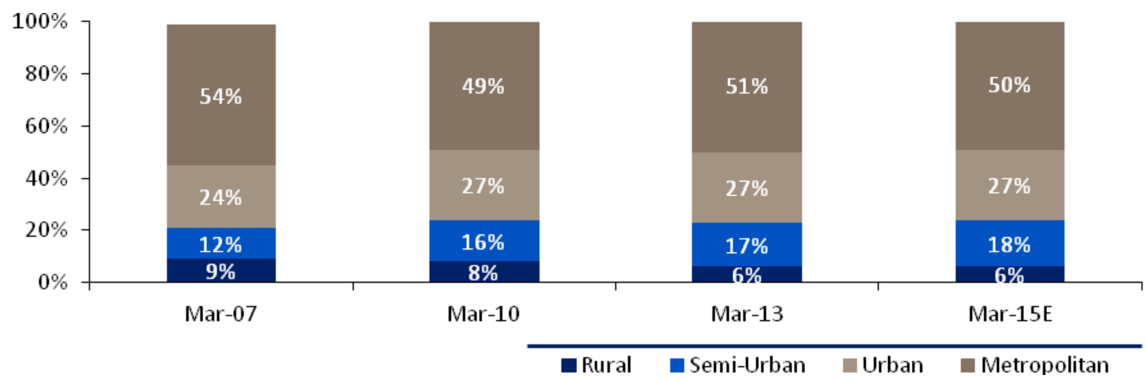
Low Mortgage Penetration

The mortgage to GDP ratio stood at 9% in India in fiscal year 2013, significantly lower than the levels achieved in most of the advanced economies. Some advanced economies (such as Denmark) have mortgage markets that are over 100% while others (such as the United States and the United Kingdom) are over 75%. Even emerging economies in Asia have seen higher mortgage to GDP ratios, such as 34% in Malaysia, 20% in China and 17% in Thailand in fiscal year 2013. In comparison, the potential of the housing sector in India is relatively under exploited, which indicates the extent of opportunity for deeper penetration of such market. (*Source: CRISIL Research 2015)*

Tier II and III cities to drive growth in disbursements and outstanding

Slower economic growth and higher costs (inflation, property prices, home loan rates) affected real estate demand between 2013 and 2014, particularly in tier I cities. Aggregate new home sales in the top 10 cities (Chennai, Bengaluru, Pune, Hyderabad, Kolkata, Kochi, Ahmedabad, Chandigarh, the Mumbai Metropolitan Region, and the National Capital Region) declined in the past two years. However, strong rise in demand from tier-II and tier-III cities is expected. Thus, new home sales in non-metro cities are likely to grow strongly in the medium term, while growth in top cities is likely to rise at a tepid pace. (*Source: CRISIL Research 2015)*

Banking Housing Loan: Semi Urban Markets Growing at a Faster Pace



In India, a) employment opportunities b) affordable property prices and c) availability of easy finance have resulted in increasing number of people migrating from rural region to semi urban areas. This has led to the increase in population share of semi urban areas to 18% in March 15 from 12% in March 2006-07. (*Source: CRISIL Research 2015)*

Tax Benefits

Under the provisions of the Income-tax Act, 1961, one can claim tax benefit under Section 80C in respect of repayment of amounts borrowed for the purpose of construction or purchase of a residential house property, and under Section 24(b) in respect of interest paid on borrowed capital. The benefits available to the borrower and the conditions for availing the same are discussed in below mentioned paragraphs:

Tax Benefit available on Repayment of Loan / Borrowed Amount

Under the provisions of Section 80C of the Income Tax Act, 1961, an individual and a HUF are eligible to claim the deduction of the payments made by them towards repayment of the amount borrowed for the purpose of purchase or construction of a residential house from any public company formed and registered in India with the main object of carrying on the business of providing long-term finance for the construction or purchase of houses in India for residential purposes. The deduction under this section will be available to the extent of amount of repayment or Rs. 150,000/-, whichever is lower.

Tax benefits available on interests paid

Under the provisions of Section 24(b) of Income Tax Act, 1961, one can claim deduction for the amount of interest paid on the capital borrowed for the purpose of the acquisition, construction, repair and reconstruction of the property.

In the case of a self-occupied property (acquired or constructed with the housing loan taken on or after 1 April 1999), one can claim deduction of interest up to Rs. 200,000 per year. To claim said interest deduction of up to Rs. 200,000, it is essential that the acquisition or construction of the property is completed within a period of three years from the end of the financial year in which the capital was borrowed.

Tax Benefits available to the housing finance company

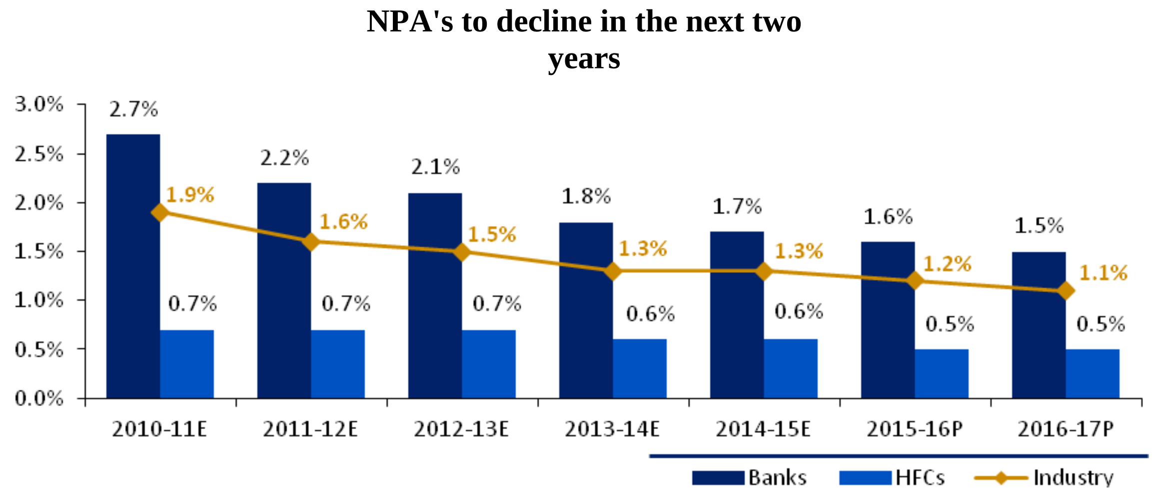
Under the provisions of Section 36(1)(viii) of the Income-tax Act 1961, a housing finance company, being a public company incorporated or registered in India with the main object of providing long-term finance for construction or purchase of houses in India for residential purposes, is eligible to claim a deduction for sums transferred to a special reserve that it creates and maintains, such deductions not exceeding 20% of the profits derived from such business.

Increased access to housing finance

Access to housing finance has thus considerably widened. Housing loans are available at all metropolitan, urban and semi-rural branches of banks and in almost all branches of HFCs. The number of HFCs registered with NHB has grown from an almost negligible number in the early 1990s to 59 as of June 30, 2015. These intermediaries are spread across India and are quite diverse in their housing finance activities. However, more than 80% of the LIG and EWS in urban areas do not have access to institutional finance. This can be attributed to the low income levels, lack of collateral and proper title deeds, combined with informal sector employment of these people. (*Sources: NHB Report 2013; NHB HFC Registrations)*

Quality of Assets

The distinguishing feature of the housing loan portfolio in India is the low NPA level. As of March 2015, gross NPA level for HFCs in the housing loan sector was at 0.6% while it was slightly higher for banks, at 1.7%. (*Source: CRISIL Research 2015)* Higher delinquency (in the case of commercial banks) is observed in the smaller ticket size loans compared to the larger ones, mainly on account of irregular income streams of the informal sector, which also results in delayed payments beyond 90 days, the yardstick for designating NPAs. While NPAs are low, the credit losses tend to be almost negligible on account of quality control.



Source: CRISIL Research 2015

Government Implemented Schemes

The Government of India strives to create an enabling and a supportive environment to enhance the flow of credit to the housing sector and increasing home ownership in India. In that effort various national policy pronouncements have reinforced the primacy of the housing sector and the need to provide housing to all. Some of those initiatives are:

- Interest Subsidy Scheme for Housing the Urban Poor (ISHUP)
- 1% Interest Subvention Scheme
- Rajiv Rinn Yojana
- Credit Risk Guarantee Fund Trust for Low Income Housing
- Golden Jubilee Rural Housing Finance Scheme
- Reverse Mortgage Loan and Reverse Mortgage Loan Annuity
- Jawaharlal Nehru National Urban Renewal Mission (JNNURM)
- Indira Awas Yojana
- Rural Housing Fund

(Source: NHB Report on Trend and Progress of Housing in India, 2014)

Smart Cities

The Government of India has in place a development plan which will cover 100 cities between 2016 to 2020, which will include improvement (retrofitting), city renewal (redevelopment), city extension (greenfield development) and pan-city development involving smart solutions utilizing technology, information and data to improve city infrastructure and services. *(Source: Ministry of Urban Development (Government of Indian) - Smart City Mission Transform-nation – Mission Statement & Guidelines).* The development plan has an expected budgeted expenditure of approximately Rs.15.38 billion between 2016 and 2020. In 2014, the Government of India commenced planning of 3 new smart cities in the Chennai-Bengaluru Industrial Corridor region, through Ponneri in Tamil Nadu, Krishnapatnam in Andhra Pradesh and Tumkur in Karnataka, with the intention to enhance transport connectivity, manufacturing growth and urbanization. *(Source: NHB Report 2014)*

Housing for all by 2022

The Indian Government launched the "Housing for all by 2022" programme in June 2015, with the aim of providing 20 million new housing units in 500 towns and cities over the next seven years. The programme was set up to promote affordable housing for the Indian population through partnerships with entities in the private sector.

Pradhan Mantri Jan Dhan Yojana

The Indian Government launched the "Pradhan Mantri Jan Dhan Yojana" programme in August 2014, programme that helps provide bank accounts, and in turn basic banking services facilities, to every household in India. As per recent data during the month of August 2015, approximately 177.4 million accounts were opened, which doubled as compared to six months previously, and approximately 110 million policies were issued under social security schemes for pension and insurance purposes.

Population Growth

As of 2014, India is home to more than 1.25 billion people (an estimated 258.7 million households, as compared to 207.2 million households in 2004). Rising population and changing income demographics have contributed to the sharp rise in the number of households, especially in urban areas.

However, India's population grew at a slower CAGR of 1.6 per cent over 2001 to 2011 as compared to a 2% growth over 1991 to 2001. In the current decade, population growth is expected to slow down further to 1.2%. Any increase in population directly impacts demand for housing units and, through this, floor space area requirements. The number of households is likely to rise with change in age-mix, growing number of nuclear families, continuous urbanization and increasing penetration of finance. Population growth is primarily occurring in younger age brackets, which will lead to a tremendous increase in working population, and subsequently to a greater demand for housing. *(Source: CRISIL Research 2015)*

Urbanization

Despite a flourishing housing industry, India still faces a large shortage of houses, especially in urban areas. The proportion of urban population rose steadily from 28.8% in 2004 to 31.8% in 2014. Though overall population growth slowed, urban population recorded a 2.8% CAGR over 2001 to 2011. Urbanization is expected to accelerate, translating into a CAGR of 2.0-2.5% in urban population between 2015 and 2021, as compared to the overall population growth of 1.2% during the same period, leading to a narrowing of the gap between urban and rural population. Urbanization reduces the area per household, and also leads to a rise in the number of nuclear families, which leads to the formation of more households. *(Source: CRISIL Research 2015)*

Nuclearization

Nuclearization is primarily driven by employment related migration. Nuclearization also reduces the area per household, but increases overall household formation, leading to a increased demand for housing units. Rising real estate prices are also leading to buyers preferring smaller apartments in comparable income categories. *(Source: CRISIL Research 2015)*

Income growth

Income levels of the households have been increasing steadily over the years. The 'less than Rs. 100,000' household income category represented an estimated 53% of the total population in 2013-14 as compared to 63% in 2008-09. The share of the Rs. 0.2-0.5 million income brackets, though constituting 15% of total households in 2013-14, is increasing at a faster pace. More households are estimated to have entered the Rs. 0.2-0.5 million and greater than Rs. 0.5 million income brackets, growing at CAGRs of 9% and 8%, respectively, from 2008-09 to 2013-14. A rise in incomes leads to higher floor space requirements. *(Source: CRISIL Research 2015)*

Going Forward

The housing sector is globally recognized as an engine of growth. Investments in this sector are an important driver of growth and development on a national scale. Safe, secure and affordable housing are key to the welfare of Indian society in terms of the economic and emotional security.

Though the housing sector in India has multiple linkages, backward and forward, with different industries, the ratio of outstanding housing loans to GDP stands at 9% in India, significantly lower than the levels achieved in most other advanced economies. With improving demographics and economies of scale, the mortgage-to-GDP ratio is likely to increase as it offers a strong business case for both lenders and builders.

The potential of the housing sector is under exploited in India. A large market segment, including the informal sector, is critically dependent on credit availability from the formal financial system. The retail home loan market is well integrated into the broader financial sector and the capital market. However, there is considerable untapped potential for connecting with the global finance market. The demand for housing and availability of retail housing credit has seen sustained growth, however, the supply responses are somewhat muted and do not adequately reflect the nature of growing demand amongst specific segments characterizing the housing shortage in India. This calls for appropriate policy interventions at both the national and state levels on the supply side, combined with flexible and innovative financing mechanisms. Land is a limited resource, which means there exists a wider scope of innovative land use planning, zoning and building regulations. The city planning and zoning regulations will need to deal more proactively with the shelter and basic needs of the growing urban population.

The government sponsored schemes and programs at national and state levels have already given a considerable boost to the housing infrastructure in India and have led to increased credit flow into the low income segment.

Policies to facilitate capital inflows in the housing sector via foreign direct investment and external commercial borrowings will improve both supply of funds as well as standards and qualities of lending and construction. Increases in the union budget support (fiscal) towards the Housing and Housing Finance Sector can also be expected. The challenge of mitigating housing shortage in India through various developmental and financing initiatives, both in rural and low moderate income households, will continue to be a significant issue for the Indian government to address and will guide its policies and programs.

Innovative financial products and technologies are important factors that can moderate prices and improve affordability. Fiscal and regulatory incentives can significantly increase the flow of credit and growth in the housing market. Promotion and development of new construction techniques and appropriate incentives for the developers of affordable housing stock can improve the supply of affordable housing in India. (*Source: Report on Trend and Progress of Housing in India-2014, National Housing Bank*)

OUR BUSINESS

The following information is qualified in its entirety, and should be read together with the more detailed financial and other information included in this Placement Document, including the information contained in the sections titled "Selected Statistical Information" and "Risk Factors" on pages 107 and 33, respectively of this Placement Document. Except as indicated otherwise, all references in this section to "we", "us", "our", "our Company" are to Indiabulls Housing Finance Limited and its Subsidiaries, as appropriate.

OVERVIEW

We are one of the largest housing finance companies ("**HFCs**") in India. We are a non-deposit taking HFC registered with the NHB. We are also a notified financial institution under the SARFAESI Act.

We focus primarily on long-term secured mortgage-backed loans. We offer home loans and loans against property to our target client base of salaried and self-employed individuals and small and medium-sized enterprises. We also offer mortgage loans to real estate developers in India in the form of lease rental discounting for commercial premises and construction finance for the construction of residential premises. The majority of our assets under management ("**AUM**") comprise home loans, primarily in the affordable housing segment. For the Fiscal Year ended March 31, 2015, our home loans are disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio of 71% (at origination). As of March 31, 2015, mortgage loans (comprising our home loans and loans against property) and corporate mortgage loans constituted 76% and 22%, respectively of our consolidated AUM.

As of March 31, 2015, we had 220 offices spread across over 110 locations in India. We also have two representative offices in Dubai and London to target NRI clients. Our offices include our head office, master service centres, branch offices and service centres. Our network gives us a pan-India presence across Tier I, Tier II and Tier III cities in India. Our network also allows us to interact with and service our customers at the local level whilst ensuring that credit decisions are taken only at certain levels in accordance with defined internal parameters and protocols. As of March 31, 2015, we had a direct sales team of over 2,000 employees who were located across our network. This sales team is instrumental in sourcing the majority of our customers. We also rely on external channels, such as direct sales agents for referring potential customers.

Our consolidated borrowings as at March 31, 2015 were ₹474,874.5 million and our standalone borrowings as at June 30, 2015 were ₹490,872.8 million, respectively. We rely on long-term and medium-term borrowings from banks and other financial institutions, including external commercial borrowings, issuances of privately placed non-convertible debentures and commercial paper. We have a diversified and stable lender base, comprising PSU and private banks, mutual funds, insurance companies, provident funds, pension funds and other financial institutions. We also sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us.

We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. We also have the highest short-term credit rating of "A1+" (for our commercial paper programme) from ICRA, CARE, CRISIL and India Ratings and Research. Our ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk. We believe that our ratings result in a lower cost of funds for us.

As at March 31, 2015, 2014 and 2013, our consolidated gross NPAs as a percentage of our consolidated AUM were 0.85%, 0.83% and 0.79%, respectively and our consolidated net NPAs (which reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision) as a percentage of our consolidated AUM were 0.36%, 0.36% and 0.33%, respectively. As of March 31, 2015, 2014 and 2013, our standalone capital to risk (weighted) assets ratio ("**CRAR**") was 18.35%, 19.14% and 18.47%, respectively.

For the Fiscal Years ended March 31, 2015, 2014 and 2013, our consolidated revenue from operations was ₹64,649.4 million, ₹54,193.9 million and ₹45,031.1 million, respectively and our consolidated profit after tax before share of profit attributable to minority interest was ₹19,012.4 million, ₹15,685.4 million and ₹12,660.7 million, respectively. Our consolidated revenue from operations and consolidated profit after tax grew at a CAGR of 19.8% and 22.5%, respectively, over the two Fiscal Years ended March 31, 2015.

Our standalone revenue from operations increased by ₹4,443.3 million, from ₹13,130.1 million for the three months ended June 30, 2014 to ₹17,573.4 million for the three months ended June 30, 2015. Our standalone profit after tax increased by ₹871.6 million, from ₹4,122.1 million for the three months ended June 30, 2014 to ₹4,993.6 million for the three months ended June 30, 2015.

The key areas of focus for our Board of Directors and our Company are asset liability management and risk management. We have formed an asset liability management committee and a risk management committee. The asset liability management committee reviews our asset and liability positions and gives directions to our finance and treasury teams in managing the same. Our risk management committee approves, reviews, monitors and modifies our credit and operation policy periodically, reviews regulatory requirements and implements appropriate mechanisms and guidelines related to risk management.

Our key operating and financial metrics are as follows:

	Standalone	**Consolidated**		
	As at and for the three months ended June 30,	**As at and for the Fiscal Years ended March 31,**		
Operational and financial parameters	**2015**	**2015**	**2014**	**2013**
Debt to equity ratio[1]	7.0	6.2	5.1	4.6
Return on average asset (after tax)[2]	3.5%[3]	3.7%	3.8%	-[4]
Net NPAs as a percentage of AUM[5]	0.30%	0.36%	0.36%	0.33%
Total borrowings (*in ₹ millions*)	490,872.8	474,874.5	355,395.2	312,857.8
Net interest income[6] (*in ₹ millions*)	7,895.3	29,673.8	23,744.5	18,906.3
Profit after tax before share of profit attributable to minority interest (*in ₹ millions*)	4,993.6	19,012.4	15,685.4	12,660.7
Earnings per share (basic) (*in ₹*)	14.0[7]	55.0	48.0	40.2
AUM (*in ₹ millions*)	519,560.2	522,350.3	411,694.0	344,256.2

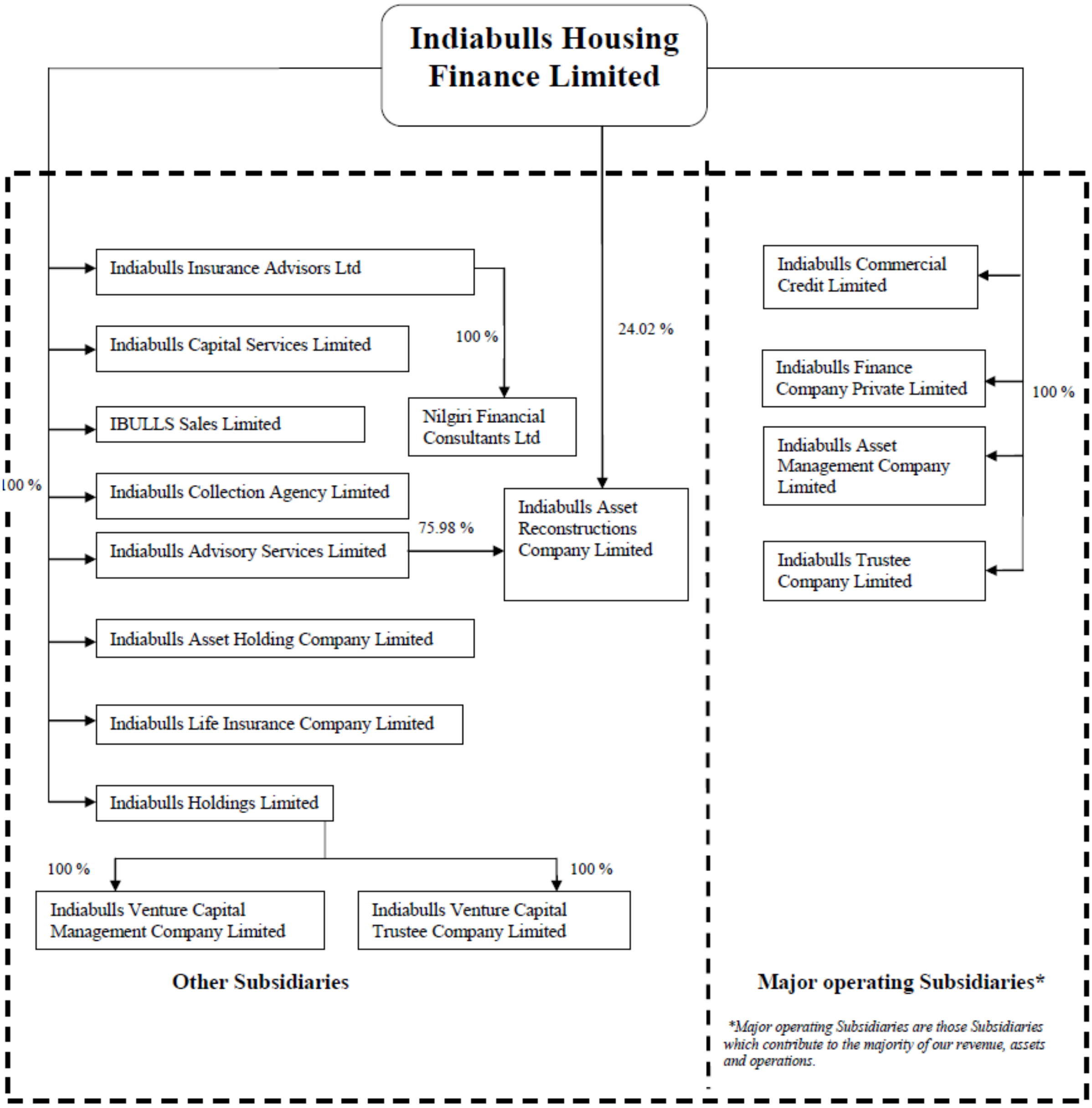
Notes:

1. *Debt to equity ratio refers to borrowings less cash and cash equivalents (as per the cash flow statement) at the end of the period divided by the net worth at the end of the period.*
2. *Return on average asset (after tax) is calculated by dividing the profit after tax for the period by the average total assets for the period.*
3. *Return on average asset (after tax) for the three months ended June 30, 2015 has been calculated on an annualised basis.*
4. *During Fiscal Year 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. As a result, our assets and liabilities at the end of Fiscal Year 2013 were significantly higher than those at the beginning of the Fiscal Year. Consequently, our return on average asset may not accurately reflect our average asset position for Fiscal Year 2013 and may not be directly comparable to the subsequent Fiscal Years.*
5. *Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.*
6. *Net interest income also includes dividend on units of mutual funds and profit/ gain on current investment in mutual fund units.*
7. *Earnings per share (basic) for the three months ended June 30, 2015 are not annualized.*

See also, "*Selected Statistical Information*" on page 107.

We operate under the "Indiabulls" brand name, which is a reference to the Indiabulls group of companies, a diversified set of business in the financial services, real estate and securities sectors.

We were incorporated in 2005 as a wholly-owned subsidiary of Indiabulls Financial Services Limited ("**IBFSL**"). In 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. For further details, please see "*Capital Structure*" on page 54. Our corporate structure as of June 30, 2015 is set out below:



OUR STRENGTHS

Our primary strengths are as follows:

One of the largest HFCs in India with strong financial performance, capitalization and credit ratings

We are one of the largest HFCs in India. The housing finance market in India is growing rapidly and the share of lending by HFCs has been steadily increasing. (*Source: CRISIL Research 2015*) During the period from Fiscal Year 2013 to Fiscal Year 2015, our consolidated loan book grew at a CAGR of 23.2%, from ₹344,256.2 million in Fiscal Year 2013 to ₹522,350.3 million in Fiscal Year 2015. We believe that our market position and our focus on the affordable housing segment allow us to benefit from the growth potential in this segment arising from various government and policy initiatives.

We are a well-capitalised HFC with strong financial track-record. We earned a consolidated profit after tax of ₹19,012.4 million in Fiscal Year 2015 and a standalone profit after tax of ₹4,993.6 million in the three months ended June 30, 2015, respectively. As of March 31, 2015, our standalone CRAR was 18.35%. We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. We also have the highest short-term credit rating of "A1+" (for our commercial paper programme) from ICRA, CARE, CRISIL and India Ratings and Research.

We believe that our strong financial record and high credit ratings position us to take advantage of the growth in the HFC industry, provide us with significant competitive advantages, contribute to the growth of our business and provide a high degree of comfort to our stakeholders including shareholders, lenders and rating agencies.

Access to diversified and cost effective funding sources

Over the years, we have developed a diversified funding base and have established strong relationships with our lenders. Our lenders include PSU and private banks, mutual funds, insurance companies, provident funds, pension funds and other financial institutions.

Our consolidated borrowings were ₹474,874.5 million as at March 31, 2015 and our standalone borrowings were ₹490,872.8 million as at June 30, 2015. We fund our capital requirements through multiple sources. Our primary sources of funding are long-term loans and issuances of privately placed non-convertible debentures. In Fiscal Year 2015, we drew down U.S.$200 million of external commercial borrowing (which are loans denominated in foreign currencies), on a standalone basis. We have also been recommended by the NHB for availing of additional external commercial borrowings amounting to U.S.$500 million during Fiscal Year 2016. In addition, we sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us. As at March 31, 2015, our consolidated borrowings were through banks and financial institutions (59.8%), issuances of non-convertible debentures and other debt instruments, including perpetual and subordinated debt (30.8%), commercial paper (6.8%) and external commercial borrowings (2.6%).

We believe that our strong financial performance, capitalisation levels and high credit ratings give considerable comfort to our lenders and enable us to borrow funds at competitive rates, thereby lowering our overall cost of borrowings.

Strong network and pan-India presence and brand

Our geographical reach within India across Tier I, Tier II and Tier III cities allows us to target and grow our customer base. We offer loans to our target client base of salaried and self-employed individuals and small and medium-sized enterprises across India. Our presence in over 110 locations across India allows us to undertake loan processing, appraisal and management of customer relationships in an efficient and cost effective manner.

As of March 31, 2015, we also had a direct sales team of over 2,000 employees, which is instrumental in sourcing the majority of our customers. We also rely on external channels, such as direct sales agents, for referring potential customers. Further, the implementation of a virtual private network connecting all our offices enables us to centrally process and analyse customer data at our Gurgaon data centre. This lends us operational efficiencies and enables us to monitor various risks and improve customer service and experience.

We believe that our strong brand recognition within India helps attract new customers. We were awarded the "Best Housing Finance Company" of the year 2013-2014 by ASSOCHAM, the "Fastest Growing Housing Finance Company" in the year 2014 by NAREDCO and the "HFC of the year 2012" by the Accommodation Times. We believe that we have been able to build and strengthen our brand and increase our brand awareness through quality customer service, particularly in the retail mortgage segment, and various marketing and advertising campaigns in print and electronic media. In addition, we also benefit from the strong brand recognition of the "Indiabulls" brand. We believe that our customer-oriented approach and efficiencies have aided us in achieving customer loyalty and have established us as one of the leading HFCs in India.

Prudent credit and information technology policies and processes leading to improved asset quality

Our credit policies specify the types of loans to be offered, the documentary requirements and limits on loan amounts, all aimed at ensuring underwriting of low risk, good quality and profitable loans. We have also established protocols and procedures to be followed when engaging with customers, as well as to determine the authority and levels to which credit decisions can be taken at various offices. Over the years, we have developed expertise in mortgage loan underwriting and this is the cornerstone of our business.

We also have an experienced collection team, which has, with the support of our legal team, enabled us to maintain high collection efficiencies through economic cycles. Our centralized credit analysis processes combined with our dedicated collection team help maintain the quality and growth of our total AUM. As at March 31, 2015, our consolidated gross NPAs as a percentage of our consolidated AUM were 0.85% and our consolidated net NPAs (which reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision) as a percentage of our consolidated AUM were 0.36%. Historically, we have maintained a higher provisioning for NPAs than the norms prescribed under the regulatory guidelines. As at March 31, 2015, our provisioning cover (excluding counter-cyclical provision of ₹500.0 million) was 58.0% of our gross NPAs.

Additionally, through the adoption of various information security measures, we are able to maintain our competitiveness, customer confidence and brand value. For further details on our information security measures, please see "*Our Business – Operational Risk Management*" on page 102. Further, we believe that our engagement with CRISIL Ratings to grade our incremental loans against property portfolio from April 1, 2015 onwards will reinforce our credit policies. See also "*Our Business – Our Strategies – Continue to maintain prudent risk management policies for our assets under management*" and "*Our Business – Our Lending and Other Financial Products – Loans Against Property*" on pages 93 and 94, respectively.

Experienced Board of Directors and senior management team

Our Board of Directors comprises a diversified mix of professionals, who have extensive experience and expertise in the fields of business, legal affairs, taxation, banking and regulatory affairs, among others. Few members of our senior management team have been with us since the commencement of our operations. Our management team has had a continued and strong focus on identifying opportunities in the housing finance business that are capable of providing steady returns. We believe that as a result, we have been able to demonstrated strong growth while minimising our risk profile. See also "*Board of Directors and Senior Management*" on page 121.

In order to strengthen our credit appraisal and risk management systems, we have recruited a number of senior managers who have extensive experience in the Indian banking sector and specialized lending finance firms providing loans to retail customers, to develop and implement our credit policies. We have also formed an asset liability management committee and a risk management committee. The asset management committee reviews our asset and liability positions and gives directions to our finance and treasury teams in managing the same. Our risk management committee approves, reviews, monitors and modifies our credit and operation policy from time to time, reviews regulatory requirements and implements appropriate mechanisms and guidelines related to risk management.

OUR STRATEGIES

Our primary strategies are as follows:

Continue our expansion by focusing on home loans and affordable housing segment

The Indian housing finance industry is underpenetrated compared to other emerging economies, with mortgage penetration of only 9% of India's GDP as at 2013. (*Source: CRISIL Research – Retail Housing Finance, 2015*) The demand for housing in India is expected grow to 88.78 million units by 2017 due to increasing population, income levels, urbanisation and a growing trend towards nuclear families. (*Source: NHB Report on Trend and Progress of Housing in India 2014*) For further details, please see "*Industry Overview*" on page 77.

Historically, home loans have formed the majority of our AUM. For the Fiscal Year ended March 31, 2015, our home loans were disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio of 71% (at origination). We intend to continue to grow as a leading home loan provider, with a focus on the affordable housing segment. We believe that the significant potential for growth in the housing finance industry and favourable government initiatives in the affordable housing segment in India, present us with an opportunity to expand of our home loans business and in particular, in the affordable housing segment. We believe that our continued focus on home loans and on the affordable housing segment will allow us to maintain a steady rate of growth and robust profitability, while adopting a cautious credit underwriting approach.

Leverage our financial strength and improved ratings to increase our competitiveness, diversify our funding mix and reduce our funding costs

Our cost of borrowings is driven by our credit ratings, our financial discipline and our business performance. We have long-term credit ratings of "AAA" (for our long-term loans and non-convertible debentures) from CARE and Brickwork Ratings and "AA+" (for our non-convertible debentures) from CRISIL and ICRA. These ratings signify a high degree of safety regarding timely servicing of financial obligations and low credit risk, thus resulting in a lower cost of funds for us. Based on our ratings, we expect to continue to source funding at competitive rates from the debt capital markets and reduce our proportion of bank financing to reduce our overall funding costs. Reduction in our cost of borrowings in turn allows us to reduce our cost of lending and competitively price our products to our customers. We believe that this competitive pricing combined with our loan service levels will allow us to attract more customers with good credit records, to grow our portfolio and attain a higher market share.

We also seek to continue to use a variety of funding sources to optimize funding costs, protect interest margins and maintain a diverse funding portfolio that will enable us to further achieve funding stability and liquidity.

Continue to maintain adequate liquidity

One of our key operating principles is to maintain adequate liquidity at all times. As of March 31, 2015, we have implemented a liquidity policy that seeks to maintain approximately 15% to 20% of our loan assets in the form of cash, cash equivalents and investments in liquid schemes of mutual funds and other liquid debt instruments. We continuously monitor this ratio and actively take steps to maintain this liquidity position and will continue to do so in the future. We believe this liquidity position has in the past assisted us, and will in the future assist us, in obtaining high credit ratings, which in turn will allow us to raise funds at lower costs. For Fiscal Year 2015, our consolidated cash and cash equivalents (as per our cash flow statement) were ₹70,616.6 million.

Continue to maintain prudent risk management policies for our assets under management

We believe that the success of our business is dependent on our ability to consistently implement and streamline our risk management policies. As we focus on building a large AUM with low credit risk, we will continue to maintain strict risk management standards to reduce credit risks and promote a robust recovery process. We have engaged CRISIL Ratings to grade all of our incremental loans against property portfolio, with effect from April 1, 2015. Pursuant to this engagement, CRISIL Ratings will provide grades to our loans against property based on parameters such as the borrower's financial strength, its business and management, the collateral quality and our underwriting process. This independent scrutiny of loans against property will provide critical input in underwriting and managing our loans against property portfolio and reinforce our credit policies. We believe that this will also help us in securitizing and assigning the assets under the loan against property portfolio. See also "*Our Business – Our Lending and Other Financial Products – Loans Against Property*" on page 94.

We also intend to further develop and strengthen our technology platform to support our growth and improve the quality of our services. We will continue to update our systems and use latest technology to streamline out credit approval, administration and monitoring processes to meet customer requirements on a real-time basis. We believe that improvements in technology will also reduce our operational and processing time, thereby improving our efficiency and allowing us to provide better service to our customers.

Expand our physical and online networks and leverage digital media

We believe that there are still opportunities to grow our network and expand our reach within India and outside India. We believe that our target customers are presently underserved by the existing financial institutions, which presents us with significant opportunities for growth. We will continue to add to our network of offices across India and outside India. In addition, we intend to significantly increase our online and digital presence. We believe that our target customer base is increasingly relying on online platforms to make financial decisions. Further, with more users using social networking sites such as Facebook and Twitter, we have established our presence on these platforms and aim to connect with them on an ongoing basis. Through such digital platforms, we aim to provide all the relevant information to our customers at all times, instantaneously.

OUR LENDING AND OTHER FINANCIAL PRODUCTS

Our lending products include home loans, loans against property and corporate mortgage loans. As of March 31, 2015 and 2014, mortgage loans (comprising our home loans and loans against property) constituted 76% and 74%, respectively of our consolidated AUM and corporate mortgage loans constituted 22% and 21%, respectively of our consolidated AUM.

Home Loans

We offer secured mortgage-backed home loans to salaried and self-employed individuals. We provide home loans for:

- the purchase of flats, row houses and bungalows from real estate developers and existing freehold properties;
- the purchase of properties in an existing co-operative housing society or apartment owner's association;
- the construction of a residential dwelling unit on a plot already owned;
- the purchase of a residential plot and/ or construction thereon;
- the extension of an existing residential property, such as adding floors or new rooms; and
- the renovation of an existing residential property.

We offer customised home plans to suit our customers' needs. We also offer comprehensive home buying solutions, which include selection of a suitable property, checking approvals on the project, filing documents, registering the property and choosing the appropriate EMI and tenure of the loan for the customer. We engage with our customers on an ongoing basis to ensure a high degree of customer satisfaction.

Home loans can be applied for either by individual owners or by co-owners. Proposed owners of the property will have to be co-applicants. Loans may be approved even if the property is yet to be selected by the customer.

We grant home loans up to 80% of the value of the property. The term of the loan is typically 15 years and may be up to 20 years, subject to the customer’s retirement age. As of June 30, 2015, the majority of our home loans bore floating rates of interest.

For the Fiscal Year ended March 31, 2015, our home loans were disbursed at an average ticket size of ₹2.4 million, with an average LTV ratio at origination of approximately 71% of the market value of the property.

Loans against Property

We provide loans against property primarily to self-employed individuals, proprietorships and small businesses for working capital or business expansion needs, which are secured by mortgages against, among others, the self-occupied residential properties owned by our customers.

For the Fiscal Year ended March 31, 2015, our loans against property were disbursed at an average ticket size of ₹7.1 million, with an average LTV ratio of 49% (at origination) and a maximum loan to value ratio of 65%. The term of the loan is typically seven years.

With effect from April 1, 2015, we have engaged CRISIL Ratings to grade all our incremental loans against property. Pursuant to this engagement, CRISIL Ratings will undertake a detailed assessment of our loans against property portfolio based on the following key parameters:

- Financial strength of the borrower, including, the borrower's (i) interest and debt service cover, (ii) revenue, margin and profitability, (iii) net worth and leverage and (iv) growth track-record of its key financial parameters;
- Business management of the borrower, including (i) the business sector in which the borrower is involved and prospects of that sector, (ii) the borrower's experience and track record in the business, (iii) the borrower's debt service track record, (iv) experience and qualification of promoters and proprietors of the borrower and (v) management strength and experience of the borrower;
- Collateral quality, including (i) the property type and location, (ii) valuation of the property, (iii) ownership and title chain of the property and (iv) whether the property adheres to local zoning and planning permissions; and
- Underwriting process undertaken by us, including (i) independent verification and valuation and (ii) third

party database checks including CERSAI, relevant registrar of companies, credit bureau, CIBIL mortgage, wilful defaulter list and fraud checks.

Based on its assessment, CRISIL Ratings will assign grades indicating the credit worthiness of our loans against property. We believe that our engagement with CRISIL Ratings will provide critical input in underwriting and managing our loans against property portfolio, reinforce our credit policies and help us in securitising and assigning the assets under our loans against property portfolio.

As of and for the three months ended June 30, 2015, CRISIL Ratings has assigned grading to 40% of our loans against property disbursed during this period. The following table sets out certain details of our loans against property, which have been graded by CRISIL Ratings as of and for the three months ended June 30, 2015:

Grading Scale	**Level of credit worthiness**	**Incremental disbursals as of and for the three months ended June 30, 2015**	**Borrowers' interest service coverage ratio[1]**	**Borrowers' total outstanding liabilities/ total net worth**	**Borrowers' loan to value ratio**	**Borrowers' EBITDA Margins[2]**
LAP1	Excellent	13.0%	5.0 – 6.6	1.5 – 1.6	44%	13% – 16%
LAP2	Good	80.4%	3.0 – 5.0	2.3 – 2.4	42%	10% – 12%
LAP3	Average	6.6%	2.4 – 2.6	3.2 – 3.4	41%	5% – 6%
LAP4	Below Average	-	-	-	-	-
LAP5	Inadequate	-	-	-	-	-

Notes:

1. *Interest service coverage ratio is calculated by dividing a borrower's EBIDTA during a given period by the amount a borrower must pay as interest on its debts during the same period*
2. *EBITDA is earnings before interest, depreciation, taxes and amortisation. EBITDA margin refers to is a borrower's EBIDTA during a given period as a percentage of its total revenue during the same period. EBIDTA and EBITDA margin are not measurements of a borrower's financial performance or liquidity under Indian GAAP, IFRS or US GAAP and should not be considered as an alternative to net profit/ loss, revenue from operations or any other performance measures derived in accordance with Indian GAAP, IFRS or US GAAP.*

Corporate Mortgage Loans

We provide finance to real estate developers through corporate mortgage loans. Corporate mortgage loans are made available through two main types of structures: (i) residential construction finance and (ii) lease rental discounting loans for commercial properties.

Lease rental discounting loans are loans provided against hypothecation of the rental receivables (which are routed through an escrow account) of an operational commercial property, which is the primary source of repayment/ payment of the loan and the other dues. The commercial property is also mortgaged to secure the loan and the other dues. Additionally, the shares of the mortgagor may be pledged to further secure the loan and other dues. A key consideration in the credit appraisal process is the enforceability of the mortgaged property and the other security.

Under residential construction finance, funding is exclusively for the construction of the residential units and/ or projects. The land and the housing units and/ or projects being constructed, as well as all the sales and other receivables from such units and/ or projects are mortgaged or charged in our favour to secure the loan and other dues.

As of March 31, 2015, corporate mortgage loans constituted 22% of our consolidated AUM.

LENDING POLICIES AND PROCEDURES

Overview

We are an HFC registered with the NHB, which is the regulator for HFCs in India. The NHB stipulates prudential guidelines, directions and circulars in relation to HFCs. For further details, please see "*Regulations and Policies*" on page 117.

Within the NHB guidelines, directions and circulars, HFCs can establish their own credit approval processes. As such, once a company has obtained an HFC license, the terms, credit levels, and interest rates of loans and any credit approvals would be based upon the HFC's established internal credit approval processes framed in accordance with applicable regulations by the NHB. Each HFC undergoes annual inspections by the NHB. The inspections are exhaustive and can last for a period of three to four weeks, during which the regulators review the HFC's adherence to regulatory guidelines, scrutinize the loan book and individual loan files, including security documents, review the functioning of the Board of Directors and its committees and their adherence to minutes of various internal meetings, review the NPA and delinquent cases, review and evaluate the credit approval policies and credit assessment standards, review implementation of decisions and policies of the Board of Directors and review adherence to prescribed formats in the filing of regulatory reports.

We have a strong team of experienced officers in our credit appraisal and risk management teams to develop and implement our credit approval policies. Our credit approval policies focus on credit structure, credit approval authority, customer selection and documentation provided by the customer. Our risk management and appraisal systems are regularly reviewed and upgraded to address changes in the external environment.

Customer Appraisal and Approval Process

We have dedicated units that appraise and approve loan applications operating at the branch office, master service centre and head office levels. Each office must independently approve a prospective customer's loan application before any loan offer is made. Additionally, our MSCs are staffed by more senior personnel, who are involved in more complex credit decision making. We follow an exhaustive internal appraisal process that includes, amongst other things, checking the following:

- applicant's credit worthiness;
- quality, value and enforceability of the collateral;
- applicant's repayment sources and ability; and
- purpose and end-use of the loan.

We believe that our thorough credit approval process has, in part, allowed us to grow our high-quality AUM with low delinquency rates.

The customer appraisal process begins at the branch office level. All applications for retail mortgage loans by prospective customers must be submitted on our standardized forms. In addition to submitting a duly signed application form and processing fee cheque, prospective customers are required to submit certain KYC documents, including proof of name, date of birth, address and signature, as well as documents relating to the property to be purchased. To be eligible for a retail mortgage loan, each prospective customer must either be presently employed and receiving a salary from a corporation or be self-employed with an established business track record and sufficient earnings. Each such prospective customer is also required to provide requisite documentation for income verification purposes. If salaried, prospective customers are required to submit salary slips, bank statements and Form 16, a certificate issued to salaried personnel in India by their respective employers certifying the tax deducted at source from salary disbursements for such employees. If self-employed, prospective customers are required to submit income tax returns along with financial statements and bank statements. Borrowers which are proprietorships or companies are also required to submit certain approvals maintained by them in respect of their business and operations.

Once a prospective customer has submitted a completed application, credit officers in the branch office verify various details and empanelled third-party agencies conduct various on-site checks to verify the prospective customer's work and home addresses, as well as telephone numbers. We check the credit history and credit worthiness of the customer on various credit bureaus to ascertain the financial obligations of the customer and to ensure that the customer has a clean repayment track record, such as consumer credit reports from CIBIL for delays/ defaults by the borrower. We also carry out various reference checks with the customer's bankers and debtors, creditors, as well as with the customer's neighbours. Internally, we check our databases for any information and feedback on the customer. We carry out title and legal checks, including CERSAI checks, on the collateral to ensure that we have the first and sole charge on it. We conduct property valuations internally and also engage external property valuers to assess the property. The lower of the two valuations is considered by the credit officer. Additional checks are also undertaken by our fraud control unit to make sure that the customer is genuine.

Once the application review process is completed, the loan is sanctioned by the mandated approval authority. A credit decision is then communicated to the customer.

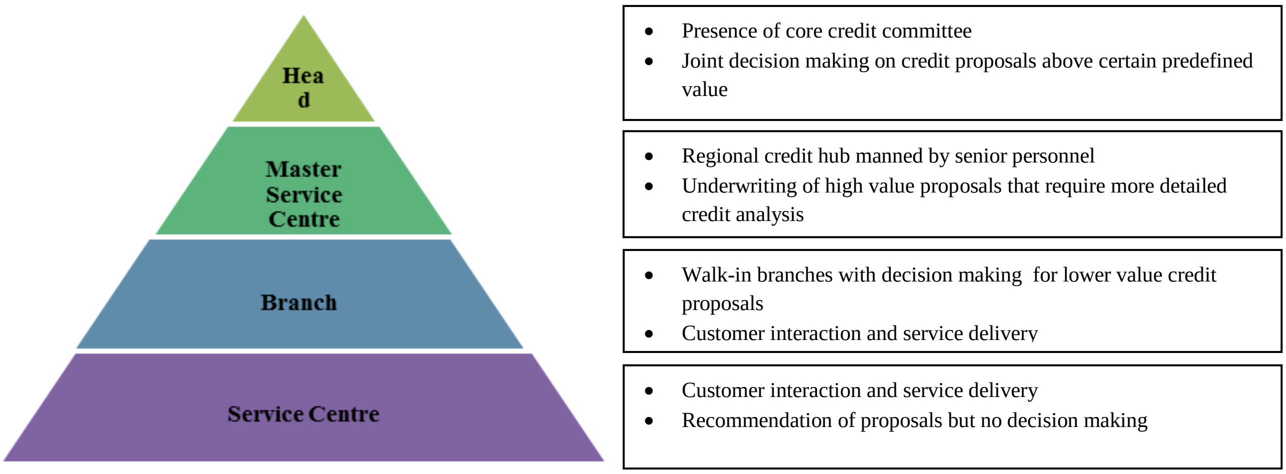
Before disbursing the loan, we must receive either electronic clearance instructions or post-dated cheques from the customer for the EMI payments. We also receive an additional cheque for the principal amount of the loan, which we can present if the loan becomes pre-payable for any reason. Once the direct debit authorizations and/or cheques have been received, the funds are disbursed to the customer.

Direct Sales Team

Our customers are sourced by our in-house direct sales team ("**DST**"), external direct sales agents ("**DSA**s") and through branch walk-ins. Our "feet-on-street" DST covers and penetrates the urban and semi-urban customer segments. As of March 31, 2015, we had a DST of over 2,000 employees located across our network. Our DST employees operate out of our branch offices, service centres and project sites. For Fiscal Year 2015, 82% of our consolidated mortgage loans were sourced in-house through our DST and walk-in customers. Of this, 71% of our consolidated mortgage loans were sourced through our DST, for Fiscal Year 2015.

The DST employees supervise approved and under-construction residential projects across India. They engage with customers at the time that the customers are selecting housing units for purchase. Often the DST employees show various developments to the customers and help the customers with the purchase decision. Once the sale is ready to close, the DST employees also assist the customers in obtaining a home loan.

We also rely on DSAs for referring potential customers. Our DSAs are typically proprietorships and self-employed professionals like chartered accountants who primarily work with multiple small businesses providing consulting services. They pass on leads of any loan requirements of these small businesses to us. These DSAs do not work exclusively with us and may also work with other lenders, including our competitors. DSAs pass on leads to us and document collection, credit appraisal and eventual loan fulfilment are done by us in-house. For Fiscal Year 2015, DSAs sourced 18% of our consolidated mortgage loans.



Portfolio Monitoring

Our risk audit and collection department reviews and monitors our AUM. This department monitors debt repayment levels of particular loan exposures on a weekly basis. This allows us to identify potentially problematic loans at an early stage and prepares us for immediate action if any principal or accrued interest repayment problems arise.

The portfolio is monitored by way of various analyses consisting of:

- bucket-wise ageing analysis (i.e., number of days past due) of the outstanding portfolio;
- concentration risk monitoring in segments of the portfolio;
- early warning delinquency analysis; and
- historical case review on a periodical basis, including review of credit risks and operational risks.

Asset Recovery and Non-Performing Loans

Once an account is classified as a NPA, in accordance with the NHB Directions, proceedings under the SARFAESI Act commence. The proceedings commence with the issuance of a notice to the borrower and/ or the guarantor calling upon them to pay the demanded amount within 60 days. In the case of non-compliance, another notice is issued for taking over symbolic possession of mortgaged property. Thereafter, applications seeking police assistance for taking physical possession of the mortgaged property are filed before the magistrates and collectors concerned.

We then obtain a valuation of the mortgaged property and fix the reserve price and put it up for auction. At times, the property is also sold through private arrangements after obtaining consent of the borrower. Portions of the portfolio where the likelihood of repayment is remote are written off. Subsequent recoveries on these portions are recognized directly in our income statement but the asset itself is not regularized and remains written off.

In addition to initiating proceedings under the SARFAESI Act, in the event that EMI or principal repayment cheques issued by our customers are dishonoured on account of insufficiency in funds, we undertake proceedings under the Negotiable Instruments Act for asset recovery and NPAs. Upon the receipt of the relevant information and documents such as the physical cheque and bouncing memo, proceedings under the Negotiable Instruments Act may be initiated by serving a notice demanding payment. If no payment is received within the stipulated period, a criminal complaint is filed before the competent court having jurisdiction to try the case. After the trial, if the accused person(s) are convicted, they are liable for imprisonment or fine or both.

We also initiate arbitration proceedings based on arbitration clauses in our loan agreements. Once the arbitrator accepts the request for appointment, he/ she sends acceptance in writing to all the parties to the dispute and calls upon the claimant to file the statement of claim. We file our statement of claim before the arbitrator and if required, an application under the Arbitration and Conciliation Act seeking appropriate interim reliefs. If the respondent(s) do not appear in the arbitration proceedings even after due service, they are proceeded *ex-parte*. The proceedings are conducted as per procedure laid down in law and by the arbitrator. After adjudication, *ex-parte* or otherwise, an award is passed by the arbitrator.

The following table sets forth details of our consolidated non-performing loans (in absolute terms and also as a percentage of our consolidated AUM) and our cumulative provision as at March 31, 2015, 2014 and 2013:

Particulars	**Consolidated**		
	As at March 31,		
	2015	**2014**	**2013**
	(in ₹ millions, except percentages)		
Gross NPAs	4,428.2	3,416.9	2,707.9
% of gross NPAs to AUM	0.85%	0.83%	0.79%
Net NPAs[1]	1,858.8	1,472.6	1,146.3
% of net NPAs to AUM	0.36%	0.36%	0.33%
Total cumulative provision – loans and other assets	6,155.1	5,025.3	4,612.8

Note:
1. Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.

Provisioning Policy

To establish allowances and provisions, loans are classified by their perceived risk criteria in accordance with our policies and accounting requirements and in compliance with the NHB Directions. An NPA may be classified as a substandard asset, a doubtful asset or a loss asset. Depending on the classification, provision is required to be made on the book value of the asset, taking into account the degree of well-defined credit weakness and the extent of dependence on the collateral security for realisation. We utilize a combination of substandard asset provisions, standard asset provisions, and counter-cyclical provisions on our outstanding AUM.

Substandard asset provisions are made as a proportion of the delinquent portfolio aged beyond a certain level. The percentage provided for increases with increasing delinquency ageing. Standard asset provisions are made on the standard assets at rates prescribed by the NHB. Counter-cyclical provisions are made to mitigate cyclicality and to build a buffer which can be drawn down in adverse circumstances. As at March 31, 2015, our consolidated NPAs were ₹4,428.2 million, representing 0.85% of our consolidated AUM. As at March 31, 2015, we made consolidated provisions for contingencies of ₹6,155.1 million, representing 139% of our consolidated NPAs, which comprised ₹3,069.4 million as provision for our consolidated NPAs and ₹3,085.7 million as provision for our standard assets.

The following table is a summary of the risk classification of our consolidated gross NPAs (in absolute terms and as a percentage of our consolidated gross NPAs) and our provision for probable losses as at March 31, 2015, 2014 and 2013:

Non-Performing Assets	**Consolidated**					
	As at March 31,					
	2015		**2014**		**2013**	
	Amount *(in ₹ millions)*	% of gross NPAs	Amount *(in ₹ millions)*	% of gross NPAs	Amount *(in ₹ millions)*	% of gross NPAs
Housing loans						
Substandard assets	1,220.6	27.6	275.9	8.1	232.7	8.6
Doubtful assets	93.4	2.1	40.7	1.2	34.8	1.3
Total housing loans (A)	**1,314.0**	**29.7**	**316.5**	**9.3**	**267.5**	**9.9**
Non-housing loans						
Substandard assets	1,177.5	26.6	2,463.7	72.1	1,288.2	47.6
Doubtful assets	1,936.8	43.7	636.7	18.6	1,152.2	42.6
Total non-housing loans (B)	**3,114.3**	**70.3**	**3,100.4**	**90.7**	**2,440.4**	**90.1**
Total (A+B)	**4,428.2**	**100.0**	**3,416.9**	**100.0**	**2,707.9**	**100.0**
Total Provisions	**2,569.4**	**58.0**	**1,944.3**	**56.9**	**1,561.6**	**57.7**

Further, historically, we have maintained a higher provisioning for NPAs than the norms prescribed under the regulatory guidelines.

OTHER PRODUCTS AND BUSINESSES

In addition to our housing finance business, we undertake certain other limited business activities. These include management of mutual fund schemes by our asset management company, Indiabulls Mutual Fund, management of alternate investment fund schemes by our Subsidiary Indiabulls Asset Management Company Limited, cross-selling insurance to our customers and brokering mutual funds. In the past, we have also extended commercial vehicle loans but we no longer do so. Further, we actively seek to diversify our income sources and explore other business opportunities in the financial services sector in India or abroad, which may be through an existing or a new subsidiary company, joint-venture and/ or associate entity, subject to regulatory approvals.

SOURCES OF FUNDING

For details of our sources of funding, please see "*Selected Statistical Information*" on page 107.

After disbursing loans, we often sell-down parts of our portfolio through the securitization and/or direct sell-down or assignment of loan receivables to various banks, insurance companies and other financial institutions. Our assignment and/or securitization transactions are conducted on the basis of our internal estimates of funding requirements and may vary from time to time. The balance outstanding in the pool aggregated to ₹63,095.3 million, as at June 30, 2015, on a standalone basis, and ₹61,953.9 million, as at March 31, 2015, on a consolidated basis, respectively.

LIABILITY MANAGEMENT

We have a robust liability management program that leads to stable borrowings at reasonable costs. We have lending relationships with Indian public sector banks, private banks, mutual funds, provident funds, pension funds, insurance companies and others financial institutions.

Our borrowing is mainly in the form of term loans from banks, non-convertible debentures and commercial paper, issued on a private placement basis, with bonds forming a large part of our incremental borrowings. Our dependence on short-term borrowings is minimal and this lends stability to our liabilities, allowing us to manage our asset expansion accordingly.

Risk and Asset-Liability Management

Our Board of Directors has formed a risk management committee and asset liability management committee to help prudently manage major risks within the company.

The risk management committee is comprised of eight members who are responsible for, among other things:

- Approving, reviewing, monitoring and modifying the credit and operation policy from time to time;
- Reviewing customer complaints received by various regulators, courts, legal bodies and internal complaints;
- Reviewing the applicable regulatory requirements;
- Approving all of our functional policies;
- Putting in place appropriate mechanisms to detect customer fraud during the loan approval process;
- Reviewing the profiles of the high loan customers from time to time;
- Reviewing branch audit reports;
- Reviewing the implementation of FPCs, KYC and PMLA guidelines;
- Defining loan sanctioning authorities, including credit committee vetting processes, for various types/values of loans as specified in the credit policy approved by the Board of Directors; and
- Reviewing SARFAESI cases.

The asset liability management committee is comprised of eight members who are responsible for, among other things:

- Reviewing the Company's assets and liabilities position and liquidity risk;
- Managing and instructing the finance and treasury teams in the event of asset liability management mismatches beyond permissible limit as set out by the committee;
- Managing interest risk, product pricing and launches of new products;
- Reviewing periodically prime lending rates and recommend for changes for the benchmark rates of our Company;
- Approving of inter-corporate loans to subsidiaries/associate companies;
- Measuring future cash flows as per the given matrix in the NHB guidelines as fix up tolerance level in different time buckets as prescribed in the guidelines;
- Analyzing various risks, including liquidity risk, interest rate risk, investment risk and business risk;

- Assessing opportunity costs and maintenance of liquidity;
- Evaluating market risk involved in launching new products;
- Deciding our transfer pricing policy; and
- Approving and regularly reviewing our business plan and targets.

Our Board of Directors has constituted various other committees, namely the audit committee, the nomination and remuneration committee (formerly known as the "remuneration committee"), the stakeholders relationship committee (formerly known as the "shareholders'/investors' grievance committee"), the compensation committee, the customer grievance committee, the corporate social responsibility committee and the investment committee, which act in accordance with the terms of reference determined by the Board of Directors, as well as applicable corporate governance regulators under the Listing Agreement. These committees comprise independent directors on our Board of Directors along with experienced members of our senior management team who have put in place preventive measures to mitigate various risks. Our Company has a robust mechanism to ensure the ongoing review of systems, policies, processes and procedures to contain and mitigate risks that arise from time to time. The key principles we apply to address and mitigate interest rate risk, liquidity risk, credit risk and operational risk are summarized below.

Interest Rate Risk

We are in the business of lending. We borrow funds at floating and/ or fixed rates of interest, while we primarily extend credit at floating and/or fixed rates of interest. Our profitability is linked to interest rates. This exposes us to an interest rate risk. Consequently, exposure to interest rate fluctuations and increases needs to be managed in order to mitigate the risk.

As at March 31, 2015, a significant majority of our loan assets was floating rate loans and 60.4% of our standalone borrowing liabilities were floating rate. Our business is impacted by a change in interest rates although the floating rate loans only re-price on a periodic basis. Our balance sheet consists of Indian Rupee denominated assets and liabilities and U.S. dollar denominated liabilities. Consequently, movements in domestic as well as U.S. dollar interest rates constitute the primary source of interest rate risk.

This risk is managed on the balance sheet by the management team with the guidance of our asset liability management committee. The committee actively reviews the assets and liabilities position of our Company and gives directions to the finance and treasury teams in managing the same.

While we have entered into various swap arrangements to reduce our exposure to interest rate fluctuations, such arrangements may not sufficiently reduce our exposure to fluctuation in interest rates or adequately protect us against any unfavorable fluctuation in the interest rates.

For more information on our liquidity risk, see "*Risk Factors – We are vulnerable to the volatility in interest rates and we may face interest rate and maturity mismatches between our assets and liabilities in the future which may cause liquidity issues.*" on page 34.

Foreign exchange risk

Substantially all of our revenue and our expenditure are denominated in Indian Rupees. However, we undertake external commercial borrowings in U.S. dollars. During Fiscal Year 2015, we drew down external commercial borrowings amounting to U.S.$200 million, on a standalone basis. None of our consolidated entities has taken foreign currency loans. As a result, fluctuations in the exchange rate between the U.S. dollar and Indian Rupees will affect our interest expenses, financial condition, cash flows and profitability. The Indian Rupees' exchange rate with the U.S. dollar and other currencies is affected by, among other things, changes in India's political and economic conditions. See also "*Risk Factors — We are subject to risks arising from exchange rate fluctuations, which could materially and adversely affect our business and financial condition and negatively impact your investment in our Equity Shares*" on page 43. Any significant revaluation of the Indian Rupees may materially and adversely affect our cash flows, revenue, earnings and financial position, and the value of any dividends payable in U.S. dollars.

While we have entered into various hedging arrangements to hedge our entire balance sheet risk on our foreign exchange exposure, such arrangements may not sufficiently reduce our exposure to fluctuation in interest rates or adequately protect us against any unfavorable fluctuations in interest rates.

Liquidity Risk

Any liquidity risk arising due to non-availability of adequate funds at an appropriate cost is minimized through a mix of strategies, including asset securitization and assignment and temporary asset liability gap. One of the key operating principles of the Company is to maintain adequate liquidity at all times. The Company has strictly adhered to this principle and attempts to consistently maintain approximately 15% to 20% of its on-balance sheet assets in the form of cash, cash equivalents, investments in liquid schemes of mutual funds and undrawn but committed cash credit limits.

We constantly monitor our liquidity under the guidance of the asset liability management committee and the investment committee. We classify our assets and liabilities as current and non-current based on their contracted maturities. However, our classification of assets and liabilities into various maturity profiles reflects various adjustments for prepayments and renewals in accordance with the guidelines issued by the NHB. We manage our balance sheet while drawing new debt and extending credit so as to minimize potential asset-liability mismatches. We do not deploy funds raised from short term borrowing for long term lending. See also, "*Selected Statistical Information – Asset-Liability Gap Management*".

Capital Adequacy

HFCs are required to maintain a minimum CRAR norm of 12% of the risk weighted assets and risk adjusted value of off-balance sheet items before declaring any dividends. In addition, the NHB also require HFCs to transfer a minimum of 20% of their annual profits to a reserve fund. The table below sets forth our standalone CRAR as at March 31, 2015, 2014 and 2013:

Particulars	**Standalone**		
	For the Fiscal Year ended March 31,		
	2015	**2014**	**2013**
CRAR[1]	18.35%	19.14%	18.47%
CRAR – Tier I Capital	15.24%	15.05%	14.96%
CRAR – Tier II Capital	3.11%	4.09%	3.51%

Note:

1. *CRAR is defined as a capital ratio consisting of Tier I and Tier II Capital to its aggregated risk weighted assets (as per the NHB Regulations) and risk adjusted value of off-balance sheet items.*

Credit Risk

Credit risk is the risk of loss that may result from a borrower's or counterparty's failure to meet the contractual obligation of repaying debt as per the agreed terms. Credit risk is actively monitored and controlled by our risk management committee. The committee reviews and updates the credit policy, which is strictly adhered to by our underwriting teams. We also employ advanced credit assessment procedures, which include verifying the identity and checking references of the prospective customer thoroughly at the lead generation stage. Our extensive local presence also enables us to maintain regular direct contact with our customers. The underwriting team works closely with our fraud control unit, which uses internal and external sources to identify all possible fraudulent loan applications.

The Risk Management Committee is comprised of eight members, including members of our senior management team with significant experience in the industry. The Risk Management Committee meets multiple times during the year and actively monitors emergent risks to which our Company may be exposed. The Risk Management Committee has put in place enhanced control measures in an attempt to minimize these risks.

Operational risk management

Operational risk is the risk of loss resulting from (i) inadequate or failed internal processes, (ii) people and systems, or (iii) external events. Operational risk is associated with human errors, system failures, and inadequate procedures and controls. Operational risk exists in any kind of products and business activities.

We have identified certain types of the operational risk events which are more likely to result in substantial losses to our business. These include (i) credit risk, (ii) technology risk, (iii) employee risk, (iv) regulatory risk and (v) the risks arising from fraud and anti-money laundering transactions.

We have implemented strategies and methods to safeguard against these risks:

Credit risk

We have an in-house internal audit team, which conducts periodic audits for all our businesses and functions.

Technology risk

We have an in-house IT team, which ensures that the software and hardware systems are not only the best but also continuously upgraded and safeguarded against any kind of technology related threats. The IT team is responsible for ensuring that the occurrence and frequency of IT downtimes is kept to a minimum. The team is also responsible for the accessibility of our IT system to authorized users and password management.

Employee risk

We have implemented an effective screening programme to conduct pre-employment background checks. Adequate and proper reference checks and screening of the prospective employee’s credentials are conducted prior to recruitment.

Regulatory risk

We require our employees to follow a clear procedure to ensure that all the regulatory clearances are obtained for the underlying projects before providing any types of financial support to such projects. Any communication received by us, including legal notices, customer letters, banks communications, regulatory notices or orders are promptly recorded and forwarded to the relevant departments who are required to process such communication in a timely manner. This process is managed by our in-house regulatory compliance team.

Fraud and anti-money laundering transactions

At the time of appraisal of a loan or a business proposal, we review the underlying documents from KYC as well as money laundering and fraud prevention perspectives. Our fraud control unit also conducts spot checks or a random basis. We also ensure the preservation of records in compliance with the Prevention of Money Laundering Act of 2002.

COMPETITION

We face competition in the lending business from domestic and international banks as well as other HFCs and NBFCs. Our primary competitors are HDFC Bank, HDFC Limited, ICICI Bank and Axis Bank.

SALES AND MARKETING

Our customer-oriented approach forms the basis of all our marketing activities and communications. Our core brand message "Ab Ghar Aa Jao", compliments our communication strategy and we believe that it embodies the feelings of coming back to the comfort of one's own home, love and warmth.

Our marketing strategy revolves around the following:

- Position ourselves as one of the leading players in the affordable housing segment, offering home loans at competitive rates;
- Make our brand relevant to the right target audience (especially in the sub ₹5.0 million home loan segment);
- Ensure sustained visibility through television, print and digital media for both our customers and opinion makers; and
- Strengthen relationships with builders through optimum presence in and around our pre-approved residential projects.

We have an in-house marketing and branding team which carries out various marketing and branding activities, implements our marketing strategy and ensures that our brand objectives are met with. Our core brand objectives include creating awareness, generating leads and increasing sales. We also engage third party agencies to support our marketing and branding team achieve its objectives.
Our sales efforts primarily involve loans provided to customers purchasing homes in under-construction projects. We enter into tie-ups with real estate developers, pursuant to which we pre-approve their projects. We also enter into tie-ups with other corporate houses for referral of our products to their employees. Customers intending to purchase homes from pre-approved projects are catered to by our DST employees operating at these project sites. We also rely on DSAs, referrals and walk-ins across our network; events and exhibitions and corporate tie-ups to increase sales and generate leads. We also have a dedicated call centre team to cater to leads generated from various channels.

We adopt a comprehensive marketing approach across various media platforms to achieve sustained and strategic visibility and effective and efficient communication with our potential customers. Our communication channels include the following:

- Above the line communication: We regularly advertise through television, national and vernacular dailies, radio and outdoor hoardings.
- Below the line communication: We regularly conduct and/ or participate in sponsored events, property exhibitions, customer awareness events, co-branded builder site events and promotions in building societies and malls. To further expand our outreach, our team conducts relationship meetings with channel partners and business associates on regular basis.
- Digital communication: Digital communication has been our key focus in the recent times. The presence on search engine marketing, social media and select publisher sites has helped us leverage the branding and business opportunity in the internet and mobile platforms.

Our current campaign "Saluting the spirit of the hardworking Indian" addresses our core target group of sub ₹5.0 million segment. We believe that it encapsulates our respect for hardworking individuals, which we believe is an inherent quality of this segment.

We also have a dedicated in-house customer care team which addresses and resolves all customer request and queries.

TECHNOLOGY

We realize the importance of information technology and use both internally developed and externally subscribed tools, including SAS, SAP, FINNONE and Oracle, to improve our overall productivity. All our branches are connected through the VPN (Virtual Private Network) to the central servers located in our Gurgaon data centre. Data are processed and analysed using various tools, enabling us to efficiently and cost-effectively manage our nationwide network of branches and appropriately monitor various risks.

Our IT systems have the capability of end-to-end customer data capture, computation of income, collateral data capture and repayment management. Loan approval is controlled by the loan application system and the monthly analytics reports, including through-the-door and credit information tracking to ensure risk management control and compliance. For our employees, many key workflow processes are accessible through hand-held devices and mobile apps.

Our website is a virtual branch that is available to our customers 24 hours a day, seven days a week. It is powered with features that allow customers to determine their eligibility, estimate tax-benefits and calculate their EMI. New and existing customers can use the website to seek online sanction for new loans and existing customers can access their existing accounts.

We have also implemented security tools to ensure data security. We have obtained ISO 27001:2013 certification in respect of our information security management systems.

CUSTOMER SERVICE AND GRIEVANCE REDRESSAL PROCESSES

We have implemented a grievance redressal policy and a well-defined structured system to resolve any issues faced by our customers in a just, fair and timely manner.

Customers can register their grievances through email, telephone or complaint books available at all our offices. Customer complaints are promptly recorded in a master database through our customer relationship management system. The relevant office where the complaint was lodged is primarily responsible for ensuring that the complaint is resolved to the customer's satisfaction. All escalations are further sent to our Head Office for guidance/ resolution. All complaints are acknowledged within three working days from receipt and are endeavored to be resolved within 15 days of receipt.

We have also formed a service committee comprising our executive directors, head of customer service, head of compliance and head of operations, who periodically review major areas of customer grievances and suggest appropriate measures to be taken to improve customer service. The committee also examines issues that have a bearing on the quality of customer service. We have obtained ISO 10002:2014 certification from TUV India Certification Body in relation to our management system for customer complaint handling. We have also obtained ISO 9001:2008 from TUV NORD CERT GmbH in relation to our management system for lending operation processes and grievance redressal mechanism.

INSURANCE

We currently maintain insurance coverage against fire and allied perils, burglary and housebreaking and damage to portable equipment at our offices and a money insurance coverage for cash that is maintained in our offices and cash in transit. We also maintain a director's and officers' liability policy covering our directors, officers and employees against claims arising out of legal and regulatory proceedings and monetary demands for damages.

For a discussion of certain risks relating to our insurance coverage, please see "*Risk Factors – Our insurance coverage may not adequately protect us against losses, and successful claims that exceed our insurance coverage could harm our results of operations and diminish our financial position*" on page 43.

INTELLECTUAL PROPERTY

We conduct our operations under the "Indiabulls" brand name. "Indiabulls" (word) was a registered trademark till 2013, and we applied for fresh registration of this mark on September 7, 2015, which is currently pending. See also "*Risk Factors – We may be unable to protect our logos, brand names and other intellectual property rights which are critical to our business.*" on page 44.

LEGAL PROCEEDINGS

We are party to various legal proceedings which arise primarily in the ordinary course of our operations. For further details, please see "*Legal Proceedings*".

PROPERTY

Our registered office is located at M-62 and 63, First Floor, Connaught Place, New Delhi – 110 001, which premises have been taken by us on leasehold basis for a period of nine years. Additionally, our other offices are located on leasehold premises on the basis of agreements that are typically valid from 11 months to nine years, renewable after the expiry of their terms, and may be terminated at the option of the lessor or us with prior notice.

EMPLOYEES

As of March 31, 2015, 2014 and 2013 we had a dedicated workforce of 4,835, 4,099 and 4,072 employees. The growth in our employee headcount is in line with our strategy of growing our operations. The productivity ratio of our employees has increased consistently in the past. On a consolidated basis, as of March 31, 2015, 2014 and 2013, our profits per employee were ₹3.93 million, ₹3.24 million and ₹2.62 million and our total assets per employee were ₹118.37 million, ₹91.87 million and ₹80.95 million.

We focus on training our employees on an ongoing basis. We conduct regular training programs and workshops for our employees, and management and executive trainees generally undergo extensive training on the finance sector. In addition to on-the-job training, we provide employees courses in specific areas or specialized operations on an as-needed basis including in credit risk, credit underwriting, customer service, negotiation and operational processes.

CORPORATE SOCIAL RESPONSIBILITY

We are firmly committed towards corporate social responsibility initiatives. We contributed ₹232 million to the Indiabulls Foundation in Fiscal Year 2015 for the purpose of undertaking corporate social responsibility activities. Indiabulls Foundation's key thrust areas are health, education, nutrition, sustainable livelihood and rural development. Indiabulls Foundation has set up free medical clinics to provide primary and preventive healthcare, mobile medical health vans and also sponsored around 1,200 cleft surgeries for children. In the field of women's health, Indiabulls Foundation promotes hygiene and sanitation among rural women. It also supports women self-help groups in making nutritional supplements and provides sustainable employment options. In the field of education, Indiabulls Foundation has awarded around 100 scholarships to students to pursue higher education and plans to award around 400 more scholarships in the current Fiscal Year. In addition, it has tied up with Maharashtra Knowledge Corporation Limited to set up authorised computer centres to improve IT literacy among the rural population. It has also equipped a school in Raigad, Maharashtra, with e-learning capabilities to enhance the quality of education. Furthermore, it has sponsored a water project in a tribal school where there is acute scarcity of water, benefiting over 1,100 children.

SELECTED STATISTICAL INFORMATION

The following information should be read together with our Company's financial statements included in this Placement Document and the sections titled "*Management's Discussion and Analysis of Financial Condition and Results of Operations*" and "*Our Business*" to the extent that our Company's financial results and financial condition are discussed in those sections. All computations have been derived from financial information which has been prepared in accordance with Indian GAAP. Footnotes appear at the end of each related section of tables.

In this section, references to "we", "our" and "us" are to the Company and its Subsidiaries, unless the context requires otherwise.

The average balance sheet numbers for the Fiscal Years ended March 31, 2015 and 2014 are based on the average of the opening and closing balances outstanding during those years. The average balance sheet numbers for the Fiscal Year ended March 31, 2013 indicate the actual closing balances for that year. This is on account of the merger of IBFSL with our Company in Fiscal Year 2013, as a result of which, our assets and liabilities at the end of Fiscal Year 2013 were significantly higher than those at the beginning of the Fiscal Year. Consequently, our average asset and liability positions for Fiscal Year 2013 may not be directly comparable to the subsequent Fiscal Years. The sub-sections titled " – *Average Balance Sheet*", " – *Yields, Spreads and Margins*", " – *Return on Equity and Assets*", " – *Cost of Funds*", and " - *Borrowings*" in this section should be read accordingly.

Average Balance Sheet

The tables below present the average balances for income-earning assets and interest-bearing liabilities together with the related income and expense amounts, resulting in the presentation of the average yields and cost for each year/ period indicated. The average balance is the average of opening and closing balances outstanding for the year/ period. The average yield on average income-earning assets is the ratio of income on income earning assets to average income-earning assets for the year/ period. The average cost on average interest-bearing liabilities is the ratio of interest expense to average interest-bearing liabilities for the year/ period. The average balances of loans include NPAs and are net of provision for credit losses.

	Standalone		
	As at and for the three months ended June 30, 2015		
	Average balance	Income/ Expense	Average yield/ cost (Annualised)
	(in ₹millions, except percentages)		
Income-earning assets:			
Advances	445,927.9	16,613.2	14.9%
Investments	63,671.9	2,066.2	13.0%
Others	12,833.4	189.8	5.9%
Total income-earning assets	**522,433.3**	**18,869.2**	**14.5%**
Non-income earning assets:			
Fixed assets	507.9	-	-
Other assets	42,777.1	-	-
Total assets	**565,718.3**	-	-
Interest-bearing liabilities:			
Borrowings	473,218.1	10,973.8	9.3%
Total interest-bearing liabilities	**473,218.1**	**10,973.8**	**9.3%**
Non-interest bearing liabilities:			
Capital and reserves	63,185.9	-	-
Other liabilities	29,314.4	-	-
Total non-interest bearing liabilities	**92,500.3**	-	-
Total liabilities	**565,718.3**	-	-

	Consolidated								
	As at and for the Fiscal Years ended March 31,								
	2015			2014			2013		
	Average balance	Income/ Expense	Averag e yield/ cost	Average balance	Income/ Expense	Average yield/ cost	Average balance	Income/ Expense	Averag e yield/ cost
	(in ₹ millions, except percentages)								
Income-earning assets:									
Advances	404,916.1	59,436.6	14.7%	329,386.5	49,663.6	15.1%	306,267.7	41,587.9	13.6%
Investments	45,452.2	8,857.0	19.5%	26,172.8	5,685.9	21.7%	22,977.3	3,035.8	13.2%
Others	15,379.1	822.1	5.4%	11,393.7	1,218.8	10.7%	5,103.8	273.5	5.4%
Total income-earning assets	**465,747.5**	**69,115.7**	**14.8%**	**366,953.0**	**56,568.2**	**15.4%**	**334,348.8**	**44,897.2**	**13.4%**
Non-income earning assets:									
Fixed assets	505.2	-	-	462.6	-	-	456.1	-	-
Other assets	41,988.0	-	-	50,313.2	-	-	56,483.3	-	-
Total assets	**508,240.7**	-	-	**417,728.8**	-	-	**391,288.2**	-	-
Interest-bearing liabilities:									
Borrowings	415,134.8	39,442.0	9.5%	334,126.5	32,823.8	9.8%	312,857.8	25,990.9	8.3%
Total interest-bearing liabilities	**415,134.8**	**39,442.0**	**9.5%**	**334,126.5**	**32,823.8**	**9.8%**	**312,857.8**	**25,990.9**	**8.3%**
Non-interest bearing liabilities									
Capital and reserves	61,686.1	-	-	54,370.4	-	-	51,685.8	-	-
Other liabilities	31,419.8	-	-	29,231.8	-	-	26,744.6	-	-
Total non-interest bearing liabilities	**93,105.9**	-	-	**83,602.3**	-	-	**78,430.3**	-	-
Total liabilities	**508,240.7**	-	-	**417,728.8**	-	-	**391,288.2**	-	-

Yields, Spreads and Margins

The following table sets forth, the yields, spreads and interest margins on our interest-earning assets for the periods indicated.

Particulars	Standalone	Consolidated		
	For the three months ended June 30, 2015	For the Fiscal Years ended March 31,		
		2015	2014	2013
	(in ₹ millions, except percentages)			
Interest income (income from financing activities)	16,982.1	61,210.3	51,865.1	42,634.1
Finance cost	10,973.8	39,442.0	32,823.8	25,990.9
Average income-earning assets	522,433.3	465,747.5	366,953.0	334,348.8
Average interest-bearing liabilities	473,218.1	415,134.8	334,126.5	312,857.8
Average total assets	565,718.3	508,240.7	417,728.8	391,288.2
Average income-earning assets as a percentage of average total assets	92.4%	91.6%	87.8%	85.5%
Average interest-bearing liabilities as a percentage of average total assets	83.7%	81.7%	80.0%	80.0%
Average income-earning assets as a percentage of average interest-bearing liabilities	110.4%	112.2%	109.8%	106.9%
Yield[1]	14.45%[2]	14.8%	15.4%	13.4%
Cost of funds[3]	9.28%[4]	9.5%	9.8%	8.3%
Spread[5]	5.2%	5.3%	5.6%	5.1%
Dividend payout ratio[6]	128.2%	47.9%	61.6%	49.4%
Cost to average assets	1.2%	1.6%	1.5%	1.2%

Notes:
1. *Yield refers to revenue from income bearing assets for the period divided by average income bearing assets.*
2. *Yield for the period ending June 30, 2015 has been calculated on an annualised basis.*
3. *Cost of funds refers to finance cost for the period divided by average interest bearing liabilities.*
4. *Cost of funds for the period ending June 30, 2015 has been calculated on an annualised basis.*
5. *Spread refers to difference between yield and cost of funds.*
6. *Dividend payout ratio refers to ratio of total dividend to profits after tax and minority interest.*
7. *Dividend payout ratio for the Fiscal Year ended March 31, 2015 is higher as it includes divided declared and paid in April 2015 out of the surplus in our profit and loss account.*

Return on Equity and Assets

The following table presents certain selected financial ratios for the periods indicated.

	Standalone	Consolidated		
	For the three months ended June 30, 2015	For the Fiscal Years ended March 31,		
		2015	2014	2013
Particulars	*(in ₹ millions, except percentages)*			
Average total assets	565,718.3	508,240.7	417,728.8	391,288.2
Average shareholders' equity	65,132.4	61,000.4	54,027.6	51,685.8
Net profit before tax	6,763.6	24,725.3	19,817.9	16,551.4
Net profit after tax	4,993.6	19,012.4	15,685.4	12,660.7
Return on equity[1]	32.5%[2]	28.7%	27.5%	23.8%
Return on average asset (before tax)[3]	4.8%[4]	4.9%	4.7%	-[5]
Return on average asset (after tax)[6]	3.5%[7]	3.7%	3.8%	-[5]
Average shareholders' equity as a percentage of average total assets	11.5%	12.0%	12.9%	13.2%

Notes:
1. *Return on equity is calculated by dividing the net profit after tax for the period by shareholder's equity at the end of the period.*

2. *Return on equity for the three months ended June 30, 2015 has been calculated on annualised basis.*
3. *Return on average asset (before tax) is calculated by dividing the profit before tax for the period by the average total assets for the period.*
4. *Return on average asset (before tax) for the three months ended June 30, 2015 has been calculated on an annualised basis.*
5. *During Fiscal Year 2013, pursuant to a scheme of arrangement under the Companies Act, 1956, IBFSL merged with us. As a result, our assets and liabilities at the end of Fiscal Year 2013 were significantly higher than those at the beginning of the Fiscal Year. Consequently, our return on average asset (before and after tax) may not accurately reflect our average asset position for Fiscal Year 2013 and may not be directly comparable to the subsequent Fiscal Years.*
6. *Return on average asset (after tax) is calculated by dividing the profit after tax for the period by the average total assets for the period.*
7. *Return on average asset (after tax) for the three months ended June 30, 2015 has been calculated on an annualised basis.*

Interest Coverage Ratio

The following table presents our interest coverage ratios for the periods indicated.

	Standalone	**Consolidated**		
	For the three months ended June 30, 2015	**For the Fiscal Years ended March 31,**		
		2015	**2014**	**2013**
Interest Coverage Ratio	*(in ₹ millions, except percentages)*			
(i) Net profit before tax	6,763.6	24,725.3	19,817.9	16,551.4
(ii) Non cash expenses - depreciation, provision for loan assets/ bad debts written off (net of recoveries) and contingent provisions against standard assets (net)	650.9	3,190.3	2,376.2	934.0
(iii)Interest cost	10,790.1	39,180.9	32,586.8	25,902.2
(iv) Total ((i)+(ii)+(iii))	18,204.6	67,096.4	54,780.9	43,387.5
(v) Interest coverage Ratio ((iv) /(iii))	168.7%	171.2%	168.1%	167.5%

Investment Portfolio

The following tables set forth, as at the dates indicated, certain information related to our investments.

	Standalone
	As at June 30, 2015
Particulars	*(in ₹ millions)*
Government securities	-
Other approved securities	-
Shares	140.0
Mutual fund investments	49,383.7
Debentures, bonds, commercial papers and certificate of deposits	18,013.0
Subsidiaries and joint ventures	7,226.2
Total	**74,762.9**

	Consolidated		
	For the Fiscal Years ended March 31,		
	2015	**2014**	**2013**
Particulars	*(in ₹ millions)*		
Government securities	-	-	505.4
Other approved securities	-	-	-
Shares	102.1	101.6	101.6
Mutual Fund investments	28,127.6	21,109.9	1,813.0
Debentures, bonds, commercial papers and certificate of deposits	33,408.0	8,258.4	20,658.9
Total	**61,637.7**	**29,469.9**	**23,078.9**

Borrowings

The following table sets forth, for the periods indicated, information related to our borrowings, which are comprised primarily loans from banks and non-convertible debentures.

	Standalone	Consolidated		
	For the three months ended June 30, 2015	For the Fiscal Years ended March 31,		
		2015	2014	2013
Particulars	*(in ₹ millions, except percentages)*			
Period-end balance	490,872.8	474,874.5	355,395.2	312,857.8
Average outstanding balance	473,218.1	415,134.8	334,126.5	312,857.8
Finance cost	10,973.8	39,442.0	32,823.8	25,990.9
Average interest rate during the period[1]	9.3%[2]	9.5%	9.8%	8.3%

Note:
1. *Average interest rate during the period1represents the ratio of finance cost on borrowings during the period to the average balances of borrowings.*
2. *Average interest rate during the three months ended June 30, 2015 has been calculated on an annualised basis.*

Subordinated Debt

We obtain funds from the issuances of non-convertible subordinated debt securities, which qualify as Tier II capital under the NHB guidelines for assessing capital adequacy. As at June 30, 2015, our outstanding subordinated debt aggregated to ₹9,796.8 million.

The following table sets forth information with respect to subordinated debt issued by us as at the dates set forth below.

ISIN No.	Amount *(in ₹ millions)*	Start Date	Maturity Date	Terms of Redemption
INE894F08038	362.0	January 31, 2012	January 31, 2022	At Par
INE894F08020	150.0	January 31, 2012	May 31, 2017	At Par
INE894F08046	1.0	February 22, 2012	June 22, 2017	At Par
INE894F08053	200.0	February 22, 2012	February 22, 2022	At Par
INE148I08017	1,250.0	March 26, 2012	March 26, 2018	At Par
INE894F08061	150.0	March 30, 2012	March 30, 2022	At Par
INE894F08087	1,100.3	June 5, 2012	June 5, 2027	At Par
INE894F08079	150.0	June 5, 2012	June 5, 2022	At Par
INE894F08103	1,000.0	June 28, 2012	June 28, 2027	At Par
INE894F08111	496.5	June 30, 2012	June 30, 2027	At Par
INE148I08025	350.0	October 8, 2012	October 8, 2022	At Par
INE148I08033	400.0	October 22, 2012	October 22, 2022	At Par
INE148I08041	250.0	October 31, 2012	October 31, 2022	At Par
INE894F08137	326.0	November 15, 2012	November 15, 2027	At Par
INE894F08129	11.0	November 15, 2012	November 15, 2022	At Par
INE148I08058	200.0	December 4, 2012	December 4, 2022	At Par
INE148I08066	250.0	January 14, 2013	January 14, 2023	At Par
INE148I08074	100.0	January 30, 2013	January 30, 2023	At Par
INE148I08082	250.0	February 18, 2013	February 18, 2023	At Par
INE148I08090	200.0	March 6, 2013	March 6, 2023	At Par

ISIN No.	Amount *(in ₹millions)*	Start Date	Maturity Date	Terms of Redemption
INE148I08108	250.0	March 28, 2013	March 28, 2023	At Par
INE148I08116	200.0	May 23, 2013	May 23, 2023	At Par
INE148I08124	1,250.0	June 3, 2013	June 3, 2023	At Par
INE148I08132	250.0	September 23, 2013	September 23, 2023	At Par
INE148I08140	250.0	September 27, 2013	September 27, 2023	At Par
INE148I08157	50.0	October 24, 2013	October 24, 2023	At Par
INE148I08165	200.0	December 23, 2013	December 23, 2023	At Par
INE148I08173	100.0	July 17, 2014	July 17, 2024	At Par
INE148I08181	50.0	March 17, 2015	March 17, 2025	At Par
Total	**9,796.8**			

Perpetual Debt

We obtain funds from the issuance of non-convertible perpetual debt securities, which qualify as Tier II capital under the NHB guidelines for assessing capital adequacy. As at June 30, 2015, our outstanding perpetual debt aggregated to ₹1,000 million.

ISIN No.	Amount *(in ₹millions)*	Start Date	Maturity Date	Terms of Redemption
INE894F08095	1000	June 28, 2012	Perpetual	Perpetual[1]

Note:
1. Call option exercisable at the end of 10 years from date of allotment (exercisable with the permission of the regulator).

Loan Portfolio

As at 31 March 2015, 2014 and 2013, our AUM was ₹522,350 million, ₹411,694 million and ₹344,256 million, respectively. As at 31 March 2015, 2014 and 2013, substantially all of our loans under our AUM were to borrowers in India and were denominated in Indian Rupees.

The following table sets forth, for the periods indicated, our AUM classified by loan types.

	Consolidated					
	As at March 31,					
	2015		2014		2013	
	Loans	% of total AUM	Loans	% of total AUM	Loans	% of total AUM
Classification of Loans and Advances	*(in ₹millions, except percentages)*					
Secured Loans	517,961.0	99.2%	408,003.8	99.1%	341,278.2	99.1%
Unsecured Loans	4,389.3	0.8%	3,690.2	0.9%	2,978.0	0.9%
Total	**522,350.3**	**100.0%**	**411,694.0**	**100.0%**	**344,256.2**	**100.0%**

Concentration of Customers

The following table sets forth, as at the dates indicated, our fund-based loans outstanding categorized by customer type.

	Standalone		
	As at March 31,		
Concentration of Customers	**2015**	**2014**	**2013**
	(in ₹millions)		
Housing loans	313,755.6	228,080.5	184,895.1
Other property (non-housing) loans	124,336.0	110,383.2	115,905.4
Total	**438,091.6**	**338,463.7**	**300,800.5**

Non-Performing Assets

As at 31 March 2015, our gross NPAs as a percentage of our consolidated AUM were 0.85% and our net NPAs as a percentage of our consolidated AUM were 0.36%. As at March 31, 2015, we made consolidated provisions for contingencies of ₹6,155.1 million, representing 139% of our consolidated NPAs, which comprised ₹3,069.4 million as provision for our consolidated NPAs and ₹3,085.7 million as provision for our standard assets.

The following table sets forth, for the periods indicated, information about our NPA portfolio.

Particulars	**Consolidated**		
	As at March 31,		
	2015	**2014**	**2013**
	(in ₹ millions, except percentages)		
Opening balance at the beginning of the year	3,416.9	2,707.9	2,187.8
Increase /(decrease) in NPAs during the year	1,011.3	709.0	520.1
Gross NPAs at the end of the year	4,428.2	3,416.9	2,707.9
Net NPAs[1]	1,858.8	1,472.6	1,146.3
AUM	522,350.3	411,694.0	344,256.2
Net loans	460,396.5	354,449.5	307,829.3
Gross NPAs as a percentage of AUM	0.85%	0.83%	0.79%
Net NPAs as a percentage of AUM	0.36%	0.36%	0.33%
Total provisions as a percentage of gross NPAs	139.0%	147.1%	170.3%
Net gearing ratio[2]	5.9	5.1	4.7

Notes:
1. *Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.*
2. *Net gearing ratio refers to borrowings, including temporary overdrawn balances less current investment and cash and cash equivalents (as per balance sheet) at the end of the period divided by the net worth (without netting off goodwill) at the end of the period.*

Recognition of Non-Performing Assets

NPAs are recognized as per the NHB guidelines for our Company and as per the RBI guidelines for our subsidiaries, which are NBFC.

The NPAs are classified into various categories as follows:

(i) NPA for a period not exceeding 12 months/ 18 months : Substandard asset;
(ii) NPA exceeding 12 months/18 months: Doubtful asset; and
(iii) An asset which has been identified as loss asset by the company or its internal or external auditors or by the NHB, to the extent it is not written off by the company: Loss asset

The following table is a summary of the risk classification of our consolidated gross NPAs (in absolute terms and as a percentage of our consolidated gross NPAs) and our provision for probable losses as at March 31, 2015, 2014 and 2013:

	Consolidated					
	As at March 31,					
	2015		**2014**		**2013**	
Non-Performing Assets	**Amount *(in ₹ millions)***	**% of total NPAs**	**Amount *(in ₹ millions)***	**% of total NPAs**	**Amount *(in ₹ millions)***	**% of total NPAs**
Housing loans						
Substandard assets	1,220.6	27.6	275.9	8.1	232.7	8.6
Doubtful assets	93.4	2.1	40.7	1.2	34.8	1.3
Total housing loans (A)	**1,314.0**	**29.7**	**316.5**	**9.3**	**267.5**	**9.9**
Non-housing loans						
Substandard assets	1,177.5	26.6	2,463.7	72.1	1,288.2	47.6
Doubtful assets	1,936.8	43.7	636.7	18.6	1,152.2	42.6
Total non-housing loans (B)	**3,114.3**	**70.3**	**3,100.4**	**90.7**	**2,440.4**	**90.1**
Total loan book (A+B)	**4,428.2**	**100.0**	**3,416.9**	**100.0**	**2,707.9**	**100.0**
Total Provisions	**2,569.4**	**58.0**	**1,944.3**	**56.9**	**1,561.6**	**57.7**

The following table sets forth details of our non-performing loans and defaulting loans as at June 30, 2015 and March 31, 2015, 2014 and 2013.

Particulars	Standalone	Consolidated		
	As at June 30, 2015	As at March 31,		
		2015	2014	2013
	(in ₹ millions, except percentages)			
Gross NPAs	4,081.4	4,428.2	3,416.9	2,707.9
AUM	519,560.2	522,350.3	411,694.0	344,256.2
Gross NPAs as a percentage of AUM	0.79%	0.85%	0.83%	0.79%
Provision for NPAs	2,506.7[1]	2,569.4[1]	1,944.3	1,561.6
Provision for NPAs as a percentage of gross NPAs	61.4%[2]	58.0%[2]	56.9%	57.7%
Net NPAs[3]	1,574.7[2]	1,858.8[2]	1,472.6	1,146.3
Net NPAs as a percentage of AUM	0.30%	0.36%	0.36%	0.33%

Notes:
1. *Excluding counter-cyclical provision of ₹500 millions.*
2. *This is derived after excluding counter-cyclical provision of ₹500 millions from provision for NPAs.*
3. *Net NPAs reflect our gross NPAs less provisions for NPAs, except counter-cyclical provision.*

Non-Accrual Policy

When an asset is classified as non-performing, interest accrual thereon is stopped and the unrealised interest is reversed by a debit to our profit and loss account. In accordance with the NHB guidelines, interest realised on NPAs may be credited as income, provided that the interest does not relate to additional credit facilities sanctioned to the borrower. The NHB has also stipulated that in the absence of a clear agreement between us and the borrower for the purpose of appropriating recoveries in NPAs (*i.e.*, towards principal or interest due), banks should adopt an accounting principle and exercise the right of appropriation of recoveries in a uniform and consistent manner. In the case of NPAs where recoveries are effected, our policy is to appropriate the same against interest. If any of a borrower's loans are classified as an NPA, all loans to such borrower are classified as NPAs.

Provisions on Standard Assets

In accordance with the NHB Directions, we make a general provision on standard assets (i) at the rate of 2% on housing loans disbursed at comparatively lower rate of interest in the initial few years, after which rates are reset at higher rates; (ii) at the rate of 0.75% of the standard assets in respect of commercial real estates (residential housing); (iii) at the rate of 1.00% of standard assets in respect of other commercial real estates and (iv) at the rate of 0.40% of the total outstanding amount of loans which are standard assets other than (i), (ii) and (iii) above.

NPA Strategy

We rely on the SARFAESI Act to enforce our security charged to us in the case of defaulting borrowers as well to take appropriate portfolio intervention such as the sale of non-performing loans to specialised asset reconstruction companies. We have also restructured loans to customers who have faced cash flow problems causing delay or default in servicing their loan obligations.

Restructuring of Debt

As we are a housing finance company, we follow the NHB guidelines. The NHB has not prescribed any policy for restructuring assets. We have occasionally restructured loans based on individual borrower circumstances. However in the past, we have not faced any significant restructuring needs.

Capital Adequacy

The following table summarizes certain key financial data and ratios as at and for the three months ended June 30, 2015 and as at and for the Fiscal Years ended 31 March 2015, 2014 and 2013.

	Consolidated (unless specified otherwise)

Particulars	As at and for the Fiscal Years ended March 31, 2015	2014	2013
	(in ₹ millions, except percentages)		
CRAR[1] (on a standalone basis)	18.35%	19.14%	18.47%
CRAR - Tier I capital (on a standalone basis)	15.24%	15.05%	14.96%
CRAR - Tier II Capital (on a standalone basis)	3.11%	4.09%	3.51%
Borrowings	474,874.5	355,395.2	312,857.8
Cash and cash equivalents (as per the cash flow statement)	70,616.6	66,736.6	66,708.3
Net worth	65,651.8	56,388.6	53,134.5
Current investments (Investments in liquid debt instruments)	61,408.6	29,223.4	22,927.3
Debt to equity ratio[2]	6.2	5.1	4.6

Note:

2. *CRAR is defined as a capital ratio consisting of Tier I and Tier II Capital to its aggregated risk weighted assets (as per the NHB Regulations) and risk adjusted value of off-balance sheet items.*
3. *Debt to equity ratio refers to borrowings less cash and cash equivalents (as per the cash flow statement) at the end of the period divided by the net worth at the end of the period.*

Funding Sources

We strive to maintain diverse sources of funds in order to reduce our costs of funding, to maintain adequate interest margins and to achieve liquidity goals. The following table sets out our sources of funding and their respective percentages of our total funding as at June 30, 2015 and March 31, 2015, 2014 and 2013:

Source of Funding	Standalone As at June 30, 2015	Consolidated As at March 31 2015	2014	2013
Loans from banks and financial institutions	56.2%	59.8%	62.4%	62.3%
Non-convertible debentures and other debt instruments	34.4%	28.5%	26.6%	27.4%
External commercial borrowings	2.6%	2.6%	-	-
Commercial papers	4.6%	6.8%	8.0%	7.7%
Subordinated debt	2.0%	2.1%	2.7%	2.4%
Perpetual debt	0.2%	0.2%	0.3%	0.3%
Total	**100.0%**	**100.0%**	**100.0%**	**100.0%**

We also sell down parts of our portfolio through the securitization and/ or direct assignment of loan receivables to various banks, insurance companies and other financial institutions, which is another source of liquidity for us. As at March 31, 2015, 2014 and 2013, the size of our portfolio which was securitized and/ or directly assigned was ₹61,953.9 million, ₹57,244.4 million and ₹36,426.9 million of our consolidated AUM, representing 11.9%, 13.9% and 10.6%, respectively of our consolidated AUM.

Cost of Funds

The table below sets forth the amount and cost of fund as at June 30, 2015 and March 31, 2015, 2014 and 2013.

Funding Source	Standalone For the three months ended June 20, 2015	Consolidated For the Fiscal Years ended March 31, 2015	2014	2013
	(in ₹millions, except percentages)			
Banks & financial institutions	288,580.0	296,523.6	221,704.4	194,850.0
Capital Markets	202,292.8	178,350.8	133,690.8	118,007.8
Total / Weighted Average Cost	**490,872.8**	**474,874.5**	**355,395.2**	**312,857.8**
Cost of funds[1]	9.3%[2]	9.5%	9.8%	8.3%

Notes:

1. *Cost of funds refers to interest expense for the period divided by average interest bearing liabilities.*
2. *Cost of fund for the three months ended June 30, 2015 has been calculated on an annualised basis.*

Asset-Liability Gap Management

The following table sets forth the asset-liability gap position for our operations as at March 31, 2015, 2014 and 2013.

		1 day to 30/31 days (1 month)	Over one month to two months	Over 2 months to 3 months	Over 3 months to 6 months	Over 6 months to 1 year
	As at March 31,	*(in ₹ millions)*				
Liabilities						
Borrowing from banks	2015	3,709.3	950.0	15,107.6	36,662.0	36,826.2
	2014	5,045.2	2,585.5	4,149.7	22,245.6	29,555.4
	2013	201.9	4,069.2	3,534.9	13,553.2	29,398.0
Market borrowings	2015	2,135.5	6,656.5	2,064.0	10,895.0	16,485.0
	2014	2,096.5	5,672.5	5,290.0	7,845.0	19,102.0
	2013	2,030.0	3,595.0	6,840.0	18,600.0	7,450.0
Assets						
Advances	2015	11,156.5	4,104.5	8,375.4	25,043.2	42,170.0
	2014	13,199.5	4,532.6	7,263.0	17,568.9	43,388.1
	2013	12,284.1	4,190.5	7,421.1	14,950.3	30,486.2
Investments	2015	2,908.8	6,016.7	0.5	30,960.8	25,725.1
	2014	11,104.4	-	-	11,457.9	11,180.6
	2013	1,186.2	-	-	10,507.7	10,050.0
Cumulative gap (assets-liability)	2015	8,220.5	10,735.2	1,939.5	10,386.5	24,970.4
	2014	17,162.2	13,436.8	11,260.1	10,196.3	16,107.6
	2013	11,238.4	7,764.7	4,810.9	-1,884.3	1,803.9

		Over 1 to 3 years	Over 3 to 5 years	Over 5 to 7 years	Over 7 to 10 years	Over 10 years	Grand Total
	As at March 31,	*(in ₹ millions)*					
Liabilities							
Borrowing from banks	2015	100,596.0	82,288.6	10,983.6	517.2	646.9	288,287.4
	2014	103,971.8	42,477.2	732.8	517.2	819.0	212,099.4
	2013	87,198.3	48,795.4	2,128.0	2,650.7	3,320.5	194,850.1
Market borrowings	2015	70,864.0	10,030.0	11,912.0	33,301.0	2,932.8	167,275.8
	2014	35,012.0	10,782.0	200.0	43,863.0	2,932.8	132,795.8
	2013	37,545.0	9,852.0	-	27,163.0	2,932.8	116,007.8
Assets							
Advances	2015	170,038.9	93,366.0	51,070.6	41,630.3	20,062.0	467,017.4
	2014	129,222.5	72,254.2	40,978.8	14,845.9	18,581.1	361,834.6
	2013	130,020.3	60,129.9	20,939.4	18,981.9	15,719.1	315,122.8
Investments	2015	6,971.7	61.1	12.0	13.4	7,390.6	80,060.7
	2014	10,778.1	1,667.6	-	-	5,876.1	52,064.7
	2013	2,836.7	2,194.7	50.0	-	3,199.3	30,024.6
Cumulative gap (assets-liability)	2015	30,521.0	31,629.5	59,816.5	67,642.0	91,514.9	91,514.9
	2014	17,124.4	37,787.0	77,833.0	48,298.7	69,004.1	69,004.1
	2013	9,917.6	13,594.8	32,456.2	21,624.4	34,289.5	34,289.5

REGULATIONS AND POLICIES

The following is an overview of the certain sector specific Indian laws and regulations which are relevant to our Company's business. In addition to these relevant legislations, we may also be subject to terms and conditions set out in clearances, approvals and permits as applicable to the operations of our Company, obtained from village panchayats, state government or any other local authority. Taxation statutes such as the IT Act, and other miscellaneous regulations and statutes such as the Trade Marks Act, 1999, apply to us as they do to any other Indian company.

The description of laws and regulations set out below are not exhaustive, and are only intended to provide general information to QIBs and is neither designed nor intended to be a substitute for professional legal advice. The statements below are based on the current provisions of Indian law, and the judicial and administrative interpretations thereof, which are subject to change or modification by subsequent legislative, regulatory, administrative or judicial decisions.

The National Housing Bank Act, 1987

The NHB Act establishes the NHB as the principal agency to promote HFCs in India. The functions of the NHB include promoting, establishing, supporting or aiding in the promotion, establishment of, and regulation of HFCs; making loans and advances or other forms of financial assistance to housing finance institutions, scheduled banks, state co-operative agricultural and rural development banks or any other institution or class of institutions as may be notified by the Central Government; guaranteeing financial obligations of HFCs and underwriting the issue of stocks, shares, debentures and other securities of HFCs; formulating one or more schemes for the purpose of mobilization of resources and extension of credit for housing; providing guidelines to the HFCs to ensure their growth; and providing technical and administrative assistance to HFCs.

In terms of the NHB Act, every HFC is required to obtain a certificate of registration as an HFC, and have net owned funds of ₹ 100 million or such other higher amount as the NHB may specify, for commencing or carrying on its business. Further, every deposit-accepting HFC is required to invest and continue to invest in India in unencumbered approved securities, an amount which, at the close of business on any day, is not less than 5% (or such higher percentage as the NHB may specify, not exceeding 25%) of the deposits outstanding at the close of business on the last working day of the second preceding quarter.

The Housing Finance Companies (National Housing Bank) Directions, 2010

The NHB Directions consolidate and issue directions in relation to the acceptance of deposits by HFCs. Additionally, the NHB Directions provide for prudential norms for income recognition, accounting standards, asset classification, provision for bad and doubtful assets, capital adequacy and concentration of credit/ investment to be observed by the housing finance institutions and the matters to be included in the auditors' report by auditors of HFCs.

In accordance with the prudential norms under the NHB Directions, every HFC shall, after taking into account the degree of well-defined credit weaknesses and extent of dependence on collateral security, classify its lease/ hire purchase assets, loans and advances and any other forms of credit into certain specified classes, namely, standard assets, sub-standard assets, doubtful assets and loss assets. Furthermore, every HFC is required to make provision against substandard assets, doubtful assets and loss assets in accordance with provisioning requirements under the NHB Directions. The NHB Directions also provide for HFCs maintaining a minimum capital adequacy ratio, consisting of Tier I Capital and Tier II Capital to not be lower than 12% of its aggregate risk weighted assets and risk adjusted value of off-balance sheet items.

Certain other conditions imposed on HFCs by the NHB Directions, other directions of the NHB and circulars issued thereunder include the following:

(i) No HFC may grant housing loans to individuals (a) of up to ₹ 2 million with an LTV exceeding 90%; (b) of between ₹ 2 million to ₹ 7.5 million with LTV exceeding 80%; and (c) above ₹ 7.5 million with LTV exceeding 75%.

(ii) No HFC shall invest in land or buildings, except for its own use, an amount exceeding 20% of the aggregate of its Tier I Capital and Tier II Capital. Such investment over and above 10% of its owned funds is required to be made only in residential units.

(iii) No HFC shall lend to any single borrower an amount exceeding 15% of its owned funds, and to any single group of borrowers, an amount exceeding 25% of its owned funds.

(iv) The aggregate exposure of an HFC to the capital market in all forms should not exceed 40% of its net worth as on March 31 of the previous year. Within this overall ceiling, direct investment in shares, convertible bonds, debentures, units of equity-oriented mutual funds and all exposures to venture capital funds should not exceed 20% of its net worth.

(v) With effect from August 14, 2014, HFCs may not charge foreclosure charges/pre-payment penalties on all floating rate term loans sanctioned to individual borrowers.

(vi) All HFCs must ensure that disbursement of housing loans sanctioned to individuals should be closely linked to the stages of construction of the housing projects/ houses and upfront disbursal should not be made in cases of incomplete/ under-construction/ greenfield housing projects/ houses.

(vii) HFCs are eligible to issue non-convertible debentures only if it has net owned funds of ₹ 100 million as per their last audited balance sheets.

The Prevention of Money Laundering Act, 2002

The PMLA was enacted to prevent money laundering and to provide for confiscation of property derived from, and involved in, money laundering. In terms of the PMLA, every financial institution, including an HFC, is required to maintain record of all transactions including the value and nature of such transactions, furnish information of such transactions to the director defined under PMLA and verify and maintain the records of the identity of all its clients, in such a manner as may be prescribed. In this regard, the NHB, by a circular dated April 10, 2006 requires HFCs to follow the customer identification procedure, maintenance of records of transactions and period of preservation of such record keeping in terms of the provisions of the PMLA. These guidelines were further amended by a circular dated October 11, 2010, which requires an HFC to verify identity of non-account based customer while carrying out transaction of an amount equal to or exceeding ₹ 50,000. HFCs are also required to ensure that the documents are not given directly to the customers for verification, to obviate the possibility of fraud.

The Securitisation and Reconstruction of Financial Assets and Enforcement of Security Interest Act, 2002

The SARFAESI Act regulates the securitisation and reconstruction of financial assets of banks and financial institutions, and provides for measures in relation to enforcement of security interests and rights of the secured creditor in case of default by, *inter alia*, sale of the secured assets by the secured creditors in accordance with the provisions of the SARFAESI Act for the speedy recovery of their dues.

In addition to the above, the RBI has issued guidelines to banks and financial institutions on the process to be followed for sale of financial assets to asset reconstruction companies. These guidelines provide that a bank or a financial institution may sell financial assets to an asset reconstruction company provided the asset is an NPA. Under the said RBI guidelines, a bank or financial institution may also sell a standard financial assets to asset reconstruction companies only if the borrower has a consortium or multiple banking arrangements and at least 75% by value of the total loans to the borrower are classified as an NPA and at least 75% by the value of the banks and financial institutions in the consortium or multiple banking arrangement agree to the sale. These assets are to be sold on a “without recourse” basis only. The SARFAESI Act provides for the acquisition of financial assets by securitisation company or reconstruction company from any bank or financial institution on such terms and conditions as may be agreed upon between them. A securitisation company or reconstruction company having regard to the guidelines framed by the RBI may, for the purposes of asset reconstruction, provide for measures such as the proper management of the business of the borrower by change in or takeover of the management of the business of the borrower, the sale or lease of a part or whole of the business of the borrower and certain other measures such as rescheduling of payment of debts payable by the borrower and enforcement of security.

Additionally, under the provisions of the SARFAESI Act, any securitisation company or reconstruction company may act as an agent for any bank or financial institution for the purpose of recovering its dues from the borrower on payment of such fee or charges as may be mutually agreed between the parties.

Refinance Scheme for Housing Finance Companies

Pursuant to the Refinance Schemes for Housing Finance Companies, HFCs are eligible to obtain refinance from the NHB in respect of their direct lending to various targeted beneficiaries for the purchase, construction, repair and upgrade of housing units.

Master Circular on Housing Finance issued by the RBI

Pursuant to the Master Circular on Housing Finance dated July 1, 2015, banks are eligible to deploy their funds to the housing finance sector in any of three categories, i.e. (i) direct finance; (ii) indirect finance; or (iii) investment in bonds of the NHB/ Housing and Urban Development Corporation Limited, or combination thereof. Indirect finance includes loans to HFCs, housing boards and other public housing agencies. Under the terms of the Master Circular, banks may grant term loans to HFCs taking in to account (long-term) debt equity ratio, track record, recovery performance and other relevant factors.

Priority sector lending

In terms of extant norms of the RBI regulating priority sector advances, loans granted by banks to HFCs for the purpose of refinance, on-lending for purchase/construction/reconstruction of individual dwelling units or for slum clearance and rehabilitation of slum dwellers, subject to an aggregate loan limit of ₹1 million per borrower are classified under the priority sector, provided that the all-inclusive interest rate is charged to the ultimate borrower does not exceed the lowest lending rate of the lending bank for housing loans.

Guidelines for Asset Liability Management System for HFCs

In terms of extant circulars of the NHB, the board of directors of an HFC should have overall responsibility for management of risks and should decide the risk management policy and set limits for liquidity, interest rate, exchange rate and equity price risks. Additionally, an asset-liability committee is required to be constituted consisting of the HFC's senior management including the chief executive officer for ensuring adherence to the limits set by the board as well as for deciding the business strategy of the HFC (on the assets and liabilities sides) in line with the HFC's budget and decided risk management objectives. Asset-liability management support groups to be constituted of operating staff are required to be responsible for analysing, monitoring and reporting the risk profiles to the asset-liability committee. HFCs are also required to classify various components of assets and liabilities into different time buckets for preparation of gap reports (liquidity and interest rate sensitive).

Guidelines on Fair Practices Code for HFCs

The Guidelines on Fair Practices Code for HFCs ("**Fair Practices Code**") were issued by the NHB through various circulars over 2006, 2010 and 2011 to bring clarity and transparency and over all aspects of loan sanctioning, disbursal and repayment issues by HFCs. The Fair Practices Code set out good and fair practices for HFCs by setting minimum standards in dealing with customers, increase transparency, encourage market forces, promote fair and cordial relationship between customers and HFCs.

The Fair Practices Code requires HFCs to provide appropriate updates to their customers, prompt resolution of grievances and maintain confidentiality of customer information. Further, HFCs are required to disclose information on interest rates, common fees and charges to their customers. HFCs are also required to ensure that all advertising and promotional material is clear and not misleading. Additionally, whenever loans are approved, HFCs are required explain to their customers details of the repayment process. If a customer does not adhere to a repayment schedule, a defined process in accordance with applicable laws is required to be followed for recovery.

Guidelines for Recovery Agents Engaged by HFCs

The Guidelines for Recovery Agents Engaged by HFCs ("**Recovery Agents Guidelines**") were issued by the NHB on July 14, 2008 and govern the practices and procedures regarding the engagement of recovery agents by HFCs. Under the Recovery Agents Guidelines, HFCs are required to have a due diligence process in place for engagement of recovery agents. HFCs are required to ensure that the recovery agents engaged by them carry out verification of the antecedents of their employees. HFCs are also required to ensure that their recovery agents are properly trained to handle with care and sensitivity their responsibilities, including, aspects like hours of calling and privacy of customer information. HFCs are also required to inform the borrower of the details of recovery agency firms/ companies while forwarding default cases to the recovery agency.

KYC Guidelines

The KYC Guidelines issued by NHB on October 11, 2010, mandate KYC policies and anti-money laundering measures for HFC to incorporate certain key elements, including *inter alia*, a customer acceptance policy, customer identification procedures, monitoring of transactions and risk management, adherence to NHB KYC Guidelines and the exercise of due diligence by the NBFC, including its brokers and agents.

Norms for excessive interest rates

The NHB has, by a circular dated June 2, 2009, advised all HFCs to revisit internal policies in determining interest rates, fee and other charges. According to this circular, the board of directors of each HFC is required to revisit its policies on interest rate determination, fees and other charges, including margins and risk premiums charged to different categories of borrowers and approve the same.

Foreign Investment in HFCs

Foreign investment in India is governed primarily by the provisions of the FEMA and the rules, regulations and notifications thereunder, read with the extant Consolidated Foreign Direct Investment Policy dated May 12 ,2015 ("**Consolidated FDI Policy**") issued by the Department of Industrial Policy and Promotion. As per the provisions of the Consolidated FDI Policy, foreign direct investment of upto 100% is permitted, under the automatic route for investment in NBFCs, which carry out certain specified activities, which includes HFCs, subject to the following conditions:

1. *Minimum capitalization:*

    (a) For FDI of up to 51% - US$ 0.5 million to be brought upfront
    (b) For FDI between 51% to 75% - US$ 5 million to be brought upfront; and
    (c) For FDI between 75% to 100% - US$ 50 million out, of which US$ 7.5 million to be brought up front and the balance is required to be brought up within 24 months;

2. NBFCs (i) having foreign investment more that 75% and upto 100%, and (ii) with a minimum capitalization of US$ 50 million, can set up step down subsidiaries for specific NBFC activities, without any restriction on number of operating subsidiaries and without bringing in additional capital;

4. Joint venture operating NBFCs that have 75% or less than 75% foreign investment are allowed to set up subsidiaries for undertaking other NBFC activities, subject to the subsidiaries complying with the applicable minimum capitalization norms mentioned above and compliance with guidelines of the relevant regulator.

BOARD OF DIRECTORS AND SENIOR MANAGEMENT

Board of Directors

Under our Articles of Association, we are required to have not less than three directors and not more than 15 directors. Our Company currently has 11 Directors on its Board.

Not less than two-thirds of the total number of Directors shall be elected Directors who are liable to retire by rotation. At our Company's annual general meeting, one-third of the Directors for the time being who are liable to retire by rotation shall retire from office. A retiring director is eligible for re-election. The quorum for meetings of the Board of Directors is one-third of the total number of Directors, or two Directors, whichever is higher, provided that where at any time the number of interested Directors exceeds or is equal to two-third of the total strength the number of remaining Directors present at the meeting, being not less than two, shall be the quorum.

The following table sets forth details regarding the Board of Directors as at the date of this Placement Document.

Name, Address, Occupation, DIN, Term and Nationality	Age	Designation
Mr. Sameer Gehlaut **Address:** Indiabulls Finance Centre, Tower 1, 18th Floor, Elphinstone Road, Mumbai – 400 013. **Occupation:** Business **DIN:** 00060783 **Term:** Not liable to retire by rotation. **Nationality:** Indian	41	Chairman/ Executive Director
Mr. Gagan Banga **Address:** 243, Maker Tower B Wing, 24th Floor, Cuffe Parade, Colaba, Mumbai – 400 005. **Occupation:** Service **DIN:** 00010894 **Term:** Liable to retire by rotation. **Nationality:** Indian	40	Vice Chairman and Managing Director/ Executive Director
Mr. Ajit Kumar Mittal **Address:** A/403, Ashok Garden, Thokarsi Jivraj Road, Shivadi, Mumbai – 400 015. **Occupation:** Service **DIN:** 02698115 **Term:** Liable to retire by rotation. **Nationality:** Indian	56	Executive Director
Mr. Ashwini Omprakash Kumar **Address:** 1701 & 1702 17th Floor, Ashoka Tower D-Wing Dr. SS Rao Road, Parel, Mumbai - 400 012. **Occupation:** Service **DIN:** 03341114 **Term:** Liable to retire by rotation.	39	Deputy Managing Director/ Executive Director

Name, Address, Occupation, DIN, Term and Nationality	Age	Designation
Nationality: Indian		
Dr. Kamalesh Shailesh Chandra Chakrabarty **Address:** Flat No. 901, Lotus Heights CHS LTD, Plot No. 163A, 15th Road, Opposite Gandhi Maidan, Chembur, Mumbai 400 071. **Occupation:** Consultant **DIN:** 03543682 **Term:** For a period of five years, w.e.f. October 27, 2014. **Nationality:** Indian	63	Non-executive Director, Independent Director
Justice Surinder Singh Nijjar (Retd.) **Address:** C-5, 3rd Floor, Defence Colony, New Delhi – 110 049. **Occupation:** Consultant **DIN:** 06964806 **Term:** For a period of two years, w.e.f. September 29, 2014. **Nationality:** Indian	66	Non-executive Director, Independent Director
Justice Bisheshwar Prasad Singh (Retd.) **Address:** H. No. 7, S/F Block – A, Neeti Bagh, New Delhi – 110 016 **Occupation:** Consultant **DIN:** 06949954 **Term:** For a period of two years, w.e.f. September 29, 2014. **Nationality:** Indian	73	Non-executive Director, Independent Director
Ms. Manjari Ashok Kacker **Address:** B-702, Beaumonde, Appa Saheb Marathe Marg, Prabhadevi, Mumbai – 400 025. **Occupation:** Service **DIN:** 06945359 **Term:** Liable to retire by rotation **Nationality:** Indian	63	Non-executive Director
Brig. Labh Singh Sitara (Retd.) **Address:** H. No. 50, New Officers Colony, Patiala, Punjab – 147 001. **Occupation:** Ex-army officer **DIN:** 01724648 **Term:** For a period of two years, w.e.f. September 29, 2014 **Nationality:** Indian	76	Non-executive Director, Independent Director
Mr. Shamsher Singh Ahlawat **Address:** 96A, Eastern Avenue, Sainik Farm, Khanpur, New Delhi – 110 062.	66	Non-executive Director, Independent Director

Name, Address, Occupation, DIN, Term and Nationality	Age	Designation
Occupation: Former banker **DIN:** 00017480 **Term:** For a period of two years, w.e.f. September 29, 2014 **Nationality**: Indian		
Mr. Prem Prakash Mirdha **Address:** Mirdha Farm, Sirsi Road, Jaipur – 302 012 **Occupation:** Business **DIN:** 01352748 **Term:** For a period of two years, w.e.f. September 29, 2014 **Nationality**: Indian	59	Non-executive Director, Independent Director

Brief biographies of our Directors

Mr. Sameer Gehlaut, aged 41 years, is the Chairman of our Board. He holds a bachelor's degree in mechanical engineering from the Indian Institute of Technology, Delhi. Mr. Gehlaut is associated with several entities in the Indiabulls group, including as a director in Indiabulls Real Estate Limited. He has over 15 years of experience in real estate development and finance. Prior to joining our Company, Mr. Gehlaut was the Chairman on the board of directors of IBFSL.

Mr. Gagan Banga, aged 40 years, is the Vice Chairman and Managing Director of our Board. He holds a post-graduate diploma in management from Goa Institute of Management. He has over 15 years' of experience in the business of NBFCs and HFCs, and, prior to joining our Company, was an executive director on the board of directors of IBFSL.

Mr. Ajit Kumar Mittal, aged 56 years, is an Executive Director on our Board. He holds a bachelor's degree in arts, a master's degree in economics from Kurukshetra University, and a master's degree in science (business administration programme) from the University of Illinois, USA. Prior to joining our Company, Mr. Mittal was associated with the RBI in various positions, including as its General Manager (Banking Supervision).

Mr. Ashwini Omprakash Kumar, aged 39 years, is the Deputy Managing Director and an Executive Director on our Board. He holds a bachelor's degree in mechanical engineering from the Indian Institute of Technology, Roorkie and a master's degree in business administration from Jamnalal Bajaj Institute of Management Studies, Mumbai. He has also completed a course in housing finance from The Wharton Real Estate Centre, University of Pennsylvania and is also a visiting professor of finance at the Jamnalal Bajaj Institute of Management Studies, Mumbai. Prior to joining our Company, Mr. Kumar has worked at HDFC Limited.

Dr. Kamalesh Shailesh Chandra Chakrabarty, aged 63 years, is a Non-executive and Independent Director on our Board. He holds a bachelor's degree in science, a master's degree in statistics and a doctorate in statistics from the Beneras Hindu University. He has more than 30 years of experience in the commercial banking sector, and has, in the past, worked with Bank of Baroda (including, as chief executive of its United Kingdom operations), prior to which he was the chairman and managing director of Indian Bank and Punjab National Bank. He has also officiated as the Deputy Governor of the RBI. While in the RBI, Dr. Chakrabarty was involved in supervision of banks, currency management, financial stability, customer service, rural credit and human resources management, served as the RBI's nominee on the Financial Stability Board, and also officiated as the Chairman of the Advisory Committee of the College of Agricultural Banking.

Justice Surinder Singh Nijjar (Retd.), aged 66 years, is a Non-executive and Independent Director on our Board. He holds a bachelor's degree in law from the University of London and is a barrister at law from the Middle Temple Inn, London. He has practiced law in England and at district courts and the central administrative tribunal in Chandigarh the High Court of Punjab and Haryana for around 19 years, prior to his appointment as a judge of the High Court of Punjab and Haryana. He also served as a judge on the High Court of Bombay, the chief justice of the High Court of Calcutta, and a judge of the Supreme Court of India, where he also officiated as the chairman of its Mediation and Conciliation Project Committee.

Justice Bisheshwar Prasad Singh (Retd.), aged 73 years, is a Non-executive and Independent Director on our Board. He holds a bachelor’s degree in arts and a bachelor’s degree in law from the Delhi University. Mr. Prasad practiced law for over 20 years in the Supreme Court of India, prior to being appointed as a judge of the Patna High Court. He has served as a judge of the Karnataka High Court, the Chief Justice of the Bombay High Court, and as a judge of the Supreme Court of India.

Ms. Manjari Ashok Kacker, aged 63 years, is a Non-executive Director on our Board. She is a member of the Indian Revenue Services, and has been associated in various departments of the Government of India and government companies, including, as a member of the Central Board of Direct Taxes as a special secretary and as a government nominee director on the board of directors of the Life Insurance Corporation of India.

Brig. Labh Singh Sitara (Retd.), aged 76 years, is a Non-executive and Independent Director on our Board. He holds a bachelor’s degree in economics from the Punjab University. Brig. Sitara (Retd.) has previously served in the Indian army and has been awarded with the Dhyan Chand Award, the highest Indian award for achievements in sports. He has won three medals in the Asian Games in 1966 and 1970 and currently officiates as an honorary advisor to the Sports Department of the Government of Punjab and as a member of the Punjab Sports Council.

Mr. Shamsher Singh Ahlawat, aged 66 years, is a Non-executive and Independent Director on our Board. He holds a bachelor’s degree and master’s degree in arts from the Delhi University. He has over 20 years of experience in commercial banking. Prior to joining our Company, he was associated with the State Bank of India in various managerial positions.

Mr. Prem Prakash Mirdha, aged 59 years, is a Non-executive and Independent Director on our Board. He is an enrolled member of the merchant navy, qualified as a “second mate” of foreign going ships as certified by the Directorate General of Shipping, Mumbai and has also completed a course on radar observations on merchant ships approved by the Ministry of Transport, GoI.

Relationship between Directors

None of our Directors are related to each other.

Interest of Directors/ Promoter of our Company

Our Chairman, Managing Director and other Executive Directors may be deemed to be interested to the extent of remuneration paid by our Company, as well as to the extent of reimbursement of expenses payable to them. Our Non-executive Directors may be deemed to be interested to the extent of sitting fees payable to them for attending meetings of the Board or a committee thereof as well as to the extent of other reimbursement of expenses and profit linked incentives payable to them.

Our Directors, including Independent Directors, may also be regarded as interested in the Equity Shares, if any, held by them and also to the extent of any dividend payable to them and other distributions in respect of the Equity Shares. The Directors, including independent Directors, may also be regarded as interested in the Equity Shares held by or that may be subscribed by and allotted to the companies, firms and trust, in which they are interested as directors, members, partners or trustees. For details of the Equity Shares held by our Directors, please refer to the sub-sections titled “*Shareholding of the Directors and Key Managerial Personnel*” on page 129.

Our Directors may be deemed to be interested in the contracts, agreements/ arrangements entered into or to be entered into by our Company with any company in which they hold directorships or any partnership firm in which they are partners. Except as otherwise stated in this Placement Document and statutory registers maintained by our Company in this regard, we have not entered into any contract, agreements, arrangements during the preceding two years from the date of this Placement Document in which our Directors are interested directly or indirectly and no payments have been made to them in respect of these contracts, agreements, arrangements which are proposed to be made with them.

Other than as disclosed in this Placement Document, there are no outstanding transactions other than in the ordinary course of business undertaken by our Company, in which the Directors are interested. Further, our Company has not availed any loans from the Directors which are currently outstanding.

Borrowing powers of the Board of Directors

In terms of the Articles of Association, the Board may, from time to time, at its discretion accept deposits from members, either in advance of calls or otherwise and may generally raise or borrow or secure the payment of any sum or sums of money for our Company subject to the provisions of the Companies Act. The shareholders resolution dated September 7, 2015, authorised the Board to borrow monies together with monies already borrowed, in excess of the aggregate of the paid up capital and free reserves of our Company, not exceeding ₹ 1,000,000 million at any time.

Terms of appointment and remuneration of our Executive Directors

The details of remuneration of Mr. Sameer Gehlaut, with effect from March 19, 2013 are as under:

Particulars	Remuneration*
Salary	₹ 8.2 million per month, subject to an upward adjustment of 35% on annual basis over last drawn salary on annual basis.
Perquisites	(i) House rent allowance, subject to a ceiling of 50% of his salary, and expenditure incurred on gas, electricity, water and furnishing, subject to a ceiling of 5% of his salary. (ii) Reimbursement of medical expenses for Mr. Gehlaut and his family, including premium for medical insurance. (iii) Leave travel expenses for Mr. Gehlaut and his family once a year, in accordance with leave travel rules of our Company. (iv) Entitlement to participate in all current and future insurance benefits of our Company. (v) Entitlement to use two cars and telephone at residence. (vi) Reimbursement of actual expenses, including on entertainment and travel, incurred by Mr. Gehlaut in the course of our Company's business. (vii) Reimbursement of education expenses for Mr. Gehlaut's children.
Provident Fund	Contribution to provident fund, in accordance with the rules of our Company.
Gratuity	Payable in accordance with the rules of our Company, not exceeding half a month's salary for each completed year of service.
Post-retirement/ termination benefits	Upon retirement or termination of employment with our Company, Mr. Gehlaut is entitled to 50% of his last drawn annual salary, house rent allowance and medical expenses coverage, commencing form the day he reaches 60 years of age. Furthermore, in the event of termination of his employment in our Company on account of his death, expiry of his initial term, permanent disability and resignation on account of irresolvable issues with the Board, Mr. Gehlaut is entitled to a severance payment amounting to five times his annual salary and house rent allowance.
Earned leave	One month's leave on full pay and allowances basis for every eleven months of service, en-cashable at the end of his tenure.
Performance related pay/incentive	Entitled to participate in any incentive/ commission/ bonus compensation plan including any sweat-equity plan established by our Company.
Sitting fees	N.A.

**The remuneration of Mr. Sameer Gehlaut has been approved by the resolution of the board dated January 30, 2013 and resolution of the shareholders dated March 6, 2013.*

The details of remuneration of Mr. Gagan Banga, with effect from March 19, 2013 are as under:

Particulars	Remuneration*
Salary	₹ 1.9 million per month, subject to an upward revision on annual basis as recommended by our Board, or a duly constituted committee.
Perquisites	(i) House rent allowance, subject to a ceiling of 50% of his salary. (ii) Leave travel concession, subject to a ceiling of 8.3% of his salary. (iii) Professional development allowance, subject to a ceiling of 10% of his salary. (iv) Reimbursement of telephone expenses, subject to a ceiling of 5% of his salary. (v) Car running and maintenance expenses, subject to a ceiling of 20% of his salary. (vi) Uniform expenses, subject to a ceiling of 5% of his salary. (vii) Other benefits subject to a ceiling of 1.6% of his salary. (viii) Reimbursement of medical expenses for Mr. Banga and his family. (ix) Entitlement to participate in all current and future insurance benefits of our Company. (x) Reimbursement of actual expenses, including on entertainment and travel, incurred by Mr. Banga in the course of our Company's business. (xi) Reimbursement of education expenses for Mr. Banga's children.
Performance related pay/incentive	Entitled to participate in any incentive/ commission/ bonus compensation plan including any sweat-equity plan established by our Company.
Sitting fees	N.A.

**The remuneration of Mr. Gagan Banga has been approved by the resolution of the board dated January 30, 2013 and resolution of the shareholders dated March 6, 2013.*

The details of remuneration of Mr. Ashwini Omprakash Kumar, with effect from March 19, 2013 are as under:

Particulars	Remuneration*
Salary	₹ 0.8 million per month, subject to an upward revision on annual basis as recommended by our Board, or a duly constituted committee.
Perquisites	(i) House rent allowance, subject to a ceiling of 50% of his salary. (ii) Leave travel concession, subject to a ceiling of 8.3% of his salary. (iii) Professional development allowance, subject to a ceiling of 10% of his salary. (iv) Reimbursement of telephone expenses, subject to a ceiling of 5% of his salary. (v) Car running and maintenance expenses, subject to a ceiling of 20% of his salary. (vi) Uniform expenses, subject to a ceiling of 5% of his salary. (vii) Rent free accommodation, subject to a ceiling of 19.08% of his salary. (viii) Other benefits subject to a ceiling of 1.5% of his salary. (ix) Reimbursement of medical expenses for Mr. Kumar and his family. (x) Entitlement to participate in all current and future insurance benefits of our Company. (xi) Reimbursement of actual expenses, including on entertainment and travel, incurred by Mr. Kumar in the course of our Company's business. (xii) Reimbursement of education expenses for Mr. Kumar's children.
Performance related pay/incentive	Entitled to participate in any incentive/ commission/ bonus

Particulars	Remuneration*
	compensation plan including any sweat-equity plan established by our Company.
Sitting fees	N.A.

The remuneration of Mr. Ashwini Omprakash Kumar has been approved by the resolution of the board dated January 30, 2013 and resolution of the shareholders dated March 6, 2013.

The details of remuneration of Mr. Ajit Kumar Mittal, with effect from March 19, 2013 are as under:

Particulars	Remuneration*
Salary	₹ 0.8 million per month, subject to an upward revision on annual basis as recommended by our Board, or a duly constituted committee.
Perquisites	(i) House rent allowance, subject to a ceiling of 50% of his salary. (ii) Leave travel concession, subject to a ceiling of 8.3% of his salary. (iii) Professional development allowance, subject to a ceiling of 7.96% of his salary. (iv) Other benefits subject to a ceiling of 0.2% of his salary. (v) Reimbursement of medical expenses for Mr. Mittal and his family. (vi) Entitlement to participate in all current and future insurance benefits of our Company. (vii) Reimbursement of actual expenses, including on entertainment and travel, incurred by Mr. Mittal in the course of our Company's business. (viii) Reimbursement of education expenses for Mr. Mittal's children.
Performance related pay/incentive	Entitled to participate in any incentive/ commission/ bonus compensation plan including any sweat-equity plan established by our Company.
Sitting fees	N.A.

The remuneration of Mr. Ajit Kumar Mittal has been approved by the resolution of the board dated January 30, 2013 and resolution of the shareholders dated March 6, 2013.

The following table sets forth the compensation paid by our Company, to our executive Directors for the current Fiscal (until June 30, 2015) and Fiscals 2015, 2014 and 2013 (considering remuneration payable with effect from March 19, 2013, and not accounting for earlier remuneration payable by IBFSL in Fiscal 2013, and excluding the value of retirement benefits and perquisites on employee stock options).

(₹ in millions)

Executive Director	Total remuneration (including salary and other benefits*)			
	Three months ended June 30, 2015	Fiscal 2015	Fiscal 2014	Fiscal 2013
Mr. Sameer Gehlaut	67.0	244.9	182.9	5.1#
Mr. Gagan Banga	20.3	81.0	60.0	1.5#
Mr. Ashwini Omprakash Kumar	9.4	37.0	28.1	19.0
Mr. Ajit Kumar Mittal	5.1	20.7	18.0	0.5#

* *Excludes retirement benefits and employee stock options.*
\# *On account of the amalgamation of IBFSL into our Company, remuneration was paid to these Directors from March 19, 2013 till March 31, 2013.*

Remuneration of our non-executive Directors

Our Non-executive Directors are paid sitting fees determined by the Board and are also entitled to profit-linked commissions upto an aggregate of 0.1% of our net profits in every Fiscal. Our Company pays sitting fee of ₹ 1,00,000 for each meeting of our Board (with effect from October 27, 2014).

The following table sets forth the sitting fees paid by our Company to our existing Non-executive Directors for the current Fiscal 2016 (until June 30, 2015), Fiscals 2015, 2014 and 2013.

(₹ in millions)

Name of Director	Total sitting fees			
	Three months ended June 30, 2015	**Fiscal 2015**	**Fiscal 2014**	**Fiscal 2013**
Dr. Kamalesh Shailesh Chandra Chakrabarty	-	-	-	-
Justice Surinder Singh Nijjar (Retd.)	-	0.1	-	-
Justice Bisheshwar Prasad Singh (Retd.)	0.1	0.2	-	-
Ms. Manjari Ashok Kacker	0.1	0.2	-	-
Brig. Labh Singh Sitara (Retd.)	0.1	-	-	-
Mr. Shamsher Singh Ahlawat	0.1	0.3	-	-
Mr. Prem Prakash Mirdha	-	0.1	-	-

Additionally, a profit linked incentive aggregating to ₹ 6.4 million has been paid by us to Dr. Kamalesh Shailesh Chandra Chakrabarty in the quarter ended June 30, 2015.

Corporate Governance

Our Company is in compliance with the provisions in respect of corporate governance as stipulated in the Listing Agreements with the Stock Exchanges, including in respect of appointment of independent directors on the Board and the constitution of various committees.

Committees of the Board of Directors

The Board of Directors has constituted the following committees, which have been constituted and function in accordance with the relevant provisions of the Companies Act, and the Listing Agreement: (i) Audit Committee; (ii) Nomination and Remuneration Committee; (iii) Stakeholders' Relationship Committee; (iv) Risk Management Committee; and (v) Corporate Social Responsibility Committee.

The following table sets forth the members of the aforesaid committees as of the date of this Placement Document:

Committee	Members
Audit Committee	Mr. Shamsher Singh Ahlawat (Chairman), Mr. Prem Prakash Mirdha, Mr. Ajit Kumar Mittal and Brig. Labh Singh Sitara (Retd.)
Nomination and Remuneration Committee	Mr. Prem Prakash Mirdha (Chairman), Mr. Shamsher Singh Ahlawat and Brig. Labh Singh Sitara (Retd.)
Stakeholders' Relationship Committee	Mr. Shamsher Singh Ahlawat (Chairman), Mr. Prem Prakash Mirdha and Mr. Ashwini Omprakash Kumar
Risk Management Committee	Mr. Ajit Kumar Mittal (Chairman), Mr. Gagan Banga, Mr. Ashwini Omprakash Kumar, Mr. Sachin Chaudhary, Mr. Subhankar Ghosh, Mr. Mukesh Garg, Mr. Naven Uppal and Mr. Salil Krishna.
Corporate Social Responsibility Committee	Mr. Shamsher Singh Ahlawat (Chairman), Mr. Gagan Banga and Mr. Ashwini Omprakash Kumar

Additionally, our Company has constituted various operational committees of its Board, such as the Management Committee, Investment Committee, Customer Grievance Committee, Compensation Committee, Securities Issue Committee, Bond Issue Committee, Allotment Committee and Assets and Liabilities Management Committee.

Key Managerial Personnel of our Company

The following table sets forth the details of our Key Managerial Personnel:

Name of the Key Managerial Personnel	Designation
Mr. Sameer Gehlaut	Chairman and Executive Director
Mr. Gagan Banga	Vice Chairman and Managing Director
Mr. Ajit Kumar Mittal	Executive Director
Mr. Ashwini Omprakash Kumar	Deputy Managing Director and Executive Director
Mr. Mukesh Garg	Chief Financial Officer
Mr. Amit Jain	Company Secretary

Biographies of our Key Managerial Personnel

Mr. Mukesh Garg, aged 47 years, is the Chief Financial Officer of our Company. He is responsible for framing of financial policies and managing the financial affairs of our Company. He is a qualified Chartered Accountant and a qualified company secretary from the Institute of Company Secretaries of India. He has over 25 years of experience in accounting and finance and was associated with Bharti Telesoft Limited as its Vice President.

Mr. Amit Jain, aged 36 years is the Company Secretary of our Company. He is responsible for the secretarial and compliance related functioning in our Company. Mr. Jain is a qualified company secretary and a member associate of the Institute of Company Secretaries in India. He has over 10 years of experience in secretarial and compliance related matters and has been associated with the Indiabulls group of companies for over 10 years.

For details of the biographies of Mr. Gagan Banga, Mr. Sameer Gehlaut, Mr. Ajit Kumar Mittal and Mr. Ashwini Omprakash Kumar who are also Directors on our Board, please refer to the section titled "*Board of Directors and Senior Management– Brief biographies of our Directors*" at page 123.

Interest of Key Managerial Personnel

Our Key Managerial Personnel do not have any interest in our Company other than to the extent of the remuneration or benefits to which they are entitled to as per their terms of appointment and reimbursement of expenses incurred by them and to the extent of the Equity Shares held by them or their dependants in our Company, if any.

Other than as disclosed in this Placement Document, there are no outstanding transactions other than in the ordinary course of business undertaken by our Company, in which the Key Managerial Personnel are interested. Further, our Company has not availed any loans from the Key Managerial Personnel which are currently outstanding.

Shareholding of the Directors and Key Managerial Personnel

As on June 30, 2015, except as stated below, none of the Directors and Key Managerial Personnel hold any Equity Shares in our Company:

Sr. No.	Name	Designation	No. of Equity Shares
Directors			
1.	Mr. Sameer Gehlaut	Chairman and Executive Director	37,601,278
2.	Mr. Gagan Banga	Vice-Chairman, Managing Director, Executive Director	2,050,842
3.	Mr. Ashwini Omprakash Kumar	Deputy Managing Director, Executive Director	224,713
4.	Mr. Prem Prakash Mirdha	Non-executive, Independent Director	300
Key Managerial Personnel			
5.	Mr. Mukesh Garg	Chief Finance Officer	33,000
6.	Mr. Amit Jain	Company Secretary	2,500

Other confirmations

Except as otherwise stated in this Placement Document, none of the Directors, Promoter or any Key Managerial Personnel have any financial or other material interest in the Issue.

Related Party Transactions

For details in relation to the related party transactions entered by our Company during Fiscals 2013, 2014 and 2015 as per the requirements under Accounting Standard 18 issued by the Institute of Chartered Accountants in India, see the section titled "*Financial Statements*" on page 182.

PRINCIPAL SHAREHOLDERS

The shareholding pattern of our Company as of June 30, 2015 is as follows.

Sr. No.	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					% of shares (A+B)	% of shares (A+B+C)	Number of shares	% No. of shares
(A)	**Shareholding of Promoter and Promoter Group**							
(1)	**Indian**							
(a)	Individuals/ Hindu undivided family	1	37,601,278	37,601,278	10.6	10.6	-	-
(b)	Central Government/ State Governments	-	-	-	-	-	-	-
(c)	Bodies corporate	6	61,290,028	61,290,028	17.3	17.2	12,500,000	20.4
(d)	Financial institutions/ Banks	-	-	-	-	-	-	-
(e)	Any Others	-	-	-	-	-	-	-
	Sub-Total (A)(1)	**7**	**98,891,306**	**98,891,306**	**27.9**	**27.8**	**12,500,000**	**12.6**
(2)	**Foreign**							
(a)	Individuals (non-resident individuals/ Foreign individuals)	-	-	-	-	-	-	-
(b)	Bodies corporate	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-
(d)	Qualified Foreign Investors	-	-	-	-	-	-	-
(e)	Any Others (specify)	-	-	-	-	-	-	-
	Sub-Total (A)(2)	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**7**	**98,891,306**	**98,891,306**	**27.9**	**27.8**	**12,500,000**	**12.6**
(B)	**Public shareholding**							
(1)	**Institutions**							
(a)	Mutual funds/ UTI	26	6,508,993	6,508,993	1.8	1.8	N.A.	N.A.
(b)	Financial institutions/ Banks	6	3,054,860	3,054,860	0.9	0.9	N.A.	N.A.
(c)	Central Government/ State Governments	-	-	-	-	-	N.A.	N.A.
(d)	Venture capital funds	-	-	-	-	-	N.A.	N.A.
(e)	Insurance	-	-	-	-	-	N.A.	N.A.

Sr. No.	Category of shareholder	Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares pledged or otherwise encumbered	
					% of shares (A+B)	% of shares (A+B+C)	Number of shares	% No. of shares
	companies							
(f)	Foreign institutional investors	269	139,243,190	139,243,190	39.2	39.2	N.A.	N.A.
(g)	Foreign venture capital investors	-	-	-	-	-	N.A.	N.A.
(h)	Qualified Foreign Investor	-	-	-	-	-	N.A.	N.A.
(i)	Any Other	-	-	-	-	-	N.A.	N.A.
	Sub-Total (B)(1)	**301**	**148,807,043**	**148,807,043**	**41.9**	**41.8**	-	-
(2)	**Non-institutions**							
(a)	Bodies corporate	975	25,608,323	25,608,323	7.2	7.2	N.A.	N.A.
(b) (i)	Individual shareholders holding nominal share capital up to ₹ 0.1 million	61,240	10,350,878	10,328,970	2.9	2.9	N.A.	N.A.
(b) (ii)	Individual shareholders holding nominal share capital in excess of ₹ 0.1 million	37	23,704,490	23,431,090	6.7	6.7	N.A.	N.A.
(C)	**Qualified Foreign Investor**	-	-	-	-	-	N.A.	N.A.
(D)	**Any others**						N.A.	N.A.
	Non Resident Indian	827	669,153	669,153	0.2	0.2	N.A.	N.A.
	Clearing members	202	454,267	454,267	0.1	0.1	N.A.	N.A.
	Foreign Portfolio Investors	73	46,144,278	46,144,278	13.0	13.0	N.A.	N.A.
	Foreign Bodies-DR	1	179,356	179,356	0.1	0.1	N.A.	N.A.
	Sub-Total(B)(2)	**63,355**	**107,110,745**	**106,815,437**	**30.2**	**30.1**	-	-
	Total Public Shareholding (B)= (B)(1)+(B)(2)	**63,656**	**255,917,788**	**255,622,480**	**72.1**	**72.0**	-	-
	TOTAL(A)+(B)	**63,663**	**354,809,094**	**354,513,786**	**100.0**	**99.8**	**12,500,000**	**3.5**
(C)	**Shares held by custodians and against which depository receipts have been issued**							
	(1) Promoter and Promoter Group	-	-	-	-	-	-	-
	(2) Public	1	849,620	849,620	0.0	0.2	-	-
	Sub-Total(C)	**1**	**849,620**	**721,472**	**0.0**	**0.2**	-	-
	GRAND TOTAL (A)+(B)+(C)	**63,664**	**355,658,714**	**355,363406**	**100.0**	**100.0**	**12,500,000**	**3.5**

The following table sets forth the details regarding the shareholding of the Promoter and Promoter Group as at June 30, 2015.

Name	Details of Equity Shares held		Encumbered Equity Shares			Details of warrants		Details of convertible securities		Total Equity Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
	Number of Equity Shares	Percentage of total Equity Shares (%)	No.	As a percentage	As a % of total Equity Shares	No. of warrants held	As a % of total no. of warrants	No. of convertible securities held	As a % of total no. of convertible securities	
Mr. Sameer Gehlaut	37,601,278	10.6	-	-	-	-	-	-	-	10.0
Orthia Developers Private Limited	16,512,863	4.6	-	-	-	-	-	-	-	4.4
Orthia Land Development Private Limited	15,817,165	4.5	-	-	-	-	-	-	-	4.2
Gyan Sagar Real Estate Private Limited	10,000,000	2.8	10,000,000	100.0	2.8	-	-	-	-	2.7
Cleta Properties Private Limited	9,000,000	2.5	-	-	-	-	-	-	-	2.4
Cleta Buildtech Private Limited	6,020,000	1.7	-	-	-	-	-	-	-	1.6
Arbutus Properties Private Limited	3,940,000	1.1	2,500,000	63.5	0.7	-	-	-	-	1.1
Total	**98,891,306**	**27.8**	**12,500,000**	**12.6**	**3.5**	-	-	-	-	**26.4**

List of shareholders holding more than one per cent of the paid up capital of our Company as of June 30, 2015.

Name	Number of Equity Shares	Percentage of total Equity Shares (%)	Details of warrants		Details of convertible securities		Total Equity Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
			No. of warrants held	As a % of total no. of warrants	No. of convertible securities held	As a % of total no. of convertible securities	
Copthall Mauritius Investment Limited	18,530,261	5.2	-	-	-	-	4.9
Cinnamon Capital Limited	15,396,580	4.3	-	-	-	-	4.1
Mr. Rajiv Rattan	14,620,623	4.1	-	-	-	-	3.9
Morgan Stanley Asia	11,391,089	3.2	-	-	-	-	3.0

Name	Number of Equity Shares	Percentage of total Equity Shares (%)	Details of warrants		Details of convertible securities		Total Equity Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
			No. of warrants held	As a % of total no. of warrants	No. of convertible securities held	As a % of total no. of convertible securities	
(Singapore) Pte.							
Merrill Lynch Capital Markets Espana S.A. S.V.	10,593,792	3.0	-	-	-	-	2.8
Credit Suisse (Singapore) Limited	9,270,184	2.6	-	-	-	-	2.5
HSBC Global Investment Funds A/C HSBC GIF Mauritius Limited	7,721,079	2.2	-	-	-	-	2.1
Radius Township Private Limited	6,500,000	1.8	-	-	-	-	1.7
Goldman Sachs (Singapore) Pte.	6,239,057	1.8	-	-	-	-	1.7
Priapus Properties Private Limited	4,997,873	1.4	-	-	-	-	1.3
Swiss Finance Corporation (Mauritius) Limited	4,552,201	1.3	-	-	-	-	1.2
Priapus Real Estate Private Limited	3,600,000	1.0	-	-	-	-	1.0
Total	**113,412,739**	**31.9**	-	-	-	-	**30.3**

Except as stated below, there are no shareholders holding more than five per cent of the paid up capital (along with 'persons acting concert') of our Company as of June 30, 2015.

Name	Number of Equity Shares	Percentage of total Equity Shares (%)	Details of warrants		Details of convertible securities		Total Equity Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
			No. of warrants held	As a % of total no. of warrants	No. of convertible securities held	As a % of total no. of convertible securities	
Copthall Mauritius Investment Limited	18,530,261	5.2	-	-	-	-	4.9

Except as stated below, there are no Equity Shares locked in as on June 30, 2015.

Name	Number of Equity Shares locked in	Percentage of locked in Equity Shares to the total Equity Shares (%)
Mr. Sameer Gehlaut	24,841,278	7.0
Orthia Land Development Private Limited	15,717,165	4.4
Orthia Developers Private Limited	12,681,557	3.6
Cleta Properties Private Limited	9,000,000	2.5
Cleta Buildtech Private Limited	4,376,806	1.2
Total	**66,616,806**	**18.7**

Except as stated below, there are no outstanding depository receipts issued by our Company as on June 30, 2015.

Type of outstanding DR (ADR, GDRs, SDRs, etc)	No. of outstanding DRs.	No. of Equity Shares underlying outstanding DRs	Equity Shares underlying outstanding DRs as % of total no. of Equity Shares
Global Depository Receipts*	849,620	849,620	0.2
Total	**849,620**	**849,620**	0.2

**Our Global Depository Receipts are listed on the Luxembourg Stock Exchange.*

As at June 30, 2015, our Company had 6,597,700 warrants and 12,685,442 stock options outstanding. As on the date of this Placement Document, all of these warrants have been converted. For details of our outstanding stock options as on June 30, 2015, see the section titled "*Capital Structure*" on page 54.

ISSUE PROCEDURE

Below is a summary intended to present a general outline of the procedure relating to the bidding, application payment, Allocation and Allotment for the Issue. The procedure followed in the Issue may differ from the one mentioned below and the investors are presumed to have apprised themselves of such changes from our Company or the JGCBRLMs or the BRLM. The prospective investors are also advised to inform themselves of any restrictions or limitations that may be applicable to them; see the section titled "Purchaser Representations and Transfer Restrictions" on page 153. Investors that apply in the Issue will be required to confirm and will be deemed to have represented to our Company, the JGCBRLMs and the BRLM and their respective directors, officers, agents, affiliates and representatives that they are eligible under all applicable laws, rules, regulations, guidelines and approves to acquire the Equity Shares being offered in the Issue.

The Issue is being made to QIBs in reliance upon Chapter VIII of the SEBI Regulations and section 42 of the Companies Act, 2013 and the rules thereunder through the mechanism of a QIP. The Issue has been approved by our members in the AGM dated September 7, 2015 and has been approved by our Board on April 24, 2015.

Our Company has received the in-principle approvals, both dated September 8, 2015 the NSE and the BSE, under Clause 24(a) of the Listing Agreements. Our Company has also delivered a copy of the Preliminary Placement Document and filed a copy of this Placement Document with the Stock Exchanges.

After the Allotment of Equity Shares, our Company shall make applications to the Stock Exchanges for the listing approvals. Subsequently, after the credit of Equity Shares to the beneficiary accounts with the Depository Participant, our Company shall make applications to the Stock Exchanges for the final listing and trading approvals.

Our Company shall also make the requisite filings with the RoC and SEBI within the stipulated period as required under the Companies Act, 2013 and the Companies (Prospectus and Allotment of Securities) Rules, 2014.

The Equity Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the applicable securities laws of all states and other jurisdictions of the United States. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to persons reasonably believed to be U.S. QIBs, pursuant to the exemption from the registration requirements of the U.S. Securities Act provided by Section 4(a)(2) thereof; and (b) outside the United States in offshore transactions in reliance on Regulation S. The Equity Shares are transferable only in accordance with the restrictions described under the sections "*Selling Restrictions*" and "*Purchaser Representations and Transfer Restrictions*" on pages 146 and 153, respectively.

Issue Procedure

1. Our Company, the JGCBRLMs and the BRLM shall identify the QIBs and circulate serially numbered copies of the Preliminary Placement Document and the Application Form, either in electronic form or physical form to QIBs. In terms of section 42(7) of the Companies Act, 2013, our Company shall maintain complete records of the QIBs to whom the Preliminary Placement Document and the serially numbered Application Form have been dispatched.

2. **Unless a serially numbered Preliminary Placement Document along with the Application Form is addressed to a particular QIB, no invitation shall be deemed to have been made to such QIB to make an offer to subscribe to Equity Shares pursuant to the Issue**. Even if such documentation were to come into the possession of any person other than the intended recipient, no offer or invitation to offer shall be deemed to have been made to such person and any application that does not comply with this requirement shall be treated as invalid.

3. All Application Forms duly completed along with payment and a copy of the PAN card or PAN allotment letter shall be submitted to the JGCBRLMs and the BRLM.

4. Bidders shall submit Bids for, and our Company shall issue and Allot to each Allottee, at least such number of Equity Shares in the Issue which would aggregate to ₹ 20,000 calculated at the face value of

the Equity Shares.

5. QIBs may submit their Bids through the Application Form, including any revisions thereof, during the Bidding Period to the JGCBRLMs and the BRLM.

6. QIBs will be required to indicate the following in the Application Form:

   a. Full official name of the QIB to whom Equity Shares are to be Allotted;

   b. Number of Equity Shares Bid for;

   c. Price at which they are agreeable to subscribe for the Equity Shares; provided that QIBs may also indicate that they are agreeable to submit a Bid at a "Cut-off Price"; which shall be any price as may be determined by our Company in consultation with the JGCBRLMs and the BRLM at or above the Floor Price as approved in accordance with SEBI Regulations;

   d. The details of the beneficiary account with the Depository Participant to which the Equity Shares should be credited; and

   e. A representation that it was outside the United States at the time the offer of the Equity Shares was made to it and is currently outside the United States, and it has agreed to certain other representations set forth in the Application Form.

   Note: Each sub-account of an FII other than a sub-account which is a foreign corporate or a foreign individual will be considered as an individual QIB and separate Application Forms would be required from each such sub-account for submitting Bids.

7. Once a duly filled Application Form is submitted by a QIB, such Application Form constitutes an irrevocable offer which cannot be withdrawn after the Bid Closing Date. The Bid Closing Date shall be notified to the Stock Exchanges and upon such notification the QIBs shall be deemed to have been given notice of such date.

   Bids made by asset management companies or custodians of Mutual Funds shall specifically state the names of the concerned schemes for which the Bids are made. In case of a Mutual Fund, a separate Bid can be made in respect of each scheme of the Mutual Fund registered with SEBI. All such Bids/ Application Forms by/ or on behalf of various schemes of a single Mutual Fund shall be treated as a single application.

8. Upon the receipt of the duly completed Application Forms and after the Bid Closing Date, our Company shall in consultation with the JGCBRLMs and the BRLM determine (i) the Issue Price, (ii) the number of Equity Shares to be Allocated; and (iii) the QIBs to whom the same shall be Allocated. Upon such determination, the JGCBRLMs and the BRLM will send serially numbered CANs to the QIBs who have been Allocated the Equity Shares, together with a serially numbered Placement Document either in electronic form or through physical delivery. The dispatch of a CAN shall be deemed a valid, binding and irrevocable contract for the QIBs to subscribe to the Equity Shares Allocated to such QIB and to pay the application money (being the product of the Issue Price and Equity Shares Allocated to such QIB). The CAN shall contain details such as the number of Equity Shares Allocated to the QIB and payment instructions including the details of the amounts payable by the QIB for Allotment of the Equity Shares in its name and the Pay-In Date as applicable to the respective QIB. **Please note that the Allocation will be at the absolute discretion of our Company and will be based on the recommendation of the JGCBRLMs and the BRLM.**

9. Pursuant to receiving a CAN, each QIB shall be required to pay the application money for the Equity Shares indicated in the CAN at the Issue Price, through electronic transfer to the Escrow Account by the Pay-In Date. No payment shall be made by QIBs in cash. Please note that any payment of application money for the Equity Shares shall be made from the bank accounts of the relevant QIBs applying for the Equity Shares and our Company shall keep a record of the bank account from where such payment for subscriptions have been received. Monies payable on Equity Shares to be held by joint holders shall be paid from the bank account of the person whose name appears first in the application. Pending Allotment, all monies received for subscription of the Equity Shares shall be kept

by our Company in a separate bank account with a scheduled bank and shall be utilised only for the purposes permitted under the Companies Act, 2013, but not before receipt of final listing and trading approvals from the Stock Exchanges.

10. Upon receipt of the application monies from the QIBs, our Company shall Allot the Equity Shares as per the details provided in the CANs to such QIBs. Our Company shall intimate the Stock Exchanges about the Allotment.

11. After our Board (or a Committee thereof) passes the resolution for Allotment and prior to crediting the Equity Shares into the beneficiary accounts of the successful Bidders, our Company shall apply to the Stock Exchanges for listing approvals. After receipt of the listing approvals from the Stock Exchanges, our Company shall credit the Equity Shares into the beneficiary accounts of the respective QIBs. Our Company shall then apply for the final trading approvals from the Stock Exchanges.

12. The Equity Shares that have been credited to the beneficiary accounts of the QIBs shall be eligible for trading on the Stock Exchanges only upon the receipt of final listing and trading approvals from the Stock Exchanges.

13. The final listing and trading approvals granted by the Stock Exchanges are also ordinarily available on the websites of the Stock Exchanges, and our Company may communicate the receipt of the final listing and trading approvals to the QIBs who have been Allotted Equity Shares. Our Company or the JGCBRLMs or the BRLM shall not be responsible for any delay or non receipt of the communication of the final listing and trading approvals from the Stock Exchanges or any loss arising from such delay or non-receipt. QIBs are advised to apprise themselves of the status of the receipt of such approvals from the Stock Exchanges or our Company.

Qualified Institutional Buyers

Only QIBs, as defined in Regulation 2(1)(zd) of the SEBI Regulations and not otherwise excluded pursuant to Regulation 86(1)(b) of the SEBI Regulations are eligible to invest in the Equity Shares pursuant to the Issue. Currently, QIB means:

- public financial institutions as defined in section 2(72) of the Companies Act, 2013;
- scheduled commercial banks;
- Mutual Funds;
- Eligible FPIs;
- multilateral and bilateral development financial institutions;
- VCFs registered with SEBI;
- FVCIs registered with SEBI;
- AIFs registered with SEBI;
- state industrial development corporations;
- insurance companies registered with Insurance Regulatory and Development Authority;
- provident funds with minimum corpus of ₹ 250 million;
- pension funds with minimum corpus of ₹ 250 million;
- the National Investment Fund set up by resolution no. F. No. 2/3/2005-DDII dated 23 November 2005 of the Government of India published in the Gazette of India;
- insurance funds set up and managed by army, navy or air force of the Union of India; and

- insurance funds set up and managed by the Department of Posts, India.

FIIS (OTHER THAN A SUB-ACCOUNT WHICH IS A FOREIGN CORPORATE OR A FOREIGN INDIVIDUAL) AND ELIGIBLE FPIS SHALL PARTICIPATE IN THIS ISSUE THROUGH THE PORTFOLIO INVESTMENT SCHEME UNDER SCHEDULE 2 AND SCHEDULE 2A OF FEMA REGULATIONS, RESPECTIVELY. FIIS AND ELIGIBLE FPIS ARE PERMITTED TO PARTICIPATE IN THE ISSUE SUBJECT TO COMPLIANCE WITH ALL APPLICABLE LAWS AND SUCH THAT THE SHAREHOLDING OF THE FPIS AND FIIS DOES NOT EXCEED SPECIFIED LIMITS AS PRESCRIBED UNDER APPLICABLE LAWS IN THIS REGARD. OTHER ELIGIBLE NON-RESIDENT QIBS SHALL PARTICIPATE IN THE ISSUE UNDER SCHEDULE 1 OF THE FEMA REGULATIONS AND SHALL MAKE THE PAYMENT OF APPLICATION MONEY THROUGH THE FOREIGN CURRENCY NON RESIDENT (FCNR) ACCOUNT AND NOT THROUGH THE SPECIAL NON-RESIDENT RUPEE (SNRR) ACCOUNT.

Eligible FPIs are permitted to participate in the Issue subject to compliance with conditions and restrictions which may be specified by the Government from time to time.

An FII who holds a valid certificate of registration from SEBI shall be deemed to be an FPI until the expiry of the block of three years for which fees have been paid as per the SEBI FII Regulations. Subject to trailing condition, an FII or sub-account of an FII (other than a sub-account which is a foreign corporate or a foreign individual) may participate in the Issue, until the expiry of its registration as a FII or sub-account, or until it obtains a certificate of registration as FPI, whichever is earlier. If the registration of the FII or sub-account has expired or is about to expire, such FII or sub-account may, subject to payment of conversion fees under the SEBI FPI Regulations, participate in the Issue. An FII or sub-account shall not be eligible to invest as an FII after registering as an FPI under the SEBI FPI Regulations.

In terms of the SEBI FPI Regulations, the issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) is not permitted to be 10% or above of our post-Issue Equity Share capital. Further, in terms of the FEMA Regulations, the total holding by each FPI shall be below 10% of our total paid-up Equity Share capital and the total holdings of all FPIs put together shall not exceed 24% of our paid-up Equity Share capital. The aggregate limit of 24% may be increased up to the sectoral cap by way of a resolution passed by the Board of Directors followed by a special resolution passed by the shareholders of our Company, which would be subject to prior intimation to RBI.

In this regard, please note that as of June 30, 2015, our aggregate FPI (including FIIs, being deemed FPIs) and NRI shareholding was 52.2% of our paid up capital. Our Company has, by resolutions of its Board of Directors dated December 28, 2012 and its shareholders dated January 7, 2013, approved aggregate investment by FIIs (which are deemed FPIs) in our Company to the existing sectoral cap (i.e. 100% of our Equity Share capital).

As per the circular issued by SEBI on November 24, 2014, these investment restrictions shall also apply to subscribers of offshore derivative instruments ("**ODIs**"). Two or more subscribers of ODIs having a common beneficial owner shall be considered together as a single subscriber of the ODI. In the event an investor has investments as a FPI and as a subscriber of ODIs, these investment restrictions shall apply on the aggregate of the FPI and ODI investments held in the underlying company.

The RBI, typically, monitors the level of FII/NRI shareholding in Indian companies on a daily basis and once the aggregate foreign investment of a company reaches a cut-off point, which is 2% below the overall limit, the RBI cautions non-resident investors and authorized dealers not to further transact in equity shares on the stock exchanges, without prior approval of the RBI. Further, upon aggregate foreign shareholding in Indian companies reaching the ceiling, the RBI prohibits further purchase of equity shares by non- resident investors on the stock exchanges. For details of shareholding of our Company, including shareholding of FIIs and NRIs, see the section titled "*Principal Shareholders*" on page 130.

Allotments made to FVCIs, VCFs and AIFs in the Issue are subject to the rules and regulations that are applicable to them, including in relation to lock-in requirements.

Our Company the JGCBRLMs and the BRLM and any of their respective shareholders, directors, partners, officers, employees, counsel, advisors, representatives, agents or affiliates are not liable for any amendments or modifications or changes to applicable laws or regulations, which may occur after the date of this Placement Document. QIBs are advised to make their independent investigations and satisfy

themselves that they are eligible to apply. QIBs are advised to ensure that any single application from them does not exceed the investment limits or maximum number of Equity Shares that can be held by them under applicable laws or regulations or as specified in this Placement Document. Further, QIBs are required to satisfy themselves that any requisite compliance pursuant to this Allotment such as public disclosures under applicable laws is complied with. QIBs are advised to consult their advisers in this regard. Further, QIBs are required to satisfy themselves that their Bids would not eventually result in triggering an open offer under the Takeover Code. The QIB shall be solely responsible for compliance with the provisions of the Takeover Code, the SEBI Insider Trading Regulations and other applicable laws, rules, regulations, guidelines, notifications and circulars.

Under Regulation 86(1)(b) of the SEBI Regulations, no Allotment shall be made pursuant to the Issue, either directly or indirectly, to any QIB being, or any person related to, the Promoter. QIBs which have all or any of the following rights shall be deemed to be persons related to the Promoter:

- **rights under a shareholders' agreement or voting agreement entered into with the Promoter or persons related to the Promoter;**

- **veto rights; or**

- **a right to appoint any nominee director on the Board,**

Provided, however, that a QIB which does not hold any shares in us and which has acquired the aforesaid rights in the capacity of a lender shall not be deemed to be related to the Promoter.

A minimum of 10% of the Equity Shares offered in this Issue shall be available for Allocation to Mutual Funds. In case of under-subscription in the portion available for Allocation only to Mutual Funds, such portion or part thereof may be Allotted to other QIBs.

Note: Affiliates or associates of the JGCBRLMs and the BRLM who are QIBs may participate in the Issue in compliance with applicable laws.

Application Process

Application Form

QIBs shall only use the serially numbered Application Forms (which are addressed to them) supplied by our Company and/ or the JGCBRLMs and/or the BRLM in either electronic form or by physical delivery for the purpose of making a Bid (including revision of Bid) in terms of the Preliminary Placement Document and this Placement Document.

By making a Bid (including the revision thereof) for Equity Shares through the Application Form and pursuant to the terms of the Preliminary Placement Document, the QIB will be deemed to have made the representations, warranties, acknowledgements and undertakings under the sections titled "*Notice to Investors*", "*Representations by Investors*", "*Selling Restrictions*" and "*Purchaser Representations and Transfer Restrictions*" on pages 1, 3, 146 and 153, respectively, including:

1. the QIB confirms that it is a QIB in terms of Regulation 2(1)(zd)of the SEBI Regulations, has a valid and existing registration under the applicable laws in India (as applicable) and is not excluded under Regulation 86 of the SEBI Regulations and is eligible to participate in this Issue;

2. the QIB has no right to withdraw its Bid after the Bid Closing Date;

3. the QIB confirms that if Equity Shares are Allotted through this Issue, it shall not, for a period of one year from Allotment, sell such Equity Shares otherwise than on the floor of the Stock Exchanges;

4. the QIB confirms that it is eligible to Bid and hold Equity Shares so Allotted and together with any Equity Shares held by the QIB prior to the Issue. The QIB further confirms that the holding of the QIB, does not and shall not, exceed the level permissible as per any applicable regulations applicable to the QIB;

5. the QIB confirms that its application would not eventually result in triggering a tender offer under the Takeover Code;

6. the QIB confirms that it is not a promoter of our Company and is not a person related to the Promoter of our Company, either directly or indirectly and its Application does not directly or indirectly represent the Promoter or Promoter Group or a person related to the Promoter;

7. the QIB confirms that it has no rights under a shareholders' agreement or voting agreement with the Promoter or persons related to the Promoter, no veto rights or right to appoint any nominee director on the Board other than those acquired in the capacity of a lender which shall not be deemed to be a person related to the Promoter;

8. the QIB confirms that to the best of its knowledge and belief, together with other QIBs in the Issue that belong to the same group or are under common control, the Allotment to the QIB shall not exceed 50% of the Issue Size. For the purposes of this statement:

   a. the expression "belongs to the same group" shall derive meaning from the concept of "companies under the same group" as provided in sub-section (11) of Section 372 of the Companies Act, 1956; and

   b. "Control" shall have the same meaning as is assigned to it by clause 1(e) of Regulation 2 of the Takeover Code.

9. the QIB confirms that (i) if it is within the United States, it is a "qualified institutional buyer" (as defined in Rule 144A under the U.S. Securities Act), and (ii) if it is outside the United States, it is purchasing the Equity Shares in an offshore transaction (as defined in Regulation S under the U.S. Securities Act). In addition, it will only reoffer, resell, pledge or otherwise transfer the Equity Shares in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S or pursuant to another applicable exemption from the registration requirements of the U.S. Securities Ac; and

10. the QIBs shall not undertake any trade in the Equity Shares credited to its beneficiary accounts with the Depository Participant until such time that the final listing and trading approvals for the Equity Shares are issued by the Stock Exchanges.

QIBs MUST PROVIDE THEIR BENEFICIARY ACCOUNT DETAILS, PERMANANT ACCOUNT NUMBER, THEIR DEPOSITORY PARTICIPANT'S NAME, DEPOSITORY PARTICIPANT IDENTIFICATION NUMBER AND BENEFICIARY ACCOUNT NUMBER IN THE APPLICATION FORM. QIBS MUST ENSURE THAT THE NAME GIVEN IN THE APPLICATION FORM IS EXACTLY THE SAME AS THE NAME IN WHICH THE BENEFICIARY ACCOUNT IS HELD. FOR THIS PURPOSE, ELIGIBLE SUB ACCOUNTS OF AN FII WOULD BE CONSIDERED AS AN INDEPENDENT QIB.

IF SO REQUIRED BY THE JGCBRLMs AND THE BRLM, THE QIBs SUBMITTING A BID, ALONG WITH THE APPLICATION FORM, WILL ALSO HAVE TO SUBMIT REQUISITE DOCUMENT(S) TO THE JGCBRLMs AND THE BRLM TO EVIDENCE THEIR STATUS AS A "QIB" AS DEFINED HEREINABOVE.

Demographic details such as address and bank account will be obtained from the Depositories as per the Depository Participant account details given above.

The submission of the Application Form by a QIB shall be deemed a valid, binding and irrevocable offer for the QIB to pay the entire Issue Price for its share of Allotment (as indicated by the CAN) and becomes a binding contract on the QIB, upon issuance of the CAN by our Company in favour of the QIB.

Submission of Application Form

All Application Forms must be duly completed with information including the name of the QIB, the price and the number of Equity Shares applied for. The Application Form shall be submitted to the JGCBRLMs and the BRLM either through electronic form or through physical delivery at the following address:

Name of JGCBRLM/ BRLM	Address	Contact Person	Email	Phone (Telephone and Fax)
DSP Merrill Lynch Limited	16th Floor, Express Towers, Nariman Point, Mumbai – 400 021	Ranjan Sharma	Ranjan.sharma@baml.com	Tel: +91 22 6632 8056 Fax: +91 22 2204 8518
CLSA India Private Limited	8/F Dalamal House, Nariman Point, Mumbai 400021, Maharashtra, India	Sarfaraz Agboatwala	Sarfaraz.agboatwala@citicclsa.com	Tel: +91 22 6650 5050 Fax: +91 22 2284 0271
SBI Capital Markets Limited	202, Maker Tower E, Cuffe Parade, Mumbai 400005	Sylvia Mendonca	sylvia.mendonca@sbicaps.com/	Tel: +91 22 2217 8300 Fax: +91 22 2218 8332
Axis Capital Limited	Axis House, 5th Floor, C-2, Wadia International Centre, P.B. Marg, Mumbai 400025	G. Venkatesh	Venkatesh.iyer@axiscap.in	Tel: +91 22 4325 4587 Fax: +91 22 4325 5599

The JGCBRLMs and the BRLM shall not be required to provide any written acknowledgement of the same.

Pricing and Allocation

There is a minimum pricing requirement under the SEBI Regulations. The Floor Price shall not be less than the average of the weekly high and low of the closing prices of the Equity Shares quoted on the stock exchange during the two weeks preceding the Relevant Date. However, a discount of not more than 5% of the Floor Price is permitted in accordance with the provisions of the SEBI Regulations.

The "Relevant Date" referred to above, for Allotment, will be the date of the meeting in which the Board or the committee of Directors duly authorized by the Board decides to open the Issue and "stock exchange" means any of the recognized stock exchanges in India on which the Equity Shares of the issuer of the same class are listed and on which the highest trading volume in such Equity Shares has been recorded during the two weeks immediately preceding the Relevant Date.

Build up of the book

The QIBs shall submit their Bids (including any revision thereof) through the Application Forms, within the Bidding Period to the JGCBRLMs and the BRLM. Such Bids cannot be withdrawn after the Bid Closing Date. The book shall be maintained by the JGCBRLMs and the BRLM.

Price discovery and allocation

Our Company, in consultation with the JGCBRLMs and the BRLM, shall determine the Issue Price, which shall be at or above the Floor Price. Our Company may offer a discount of not more than 5% on the Floor Price in terms of Regulation 85 of the SEBI Regulations.

After finalisation of the Issue Price, our Company shall update the Preliminary Placement Document with the Issue details and file the same with the Stock Exchanges as the Placement Document.

Method of Allocation

Our Company shall determine the Allocation in consultation with the JGCBRLMs and the BRLM on a discretionary basis and in compliance with Chapter VIII of the SEBI Regulations.

All the Application Forms received from the QIBs at or above the Issue Price shall be grouped together to determine the total demand. The Allocation to all such QIBs will be made at the Issue Price. Allocation to Mutual Funds for up to a minimum of 10% of the Issue Size shall be undertaken subject to valid Bids being received at or above the Issue Price.

THE DECISION OF OUR COMPANY IN CONSULTATION WITH THE JGCBRLMS AND THE BRLM IN RESPECT OF ALLOCATION SHALL BE FINAL AND BINDING ON ALL QIBS. QIBS

MAY NOTE THAT ALLOCATION OF THE EQUITY SHARES IS AT THE SOLE AND ABSOLUTE DISCRETION OF OUR COMPANY IN CONSULTATION WITH THE JGCBRLMS AND THE BRLM AND QIBS MAY NOT RECEIVE ANY ALLOCATION EVEN IF THEY HAVE SUBMITTED VALID APPLICATION FORMS AT OR ABOVE THE ISSUE PRICE. NEITHER OUR COMPANY NOR ANY OF THE JGCBRLMS NOR THE BRLM IS OBLIGED TO ASSIGN ANY REASONS FOR SUCH NON-ALLOCATION.

All Application Forms duly completed along with payment and a copy of the PAN card or PAN allotment letter shall be submitted to the JGCBRLMs and the BRLM as per the details provided in the respective CAN.

Number of Allottees

The minimum number of Allottees in the Issue shall not be less than:

(a) two, where the Issue Size is less than or equal to ₹ 2,500 million; or

(b) five, where the Issue Size is greater than ₹ 2,500 million.

Provided that no single Allottee shall be Allotted more than 50% of the Issue Size.

The QIBs belonging to the same group or those who are under same control shall be deemed to be a single Allottee for the purposes of the Issue. For details of what constitutes "same group" or "common control" please see the sub- section titled "- *Application Process – Application Form*" on page 139.

CAN

Based on the Application Forms received, our Company in consultation with the JGCBRLMs and the BRLM, shall decide the list of QIBs to whom the serially numbered CANs shall be sent, pursuant to which the details of the Equity Shares Allocated to them and the details of the application money payable for Allotment of such Equity Shares by the Pay-In Date in their respective names shall be notified to such QIBs. Additionally, a CAN will include details of the bank account(s) for the electronic transfer of funds, address where the application money needs to be sent, Pay-In Date as well as the probable designated date ("**Designated Date**"), being the date of credit of the Equity Shares to the QIB's account, as applicable to the respective QIBs.

The QIBs would also be sent a serially numbered Placement Document either in electronic form or by physical delivery along with the serially numbered CAN.

The dispatch of the serially numbered Placement Document and the CAN to the QIB shall be deemed a valid, binding and irrevocable contract for the QIB to furnish all details that may be required by the JGCBRLMs and the BRLM and to pay the entire Issue Price for all the Equity Shares Allocated to such QIB.

QIBs ARE ADVISED TO INSTRUCT THEIR DEPOSITORY PARTICIPANT TO ACCEPT THE EQUITY SHARES THAT MAY BE ALLOCATED / ALLOTTED TO THEM PURSUANT TO THE ISSUE.

By submitting the Application Form, the QIB would have deemed to have made the representations and warranties as specified in the section titled "*Notice to Investors*" on page 1 and further that such QIB shall not undertake any trade on the Equity Shares credited to its Depository Participant account pursuant to the Issue until such time as the final listing and trading approval is issued by BSE and NSE.

Bank Account for Payment of Application Money

Our Company has opened the Escrow Account in the name of "Indiabulls Housing Finance Limited – QIP Escrow Account" with Axis Bank Limited, the Escrow Bank. The QIB will be required to deposit the entire amount payable for the Equity Shares allocated to it by the Pay-In Date as mentioned in the respective CAN.

If the payment is not made favouring the Escrow Account within the time stipulated in the CAN, the Application Form and the CAN of the QIB are liable to be cancelled.

In case of cancellations or default by the QIBs, our Company, the JGCBRLMs and the BRLM have the right to reallocate the Equity Shares at the Issue Price among existing or new QIBs at their sole and absolute discretion.

Payment Instructions

The payment of application money shall be made by the QIBs in the name of Escrow Account as per the payment instructions provided in the CAN.

QIBs can make payment of the application money only through electronic transfer of funds from their own bank accounts.

Note: Payments through cheques are liable to be rejected.

Designated Date and Allotment of Equity Shares

1. The Equity Shares will not be Allotted unless the QIBs pay the application money for the Equity Shares allocated to them calculated at the Issue Price, to the Escrow Account as stated above.

2. Subject to the satisfaction of the terms and conditions of the Placement Agreement, our Company will ensure that the Allotment of the Equity Shares is completed by the Designated Date provided in the CAN for the eligible QIBs who have paid the aggregate subscription amounts as stipulated in the CAN.

3. In accordance with the SEBI Regulations, Equity Shares will be issued and Allotment shall be made only in the dematerialized form to the Allottees. Allottees will have the option to re-materialize the Equity Shares, if they so desire, as per the provisions of the Companies Act and the Depositories Act.

4. Our Company, at its sole discretion, reserves the right to cancel the Issue at any time up to Allotment without assigning any reasons whatsoever.

5. Following the Allotment of the Equity Shares pursuant to the Issue, our Company shall apply to the Stock Exchanges for listing approvals and post receipt of the listing approvals from the Stock Exchanges, our Company shall credit the Equity Shares into the beneficiary accounts of the QIBs.

6. Following the credit of Equity Shares into the QIBs' beneficiary accounts, our Company will apply for the final listing and trading approvals from the Stock Exchanges.

7. In the unlikely event of any delay in the Allotment or credit of Equity Shares, or receipt of the listing approvals, the final listing and trading approvals of the Stock Exchanges in relation to the Issue or the cancellation of the Issue, no interest or penalty would be payable by our Company.

8. The monies lying to the credit of the Escrow Account shall not be released until the final listing and trading approvals of the Stock Exchanges for the listing and trading of the Equity Shares issued pursuant to this Issue are received by our Company.

9. After finalization of the Issue Price, our Company shall update the Preliminary Placement Document with the Issue details and file the same with the Stock Exchanges as the Placement Document. Pursuant to a circular dated March 5, 2010 issued by the SEBI, Stock Exchanges are required to make available on their websites the details of those Allottees in Issue who have been allotted more than 5% of the Equity Shares offered in the Issue, viz, the names of the Allottees, and number of Equity Shares Allotted to each of them, pre and post Issue shareholding pattern of our Company in the format specified in clause 35 of the Listing Agreements along with the Placement Document.

10. In the event that we are unable to issue and Allot the Equity Shares offered in the Issue or if the Issue is cancelled within 60 days from the date of receipt of application monies, our Company shall repay the application monies within 15 days from the expiry of 60 days, failing which our Company shall repay that monies with interest at the rate of 12% per annum from expiry of the sixtieth day. The application monies to be refunded by us shall be refunded to the same bank account from which application monies was remitted by the QIBs.

Other Instructions

Permanent Account Number or PAN

Each QIB should mention its PAN allotted under the IT Act. Application Forms without this information will be considered incomplete and are liable to be rejected. It is to be specifically noted that applicants should not submit the GIR number instead of the PAN as the Application Form is liable to be rejected on this ground.

Right to Reject Applications

Our Company, in consultation with the JGCBRLMs and the BRLM, may reject Bids, in part or in full, without assigning any reasons whatsoever. The decision of our Company, the JGCBRLMs and the BRLM in relation to the rejection of Bids shall be final and binding.

Equity Shares in dematerialized form with NSDL or CDSL

The Allotment of the Equity Shares in this Issue shall be only in dematerialized form (i.e., not in the form of physical certificates but be fungible and be represented by the statement issued through the electronic mode).

1. A QIB applying for Equity Shares in the Issue must have at least one beneficiary account with a Depository Participant of either NSDL or CDSL prior to making the Bid.

2. The Equity Shares Allotted to a successful QIB will be credited in electronic form directly to the beneficiary account (with the Depository Participant) of the QIB.

3. Equity Shares in electronic form can be traded only on the stock exchanges having electronic connectivity with NSDL and CDSL. The BSE and the NSE have electronic connectivity with CDSL and NSDL.

4. The trading of the Equity Shares issued pursuant to the Issue would be in dematerialized form only for all QIBs in the demat segment of the respective Stock Exchanges.

5. Our Company, the JGCBRLMs and the BRLM will not be responsible or liable for the delay in the credit of Equity Shares due to errors in the Application Form or otherwise on the part of the QIBs.

6. For details of our Company Secretary and Compliance Officer, see the section titled "*General Information*" on page 180.

PLACEMENT

The JGCBRLMs and the BRLM have entered into a Placement Agreement dated September 8, 2015 with our Company, pursuant to which, the JGCBRLMs and the BRLM have agreed, subject to certain conditions, to place the Equity Shares of our Company, on best efforts basis, pursuant to Chapter VIII of the SEBI Regulations and Section 42 of the Companies Act, 2013 and the rules made thereunder.

The Placement Agreement contains customary representations and warranties, as well as indemnities from our Company and the issue is subject to satisfaction of certain conditions and subject to termination in accordance with the terms contained therein.

The JGCBRLMs and the BRLM and their affiliates may engage in transactions with and perform services for the Company and its subsidiary or affiliates in the ordinary course of business and may have engaged, or may in the future engage, in commercial banking and investment banking transactions with the Company and its Subsidiaries or affiliates, for which they may have received compensation and may in the future receive compensation.

In terms of the Placement Agreement, the Company has also acknowledged that the JGCBRLMs and the BRLM or their eligible affiliates may arrange, at their own discretion and option, to purchase for their account, the Equity Shares offered pursuant to the Issue and may offer, issue and sell participatory notes or other derivative instruments that are the economic equivalent of owning Equity Shares offered pursuant to the Issue.

Lock-up

Our Company will not, for a period of 90 days from the Closing Date, without the prior written consent of the JGCBRLMs and the BRLM directly or indirectly (a) issue, offer, lend, sell, pledge, contract to sell or issue, sell any option or contract to purchase, purchase any option or contract to sell or issue, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any Equity Shares, or any securities convertible into or exercisable or exchangeable for the Equity Shares or publicly announce an intention with respect to any of the foregoing; (b) enter into any swap or other agreement that transfers, directly or indirectly, in whole or in part, any of the economic consequences of ownership of the Equity Shares or any securities convertible into or exercisable or exchangeable for the Equity Shares; (c) deposit Equity Shares or any securities convertible into or exercisable or exchangeable for Equity Shares or which carry the right to subscribe for or purchase Equity Shares in depository receipt facilities or enter into any such transaction (including a transaction involving derivatives) having an economic effect similar to that of a sale or deposit of Equity Shares in any depository receipt facility; or (d) announce any intention to enter into any transaction whether any such transaction described in (a) or (b) or (c) above is to be settled by delivery of the Equity Shares, or such other securities, in cash or otherwise, except for the Equity Shares to be allotted under any of the existing employee stock options of our Company.

Our Promoter will not, for a period of 90 days after the date of Allotment, without the prior written consent of the JGCBRLMs and the BRLM, directly or indirectly (a) offer, sell, lend, pledge, contract to sell, purchase any option or contract to sell, grant any option, right or warrant to purchase, lend or otherwise transfer or dispose of, directly or indirectly, any Equity Shares, or any securities convertible into or exercisable or exchangeable for the Equity Shares or publicly announce an intention with respect to any of the foregoing; (b) enter into any swap or other agreement that transfers, directly or indirectly, in whole or in part, any of the economic consequences of ownership of the Equity Shares or any securities convertible into or exercisable or exchangeable for the Equity Shares; (c) deposit Equity Shares or any securities convertible into or exercisable or exchangeable for Equity Shares or which carry the right to subscribe for or purchase Equity Shares in depository receipt facilities or enter into any such transaction (including a transaction involving derivatives) having an economic effect similar to that of a sale or deposit of Equity Shares in any depository receipt facility; or (d) announce any intention to enter into any transaction whether any such transaction described in (a) or (b) or (c) above is to be settled by delivery of the Equity Shares, or such other securities, in cash or otherwise. Provided however, that the forgoing restrictions shall not apply to (a) any inter-se transfer of Equity Shares between our Promoter and the Promoter Group**,** provided that the restrictions set forth in the previous paragraph shall continue to apply for the remaining period to the transferee and that such transferee shall be bound by the restrictions in the preceding paragraph until the Lock-up Period set forth herein has expired; and (b) any sale, transfer or disposal of such Equity Shares to the extent such sale, transfer or disposal is mandatorily required for compliance with applicable Indian law.

SELLING RESTRICTIONS

The distribution of this Placement Document and the offer, sale or delivery of the Equity Shares is restricted by law in certain jurisdictions. Persons who may come into possession of this Placement Document are advised to consult with their own legal advisors as to what restrictions may be applicable to them and to observe such restrictions. This Placement Document may not be used for the purpose of an offer or invitation in any circumstances in which such offer or invitation is not authorised.

GENERAL

No action has been taken or will be taken that would permit a public offering of the Equity Shares to occur in any jurisdiction, or the possession, circulation or distribution of this Placement Document or any other material relating to the Company or the Equity Shares in any jurisdiction where action for such purpose is required. Accordingly, the Equity Shares may not be offered or sold, directly or indirectly, and neither this Placement Document nor any offering materials or advertisements in connection with the Equity Shares may be distributed or published in or from any country or jurisdiction except under circumstances that will result in compliance with any applicable rules and regulations of any such country or jurisdiction. The Issue will be made in compliance with the applicable SEBI Regulations. Each purchaser of the Equity Shares in the Issue will be required to make, or be deemed to have made, as applicable, the acknowledgments and agreements as described in the section titled "*Purchaser Representations and Transfer Restrictions*" on page 153.

India

This Placement Document may not be distributed directly or indirectly in India or to residents of India and any Equity Shares may not be offered or sold directly or indirectly in India to, or for the account or benefit of, any resident of India except as permitted by applicable Indian laws and regulations, under which an offer is strictly on a private and confidential basis and is limited to QIBs and is not an offer to the public. This Placement Document is neither a public issue nor a prospectus under the Companies Act or an advertisement and should not be circulated to any person other than to whom the offer is made. This Placement Document has not been and will not be registered as a prospectus with the Registrar of Companies in India

United States of America

The Equity Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the applicable securities laws of all states and other jurisdictions of the United States. Accordingly, the Equity Shares are being offered and sold (a) in the United States only to persons reasonably believed to be U.S. QIBs, pursuant to the exemption from the registration requirements of the U.S. Securities Act provided by Section 4(a)(2) thereof; and (b) outside the United States in offshore transactions in reliance on Regulation S.

Australia

We are not registered as a foreign company in Australia. The provision of this Placement Document to any person does not constitute an offer of the Equity Shares to that person or an invitation to that person to apply for Equity Shares. Any such offer or invitation will only be extended to a person in Australia if that person is:

- a sophisticated or professional investor for the purposes of section 708 of the Corporations Act of Australia; and

- a wholesale client for the purposes of section 761G of the Corporations Act of Australia.

This Placement Document is not intended to be distributed or passed on, directly or indirectly, to any other class of persons in Australia.

This Placement Document is not a disclosure document under Chapter 6D of the Corporations Act or a product disclosure statement under Part 7.9 of the Corporations Act. It is not required to, and does not, contain all the information which would be required in a disclosure document or a product disclosure document. It has not been lodged with the Australian Securities and Investments Commission. Any person to whom an Equity Share is issued or sold must not, within 12 months after the offering, offer, transfer or assign that Equity Share to investors in Australia except in circumstances where disclosure to investors is not required under the Corporations Act.

No person referred to in this Placement Document holds an Australian financial services license. The information in this Placement Document has been prepared without taking into account any investor's investment objectives, financial situation or particular needs. Before acting on the information the investor should consider its appropriateness having regard to their investment objectives, financial situation and needs.

This Placement Document has not been prepared specifically for Australian investors. It:

- contains references to dollar amounts which are not Australian dollars;
- may contain financial information which is not prepared in accordance with Australian law or practices;
- may not address risks associated with investment in foreign currency denominated investments; and
- does not address Australian tax issues.

This Placement Document is issued by us. We are not licensed in Australia to provide financial product advice in relation to the Equity Shares. An investor in the Equity Shares will not have cooling off rights.

Canada

The Equity Shares may only be offered or sold in the provinces of Alberta, British Columbia, Manitoba, New Brunswick, Nova Scotia, Ontario, Prince Edward Island, Québec and Saskatchewan or to or for the benefit of a resident of these provinces pursuant to an exemption from the requirement to file a prospectus in such province in which such offer or sale is made, and only by a dealer duly registered under the applicable securities laws of that province or by a dealer that is relying in that province on the "international dealer" exemption provided by section 8.18 of National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations (NI 31-103). Furthermore, the Equity Shares may only be offered or sold to or for the benefit of a resident of any such province provided that such resident is both an "accredited investor" as defined in National Instrument 45-106 Prospectus Exemptions (NI 45-106) and a "permitted client" as defined in NI 31-103. The distribution of the Equity Shares in Canada is being made on a private placement basis only and any resale of the Equity Shares must be made in accordance with applicable Canadian securities laws, which will vary depending on the relevant jurisdiction, and which may require resales to be made in accordance with prospectus and registration requirements or exemptions from the prospectus and registration requirements.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if this Placement Document (including any amendment hereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for particulars of these rights or consult with a legal advisor.

Under Canadian securities law, National Instrument 33-105 Underwriting Conflicts (NI 33-105) provides disclosure requirements with respect to potential conflicts of interest between an issuer and underwriters, dealers or placement agents, as the case may be. To the extent any conflict of interest between us and any of the JGCBRLMs (or any other placement agent acting in connection with this Issue) may exist in respect of this Issue, the applicable parties to this Issue are relying on the exemption from these disclosure requirements provided to them by section 3A.3 of NI 33-105 (Exemption based on U.S. disclosure).

We and the JGCBRLMs hereby notify prospective Canadian purchasers that: (a) we may be required to provide personal information pertaining to the purchaser as required to be disclosed in Schedule I of Form 45-106F1 under NI 45-106 (including its name, address, telephone number and the aggregate purchase price of any Equity Shares purchased) ("**personal information**"), which Form 45-106F1 may be required to be filed by us under NI 45-106, (b) such personal information may be delivered to the Ontario Securities Commission (the "**OSC**") in accordance with NI 45-106, (c) such personal information is collected indirectly by the OSC under the authority granted to it under the securities legislation of Ontario, (d) such personal information is collected for the purposes of the administration and enforcement of the securities legislation of Ontario, and (e) the public official in Ontario who can answer questions about the OSC's indirect collection of such personal information is the Administrative Support Clerk at the OSC, Suite 1903, Box 55, 20 Queen Street West, Toronto, Ontario M5H 3S8, Telephone: (416) 593-3684. Prospective Canadian purchasers that purchase Equity Shares in this Issue will be deemed to have authorized the indirect collection of the personal information by the OSC, and to have acknowledged and consented to its name, address, telephone number and other specified information, including the aggregate purchase price paid by the purchaser, being disclosed to other Canadian securities regulatory authorities, and to have acknowledged that such information may become available to the public in accordance with requirements of applicable Canadian laws.

Upon receipt of this Placement Document, each Canadian purchaser hereby confirms that it has expressly requested that all documents evidencing or relating in any way to the sale of the securities described herein (including for greater certainty any purchase confirmation or any notice) be drawn up in the English language only. *Par la réception de ce document, chaque acheteur canadien confirme par les présentes qu'il a expressément exigé que tous les documents faisant foi ou se rapportant de quelque manière que ce soit à la vente des valeurs mobilières décrites aux présentes (incluant, pour plus de certitude, toute confirmation d'achat ou tout avis) soient rédigés en anglais seulement.*

Cayman Islands

This Placement Document does not constitute an invitation or offer to the public in the Cayman Islands of the Equity Shares, whether by way of sale or subscription. The Equity Shares are not offered or sold, and will not be offered or sold, directly or indirectly, to the public in the Cayman Islands.

Dubai International Financial Centre

This Placement Document relates to an exempt offer in accordance with the Markets Rules 2012 of the Dubai Financial Services Authority. This Placement Document is intended for distribution only to persons of a type specified in those rules. It must not be delivered to, or relied on by, any other person. The Dubai Financial Services Authority has no responsibility for reviewing or verifying any documents in connection with exempt offers. The Dubai Financial Services Authority has not approved the Equity Shares or this document nor taken steps to verify the information set out in it, and has no responsibility for it. The securities to which this Placement Document relates may be illiquid and/or subject to restrictions on their resale. Prospective purchasers of the securities offered should conduct their own due diligence on the securities. If you do not understand the contents of this Placement Document, you should consult an authorised financial adviser. In relation to its use in the Dubai International Financial Centre ("**DIFC**"), this Placement Document is strictly private and confidential and is being distributed to a limited number of investors and must not be provided to any person other than the original recipient, and may not be reproduced or used for any other purpose. The interests in the Equity Shares may not be offered or sold directly or indirectly to the public in the DIFC.

United Arab Emirates (excluding the Dubai International Financial Centre)

This Placement Document is strictly private and confidential and is being distributed to a limited number of investors. This Placement Document must not be provided to any person other than the original recipient, and may not be reproduced or used for any other purpose. By receiving this Placement Document, the person or entity to whom it has been issued understands, acknowledges and agrees that none of our Equity Shares or the Placement Document have been approved by or filed with the U.A.E. Central Bank, the U.A.E. Ministry of Economy and Planning, the Securities and Commodities Authority ("**SCA**") or any other authorities in the United Arab Emirates, nor has the placement agent, if any, or any Lead Manager received authorisation or licensing from the U.A.E. Central Bank, the U.A.E. Ministry of Economy and Planning, the SCA or any other authorities in the United Arab Emirates to market or sell our Equity Shares within the United Arab Emirates. No marketing of our Equity Shares has been or will be made from within the United Arab Emirates other than in compliance with the laws of the U.A.E. and no subscription to our Equity Shares may or will be consummated within the United Arab Emirates. It should not be assumed that the placement agent, if any, or any Placement Manager is a licensed broker, dealer or investment adviser under the laws applicable in the United Arab Emirates, or that any of them advise individuals resident in the United Arab Emirates as to the appropriateness of investing in or purchasing or selling securities or other financial products. The interests in our Equity Shares may not be offered or sold directly or indirectly to the public in the United Arab Emirates. This does not constitute a public offer of securities in the United Arab Emirates in accordance with the Commercial Companies Law, Federal Law No. 8 of 1984 (as amended) or otherwise.

European Economic Area

In relation to each Member State of the European Economic Area which has implemented the Prospectus Directive (each, a "**Relevant Member State**"), an offer to the public of any Equity Shares may not be made in that Relevant Member State except that an offer to the public in that Relevant Member State of any Equity Shares may be made at any time under the following exemptions under the Prospectus Directive, if they have been implemented in that Relevant Member State:

(a) to any legal entity which is a qualified investor as defined in the Prospectus Directive;

(b) to fewer than 100 or, if the Relevant Member State has implemented the relevant provision of the 2010 PD Amending Directive, 150, natural or legal persons (other than qualified investors as defined in the Prospectus Directive), as permitted under the Prospectus Directive, subject to obtaining the prior consent of the JGCBRLMs; or

(c) in any other circumstances falling within Article 3(2) of the Prospectus Directive, provided that no such offer of Equity Shares shall require us or the JGCBRLMs to publish a prospectus pursuant to Article 3 of the Prospectus Directive or supplement a prospectus pursuant to Article 16 of the Prospectus Directive.

For the purposes of this provision, the expression an "offer of the Equity Shares to the public" in relation to any Equity Shares in any Relevant Member State means the communication in any form and by any means of sufficient information on the terms of the offer and any Equity Shares to be offered so as to enable an investor to decide to purchase any Equity Shares, as the same may be varied in that Member State by any measure implementing the Prospectus Directive in that Member State and the expression "Prospectus Directive" means Directive 2003/71/EC (and amendments thereto, including the 2010 PD Amending Directive, to the extent implemented in the Relevant Member State), and includes any relevant implementing measure in the Relevant Member State and the expression "2010 PD Amending Directive" means Directive 2010/73/EU.

Hong Kong

This Placement Document has not been delivered for registration to the Registrar of Companies in Hong Kong and its contents have not been reviewed by any regulatory authority in Hong Kong. Accordingly: (i) the Equity Shares may not be offered or sold in Hong Kong by means of any document other than to persons who are "professional investors" within the meaning of the Securities and Futures Ordinance (Cap. 571) of Hong Kong and the Securities and Futures (Professional Investor) Rules made thereunder or in other circumstances which do not result in the document being a "prospectus" within the meaning of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong or which do not constitute an offer to the public within the meaning of the Companies (Winding Up and Miscellaneous Provisions) Ordinance; and (ii) no person may issue, or have in his possession for the purposes of issue, any invitation, advertisement or other document relating to the Equity Shares whether in Hong Kong or elsewhere, which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to the Equity Shares which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" within the meaning of the Securities and Futures Ordinance and the Securities and Futures (Professional Investor) Rules made thereunder.

WARNING: The contents of this Placement Document have not been reviewed by any regulatory authority in Hong Kong. You are advised to exercise caution in relation to the Issue. If you are in any doubt about any of the contents of this document, you should obtain independent professional advice.

Japan

The Equity Shares have not been and will not be registered under the Financial Instrument and Exchange Law of Japan (the "**FIEL**"). The Equity Shares have not been offered or sold and will not be offered or sold in Japan or to, or for the benefit of, any resident of Japan (which term shall mean any person resident in Japan or any corporation or other entity organised under the laws of Japan), or to others for reoffering or resale, directly or indirectly, in Japan or to, or for the benefit of, any resident of Japan, except pursuant to an exemption from the registration requirements of, and otherwise in compliance with, the FIEL and other applicable laws, regulations and governmental guidelines in Japan.

Korea (South)

The Equity Shares have not been and will not be registered under the Securities and Exchange Act of Korea and none of the Equity Shares may be offered or sold, directly or indirectly, in Korea or to any resident of Korea or to any persons for reoffering or resale, directly or indirectly, in Korea or to any resident of Korea (as defined under the Foreign Exchange Transaction Act of Korea and its Enforcement Decree) except pursuant to an exemption from the registration requirements of the Securities and Exchange Act of Korea available thereunder and/ or in compliance with applicable laws and regulations of Korea.

Kuwait

The Equity Shares have not been licenced for offering in Kuwait by the Ministry of Commerce and Industry in Kuwait, the Central Bank of Kuwait or any other relevant Kuwaiti government agency. The offering of the Equity Shares in Kuwait on the basis of a private placement or public offering is, therefore, restricted in accordance with Decree Law No. 31 of 1990, as amended, and Ministerial Order No. 113 of 1992, as amended. No private or public offering of the Equity Shares is being made in Kuwait, and no agreement relating to the sale of the Equity Shares will be concluded in Kuwait. No marketing or solicitation or inducement activities are being used to offer or market the Equity Shares in Kuwait.

Mauritius

The Equity Shares may not be offered, distributed or sold, directly or indirectly, to the public in Mauritius. Neither this Placement Document, nor any offering material or information contained herein relating to the offer of the Equity Shares, may be released or issued to the public in Mauritius or used in connection with any such offer. This Placement Document does not constitute an offer to sell the Equity Shares to the public in Mauritius. This Placement Document is not a prospectus.

Qatar (excluding the Qatar Financial Centre)

The Equity Shares have not been, and are not being, offered or sold, directly or indirectly, in the State of Qatar, except:

(i) in compliance with all applicable laws and regulations of the State of Qatar; and

(ii) through persons or corporate entities authorised and licenced to provide investment advice and/or engage in brokerage activity and/ or trade in respect of foreign securities in the State of Qatar.

Qatar Financial Centre

This Placement Document does not, and is not intended to, constitute an invitation or offer of securities from or within the Qatar Financial Center ("**QFC**"), and accordingly should not be construed as such. This Placement Document has not been reviewed or approved by or registered with the Qatar Financial Centre Authority, the Qatar Financial Centre Regulatory Authority or any other competent legal body in the QFC. This Placement Document is strictly private and confidential, and may not be reproduced or used for any other purpose, nor provided to any person other than the recipient thereof. Our Company has not been approved or licenced by or registered with any licensing authorities within the QFC.

Saudi Arabia

This Placement Document may not be distributed in the Kingdom of Saudi Arabia except to such persons as are permitted under the Offers of Securities Regulations as issued by the Board of the Capital Market Authority resolution number 2-11-2004 dated 20/08/1424H (corresponding to 04/10/2004G), as amended by the Board of the Capital Market Authority resolution number 1-28-2008 dated 18 August 2008. The Capital Market Authority does not make any representation as to the accuracy or completeness of this Placement Document, and expressly disclaims any liability whatsoever for any loss arising from, or incurred in reliance upon, any part of this Placement Document. Prospective purchasers of the Equity Shares offered hereby should conduct their own due diligence on the accuracy of the information relating to the Equity Shares. If you do not understand the contents of this Placement Document, you should consult an authorised financial advisor.

Singapore

This Placement Document has not been and will not be registered as a prospectus with the Monetary Authority of Singapore. Accordingly, this Placement Document and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Equity Shares may not be circulated or distributed, nor may the Equity Shares be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to any person in Singapore other than (i) to an institutional investor (as defined in Section 4A of the Securities and Futures Act (Chapter 289 of Singapore) (the "**SFA**")) pursuant to Section 274 of the SFA, (ii) to a relevant person (as defined in Section 275(2) of the SFA) pursuant to Section 275(1) of the SFA, or any person pursuant to Section 275(1A) of the SFA, and in accordance with the conditions specified in Section 275 of the SFA, or (iii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provision of the SFA.

Where the Equity Shares are subscribed or purchased under Section 275 of the SFA by a relevant person which is:

(a) a corporation (which is not an accredited investor (as defined in Section 4A of the SFA)) the sole business of which is to hold investments and the entire share capital of which is owned by one or more individuals, each of whom is an accredited investor; or

(b) a trust (where the trustee is not an accredited investor) whose sole purpose is to hold investments and each beneficiary of the trust is an individual who is an accredited investor,

securities (as defined in Section 239(1) of the SFA) of that corporation or the beneficiaries' rights and interest (howsoever described) in that trust shall not be transferred within six months after that corporation or that trust has acquired the Equity Shares pursuant to an offer made under Section 275 of the SFA except:

(1) to an institutional investor or to a relevant person defined in Section 275(2) of the SFA, or to any person arising from an offer referred to in Section 275(1A) or Section 276(4)(i)(B) of the SFA;

(2) where no consideration is or will be given for the transfer;

(3) where the transfer is by operation of law;

(4) as specified in Section 276(7) of the SFA; or

(5) as specified in Regulation 32 of the Securities and Futures (Offers of Investments) (Shares and Debentures) Regulations 2005 of Singapore.

Switzerland

The Equity Shares may not be publicly offered in Switzerland and will not be listed on the SIX Swiss Exchange ("**SIX**") or on any other stock exchange or regulated trading facility in Switzerland. This Placement Document has been prepared without regard to the disclosure standards for issuance prospectuses under Article 652a or Article 1156 of the Swiss Code of Obligations or the disclosure standards for listing prospectuses under Articles 27 ff. of the SIX Listing Manual or the listing rules of any other stock exchange or regulated trading facility in Switzerland.

Neither this Placement Document nor any other offering or marketing material relating to the Equity Shares or the Issue may be publicly distributed or otherwise made publicly available in Switzerland. Neither this Placement Document nor any other offering or marketing material relating to the Equity Shares or the Issue or us have been or will be filed with or approved by any Swiss regulatory authority. In particular, this Placement Document will not be filed with, and the Issue will not be supervised by, the Swiss Financial Market Supervisory Authority FINMA ("**FINMA**"), and the Issue has not been and will not be authorised under the Swiss Federal Act on Collective Investment Schemes ("**CISA**"). The investor protection afforded to acquirers of interests in collective investment schemes under the CISA does not extend to acquirers of the Equity Shares.

The Equity Shares are being offered in Switzerland by way of a private placement, i.e., to a small number of selected investors only, without any public offer and only to investors who do not purchase the Shares with the intention to distribute them to the public. The investors will be individually approached from time to time. This

Placement Document, as well as any other offering or marketing material relating to the Shares, is confidential and it is exclusively for the use of the individually addressed investors in connection with the offer of the Equity Shares in Switzerland and it does not constitute an offer to any other person. This Placement Document may only be used by those investors to whom it has been handed out in connection with the Issue and may neither directly nor indirectly be distributed nor made available to other persons without our express consent. It may not be used in connection with any other offer and shall in particular not be copied and/or distributed to the public in or from Switzerland.

United Kingdom

In the United Kingdom, this Placement Document is not being distributed, delivered, or passed on to any person resident in the United Kingdom unless it is made available only to, or directed only at, Qualified Investors who (i) are persons who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**"), (ii) are persons who are high net worth entities falling within Article 49(2)(a) to (d) of the Order, or (iii) are other persons to whom this Placement Document may otherwise lawfully be communicated (all such persons together being referred to as "**Relevant Persons**").

No person, other than Relevant Persons, may rely or act upon this Placement Document and any investment or investment activity to which this promotion relates is available only to Relevant Persons and will be engaged in only with such persons. Persons of any other description may not receive and should not act or rely on this Placement Document or any other marketing materials relating to our Company.

PURCHASER REPRESENTATIONS AND TRANSFER RESTRICTIONS

Investors are advised to consult with their legal counsel prior to purchasing any Equity Shares or making any resale, pledge or transfer of such Equity Shares.

The Equity Shares Allotted in the Issue are not permitted to be sold for a period of one year from the date of Allotment, except on the Stock Exchanges. Due to the following restrictions, investors are advised to consult legal counsel prior to making any resale, pledge or transfer of the Equity Shares, except if the resale of the Equity Shares is by way of a regular sale on the Stock Exchanges.

The Equity Shares have not been and will not be registered under the U.S. Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the U.S. Securities Act) except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the applicable securities laws of all states and other jurisdictions of the United States.

Each purchaser of the Equity Shares in the United States is deemed to have represented, agreed and acknowledged as follows:

1. You confirm that:

   - you are a "qualified institutional buyer" (as defined in Rule 144A under the U.S. Securities Act);
   - you are not a broker-dealer which owns and invests on a discretionary basis less than US$25 million in securities of unaffiliated companies;
   - you are not a participant-directed employee plan, such as a plan (including a 401(k) plan) described in subsection (a)(1)(i)(D), (E) or (F) of Rule 144A;
   - you were not formed for the purpose of investing in our Company; and
   - you are not an affiliate of our Company or a person acting on behalf of an affiliate of our Company.

2. You are an institution that, in the normal course of business, invests in or purchases securities similar to the Equity Shares and not with a view to distribution, and you, and any accounts for which you are acting, (a) are a sophisticated investor that has sufficient knowledge and experience in financial and business matters to be capable of evaluating the merits and risks of its investment in the Equity Shares and (b) are able to bear the economic risk, and sustain a complete loss, of such investment in the Equity Shares. If you are acquiring the Equity Shares as a fiduciary or agent for one or more investor accounts,

   - each such account is a "qualified institutional buyer" (as defined in Rule 144A under the U.S. Securities Act);
   - you have sole investment discretion with respect to each account; and
   - you have full power and authority to make the representations, warranties, agreements, undertakings and acknowledgements contained herein on behalf of each such account.

3. You will base your investment decision on a copy of this Placement Document, as amended or supplemented from time to time. You acknowledge that neither our Company nor any of its affiliates nor any other person (including the JGCBRLMs and the BRLM) or any of their respective affiliates have made or will make any representations, express or implied, to you with respect to our Company, the Issue, the Equity Shares or the accuracy, completeness or adequacy of any financial or other information concerning our Company, the Issue or the Equity Shares, other than (in the case of our Company and its affiliates only) the information contained in this Placement Document. You acknowledge that you have not relied on and will not rely on any investigation by, or on any information contained in any research reports prepared by, the GC-BRLMs or any of their respective affiliates.

4. You understand that our Company, for U.S. federal income tax purposes, may be considered a "passive foreign investment company" for the current taxable year and that there will be certain consequences under U.S. tax laws resulting from an investment in the Equity Shares, and you will make such investigation and consult such tax and other advisors with respect thereto as you deem appropriate. You will satisfy yourself concerning, without limitation, the effects of U.S. federal, state and local income tax laws and foreign tax laws on your investment in the Equity Shares.

5. Any Equity Shares you acquire will be for your own account (or for the account of an investor who is a "qualified institutional buyer" as to which you exercise sole investment discretion and have authority to make the statements contained in this document) for investment purposes, and not with a view to the resale or distribution within the meaning of the U.S. federal securities laws, subject to the understanding that the disposition of its property shall at all times be and remain within its control.

6. You understand that the Equity Shares are being offered in a transaction not involving any public offering in the United States within the meaning of the U.S. Securities Act, that the Equity Shares have not been and will not be registered under the U.S. Securities Act or under the securities laws of any state or other jurisdiction of the United States.

7. You acknowledge and agree that you are not purchasing the Equity Shares as a result of any general solicitation or general advertising (as defined in Regulation D under the U.S. Securities Act) or directed selling efforts (as defined in Regulation S under the U.S. Securities Act).

8. You understand that the Equity Shares will be "restricted securities" within the meaning of Rule 144(a)(3) under the U.S. Securities Act, and you agree that such securities may not be deposited into any unrestricted depository facility established or maintained by any depository bank.

9. You agree, on your own behalf and on behalf of any accounts for which you are acting, that you will not reoffer, resell, pledge or otherwise transfer the Equity Shares, except in an offshore transaction on a recognized Indian stock exchange in compliance with Regulation S under the U.S. Securities Act, or pursuant to an applicable exemption from the registration requirements of the U.S. Securities Act.

10. You agree that, prior to any sale of the Equity Shares, you shall notify the purchaser of such Equity Shares or the executing broker, as applicable, (a) of any transfer restrictions that are applicable to the Equity Shares being sold, and (b) that the Equity Shares have not been and will not be registered under the U.S. Securities Act.

11. You acknowledge that neither our Company nor any of its affiliates nor any other person (including the JGCBRLMs and the BRLM) or any of their respective affiliates have made or will make any representations as to the availability of the exemption provided by Rule 144 and Rule 144A for the resale of the Equity Shares, nor the availability of any other exemptions from the registration requirements of the U.S. Securities Act for the resale of the Equity Shares.

12. You understand and acknowledge that our Company shall have no obligation to recognize any offer, sale, pledge or other transfer made other than in compliance with the restrictions on transfer set forth and described herein and that our Company may make notation on its records or give instructions to any transfer agent of the Equity Shares.

13. You understand that the foregoing representations, warranties, agreements, undertakings and acknowledgements are required in connection with United States and other securities laws and that our Company, the JGCBRLMs and the BRLM and their respective affiliates, and others are entitled to rely upon the truth and accuracy of the representations, warranties, agreements, undertakings or acknowledgements contained herein. You agree that if any of the representations, warranties, agreements, undertakings and acknowledgements made herein are no longer accurate, you shall promptly notify our Company and the GC-BRLMs in writing. All representations, warranties, agreements, undertakings and acknowledgements you have made in this document shall survive the execution and delivery hereof.

Each other purchaser of the Equity Shares is deemed to have represented, agreed and acknowledged as follows:

1. You are outside the United States and are purchasing the Equity Shares in an "offshore transaction" as defined in Regulation S.

2. You are not an affiliate of our Company or a person acting on behalf of an affiliate of our Company.

3. You are not purchasing the Equity Shares as a result of any directed selling efforts (as defined in Regulation S under the U.S. Securities Act), or any general solicitation or general advertising (as defined in Regulation D under the U.S. Securities Act).

4. You will base your investment decision on a copy of this Placement Document. You acknowledge that neither our Company nor any of its affiliates nor any other person (including the JGCBRLMs and the BRLM) or any of their respective affiliates have made or will make any representations, express or implied, to you with respect to our Company, the Issue, the Equity Shares or the accuracy, completeness or adequacy of any financial or other information concerning our Company, the Issue or the Equity Shares, other than (in the case of our Company and its affiliates only) the information contained in this Placement Document. You acknowledge that you have not relied on and will not rely on any investigation by, or on any information contained in any research reports prepared by, the JGCBRLMs and the BRLM or any of their respective affiliates.

5. You understand that our Company, for U.S. federal income tax purposes, may be considered a "passive foreign investment company" for the current taxable year and that there will be certain consequences under U.S. tax laws resulting from an investment in the Equity Shares, and you will make such investigation and consult such tax and other advisors with respect thereto as you deem appropriate. You will satisfy yourself concerning, without limitation, the effects of U.S. federal, state and local income tax laws and foreign tax laws on your investment in the Equity Shares.

6. You acknowledge (or if acting for the account of another person, such person has confirmed that they acknowledge) that the Equity Shares have not been and will not be registered under the U.S. Securities Act or with any securities regulatory authority of any state or other jurisdiction of the United States.

7. You agree, on your own behalf and on behalf of any accounts for which you are acting, that you will not reoffer, resell, pledge or otherwise transfer the Equity Shares, except in an offshore transaction on a recognized Indian stock exchange in compliance with Regulation S under the U.S. Securities Act.

8. None of you, any of your affiliates nor any person acting on behalf of you or any of your affiliates, has made or shall make any directed selling efforts (as defined in Regulation S under the U.S. Securities Act), or any general solicitation or general advertising (as defined in Regulation D under the U.S. Securities Act), with respect to the Equity Shares.

9. You agree that, prior to any sale of the Equity Shares, you shall notify the purchaser of such Equity Shares or the executing broker, as applicable, (a) of any transfer restrictions that are applicable to the Equity Shares being sold, and (b) that the Equity Shares have not been and will not be registered under the U.S. Securities Act.

10. You understand and acknowledge that our Company shall have no obligation to recognize any offer, sale, pledge or other transfer made other than in compliance with the restrictions on transfer set forth and described herein and that our Company may make notation on its records or give instructions to any transfer agent of the Equity Shares.

11. You understand that the foregoing representations, warranties, agreements, undertakings and acknowledgements are required in connection with United States and other securities laws and that our Company, the JGCBRLMs and the BRLM and their respective affiliates, and others are entitled to rely upon the truth and accuracy of the representations, warranties, agreements, undertakings or acknowledgements contained herein. You agree that if any of the representations, warranties, agreements, undertakings and acknowledgements made herein are no longer accurate, you shall promptly notify our Company, the JGCBRLMs and the BRLM in writing. All representations, warranties, agreements, undertakings and acknowledgements you have made in this document shall survive the execution and delivery hereof.

THE SECURITIES MARKET OF INDIA

The information in this section has been extracted from documents available on the website of SEBI and the Stock Exchanges and has not been prepared or independently verified by our Company or the JGCBRLMs or the BRLM or any of their respective affiliates or advisors.

The Indian securities market

India has a long history of organised securities trading. In 1875, the first stock exchange was established in Mumbai.

Stock Exchanges regulation

Indian stock exchanges are regulated primarily by SEBI, as well as by the Government acting through the Ministry of Finance, Capital Markets Division, under the SCRA and the SCRR. On June 20, 2012, SEBI, in exercise of its powers under the SCRA and the SEBI Act, notified the SCR (SECC) Rules, which regulate *inter alia* the recognition, ownership and internal governance of stock exchanges and clearing corporations in India together with providing for minimum capitalisation requirements for stock exchanges. The SCRA, the SCRR and the SCR (SECC) Rules along with various rules, bye-laws and regulations of the respective stock exchanges, regulate the recognition of stock exchanges, the qualifications for membership thereof and the manner, in which contracts are entered into, settled and enforced between members.

The SEBI is empowered to regulate the Indian securities markets, including stock exchanges and intermediaries in the capital markets, promote and monitor self-regulatory organisations and prohibit fraudulent and unfair trade practices. Regulations concerning minimum disclosure requirements by public companies, rules and regulations concerning investor protection, insider trading, substantial acquisitions of shares and takeover of companies, buy-backs of securities, employee stock option schemes, stockbrokers, merchant bankers, underwriters, mutual funds, foreign institutional investors, credit rating agencies and other capital market participants have been notified by the relevant regulatory authority.

Listing and delisting of securities

The BSE and the NSE together hold a dominant position among the stock exchanges in terms of the number of listed companies, market capitalisation and trading activity. The listing of securities on a recognised Indian stock exchange is regulated by the applicable Indian laws including the Companies Act, the SCRA, the SCRR, the SEBI Act and various guidelines and regulations issued by the SEBI and the listing agreements of the respective stock exchanges. The governing body of each recognised stock exchange is empowered to suspend trading of or withdraw admission to dealings in a listed security for breach of or non compliance with any conditions or breach of company's obligations under such listing agreement or for any reason, subject to the issuer receiving prior written notice of the intent of the exchange and upon granting of a hearing in the matter. SEBI also has the power to amend such equity listing agreements and bye-laws of the stock exchanges in India, to overrule a stock exchange's governing body and withdraw recognition of a recognised stock exchange.

SEBI has notified the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("**Delisting Regulations**") in relation to the voluntary and compulsory delisting of equity shares from the stock exchanges. SEBI has, in its board meeting on November 19, 2014 and January 22, 2015, approved certain amendments to the Delisting Regulations, pursuant to, which among other amendments, delisting shall be considered successful only when the shareholding of the acquirer together with the shares tendered by public shareholders reaches 90% of the total share capital of the company, and if at least 25% of the number of public shareholders, holding shares in dematerialised mode as on the date of the meeting of the board of directors of the company approving the delisting proposal, tender in the reverse book building process, provided that if the acquirer and the merchant banker are able to demonstrate that they have contacted all the public shareholders, about the offer in the manner prescribed, then the condition of mandatory participation of 25% of the public shareholders holding shares in demat mode would not be applicable.

Minimum level of public shareholding

Pursuant to an amendment of the SCRR in June 2010, all listed companies such as our Company are required to maintain a minimum public shareholding of 25%.

Index-based market-wide circuit breaker system

In order to restrict abnormal price volatility in any particular stock, the SEBI has instructed stock exchanges to apply daily circuit breakers which do not allow transactions beyond a certain level of price volatility. The index-based market-wide circuit breaker system (equity and equity derivatives) applies at three stages of the index movement, at 10%, 15% and 20%. These circuit breakers, when triggered, bring about a co-ordinated trading halt in all equity and equity derivative markets nationwide. The market-wide circuit breakers are triggered by movement of either the SENSEX of the BSE or the CNX NIFTY of the NSE, whichever is breached earlier.

In addition to the market-wide index-based circuit breakers, there are currently in place individual scrip-wise price bands of 20% movements either up or down. However, no price bands are applicable on scrips on which derivative products are available or scrips included in indices on which derivative products are available.

The stock exchanges in India can also exercise the power to suspend trading during periods of market volatility. Margin requirements are imposed by stock exchanges that are required to be paid by the stockbrokers.

BSE

The BSE is one of the stock exchanges in India on which our Equity Shares are listed. Established in 1875, it is the first stock exchange in India to have obtained permanent recognition in 1956 from the Government of India under the SCRA.

NSE

Our Equity Shares are also listed in India on the NSE. The NSE was established by financial institutions and banks to provide nationwide on-line satellite-linked, screen-based trading facilities to market makers, to provide electronic clearing and settlement for securities including government securities, debentures, public sector bonds and units. Deliveries for trades executed "on-market" are exchanged through the National Securities Clearing Corporation Limited. After recognition as a stock exchange under the SCRA in April 1993, the NSE commenced operations in the wholesale debt market segment in June 1994 and operations in the derivatives segment in June 2000.

Internet-based securities trading and services

Internet trading takes place through order routing systems, which route client orders to exchange trading systems for execution. Stockbrokers interested in providing this service are required to apply for permission to the relevant stock exchange and also have to comply with certain minimum conditions stipulated by SEBI. The NSE became the first exchange to grant approval to its members for providing internet-based trading services. Internet trading is possible on both the "equities" as well as the "derivatives" segments of the NSE.

Trading hours

Trading on both the NSE and the BSE occurs from Monday to Friday, between 9:15 a.m. and 3:30 p.m. IST (excluding the 15 minutes pre-open session from 9:00 a.m. to 9:15 a.m.). The BSE and the NSE are closed on public holidays. The recognised stock exchanges have been permitted to set their own trading hours (in the cash and derivatives segments) subject to the condition that (i) the trading hours are between 9.00 a.m. and 5.00 p.m.; and (ii) the stock exchange has in place a risk management system and infrastructure commensurate to the trading hours.

Trading Procedure

In order to facilitate smooth transactions, the BSE replaced its open outcry system with BSE On-line Trading facility in 1995. This totally automated screen based trading in securities was put into practice nation-wide. This has enhanced transparency in dealings and has assisted considerably in smoothening settlement cycles and improving efficiency in back-office work.

NSE has introduced a fully automated trading system called National Exchange for Automated Trading ("**NEAT**"), which operates on strict time/price priority besides enabling efficient trade. NEAT has provided depth in the market by enabling large number of members all over India to trade simultaneously, narrowing the spreads.

Takeover Code

Disclosure and mandatory bid obligations for listed Indian companies are governed by the Takeover Code which provides specific regulations in relation to substantial acquisition of shares and takeover. Once the equity shares of a company are listed on a stock exchange in India, the provisions of the Takeover Code will apply to any acquisition of the company's shares/voting rights/control. The Takeover Code prescribes certain thresholds or trigger points in the shareholding a person or entity has in the listed Indian company, which give rise to certain obligations on part of the acquirer. Acquisitions up to a certain threshold prescribed under the Takeover Code mandates specific disclosure requirements, while acquisitions crossing particular thresholds may result in the acquirer having to make an open offer of the shares of the target company. The Takeover Code also provides for the possibility of indirect acquisitions, imposing specific obligations on the acquirer in case of such indirect acquisition.

Insider Trading Regulations

SEBI had earlier notified the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 to prohibit and penalise insider trading in India. The regulations, among other things, prohibited an 'insider' from dealing in the securities of a listed company when in possession of unpublished price sensitive information ("**UPSI**").

The SEBI Insider Trading Regulations were notified on January 15, 2015 (which repealed the regulations of 1992), pursuant to which inter alia the definition of "insider" has been widened by including persons connected on the basis of being in any contractual, fiduciary or employment relationship that allows such person access to UPSI. However directors, employees and all other persons in the deeming category covered under SEBI Insider Trading Regulations continue to be covered. Insider also includes a person who is in possession or has access to UPSI. Now, immediate relatives of insiders would be presumed to be connected persons, with a right to rebut the presumption. Further, the definition of UPSI has also been strengthened by providing a test to identify price sensitive information, aligning it with Listing Agreements and providing a platform of disclosure.

Depositories

The Depositories Act provides a legal framework for the establishment of depositories to record ownership details and effect transfer in book-entry form. Further, SEBI framed regulations in relation to the registration of such depositories, the registration of participants as well as the rights and obligations of the depositories, participants, companies and beneficial owners. The depository system has significantly improved the operation of the Indian securities markets.

Derivatives (Futures and Options)

Trading in derivatives is governed by the SCRA, the SCRR and the SEBI Act. The SCRA was amended in February 2000 and derivatives contracts were included within the term "securities", as defined by the SCRA. Trading in derivatives in India takes place either on separate and independent derivatives exchanges or on a separate segment of an existing stock exchange. The derivatives exchange or derivatives segment of a stock exchange functions as a self-regulatory organisation under the supervision of the SEBI.

DESCRIPTION OF THE SHARES

Set forth below is certain information relating to the share capital of our Company, including a brief summary of some of the provisions of the Memorandum and Articles of Association, the Companies Act and certain related legislation of India, all as currently in effect. Prospective investors are urged to read the Memorandum and Articles of Association carefully, and consult with their advisers, as the Memorandum and Articles of Association and applicable Indian law, and not this summary, govern the rights attached to the Equity Shares.

General

Our Company's authorized share capital as on August 31, 2015 is ₹ 16,000 million divided into 3,000,000,000 Equity Shares of ₹ 2 each and 1,000,000,000 Preference Shares of ₹ 10 each. As on August 31, 2015, our Company's issued, subscribed and paid up capital totals ₹ 724.6 million divided into 362,275,720 Equity Shares of ₹ 2 each.

Dividend

Under Indian law, a company pays dividends upon a recommendation by its board of directors and approval by a majority of the shareholders at the AGM held each Fiscal. Under the Companies Act, unless the board of directors of a company recommends the payment of a dividend, the shareholders at a general meeting have no power to declare any dividend. Subject to certain conditions laid down by Section 123 of the Companies Act, 2013, no dividend can be declared or paid by a company for any Fiscal except out of the profits of the company for that year, calculated in accordance with the provisions of the Companies Act or out of the profits of the company for any previous Fiscal(s) arrived at as laid down by the Companies Act. Under our Articles of Association, our shareholders at a general meeting may declare a lower, but not higher, dividend than that recommended by our Board. Under the Listing Agreements with the Stock Exchanges, listed companies are required to declare and disclose their dividends only on a per share basis.

The Equity Shares issued pursuant to the Issue shall rank *pari passu* with the existing Equity Shares in all respects including entitlements to any dividends declared by our Company.

Capitalization of Reserves

In addition to permitting dividends to be paid as described above, the Companies Act permits the board of directors, if so approved by the shareholders in a general meeting, to distribute an amount transferred in the free reserves, the securities premium account or the capital redemption reserve account to its shareholders, in the form of fully paid up bonus equity shares, which are similar to stock dividend. These bonus equity shares must be distributed to shareholders in proportion to the number of equity shares owned by them as recommended by the board of directors. No issue of bonus shares may be made by capitalising reserves created by revaluation of assets. Further, any issue of bonus shares would be subject to SEBI Regulations.

The Articles of Association permit, upon the resolution of the Board, to resolve in certain circumstances, certain amounts forming part of the undivided profits of our Company, standing to the credit of *inter alia* any of our Company's reserve funds or to the credit of the profit and loss account or any capital redemption reserve fund and available for dividend or representing premium received on the issue of shares and standing to the credit of the share premium account be, subject to the provisions of the Companies Act, 1956 capitalized and distributed amongst such of the shareholders as would be entitled to receive the same if distributed by way of dividend.

Pre-emptive Rights and Alteration of Share Capital

Subject to the provisions of the Companies Act, 2013, we can increase our share capital by issuing new shares. According to Section 62 of the Companies Act, 2013 such new shares shall be offered to existing shareholders in proportion to the amount paid up on those shares at that date. The offer shall be made by notice specifying the number of shares offered and the date (being not less than 15 days and not exceeding 30 days from the date of the offer) within which the offer, if not accepted, will be deemed to have been declined. After such date, the Board may dispose of the shares offered in respect of which no acceptance has been received in such manner as they think most beneficial to us. The offer is deemed to include a right exercisable by the person concerned to renounce the shares offered to him in favour of any other person subject to the provisions of FEMA Regulations, if applicable.

Under the provisions of Section 62(1)(c) of the Companies Act, 2013, new shares may be offered to any persons whether or not those persons include existing shareholders, either for cash of for a consideration other than cash, if the price of such shares is determined by the valuation report of a registered valuer subject to condition prescribed under the Companies (Share Capital and Debentures) Rules, 2014, if a special resolution to that effect is passed by our Company's shareholders in a general meeting.

The Articles of Association provide that we may in general meeting may also cancel shares which have not been taken or agreed to be taken by any person and diminish the amount of its share capital by the amount of the shares so cancelled.

General Meetings of Shareholders

Pursuant to the provisions of Section 96 of the Companies Act, 2013, we must hold our annual general meeting each year, in addition to any other meetings, and within fifteen months of the previous annual general meeting. The Registrar of Companies may extend this period for not more than three months, in special circumstances at our request. The Board may convene an extraordinary general meeting of shareholders when necessary and shall convene such a meeting at the request of a shareholder or shareholders holding in the aggregate not less than 10% of our issued paid up capital. Written notices convening a meeting setting out the date and place of the meeting and its agenda must be given to members at least 21 clear days prior to the date of the proposed meeting and where any special business is to be transacted at the meeting, an explanatory statement must be annexed to the notice as required under the Companies Act, 2013 and the rules framed thereunder. A general meeting may be called after giving shorter notice if consent is received from all shareholders in the case of an annual general meeting and from shareholders holding not less than 95% of our paid up capital in the case of any other general meeting. The quorum requirements applicable to shareholder meetings under the Companies Act, 2013 have to be physically complied with.

Any listed public company intending to pass a resolution relating to matters such as, but not limited to, amendment in the objects clause of the memorandum, the issuing of shares with different voting or dividend rights, a variation of the rights attached to a class of shares or debentures or other securities, buy-back of shares, giving loans or extending guarantees in excess of limits prescribed is required to pass the resolution by means of a postal ballot instead of transacting the business in the general meeting of the company.

Voting Rights

At a general meeting upon a show of hands, every member holding shares, entitled to vote and present in person has one vote. Upon a poll, the voting rights of each shareholder entitled to vote and present in person or by proxy are in the same proportion to such shareholder's share of our paid up equity capital. Subject to the procedure laid down under Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and Clause 35B of the Listing Agreements, a company shall provide the facility to vote through electronic voting (remote e-voting), to its members.

Ordinary resolutions may be passed by simple majority of those present and voting. Special resolutions require that the votes cast in favour of the resolution must be at least three times the votes cast against the resolution. A shareholder may exercise his voting rights by proxy to be given in the form required by the Articles of Association. The instrument appointing a proxy is required to be lodged with us at least 48 hours before the time of the meeting. A proxy may not vote except on a poll and does not have the right to speak at meetings.

Register of Shareholders and Record Dates

We are obliged to maintain a register of shareholders at our Registered Office. We recognize as shareholders only those persons whose names appear on the register of shareholders and cannot recognize any person holding any share or part of it upon any express, implied or constructive trust, except as permitted by law. In the case of shares held in physical form, transfers of shares are registered on the register of members upon lodgment of the share transfer form duly complete in all respects accompanied by a share certificate or, if there is no certificate, the letter of allotment in respect of shares transferred together with duly stamped transfer forms. In respect of electronic transfers, the depository transfers shares by entering the name of the purchaser in its books as the beneficial owner of the shares. In turn, the name of the depository is entered into our records as the registered owner of the shares. The beneficial owner is entitled to all the rights and benefits as well as the liabilities with respect to the shares held by a depository.

Transfer of Shares

Shares held through depositories are transferred in the form of book entries or in electronic form in accordance with applicable regulations by SEBI. These regulations provide the regime for the functioning of the depositories and their participants and set out the manner in which the records are to be kept and maintained and the safeguards to be followed in this system. Transfers of beneficial ownership of shares held through a depository are exempt from stamp duty. We have entered into an agreement for such depository services with the National Securities Depository Limited and the Central Depository Services India Limited. SEBI requires that our shares for trading and settlement purposes be in book-entry form for all investors, except for transactions that are not made on a stock exchange and transactions that are not required to be reported to the stock exchange. We shall keep a book in which every transfer or transmission of shares will be entered.

Pursuant to the Listing Agreements, in the event that a transfer of shares is not effected within 15 days or where we have failed to communicate to the transferee any valid objection to the transfer within the stipulated time period of 15 days, we are required to compensate the aggrieved party for the opportunity loss caused by the delay.

Liquidation Rights

In the event of our winding up, if the assets available for distribution among the members as such shall be insufficient to repay the whole of the paid up capital, such assets shall be distributed so that as nearly as may be, the losses shall be borne by the members in proportion to the capital paid up, or which ought to have been paid up, at the commencement of the winding up, on the shares held by them respectively. And if in a winding up the assets available for distribution among the members shall be more than sufficient to repay the whole of the capital paid up at the commencement of the winding up, the excess shall be distributed amongst the members in proportion to the capital, at the commencement of the winding up, paid up or which ought to have been paid up on the shares issued upon special terms and conditions. On winding up, the preference shares issued by our Company shall rank in priority to Equity Shares but shall not be entitled to any further participation in profits or assets.

STATEMENT OF TAX BENEFITS

The Board of Directors
Indiabulls Housing Finance Limited
M-62 & 63, 1st Floor, Connaught Place
New Delhi 110001
India

Dear Sirs,

1. We hereby report that the enclosed statement of tax benefits has been prepared by Indiabulls Housing Finance Limited (the "**Issuer**" or "the **Company**") for inclusion in the Preliminary Placement Document and the Placement Document (collectively, the "Offering Documents") in connection with the qualified institutions placement (the "Issue") of equity shares of the Company of face value of ₹ 2 each ("Equity Shares") by the Issuer in accordance applicable laws including but not limited to the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, the Companies Act, 2013, as amended, and the rules made thereunder. The enclosed statement provides the possible tax benefits available to the prospective equity shareholders of the Company ("**Equity Shareholders**") under the provisions of the Income-tax Act, 1961 and Wealth Tax Act, 1957, presently in force in India (collectively referred to as '**direct tax laws**'). Several of these benefits are dependent on the Equity Shareholders fulfilling the conditions prescribed under the relevant tax laws, as applicable. Hence, the ability of the Equity Shareholders to derive tax benefits is dependent upon fulfilling such conditions.

2. The tax benefits discussed in the enclosed statement are not exhaustive. The enclosed statement is only intended to provide general information to the Equity Shareholders and is neither designed nor intended to be a substitute for professional tax advice. Equity Shareholders are advised to consult their own tax consultant with respect to the tax implications arising out of their participation in the proposed Issue particularly in view of ever changing tax laws in India.

3. We do not express any opinion or provide any assurance as to whether:

a) The Equity Shareholders will continue to obtain these benefits in future; or
b) The conditions prescribed for availing the benefits have been / would be met.

4. Our views are based on the existing provisions of law and its interpretation, which are subject to changes from time to time. We do not assume responsibility to update the views consequent to such changes.

5. No assurance is given that the revenue authorities/courts will concur with the views expressed herein.

6. We shall not be liable to any claims, liabilities or expenses relating to the facts mentioned in the enclosed statement.

7. The enclosed statement sets out the provisions of law in a summary manner only and is not a complete analysis or listing of all potential tax consequences of the purchase, ownership and disposal of Equity Shares under the Issue.

8. The enclosed statement covers only certain relevant benefits under the direct tax laws and does not cover benefits under any other law.

9. The enclosed statement of possible tax benefits are as per the current direct tax laws relevant for the assessment year 2016-17. Several of these benefits are dependent on the Equity Shareholders fulfilling the conditions prescribed under the relevant provisions.

10. The enclosed statement is intended only to provide general information to the Equity Shareholders and is neither designed nor intended to be a substitute for professional tax advice. In view of the individual nature of tax consequences, each Equity Shareholder is advised to consult his/her/its own tax advisor with respect to specific tax consequences of his/her/its holding in the Equity Shares.

11. This letter is solely for the information of the addressees for the purpose described in a preceding paragraph and is not to be used circulated or quoted or otherwise referred to for any other purposes, including but not limited to the registration, purchase or sale of securities.

Yours faithfully,

For A Sardana & Co.
Chartered Accountants
Firm Registration No. 021890N

Ajay Sardana
Partner
Membership no. 089011

New Delhi, September 7, 2015

STATEMENT OF TAX BENEFITS UNDER THE INCOME TAX ACT, 1961

Statement of Special Tax Benefits:

Direct Taxes

1. IHFL carries on the business of housing finance and complies with all the conditions of Section 36(1)(viii) of the Income-tax Act, 1961 ("ITA") so as to be eligible for a deduction of 20% of the profits derived from eligible business that is carried to a special reserve. It may however be noted that such deduction is restricted to twice the amount of the paid up share capital and of the general reserves of the specified entity.

Statement of General Tax Benefits:

These are the general tax benefits available to the company and shareholders, subject to compliance with relevant provisions.

A. Benefits available under the Income Tax Act, 1961

I. Benefits available to Resident Shareholders

1. Under Section 10(32) of the IT Act, any income of minor children clubbed in the total income of the parent under Section 64(1A) of the IT Act, will be exempt from tax to the extent of Rs.1,500 per minor child whose income is so included.

2. The company is liable to pay a dividend distribution tax currently at the rate of 15% (plus applicable surcharge and cess) on the total amount of income distributed or declared or paid as dividend as per the methodology provided in the aforesaid section.
   As per Section 10(34) read with Section 115-O of the ITA, any income by way of dividends referred to in Section 115-O (i.e. dividends declared, distributed or paid on or after 1 April 2003 by the domestic companies) received on the shares of the Company is exempt from tax.

   However it is pertinent to note that Section 14A of the IT Act restricts claims for deduction of expenses incurred in relation to exempt income. Thus, any expense incurred to earn the dividend income is not an allowable expenditure.

3. As per Section 2(29A) read with Section 2(42A), shares held in a company are treated as long term capital asset if the same are held by the assessee for more than twelve months period immediately preceding the date of its transfer. Accordingly, the benefits enumerated below in respect of long term capital assets would be available if the shares are held for more than twelve months.

4. As per Section 10(38) of the ITA, long term capital gains arising from the transfer of a long term capital asset being an equity share of the Company, where such transaction is chargeable to securities transaction tax, will be exempt in the hands of the shareholder.

5. As per Section 54EC of the ITA and subject to the conditions and to the extent specified therein, long-term capital gains (in cases not covered under Section 10(38) of the ITA) arising on the transfer of a long-term capital asset will be exempt from capital gains tax to the extent such capital gains are invested in a "long term specified asset" within a period of 6 months after the date of such transfer. It may be noted that investment in the long term specified asset by an assessee during any financial year in which the original asset was transferred and in the subsequent financial year cannot exceed Rs. 50 Lacs.

   However, if the assessee transfers or converts the long term specified asset into money within a period of three years from the date of its acquisition, the amount of capital gains exempted earlier would become chargeable to tax as long-term capital gains in the year in which the long term specified asset is transferred or converted into money.

   A "long term specified asset" means any bond, redeemable after three years and issued on or after the 1st day of April 2007:

(i.) by the National Highways Authority of India constituted under Section 3 of the National Highways Authority of India Act, 1988; or

(ii.) by the Rural Electrification Corporation Limited, a company formed and registered under the Companies Act, 1956.

6. As per Section 54F of the ITA, long term capital gains (in cases not covered under Section 10(38)) arising on the transfer of the shares of the Company held by an individual or Hindu Undivided Family (HUF) will be exempt from capital gains tax if the net consideration is utilised, within a period of one year before, or two years after the date of transfer, in the purchase of a residential house, or for construction of one residential house within three years. Such benefit will not be available:

(a). if the individual or Hindu Undivided Family-

- owns more than one residential house, other than the new residential house, on the date of transfer of the shares; or
- purchases another residential house within a period of one year after the date of transfer of the shares; or
- constructs another residential house within a period of three years after the date of transfer of the shares; and

(b). the income from such residential house, other than the one residential house owned on the date of transfer of the original asset, is chargeable under the head "Income from house property".

If only a part of the net consideration is so invested, so much of the capital gain as bears to the whole of the capital gain, the same proportion as the cost of the new residential house bears to the net consideration, will be exempt.

If the new residential house is transferred within a period of three years from the date of purchase or construction, the amount of capital gains on which tax was not charged earlier, will be deemed to be income chargeable under the head "Capital Gains" of the year in which the residential house is transferred.

7. As per Section 74 Short-term capital loss suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' short term as well as long-term capital gains. Long-term capital loss suffered during the year is allowed to be set-off against long-term capital gains. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' long-term capital gains.

8. As per Section 111A of the ITA, short term capital gains arising from the sale of equity shares of the Company transacted through a recognized stock exchange in India, where such transaction is chargeable to securities transaction tax, will be taxable at the rate of 15% (plus applicable surcharge and education cess).

9. As per Section 112 of the ITA, taxable long-term capital gains, if any, on sale of listed securities will be charged to tax at the rate of 20% (plus applicable surcharge and education cess) after considering indexation benefits or at 10% (plus applicable surcharge and education cess) without indexation benefits, whichever is less. Under Section 48 of the ITA, the long term capital gains arising out of sale of capital assets excluding bonds and debentures (except Capital Indexed Bonds issued by the Government) will be computed after indexing the cost of acquisition/ improvement.

II. Benefits available to Non-Resident Indians/Non-Resident Shareholders (Other than FIIs)

1. Under Section 10(32) of the IT Act, any income of minor children clubbed in the total income of the parent under Section 64(1A) of the IT Act, will be exempt from tax to the extent of Rs.1,500 per minor child whose income is so included.

2. As per Section 10(34) read with Section 115-O of the ITA, any income by way of dividends referred to in Section 115-O (i.e. dividends declared, distributed or paid on or after 1 April 2003 by the domestic

companies) received on the shares of the Company is exempt from tax. However it is pertinent to note that Section 14A of the IT Act restricts claims for deduction of expenses incurred in relation to exempt income. Thus, any expense incurred to earn the dividend income is not an allowable expenditure.

3. As per Section 2(29A) read with Section 2(42A), shares held in a company are treated as long term capital asset if the same are held by the assessee for more than twelve months period immediately preceding the date of its transfer. Accordingly, the benefits enumerated below in respect of long term capital assets would be available if the shares are held for more than twelve months.

4. As per Section 10(38) of the ITA, long term capital gains arising from the transfer of long term capital asset being an equity share of the Company, where such transaction is chargeable to securities transaction tax, will be exempt in the hands of the shareholder.

5. As per first proviso to Section 48 of the ITA, in case of a non resident shareholder, the capital gain/loss arising from transfer of shares of the Company, acquired in convertible foreign exchange, is to be computed by converting the cost of acquisition, sales consideration and expenditure incurred wholly and exclusively incurred in connection with such transfer, into the same foreign currency which was initially utilized in the purchase of shares. Cost Indexation benefit will not be available in such a case.

   As per Section 112 of the ITA, taxable long-term capital gains, if any, on sale of shares of the company is chargeable to tax at the rate of 20% (plus applicable surcharge and education cess).

6. As per Section 54EC of the ITA and subject to the conditions and to the extent specified therein, long-term capital gains (in cases not covered under Section 10(38) of the ITA) arising on the transfer of a long-term capital asset will be exempt from capital gains tax to the extent such capital gains are invested in a "long term specified asset" within a period of 6 months after the date of such transfer. It may be noted that investment in the long term specified asset by an assessee during any financial year in which the original asset was transferred and in the subsequent financial year in which the original asset was transferred and in the subsequent financial year cannot exceed Rs. 50 Lacs.

   However, if the assessee transfers or converts the long term specified asset into money within a period of three years from the date of its acquisition, the amount of capital gains exempted earlier would become chargeable to tax as long-term capital gains in the year in which the long term specified asset is transferred or converted into money.

   A "long term specified asset" for making investment under this Section on or after 1st April 2007 means any bond, redeemable after three years and issued on or after the 1st April 2007 by:

   (i). National Highways Authority of India constituted under Section 3 of the National Highways Authority of India Act, 1988; or
   (ii). Rural Electrification Corporation Limited, a company formed and registered under the Companies Act, 1956.

7. As per Section 54F of the ITA, long term capital gains (in cases not covered under Section 10(38)) arising on the transfer of the shares of the Company held by an individual or Hindu Undivided Family (HUF) will be exempt from capital gains tax if the net consideration is utilised, within a period of one year before, or two years after the date of transfer, in the purchase of a residential house, or for construction of one residential house within three years. Such benefit will not be available:

   (a). if the individual or Hindu Undivided Family-

   - owns more than one residential house, other than the new residential house, on the date of transfer of the shares; or
   - purchases another residential house within a period of one year after the date of transfer of the shares; or
   - constructs another residential house within a period of three years after the date of transfer of the shares; and

   (b). the income from such residential house, other than the one residential house owned on the date of transfer of the original asset, is chargeable under the head "Income from house property".

If only a part of the net consideration is so invested, so much of the capital gain as bears to the whole of the capital gain, the same proportion as the cost of the new residential house bears to the net consideration, will be exempt.

If the new residential house is transferred within a period of three years from the date of purchase or construction, the amount of capital gains on which tax was not charged earlier, will be deemed to be income chargeable under the head "Capital Gains" of the year in which the residential house is transferred.

8. As per Section 74 Short-term capital loss suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' short term as well as long-term capital gains. Long-term capital loss suffered during the year is allowed to be set-off against long-term capital gains. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' long-term capital gains.

9. As per Section 111A of the ITA, short term capital gains arising from the sale of equity shares of the Company transacted through a recognized stock exchange in India, where such transaction is chargeable to securities transaction tax, will be taxable at the rate of 15% (plus applicable surcharge and education cess).

10. As per Section 115E of the ITA, in the case of a shareholder being a Non-Resident Indian, and subscribing to the shares of the Company in convertible foreign exchange, in accordance with and subject to the prescribed conditions, long term capital gains arising on transfer of the shares of the Company (in cases not covered under Section 10(38) of the ITA) will be subject to tax at the rate of 10% (plus applicable surcharge and education cess), without any indexation benefit.

11. As per Section 115F of the ITA and subject to the conditions specified therein, in the case of a shareholder being a Non-Resident Indian, gains arising on transfer of a long term capital asset being shares of the Company will not be chargeable to tax if the entire net consideration received on such transfer is invested within the prescribed period of six months in any specified asset or savings certificates referred to in Section 10(4B) of the ITA. If part of such net consideration is invested within the prescribed period of six months in any specified asset or savings certificates referred to in Section 10(4B) of the ITA then such gains would be chargeable to tax on a proportionate basis. Further, if the specified asset or savings certificate in which the investment has been made is transferred within a period of three years from the date of investment, the amount of capital gains tax exempted earlier would become chargeable to tax as long term capital gains in the year in which such specified asset or savings certificates are transferred.

12. As per Section 115G of the ITA, Non-Resident Indians are not obliged to file a return of income under Section 139(1) of the ITA, if their only source of income is income from specified investments or long term capital gains earned on transfer of such investments or both, provided tax has been deducted at source from such income as per the provisions of Chapter XVII-B of the ITA.

13. As per Section 115H of the ITA, where Non-Resident Indian becomes assessable as a resident in India, he may furnish a declaration in writing to the Assessing Officer, along with his return of income for that year under Section 139 of the ITA to the effect that the provisions of Chapter XII-A shall continue to apply to him in relation to such investment income derived from the specified assets for that year and subsequent assessment years until such assets are converted into money.

14. As per Section 115I of the ITA, a Non-Resident Indian may elect not to be governed by the provisions of Chapter XII-A for any assessment year by furnishing a declaration along with his return of income for that assessment year under Section 139 of the ITA, that the provisions of Chapter XII-A shall not apply to him for that assessment year and accordingly his total income for that assessment year will be computed in accordance with the other provisions of the ITA.

For the purpose of aforesaid clauses "Non-Resident Indian" means an Individual, being a citizen of India or a person of Indian origin who is not a "resident". A person shall be deemed to be of Indian origin if he, or either of his parents or any of his grand-parents, was born in undivided India.

Provisions of the ITA vis-à-vis provisions of the Tax Treaty

1. In respect of non-residents, the tax rates and consequent taxation mentioned above will be further subject to any benefits available under the Tax Treaty, if any, between India and the country in which the non-resident is resident. As per the provisions of Section 90(2) of the ITA, the provisions of the ITA would prevail over the provisions of the Tax Treaty to the extent they are more beneficial to the non-resident.

III. Benefits available to Foreign Institutional Investors ('FIIs')

1. As per Section 10(34) read with Section 115-O of the ITA, any income by way of dividends referred to in Section 115-O (i.e. dividends declared, distributed or paid on or after 1 April 2003 by the domestic companies) received on the shares of the Company is exempt from tax.

2. As per Section 2(29A) read with Section 2(42A), shares held in a company are treated as long term capital asset if the same are held by the assessee for more than twelve months period immediately preceding the date of its transfer. Accordingly, the benefits enumerated below in respect of long term capital assets would be available if the shares are held for more than twelve months.

3. As per Section 10(38) of the ITA, long term capital gains arising from the transfer of long term capital asset being an equity share of the Company, where such transaction is chargeable to securities transaction tax, will be exempt to tax in the hands of the FIIs.

4. As per Section 54EC of the ITA and subject to the conditions and to the extent specified therein, long-term capital gains (in cases not covered under Section 10(38) of the ITA) arising on the transfer of a long-term capital asset will be exempt from capital gains tax to the extent such capital gains are invested in a "long term specified asset" within a period of 6 months after the date of such transfer. It may be noted that investment made on or after April 1, 2007 in the long term specified asset by an assessee during any financial year and in the succeeding financial year cannot exceed Rs. 50 Lacs.

   However, if the assessee transfers or converts the long term specified asset into money within a period of three years from the date of its acquisition, the amount of capital gains exempted earlier would become chargeable to tax as long-term capital gains in the year in which the long term specified asset is transferred or converted into money.

   A "long term specified asset" for making investment under this Section on or after 1st April 2007 means any bond, redeemable after three years and issued on or after the 1st April 2007 by:

   (i) National Highways Authority of India constituted under Section 3 of the National Highways Authority of India Act, 1988; or
   (ii) Rural Electrification Corporation Limited, a company formed and registered under the Companies Act, 1956.

5. As per Section 74 Short-term capital loss suffered during the year is allowed to be set-off against short-term as well as long-term capital gains of the said year. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' short term as well as long-term capital gains. Long-term capital loss suffered during the year is allowed to be set-off against long-term capital gains. Balance loss, if any, could be carried forward for eight years for claiming set-off against subsequent years' long-term capital gains.

6. As per Section 111A of the ITA, short term capital gains arising from the sale of equity shares of the Company transacted through a recognized stock exchange in India, where such transaction is chargeable to securities transaction tax, will be taxable at the rate of 15% (plus applicable surcharge and education cess).

7. As per Section 115AD of the ITA, FIIs will be taxed on the capital gains that are not exempt under the provision of Section 10(38) of the ITA, at the following rates:

Nature of income	Rate of tax (%)
Long term capital gains	10
Short term capital gains (other than referred to in Section 111A)	30

The above tax rates have to be increased by the applicable surcharge and education cess.

In case of long term capital gains, (in cases not covered under Section 10(38) of the ITA), the tax is levied on the capital gains computed without considering the cost indexation.

8. As per Section 196D, no tax is to be deducted from any income, by way of capital gains arising from the transfer of shares payable to Foreign Institutional Investor.

Provisions of the ITA vis-à-vis provisions of the Tax Treaty

9. The tax rates and consequent taxation mentioned above will be further subject to any benefits available under the Tax Treaty, if any, between India and the country in which the FII is resident. As per the provisions of Section 90(2) of the ITA, the provisions of the ITA would prevail over the provisions of the Tax Treaty to the extent they are more beneficial to the FII.

IV. Benefits available to Mutual Funds

As per Section 10(23D) of the ITA, any income of Mutual Funds registered under the Securities and Exchange Board of India Act, 1992 or Regulations made there under, Mutual Funds set up by public sector banks or public financial institutions and Mutual Funds authorised by the Reserve Bank of India will be exempt from income tax, subject to such conditions as the Central Government may, by notification in the Official Gazette, specify in this behalf.

V. Tax Deduction at Source

No income-tax is deductible at source from income by way of capital gains under the present provisions of the IT Act, in case of residents. However, as per the provisions of section 195 of the IT Act, any income by way of capital gains, payable to non residents (except long-term capital gains exempt under section 10(38) of the IT Act), may fall within the ambit of with-holding tax provisions, subject to the provisions of the relevant tax treaty. Accordingly income tax may have to be deducted at source in the case of a non- resident at the rate under the domestic tax laws or under the tax treaty, whichever is beneficial to the assessee unless a lower withholding tax certificate is obtained from the tax authorities.

As per Section 206AA of the Act, with effect from April 1, 2010, every person who is entitled to receive any sum or income or amount on which tax is deductible at source, is required to furnish a Permanent Account Number (PAN) to the person responsible for deducting such tax, failing which tax shall be deducted at the rates as per the Act or the rates in force or 20% whichever is higher. The provisions of Section 206AA shall apply on capital gains payable to non-residents.

B. Benefits available under the Gift Tax Act, 1958

Gift tax is not leviable in respect of any gifts made on or after October 1, 1998. Therefore, any gift of shares of the Company will not attract gift tax.

However as per the provisions of Section 56(2)(vii) of the I.T. Act, where an individual or HUF receives shares from any person on or after October 01, 2009: (a) without any consideration, aggregate fair market value of which exceeds fifty thousand rupees, then the whole of the aggregate fair market value of such shares or; (b) for a consideration which is less than the aggregate fair market value of the share by an amount exceeding fifty thousand rupees, then the aggregate fair market value of such shares as exceeds such consideration shall be taxable as the income of the recipient at the normal rates of tax.

CERTAIN U.S. FEDERAL INCOME TAX CONSIDERATIONS

The following summary is a general discussion of certain U.S. federal income tax considerations to U.S. Holders (as defined below) of acquiring, holding and disposing of Shares purchased in this offering. The following summary applies only to U.S. Holders that hold Shares as capital assets for U.S. federal income tax purposes (generally, property held for investment). The discussion does not address any aspect of U.S. federal taxation other than U.S. federal income taxation (such as the estate and gift tax or the Medicare tax on net investment income). This summary does not address all tax considerations applicable to investors that own (directly or by attribution) 10 per cent. or more of our voting stock, nor does this summary discuss all of the tax considerations that may be relevant to certain types of investors subject to special treatment under the U.S. federal income tax laws (such as financial institutions, insurance companies, real estate investment trusts, regulated investment companies, investors liable for the alternative minimum tax, certain U.S. expatriates, individual retirement accounts and other tax-deferred accounts, tax-exempt organizations, dealers in securities or currencies, securities traders that elect mark-to-market tax accounting, investors that will hold the Shares as part of constructive sales, straddles, hedging, integrated or conversion transactions for U.S. federal income tax purposes or investors whose "functional currency" is not the U.S. dollar).

The following summary is based on the U.S. Internal Revenue Code of 1986, as amended (the "**Code**"), U.S. Treasury regulations thereunder, published rulings of the U.S. Internal Revenue Service (the "**IRS**") and judicial and administrative interpretations thereof, in each case as available on the date of this Offering Memorandum. Changes to any of the foregoing, or changes in how any of these authorities are interpreted, may affect the tax consequences set out below, possibly retroactively. No ruling will be sought from the IRS with respect to any statement or conclusion in this discussion, and there can be no assurance that the IRS will not challenge such statement or conclusion in the following discussion or, if challenged, a court will uphold such statement or conclusion.

For purposes of the following summary, a "**U.S. Holder**" is a beneficial owner of Shares that is for U.S. federal income tax purposes: (i) a citizen or individual resident of the United States, (ii) a corporation or other entity treated as a corporation for U.S. federal income tax purposes created or organized in or under the laws of the United States or any state thereof or the District of Columbia or (iii) an estate or trust the income of which is subject to U.S. federal income taxation regardless of its source.

If an entity classified as a partnership for U.S. federal income tax purposes holds Shares, the U.S. federal income tax treatment of a partner generally will depend upon the status of the partner and the activities of the partnership. A partnership considering an investment in Shares, and partners in such partnership, should consult their own tax advisers about the U.S. federal income tax consequences of an investment in the Shares.

Prospective purchasers of Shares should consult their own tax advisers with respect to the U.S. federal, state, local and non-U.S. tax consequences to them in their particular circumstances of acquiring, holding, and disposing of Shares.

Passive Foreign Investment Companies

We expect to be classified as a passive foreign investment company (a "**PFIC**") for U.S. federal income tax purposes. A non-U.S. corporation is a PFIC in any taxable year in which, after taking into account certain look-through rules, either (i) at least 75 per cent. of its gross income is passive income or (ii) at least 50 per cent. of the average value (determined on a quarterly basis) of its assets is attributable to assets that produce or are held to produce passive income. Passive income for this purpose generally includes, among other things, dividends, interest unless earned in the conduct of certain types of businesses. We do not expect the interest we earn to be classified as active income or the loans that we make to be classified as active income. The remained of this discussion assumes we will be a PFIC.

A U.S. Holder would generally be subject to additional taxes on gains from the sale or other disposition of, and "excess distributions" with respect to, the Shares owned directly or indirectly by such U.S. Holder. In general, an excess distribution is any distribution to the U.S. Holder that is greater than 125 per cent. of the average annual distributions received by the U.S. Holder during the three preceding taxable years or, if shorter, the U.S. Holder's holding period for our Share. Under these rules (i) the gain or excess distribution would be allocated ratably over the U.S. Holder's holding period for the Shares, (ii) the amount allocated to the taxable year in which the gain or excess distribution was realized and to any year before we became a PFIC would be taxable as ordinary income in the current year, (iii) the amount allocated to other taxable years would be subject to tax at the highest rate in effect for that year and (iv) an amount equal to the interest charge generally applicable to underpayments of tax would be imposed in respect of the tax allocated to each such earlier year. For these purposes, a U.S. Holder who uses our Share as collateral for a loan would be treated as having disposed of such Shares. A U.S. Holder in a PFIC is also subject to additional tax form filing requirements.

Different rules apply to a U.S. Holder that is eligible to and makes a valid mark-to-market election with respect to our Shares. This election can be made if our Shares are considered to be "marketable securities" for purposes of the PFIC rules. Our Shares will be marketable securities for these purposes to the extent they are "regularly traded" on a "qualified exchange." A non-U.S. exchange will be a qualified exchange if it has trading volume, listing, financial disclosure, surveillance, and other requirements that are designed to prevent fraudulent and manipulative acts and practices and the rules of the exchange effectively promote active trading of listed stocks. Generally, Shares are treated as "regularly traded" in any calendar year in which more than a *de minimis* quantity of the Shares are traded on a qualified exchange on at least 15 days during each calendar quarter. The mark-to-market election cannot be revoked without the consent of the IRS unless the Shares in question cease to be marketable securities. If either the Nation Stock Exchange of India or the Bombay Stock Exchange is a qualified exchange and our Shares are considered to be regularly traded on such Exchange, U.S. Holders should be eligible to make a mark-to-market election with respect to our Shares. Subject to certain limitations, a U.S. Holder that makes a valid mark-to-market election with respect to our Shares would be required to take into account the difference, if any, between the fair market value and the adjusted tax basis in those Shares, at the end of each taxable year, as ordinary income (or ordinary loss to the extent of the net amount previously included as income by the U.S. Holder as a result of the mark-to-market election) in calculating its income for such year. A U.S. Holder's basis in the Shares will be increased by the amount of any ordinary income inclusion and decreased by the amount of any ordinary loss taken into account under the mark-to-market rules. Gains from an actual sale or other disposition of our Shares for which this election has been properly made would be treated as ordinary income, any losses incurred on a sale or other disposition of our Shares would be treated as an ordinary loss to the extent of any net mark-to-market gains for prior years and any additional loss would be capital loss.

Even if a valid mark-to-market election is made with respect to our Shares, there is a significant risk that indirect interests in any of our subsidiaries that are PFICs will not be covered by this election but will be subject to the excess distribution rules described above. Under these rules, distributions from, and dispositions of interests in, these subsidiaries, as well as certain other transactions, generally will be treated as a distribution or disposition subject to the discussion above regarding excess distributions.

Prospective U.S. Holders are urged to consult their own tax advisers about the consequences of holding our Shares if we are considered a PFIC in any taxable year, including the availability of the mark-to-market election, and whether making the election would be advisable in their particular circumstances. In particular, U.S. Holders should consider carefully the impact of a mark-to-market election with respect to their Shares given that there is a significant risk that we will have subsidiaries that are classified as PFICs.

Distributions on Shares

Subject to the discussion under “Passive Foreign Investment Companies” above, the gross amount of any distributions by us with respect to our Shares generally will be taxable to a U.S. Holder as foreign source ordinary dividend income to the extent paid out of our current or accumulated earnings and profits (as determined under U.S. federal income tax principles). Because we do not expect to maintain calculations of our earnings and profits in accordance with U.S. federal income tax principles, U.S. Holders should expect that a distribution will generally be treated as a dividend for U.S. federal income tax purposes. Dividends paid by us will not be eligible for the dividends received deduction provided under the Code for dividends received by certain U.S. corporate Shareholders or the reduced rates of taxation available to non-corporate holders.

Dividends received with respect to the Shares generally will be treated as foreign source income. A U.S. Holder will be entitled, subject to generally applicable limitations and conditions, to claim a U.S. foreign tax credit in respect of any Indian taxes withheld on dividends received on the Shares. U.S. Holders who do not elect to claim a credit for any foreign income taxes paid or accrued during the taxable year may instead claim a deduction of such taxes. If a U.S. Holder is eligible for benefits under the U.S-India Income Tax Convention (the "Income Tax Convention") or otherwise is entitled to a refund for the taxes withheld, such holder will not be entitled to a foreign tax credit or deduction for the amount of any non-U.S. taxes withheld in excess of the maximum rate under the Income Tax Convention or for the taxes with respect to which such holder can obtain a refund from the Indian taxing authorities. The rules relating to computing foreign tax credits or deducting foreign taxes are complex, and U.S. Holders are urged to consult their own tax advisers regarding the availability of foreign tax credits in their particular situation.

U.S. Holders should consult their own tax advisers about how to account for payments of dividends received in a currency other than the U.S. dollar.

Sale, Exchange or Other Taxable Disposition of Shares

Except as discussed under "Passive Foreign Investment Companies" above, a U.S. Holder generally will recognize U.S.-source ordinary gain or capital loss upon the sale, exchange or other taxable disposition of our Shares equal to the difference, if any, between the U.S. dollar amount realized on the sale, exchange or other taxable disposition of the Shares and the U.S. Holder's tax basis in the Shares (generally their cost in U.S. dollars). Any capital loss will be long-term capital loss if the Shares have been held for more than one year. Certain non-corporate U.S. Holders may be eligible for preferential rates of U.S. federal income tax in respect of long-term capital gains. The deductibility of capital losses is subject to limitations.

U.S. Holders should consult their own tax advisers about how to account for payments made or received in a currency other than the U.S. dollar.

Backup Withholding and Information Reporting

Information returns may be filed with the IRS in connection with distributions on the Shares and the proceeds from a sale exchange or other taxable disposition of the Shares. A U.S. Holder may be subject to U.S. backup withholding on these payments if it fails to provide its tax identification number to the paying agent and comply with certain certification procedures or otherwise establish an exemption from backup withholding. The amount of any backup withholding from a payment to a U.S. Holder will be allowed as a credit against the U.S. Holder's U.S. federal income tax liability and may entitle the U.S. Holder to a refund, provided that the required information is furnished to the IRS.

U.S. Holders should consult their own tax advisers regarding any additional tax reporting or filing requirements they may have as a result of acquiring, owning or disposing of the Shares. Failure to comply with applicable reporting obligations could result in the imposition of substantial penalties.

LEGAL PROCEEDINGS

Except as described below, our Company, our Promoter and our Directors are not involved in any material legal proceedings and no proceedings are threatened, which may have, a material adverse effect on our business, properties, financial condition or operations. Further, except as described below, our Company (i) has no outstanding defaults in relation to statutory dues payable, dues payable to holders of any debentures and interest thereon, and in respect of deposits and interest thereon, defaults in repayment of loans from any bank or financial institution; (ii) has not faced any material frauds in the last three years preceding the date of this Placement Document; and (iii) our Company and Subsidiaries have not faced any inquiry, inspection or investigation conducted under the Companies Act, 2013 or the Companies Act, 1956 in the last three years preceding the date of this Placement Document. Furthermore, except as described below, there are no litigation or legal action pending, or taken by any Ministry or Department of the GoI or a statutory authority against our Promoter in the last three years preceding the date of this Placement Document.

As an Indian housing finance company, we have, from time to time, been involved in litigation proceedings that are incidental to our operations and involve suits filed by and against our Company and Subsidiaries by various parties. These include, inter alia, criminal proceedings, civil proceedings, taxation proceedings, arbitration cases, consumer proceedings, labour proceedings, cases filed by us under the Negotiable Instruments Act and applications under the SARFAESI Act challenging proceedings adopted by us towards enforcement of security interests.

A. Involving our Company

1. MMTC Limited ("**MMTC**") has filed a company petition (No.123 (ND)/2011) before the Company Law Board, New Delhi Bench ("**CLB**") against our Company, Indian Commodity Exchange Limited ("**ICEL**"), and Reliance Exchange Next Limited ("**REL**"). In this petition, MMTC has claimed that the transfer of 26% of the equity share capital of ICEL ("**ICEL Shares**") held by our Company in favour of REL were in violation of the shareholders' agreement dated February 12, 2009 between the shareholders of ICEL ("**SHA**") to which our Company, MMTC and REL were parties, and which set out the rights and obligations of the shareholders of ICEL, including restrictions in relation to transfer of the IECL Shares. MMTC has also claimed that the transfer of the ICEL Shares was in violation of the revised guidelines of the Forward Market Commission dated May 14, 2008 ("**FMC Guidelines**") as well as the provisions of articles of association of ICEL. MMTC has prayed, *inter alia*, for (i) a declaration that the transfer of the IECL Shares from our Company to REL be declared null and void, (ii) an order reversing this transfer, and (iii) a declaration that the appointment of directors nominated by REL to the board of directors of ICEL is invalid. Our Company and the other respondents have filed their replies to this petition. Furthermore, our Company has also filed an application (No. 71 of 2012) under Regulation 44 of the Company Law Board Regulations, 1991 for dismissal of this petition on various grounds, including, primarily, that the allegations made by MMTC and the other plaintiffs in the company petition were incorrect, materially inaccurate and fail to disclose any case of oppression and mismanagement, if analysed on its facts and under the FMC Guidelines. These matters are currently pending.

2. Our Company had issued a notice dated March 8, 2013 to Deccan Chronicle Holdings Limited ("**DCHL**"), one of its borrowers, under section 13(2) of the SARFAESI Act, demanding repayment of an aggregate sum of ₹ 930.4 million (as on March 3, 2013) together with interest and penal interest. Subsequently, DCHL filed a writ petition (No.37381/2013) before the High Court of Andhra Pradesh in which it, inter alia, challenged the right of action of our Company to issue the notice under section 13(2) of the SARFAESI Act and praying for dismissal of such action on various grounds, including that the original loans which are the subject matter of the dispute were granted by IBFSL when it was not a notified financial institution under the SARFAESI Act and accordingly, the amalgamation with our Company (which was a notified financial institution under the SARFAESI Act) could not, on its own, extend the jurisdiction of the SARFAESI Act to the present dispute. The High Court of Andhra Pradesh, by its order dated February 4, 2014, allowed DCHL's petition, stating, inter alia, that the SARFAESI Act did not govern the present matter. Against this order, our Company has filed a special leave petition before the Supreme Court of India (No. 5752/2014), claiming, among other grounds, that the SARFAESI Act did not prohibit the initiation of SARFAESI proceedings by a notified financial institution in respect of outstanding debts of an entity that amalgamated into such institution. The Supreme Court of India has, by its order dated February 28, 2014 directed the parties to maintain status quo in relation to the mortgaged properties in all respects till the final hearing of the matter. Subsequently, the Supreme Court of India, by its order dated April 8, 2015 permitted sale/ auction of the immovable properties mortgaged for securing the loan.

Further, our Company has also filed two applications under section 9 of the Arbitration Act before the Civil Court, Hyderabad (No. 377/13 and No. 378/13) for the grant of interim relief, including for DCHL to furnish security totaling to ₹ 930.4 million and for the grant of an injunction restraining DCHL and others from, inter alia, creating any third party charge rights or interests or in any manner dealing with the Petitioner schedule property. The Civil Court, by its order dated March 6, 2013 granted a temporary injunction restraining DCHL from alienating the relevant mortgaged properties in any manner.

These proceedings are currently pending.

3. Veritas Investment Research Corporation ("**Veritas**") published a research report titled "Bilking India" dated August 1, 2012 ("**Veritas Report**"), co-authored by Mr. Neeraj Monga and Mr. Nitin Mangal. The Veritas Report analysed certain information about, inter alia, our Company and Indiabulls Real Estate Limited ("**IREL**"). After the report, the Indiabulls group issued a press release ("**Indiabulls Press Release**"), rebutting the allegations in the Veritas Report and stating that the Veritas Report was malicious and factually incorrect and that Mr. Monga had demanded monetary consideration for withholding the Veritas Report..

   Our Company and IREL also filed two criminal complaints in the Udyog Vihar Police Station in Gurgaon on August 8, 2012 and in the Cyber Police Station, Mumbai on August 9, 2012 against Veritas, Mr. Neeraj Monga and Mr. Nitin Mangal alleging that the former had intentionally and maliciously authored the Veritas Report, which contained false figures and data and unfounded allegations, and was published with vengeance given that our Company and IREL had not paid the monetary consideration for withholding the Veritas Report. Both the complaints have been registered as FIRs and investigations under are currently ongoing. Mr. Nitin Mangal approached various courts in India including filing two petitions before the Supreme Court of India which petitions were dismissed.

   In August 2014, Veritas and Mr. Neeraj Monga filed a civil proceeding against IREL and our Company before the Superior Court of Justice, Ontario, Canada (**"Ontario Superior Court**") alleging that the Indiabulls Press Release is false, defamatory, malicious, conspired with ill motive and is in abuse of the process of law, and led to loss of reputation and credibility of Veritas. Veritas and Mr. Neeraj Monga have claimed general and special damages amounting to 10 million dollars, punitive damages amounting to one million dollars, costs, interest and any other reliefs that the Ontario Superior Court may grant. The Ontario Superior Court issued notices dated August 5, 2014 to our Company and IREL to file a statement of defense. Subsequently, our Company and IREL on February 27, 2015 moved an application challenging the jurisdiction of the Ontario Superior Court. This application has been filed, amongst others, on the ground of an anti suit injunction having been passed by the Delhi High Court in the civil suit (CS(OS) No.3199/2014), which is described below.

   Our Company filed a civil suit (CS(OS) No.3199/2014) before the Delhi High Court praying for permanent injunction against (i) Veritas and Mr. Neeraj Monga, restraining them from continuing the proceedings initiated in the Ontario Superior Court; and (ii) Veritas, Mr. Neeraj Monga and Mr. Nitin Mangal, restraining them from initiating any other proceedings against our Company as well as grant of ad-interim injunctions in relation to the reliefs claimed above. A similar suit for permanent injunction (CS(OS) No. 2919 of 2014) was also filed by IREL. The Delhi High Court, by orders dated September 25, 2014 and October 27, 2014 granted these ad-interim injunctions restraining the defendants from continuing the proceeding in the Ontario Superior Court or filing any fresh proceedings till further orders.

   An application has also been filed by Mr. Nitin Mangal challenging the territorial jurisdiction of the Delhi High Court and the absence of any cause of action on various grounds, including that Mr. Mangal was a resident of Indore, and therefore, not amenable to the personal jurisdiction of the Delhi High Court. Further, despite the anti-suit injunction by the Delhi High Court, Veritas, Mr. Neeraj Monga and Mr. Nitin Mangal filed affidavits in the proceedings before the Ontario Superior Court. Accordingly, we filed a contempt petition in the Delhi High Court against Mr. Neeraj Monga and Mr. Nitin Mangal, claiming, inter alia, that in their affidavits, Mr. Neeraj Monga and Mr. Nitin Mangal had made certain defamatory and contemptuous statements, as well as indicated their intention to violate the terms of the anti-suit injunction. The Delhi High court has therefore vide order dated July 29, 2015 and April 15, 2015 passed contempt notices against Veritas, Mr. Neeraj Monga and Mr. Nitin Mangal.

While Veritas and Mr. Neeraj Monga have abstained from appearing before the Indian courts or joining investigations being conducted by Indian agencies, Mr. Nitin Mangal appraoched various courts in India including the Supreme Court and has been appearing before the Indian courts in the proceedings initiated by IREL and our Company. Further both Mr. Nitin Mangal and Mr. Neeraj Monga failed to appear on the prefixed dates for cross examination in the Canadian proceedings.

Our Company has also filed a civil proceeding (CS(OS) No. 1474/2015) against Veritas and Mr. Neeraj Monga before the Delhi High Court claiming, inter alia, (i) damages amounting to ₹ 2,000 million; (ii) a decree declaring the affidavits of Veritas and Mr. Neeraj Monga filed before the Ontario Superior Court to be set aside; and (iii) a decree for permanent injunction restraining Veritas and Mr. Neeraj Monga from circulating, referring to or relying upon any defamatory materials in the Ontario Superior Court.

Subsequently, the affidavits filed by Mr. Neeraj Monga and Mr. Nitin Mangal in the proceedings before the Ontario Superior Court were sought to be used by Ms. Geeta Anand, editor of the Wall Street Journal (a publication owned by Dow Jones) for publishing a news article. Our Company filed a civil suit (CS(OS) No.1016 of 2015) before the Delhi High Court seeking injunction against publication based on these affidavits and the contents thereof. Injunction in the suit was granted on April 16, 2015 against publishing, disseminating and broadcasting reports pertaining to the Veritas Report. The suit filed by our Company is listed for hearing on December 16, 2015.

Against the abovementioned injunction, both Dow Jones and Ms. Geeta Anand have filed appeals (FAO(OS) No.327 of 2015 and FAO(OS) No.249 of 2015, respectively). Notice has been issued in these appeals by a Division Bench of the Delhi High Court and a modification in the order was granted on May 22, 2015 to the extent of allowing Ms. Geeta Anand to publish her article subject to compliance with the norms of journalistic conduct as issued by the Press Council of India. Subsequently, on September 7, 2015 the Delhi High Court disposed the appeals on the consent of both parties with a direction that both Ms. Geeta Anand and Dow Jones would adhere to the norms of journalistic conduct as issued by the Press Council of India and that we shall have seven days to respond to any queries that may be raised by Ms. Geeta Anand/ Dow Jones.

B. Regulatory actions taken against our Company and its Subsidiaries in the last three years

There have been no inquiries, inspections or investigations initiated or conducted or prosecutions filed, disposed of or fine imposed or compounding application filed under the Companies Act, 1956 or Companies Act, 2013 or any previous company law in relation to the Company and Subsidiaries in the last three years.

C. Material frauds committed against our Company in the last three years

No material frauds have been committed against our Company in the last three years.

D. Litigation involving our Promoter

I. Criminal proceedings

1. Mr. Ramesh Kumar Gupta had filed a complaint before the court of Judicial Magistrate, Kaithal (Haryana) against Indiabulls Securities Limited ("**ISL**") (now Indiabulls Ventures Limited("**IVL**")) and Mr. Sameer Gehlaut (in his capacity as a director of ISL) and certain others persons in relation to a dispute regarding certain transactions in his securities trading account. Mr. Gupta has alleged, in this complaint, that there was unauthorized trading conducted from his trading account by officials of ISL. The matter is currently pending.

2. Ms. Manisha Rajgaria has filed a complaint before Judicial Magistrate, Alipore, Kolkata against IBFSL (now merged in our Company), Mr. Sameer Gehlaut and others in relation to a dispute regarding loan transactions. Ms. Rajagaria has alleged, in this complaint that that IBFSL intended to defraud her from the inception of the transaction and that there has been a criminal breach of trust. Summons have been issued against IBFSL and Mr. Gehlaut IBFSL has filed a petition in the Calcutta High Court for quashing the complaint and the order for summons passed by the Judicial Magistrate, Alipore. The Calcutta High Court has stayed the proceedings pending adjudication before Judicial Magistrate, Alipore. The matter is currently pending.

3. Mr. Pankaj Kumar had filed a case against Mr. Sameer Gehlaut and others in the Sessions Court at Ghaziabad alleging non-payment of arrear of fees due to him from our Company in relation to the matters in which he has appeared on behalf of the Company. Summons were subsequently issued to us in this matter. In the interim, the matter was amicably settled between Mr. Kumar and our Company and an application has been moved before the Sessions Court for withdrawal of the complaint. However the Sessions Court insisted on the appearance of appropriate personnel of our Company and has issued non-bailable warrant against the chairman/ managing director of Indiabulls Credit Services Limited ("**ICSL**") and Mr. Anil Malhan, manager of ICSL. Thereafter our Company filed a petition for quashing of the complaint before the High Court of Allahabad, where the proceedings in the present complaint have now been stayed vide order dated October 6, 2012. The matter is currently pending.

4. Mr. Iqbal Raj has registered an FIR in the Sardarpura police station, Jodhpur against IBFSL (now merged into our Company), Mr. Sameer Gehlaut, Mr. Gagan Banga (in his capacity as the erstwhile chief finance officer of IBFSL), Mr. Ashwini Omprakash Kumar, and certain other individuals in relation to a dispute regarding a loan availed by the seller of a property, Mr. Rajendra Kumar Soni, from our Company. Mr. Raj has contended that he had purchased the disputed property from the seller pursuant to a title diligence where the disputed property was shown as being mortgaged to Bank of Baroda, and had ensured that the mortgage was duly released before purchasing the property, and that subsequently, he came to know that after the purchase of the property, proceedings have been initiated by our Company in relation to enforcement of security on the said property. Mr. Raj has further contended that the mortgage created in favour of our Company was not duly registered, and hence there was no valid claim of our Company to the disputed property. Mr. Sameer Gehlaut has been arrayed as a party in the capacity of director of our Company. The matter is currently pending.

5. Mr. Satya Narayan Singh has filed a complaint before the Court of Judicial Magistrate, First Class, Vrindawan, District Mathura against ISL (now IVL), Mr. Sameer Gehlaut (in his capacity of Director of IVL) and others in relation to disagreements regarding certain transactions in his securities trading account. Mr. Singh has alleged that he was incited to enter into security transactions by IVL, and thereafter an official IVL (also named in the complaint), had disposed of shares belonging to him and misappropriated the proceeds thereof. The matter is currently pending.

6. Mr. T. Vijay Reddy has registered an FIR in the Punjagutta police station in Hyderabad against Mr. Sameer Gehlaut (in his capacity as our Chairman), Mr. Gagan Banga and certain other individuals alleging that our Company, in connivance with certain unknown persons may be involved in a theft in a house in Raj Bhawan Road, Somajiguda, Hyderabad, Telengana. The matter is currently pending.

7. Two FIRs have been registered at the Shakespeare Sarani police station, in Kolkata, against Mr. Sameer Gehlaut, Mr. Gagan Banga, Mr. Ashwani Kumar Hooda, Mr. Shamsher Singh Ahlawat, Mr. Prem Prakash and other individuals by Mr. Suresh Agarwal, director of Lookline infrastructure Private Limited ("**LIPL**") and Akshat Commercial Private Limited ("**ACPL**"). In these complaints, Mr. Agarwal has alleged that officials of our Company gave him an offer to purchase two properties in Kolkata, and towards which, he had paid certain amounts through LIPL and ACPL. Mr. Agarwal has further alleged that the aforementioned properties have not been sold to LIPL or ACPL, and monies paid by him in lieu of such sale have been misappropriated. These matters are currently pending

II. Litigation/ legal action taken by any Ministry or Department of the GoI

Except as stated in the sub-section titled "- *Litigation involving our Promoter – Criminal Proceedings*" on page 175, there are no litigation or legal action pending, or taken by any Ministry or Department of the GoI or a statutory authority against our Promoter in the last three years preceding the date of this Placement Document.

E. *Litigation against our Directors*

Except as stated below, none of our Directors are involved in any material legal proceedings which may have, a material adverse effect on our business, properties, financial condition or operations.

Mr. Gagan Banga

1. Two FIRs have been registered at the Shakespeare Sarani police station, in Kolkata, against Mr. Sameer Gehlaut, Mr. Gagan Banga, Mr. Ashwani Omprakash Kumar, Mr. Shamsher Singh Ahlawat, Mr. Prem Prakash and other individuals by Mr. Suresh Agarwal, director of LIPL and ACPL. In these complaints, Mr. Agarwal has alleged that officials of our Company gave him an offer to purchase two properties in Kolkata, and towards which, he had paid certain amounts through LIPL and ACPL. Mr. Agarwal has further alleged that the aforementioned properties have not been sold to LIPL or ACPL, and monies paid by him in lieu of such sale have been misappropriated. These matters are currently pending.

2. Mr. Iqbal Raj has registered an FIR in the Sardarpura police station, Jodhpur against IBFSL (now merged into our Company), Mr. Sameer Gehlaut, Mr. Gagan Banga (in his capacity as the erstwhile chief finance officer of IBFSL), and certain other individuals in relation to a dispute regarding a loan availed by the seller of a property, Mr. Rajendra Kumar Soni, from our Company. Mr. Raj has contended that he had purchased the disputed property from the seller pursuant to a title diligence where the disputed property was shown as being mortgaged to Bank of Baroda, and had ensured that the mortgage was duly released before purchasing the property, and that subsequently, he came to know that after the purchase of the property, proceedings have been initiated by our Company in relation to enforcement of security on the said property. Mr. Raj has further contended that the mortgage created in favour of our Company was not duly registered, and hence there was no valid claim of our Company to the disputed property. Mr. Sameer Gehlaut has been arrayed as a party in the capacity of director of our Company. The matter is currently pending.

3. Mr. T. Vijay Reddy has registered an FIR in the Punjagutta police station in Hyderabad against Mr. Sameer Gehlaut (in his capacity as our Chairman), Mr Gagan Banga and certain other individuals alleging that our Company, in connivance with certain unknown persons may be involved in a theft in a house in Raj Bhawan Road, Somajiguda, Hyderabad, Telengana. The matter is currently pending.

Mr. Ashwani Omprakash Kumar

1. Two FIRs have been registered at the Shakespeare Sarani police station, in Kolkata, against Mr. Sameer Gehlaut, Mr. Gagan Banga, Mr. Ashwani Omprakash Kumar, Mr. Shamsher Singh Ahlawat, Mr. Prem Prakash and other individuals by Mr. Suresh Agarwal, director of LIPL and ACPL. In these complaints, Mr. Agarwal has alleged that officials of our Company gave him an offer to purchase two properties in Kolkata, and towards which, he had paid certain amounts through LIPL and ACPL. Mr. Agarwal has further alleged that the aforementioned properties have not been sold to LIPL or ACPL, and monies paid by him in lieu of such sale have been misappropriated. These matters are currently pending.

2. Mr. Iqbal Raj has registered an FIR in the Sardarpura police station, Jodhpur against IBFSL (now merged into our Company), Mr. Sameer Gehlaut, Mr. Gagan Banga (in his capacity as the erstwhile chief finance officer of IBFSL), Mr. Ashwini Omprakash Kumar, and certain other individuals in relation to a dispute regarding a loan availed by the seller of a property, Mr. Rajendra Kumar Soni, from our Company. Mr. Raj has contended that he had purchased the disputed property from the seller pursuant to a title diligence where the disputed property was shown as being mortgaged to Bank of Baroda, and had ensured that the mortgage was duly released before purchasing the property, and that subsequently, he came to know that after the purchase of the property, proceedings have been initiated by our Company in relation to enforcement of security on the said property. Mr. Raj has further contended that the mortgage created in favour of our Company was not duly registered, and hence there was no valid claim of our Company to the disputed property. Mr. Sameer Gehlaut has been arrayed as a party in the capacity of director of our Company. The matter is currently pending.

Mr. Shamsher Singh Ahlawat

Two FIRs have been registered at the Shakespeare Sarani police station, in Kolkata, against Mr. Sameer Gehlaut, Mr. Gagan Banga, Mr. Ashwani Omprakash Kumar, Mr. Shamsher Singh Ahlawat, Mr. Prem Prakash and other individuals by Mr. Suresh Agarwal, director of LIPL and ACPL. In these complaints, Mr. Agarwal has alleged that officials of our Company gave him an offer to purchase two properties in Kolkata, and towards which, he had paid certain amounts through LIPL and ACPL. Mr. Agarwal has further alleged that the aforementioned properties have not been sold to LIPL or ACPL, and monies paid by him in lieu of such sale have been misappropriated. These matters are currently pending.

Mr. Prem Prakash Mirdha

Two FIRs have been registered at the Shakespeare Sarani police station, in Kolkata, against Mr. Sameer Gehlaut, Mr. Gagan Banga, Mr. Ashwani Omprakash Kumar, Mr. Shamsher Singh Ahlawat, Mr. Prem Prakash and other individuals by Mr. Suresh Agarwal, director of LIPL and ACPL. In these complaints, Mr. Agarwal has alleged that officials of our Company gave him an offer to purchase two properties in Kolkata, and towards which, he had paid certain amounts through LIPL and ACPL. Mr. Agarwal has further alleged that the aforementioned properties have not been sold to LIPL or ACPL, and monies paid by him in lieu of such sale have been misappropriated. These matters are currently pending.

OUR STATUTORY AUDITORS

Our Company's statutory auditors Deloitte Haskins & Sells LLP, Chartered Accountants are independent auditors with respect to our Company as required by the Companies Act and in accordance with the guidelines issued by the ICAI. Further, the reports of Deloitte Haskins & Sells LLP, Chartered Accountants on the audited consolidated and standalone financial statements as of and for Fiscals 2013, 2014 and 2015, and the Standalone Unaudited Condensed Financial Statements have been included in this Placement Document.

GENERAL INFORMATION

1. Our Company was incorporated under the Companies Act, 1956 on May 10, 2005 with the Registrar of Companies, National Capital Territory of Delhi and Haryana and received a certificate for commencement of business from the RoC on January 10, 2006.

2. The website of our Company is www.indiabullshomeloans.com.

3. The CIN of our Company is L65922DL2005PLC136029.

4. The Registered Office of our Company is located at M-62 & 63, First Floor, Connaught Place, New Delhi – 110 001 and the corporate offices of our Company are located at Indiabulls House, Indiabulls Finance Centre, Senapati Bapat Marg, Elphinstone Road, Mumbai-400 013 and Indiabulls House, 448-451, Udyog Vihar, Phase-V, Gurgaon-122 016.

5. Our Company Secretary and Compliance Officer is Mr. Amit Jain. His contact details are as follows:

   Mr. Amit Jain
   Company Secretary and Compliance Officer
   Indiabulls House,
   448-451, Udyog Vihar
   Phase - V
   Gurgaon - 122 001
   New Delhi – 110 001
   Telephone: + 91 124 398 9666
   Facsimile: + 91 124 308 1006
   E-mail: ajain@indiabulls.com

6. The Equity Shares were listed on the BSE and the NSE on July 23, 2013.

7. The Issue has been approved by our Board pursuant to its resolution passed on April 24, 2015 and have been approved by our shareholders pursuant to a resolution passed on September 7, 2015.

8. We have received in-principle approvals under Clause 24(a) of the Listing Agreements for listing of the Equity Shares pursuant to the Issue, both from the NSE and the BSE on September 8, 2015.

9. Copies of the Memorandum and Articles of Association will be available for inspection between 10.00 A.M. and 1.00 P.M. on any weekday (except Saturdays and public holidays) at the Registered Office.

10. Except as disclosed in this Placement Document, there has been no material change in our Company's financial position since June 30, 2015, the date of the Standalone Unaudited Condensed Financial Statements, and since March 31, 2015, the date of the last audited financial statements of our Company.

11. Our Company's statutory auditors Deloitte Haskins & Sells LLP, Chartered Accountants have consented to the inclusion of their reports on (i) our audited consolidated and standalone financial statements for the Fiscals ended March 31, 2015, March 31, 2014 and March 31, 2013, and (ii) the Standalone Unaudited Condensed Financial Statements.

12. A Sardana & Co., Chartered Accountants have consented to the inclusion of their certificate on the statement of tax benefits dated September 7, 2015 in connection with the Issue.

13. Our Company is in compliance with the minimum public shareholding requirements as required under the terms of the Listing Agreements and as per Rule 19A of the SCRR.

14. The Floor Price is ₹ 738.64 per Equity Share as calculated in accordance with Regulation 85 of Chapter VIII of SEBI Regulations. Our Company may offer a discount of not more than 5% on the Floor Price in terms of Regulation 85 of the SEBI Regulations.

15. Our Company, JGCBRLMs and the BRLM accept no responsibility for statements made otherwise than in this Placement Document and anyone placing reliance on any other source of information, including our website, would be doing it at his or her own risk.

FINANCIAL STATEMENTS

REPORT OF THE INDEPENDENT AUDITOR'S ON THE CONSOLIDATED SUMMARY FINANCIAL STATEMENTS

To the Board of Directors of
Indiabulls Housing Finance Limited

Report on the Consolidated Summary Financial Statements

1) The accompanying consolidated summary financial statements of **INDIABULLS HOUSING FINANCE LIMITED** (the "Company"), its subsidiaries (the Company and its subsidiaries constitute "the Group"), which comprise the Consolidated Balance Sheets as at March 31, 2015, March 31, 2014 and March 31, 2013, and also the Consolidated Statements of Profit and Loss and the Consolidated Cash Flow Statements for the years then ended on these dates, and a summary of the significant accounting policies and other explanatory information (together comprising the "Consolidated Summary Financial Statements") are derived from the audited Consolidated Financial Statements (the "Audited Consolidated Financial Statements") of the Company for the respective years audited by us as detailed in paragraph 2(a) to 2(c) below.

2)

a) We expressed our opinion on the Audited Consolidated Financial Statements of the Company for the years ended March 31, 2015, March 31, 2014 and March 31, 2013 vide our reports dated April 24, 2015, April 23, 2014 and April 23, 2013 respectively.

b) Our report on the Audited Consolidated Financial Statements of the Company for the year ended March 31, 2015 included an emphasis of matter paragraph which describes the accounting treatment used by the Company in creating the Deferred Tax Liability on Special Reserve under section 36(1)(viii) of the Income Tax Act, 1961 as at April 1, 2014, which is in accordance with the National Housing Bank's Circular No. NHB (ND)/DRS/Pol. Circular No. 62/2014 dated 27th May, 2014 as described in Note 4(2) to the Consolidated Financial Statements.

Our opinion was not modified in respect of this matter.

c) Our reports on the Audited Consolidated Financial Statements of the Company for the years ended March 31, 2015, March 31, 2014 and March 31, 2013 states that we did not audit the financial statements of certain subsidiaries of the Company, whose financial statements reflect the financial information as considered in the Consolidated Financial Statements for the respective years then ended to the extent set out in Annexure 1. These financial statements and other financial information were audited by other auditors whose reports were furnished to us, and our audit opinions on the Consolidated Financial Statements of the Company for the years ended March 31, 2015, March 31, 2014 and March 31, 2013 to the extent they relate to the figures for the respective years included in Annexure 1, is solely based on the reports of the other auditors. The Audited Consolidated Financial Statements also include the Group's share of net profit as set out in Annexure 1 for the year ended March 31, 2013, as considered in the consolidated financial statements, in respect of one Subsidiary which was an associate of the Company till 10th January, 2013, whose financial information prepared by the Management was not been audited.

Our opinion was not modified in respect of this matter.

3) The Consolidated Summary Financial Statements as at and for the years ended March 31, 2014 and March 31, 2013 have been regrouped/ reclassified wherever necessary to correspond with the presentation/disclosure requirements of the financial year ended March 31, 2015. The figures included in the Consolidated Summary Financial Statements, do not reflect the effect of events that occurred subsequent to the date of our reports on the respective periods referred to in paragraph 2(a) above.

4) Management's Responsibility for the Consolidated Summary Financial Statements

Management is responsible for the preparation of the Consolidated Summary Financial Statements from the Audited Consolidated Financial Statements of the respective years ended March 31, 2015, March 31, 2014 and March 31, 2013 on the basis described in Note 40 to the Consolidated Summary Financial Statements.

5) Auditor's Responsibility

Our responsibility is to express an opinion on the Consolidated Summary Financial Statements based on our procedures, which were conducted in accordance with Standard on Auditing (SA) 810, "Engagements to Report on Summary Financial Statements" issued by the Institute of Chartered Accountants of India.

6) Opinion

In our opinion, the Consolidated Summary Financial Statements derived from the Audited Consolidated Financial Statements of the Company for the respective years are a compilation of those Audited Consolidated Financial Statements on the basis described in Note 40 to the Consolidated Summary Financial Statements.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No.117366W/ W-100018)

A. Siddharth
Partner
Membership No.31467

Mumbai
Date: September 7, 2015

Annexure 1 to the report on the Consolidated Financial Statements (referred to in paragraph 2 (c) of the report)

Financial information of certain subsidiaries and associates audited by other auditors, as considered in the Consolidated Financial Statements of the Company:

(Amount in Millions)

Audited by other auditors	31-Mar-15	31-Mar-14	31-Mar-13	
	Subsidiaries	**Subsidiaries**	**Subsidiaries**	**Associate**
No. of Entities	15	15	15	1 (upto January 10, 2013)
Total Net Assets (net)	19,055.12	14,323.90	5,509.62	
Total Revenue	2,108.17	1,997.99	330.27	
Total Net Cash Inflows / (outflow) (net)	2,365.89	172.04	(146.15)	
Share of Profit / (Loss) of Associate				0.78

Indiabulls Housing Finance Limited Group

Consolidated Summary Balance Sheet

Particulars	Note No.	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
I. EQUITY AND LIABILITIES				
(1) Shareholders' funds				
Share capital	3	711.13	668.08	625.02
Reserves and surplus	4	65,605.88	56,387.02	49,932.61
Money received against share warrants	5	-	-	1,128.15
(2) Minority Interest	3(viii)	20.45	19.12	1,448.71
(3) Non-current liabilities				
Long-term borrowings	6	291,054.48	201,655.20	182,344.60
Deferred tax liabilities (net)	7	24.03	-	-
Other long-term liabilities	8	2,389.24	2.24	78.38
Long-term provisions	9	4,790.35	3,683.90	3,699.90
(4) Current liabilities				
Short-term borrowings	10	118,614.78	91,473.96	65,810.14
Trade payables	11	31.60	23.31	28.53
Other current liabilities	12	86,171.35	81,437.69	77,943.48
Short-term provisions	13	2,898.69	8,818.86	8,248.66
Total		**572,311.98**	**444,169.38**	**391,288.18**
II. ASSETS				
(1) Non-current assets				
Fixed assets	14			
(i) Tangible assets		530.06	462.61	444.34
(ii) Intangible assets		11.26	6.49	11.33
(iii) Capital work-in-progress		-	-	0.40
Goodwill on Consolidation	15	685.64	685.64	-
Non-current investments	16	229.05	246.47	151.56
Deferred tax assets (net)	17	50.34	1,847.68	1,641.29
Long-term loans and advances	18	406,736.07	310,302.29	271,547.55
Other non-current assets	19	4,175.62	8,152.87	5,178.62
(2) Current assets				
Current investments	20	61,408.64	29,223.42	22,927.34
Trade receivables	21	42.33	6.25	22.44
Cash and cash equivalents	22	34,902.87	44,190.38	48,881.81
Short-term loans and advances	23	57,993.16	45,497.67	37,260.46
Other current assets	24	5,546.94	3,547.61	3,221.04
Total		**572,311.98**	**444,169.38**	**391,288.18**

Notes forming part of the financial statements 1 - 40

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth
Partner

Gagan Banga
Vice Chairman
/ Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai

Mumbai

Indiabulls Housing Finance Limited Group

Consolidated Summary Statement of Profit and Loss

Particulars	Note No.	For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(1) Revenue from operations	25	64,649.37	54,193.92	45,031.08
(2) Other income	26	8,054.63	4,852.22	2,356.48
(3) Total revenue (1+2)		**72,704.00**	**59,046.14**	**47,387.56**
(4) Expenses				
Employee benefits expense	27	3,248.89	2,637.31	2,245.47
Finance costs	28	39,441.97	32,823.76	25,990.88
Depreciation and amortisation expense	14	187.61	78.85	93.85
Other expenses	29	5,100.25	3,688.31	2,505.99
Total expenses		**47,978.72**	**39,228.23**	**30,836.19**
(5) Profit before tax (3-4)		24,725.28	19,817.91	16,551.37
(6) Tax expense				
Current tax expense		6,055.71	4,505.37	3,752.93
Less: MAT Credit Entitlement		978.92	170.67	-
Net Current Tax expense		5,076.79	4,334.70	3,752.93
Current tax (credit) / expense relating to prior years		(0.22)	0.01	1.66
Deferred tax charge / (credit) (Net)	17	636.35	(202.18)	136.13
Total Tax Expense		**5,712.92**	**4,132.53**	**3,890.72**
(7) Profit after tax before share of Profit attributable to Minority Interest (5-6)		**19,012.36**	**15,685.38**	**12,660.65**
(8) Share of Profit attributable to Minority Interest		1.33	43.77	76.24
(9) Profit for the year attributable to the Shareholders of the Company (7-8)		**19,011.03**	**15,641.61**	**12,584.41**
(10) Earnings Per Equity share:				
Basic	35	54.95	47.96	40.19
Diluted		53.36	47.47	38.94
Face value per Equity share		2.00	2.00	2.00
Notes forming part of the financial statements	1 - 40			

In terms of our report attached

For Deloitte Haskins & Sells LLP Chartered Accountants	For and on behalf of the Board of Directors			
A. Siddharth Partner	Gagan Banga Vice Chairman / Managing Director DIN : 00010894	Ashwini Omprakash Kumar Whole Time Director DIN : 03341114	Mukesh Garg CFO	Amit Jain Company Secretary
Mumbai	Mumbai			

Indiabulls Housing Finance Limited Group

Consolidated Summary Cash Flow Statement

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
A	**Cash flows from operating activities :**			
	Profit before tax	24,725.28	19,817.91	16,551.37
	Adjustments for :			
	Share of (Profit) in Associate	-	-	(0.78)
	Employee Stock Compensation	4.47	5.82	7.56
	Provision for Gratuity	35.99	13.43	12.85
	Provision for Compensated Absences	22.56	3.54	6.08
	Provision for Superannuation	220.53	113.12	97.97
	Provision for Loan Assets	2,863.55	1,312.31	323.51
	Contingent Provisions against Standard Assets	4.72	29.79	239.59
	Depreciation / Amortisation	187.61	78.85	93.85
	Bad Loans / Advances written off	1,134.38	1,522.19	669.01
	Loss on sale on Fixed Assets	4.47	8.89	4.16
	Unrealised gain on Mutual Fund Investments (Current Investments) (Net)	(1,425.44)	(188.29)	(1.06)
	Operating Profit before working capital changes	27,778.12	22,717.56	18,004.11
	Adjustments for:			
	Trade and Other Receivables	(4,981.09)	(1,838.86)	905.38
	Loans and Advances	(108,819.75)	(49,072.01)	(56,286.59)
	Trade Payables and other liabilities (Refer Note 2 below)	4,184.79	5,845.06	4,371.73
	Cash used in operations	(81,837.93)	(22,348.25)	(33,005.37)
	Income taxes paid (Net)	(7,081.31)	(2,175.20)	(3,082.12)
	Net cash (used in) operating activities	**(88,919.24)**	**(24,523.45)**	**(36,087.49)**
B	**Cash flows from investing activities :**			
	Purchase of Fixed Assets	(334.53)	(106.81)	(114.13)
	Sale of Fixed Assets	14.35	5.64	5.17
	Movement in Capital Advances	0.90	(403.01)	0.24
	Investment in deposit accounts	(590.10)	(1,752.31)	(2,470.35)
	Proceeds from Investments in Mutual Funds / Other Current Investments (Net)	(13,301.32)	(1,379.64)	1,918.12
	Aggregate cash flows consequent to conversion of Associate to Subsidiary (Net)	-	-	42.37
	Investment in Subsidiary / Other Long term Investments	17.92	(2,711.81)	-
	Net cash (used in) investing activities	**(14,192.78)**	**(6,347.94)**	**(618.58)**
C	**Cash flows from financing activities :**			
	Proceeds from Issue of Equity Share through ESOPs (Including Securities Premium)	63.15	77.86	68.19
	Proceeds from Issue of Share Warrants	-	-	1,128.15
	Proceeds from Conversion of Share Warrants (Including Securities Premium)	4,692.67	3,384.45	-
	Distribution of Equity Dividends (including Corporate Dividend Tax thereon)	(14,260.89)	(10,151.97)	(7,431.03)
	Debenture issue expenses	(241.28)	(223.54)	(962.96)
	Proceeds from Term loans (Net)	64,588.37	14,105.50	17,147.69
	Proceeds from issue of Commercial Papers (Net)	3,630.00	4,490.00	(965.00)
	Net proceeds from issue of Secured Redeemable Non-Convertible Debentures	38,223.48	4,241.03	23,453.92
	Net proceeds from issue of Subordinated Debt	150.00	2,200.00	5,333.80
	Net Proceeds from issue of Perpetual Debt	-	-	1,000.00
	Net proceeds from Working capital loans	10,146.52	12,776.34	13,500.00
	Net cash flows from financing activities	**106,992.02**	**30,899.67**	**52,272.76**
D	**Exchange difference on translation of balances denominated in foreign currency**	**-**	**-**	**(0.06)**
E	**Net Increase in cash and cash equivalents (A+B+C+D)**	**3,880.00**	**28.28**	**15,566.63**
F	**Cash and cash equivalents at the beginning of the year**	**66,736.58**	**66,708.30**	**-**
G	**Cash and cash equivalents received under Scheme of Arrangement**	**-**	**-**	**51,141.67**
H	**Cash and cash equivalents at the end of the year (E + F + G) (Refer Note 5 below)**	**70,616.58**	**66,736.58**	**66,708.30**

Notes:

1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.

2 Trade payables and other liabilities include Rs. 2,059.87 Millions (2013-14 - Rs. 2,929.38 Millions, 2012-13 - Rs. 2,063.57 Millions) being amount payable (net) on assigned loans.

3 Margin Deposits of Rs. 6,626.59 Millions (2013-14 - Rs. 6,469.49 Millions, 2012-13 - Rs. 4,725.61 Millions) have been placed as collateral for Assignment deals on which assignees have a paramount lien.

4 Deposits of Rs. 445.40 Millions (2013-14 - Rs. 12.41 Millions, 2012-13 - Rs. 3.98 Millions) are under lien with Bank.

Indiabulls Housing Finance Limited Group

Consolidated Summary Cash Flow Statement

	For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
5 Cash and cash equivalents at the end of the year include:			
Cash and Bank Balances (Refer Note 22)	34,902.87	44,190.38	48,881.81
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds (Refer Note 20)	40,115.19	22,583.89	17,832.34
	75,018.06	**66,774.27**	**66,714.15**
Less: In deposit accounts held as margin money (under lien)	4,303.87	12.41	3.98
Less : Unrealised gain on Mutual Fund Investments (Current Investments)	97.61	25.28	1.87
Cash and cash equivalents as restated	**70,616.58**	**66,736.58**	**66,708.30**

6 Unclaimed Dividend account balances in designated bank accounts are not available for use by the Company. (Refer Note 22)

7 Previous Year's figures are regrouped wherever considered necessary to conform with Current Year's groupings and classification.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth
Partner

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai

Mumbai

Notes forming part of the Consolidated Summary Financial Statements

(1) Significant Accounting Policies

i.) Basis of accounting and preparation of consolidated financial statements:

The consolidated financial statements of the Company and its subsidiaries (together the 'Group') have been prepared under the historical cost convention on an accrual basis in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and Accounting Standards (AS) under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 (“the 2013 Act”) / Companies Act, 1956 ("the 1956 Act") as applicable. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

ii.) Principles of Consolidation:

The Consolidated Financial Statements relate to Indiabulls Housing Finance Limited (the ‘Company’ ‘Parent’) and its direct and indirect subsidiaries (collectively referred to as ‘the Group’). The consolidated financial statements have been prepared using uniform accounting policies and on the following basis:

(i) The financial statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after eliminating intra-group transactions, intra-group balances and resultant unrealised profits/ losses.

(ii) Minority Interest’s share of net profit of consolidated subsidiaries for the year is identified and adjusted against the income of the Group in order to arrive at the net income attributable to the shareholders of the Company.

(iii) Investments of the Group in associate companies is accounted as per the Equity Method under Accounting Standard 23 – ‘Accounting for Investments in Associates in Consolidated Financial Statements’.

(iv) The financial statements of the subsidiary companies used in the consolidation are drawn upto the same reporting date as that of the Company i.e., March 31, 2015. These have been consolidated based on latest available financial statements.

iii.) Goodwill / Capital Reserve on consolidation:

Goodwill / Capital Reserve represents the difference between the Company’s share in the net worth of subsidiaries, and the cost of acquisition at each point of time of making the investment in the subsidiaries. For this purpose, the Company’s share of net worth is determined on the basis of the latest financial statements prior to the acquisition after making necessary adjustments for material events between the date of such financial statements and the date of the respective acquisition. Capital Reserve on consolidation is adjusted against Goodwill on consolidation, if any. The Goodwill on consolidation is evaluated for impairment whenever events or changes in circumstances indicate that its carrying amount may have been impaired.

iv.) Investment in Associates

Investment in entities in which the holding Company has significant influence but not a controlling interest are reported according to the equity method i.e. the investment is initially recorded at cost, identifying any goodwill / capital reserve arising at the time of acquisition. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the investor’s share of net assets of the investee. The consolidated Statement of Profit and Loss includes the investor’s share of results of the operations of the investee.

v.) Companies included in consolidation:

Name of subsidiaries	Country of Incorporation	Year / Period ended included In consolidation	Proportion of Ownership Interest	Statutory Auditor
Indiabulls Collection Agency Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Ibulls Sales Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Insurance Advisors Limited	India	01-April-2014 to 31-March-2015	100%	Sumit Mohit & Company
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Finance Company Private Limited	India	01-April-2014 to 31-March-2015	100%	Deloitte Haskins & Sells LLP
		07-August-2013 to 31-March-2014		
		01-April-2013 to 06-August-2013	57.50%	
		01-April-2012 to 31-March-2013		
Indiabulls Capital Services Limited	India	01-April-2014 to 31-March-2015	100%	Sumit Mohit & Company
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		

Notes forming part of the Consolidated Summary Financial Statements

Name of subsidiaries	Country of Incorporation	Year / Period ended included In consolidation	Proportion of Ownership Interest	Statutory Auditor
Nilgiri Financial Consultants Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Commercial Credit Limited (Formerly Indiabulls Infrastructure Credit Limited)	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Advisory Services Limited	India	01-April-2014 to 31-March-2015	100%	Sumit Mohit & Company
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Asset Holding Company Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Life Insurance Company Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Asset Management Company Limited	India	01-April-2014 to 31-March-2015	100%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		01-April-2012 to 31-March-2013		
Indiabulls Trustee Company Limited	India	01-April-2014 to 31-March-2015	100%	Kumar Singhal & Co.
		01-April-2013 to 31-March-2014		Sharma Goel & Co. LLP
		01-April-2012 to 31-March-2013		
Indiabulls Holdings Limited	India	01-April-2014 to 31-March-2015	100%	Sumit Mohit & Company
		01-April-2013 to 31-March-2014		Sharma Goel & Co. LLP
		01-April-2012 to 31-March-2013		
Indiabulls Venture Capital Management Company Limited	India	01-April-2014 to 31-March-2015	100%	Sumit Mohit & Company
		01-April-2013 to 31-March-2014		Sharma Goel & Co. LLP
		01-April-2012 to 31-March-2013		
Indiabulls Venture Capital Trustee Company Limited	India	01-April-2014 to 31-March-2015	100%	Kumar Singhal & Co.
		01-April-2013 to 31-March-2014		Sharma Goel & Co. LLP
		01-April-2012 to 31-March-2013		
Indiabulls Asset Reconstruction Company Limited*	India	01-April-2014 to 31-March-2015	75.00%	A Sardana & Co.
		01-April-2013 to 31-March-2014		
		11-January-2013 to 31-March-2013		

The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the holding Company for its independent financial statements.

**Refer Note 16(2)*

vii.) Prudential Norms:

The Company follows The Housing Finance Companies (NHB) Directions, 2010 ("NHB Directions, 2010") as amended from time to time, in respect of income recognition, income from investments, accounting of investments, asset classification, disclosures in the Balance Sheet and provisioning. The Non Banking Financial Companies in the Group follows the Reserve Bank of India ("RBI") Directions in respect of "Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015 dated March 27, 2015 and as amended from time to time / "Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 dated February 22, 2007 and as amended from time to time ("RBI Directions"), in respect of income recognition, income from investments, accounting of investments, asset classification, disclosures in the Balance Sheet and provisioning. Accounting Standards (AS) and Guidance Notes issued by The Institute of Chartered Accountants of India ("ICAI") are followed insofar as they are not inconsistent with the NHB Directions, 2010 / RBI Directions.

viii.) Use of Estimates:

The preparation of the consolidated financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

ix.) Revenue Recognition:

Interest Income from financing and investing activities and others is recognised on an accrual basis. In terms of the NHB Directions, 2010 / RBI Directions, interest income on Non-performing assets ('NPAs') is recognised only when it is actually realised.

Processing Fees in respect of loans given is recognised on log in / disbursement as per the terms of the contract.

Fee Income from Services is recognised on an accrual basis.

Commission on insurance policies sold is recognised when the Company under its agency code sells the insurance policies and when the same is accepted by the principal insurance company.

Additional /overdue interest/ charges is recognised only when it is reasonably certain that the ultimate collection will be made.

Repayment of loans is as stipulated in the respective loan agreements or by way of Equated Monthly Installments (EMI's) comprising principal and interest. EMIs commence generally once the entire loan is disbursed however on request of customer it commences even before the entire loan is disbursed . In case of pending commencement of EMIs, Pre-EMI interest is payable every month and accounted for on accrual basis.

Dividend income on Equity Shares is recognised when the right to receive the dividend is unconditional as at the Balance Sheet date. In terms of the Housing Finance Companies (NHB) Directions 2010 / RBI Directions, wherever applicable, Dividend Income on units of Mutual Fund(s) held by the Compan are recognised on cash basis as per the NHB Directions, 2010 / RBI Directions, .

Interest Income on Deposit Accounts are recognised on accrual basis.

Income from management fees are recognised on an accrual basis in accordance with the SEBI regulations.

The net gain/loss on account of Investments in Debentures/Bonds/Certificate of Deposit/Commercial papers and Government Securities is recognised on trade date basis. Interest Income is recognised on accrual basis.

Trusteeship Income is recognised on accrual basis.

x.) Securitisation / Assignment of Loan portfolio:

Derecognition of loans assigned/securitised in the books of the Company, recognition of gain / loss arising on securitisation /assignment and accounting for credit enhancements provided by the Company is based on the guidelines issued by The Institute of Chartered Accountants of India.

Derecognition of loans assigned / securitised in the books of the Company is based on the principle of surrender of control over the loans resulting in a "true sale" of loans.

Residual income on Assignment / Securitisation of Loans is recognised over the life of the underlying loans and not on an upfront basis.

Credit enhancement in the form of cash collateral, if provided by the Company, by way of deposits is included under Cash and bank balances / Loans and Advances, as applicable.

xi.) Fixed Assets:

(a) Tangible Assets:

Tangible fixed assets are stated at cost, net of tax / duty credits availed, less accumulated depreciation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation.

(b) Intangible Assets:

Intangible assets are stated at cost, net of tax / duty credits availed, less accumulated amortisation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition.

xii.) Depreciation and Amortisation:
2014-15:-
Depreciation on tangible fixed assets is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except for Vehicles:

Vehicles are amortised on a straight line basis over a period of five years from the date when the assets are available for use. The life has been assessed based on past usage experience and considering the change in technology.

Depreciation on additions to fixed assets is provided on a pro-rata basis from the date the asset is put to use. Leasehold improvements are amortised over the period of Lease. Depreciation on sale / deduction from fixed assets is provided for up to the date of sale / deduction, as the case may be.

Assets costing less than Rs. 5,000 each are fully depreciated in the year of capitalisation.

2013-14 and 2012-13 :
Depreciation and Amortisation:
Depreciation on tangible fixed assets is provided on straight-line method at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on additions to fixed assets is provided on a pro-rata basis from the date the asset is put to use. Leasehold improvements are amortised over the period of Lease. Depreciation on sale / deduction from fixed assets is provided for up to the date of sale / deduction, as the case may be. Assets costing less than Rs. 5,000 each are fully depreciated in the year of capitalisation.

Intangible assets consisting of Software are amortised on a straight line basis over a period of four years from the date when the assets are available for use.

xiii.) Impairment of Assets:
The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

xiv.) Taxes on Income:
Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on all timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws substantively enacted as at the Balance Sheet date, to the extent that the timing differences are expected to crystallise / capable of reversal in one or more subsequent periods.

Deferred Tax Assets are recognised where realisation is reasonably certain whereas in case of carried forward losses or unabsorbed depreciation, deferred tax assets are recognised only if there is virtual certainty of realisation backed by convincing evidence that there will be sufficient future taxable income available to realise such assets. Deferred Tax Assets are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.

xv.) Share/Debenture Issue Expenses and Premium/Discount on Issue:
Share / Debenture issue expenses, net of tax, are adjusted against the Securities Premium Account, as permissible under Section 52(2) of the Companies Act, 2013 / Section 78 of the companies Act,1956, to the extent of balance available and thereafter, the balance portion is charged to the Statement of Profit and Loss, as incurred.
Premium / Discount on Issue of debentures, net of tax, are adjusted against the Securities Premium Account, as permissible under 52(2) of the Companies Act, 2013 / Section 78 of the companies Act,1956, to the extent of balance available and thereafter, the balance portion is charged to the Statement of Profit and Loss, as incurred.

xvi.) Investments:
Investments are classified as long term and current investments. Long term investments are carried individually at cost less provision, if any, for diminution other than temporary in the value of such investments. In terms of NHB Directions, 2010 / RBI Directions, quoted Current investments are valued at lower of cost or market value. Unquoted current investments in units of Mutual Funds are valued as per Net Asset Value of the Plan. Provision for diminution in value of investments is made in accordance with the NHB Directions, 2010 / RBI Directions, and Accounting Standard (AS) - 13 'Accounting for Investments'.

xvii.) Employee benefits:
The Company's contribution to Provident Fund and Employee State Insurance Scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. The Company has unfunded defined benefit plans as Compensated Absences and Gratuity for all eligible employees, the liability for which is determined on the basis of an actuarial valuation at the end of the year using the 'Projected Unit Credit Method'. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised in the Statement of Profit and Loss as income or expenses, as applicable. Superannuation (Pension & Medical coverage) payable to a Director on retirement is actuarially valued at the end of the year using the Projected Unit Credit Method. Actuarial gains and losses comprise experience adjustments and the effects of change in actuarial assumptions and are recognised in the Statement of Profit and Loss as income or expenses as applicable.

xviii.) Commercial Papers:
The liability is recognised at the face value of the Commercial Paper at the time of its issue. The discount on issue of Commercial Papers is amortised over the tenure of the instrument.

xix.) Borrowing Cost:
Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalised as part of cost of the asset. Ancillary costs in connection with long-term external commercial borrowings are amortised to the Statement of Profit and Loss over the tenure of the loan. All other borrowing costs are charged to the Statement of Profit and Loss.

xx.) Deferred Employee Stock Compensation Cost:

Deferred employee stock compensation cost for stock options are recognised on the basis of generally accepted accounting principles and are measured by the difference between the intrinsic value of the Company's shares of stock options at the grant date and the exercise price to be paid by the option holders. The compensation expense is amortised over the vesting period of the options. The fair value of options for disclosure purpose is measured on the basis of a valuation certified by an independent firm of Chartered Accountants in respect of stock options granted.

xxi.) Leases:

In case of assets taken on operating lease, the lease rentals are charged to the Statement of Profit and Loss on a straight line basis in accordance with Accounting Standard (AS) 19 – Leases.

xxii.) Segment Reporting:

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the Management in deciding how to allocate resources and in assessing performance. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities.

xxiii.) Derivative Transactions:

The Company has entered into Interest Rate Swap (IRS), Cross Currency Swaps(CCS), Forward Contracts(FC) and Foreign Currency Options(FCO). All outstanding IRS, CCS, FC contracts and FCO contracts are marked-to-market as at the year end. Losses are recognised in the Statement of Profit and Loss based on category of contracts and gains towards category of contracts are ignored, in line with the Announcement made by the ICAI dated March 29, 2008. Any profit/loss arising on cancellation/unwinding of IRS, CCS, FC contracts and FCO contract are recognised as income or expenses for the period. Premium / discount on IRS / CCS / FC / FCO contract which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date, except in case where they relate to the acquisition or construction of fixed assets, in which case, they are adjusted to the carrying cost of such assets.

xxiv.) Foreign Currency Transactions and Translations :

i. Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction.
ii. Monetary items denominated in foreign currencies at the year end are translated at year end rates. In case of Forward Foreign Exchange Contract (FEC), the difference between the year-end rate and the rate on the date of the contract is recognised as exchange difference and the premium on such forward contracts is recognised over the life of the forward contract. Any profit/loss arising on cancellation or renewal of forward contract is recognised as income or expense for the period in which such cancellation or renewal is made.
iii. Non monetary foreign currency items are carried at cost.
iv. Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss.
v. The exchange differences arising on settlement / restatement of long-term monetary items which do not relate to acquisition of depreciable fixed assets are amortised over the maturity period / upto the date of settlement of such monetary items, whichever is earlier, and charged to the Statement of Profit and Loss. The unamortised exchange differences are carried in the Balance Sheet as "Foreign Currency Monetary Item Translation Difference Account" net of the tax effect thereon, where applicable.

xxv.) Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. Contingent liability is disclosed for (1) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made. Contingent Assets are not recognised in the financial statements.

xxvi.) Stock of Securities:

Stock of securities is valued at lower of cost and net realisable value. Cost is determined on weighted average basis.

xxvii.) Equity Index / Stock Futures:

a) Initial Margin – Equity Index/ Stock Futures, representing the initial margin paid, and Margin Deposits representing additional margin paid over and above the initial margin, for entering into a contract for equity index/ stock futures which are released on final settlement/squaring-up of the underlying contract, are disclosed under Loans and Advances.

b) Equity index/ stock futures are marked-to-market on a daily basis. Debit or credit balance disclosed under Loans and Advances or Current Liabilities, respectively, in the Mark-to-Market Margin – Equity Index/ Stock Futures Account, represents the net amount paid or received on the basis of movement in the prices of index/ stock futures till the Balance Sheet date.

c) As on the Balance Sheet date, profit/loss on open positions in equity index/ stock futures is accounted for as follows:
• Credit balance in the Mark-to-Market Margin – Equity Index/Stock Futures Account, being the anticipated profit, is ignored and no credit for the same is taken in the Statement of Profit and Loss.
• Debit balance in the Mark-to-Market Margin – Equity Index/Stock Futures Account, being the anticipated loss, is adjusted in the Statement of Profit and Loss.

d) On final settlement or squaring-up of contracts for equity index/stock futures, the profit or loss is calculated as the difference between the settlement/squaring-up price and the contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract in Mark-to-Market Margin – Equity Index/Stock Futures Account after adjustment of the provision for anticipated losses is recognised in the Statement of Profit and Loss. When more than one contract in respect of the relevant series of equity index/stock futures contract to which the squared-up contract pertains is outstanding at the time of the squaring-up of the contract, the contract price of the contract so squared-up is determined using the weighted average cost method for calculating the profit/loss on squaring-up.

(2) Corporate Information:

The Board of Directors of Indiabulls Housing Finance Limited (100% subsidiary of "IBFSL") and Indiabulls Financial Services Limited ("IBFSL", "Erstwhile Holding Company") at their meeting held on April 27, 2012 had approved the Scheme of Arrangement involving the reverse merger of IBFSL with the Company in terms of the provisions of Sections 391 to 394 of the Companies Act, 1956 (the "Scheme of Arrangement"). The Appointed Date of the proposed merger fixed under the Scheme of Arrangement was April 1, 2012. The Hon'ble High Court of Delhi, vide its Order dated December 12, 2012, received by the Company on February 8, 2013, approved the Scheme of Arrangement. In terms of the Court approved Scheme of Arrangement, with the filing of the copy of the Order, on March 8, 2013, with the office of ROC, NCT of Delhi & Haryana (the Effective Date), IBFSL, as a going concern, stands amalgamated with IBHFL with effect from the Appointed Date, being April 1, 2012.

Indiabulls Financial Services Limited ("IBFSL") was incorporated on January 10, 2000 as a Private Limited Company. On March 30, 2001, the Company was registered under Section 45-IA of the Reserve Bank of India (RBI) Act, 1934 to carry on the business of a Non-Banking Financial Company. The Company was converted into a public limited Company pursuant to Section 44 of the Companies Act, 1956 on February 03, 2004.

Indiabulls Housing Finance Limited ("the Company") ("IBHFL") was incorporated on May 10, 2005. On December 28, 2005 the Company was registered under Section 29A of the National Housing Bank Act, 1987 to commence / carry on the business of a Housing Finance Institution without accepting public deposits. The Company is required to comply with provisions of the National Housing Bank Act, 1987, the Housing Finance Companies (NHB) Directions, 2010 and other guidelines / instructions / circulars issued by the National Housing Bank from time to time.

The Company is engaged in the business to provide finance and to undertake all lending and finance to any person or persons, co-operative society, association of persons, body of individuals, companies, institutions, firms, builders, developers, contractors, tenants and others either at interest or without and/or with or without any security for construction, erection, building, repair, remodeling, development, improvement, purchase of houses, apartments, flats, bungalows, rooms, huts, townships and/or other buildings and real estate of all descriptions or convenience there on and to equip the same or part thereof with all or any amenities or conveniences, drainage facility, electric, telephonic, television, and other installations, either in total or part thereof and /or to purchase any free hold or lease hold lands, estate or interest in any property and such other activities as may be permitted under the Main Objects of the Memorandum of Association of the Company.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(3) Share Capital			
Authorised			
3,000.00 Millions (2013-14 - 3,000.00 Millions, 2012-13 - 3,000.00 Millions) Equity Shares of face value Rs. 2 each	6,000.00	6,000.00	6,000.00
1,000.00 Millions (2013-14 - 1,000.00 Millions, 2012-13 - 1,000.00 Millions) Preference Shares of face value Rs.10 each	10,000.00	10,000.00	10,000.00
Issued, subscribed and fully paid up[(i) to (viii)]			
355.56 Millions (2013-14 - 334.04 Millions, 2012-13 - 312.51 Millions) Equity Shares of Face Value Rs. 2 (2013-14 - Rs. 2, 2012-13 - Rs. 2) each fully paid up	711.13	668.08	625.02
The Company has only one class of Equity Shares of face value Rs. 2 each (2013-14 - Rs. 2, 2012-13 - Rs. 2) each fully paid up. Each holder of Equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors, if any, is subject to the approval of the Shareholders in the ensuing Annual General Meeting, if applicable.			
In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.			
	711.13	**668.08**	**625.02**

(i) Indiabulls Financial Services Limited ("Erstwhile Holding Company") had issued Global Depository Receipts (GDR's) which were transferred under the Scheme of Arrangement in financial year 2012-13. As at March 31, 2015 0.72 Million (2013-14 - 3.10 Millions, 2012-13 - 5.61 Millions) GDR's were outstanding and were eligible for conversion into Equity Shares. The Company does not have information with respect to holders of these GDR's. Holders of Global Depository Receipts (GDRs) will be entitled to receive dividends, subject to the terms of the Deposit Agreement, to the same extent as the holders of Equity Shares, less the fees and expenses payable under such Deposit Agreement and any Indian tax applicable to such dividends. Holders of GDRs will not have voting rights with respect to the Deposited Shares. The GDRs may not be transferred to any person located in India including Indian residents or ineligible investors except as permitted by Indian laws and regulations.

(ii) 312.51 Millions (2013-14 - 312.51 Millions, 2012-13 - 312.51 Millions) Equity Shares were allotted by the Company, for consideration other than cash to the shareholders of Erstwhile Holding Company pursuant to and in terms of the Scheme of Arrangement, approved by the Hon'ble High Court of Delhi vide its Order dated December 12, 2012, which came into effect on March 8, 2013 from the Appointed Date April 1, 2012.[(Refer Note 38).]

(iii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of financial year:-

Particulars	March 31, 2015		March 31, 2014		March 31, 2013	
	Equity Shares		Equity Shares		Equity Shares	
	No. of Shares	Amount (Rs. in Millions)	No. of Shares	Amount (Rs. in Millions)	No. of Shares	Amount (Rs. in Millions)
Opening Balance	334.04	668.08	312.51	625.02	-	-
Add: Equity Shares of Rs. 2 each issued during the year**	21.52	43.05	21.53	43.06	-	-
Add: Equity Shares of Rs. 2 each issued during the year under the Scheme of Arrangement*	-	-	-	-	312.51	625.02
Closing Balance	**355.56**	**711.13**	**334.04**	**668.08**	**312.51**	**625.02**

*Includes 0.71 Million Equity Shares of Rs. 2 each issued during the year ended March 31, 2013, under various ESOP Schemes by the Erstwhile Holding Company aggregating to Rs. 1.41 Million.

**Includes 0.67 Million (2013-14 - 0.83 Million) Equity Shares of Rs. 2 each issued during the year, under various ESOP Schemes aggregating to Rs. 1.33 Millions (2013-14 - Rs. 1.66 Millions) and 20.86 Millions (2013-14 - 20.70 Millions) Equity Shares of Rs. 2 each issued during the year eligible warrant holders(Refer Note 5(ii)) (2013-14 to certain promoter entities and Key Management Personnel) against outstanding Share warrants aggregating to Rs. 41.71 Millions (2013-14 - Rs. 41.40 Millions).

(iv) Shares held by Shareholders holding more than 5% shares:-

Promoter[1]	As at March 31, 2015 No. of Shares held (in Millions)	% of Holding
Mr. Sameer Gehlaut	37.60	10.58%

Promoters	As at March 31, 2014 No. of Shares held (in Millions)	% of Holding
Mr. Sameer Gehlaut	37.60	11.26%
Mr. Saurabh Kumar Mittal	18.99	5.68%
Mr. Rajiv Rattan	18.78	5.62%
Non - Promoters		
Copthall Mauritius Investment Limited	20.60	6.17%
HSBC Global Investment Funds A/C HSBC Global Investment Funds Mauritius Limited	18.83	5.64%
Morgan Stanley Asia (Singapore) PTE	17.00	5.09%

Promoters and promoter group company	As at March 31, 2013 No. of Shares held (in Millions)	% of Holding
Mr. Sameer Gehlaut	37.60	12.03%
Mr. Saurabh Kumar Mittal	18.99	6.08%
Mr. Rajiv Rattan	18.78	6.01%
Orthia Land Development Private Limited	15.72	5.03%
Non - Promoters		
Copthall Mauritius Investment Limited	19.93	6.38%
HSBC Global Investment Funds A/C HSBC Global Investment Funds Mauritius Limited	18.96	6.07%
Morgan Stanley Asia (Singapore) PTE	7.74	2.48%

(1) To impart greater focus and undivided accountability at the leadership level and to rationalize operations of the diverse businesses of the Indiabulls group, so as to put the Company firmly on the growth path, the promoters, during the year, had mutually decided to reorganize the management control of different group companies amongst themselves. As part of the restructuring, Mr. Sameer Gehlaut, Chairman of the Company and the entities promoted by him, namely, Orthia Land Development Private Limited, Orthia Developers Private Limited, Cleta Properties Private Limited, Cleta Buildtech Private Limited, Inuus Infrastructure Private Limited and Inuus Land Development Private Limited have continued as Promoters / Promoter Group / Persons acting in Concert with the promoters of the Company.

Further, with effect from July 18, 2014, Mr. Rajiv Rattan and the entities promoted by him, namely, Priapus Properties Private Limited, Priapus Real Estate Private Limited, Priapus Developers Private Limited, Priapus Constructions Private Limited and Mr. Saurabh Kumar Mittal and the entities promoted by him, namely, Hespera Infrastructure Private Limited, Hespera Properties Private Limited, Hespera Real Estate Private Limited, Hespera Realty Private Limited and Hespera Realcon Private Limited, have ceased to be the Promoters / Promoter Group / PACs with the promoters of the Company.

(v) Employees Stock Options Schemes:

Indiabulls Financial Services Limited ("Erstwhile Holding Company") (Refer Note 38) and its erstwhile subsidiary, Indiabulls Credit Services Limited ("ICSL") had announced ESOS / ESOP schemes for its employees and the employees of it's group companies wherein each option represents one Equity Share of the Company. The Company has adopted the ESOS / ESOP schemes in respect of its employees. A Compensation Committee constituted by the Board of Directors administers each of the plans.

(a) Stock option schemes of the erstwhile Holding Company including schemes in lieu of stock options schemes of erstwhile fellow subsidiary Indiabulls Credit Services Limited transferred under the Court approved Scheme of Arrangement(Refer Note 38) :

S. No.	ERSTWHILE ICSL PLANS	New PLANS*
1	IBFSL – ICSL Employees Stock Option Plan – 2006	IHFL- IBFSL Employees Stock Option Plan – 2006
2	IBFSL – ICSL Employees Stock Option Plan II – 2006	IHFL - IBFSL Employees Stock Option Plan II – 2006
3	IBFSL – Employees Stock Option – 2008	IHFL - IBFSL Employees Stock Option – 2008

*The name of the schemes have been revised by the approval of the Shareholders of the Company in the 8th Annual General Meeting held on July 1, 2013.

(b) Indiabulls Housing Finance Limited Employees Stock Option Scheme-2013

The members of the Company at their Meeting dated March 6, 2013 approved the IHFL ESOS - 2013 scheme consisting of 39,000,000 stock options representing 39,000,000 fully paid up Equity Shares of Rs. 2 each of the Company to be issued in one or more tranches to eligible employees of the Company or to eligible employees of the subsidiaries / step down subsidiaries of the Company. The Compensation Committee constituted by the Board of Directors of the Company has, at its meeting held on October 11, 2014, granted, 10,500,000 Stock Options representing an equal number of equity shares of face value of Rs. 2 each at an exercise price of Rs. 394.75, being the then latest available closing market price on the National Stock Exchange of India Limited as on October 10, 2014 following the intrinsic method of accounting as is prescribed in the Guidance Note issued by the Institute of Chartered Accountants of India on Accounting for Employees Share Based Payments ("the Guidelines"). As the options have been granted at intrinsic value, there is n employee stock compensation expense on account of the same. These options vest with effect from the first vesting date i.e. October 11, 2015, whereby the options vest on each vesting date as per the vesting schedule provided in the Scheme.

(c) The other disclosures in respect of the ESOS / ESOP Schemes are as under:-

As on 31st March, 2015

Particulars	IHFL-IBFSL Employees Stock Option Plan – 2006	IHFL-IBFSL Employees Stock Option Plan II – 2006	IHFL-IBFSL Employees Stock Option – 2008	IHFL ESOS - 2013	IHFL-IBFSL Employees Stock Option – 2008 -Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	39,000,000	N.A.
Options issued	1,440,000	720,000	7,500,000	10,500,000	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	Five years, 20% each year	N.A.
Vesting Date	1st April	1st November	8th December	11th October	31st December
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	N.A.	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	394.75	125.90
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	205,668	99,951	2,324,002	10,500,000	58,050
Regrant Addition	N.A	N.A	N.A	N.A	N.A
Regrant Date	N.A	N.A	N.A	N.A	December 31, 2009
Options vested during the year (Nos.)	60,534	25,581	420,310	-	6,840
Exercised during the year (Nos.)	57,294	29,145	471,874	-	20,610
Expired during the year (Nos.)	-	-	-	-	-
Cancelled during the year	-	-	-	-	-
Lapsed during the year	43,848	7,680	256,040	32,000	-
Re-granted during the year	-	-	-	-	N.A
Outstanding at the end of the year (Nos.)	104,526	63,126	1,596,088	10,468,000	37,440
Exercisable at the end of the year (Nos.)	1,080	15,153	129,584	-	3,240
Remaining contractual Life (Weighted Months)	55	67	81	90	90

N.A - Not Applicable

As on 31st March, 2015 (Continued)

Particulars	IHFL-IBFSL Employees Stock Option – 2008-Regrant	IHFL-IBFSL Employees Stock Option Plan – 2006 - Regrant	IHFL-IBFSL Employees Stock Option – 2008 - Regrant	IHFL-IBFSL Employees Stock Option Plan II – 2006 - Regrant
Total Options under the Scheme	N.A.	N.A.	N.A.	N.A.
Options issued	N.A.	N.A.	N.A.	N.A.
Vesting Period and Percentage	N.A.	N.A.	N.A.	N.A.
Vesting Date	16th July	27th August	11th January	27th August
Revised Vesting Period & Percentage	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	158.50	95.95	153.65	100.00
Exercisable Period	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	143,550	276,500	148,500	153,300
Regrant Addition	N.A.	N.A.	N.A.	N.A.
Regrant Date	July 16, 2010	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	20,440	39,500	1,500	21,900
Exercised during the year (Nos.)	20,100	39,500	5,300	21,900
Expired during the year (Nos.)	-	-	-	-
Cancelled during the year	-	-	-	-
Lapsed during the year	-	-	132,500	-
Re-granted during the year	N.A	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	123,450	237,000	10,700	131,400
Exercisable at the end of the year (Nos.)	810	39,500	1,700	21,900
Remaining contractual Life (Weighted Months)	93	83	93	83

N.A - Not Applicable

As on 31st March, 2014

Particulars	IHFL-IBFSL Employees Stock Option Plan – 2006	IHFL-IBFSL Employees Stock Option Plan II – 2006	IHFL-IBFSL Employees Stock Option – 2008	IHFL-IBFSL Employees Stock Option – 2008 -Regrant	IHFL-IBFSL Employees Stock Option – 2008-Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	N.A.	N.A.
Options issued	1,440,000	720,000	7,500,000	N.A.	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	N.A.	N.A.
Vesting Date	1st April	1st November	8th December	31st December	16th July
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	125.90	158.50
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	296,910	132,762	3,043,559	87,915	171,720
Regrant Addition	N.A	N.A	N.A	N.A	N.A.
Regrant Date	N.A	N.A	N.A	December 31, 2009	July 16, 2010
Options vested during the year (Nos.)	63,558	25,581	480,588	9,840	20,440
Exercised during the year (Nos.)	78,570	27,693	626,693	2,250	20,170
Expired during the year (Nos.)	-	-	-	-	-
Cancelled during the year	-	-	-	-	-
Lapsed during the year	12,672	5,118	92,864	27,615	8,000
Re-granted during the year	-	-	-	N.A	N.A
Outstanding at the end of the year (Nos.)	205,668	99,951	2,324,002	58,050	143,550
Exercisable at the end of the year (Nos.)	3,888	21,489	186,803	17,010	470
Remaining contractual Life (Weighted Months)	60	72	87	82	99

N.A - Not Applicable

Notes forming part of the Consolidated Summary Financial Statements

As on 31st March, 2014 (Continued)

Particulars	IHFL-IBFSL Employees Stock Option Plan – 2006 - Regrant	IHFL-IBFSL Employees Stock Option – 2008 - Regrant	IHFL-IBFSL Employees Stock Option Plan II – 2006 - Regrant
Total Options under the Scheme	N.A.	N.A.	N.A.
Options issued	N.A.	N.A.	N.A.
Vesting Period and Percentage	N.A.	N.A.	N.A.
Vesting Date	27th August	11th January	27th August
Revised Vesting Period & Percentage	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	95.95	153.65	100.00
Exercisable Period	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	316,000	163,000	175,200
Regrant Addition	N.A.	N.A.	N.A.
Regrant Date	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	39,500	20,000	21,900
Exercised during the year (Nos.)	39,500	14,500	21,900
Expired during the year (Nos.)	-	-	-
Cancelled during the year	-	-	-
Lapsed during the year	-	-	-
Re-granted during the year	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	276,500	148,500	153,300
Exercisable at the end of the year (Nos.)	39,500	8,500	21,900
Remaining contractual Life (Weighted Months)	89	103	89

N.A - Not Applicable

As on 31st March, 2013

Particulars	IBFSL – ICSL Employees Stock Option Plan 2006	IBFSL – ICSL Employees Stock Option Plan II – 2006	Employees Stock Option Plan - 2008	Employees Stock Option Plan - 2008 -Regrant	Employees Stock Option Plan - 2008-Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	N.A.	N.A.
Options issued	1,440,000	720,000	7,500,000	N.A.	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	N.A.	N.A.
Vesting Date	1st April	1st November	8th December	31st December	16th July
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	125.90	158.50
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	370,556	164,268	3,689,793	118,155	211,400
Regrant Addition	N.A	N.A	N.A	N.A	N.A.
Regrant Date	N.A	N.A	N.A	December 31, 2009	July 16, 2010
Options vested during the year (Nos.)	63,558	27,429	495,558	11,460	22,940
Exercised during the year (Nos.)	65,046	21,186	547,026	18,990	26,680
Expired during the year (Nos.)	-	-	-	-	-
Cancelled during the year	-	-	-	-	-
Lapsed during the year	8,600	10,320	99,208	11,250	13,000
Re-granted during the year	-	-	-	N.A	N.A
Outstanding at the end of the year (Nos.)	296,910	132,762	3,043,559	87,915	171,720
Exercisable at the end of the year (Nos.)	21,492	24,328	339,962	12,420	200
Remaining contractual Life (Weighted Months)	64	80	90	97	105

N.A - Not Applicable

As on 31st March, 2013 (Continued)

Particulars	**IBFSL – ICSL Employees Stock Option Plan 2006-Regrant**	**Employees Stock Option Plan - 2008 Regrant**	**IBFSL – ICSL Employees Stock Option Plan II - 2006-Regrant**
Total Options under the Scheme	N.A.	N.A.	N.A.
Options issued	N.A.	N.A.	N.A.
Vesting Period and Percentage	N.A.	N.A.	N.A.
Vesting Date	27th August	11th January	27th August
Revised Vesting Period & Percentage	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	95.95	153.65	100.00
Exercisable Period	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	316,000	190,668	175,200
Regrant Addition	N.A.	N.A.	N.A.
Regrant Date	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	39,500	20,000	21,900
Exercised during the year (Nos.)	-	27,668	-
Expired during the year (Nos.)	-	-	-
Cancelled during the year	-	-	-
Lapsed during the year	-	-	-
Re-granted during the year	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	316,000	163,000	175,200
Exercisable at the end of the year (Nos.)	39,500	3,000	21,900
Remaining contractual Life (Weighted Months)	95	110	95

N.A - Not Applicable

The Fair value of the options as determined by an Independent firm of Chartered Accountants, which has been regranted by the Erstwhile Holding Company under the respective plans using the Black-Scholes Merton Option Pricing Model based on the following parameters are as under:-

Particulars	**IHFL - IBFSL Employees Stock Option – 2008 Regrant**	**IHFL - IBFSL Employees Stock Option – 2008 Regrant**	**IHFL - IBFSL Employees Stock Option – 2006-Regrant**	**IHFL - IBFSL Employees Stock Option Plan II – 2006-Regrant**	**IHFL - IBFSL Employees Stock Option – 2008 Regrant**	**IHFL ESOS - 2013**
Exercise price	125.90	158.50	95.95	100.00	153.65	394.75
Expected volatility*	99.61%	99.60%	75.57%	75.57%	99.60%	46.30%
Expected forfeiture percentage on each vesting date	Nil	Nil	Nil	Nil	Nil	Nil
Option Life (Weighted Average)	9.80 Years	9.80 Years	9.80 Years	9.80 Years	9.80 Years	5 Years
Expected Dividends yield	3.19%	2.89%	4.69%	4.50%	2.98%	10.00%
Weighted Average Fair Value (Rs.)	83.48	90.24	106.3	108.06	84.93	89.76
Risk Free Interest rate	7.59%	7.63%	7.50%	7.50%	7.63%	8.57%

*The expected volatility was determined based on historical volatility data.

Fair Value Methodology:

As all the other plans were issued based on the fair value of the options on the date of the grant, there is no impact of the same on the net profit and earnings per share. The IHFL - IBFSL Employees Stock Option Plan – 2008 (including re-grant) were issued at the Intrinsic value of the options on the date of the grant. Had the compensation cost for the stock options granted under IHFL - IBFSL Employees Stock Option Plan – 2008 (including re-grant) been determined based on the fair value approach, the Company's net profit and earnings per share would have been as per the pro forma amounts indicated below:-

Particulars	For the year ended March 31, 2015	For the year ended March 31, 2014	For the year ended March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
Net Profit After Tax (Rs. in Millions)	19,012.36	15,685.38	12,660.65
Less: Share of Minority (including share of Reserve Fund) (Rs. in Millions)	1.33	43.77	116.62
Net Profit available to Equity Share holders (as reported) (Rs. in Millions)	19,011.03	15,641.61	12,544.03
Less : Stock-based compensation expense determined under fair value based method: [Gross Rs. 1,299.52 Millions (2013-14 - Rs. 383.94 Millions, 2012-13 - Rs. 390.85 Millions)] (Pro forma) (Rs. in Millions)	220.59	29.35	40.99
Net Profit available to Equity Share holders (as per Pro forma) (Rs. in Millions)	18,790.44	15,612.26	12,503.04
Basic earnings per share (as reported)	54.95	47.96	40.19
Basic earnings per share (Pro forma)	54.31	47.87	40.06
Diluted earnings per share (as reported)	53.36	47.47	38.94
Diluted earnings per share (Pro forma)	52.74	47.38	38.82

(vi) During the year ended March 31, 2013, pursuant to the Scheme of Arrangement the Authorised Capital of the Company has been rearranged to Rs.16,000.00 Millions divided into 3,000.00 Millions Equity Shares of Rs. 2 each and 1,000.00 Millions Preference Shares of Rs. 10 each.

(vii) 19.42 Million Equity Shares of Rs. 2 each (2013-14 - 30.91 Million, 2012-13 - 52.59 Million) are reserved for issuance as follows:-

(a) 12.77 Million Equity shares of Rs. 2 each (2013-14 - 3.41 Million, 2012-13 - 4.39 Million) towards Employees Stock options as granted.

(b) 6.64 Million Equity shares of Rs. 2 each (2013-14 - 27.50 Million, 2012-13 - 48.20 Million) towards outstanding share warrants.(Refer Note 5(ii))

(viii) Minority Interest includes:

1) As at March 31, 2015, Nil (March 31, 2014, Nil, March 31, 2013, 3.23 Millions) Equity Shares of Face Value Rs.10 each fully paid up issued by subsidiary company Indiabulls Finance Company Private Limited.

2) As at March 31, 2015, 1.28 Millions (March 31, 2014, 1.28 Millions, March 31, 2013, 1.28 Millions) Equity Shares of Face Value Rs.10 each fully paid up issued by subsidiary company Indiabulls Asset Reconstruction Company Limited.

3) Proportionate share in the movement in Reserves & Surplus of the said subsidiary.

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
(4) Reserves and Surplus			
Capital Reserve			
Opening Balance	139.20	139.20	-
Add: Transferred during the year	-	-	-
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement(Refer Note.38)		-	139.20
Add : Addition on account of premature redemption of Non Convertible Debentures	-	-	-
Closing Balance	139.20	139.20	139.20
Capital Reserve on consolidation			
Opening Balance	-	457.88	-
Add: Transferred during the year	-	-	8.85
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement(Refer Note.38)	-	-	573.01
Less : Adjusted Against Goodwill(1)(Refer Note 15)	-	(457.88)	-
Less : Adjusted From Goodwill(1)(Refer Note 15)	-	-	(123.98)
Closing Balance	-	-	457.88
Capital Redemption Reserve			
Opening Balance	63.63	63.63	-
Add: Transferred during the year	-	-	-
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement(Refer Note.38)	-	-	63.63
Closing Balance	63.63	63.63	63.63

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Securities Premium Account			
Opening Balance	32,320.87	29,783.95	-
Add: Additions during the year on account of shares issued under ESOPs	61.82	76.20	66.77
Add: Additions during the year on account of shares issued against Share Warrants	4,650.95	4,471.20	-
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement(Refer Note.38)	-	-	32,218.19
Add: Transfer from Stock Compensation Adjustment Account	6.14	6.14	-
	37,039.78	34,337.49	32,284.96
Less: Debenture issue expenses (Net of tax effect of Rs. 56.10 Millions (2013-14 - Rs. 47.75 Millions, 2012-13 - Rs. 227.62 Millions)	185.18	175.79	682.93
Less: Premium on Redemption of Non Convertible Debentures (Including Discount) (Net of tax effect of Rs. 681.78 Millions (2013-14 - Rs. 500.08 Millions, 2012-13 - Rs. 605.96 Millions)	2,250.37	1,840.83	1,818.08
Closing Balance	34,604.23	32,320.87	29,783.95
Stock Compensation Adjustment			
Employee Stock options outstanding	61.40	61.40	61.40
Less: Deferred Employee Stock Compensation expense	8.51	12.98	18.79
Less: Transferred to Securities Premium account	24.56	18.42	12.28
Closing Balance	28.33	30.00	30.33
General Reserve			
Opening Balance	5,134.23	3,624.23	-
Add: Amount transferred during the year from Surplus in the Consolidated Statement of Profit and Loss	-	1,510.00	1,228.00
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	2,396.23
Less: Amount Utilised during the Year for Transfer to Deferred Tax Liability(2)	1,204.36	-	-
Closing Balance	3,929.87	5,134.23	3,624.23
Foreign Currency Monetary Item Translation Difference Account(3)			
Opening Balance	-	(27.52)	-
Add: Transferred during the Year	(84.40)	-	(27.52)
Less: Adjusted during the Year	-	27.52	-
Closing Balance	(84.40)	-	(27.52)
Other Reserves:-			
Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961			
Opening Balance	1,016.05	920.79	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	890.00
Add: Amount transferred during the year from Surplus in the Consolidated Statement of Profit and Loss	52.18	95.26	48.05
Less: Transferred to Minority Interest	-	-	17.26
Closing Balance	1,068.23	1,016.05	920.79
Statutory Reserve:-			
Reserve (I) as per Section 29C of the Housing Finance Act, 1987(5)			
Opening Balance	2,959.62	1,439.62	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	233.81
Add: Amount transferred during the year from Surplus in the Consolidated Statement of Profit and Loss	2,096.45	1,520.00	1,205.81
Closing Balance	5,056.07	2,959.62	1,439.62
Reserve (II) as per Section 45-IC of the RBI Act, 1934(6)			
Opening Balance	5,488.47	5,374.04	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	5,327.81
Add: Amount transferred during the year from Surplus in the Consolidated Statement of Profit and Loss	87.70	114.43	69.35
Less: Amount transferred to Minority Interest	-	-	23.12
Closing Balance	5,576.17	5,488.47	5,374.04
Reserve (III)(5)			
Opening Balance	3,480.00	1,980.00	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	730.00
Add: Transferred during the year	1,860.00	1,500.00	1,250.00
Closing Balance	5,340.00	3,480.00	1,980.00

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Additional Reserve Fund (U/s 29C of the National Housing Bank Act, 1987)[5]			
Opening Balance	3,749.35	2,749.35	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	2,069.55
Add: Amount transferred during the year from Surplus in the Consolidated Statement of Profit and Loss	1,500.00	1,000.00	2,000.00
Less: Amount utilised during the year	-	-	1,320.20
Closing Balance	5,249.35	3,749.35	2,749.35
Surplus in the Consolidated Statement of Profit and Loss			
Opening Balance	2,005.60	3,397.11	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement(Refer Note.38)	-	-	3,890.75
Less: Adjustment on account of Depreciation (Net of tax benefit)[(8) & (Note 14)]	36.55	-	-
Add: Adjustment on account of Deferred Tax[7]	-	4.21	-
Profit for the year	19,011.03	15,641.61	12,584.41
Amount available for appropriation (A)	20,980.08	19,042.93	16,475.16
Appropriations:			
Interim Dividend paid on Equity Shares (Rs. 26.00 Per Share (2013-14 - Rs. 20.00, 2012-13 - Rs. 13.50))	9,104.09	6,650.14	4,215.02
Interim Dividend payable on Equity Shares (2013-14 - Rs. 9.00, 2012-13 - Rs. 6.50))	-	3,006.38	2,031.32
Dividend for the previous year on Equity Shares issued by the Erstwhile Holding Company /Company after the year end pursuant to ESOPs Allotment	1.07	-	1.29
Corporate Dividend Tax on Interim Dividend paid on Equity Shares	1,643.21	1,130.19	683.78
Corporate Dividend Tax on Interim Dividend payable on Equity Shares	-	510.93	345.22
Corporate Dividend Tax on Dividend for the previous year on Equity Shares issued by the Erstwhile Holding Company / Company after the year end pursuant to ESOPs Allotment	0.18	-	0.21
Transferred to General Reserve	-	1,510.00	1,228.00
Transferred to Special Reserve (U/s 36(1)(viii) of the Income Tax Act, 1961)	52.18	95.26	48.05
Transferred to Special Reserve (U/s 29C of the National Housing Bank Act, 1987)[5]	2,096.45	1,520.00	2,455.81
Transferred to Additional Reserve (U/s 29C of the National Housing Bank Act, 1987)[5]	1,500.00	1,000.00	2,000.00
Transferred to Reserve (U/s 45-IC of the RBI Act,1934)	87.70	114.43	69.35
Transferred to Reserve U/s 36(1)(viii)(Considered as eligible transfer to Special Reserve U/s 29C of the National Housing Bank Act, 1987)[5]	1,860.00	1,500.00	-
Total Appropriations (B)	16,344.88	17,037.33	13,078.05
Balance of Profit Carried Forward (A)-(B)	4,635.20	2,005.60	3,397.11
	65,605.88	**56,387.02**	**49,932.61**

(1) Goodwill / Capital Reserve:

As at the beginning of financial year 2013-14, the Company had recorded Net Capital Reserve arising on Consolidation amounting to Rs. 457.89 Millions. During the financial year 2013-14, the Company had purchased the remaining 42.50% stake (i.e. 3.23 Millions Equity Shares) in Indiabulls Finance Company Private Limited (IFCPL), which was earlier held by Amaprop Limited, at a total consideration of Rs. 2,616.89 Millions. Post this transaction IFCPL is now a wholly owned subsidiary of the Company. Goodwill arising due to this transaction was Rs. 1,143.53 Millions. As at the end of the financial year 2013-14 Net Goodwill arising on Consolidation is Rs. 685.64 Millions.

(2) Vide Circular NHB(ND)/DRS/Pol. 62/2014 dated May 27, 2014, the National Housing Bank (NHB) has directed Housing Finance Companies to provide for a deferred tax liability in respect of the balance in the "Special Reserve" created under Section 36(1)(viii) of the Income Tax Act, 1961. NHB has clarified that the deferred tax liability in respect of the opening balance in the Special Reserve as at April 1, 2014, may be created by adjusting the opening reserves as of that date. Accordingly, the Company has adjusted its opening reserves as at April 1, 2014, with the amount of deferred tax liability in respect of the opening balance in the Special Reserve as of that date.

(3) Pursuant to the notification dated December 29, 2011 issued by the Ministry of Corporate Affairs amending Accounting Standard 11 - The Effects of Changes in Foreign Exchange Rates, the Company has exercised the option as per para 46A inserted in the said Standard for all long term monetary assets and liabilities. Consequently an amount of Rs. 84.40 Millions (2013-14 - Rs. Nil, 2012-13 Rs. 27.52 Millions) representing translation difference on foreign currency loans is carried forward in the Foreign Currency Monetary Item Translation Difference Account as on March 31, 2015.

(4) In terms of Section 36(1)(viii) of the Income-tax Act, 1961, a deduction is allowed for income from eligible business viz, Income from providing long-term infrastructure finance, long-term finance for the construction or purchase of houses in India for residential purposes and the business of providing long-term finance for industrial or agricultural development etc. The Company claims the deduction as it falls under some of the categories of eligible business as defined under Section 36 (1)(viii) of the Income-tax Act, 1961. Consequently the Company has, as at the year end, transferred an amount of Rs. 52.18 Millions (2013-14 Rs. 95.26 Millions, 2012-13 Rs. 48.05 Millions) to the Special Reserve created to claim deduction in respect of eligible business under the said section.

(5) In terms of Section 29C of the National Housing Bank ("NHB") Act, 1987, the Company is required to transfer at least 20% of its Profit after tax to a Reserve Fund before any dividend is declared. Transfer to a Reserve Fund in terms of Section 36(1)(viii) of the Income Tax Act, 1961 is also considered as an eligible transfer as transfer to Special Reserve under Section 29C of the National Housing Bank ("NHB") Act, 1987. The Company has transferred an amount of Rs. 1,860.00 Millions (2013-14 - Rs. 1,500.00 Millions) to reserve created in terms of Section 36(1)(viii) of the Income Tax Act, 1961 and also transferred an amount of Rs. 2,096.45 Millions (2013-14 - Rs. 1,520.00 Millions) to the Reserve in terms of Section 29C of the National Housing Bank ("NHB") Act, 1987 Fund as at the year end. Further an additional amount of Rs. 1,500.00 Millions (2013-14 - Rs. 1,000.00 Millions) has been set apart by way of transfer to Additional Reserve Fund in excess of the statutory minimum requirement as specified under Section 29C pursuant to Circular no. NHB(ND)/DRS/Pol-No. 03/2004-05 dated August 26, 2004 issued by the National Housing Bank. The additional amount so transferred may be utilised in the future for any business purpose.

(6) This pertains to reserve created under section 45-IC of the RBI Act 1934, by the Erstwhile Holding Company Indiabulls Financial Services Limited and its subsidiaries transferred under the Scheme of Arrangement. In terms of Section 45-IC of the RBI Act, 1934, the Subsidiary Non Banking Finance Companies ("NBFC") Companies in the Group are required to transfer at least 20% of its Net Profits to a reserve before any dividend is declared. As at the year end, the NBFC has transferred an amount of Rs. 87.70 Millions (2013-14 - Rs. 114.43 Millions, 2012-13 - Rs. 69.35 Millions) to the Reserve Fund during the year

(7) During the year, in addition to the provision for loan assets and standard assets charged of Rs. 2,868.26 Millions (2013-14 - Rs. 1,342.10 Millions , 2012-13 - Rs. 2,563.10 Millions) to the Consolidated Statement of Profit and Loss, an amount of Rs. Nil (net of Deferred Tax of Rs. Nil) [(2013-14 - Rs. Nil (net of Deferred Tax of Rs. Nil), 2012-13 - Rs. 1,320.20 Millions (net of Deferred Tax of Rs. 679.80 Millions)] being one time charge of provision for standard assets and other contingencies due to merger between the Company and the Erstwhile Holding Company (Refer Note 38) and changes in the provisioning requirements by the National Housing Bank vide Circulars no. NHB.HFC.DIR.4/CMD/2012 dated January 19, 2012 has been transferred from Additional Reserve created as per Section 29C of the National Housing Bank Act, 1987 pursuant to Circular NHB(ND)/DRS/Pol-No. 03/2004-05 dated August 26, 2004 as under;

Particulars	**As at March 31, 2015**	**As at March 31, 2014**	**As at March 31, 2013**
	Amount (Rs. In Million)		
Provisions for Contingencies	4.71	29.79	2,239.59
Provision for Loan assets	2,863.55	1,312.31	323.51
Total	**2,868.26**	**1,342.10**	**2,563.10**

(8) One of the subsidiary company namely Indiabulls Asset Management Company Limited (IAMCL) had reviewed its deferred tax assets and liabilities as at March 31, 2014 and had recognised deferred tax assets arising from timing differences as a result of carry forward of tax losses as at March 31, 2014. Consequently, opening reserves have been adjusted by Rs. Nil (2013-14 - Rs. 4.21 Millions) on account of re-assessment of deferred tax assets arising from timing differences as a result of carry forward of tax losses as at March 31, 2013. The Board of Directors of IAMCL believe that the Company would be able to realise the carrying value of such deferred tax assets of Rs. Nil (2013-14 - Rs. 23.24 Millions) as at March 31, 2014 through generation of sufficient taxable profits in the future years based on the profits arising from the Company's business.

(9) Due to change in the method of calculating depreciation, on account of change in depreciation rate based on useful life of the assets in terms of schedule II of the Companies Act, 2013, the opening balance of accumulated depreciation as at April 1, 2014, has been recalculated. The remaining depreciation has been amortised over the balance useful life of the assets. The impact on account of change in method of calculating the depreciation has been debited (net of tax benefit) to the opening balance of profit and loss statement.

(5) (i) In terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, the erstwhile Holding Company during the financial year 2012-13, upon receipt of Shareholders approval, has on June 9, 2012, issued and allotted an aggregate of 20.70 Millions warrants, to certain Promoter group entities and Key Management Personnel, at a conversion price of Rs. 218 per Equity Share, 25% of which amounting to Rs. 1,128.15 Millions had already been received by the Erstwhile Holding Company from the respective Allottee's as upfront amount as at the Year ended March 31, 2013. These warrants were convertible into an equivalent number of Equity Shares of face value Rs. 2 each, in the Company, upon receipt of balance conversion price, within a period of eighteen months from the date of allotment. During the year 2013-14 the Company has received from the warrant holders the balance amount of 75% amounting to Rs. 3,384.45 Millions upon exercise of the rights to convert the warrants into equity shares.(Refer Note 38)

(ii) During the financial year 2009-10, in terms of Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 in respect of the issue of the Secured Non Convertible Debentures of the Company to QIBs under Qualified Institutions Placement , the erstwhile Holding Company issued 27.50 Millions Share Warrants being issued at a Warrant Issue Price of Rs. 5 per Share Warrant, with a right exercisable by the Warrant holder to exchange each Warrant with one equity share of the Company of face value Rs.2 each, any time before the expiry of 60 months from the date of allotment of the Warrants, at a Warrant Exercise Price of Rs. 225 per equity share. During the current financial year the company has issued and allotted 20.86 Millions equity shares of face value of Rs. 2 each at an exercise price of Rs. 225 per equity share to the eligible warrant holders.(Refer Note 38)

	As at March 31, 2015 Amount (Rs. in Millions)	**As at March 31, 2014 Amount (Rs. in Millions)**	**As at March 31, 2013 Amount (Rs. in Millions)**
(6) Long-term borrowings			
Secured			
Redeemable, Non Convertible Debentures(Refer Note 30 (i))**	112,971.00	65,754.00	58,071.00
Term Loans(Refer Note 30 (ii))*			
- from banks	153,268.52	122,629.40	111,821.80
- External Commercial Borrowing	12,518.16	-	-
- from others	1,500.00	2,625.00	4,005.00
Unsecured	-	-	-
Loans and Advances from Others	-	-	-
-10.60% Redeemable Non convertible Perpetual Debentures***	1,000.00	1,000.00	1,000.00
-Subordinated Debt(Refer Note 30 (iii))	9,796.80	9,646.80	7,446.80
	291,054.48	**201,655.20**	**182,344.60**

*Secured by hypothecation of Loan Receivables(Current and Future) /Current Assets/Cash and Cash Equivalents of the Company.

**Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.

***No Put Option, Call Option exercisable at the end of 10 years from the date of allotment (exercisable only with the prior approval of the concerned regulatory authority)

As at the year end, the Company was in the process of creating the charge / security on assets against Redeemable, Non Convertible Debentures of Rs. 15,800.00 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. Nil).

(7) Deferred tax liabilities (net)

Pursuant to Accounting Standard (AS) – 22 'Accounting for Taxes on Income', the Company has debited an amount of Rs. 636.35 Millions (2013-14 - credited an amount of Rs. 202.18 Millions, 2012-13 - debited an amount of Rs. 136.13 Millions) as deferred tax charge / credit (net) to the Consolidated Statement of Profit and Loss arising on account of timing differences. The breakup of deferred tax into major components as at March 31, 2015 is as under:

	As at March 31, 2015 Amount (Rs. in Millions)	**As at March 31, 2014 Amount (Rs. in Millions)**	**As at March 31, 2013 Amount (Rs. in Millions)**
Deferred Tax Liabilities			
On Reserve Created U/s 36(1)(viii) of the Income Tax Act, 1961	1,846.13	-	-
On difference between accounting income and taxable income on investments	498.55	-	-
On difference between book balance and tax balance of fixed assets/other assets	0.08	-	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Deferred Tax Assets			
Provision for loan assets and contingent provision against standard assets	2,002.52	-	-
On difference between book balance and tax balance of fixed assets/other assets	43.57	-	-
Disallowance under Section 40A(7) of the Income-Tax Act, 1961	39.06	-	-
Disallowance under Section 43B of the Income Tax Act, 1961	235.58	-	-
Deferred Tax Liabilities (net)	**24.03**	**-**	**-**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(8) Other Long term liabilities			
Foreign Currency Forward payable	2,286.89	-	-
Other Liabilities for Statutory Dues and Expense Provision	2.24	2.24	2.76
Interest Accrued but not due on Secured Redeemable Non Convertible Debentures	100.11	-	75.62
	2,389.24	**2.24**	**78.38**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(9) Long term provisions			
Provision for Contingencies [(1)]	2,722.95	2,671.30	2,671.82
Provision for Gratuity [(Refer Note 27(1))]	124.72	90.65	79.07
Provision for Compensated Absences [(Refer Note 27(1))]	57.63	38.55	35.46
Provision for Superannuation [(Refer Note 27(1))]	625.88	405.35	292.23
Premium on Redemption on Secured Non Convertible Debentures (Accrued but not due) (Sinking fund)	1,259.17	478.05	621.32
	4,790.35	**3,683.90**	**3,699.90**

(1) Provision for Contingencies includes Contingent provision against standard assets and other contingencies. As per National Housing Bank Circular No. NHB/HFC/DIR.3/CMD/2011 dated August 5, 2011 and NHB/HFC/DIR.9/CMD/2013 dated September 6, 2013, in addition to provision for non performing assets, all housing finance companies are required to carry a general provision. (i) at the rate of 2% on housing loans disbursed at comparatively lower rate of interest in the initial few years, after which rates are reset at higher rates; (ii) at the rate of 1% of Standard Assets in respect of Commercial Real Estates and (iii) at the rate of 0.40% of the total outstanding amount of loans which are Standard Assets other than (i) & (ii) above. Also in terms of RBI Notification No. RBI/2010-11/370 DNBS.PD.CC.No.207/ 03.02.002 /2010-11 dated January 17, 2011, every Non-Banking Financial Company is required to make an additional provision for Standard Assets at 0.25% of the outstanding standard assets. Accordingly, the Company and its subsidiaries is carrying a provision of Rs. 3,055.69 Millions (2013-14 - Rs. 2,550.98 Millions, 2012-13 - Rs. 2,521.19 Millions) towards standard assets (included in Provisions for Contingencies), which is well over the required minimum provision as per the NHB Guidelines in case of the Company and on outstanding balance of Standard Assets as per RBI Directions in case of subsidiary companies.

Movement in Provision for Contingencies Account during the year is as under :

Particulars	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Opening Balance	3,080.97	3,051.18	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement	-	-	811.59
Add: Addition during the Year	4.71	29.79	2,239.59
Closing Balance*	**3,085.68**	**3,080.97**	**3,051.18**
*Includes Contingent Provision Against Standard Assets	3,055.69	2,550.98	2,521.19

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(10) Short-term borrowings			
Secured			
(a) Loans Repayable on Demand			
From banks- Working Capital Demand Loan*	35,800.00	31,000.00	28,500.00
From Banks - Cash Credit Facility*	21,055.48	15,708.96	5,432.62
(b) Other Loans and Advances			
From Banks *	29,689.30	9,725.00	7,277.52
From others	-	600.00	-
Redeemable, Non Convertible Debentures**	-	6,000.00	650.00
Unsecured			
Other Loans and Advances			
Commercial Papers ***	32,070.00	28,440.00	23,950.00
	118,614.78	**91,473.96**	**65,810.14**

*Secured by hypothecation of Loan Receivables (Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

**Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.

***Maximum balance outstanding during the year Rs. 91,380.00 Millions (2013-14 - Rs. 66,390.00 Millions, 2012-13 Rs. 31,880.00 Millions)

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(11) Trade payables			
(a) Dues to Micro and Small Enterprises*	-	-	-
(b) Dues to others	31.60	23.31	28.53
	31.60	**23.31**	**28.53**

* Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006:

(a) An amount of Rs. Nil and Rs. Nil was due and outstanding to suppliers as at the end of the accounting year on account of Principal and Interest respectively.

(b) No interest was paid during the year in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and no amount was paid to the supplier beyond the Appointed Day.

(c) No interest is payable at the end of the year other than interest under Micro, Small and Medium Enterprises Development Act, 2006.

(d) No amount of interest was accrued and unpaid at the end of the accounting year.

The above information regarding to Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(12) Other current liabilities			
Current maturities of long term debt(1)	65,205.19	62,266.00	64,703.10
Interest accrued but not due(2)	5,620.78	4,461.13	3,549.01
Temporary overdrawn balance as per books	11,073.08	11,041.79	6,957.70
Amount payable on assigned loans (net)(3)	2,059.87	2,929.38	2,063.57
Foreign Currency Forward Payable	1,082.02	-	-
Other Current Liabilities for Statutory Dues and Expense Provisions	1,101.25	715.20	650.81
Unclaimed Dividends(4)	29.16	24.19	19.29
	86,171.35	**81,437.69**	**77,943.48**
(1) Current maturities of long term debt			
Redeemable, Non Convertible Debentures	22,513.00	22,850.00	26,890.00
Term Loans			
From Banks(Refer Note 30 (ii))	41,567.19	38,036.00	37,183.10
From Others(Refer Note 30 (ii))	1,125.00	1,380.00	630.00
	65,205.19	**62,266.00**	**64,703.10**
(2) Interest accrued but not due			
On Term Loans and Working Capital Demand Loans	139.37	79.72	42.20
On Secured Redeemable Non Convertible Debentures	4,919.25	3,827.13	3,106.86
On Subordinated Debt and Perpetual Debt	562.16	554.28	399.95
	5,620.78	**4,461.13**	**3,549.01**

(3) Amount payable on assigned loans is net of amount receivable from related parties amounting to Rs. Nil (2013-14 - Rs. Nil, 2012-13 Rs. - 18.46 Millions).

(4) In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as on March 31, 2015, March 31, 2014 and March 31, 2013.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(13) Short-term provisions			
Provision for Taxation (net of Advance Tax Rs. 8,495.13 Millions (2013-14 - Rs. 3,689.01 Millions, 2012-13 Rs. 4,943.75 Millions))	1,411.41	3,267.25	1,602.66
Provision for Fringe Benefits Tax (net of Advance Tax Rs. 2.27 Millions (2013-14 - Rs. 2.27 Millions, 2012-13 - Rs. 79.00 Millions))	0.19	0.19	0.19
Provision for Contingencies(Refer Note 9(1))	362.74	409.67	379.36
Provision for Gratuity(Refer Note 27(1))	8.59	6.67	4.82
Provision for Compensated Absences(Refer Note 27(1))	6.52	3.04	2.58
Premium on Redemption on Secured Non Convertible Debentures (Accrued but not due)(Sinking fund)	1,109.24	1,614.73	3,882.51
Interim Dividend payable on Equity Shares (Rs. Nil per Equity share (2013-14 - Rs. 9.00, 2012-13 - Rs. 6.50 per Equity share))	-	3,006.38	2,031.32
Corporate Dividend Tax payable on Interim Dividend on Equity Shares	-	510.93	345.22
	2,898.69	**8,818.86**	**8,248.66**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(14) Fixed assets			
A) Tangible Assets			
Land			
Opening Balance	3.22	3.22	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	3.09
Addition during the Year	-	-	0.13
Adjustments/ Sales during the Year	-	-	-
Closing Balance	**3.22**	**3.22**	**3.22**
Opening Balance of Depreciation	**-**	**-**	**-**
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	-
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	-	-	-
Adjustments/ Sales during the Year	-	-	-
Total Deprication	-	-	-
Net Closing Balance	**3.22**	**3.22**	**3.22**
Buildings			
Opening Balance	10.26	10.26	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	10.26
Addition during the Year	3.08	-	-
Adjustments/ Sales during the Year	-	-	-
Closing Balance	**13.34**	**10.26**	**10.26**
Opening Balance of Depreciation	0.56	0.39	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	0.22
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	0.22	0.17	0.17
Adjustments/ Sales during the Year	-	-	-
Total Deprication	**0.78**	**0.56**	**0.39**
Net Closing Balance	**12.56**	**9.70**	**9.87**
Computers			
Opening Balance	207.14	193.06	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	179.49
Addition during the Year	25.70	18.79	14.91
Adjustments/ Sales during the Year	6.22	4.71	1.34
Closing Balance	**226.62**	**207.14**	**193.06**
Opening Balance of Depreciation	162.40	151.28	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	129.98
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	11.46	-	-
Depreciation Provided during the year	26.20	15.70	22.43
Adjustments/ Sales during the Year	6.20	4.58	1.13
Total Deprication	**193.86**	**162.40**	**151.28**
Net Closing Balance	**32.76**	**44.74**	**41.78**
Furniture and Fixtures			
Opening Balance	128.12	114.39	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	100.24
Addition during the Year	26.14	14.46	14.60
Adjustments/ Sales during the Year	0.59	0.73	0.45
Closing Balance	**153.67**	**128.12**	**114.39**
Opening Balance of Depreciation	93.35	63.25	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	44.11
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	56.47	30.57	19.40
Adjustments/ Sales during the Year	0.31	0.47	0.26
Total Deprication	**149.51**	**93.35**	**63.25**
Net Closing Balance	**4.16**	**34.77**	**51.14**
Leasehold Improvements			
Opening Balance	217.16	202.89	-
Addition on account of Scheme of Arrangement (Refer Note 38)	-	-	185.18
Addition during the Year	23.80	23.78	18.65
Adjustments/ Sales during the Year	5.25	9.51	0.94
Closing Balance	**235.71**	**217.16**	**202.89**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Opening Balance of Depreciation	65.30	69.33	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	59.13
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	1.68	2.87	10.93
Adjustments/ Sales during the Year	4.15	6.90	0.73
Total Deprication	**62.83**	**65.30**	**69.33**
Net Closing Balance	**172.88**	**151.86**	**133.56**
Office Equipments			
Opening Balance	117.21	104.92	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	94.28
Addition during the Year	4.38	13.17	11.16
Adjustments/ Sales during the Year	7.01	0.88	0.52
Closing Balance	**114.58**	**117.21**	**104.92**
Opening Balance of Depreciation	30.25	25.16	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	20.32
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	38.16	-	-
Depreciation Provided during the year	20.24	5.41	5.00
Adjustments/ Sales during the Year	6.76	0.32	0.16
Total Deprication	**81.89**	**30.25**	**25.16**
Net Closing Balance	**32.69**	**86.96**	**79.76**
Vehicles			
Opening Balance	186.32	166.16	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	129.07
Addition during the Year	242.19	34.50	50.63
Adjustments/ Sales during the Year	23.05	14.34	13.54
Closing Balance	**405.46**	**186.32**	**166.16**
Opening Balance of Depreciation	54.96	41.15	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	31.29
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	6.26	-	-
Depreciation Provided during the year	78.11	17.18	15.03
Adjustments/ Sales during the Year	5.66	3.37	5.17
Total Deprication	**133.67**	**54.96**	**41.15**
Net Closing Balance	**271.79**	**131.36**	**125.01**
Total (A)	**530.06**	**462.61**	**444.34**
B) Intangible Assets			
Softwares			
Opening Balance	196.68	194.57	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	190.52
Addition during the Year	9.24	2.11	4.05
Adjustments/ Sales during the Year	(0.22)	-	-
Closing Balance	**206.14**	**196.68**	**194.57**
Opening Balance of Amortisation	190.19	183.24	-
Addition on account of Scheme of Arrangement(Refer Note 38)	-	-	162.35
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	4.69	6.95	20.89
Adjustments/ Sales during the Year	-	-	-
Total Amortisation	**194.88**	**190.19**	**183.24**
Net Closing Balance	**11.26**	**6.49**	**11.33**
Total (B)	**11.26**	**6.49**	**11.33**
Gross Block	**1,359.00**	**1,066.00**	**989.00**
Opening Depreciation	**597.01**	**533.80**	**-**
Addition on account of Scheme of Arrangement(Refer Note 38)	**-**	**-**	**447.40**
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	**55.88**	**-**	**-**
Depreciation Provided during the year	**187.61**	**78.85**	**93.85**
Adjustments/ Sales during the Year	**23.08**	**15.64**	**7.45**
Total Depreciation	**817.42**	**597.01**	**533.80**
Total (A+B)	**541.32**	**469.10**	**455.67**

*Mortgaged as Security against Secured Non Convertible Debentures (Refer Note 6, 10 & 12)

#Due to change in the method of calculating depreciation, on account of change in depreciation rate based on useful life of the assets in terms of schedule II of the Companies Act, 2013, the depreciation for the current financial year is higher by Rs. 107,978,255 than the depreciation calculated for previous financial year in terms of schedule XIV of Companies Act, 1956.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(15) Goodwill on Consolidation(Refer Note 4(1)) & *			
Opening Balance	685.64	-	123.98
Add: Transferred during the year	-	1,143.53	-
Less : Adjusted from Capital Reserve	-	(457.89)	-
Less : Adjusted against Capital Reserve	-	-	(123.98)
	685.64	**685.64**	**-**

*Net Goodwill on Consolidation amounting to Rs. 685.64 Millions consists of Rs. 700.36 Millions being Goodwill arising on Consolidation and Rs. 14.72 Millions being Capital Reserve arising on Consolidation.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(16) Non-current investments			
Long Term - Trade - Unquoted			
Other Long Term Investments (Unquoted):			
- 28.00 Millions (2013-14 - 28.00 Millions, 2012-13 - 28.00 Millions) Fully paid up Equity Shares of face value Rs 5 each in Indian Commodity Exchange Limited (1) & (3)	101.56	101.56	101.56
Long Term - Non Trade - Unquoted			
-50 (2013-14 - 50, 2012-13 - 50) 9.25% Unsecured Redeemable Non-Convertible Subordinated Bonds of Dena Bank of Face Value of Rs. 1.00 Million each(3)	50.00	50.00	50.00
-Investments in Pass Through Certificates(Refer Note 30(iv(c)))	76.99	94.91	-
-Investments in Equity shares	0.50	-	-
Total	**229.05**	**246.47**	**151.56**
Aggregate market value of quoted Investments	**-**	**-**	**-**
Aggregate book value of quoted Investments	**-**	**-**	**-**
Aggregate book value of unquoted Investments	**229.05**	**246.47**	**151.56**
Aggregate provision for diminution in value of Investments	**-**	**-**	**-**

(1) On December 13, 2010 the Erstwhile Holding Company (IBFSL) had sold 26% shares held by it in Indian Commodity Exchange Limited (ICEX) to Reliance Exchange Next Limited (R-Next) for a total consideration of Rs. 473.50 Millions against a proportionate cost of Rs. 260.00 Millions. As a result thereof, the stake of IBFSL in ICEX has been reduced from 40% to 14% and the same has been reclassified as a long term investment from the earlier classification of being an Associate. MMTC filed a petition before the Company Law Board (CLB) against ICEX, R-Next and IBFSL alleging that the transfer is null and void in terms of the Shareholders Agreement in view of the Forward Markets Commission (FMC) guidelines. IBFSL contends that such view of MMTC is based on the old FMC guidelines and without considering the amended FMC Guidelines dated June 17, 2010 wherein the transfer norms were relaxed. IBFSL had filed its objections on maintainability of the petition which is pending adjudication before the CLB.

(2) During the financial year 2012-13, Indiabulls Advisory Services Limited (IASL), a wholly owned subsidiary of the Company had invested Rs. 26.00 Millior by purchasing 2.60 Millions Equity Shares of face value Rs. 10 each per Equity Share from the earlier shareholders of Indiabulls Asset Reconstruction Company Limited (IARCL), an associate of the Company. After this purchase, the stake in IARCL had increased from 24.02% to 75.00% (together with IASL) and then IARCL had become a subsidiary of the Company from the earlier classification of being an Associate.

(3) During the financial year 2012-13, the Company has written off its investment in Indiabulls Alternative Asset Management Private Limited, as the Company was struck off from the records of Accounting And Corporate Regulatory Authority of Singapore, on February 7, 2013.

(4) During the year ended March 31, 2013, transferred from Erstwhile Holding Company (IBFSL) under the Scheme of Arrangement(Refer Note 38).

(5) During the current financial year, the Company has invested Rs. 490.00 Millions (2013-14 - Rs. 60.00 Millions, 2012-13 - Rs. Nil) by subscribing to 49.00 Millions (2013-14 - 6.00 Millions, 2012-13 - Nil) Equity Shares of face value Rs. 10 per share, issued by its wholly owned subsidiary namely Indiabulls Asset Management Company Limited.

(6) During the financial year 2013-14 the Company had advanced a sum of Rs. 49.40 Millions by way of loan to its wholly owned subsidiary Indiabulls Life Insurance Company Limited. The subsidiary was not able to pursue the business and the resulted in losses. Based upon the availability of resources with the subsidiary as at the financial year end to repay this loan, the Company had written off loan given as bad loans /advances written off.

(17) Deferred tax Assets (net)

Pursuant to Accounting Standard (AS) – 22 'Accounting for Taxes on Income', the Company has debited an amount of Rs. 636.35 Millions (2013-14 - credited an amount of Rs. 202.18 Millions, 2012-13 - debited an amount of Rs. 136.13 Millions) as deferred tax charge / credit (net) to the Consolidated Statement of Profit and Loss arising on account of timing differences. Further Deferred Tax Asset of Rs. Nil (2013-14 - Rs. Nil, 2012-13 - Rs. 679.80 Millions) (Included in provision for loan assets and contingent provision against standard assets below) has been recognised against the utilisation from Additional Reserve u/s 29C (Refer Note. 4(7)). The breakup of deferred tax into major components is as under:

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Deferred Tax Liabilities			
On difference between book balance and tax balance of fixed assets/other assets	0.37	0.78	2.39
On difference between accounting income and taxable income on investments	21.55	-	-
On Long Term Capital Gain	-	697.53	-
Deferred Tax Assets			
On carry forward of Capital loss (restricted on account of virtual certainty)	-	697.53	-
Provision for loan assets and contingent provision against standard assets	61.73	1,643.36	1,503.15
On difference between book balance and tax balance of fixed assets/other assets	0.35	0.86	-
Carry forward of tax losses	-	23.24	-
Disallowance under Section 40A(7) of the Income-Tax Act, 1961	6.99	30.56	28.35
Disallowance under Section 43B of the Income Tax Act, 1961	3.19	150.44	112.18
Deferred Tax Assets (net)	**50.34**	**1,847.68**	**1,641.29**

(18) Long-term loans and advances (Unsecured unless otherwise stated)

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(i) Loans and Other Credit Facilities			
(a) Secured Loans [1]			
- Considered Good	457,311.44	357,133.67	299,903.01
- Considered Doubtful	2,023.36	457.29	970.78
Less: Loans Assigned	55,643.56	50,474.17	30,380.51
	403,691.24	307,116.79	270,493.28
(b) Unsecured Loans			
- Considered Good	688.48	2,423.05	756.11
- Considered Doubtful	6.82	220.04	216.22
	695.30	2,643.09	972.33
Total (a) +(b)	**404,386.54**	**309,759.88**	**271,465.61**
Less: Provision for Loan Assets[2](Including additional provision made by the Company)	2,879.86	1,771.73	1,471.58
	401,506.68	**307,988.15**	**269,994.03**
(ii) Other Loans and Advances			
Capital Advances	1,166.34	1,167.24	763.82
Security Deposit for Rented Premises	66.90	178.16	43.62
Security Deposit with others	10.04	9.40	8.17
MAT Credit Entitlement	1,149.59	170.67	-
Advance Fringe Benefits tax (FBT) (Net of Provision for FBT Rs. 2.47 Millions (2013-14 - Rs. 2.47 Millions, 2012-13 - Rs. 2.47 Millions))	0.07	0.07	0.07
Advance Tax /Tax deducted at source (Net of Provision for Tax of Rs. 4,698.19 Millions (2013-14 - Rs. 2,307.78 Millions, 2012-13 - Rs. 6,097.80 Millions))	682.46	774.59	721.69
Foreign Currency Forward Receivable	1,975.56	-	-
Others including Prepaid Expenses and Employee advances	178.43	14.01	16.15
	406,736.07	**310,302.29**	**271,547.55**

(1) Secured Loans and Other Credit Facilities given to customers amounting to Rs. 403,691.24 Millions (2013-14 - Rs. 307,116.79 Millions, 2012-13 - Rs. 270,493.28 Millions) are secured / partly secured by :

(a) Equitable mortgage of property and / or

(b) Pledge of shares / debentures, units, other securities, assignment of life insurance policies and / or

(c) Hypothecation of assets and / or

(d) Company guarantees or personal guarantees and / or

(e) Negative lien and / or Undertaking to create a security.

(2) Movement in Provision for Loan Assets is as under :

Particulars	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Opening Balance	1,944.31	1,561.60	-
Add: Transfer from Indiabulls Financial Services Limited Group pursuant to Scheme of Arrangement	-	-	2,486.71
Add: Transfer from Consolidated Statement of Profit and Loss	2,863.55	1,312.31	323.51
Less: Utilised during the year - towards Loans written off	1,738.43	929.60	1,248.62
Closing Balance	**3,069.43**	**1,944.31**	**1,561.60**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(19) Other non-current assets			
Margin Money Accounts	2,768.13	6,469.49	4,725.61
Interest Accrued on Deposit accounts / Margin Money	446.10	368.09	111.68
Interest accrued but not due on loans	853.86	1,315.29	341.33
FCNR Hedge Premium	107.53	-	-
	4,175.62	**8,152.87**	**5,178.62**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(20) Current investments			
Quoted			
Investment in Mutual Funds	-	100.00	1,265.00
Investments in Bonds(Quoted)(Refer Note 30(iv)(a))	-	220.00	3,880.00
Investments in Certificate of Deposits(Quoted)(Refer Note 30(iv)(b))*	33,281.01	7,893.47	16,728.94
Investments in Government Securities(Quoted)	-	-	505.43
	33,281.01	8,213.47	22,379.37
Unquoted			
Investment in Mutual Funds**	28,127.63	21,009.95	547.97
	28,127.63	21,009.95	547.97
	61,408.64	**29,223.42**	**22,927.34**

*Considered as Cash and Cash equivalents for Cash Flow Statement
**Includes Rs. 6,834.18 Millions (2013-14 - Rs. 14,690.43 Millions, 2012-13 - Rs. 547.97 Millions) considered as Cash and Cash equivalents for Cash Flow Statement

Aggregate market value of quoted Investments	33,330.20	8,262.55	22,678.05
Aggregate book value of quoted Investments	33,281.01	8,213.47	22,379.37
Aggregate book value of unquoted Investments	28,127.63	21,009.94	547.97
Aggregate provision for diminution in value of Investments	-	-	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(21) Trade receivables			
Debts Outstanding for a period more than six months from its due date			
- Secured, Considered Good	0.08	-	-
- Unsecured, Considered Good	-	0.18	0.07
Debts Outstanding for a period less than six months from its due date			
- Secured, Considered Good	-	0.01	-
- Unsecured, Considered Good	42.25	6.06	22.37
	42.33	**6.25**	**22.44**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(22) Cash and cash equivalents			
Cash on Hand	147.13	183.53	157.90
Cheques / Drafts on hand	-	820.35	38.30
Balances with banks	-	-	-
- in current accounts#	24,449.33	31,972.33	48,307.45
- in demand deposits accounts	6,002.54	11,201.76	374.18
	30,599.00	44,177.97	48,877.83
Other bank balances			
- Margin Money Accounts	3,858.47	-	-
- in deposit accounts held as margin money (under lien)(1)	445.40	12.41	3.98
	4,303.87	12.41	3.98
	34,902.87	**44,190.38**	**48,881.81**

(1) Deposits accounts with bank of Rs. 445.40 Millions (2013-14 - Rs. 12.41 Millions, 2012-13 - Rs. 3.98 Millions) are under lien. The Company has the complete beneficial interest on the income earned from these deposits.

includes Rs. 29.16 Millions (2013-14 - Rs. 24.19 Millions, 2012-13 - Rs. 19.29 Millions) in designated unclaimed dividend accounts.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(23) Short-term loans and advances (Unsecured unless otherwise stated)			
(i) Loans and Other Credit Facilities			
(a) Secured Loans (1)			
- Considered Good	58,626.23	50,412.80	40,404.39
- Considered Doubtful	-	-	-
Less: Loans assigned	6,310.31	6,770.28	6,046.36
	52,315.92	43,642.52	34,358.03
(b) Unsecured Loans			
- Considered Good	3,694.00	1,047.13	2,005.66
	3,694.00	1,047.13	2,005.66
Total (a) +(b)	56,009.92	44,689.65	36,363.69
Less: Provision for Loan Assets (Including additional provision made by the Company)(Refer Note.18(2))	189.56	172.58	90.02
	55,820.36	44,517.07	36,273.67
(ii) Other Loans and Advances			
Advance Interest on Short term borrowings	406.37	497.84	393.87
Security Deposit for Rented Premises	128.18	13.16	141.23
Security Deposit with Others	90.00	90.00	30.00
Application Money for Bonds / Investments	-	-	250.00
Foreign Currency Forward Receivable	1,007.03	-	-
Others including Prepaid Expenses/Cenvat Credit and Employee advances	541.22	379.60	171.69
	57,993.16	**45,497.67**	**37,260.46**

(1) Secured Loans and Other Credit Facilities given to customers amounting to Rs. 52,315.92 Millions (2013-14 - Rs. 43,642.52 Millions, 2012-13 - Rs. 34,358.03 Millions) are secured / partly secured by :
(a) Equitable mortgage of property and / or
(b) Pledge of shares / debentures, units, other securities, assignment of life insurance policies and / or
(c) Hypothecation of assets and / or
(d) Company guarantees or personal guarantees and / or
(e) Negative lien and / or Undertaking to create a security.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(24) Other current assets			
FCNR Hedge Premium	184.54	-	82.54
Interest Accrued on Loans	5,028.85	3,506.78	2,976.57
Interest accrued but not due on loans	-	-	-
Interest Accrued on Deposit accounts / Margin Money / Bonds	181.96	39.48	161.93
Other Receivable	151.59	1.35	-
	5,546.94	**3,547.61**	**3,221.04**

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(25) Revenue from Operations			
(a) Income from Financing and Investing Activities			
Interest on Financing Activities(1)	61,210.26	51,865.08	42,634.10
(b) Income from other Financial Services			
Fee Income from Services	620.76	331.91	290.86
Commission on Insurance	126.06	12.55	84.21
Other Operating Income(2)	2,692.29	1,984.38	2,021.91
	64,649.37	**54,193.92**	**45,031.08**

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(1) Interest from Financing Activities Includes:			
Interest on Loan Financing / Income from Securitisation / Assignment	59,436.59	49,663.56	41,587.92
Interest on Deposit Accounts	822.14	1,218.84	273.47
Interest on Bonds / Commercial Papers / Certificate of Deposits / Pass Through Certificates	951.53	982.68	772.71
	61,210.26	**51,865.08**	**42,634.10**
(2) Other Operating Income includes:			
Loan processing fees	2,366.79	1,346.69	1,426.81
Foreclosure fees and other related income	763.51	946.13	824.82
Less: Direct Selling Agents Commission	438.01	308.44	229.72
	2,692.29	**1,984.38**	**2,021.91**

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(26) Other Income			
Sundry Balances written back	29.37	18.60	62.08
Dividend on Units of Mutual Funds	49.61	1,292.73	1,890.05
Gain on Mutual Fund Investments (Current Investments)	1,450.72	190.16	1.87
Profit on sale of Current Investments	6,405.13	3,220.27	371.16
Miscellaneous Income	119.80	129.12	29.67
Interest on Income Tax Refund	-	1.34	0.87
Share in Profit of Associate	-	-	0.78
	8,054.63	**4,852.22**	**2,356.48**

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(27) Employee benefits expense			
Salaries	2,892.50	2,454.57	2,081.45
Contribution to Provident Funds and Other Funds[(1)]	24.32	14.18	12.13
Employee Stock Compensation Expense	4.47	5.82	7.56
Provision for Gratuity, Compensated Absences and Superannuation Expense[(1)]	291.24	142.37	120.51
Staff Welfare Expenses	36.36	20.37	23.82
	3,248.89	**2,637.31**	**2,245.47**

(1) Note on AS - 15 disclosure:

Employee Benefits – Provident Fund, ESIC, Gratuity and Compensated Absences disclosures as per Accounting Standard (AS) 15 (Revised) – Employee Benefits:

Contributions are made to Government Provident Fund and Family Pension Fund, ESIC and other statutory funds which cover all eligible employees under applicable Acts. Both the employees and the Company make predetermined contributions to the Provident Fund and ESIC. The contributions are normally based on a certain proportion of the employee's salary. The Company has recognised an amount of Rs. 24.32 Millions (2013-14 - Rs. 14.18 Millions, 2012-13 - Rs. 12.13 Millions) in the Statement of Profit and Loss towards Employers contribution for the above mentioned funds.

Provision for unfunded Gratuity and Compensated Absences for all employees is based upon actuarial valuations carried out at the end of every financial year. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. Pursuant to the issuance of the Accounting Standard (AS) 15 (Revised) on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' Method. Gains and losses on changes in actuarial assumptions are accounted for in the Statement of Profit and Loss.

Disclosures in respect of Gratuity, Compensated Absences and Superannuation are given below:

Particulars	Gratuity			Compensated Absences			Superannuation		
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013
	Rs. In Million								
Reconciliation of liability recognised in the Balance Sheet:									
Present Value of commitments (as per Actuarial valuation)	133.31	97.32	83.89	64.15	41.59	38.04	625.88	405.35	292.23
Fair value of plan assets									
Net liability in the Balance sheet (as per Actuarial valuation)	**133.31**	**97.32**	**83.89**	**64.15**	**41.59**	**38.04**	**625.88**	**405.35**	**292.23**
Movement in net liability recognised in the Balance Sheet:									
Net liability as at the beginning of the year	97.32	83.89	-	41.59	38.04	-	405.35	292.23	-
Net liability as at the beginning of the year as transferred from IBFSL	-	-	71.04	-	-	31.97	-	-	194.25
Amount paid during the year	(12.59)	(12.18)	(3.61)	-	(0.10)	-	-	-	-
Net expenses recognised / (reversed) in the Statement of Profit and Loss	48.27	25.61	16.46	22.44	3.65	6.08	220.54	113.12	97.97
Acquisition Adjustment	3.34	-	-	1.58	-	-	-	-	-
Transferred to fellow subsidiary Companies (on account of transfer of employees)	(3.03)	-	-	(1.45)	-	-	-	-	-
Net liability as at the end of the year	**133.31**	**97.32**	**83.89**	**64.15**	**41.59**	**38.04**	**625.88**	**405.35**	**292.23**
Expenses recognised in the Statement of Profit and Loss:									
Current service cost	27.36	22.75	22.34	16.90	12.14	13.29	47.10	33.64	26.50
Past service cost	-	-	-	-	-	-	-	-	-
Interest Cost	8.93	7.16	6.06	4.14	3.23	2.88	41.68	27.82	19.36
Expected return on plan assets	-	-	-	-	-	-	-	-	-
Actuarial (gains) / Losses	11.98	(4.30)	(11.95)	1.40	(11.72)	(10.10)	131.76	51.66	52.12
Expenses charged / (reversal) to the Statement of Profit and Loss	**48.27**	**25.61**	**16.46**	**22.44**	**3.65**	**6.08**	**220.54**	**113.12**	**97.97**

Particulars	Gratuity			Compensated Absences			Superannuation		
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013
	Rs. In Million								
Return on Plan assets:									
Expected return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actuarial (gains) / losses	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actual return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Reconciliation of defined-benefit commitments:									
Commitments as at the beginning of the year	97.32	83.89	71.04	41.59	38.04	31.97	405.35	292.23	194.25
Current service cost	27.36	22.75	22.34	16.90	12.14	13.29	47.10	33.64	26.50
Past service cost	-	-	-	-	-	-	-	-	-
Interest cost	8.93	7.16	6.06	4.14	3.23	2.88	41.68	27.82	19.36
(Paid benefits)	(15.62)	(12.18)	(3.61)	(1.45)	(0.10)	-	-	-	-
Acquisition Adjustment	3.34	-	-	1.58	-	-	-	-	-
Actuarial (gains) / losses	11.98	(4.30)	(11.95)	1.40	(11.72)	(10.10)	131.76	51.66	52.12
Commitments as at the end of the year	**133.31**	**97.32**	**83.89**	**64.15**	**41.59**	**38.04**	**625.88**	**405.35**	**292.23**
Reconciliation of Plan assets:									
Plan assets as at the beginning of the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Expected return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Contributions during the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Paid benefits	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actuarial (gains) / losses	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Plan assets as at the end of the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Experience adjustment									
On plan liabilities	(6.66)	(3.03)	11.96	(1.35)	8.39	10.11	(110.56)	(81.18)	(52.03)
On plan assets	-	-	-	-	-	-	-	-	-
Present value of benefit	133.31	97.32	83.89	64.15	41.59	38.04	625.88	405.35	292.23
Fair value of plan assets	-	-	-	-	-	-	-	-	-
Excess of (obligation over plan assets) / plan assets over obligation	**133.31**	**97.32**	**83.89**	**64.15**	**41.59**	**38.04**	**625.88**	**405.35**	**292.23**

The actuarial calculations used to estimate commitments and expenses in respect of unfunded Gratuity, Compensated absences and Superannuation (Pension & Medical coverage) are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:

Particulars	**Gratuity**			**Compensated Absences**			**Superannuation**		
	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)	(Unfunded)
	2014-2015	**2013-2014**	**2012-2013**	**2014-2015**	**2013-2014**	**2012-2013**	**2014-2015**	**2013-2014**	**2012-2013**
Discount rate	8.25%	8.5%	8.0%	8.25%	8.5%	8.0%	8.25%	8.5%	8.0%
Expected return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Expected rate of salary	5%	5%	5%	5%	5%	5%	5%	5%	5%
Mortality	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)
Retirement Age	60	60	60	60	60	60	60	60	60

(N.A. - not applicable)

The employer's best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards Gratuity, Compensated Absences and Superannuation is Rs. 51.47 Millions (2013-14 - Rs. 35.11 Millions, 2012-13 - Rs. 33.26 Millions), Rs. 23.05 Millions (2013-14 - Rs. 15.09 Millions, 2012-13 - Rs. 11.73 Millions) and Rs. 136.22 Millions (2013-14 - Rs. 92.10 Millions, 2012-13 - Rs. 55.35 Millions) respectively.

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(28) Finance costs			
Interest on Loans [1]	23,602.98	21,485.47	17,519.53
Interest on Non Convertible Debentures	9,191.67	7,134.71	5,481.78
Interest on Commercial Papers	5,362.25	3,023.16	2,353.16
Interest on Subordinate Debt	1,016.91	940.62	546.01
Interest on Taxes	7.04	2.85	1.68
Bank Charges towards Borrowings	13.40	21.55	16.37
Processing fees	89.40	177.87	72.35
Interest on Vehicle Loans	0.05	-	-
Net loss on foreign currency loans	158.27	37.53	-
	39,441.97	**32,823.76**	**25,990.88**

(1) During the year, the Company has recognised Premium on Options Contracts amounting to Rs. Nil (2013-14 - Rs. 121.40 Millions, 2012-13 - Rs. 20.09 Millions) and Premium on forward contract & principal only swaps on ECB amounting to Rs. 155.77 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) included in Interest on Loans and unrealised marked to market loss towards derivatives amounting to Rs. 23.02 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. 0.44 Million) which has been included under Bank / Finance Charges. Derivative instruments that are outstanding as at March 31, 2015 is as given below:-

I. Cross Currency Swaps entered for hedging purposes as at March 31, 2015 for USD 233.12 Millions (2013-14 - USD Nil, 2012-13 - USD Nil) against cross currency of Rs. 14,434.75 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) for a total of 7 Contracts (2013-14 - Nil, 2012-13 - Nil Contracts).
II. INR Interest Rate Swaps (Fixed to Floating) for Notional Principal of Rs. 750.00 Millions (2013-14 - Rs. 750.00 Millions, 2012-13 - Rs. 4,000.00 Millions) for a total of 3 contracts (2013-14 - 3, 2012-13 - 8 contracts) against fluctuations in interest rate changes.
III. USD Interest Rate Swaps (Floating to Fixed) for Notional Principal INR of Rs. 5,148.48 Millions against USD 82.80 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) for a total of 6 contracts (2013-14 - Nil, 2012-13 - Nil contracts) against fluctuations in USD Libor.
IV. Forward Contract entered for hedging purposes as at March 31, 2015 for USD 47.80 Millions (2013-14 - USD Nil, 2012-13 - USD 37.28 Millions) against cross currency of Rs. 3,000.00 Millions (2013-14 - Rs. Nil, 2012-13 - Rs. 2,000.00) for a total of 2 Contracts (2013-14 - Rs. Nil, 2012-13 - Rs. Nil).

	For the year ended March 31, 2015 Amount (Rs. in Millions)	For the year ended March 31, 2014 Amount (Rs. in Millions)	For the year ended March 31, 2013 Amount (Rs. in Millions)
(29) Other Expenses			
Collection Charges	10.14	11.53	6.98
Client Verification Charges	153.45	116.54	110.70
Demat Charges	2.49	1.01	1.48
Stamp Papers/Stamp Duty charges	32.63	39.19	33.20
CERSAI Charges	16.31	13.34	9.33
Rates and Taxes	18.26	7.83	8.86
Communication Expenses	54.27	59.56	61.83
Legal and Professional Charges	273.50	235.60	462.55
Rent and Other charges [1]	389.80	366.82	386.49
Electricity Expenses	56.80	53.89	46.15
Repairs & Maintenance - Others	116.87	105.00	110.07
Recruitment and Training	11.07	7.27	5.45
Printing and Stationery	26.53	24.22	29.27
Traveling and Conveyance Expenses	119.70	98.98	117.63
Business Promotion	57.67	27.53	127.88
Payment to Auditors comprises (net of service tax input credit Rs. 1.13 Millions (2013-14 - Rs. 1.03 Millions, 2012-13 - Rs. 1.38 Millions))			
As Auditors	11.69	9.67	12.97
For Certification	1.67	1.67	2.12
Other Services	4.06	4.06	5.52
Reimbursement of Expenses	1.67	1.67	2.23
Provision for Loan assets / Bad Debts Written Off (Net of Recoveries)[2]	2,997.94	2,267.56	600.57
Contingent Provisions against Standard Assets (Net)[2]	4.71	29.79	239.59
Advertisement	50.95	112.28	92.90
Expenditure on Social Responsibility[3]	243.01	-	-
Loss on sale of fixed assets	4.47	8.89	4.16
Trusteeship Fees	4.53	2.76	1.76
Donation Expenses[3]	400.25	30.50	3.01
Insurance Premium	-	0.01	0.03
Miscellaneous Expenses	35.81	51.14	23.26
	5,100.25	**3,688.31**	**2,505.99**

(1) The Company has taken office premises on Lease and Leave & License basis at various locations in India. Lease rent / License fees aggregating to Rs. 360.47 Millions (2013-14 - Rs. 332.01 Millions, 2012-13 - Rs. 349.98 Millions) in respect of the same have been charged to the Statement of Profit and Loss. The agreements are executed for periods ranging from 11 months to 9 years with a renewable clause. In many cases, the agreements also provide for termination at will by either party by giving a prior notice period between 30 to 90 days. The minimum lease rentals outstanding are as under:

	Minimum Lease Rentals		
Particulars	**For the year ended March 31, 2015 Amount (Rs. in Millions)**	**For the year ended March 31, 2014 Amount (Rs. in Millions)**	**For the year ended March 31, 2013 Amount (Rs. in Millions)**
Not later than One year	220.44	321.61	354.37
Later than One year but not later than Five years	402.79	520.48	708.69
Later than Five Years	131.28	170.23	164.99
	754.51	**1,012.32**	**1,228.05**

(2) Provision for Loan assets / Bad Debts Written Off (Net of Recoveries) includes;

Particulars	**For the year ended March 31, 2015 Amount (Rs. in Millions)**	**For the year ended March 31, 2014 Amount (Rs. in Millions)**	**For the year ended March 31, 2013 Amount (Rs. in Millions)**
Contingent Provisions against Standard Assets	4.71	29.79	239.59
Provision for Loan Assets	2,863.55	1,312.31	323.51
Bad Debt / Advances written off (Net)*	134.39	955.25	277.06
Total	**3,002.65**	**2,297.35**	**840.16**

*Net of recoveries of Rs. 999.99 Millions (2013-14 - Rs. 566.94 Millions, 2012-13 - Rs. 391.95 Millions)

(3) Expenditure on Social Responsibility and Contribution to an Electoral Trust aggregates to Rs. 643.01 Millions(2013-14 Rs. Nil, 2012-13 Rs. Nil).

(30) Explanatory Notes

Particulars	**As at March 31, 2015 Amount (Rs. in Millions)**	**As at March 31, 2014 Amount (Rs. in Millions)**	**As at March 31, 2013 Amount (Rs. in Millions)**
(i) Secured Redeemable Non Convertible Debentures(payable at par unless otherwise stated) include:*			
9.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2024	250.00	-	-
9.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 16, 2024	250.00	-	-
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 30, 2024	250.00	-	-
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 5, 2024	250.00	-	-
10.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 24, 2023	250.00	250.00	-
10.55 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 21, 2023	4,000.00	4,000.00	-
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 8, 2023	250.00	250.00	-
11.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 29, 2023	10,000.00	10,000.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2023	50.00	50.00	50.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2023	1,000.00	1,000.00	1,000.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 26, 2023	250.00	250.00	250.00
10.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 16, 2023	350.00	350.00	350.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2022	500.00	500.00	500.00

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 18, 2022	150.00	150.00	150.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 19, 2022	150.00	150.00	150.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 6, 2022	150.00	150.00	150.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 6, 2022	200.00	200.00	200.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 28, 2022	8,000.00	8,000.00	8,000.00
10.75 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 3, 2022	1,250.00	1,250.00	1,250.00
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 27, 2022	5,000.00	5,000.00	5,000.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 22, 2021	1,000.00	1,000.00	1,000.00
10.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 7, 2021	5,000.00	5,000.00	5,000.00
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 18, 2021	200.00	200.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 27, 2020**	200.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 8, 2019	1,000.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 2, 2019(1)	2,000.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 27, 2019(1)	3,000.00	-	-
9.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 14, 2019	150.00	-	-
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2019	100.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2019	150.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2019	1,600.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 25, 2019(1)	3,000.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2019**	2,500.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 9, 2018**	2,500.00	-	-
9.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 1, 2018**	450.00	-	-
9.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 19, 2018	750.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 27, 2018	40.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 25, 2018**	240.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 20, 2018	150.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 4, 2018**	200.00	-	-
9.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 28, 2018	1,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 28, 2018(1)	1,000.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2018	150.00	150.00	150.00
10.10 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2018	1,000.00	1,000.00	1,000.00
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2018**	1,000.00	-	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 14, 2018[1)]	320.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2018**	200.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2018**	7,200.00	-	-
9.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 5, 2018**	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 23, 2018[1)]	400.00	-	-
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 16, 2018	400.00	400.00	400.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 28, 2017	1,500.00	1,500.00	1,500.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 17, 2017	401.00	401.00	401.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 17, 2017	-	150.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 1, 2017[1)]	100.00	-	-
9.58 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2017	250.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 24, 2017[1)]	350.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 16, 2017[1)]	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 8, 2017[1)]	270.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 31, 2017[1)]	60.00	-	-
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2017	50.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 26, 2017[1)]	250.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 23, 2017	30.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 19, 2017[1)]	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 11, 2017[1)]	30.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2017	1,810.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 25, 2017[1)]	430.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 11, 2017[1)]	280.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 30, 2017[1)]	130.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 18, 2017	350.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 17, 2017[1)]	150.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 8, 2017[1)]	190.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 31, 2017[1)]	50.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 27, 2017	3,250.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 26, 2017[1)]	50.00	-	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 16, 2017	250.00	-	-
4.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 5, 2017[1)]	3,000.00	-	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 29, 2017[(1)]	60.00	-	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 30, 2017	5,000.00	5,000.00	5,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 27, 2017[(1)]	90.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 11, 2017**	90.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 10, 2017**	120.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 6, 2017[(1)]	30.00	30.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 30, 2017**	500.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2017[(1)]	50.00	50.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 7, 2017**	500.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 23, 2017[(1)]	85.00	85.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 5, 2017	750.00	-	-
9.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2016	2,250.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 30, 2016[(1)]	3,000.00	-	-
9.40 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 27, 2016	100.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 30, 2016	180.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2016[(1)]	300.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 16, 2016[(1)]	100.00	-	-
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2016	50.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2016	50.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2016[(1)]	50.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2016	2,350.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 23, 2016	4,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 21, 2016[(1)]	70.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 14, 2016[(1)]	220.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 13, 2016[(1)]	190.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 28, 2016[(1)]	750.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 30, 2016	2,000.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 27, 2016	2,500.00	-	-
10.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 15, 2016	2,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 15, 2016[(1)]	330.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 7, 2016[(1)]	65.00	65.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 3, 2016[(1)]	650.00	650.00	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 17, 2016[1]	500.00	500.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 3, 2016[1]	600.00	600.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 5, 2016[1]	230.00	230.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 4, 2016[1]	180.00	180.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 26, 2016	-	1,000.00	1,000.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 12, 2016**	-	500.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 4, 2016	-	1,000.00	1,000.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 10, 2015	-	2,000.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 27, 2015[1]	-	1,500.00	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 25, 2015	-	500.00	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 24, 2015[1]	-	1,150.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 27, 2015	-	5,500.00	5,500.00
10.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 16, 2015	-	200.00	200.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 9, 2015	-	700.00	700.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 24, 2015[1]	-	750.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 19, 2015[* & (1)]	-	50.00	-
4.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 8, 2015[1]	-	2,000.00	2,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 30, 2015[* & (1)]	-	93.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 24, 2015[1]	-	70.00	70.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 2, 2015[(1) & (3)]	-	-	270.00
10.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 13, 2015[1]	-	-	800.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 9, 2015[1]	-	-	650.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 18, 2014[(1) & (3)]	-	-	330.00
9.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 1, 2014[(1) & (3)]	-	-	1,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2014[(1) & (3)]	-	-	600.00
9.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 21, 2014[(1) & (3)]	-	-	2,500.00
4.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 18, 2014[(1) & (3)]	-	-	3,000.00
10.85 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 31, 2014[1]	-	-	500.00
10.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 10, 2014[1]	-	-	2,000.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 26, 2014[1]	-	-	100.00
10.75 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 22, 2014[1]	-	-	450.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 22, 2014[1]	-	-	150.00

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 9, 2014(1)	-	-	650.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 8, 2014(1)	-	-	350.00
11.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 28, 2014(1)	-	-	1,250.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 26, 2014(1)	-	-	500.00
11.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 15, 2014(1)	-	-	500.00
10.10 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 28, 2014(2)	-	-	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 14, 2014(2) & (3)	-	-	2,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 20, 2014(2) & (3)	-	-	2,000.00
10.40 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 14, 2014(2)	-	-	2,500.00
10.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 13, 2014(2)	-	-	600.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 10, 2014(2)	-	-	250.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 7, 2014(2)	-	-	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 9, 2013(2) & (3)	-	-	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 16, 2013(2) & (3)	-	-	350.00
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 7, 2013(2)	-	-	250.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 9, 2013(2)	-	-	1,500.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 6, 2013(2)	-	-	150.00
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 12, 2013(2)	-	-	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 10, 2013(2) & (3)	-	-	2,500.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 8, 2013(2) & (3)	-	-	750.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 19, 2013(2)	-	-	300.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 5, 2013(2) & (3)	-	-	10,600.00
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 19, 2013(2)	-	-	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 12, 2013(2) & (3)	-	-	340.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 13, 2013(2) & (3)	-	-	220.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 16, 2013(2) & (3)	-	-	80.00
	112,971.00	**65,754.00**	**84,961.00**

(1) Redeemable at premium

*Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.

** As at the year end, the Company was in the process of creating the charge / security on assets.

(ii) (a) Term Loan from banks includes as at March 31, 2015*(3): Particulars	As at March 31, 2015 Amount (Rs. in Millions)
Term Loan taken from Bank(s), These loans are repayable in quarterly installment with moratorium period of 6 month from the date of disbursement. The balance tenure for these loans is 72 months (average) from the Balance Sheet date.	8,025.99
Term Loan taken from Bank(s), These loans are repayable in half yearly installment after the moratorium of 3 years from the date of disbursement. The balance tenure for these loans is 33 months (average) from the Balance Sheet date.	2,500.00
Term Loan taken from Bank(s), These loans are repayable in quarterly installment with moratorium period of 1 years from the date of disbursement. The loan is secured by hypothecation of loan receivables of the company. The balance tenure for these loans is 48 months (average) from the Balance Sheet date.	5,808.67
Term Loan taken from Bank(s), These loans are repayable in yearly installment from the date of disbursement. The balance tenure for these loans is 45 months (average) from the Balance Sheet date.	20,000.00
Term Loan taken from Bank(s), These loans are repayable in yearly installment with the moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 40 months (average) from the Balance Sheet date.	106,250.30
Term Loan of taken from Bank(s), These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 20 months (average) from the Balance Sheet date.	16,500.00
Term Loan taken from Bank(s), These loans are repayable in yearly installment after the moratorium period of 1 years from the date of disbursement. The balance tenure for these loans is 25 months (average) from the Balance Sheet date.	7,875.00
Term Loan taken from Bank, This loan is repayable in monthly installment from the date of disbursement. The balance tenure for this loans is 7 months from the Balance Sheet date.(1)	375.00
Term Loan taken from Bank(s), These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	12,610.79
Term Loan taken from Bank(s), This loan is repayable in quarterly installment after the moratorium of 2 years from the date of disbursement. The balance tenure for these loans is 17 months (average) from the Balance Sheet date.	4,249.89
Quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for these loans is 33 months (average) from the Balance Sheet date.(2)	5,678.54
This loan is secured by way of hypothecation on book debts/receivables and current assets. This loan is repayable in 18 equal quarterly installments after a moratorium period of 6 months from the date of disbursement. The balance tenure for this loan is 42 months from the Balance Sheet date.	1,944.45
This loan is secured by way of hypothecation on book debts/receivables. This loan is repayable in 3 yearly installments from the end of the first year from the date of disbursement. The balance tenure for this loan is 24 months from the Balance Sheet date.	666.67
This loan is secured by way of hypothecation on book debts/receivables. This loan is repayable in 3 yearly installments from the end of the third year from the date of first disbursement. The balance tenure for this loan is 57 months from the Balance Sheet date.	1,500.00
This loan is secured by way of hypothecation on book debts/receivables. This loan is repayable in 3 yearly installments from the end of the third year from the end of the moratorium period of 24 months from the date of disbursement. The balance tenure for this loan is 60 months from the Balance Sheet date.	1,500.00
Total (a)(1)	**195,485.30**

(ii) (a)(2) Term Loan from Banks- Foreign Currency(4) &(5)	
Term Loan taken from Bank. Repayable in equal installments at the 49th , 61th and 72th month from the date of the first drawdown. The balance tenure for this loans is 68 months from the Balance Sheet date.	3,129.54
Term Loan of taken from Bank(s), These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 42 months (average) from the Balance Sheet date.	11,364.03
Total (a)(2)	**14,493.57**
Grand Total	**209,978.87**

(1) Loan taken other than from banks
(2) Includes Loan taken other than from banks for Rs. 2,625.00 Millions
(3) Linked to base rate of respective lenders
(4) Linked to Libor
(5) Includes External commercial borrowings from banks for Rs.12,518.16 Millions
*Secured by hypothecation of Loan Receivables (Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

(ii) (b) Term Loan from banks includes as at March 31, 2014*(3):

Particulars	As at March 31, 2014 Amount (Rs. in Millions)
These loans are repayable in quarterly installment with moratorium period of 6 month from the date of disbursement. The balance tenure for these loans is 84 months (average) from the Balance Sheet date.	9,778.40
This loan is repayable in half yearly installment after the moratorium of 3 years from the date of disbursement.. The balance tenure for this loan is 30 months from the Balance Sheet date.	2,000.00
These loans are repayable in quarterly installment with moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 46 months (average) from the Balance Sheet date.	4,250.00
These loans are repayable in yearly installment from the date of disbursement. The balance tenure for these loans is 25 months (average) from the Balance Sheet date.	15,125.00
These loans are repayable in yearly installment with moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 41 months (average) from the Balance Sheet date.	80,083.30
These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 21 months (average) from the Balance Sheet date.	12,500.00
These loans are repayable in yearly installment after the moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 32 months (average) from the Balance Sheet date.	13,800.00
This loan is repayable in monthly installment from the date of disbursement. The balance tenure for this loan is 19 months from the Balance Sheet date.(1)	1,005.00
These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	8,145.57
These loans are repayable in quarterly installment after the moratorium of 2 years from the date of disbursement The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	6,833.13
This loan is repayable in quarterly installment after the moratorium of 1 years from the date of disbursement. The balance tenure for this loai is 1 month from the Balance Sheet date.	150.00
These loans are repayable in quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for these loans is 46 months (average) from the Balance Sheet date.(2)	7,500.00
This loan is secured by way of hypothecation on book debts/receivables and current assets.This loan is repayable in 18 equal quarterly installments with a moratorium period of 6 months from the date of disbursement. The balance tenure for this loan is 54 months from the Balance Sheet date.	2,500.00
This loan is secured by way of hypothecation on book debts/receivables. This loan is repayable in 3 yearly installments from the end of the first year from the date of disbursement. The balance tenure for this loan is 36 months from the Balance Sheet date.	1,000.00
	164,670.40

(1) Loan taken other than from banks
(2) Includes Loan taken other than from banks for Rs. 3,000.00 Millions
(3) Linked to base rate of respective lenders
*Secured by hypothecation of Loan Receivables(Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

(ii) (b) Term Loan from banks includes as at March 31, 2013*:

Particulars	As at March 31, 2013 Amount (Rs. in Millions)
These loans are repayable in yearly installments with a moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 50 months (average) from the Balance Sheet date.	57,183.34
These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 11 months (average) from the Balance Sheet date.	25,250.00
This loan is repayable in quarterly installments after a moratorium period of 1 year from the date of first disbursement. The balance tenure for this loan is 51 months from the Balance Sheet date.	5,972.22
These loans are repayable in quarterly installments after a moratorium period of 24 months from the date of first disbursement The balance tenure for these loans is 76 months from the Balance Sheet date.	12,916.60
This loan is repayable in 4 half yearly installments after moratorium period of 3 years from the date of first disbursement. The balance tenure for this loans is 43 months from the Balance Sheet date.	2,000.00
These loans are repayable in 18 quarterly installments with a moratorium period of 6 months from the date of first disbursement. The balance tenure for these loans is 126 months from the Balance Sheet date.	23,401.49
These loans are repayable in yearly installment after the moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 35 months from the Balance Sheet date.	15,150.00
This loan is repayable in monthly installment from the date of disbursement.. The balance tenure for this loan is 31 months from the Balance Sheet date.(1)	1,635.00
These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 25 months from the Balance Sheet date.	1,731.25
This loan is repayable in quarterly installment after the moratorium of 1 year from the date of disbursement.. The balance tenure for this loans is 13 months from the Balance Sheet date.	700.00
These loans are repayable in half yearly installment after the moratorium of 1 years from the date of disbursement.. The balance tenure for this loans is 7 months from the Balance Sheet date.	200.00
Quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for this loans is 58 months from the Balance Sheet date.(2)	7,500.00
	153,639.90

(1) Loan taken other than from banks for Rs. 1,635.00 Millions
(2) Includes Loan taken other than from banks for Rs. 3,000.00 Millions
*Secured by hypothecation of Loan Receivables(Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

(iii) Subordinate Debt:- Particulars	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on November 15, 2027	326.00	326.00	326.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 30, 2027	496.50	496.50	496.50
10.25% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 28, 2027	1,000.00	1,000.00	1,000.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 05, 2027	1,100.30	1,100.30	1,100.30
9.70% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 17, 2025	50.00	-	-
10.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on July 17, 2024	100.00	-	-
10.80 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on December 23, 2023	200.00	200.00	-
10.85 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 24, 2023	50.00	50.00	-
10.85 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on September 27, 2023	250.00	250.00	-
10.10 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on September 23, 2023	250.00	250.00	-
9.90 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 3, 2023	1,250.00	1,250.00	-
9.80 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on May 23, 2023	200.00	200.00	-
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 28, 2023	250.00	250.00	250.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 06, 2023	200.00	200.00	200.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on February 18, 2023	250.00	250.00	250.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 30, 2023	100.00	100.00	100.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 14, 2023	250.00	250.00	250.00
10.20% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on December 04, 2022	200.00	200.00	200.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on November 15, 2022	11.00	11.00	11.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 31, 2022	250.00	250.00	250.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 22, 2022	400.00	400.00	400.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 09, 2022	350.00	350.00	350.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 05, 2022	150.00	150.00	150.00
11.00% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 30, 2022	150.00	150.00	150.00
11.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on February 22, 2022	200.00	200.00	200.00
11.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 31, 2022	362.00	362.00	362.00
10.50% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 26, 2018	1,250.00	1,250.00	1,250.00
11.60% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 22, 2017	1.00	1.00	1.00
11.60% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on May 31, 2017	150.00	150.00	150.00
	9,796.80	**9,646.80**	**7,446.80**

(iv) Current Investments

(a) Investment in Bonds (Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
		Total (A)	**-**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
Yes Bank Ltd. 10.25 BD 29JU27 FVR 10 Lacs	220	220.00	220.00
		Total (A)	**220.00**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Yes Bank Ltd. 10.5 BD Perpetual FVR 10 Lacs	1,500	1,500.00	1,500.00
Yes Bank Ltd. 10.5 BD Perpetual FVR 10 Lacs	1,400	1,400.00	1,400.00
Yes Bank Ltd. 10.25 BD 29JU27 FVR 10 Lacs	320	320.00	320.00
Indian Railway Finance Corporation Limited	660,000	0.00	660.00
		Total (A)	**3,880.00**

(b) Investment in Certificate of Deposits(Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
ANDHRA BANK CD 04MAR16	7,500	750.00	692.64
ANDHRA BANK CD 17MAR16	5,000	500.00	460.64
ANDHRA BANK CD 18MAR16	5,000	500.00	461.37
AXIS BANK LTD 08MAR16	10,000	1,000.00	921.66
BANK OF BARODA CD 06AP15	10,000	1,000.00	998.61
BANK OF INDIA CD 04MAR16	2,500	250.00	231.33
BANK OF INDIA CD 18MAR16	2,500	250.00	230.64
BANK OF INDIA CD 23MAR16	5,000	500.00	461.29
BANK OF MAHARASHTRA CD 01MAR16	5,000	500.00	460.27
BANK OF MAHARASHTRA CD 03MAR16	2,500	250.00	230.03
BANK OF MAHARASHTRA CD 08JU15	15,000	1,500.00	1,477.38
BANK OF MAHARASHTRA CD 15JU15	2,500	250.00	245.56
CANARA BANK CD 01MR16	2,500	250.00	230.58
CANARA BANK CD 04MR16	2,500	250.00	230.71
CANARA BANK CD 05MY15	2,500	250.00	248.10
CANARA BANK CD 09MAR16	7,500	750.00	696.20
CANARA BANK CD 10MR16	2,500	250.00	230.07
CANARA BANK CD 12JU15	2,500	250.00	243.26
CANARA BANK CD 14MAR16	2,500	250.00	230.47
CANARA BANK CD 18MAR16	2,500	250.00	230.56
CANARA BANK CD 22FB16	2,500	250.00	232.84
CANARA BANK CD 23MAR16	7,500	750.00	691.55
CANARA BANK CD 26FB16	5,000	500.00	460.60
CORPORATION BANK CD 01JU15	2,500	250.00	246.59
CORPORATION BANK CD 08MAR16	10,000	1,000.00	922.71
CORPORATION BANK CD 11MAR16	5,000	500.00	461.03
CORPORATION BANK CD 14MAR16	15,000	1,500.00	1,385.13
DENA BANK CD 25JUN15	40,000	4,000.00	3,925.71
DENA BANK CD 25MAY15	10,000	1,000.00	988.09
EXPORT IMPORT BANK OF INDIA CD 25MAR16	2,500	250.00	230.47
IDBI BANK LIMITED CD 02JUN15	2,500	250.00	246.57
IDBI BANK LIMITED CD 05MY15	5,000	500.00	495.97
IDBI BANK LIMITED CD 07AP15	5,000	500.00	499.14
IDBI BANK LIMITED CD 09AP15	5,000	500.00	498.95
IDBI BANK LIMITED CD 14MAR16	5,000	500.00	461.06
IDBI Bank LIMITED CD 18MAR16	10,000	1,000.00	921.52
IDBI BANK LIMITED CD 27MY15	2,500	250.00	246.83
IDBI Bank Limited CD 2Mar16	2,500	250.00	230.05
INDIAN BANK CD 14MAR16	2,500	250.00	230.50
INDIAN BANK CD 15MAR16	10,000	1,000.00	923.34

Particulars	Quantity	Face Value (Rs. in Millions)	Amount (Rs. in Millions)
INDUSIND BANK LIMITED CD 06AP15	5,000	500.00	499.26
INDUSIND BANK LIMITED CD 08MY15	5,000	500.00	495.59
INDUSIND BANK LIMITED CD 10AP15	2,500	250.00	249.41
ORIENTAL BANK OF COMMERCE CD 08AP15	5,000	500.00	499.07
ORIENTAL BANK OF COMMERCE CD 10MAR16	7,500	750.00	692.54
ORIENTAL BANK OF COMMERCE CD 26MY15	10,000	1,000.00	987.05
PUNJAB AND SIND BANK CD 17MAR16	7,500	750.00	692.30
PUNJAB AND SIND BANK CD 30AP15	500	50.00	49.65
PUNJAB NATIONAL BANK CD 04MAR16	17,500	1,750.00	1,621.57
STATE BANK OF MYSORE CD 06AP15	1,000	100.00	99.86
STATE BANK OF PATIALA CD 29FEB16	2,500	250.00	231.42
SYNDICATE BANK CD 18JUN15	2,500	250.00	245.16
UCO BANK CD 10AP15	2,500	250.00	249.42
UCO BANK CD 11MAR16	5,000	500.00	461.06
UNION BANK OF INDIA CD 28MAY15	20,000	2,000.00	1,972.87
VIJAYA BANK CD 10MAR16	2,500	250.00	230.75
VIJAYA BANK CD 25MAY15	5,000	500.00	494.01
		Total (B)	**33,281.01**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
Bank of India CD 13MR15	5,000	500.00	455.90
Bank of Maharashtra CD 03MR15	7,500	750.00	691.66
Canara Bank CD 27FB15	2,500	250.00	230.42
Corporation Bank CD 05MR15	10,000	1,000.00	920.98
Dena Bank CD 02AP14	10,000	1,000.00	998.36
Indian Overseas Bank CD 26FB15	5,000	500.00	461.63
Oriental Bank of Commerce CD 05MR15	7,500	750.00	691.34
Punjab and Sind Bank CD 02MR15	2,500	250.00	230.61
Punjab National Bank CD 02MR15	20,000	2,000.00	1,832.13
Punjab National Bank CD 11MR15	10,000	1,000.00	919.33
Syndicate Bank CD 03MR15	5,000	500.00	461.11
		Total (B)	**7,893.47**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
IDBI Bank Limited CD 19MR14	2,500	250.00	230.12
IDBI Bank Limited CD 14FB14	2,500	250.00	229.01
IDBI Bank Limited CD 28AG13	5,000	500.00	481.77
IDBI Bank Limited CD 10JU13	2,500	250.00	245.19
IDBI Bank Limited CD 07JU13	5,000	500.00	490.33
Punjab National Bank CD 25MR14	2,500	250.00	229.07
Punjab National Bank CD 20MAR14	2,500	250.00	230.27
Punjab National Bank CD 10MR14	2,500	250.00	229.42
Punjab National Bank 23DEC13	2,500	250.00	234.40
Punjab National Bank CD 17SP13	5,000	500.00	479.49
Punjab National Bank CD 10SP13	7,500	750.00	720.49
Punjab National Bank CD14JU13	12,500	1,250.00	1,227.11
Punjab National Bank 10MAY13	5,000	500.00	494.55
Allahabad Bank CD 26JU13	10,000	1,000.00	978.67
Allahabad Bank 17JU13	2,500	250.00	245.10
Allahabad Bank 31MAY13	7,500	750.00	738.22
IDBI Bank 12SEP13	5,000	500.00	480.11
IDBI Bank 21JU13	2,500	250.00	244.87
IDBI Bank 29MAY13	10,000	1,000.00	984.57
IDBI Bank Limited CD 27MY13	5,000	500.00	492.27
Central Bank of India 25MAR14	5,000	500.00	459.66
Central Bank of India CD 07MY13	5,000	500.00	494.79
Vijaya Bank 19JU13	10,000	1,000.00	979.95
Vijaya Bank CD 13JU13	2,500	250.00	244.82
Vijaya Bank CD 27MAY13	5,000	500.00	492.43
State Bank of Patiala CD 18SP13	2,500	250.00	239.77
State Bank of Patiala 27MAY13	5,000	500.00	492.39
State Bank of Patiala 24MAY13	2,500	250.00	246.44
Canara Bank 24MAR14	2,500	250.00	229.46
Canara Bank 14MAY13	5,000	500.00	494.27
Canara Bank 22APR-13	2,000	200.00	198.77
Punjab and Sind Bank 14JU13	2,500	250.00	245.28
Punjab and Sind Bank 10JU13	2,500	250.00	245.47
UCO Bank 13JU13	2,500	250.00	245.34
Oriental Bank of Commerce 7JU13	2,500	250.00	245.70
Andhra Bank 10AP13	10,000	1,000.00	996.61
ING Vysya Bank 24MAY13	5,000	500.00	492.76
		Total (B)	**16,728.94**

(c) Investments in Pass Through Certificates

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
INNOVATIONTRUST XVI DEC 13SR-A PTC 30DC13	159	0.10	11.53
INNOVATIONTRUST XIX MAR 14SR-A PTC 20MR14	39	1.00	26.01
INNOVATIONTRUST XX MAR 14SR-A PTC 20MR14	40	1.00	33.50
INNOVATION TRUST XXII FEB 15	6	1.00	5.95
		Total (C)	**76.99**

Investments in Pass Through Certificates

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
INNOVATION TRUST XVI DEC 13	159	0.10	15.90
INNOVATION TRUST XX MAR 14	40	1.00	40.01
INNOVATION TRUST XIX MAR 14	39	1.00	39.00
		Total (C)	**94.91**

(d) Investment in Government Securities(Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
8.15% GOVT.STOCK 2022	4,500,000	450.00	454.08
8.33% GOVT.STOCK 2026	500,000	50.00	51.35
		Total (d)	**505.43**

	As at March 31, 2015
Total (A)+(B)+(C)	**33,358.00**

	As at March 31, 2014
Total (A)+(B)+(C)	**8,208.38**

	As at March 31, 2013
Total (A)+(B)+(D)	**21,114.37**

(31) Contingent Liability and Commitment:

(a) Demand pending u/s 143(3) of the Income Tax Act,1961:-
(i) For Rs. Nil (2013-14 - Rs. Nil, 2012-13 - Rs. 1.61 Millions) with respect to FY 2006-07 against disallowance U/s 14A of the Income Tax Act 1961, against which appeal is pending before CIT (Appeals).
(ii) For Rs. 1.61 Millions with respect to FY 2006-07 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowance u\s 14A of the Income Tax Act,1961, against which the department has filed appeal before the ITAT against the order of CIT (Appeal).
(iii) Contingent Liabilities not provided for in respect of income tax demand arising out of assessment u/s 143 (3) of the Income Tax Act,1961 for Financial year 2007-08 amounts to Rs 67.64 Millions (2013-14 - Rs 31.27 Millions, 2012-13 - Rs. 2.67 Millions). The matters in dispute is under appeal before ITAT(Appeals)-XV, New Delhi.
(iv) For Rs. Nil with respect to FY 2007-08 (2013-14 - Rs. 31.01 Millions, 2012-13 - Rs. 35.49 Millions) against disallowance u\s 14A of the Income Tax Act,1961, against which the department has filed appeal before CIT (Appeal).
(v) For Rs. 4.48 Millions with respect to FY 2007-08 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowance u\s 14A of the Income Tax Act,1961, against which the department has filed appeal before the ITAT against the order of CIT (Appeal).
(vi) For Rs. 2.41 Millions (2013-14 - Rs. 2.41 Millions, 2012-13 Rs. Nil) with respect to FY 2007-08 against disallowance U/s 14A, against which appeal is pending before ITAT.
(vii) For Rs. 12.71 Millions with respect to FY 2008-09 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowance u/s 14A of the Income Tax Act,1961,against which the department has filed appeal before the ITAT against the order of CIT (Appeal).
(viii) For Rs. Nil with respect to FY 2008-09 (2013-14 - Rs. Nil, 2012-13 - Rs. 0.41 Million) against disallowance u/s 14A of the Income Tax Act,1961,against which the appeal has filed before the CIT (Appeal).
(ix) For Rs. Nil (2013-14 - Rs. 17.81 Millions, 2012-13 - Rs. 17.81 Millions) with respect to FY 2009-10 against disallowance U/s 14A, against which appeal is pending before CIT (Appeals).
(x) For Re. 0.40 Million with respect to FY 2009-10 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowance u\s 14Aof the Income Tax Act,1961, against which the department has filed appeal before the ITAT against the order of CIT (Appeal).
(xi) For Rs. 11.63 Millions with respect to FY 2011-12 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowances u/s 14A and 32 (1) of the Income Tax Act,1961 against which appeal is pending before CIT (Appeal).
(xii) For Rs. 17.53 Millions with respect to FY 2011-12 (2013-14 - Rs. Nil, 2012-13 - Rs. Nil) against disallowance of bad debts u\s 36 (1) (vii) of the Income Tax Act,1961,against which appeal is pending before CIT (Appeal).

(b) Demand pending u/s of 25, 55 , 56 & 61 of The Rajasthan Value Added Tax Act, 2003 in relation to the merged company IBFSL for Rs. 14.51 Millions (Including interest & Penalty) with respect to FY 2007-08 to FY 2012-13 (2013-14 - Rs. 14.51 Millions, 2012-13 - Rs. 14.51 Millions) against which appeal is pending before Rajasthan Tax Board, Ajmer. The company has paid tax along with interest for Rs. 6.23 Millions (2013-14 - Rs. 6.23 Millions, 2012-13 - Rs. 6.23 Millions) under protest.

(c) Corporate counter guarantees outstanding in respect of securitisation/ assignment agreements entered by the Company with different assignees as at March 31, 2015 is Rs. 1,879.78 Millions (2013-14 - Rs. 3,044.79 Millions, 2012-13 - Rs. 3,044.79 Millions) against which collateral deposit of Rs. 63.52 Millions (2013-14 - Rs. 172.91 Millions, 2012-13 - Rs. 172.91 Millions) for the period ended March 31, 2015 is being provided to the assignees by the Company in the form of Fixed Deposit Receipts. The Company does not anticipate any losses on account of the said corporate guarantees, in the event of the rights under guarantee being exercised by the assignees.

(d) The Group in the ordinary course of business, has certain court cases pending, the management does not expect any unfavorable outcome resulting in material adverse effect on the financial position of the Group.

(e) Capital commitments for acquisition of fixed assets at various branches as at the year end (net of capital advances paid) Rs. 2,068.03 Millions (2013-14 - Rs. 2,052.85 Millions, 2012-13 - Rs. 3,004.17 Millions).

(32) The Company was holding 57.50% of the capital of Indiabulls Finance Company Private Limited (IFCPL), which has become a subsidiary of the Company pursuant to the Scheme of Arrangement. The balance 42.50% or 3.23 Millions Equity Shares were held by Amaprop Limited (Amaprop), vide a Share Subscription and Shareholders Agreement (SHA) entered into between the erstwhile Holding Company[Indiabulls Financial Services Limited(IBFSL)], IFCPL and Amaprop.

During the year 2013-14, the Company has purchased the remaining 42.50% or 3.23 Millions Equity Shares, which were earlier held by Amaprop Limited at a consideration of Rs. 2,616.89 Millions. Post this transaction IFCPL is a wholly owned subsidiary of the Company.

During the current financial year, the Company has further invested Rs. 1,000.02 Millions by subscribing to 3.33 Millions Equity Shares of face value Rs. 10 per share at a premium of Rs. 290 per equity share.

(33) Segment Reporting:

Segment information for the Year ended March 31, 2015:, as per Accounting Standard (AS)-17 "Segment Reporting".
(a) Primary segment information (by business segments)

Amount (Rs. in Millions)

Particulars	**Investing and financing related activities**	**Fee Income**	**Total**
Segment Revenue[#]	71,808.00	746.82	72,554.82
	*58,552.62**	*344.45**	*58,897.07**
	*46,919.09***	*375.06***	*47,294.15***
Segment Result	24,869.37	610.41	25,479.78
	*19,820.50**	*90.33**	*19,910.83**
	*16,619.84***	*13.84***	*16,633.68***
Less: Unallocated expenditure net of other unallocated income			754.50
			*92.92**
			*82.31***
Less: Income taxes and Deferred tax (credit)			5,712.92
			*4,132.53**
			*3,890.72***
Profit after tax			19,012.36
			*15,685.38**
			*12,660.65***
Segment Assets[$]	568,450.30	203.47	568,653.77
	*440,162.81**	*18.25**	*440,181.06**
	*388,247.62***	*104.20***	*388,351.82***

Particulars	Investing and financing related activities	Fee Income	Total
Unallocated Corporate Assets			2,972.57
			*3,302.68**
			*2,936.36***
Total Assets			571,626.34
			*443,483.74**
			*391,288.18***
Segment Liabilities	503,573.84	203.34	503,777.18
	*379,820.30**	*213.40**	*380,033.70**
	*333,689.15***	*199.19***	*333,888.34***
Unallocated Corporate Liabilities			2,197.34
			*7,061.46**
			*4,265.35***
Total Liabilities			505,974.52
			*387,095.16**
			*338,153.69***
Capital Expenditure	89.41	2.04	91.45
	*474.34**	*0.98**	*475.32**
	*61.72***	*1.40***	*63.12***
Unallocated Capital Expenditure			242.19
			*34.50**
			*50.76***
Total Capital Expenditure			333.64
			*509.82**
			*113.88***
Depreciation / Amortisation	107.68	3.18	110.86
	*59.59**	*1.91**	*61.50**
	*77.02***	*1.61***	*78.63***
Unallocated Depreciation			76.75
			*17.35**
			*15.22***
Total Depreciation / Amortisation			187.61
			*78.85**
			*93.85***
Non-Cash expenditure other than depreciation	4,283.83	3.08	4,286.91
	*3,009.75**	*(0.66)**	*3,009.09**
	*1,359.47***	*1.39***	*1,360.86***
Unallocated Non-Cash expenditure other than depreciation			3.76
			*6.04**
			*3.47***
Total Non-Cash Expenditure other than depreciation			4,290.67
			*3,015.13**
			*1,364.33***

(Figures in respect of previous years are stated in italics)
** Figures relate to Financial Year 2013-14*
*** Figures relate to Financial Year 2012-13*

#Includes Dividend Income on units of Mutual Fund, Gain on Mutual Fund Investments and Profit on sale of current investments included in other income.

$Excluding Goodwill on Consolidation amounting to Rs. 685.64 Millions (2013-14 - Rs. 685.64 Millions, 2012-13 - Rs. 123.98 Millions).

b) The Company operates solely in one Geographic segment namely "Within India" and hence no separate information for Geographic segment wise disclosure is required.

c) The group's primary business segments are reflected based on principal business activities carried on by the Group. The Group's primary business activities are to carry on business of investing and finance related activities (investing in various subsidiaries, financing of loans and credit activities) and fee income which mainly comprises of financial service related Fee Income from Services, selling of Insurance products as a Licensed Corporate Agent; and other related ancillary services.

d) Segment revenue, results, assets and liabilities include amounts identifiable to each segment and amounts allocated on a reasonable basis.

e) The accounting policies adopted for segment reporting are in line with the accounting policies adopted for preparation of financial information as disclosed in Significant Accounting Policies (1) above.

(34) Disclosures in respect of Related Parties as per Accounting Standard, AS-18, 'Related Parties Disclosures'.

Nature of relationship	Related party
a) Related Party where	
Associate Company	Indiabulls Asset Reconstruction Company Limited (Associate till January 10,2013)

b) Other related parties:

Particulars	Year Ended		
	March 31, 2015	**March 31, 2014**	**March 31, 2013**
Key Management Personnel	Mr. Sameer Gehlaut, Chairman & Executive Director	Mr. Sameer Gehlaut, Chairman & Executive Director	Mr. Sameer Gehlaut, Chairman & Executive Director
Key Management Personnel	Mr. Gagan Banga, CEO & Managing Director	Mr. Gagan Banga, CEO & Managing Director	Mr. Gagan Banga, CEO & Managing Director (Non Executive Chairman upto March 19, 2013)
Key Management Personnel	Mr. Ashwini Omprakash Kumar, Deputy Managing Director	Mr. Ashwini Omprakash Kumar, Deputy Managing Director	Mr. Ashwini Omprakash Kumar, Deputy Managing Director (Managing Director upto March 19, 2013)
Key Management Personnel		Mr. Sachin Chaudhary (CEO-Executive Director upto March 19, 2013)	Mr. Sachin Chaudhary (CEO-Executive Director upto March 19, 2013)
Key Management Personnel	Mr. Ajit Kumar Mittal, Executive Director	Mr. Ajit Kumar Mittal, Executive Director	Mr. Ajit Kumar Mittal, Executive Director (Non Executive Chairman upto March 19, 2013)
Key Management Personnel	Mr. Rajiv Rattan, Non -Executive Director(upto July 18, 2014)	Mr. Rajiv Rattan, Non -Executive Director	Mr. Rajiv Rattan, Non -Executive Director
Key Management Personnel	Mr. Saurabh Kumar Mittal, Non -Executive Director(upto July 18, 2014)	Mr. Saurabh Kumar Mittal, Non -Executive Director	Mr. Saurabh Kumar Mittal, Non -Executive Director

(c) Significant transactions with related parties during the year ended March 31, 2015: **Amount (Rs. in Millions)**

Nature of Transaction	Key Management Personnel	Total
Other receipts and payments		
Salary / Remuneration (including perquisite and retirement benefits)	639.25	639.25
	*402.16**	*402.16**
	*322.32***	*322.32***
Issue of Equity Shares Under ESOPS Schemes	15.59	15.59
	*23.13**	*23.13**
	*-***	*-***
Money received against Share Warrants	-	-
	*122.63**	*122.63**
	*40.88***	*40.88***
Issue of Equity Shares against Share Warrants	-	-
	*163.50**	*163.50**
	*-***	*-***

(Figures in respect of previous years are stated in italics)
** Figures relate to Financial Year 2013-14*
*** Figures relate to Financial Year 2012-13*

(d) Statement of Material transactions during the Year:- **Amount (Rs. in Millions)**

Particulars	For the Year ended March 31, 2015	For the Year ended March 31, 2014	For the Year ended March 31, 2013
Salary / Remuneration			
Remuneration to Directors			
Mr. Sameer Gehlaut	465.48	296.05	8.28
Mr. Gagan Banga	113.67	60.00	1.54
Mr. Ajit Kumar Mittal	23.66	18.00	0.53
Mr. Ashwini Omprakash Kumar	36.44	28.10	19.11
Mr. Sachin Chaudhary	-	-	12.59
Salary			
Mr. Sameer Gehlaut	-	-	224.09
Mr. Gagan Banga	-	-	41.80
Mr. Ajit Kumar Mittal	-	-	14.38
Issue of Equity Shares Under ESOPS Schemes			
– Gagan Banga	14.40	21.95	-
– Ajit Kumar Mittal	1.19	1.19	-
Money received against Share Warrants			
– Gagan Banga	-	89.93	29.98
– Ashwini Omprakash Kumar	-	32.70	10.90
Issue of Equity Shares against Share Warrants			
– Gagan Banga	-	119.90	-
– Ashwini Omprakash Kumar	-	43.60	-

Related Party relationships as given above are as identified by the Company.

(35) Earnings Per Equity Share (EPS):

Earnings Per Equity Share (EPS) as per Accounting Standard (AS)-20 "Earnings Per Share".

The basic earnings per share is computed by dividing the net profit attributable to Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of Equity Shares and also the weighted average number of Equity Shares that could have been issued on the conversion of all dilutive potential Equity Shares. The dilutive potential Equity Shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential Equity Shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of Equity Shares and potential diluted Equity Shares are adjusted for potential dilutive effect of Employee Stock Option Plan as appropriate. Potential dilutive Equity Shares on account of Share warrants are not adjusted being anti dilutive in nature.

Particulars	**For the year ended March 31, 2015** **Amount (Rs. in Millions)**	**For the year ended March 31, 2014** **Amount (Rs. in Millions)**	**For the year ended March 31, 2013** **Amount (Rs. in Millions)**
Profit After Tax and prior period adjustments (Rs.)	19,012.36	15,685.38	12,660.65
Less: Share of Minority (including share of Reserve Fund) (Rs.)	1.33	43.77	116.62
Profit available for Equity Shareholders (For Basic / Dilutive EPS) (Rs.)	**19,011.03**	**15,641.61**	**12,544.03**
Weighted average number of Shares used in computing Basic earnings per share (Nos.)	345.96	326.14	312.12
Add: Potential number of Equity Share that could arise on exercise of Share Warrants and Employee Stock Options (Nos.)	10.35	3.35	10.00
Weighted average number of Shares used in computing Diluted earnings per share (Nos.)	**356.31**	**329.49**	**322.12**
Face Value of Equity Shares (Rs.)	2.00	2.00	2.00
Basic Earnings Per Equity Share (Rs.)	54.95	47.96	40.19
Diluted Earnings Per Equity Share (Rs.)	53.36	47.47	38.94

(36) In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as on March 31, 2015, March 31, 2014 and March 31, 2013.

(37) The Company has entered into various agreements for the assignment/securitisation of loans with assignees, wherein it has assigned/securitised a part of its secured loan portfolio amounting to Rs. 108,924.90 Millions upto March 31, 2015 (Rs. 91,246.03 Millions upto March 31, 2014, Rs. 53,109.28 Millions upto March 31, 2013), being the principal value outstanding as on the date of the deals that are outstanding as on the Balance Sheet date.

The Company assigned/securitized various loan portfolios to banks and/or other institutions which are derecognised in the books of accounts of the Company in terms of accounting policy mentioned in Significant Accounting policies in Note 1 (x) above and residual income on these Loans is being recognised over the life of the underlying loans and not on an upfront basis.

(38) The Board of Directors at their meeting held on April 27, 2012 had approved the Scheme of Arrangement involving the merger of Indiabulls Financial Services Limited (IBFSL, the Holding Company) with the Company in terms of the provisions of Sections 391 to 394 of the Companies Act, 1956 (the “Scheme of Arrangement”). The Appointed Date of the proposed merger fixed under the Scheme of Arrangement was April 1, 2012. The Hon’ble High Court of Delhi, vide its Order dated December 12, 2012, received by the Company on February 8, 2013, approved the Scheme of Arrangement (Order). In terms of the Court approved Scheme of Arrangement, with the filing of the copy of the Order, on March 8, 2013 with the office of ROC, NCT of Delhi & Haryana (the Effective Date), IBFSL, as a going concern, stands amalgamated with IBHFL with effect from the Appointed Date, being April 1, 2012 (Under the Accounting Standard 14 - Pooling of interest method). Consequent to the Scheme of Arrangement becoming effective, the Board of Directors of the Company, at their meeting held on March 25, 2013, issued and allotted –

i) 312.51 Millions Equity Shares of Rs. 2 each of the Company,

ii) 27.50 Millions Warrants of the Company (against the listed warrants of IBFSL), and

iii) 20.70 Millions Warrants of the Company (against the unlisted warrants of IBFSL held by certain promoter group entities and Key Management Personnel of IBFSL)

to the Equity Shareholders / Warrants holders of IBFSL, against their holdings in such Equity Shares / Warrants, as on March 20, 2013 i.e. the record date fixed by IBFSL in this regard. The issue of Equity Shares / warrants by the Company was in terms of the share exchange ratio as mentioned in the Court approved Scheme of Arrangement. The Company is in the process of getting its Shares and Warrants (issued in lieu of listed warrants of IBFSL) listed with National Stock Exchange of India Limited and BSE Limited, for which the necessary applications are being finalised to be filed with the Stock Exchanges.

(39) Subsequent to the year end, the Board of Directors of Indiabulls Finance Company Private Limited (“IFCPL”) and Indiabulls Commercial Credit Limited (“ICCL”) (formerly Indiabulls Infrastructure Credit Limited) (both being subsidiaries of the Company)) have approved, the merger of IFCPL, on an ongoing basis, into ICCL, pursuant to and in terms of the provisions of Section 391 – 394 of the Companies Act, 1956, as amended from time to time. The merger is subject to approvals from regulatory authorities including Reserve Bank of India, the Company (“IHFL”)(in the capacity of the shareholder of both the Companies), creditors and sanction by the Hon’ble High Court of Delhi at New Delhi.

The Appointed Date of the proposed merger is April 01, 2015 and shall be subject to all required regulatory and other statutory approvals, as applicable.

(40) The consolidated summary financial statements are based on and have been extracted by the Management of the Company from the audited consolidated financial statements of the Company for the financial years ended March 31, 2015, March 31, 2014 and March 31, 2013. Previous year’s figures have been regrouped / reclassified wherever necessary to correspond with the current year’s classification / disclosures.

For and on behalf of the Board of Directors

Gagan Banga Vice Chairman / Managing Director DIN : 00010894	Ashwini Omprakash Kumar Whole Time Director DIN : 03341114	Mukesh Garg CFO	Amit Jain Company Secretary

Mumbai

Indiabulls Housing Finance Limited Group

Notes forming part of the Consolidated Financial Statements for the year ended March 31, 2015

Note No. (1) vi.) Additional Information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013.

Name of the entity	Net Assets* i.e., total assets minus total liabilities		Share in profit or loss**	
	As % of consolidated net assets	Amount (Rs. in Millions)	As % of consolidated profit or loss	Amount (Rs. in Millions)
Parent				
Indiabulls Housing Finance Limited	87.25%	57,280.64	94.17%	17,904.86
Indian Subsidiaries		-		-
1. Indiabulls Collection Agency Limited	0.27%	175.67	0.07%	12.71
2. Ibulls Sales Limited	0.05%	34.05	0.14%	26.38
3. Indiabulls Insurance Advisors Limited	0.06%	38.46	0.02%	3.13
4. Nilgiri Financial Consultants Limited	0.11%	70.74	0.06%	11.29
5. Indiabulls Finance Company Private Limited	5.84%	3,832.19	3.94%	749.20
6. Indiabulls Capital Services Limited	0.16%	101.90	0.04%	8.32
7. Indiabulls Commercial Credit Limited (formerly known as Indiabulls Infrastructure Credit Limited)	5.14%	3,373.52	1.71%	326.00
8. Indiabulls Advisory Services Limited	0.05%	31.50	0.01%	1.39
9. Indiabulls Asset Holding Company Limited	0.00%	0.08	0.00%	0.53
10. Indiabulls Life Insurance Company Limited	0.00%	1.49	0.00%	(0.52)
11. Indiabulls Asset Management Company Limited	0.95%	622.01	-0.20%	(37.47)
12. Indiabulls Trustee Company Limited	0.01%	6.59	0.00%	0.46
13. Indiabulls Holdings Limited	0.00%	0.40	0.00%	0.26
14. Indiabulls Venture Capital Management Company Limited	0.00%	0.40	0.00%	0.27
15. Indiabulls Venture Capital Trustee Company Limited	0.00%	0.37	0.00%	0.26
16. Indiabulls Asset Reconstruction Company Limited	0.12%	81.80	0.03%	5.30
Total	**100.00%**	**65,651.83**	**100.00%**	**19,012.36**

*** Share of Minority Interest is considered as a part of Consolidated Net Assets and Goodwill on Consolidation is reduced from Consolidated Net Assets.**

**** Profit is before Share of Minority Interest.**

Note No. (1) vi.) Information relating to Subsidiaries including subsidiaries of subsidiaries (In terms of Government of India, Ministry of Corporate Affairs General Circular No: 2/2011, No: 5/12/2007-CL-III dated 8th February, 2011):

Amount (Rs. in Millions)

Name of the Subsidiary Companies	Year	Currency	Share Capital	Reserves and Surplus (Surplus / (Deficit))	Total Assets	Total Liabilities	Details of Investments	Turnover	Profit / (Loss) before Taxation	Provision for Taxation	Profit / (Loss) after Taxation	Proposed Dividend (including Corporate Dividend Tax)
1. Indiabulls Collection Agency Limited	2013-14	Rs.	1.50	161.42	95.92	2.56	69.56	16.46	15.89	2.56	13.33	-
	2012-13		*1.50*	*148.09*	*14.16*	*2.56*	*138.00*	*15.59*	*14.67*	*2.47*	*12.20*	-
2. Ibulls Sales Limited	2013-14	Rs.	0.50	13.97	32.16	17.70	-	172.59	13.24	4.05	9.19	-
	2012-13		*0.50*	*4.78*	*28.84*	*23.56*	-	*130.60*	*2.60*	*(0.38)*	*2.98*	-
3. Indiabulls Insurance Advisors Limited	2013-14	Rs.	0.50	(1,039.94)	6.62	1,077.10	31.03	5.58	5.28	0.86	4.42	-
	2012-13		*0.50*	*(1,044.36)*	*31.69*	*1,076.05*	*0.50*	*3.43*	*2.97*	*0.54*	*2.43*	-
4. Nilgiri Financial Consultants Limited	2013-14	Rs.	0.50	64.05	35.61	1.37	30.32	9.84	9.52	1.64	7.88	-
	2012-13		*0.50*	*56.18*	*39.27*	*1.59*	*19.00*	*7.49*	*7.23*	*1.57*	*5.66*	-
5. Indiabulls Finance Company Private Limited	2013-14	Rs.	76.09	3,617.48	8,341.58	4,648.01	-	779.35	462.25	134.82	327.43	-
	2012-13		*76.09*	*3,290.04*	*4,098.22*	*1,453.75*	*721.66*	*436.35*	*373.43*	*101.42*	*272.01*	-
6. Indiabulls Capital Services Limited	2013-14	Rs.	50.00	(154.63)	53.77	199.32	40.93	4.63	2.64	0.14	2.50	-
	2012-13		*50.00*	*(157.12)*	*91.95*	*199.07*	-	*10.38*	*4.80*	*0.27*	*4.53*	-
7. Indiabulls Infrastructure Credit Limited	2013-14	Rs.	325.00	2,844.34	14,041.68	10,872.34	-	1,740.55	342.98	98.27	244.71	22.50
	2012-13		*325.00*	*2,622.13*	*4,815.50*	*2,028.37*	*160.00*	*116.91*	*93.30*	*18.56*	*74.74*	-
8. Indiabulls Advisory Services Limited	2013-14	Rs.	25.50	30.62	30.34	0.22	26.00	4.70	4.36	0.18	4.18	-
	2012-13		*25.50*	*26.43*	*4.52*	*4.59*	*52.00*	*5.15*	*1.23*	*0.03*	*1.20*	-
9. Indiabulls Asset Holding Company Limited	2013-14	Rs.	0.50	(0.93)	0.05	0.48	-	-	(0.08)	-	(0.08)	-
	2012-13		*0.50*	*(0.85)*	*0.02*	*0.37*	-	-	*(0.13)*	-	*(0.13)*	-
10. Indiabulls Life Insurance Company Limited	2013-14	Rs.	0.50	(47.89)	2.15	49.54	-	-	(3.56)	-	(3.56)	-
	2012-13		*0.50*	*(44.32)*	*2.16*	*45.98*	-	-	*(4.69)*	*1.41*	*(6.10)*	-
11. Indiabulls Asset Management Company Limited	2013-14	Rs.	210.00	(40.51)	48.18	3.32	124.63	43.43	(47.79)	(18.87)	(28.92)	-
	2012-13		*150.00*	*(15.80)*	*43.35*	*16.65*	*107.50*	*80.39*	*(0.18)*	*1.08*	*(1.26)*	-
12. Indiabulls Trustee Company Limited	2013-14	Rs.	5.00	1.13	6.38	0.25	-	1.43	0.66	0.20	0.46	-
	2012-13		*5.00*	*0.67*	*5.74*	*0.07*	-	*1.32*	*0.63*	*0.20*	*0.43*	-
13. Indiabulls Holdings Limited	2013-14	Rs.	1.50	(0.35)	0.20	0.06	1.00	-	(0.06)	-	(0.06)	-
	2012-13		*1.50*	*(0.29)*	*0.27*	*0.06*	*1.00*	*0.01*	*(0.08)*	-	*(0.08)*	-
14. Indiabulls Venture Capital Management Company Limited	2013-14	Rs.	0.50	(0.37)	0.19	0.06	-	-	(0.06)	-	(0.06)	-
	2012-13		*0.50*	*(0.31)*	*0.25*	*0.06*	-	*0.01*	*(0.08)*	-	*(0.08)*	-
15. Indiabulls Venture Capital Trustee Company Limited	2013-14	Rs.	0.50	(0.39)	0.17	0.06	-	-	(0.07)	-	(0.07)	-
	2012-13		*0.50*	*(0.32)*	*0.24*	*0.06*	-	*0.00*	*(0.09)*	-	*(0.09)*	-
16. Indiabulls Asset Reconstruction Company Limited	2013-14	Rs.	51.00	25.50	43.45	0.97	34.02	5.34	4.85	0.78	4.07	-
	2012-13		*51.00*	*21.43*	*5.01*	*1.58*	*69.00*	*5.62*	*5.51*	*1.45*	*4.06*	-
17. Indiabulls Alternative Asset Management Private Limited	2013-14	Rs.	-	-	-	-	-	-	-	-		
	2012-13		-	-	-	-	-	*0.90*	*0.60*	-	*0.60*	-

Note: For converting the figures given in foreign currency appearing in the accounts of the subsidiary companies into equivalent INR (Rs.), following exchange rates are used for 1 INR / (Re.)

Currency	Balance Sheet (Closing Rate)	Statement of Profit and Loss (Average Rate)
	2012-13	2012-13
SGD	42.92	43.77

REPORT OF THE INDEPENDENT AUDITOR ON THE STANDALONE SUMMARY FINANCIAL STATEMENTS

To the Board of Directors of
Indiabulls Housing Finance Limited

Report on the Standalone Summary Financial Statements

1) The accompanying standalone summary financial statements of **INDIABULLS HOUSING FINANCE LIMITED** (the "Company"), which comprise the Standalone Balance Sheets as at March 31, 2015, March 31, 2014 and March 31, 2013, and also the Standalone Statements of Profit and Loss and the Standalone Cash Flow Statements for the years then ended on these dates, and a summary of the significant accounting policies and other explanatory information (together comprising the "Summary Standalone Financial Statements") are derived from the audited standalone financial statements (the "Audited Standalone Financial Statements") of the Company for the respective years audited by us as detailed in paragraph 2(a) to 2(b) below.

2)

a) We expressed our opinions on the Audited Standalone Financial Statements of the Company for the years ended March 31, 2015, March 31, 2014 and March 31, 2013 vide our reports dated April 24, 2015, April 23, 2014 and April 23, 2013 respectively.

b) Our report on the Audited Standalone Financial Statements of the Company for the year ended March 31, 2015 included an emphasis of matter paragraph which describes the accounting treatment used by the Company in creating the Deferred Tax Liability on Special Reserve under section 36(1)(viii) of the Income Tax Act, 1961 as at April 1, 2014, which is in accordance with the National Housing Bank's Circular No. NHB (ND)/DRS/Pol. Circular No. 62/2014 dated 27th May, 2014 as described in Note 4(1) to the Standalone Financial Statements.

Our opinion was not modified in respect of this matter.

3) The Standalone Summary Financial Statements as at and for the years ended March 31, 2014 and March 31, 2013 have been regrouped/ reclassified wherever necessary to correspond with the presentation/disclosure requirements of the financial year ended March 31, 2015. The figures included in the Standalone Summary Financial Statements, do not reflect the effect of events that occurred subsequent to the date of our reports on the respective periods referred to in paragraph 2(a) above.

4) Management's Responsibility for the Standalone Summary Financial Statements

Management is responsible for the preparation of the Standalone Summary Financial Statements from the Audited Standalone Financial Statements of the respective years ended March 31, 2015, March 31, 2014 and March 31, 2013 on the basis described in Note 42 to the Standalone Summary Financial Statements.

5) Auditor's Responsibility

Our responsibility is to express an opinion on the Standalone Summary Financial Statements based on our procedures, which were conducted in accordance with Standard on Auditing (SA) 810, "Engagements to Report on Summary Financial Statements" issued by the Institute of Chartered Accountants of India.

5) Opinion

In our opinion, the Standalone Summary Financial Statements derived from the Audited Standalone Financial Statements of the Company for the respective years are a compilation of those Audited Standalone Financial Statements on the basis described in Note 42 to the Standalone Summary Financial Statements.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No.117366W/ W-100018)

A. Siddharth
Partner
Membership No.31467

Mumbai
Date: September 7, 2015

Indiabulls Housing Finance Limited
Standalone Summary Balance sheet

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
		Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
I. EQUITY AND LIABILITIES				
(1) Shareholders' funds				
Share capital	3	711.13	668.08	625.02
Reserves and surplus	4	64,211.02	54,003.65	47,637.19
Money received against share warrants	5	-	-	1,128.15
(2) Non-current liabilities				
Long-term borrowings	6	286,332.25	199,044.09	182,344.60
Deferred tax liabilities (net)	7	24.01	-	-
Other long-term liabilities	8	2,389.24	2.24	78.38
Long-term provisions	9	4,719.64	3,619.22	3,669.54
(3) Current liabilities				
Short-term borrowings	10	104,914.78	84,473.96	63,810.14
Trade payables	11	31.60	23.31	28.53
Other current liabilities	12	85,254.60	80,313.63	77,947.06
Short-term provisions	13	2,837.81	8,633.40	8,215.26
Total		**551,426.08**	**430,781.58**	**385,483.87**
II. ASSETS				
(1) Non-current assets				
Fixed assets	14			
(i) Tangible assets		506.82	456.04	440.76
(ii) Intangible assets		9.20	4.23	8.52
Non-current investments	15	7,493.15	6,021.05	3,249.25
Deferred tax assets (net)	16	-	1,793.95	1,631.68
Long-term loans and advances	17	389,953.97	294,343.27	263,169.89
Other non-current assets	18	3,505.22	7,704.49	5,178.62
(2) Current assets				
Current investments	19	59,820.14	28,893.42	21,686.18
Trade receivables	20	14.18	5.57	18.07
Cash and cash equivalents	21	32,928.89	42,997.07	48,455.27
Short-term loans and advances	22	52,217.03	45,205.85	38,466.46
Other current assets	23	4,977.48	3,356.64	3,179.17
Total		**551,426.08**	**430,781.58**	**385,483.87**
Notes forming part of the financial statements	1 - 42			

In terms of our report attached

For Deloitte Haskins & Sells LLP Chartered Accountants	For and on behalf of the Board of Directors			
A. Siddharth Partner	Gagan Banga Vice Chairman / Managing Director DIN : 00010894	Ashwini Omprakash Kumar Whole Time Director DIN : 03341114	Mukesh Garg CFO	Amit Jain Company Secretary
Mumbai,	Mumbai,			

Indiabulls Housing Finance Limited

Standalone Summary Statement of Profit and Loss

Particulars	Note No.	For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(1) Revenue from operations	24	62,477.25	52,241.06	44,389.54
(2) Other income	25	9,096.29	4,748.17	2,280.51
(3) Total revenue (1+2)		**71,573.54**	**56,989.23**	**46,670.05**
(4) Expenses				
Employee benefits expense	26	2,792.88	2,205.70	2,036.22
Finance costs	27	38,435.03	32,322.49	26,035.82
Depreciation and amortisation expense	14	180.12	76.53	92.12
Other expenses	28	4,833.87	3,376.63	2,464.73
Total expenses		**46,241.90**	**37,981.35**	**30,628.89**
(5) Profit before tax (3-4)		25,331.64	19,007.88	16,041.16
(6) Tax expense				
Current tax expense		5,887.89	4,240.83	3,619.48
Less: MAT Credit Entitlement		971.48	170.67	-
Net Current Tax expense		4,916.41	4,070.16	3,619.48
Deferred tax charge / (credit)(net)	7 & 16	632.95	(162.27)	142.62
Total Tax expense		**5,549.36**	**3,907.89**	**3,762.10**
(7) Profit for the Year(5-6)		**19,782.28**	**15,099.99**	**12,279.06**
(8) Earnings per Equity share :	34			
Basic		57.18	46.30	39.34
Diluted		55.52	45.83	38.12
Face value per Equity share		2.00	2.00	2.00
Notes forming part of the financial statements	1 - 42			

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth
Partner

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai,

Mumbai,

Indiabulls Housing Finance Limited

Standalone Summary Cash Flow Statement

	For the Year ended March 31, 2015 Amount (Rs. In Millions)	For the Year ended March 31, 2014 Amount (Rs. In Millions)	For the Year ended March 31, 2013 Amount (Rs. In Millions)
A Cash flows from operating activities :			
Profit before tax	25,331.64	19,007.88	16,041.16
Adjustments for:			
Employee Stock Compensation	4.47	5.82	7.56
Provision for Gratuity	32.35	2.69	8.40
Provision for Compensated Absences	21.25	(0.88)	3.14
Provision for Superannuation	220.54	113.12	97.97
Provision for Loan Assets	2,768.62	1,284.56	323.51
Contingent Provisions against Standard Assets	-	-	223.67
Depreciation and Amortisation	180.12	76.53	92.12
Bad debts /Advances written off	1,144.19	1,425.28	668.15
Investment written off (Net)	-	-	7.39
Loss on sale of Fixed Assets	4.22	8.89	4.16
Unrealised gain on Mutual Fund Investments (Current Investments) (Net)	(1,415.29)	(188.34)	(1.51)
Operating Profit before working capital changes	**28,292.11**	**21,735.55**	**17,475.72**
Adjustments for:			
Trade and Other Receivables	(4,293.81)	(1,496.66)	1,182.98
Loans and Advances	(106,211.39)	(37,257.26)	(49,917.26)
Trade Payables and other liabilities (Refer Note 2 below)	4,392.08	5,606.31	4,396.07
Cash (used in) operations	**(77,821.01)**	**(11,412.06)**	**(26,862.49)**
Income taxes paid (Net)	(6,768.56)	(2,210.42)	(2,921.13)
Net cash (used in) operating activities	**(84,589.57)**	**(13,622.48)**	**(29,783.62)**
B Cash flows from investing activities			
Purchase of Fixed Assets	(309.95)	(102.05)	(112.72)
Sale of Fixed Assets	13.99	5.64	5.17
Movement in Capital Advances	0.50	(400.39)	0.24
Investment in deposit accounts	(590.10)	(1,445.41)	(2,470.35)
Investments in Subsidiaries / Long term Investments	(1,472.10)	(2,771.81)	(2,025.00)
Proceeds from long term Investment written off (Refer Note 15(8))	-	-	0.30
Proceeds from Investments in Mutual Funds / Other Current Investments (Net)	(13,226.03)	(1,994.64)	2,328.12
Net cash (used in) investing activities	**(15,583.69)**	**(6,708.66)**	**(2,274.24)**
C Cash flows from financing activities			
Proceeds from Issue of Equity Share through ESOPs (Including Securities Premium)	63.15	77.86	68.19
Proceeds from Issue of Share Warrants(Including Securities Premium)	-	-	1,128.15
Proceeds from Conversion of Share Warrants (Including Securities Premium)	4,692.67	3,384.45	-
Distribution of Equity Dividends (including Corporate Dividend Tax thereon)	(14,043.65)	(10,151.97)	(7,431.03)
Debenture issue expenses	(241.29)	(223.54)	(962.96)
Proceeds from / (Loan to) Loans to Subsidiary Companies	3,700.90	(2,760.90)	(1,400.00)
Proceeds from Term loans (Net)	69,323.78	19,381.84	17,147.69
(Repayment of) / Proceeds from issue of Commercial Papers (Net)	(4,570.00)	990.00	(2,965.00)
Net proceeds from Issue of Secured Redeemable Non-Convertible Debentures	38,223.48	4,241.03	23,453.92
Net proceeds from issue of Subordinated Debt	150.00	2,200.00	5,333.80
Proceeds from issue of Perpetual Debt	-	-	1,000.00
Net proceeds from Working capital loans	4,800.00	2,500.00	13,500.00
Net cash flows from financing activities	**102,099.04**	**19,638.77**	**48,872.76**
D Net Increase / (Decrease) in cash and cash equivalents (A+B+C)	1,925.78	(692.37)	16,814.90
E Cash and cash equivalents at the beginning of the year	65,313.28	66,005.65	350.82
Cash and cash equivalents received under Scheme of Arrangement	-	-	48,839.93
F Cash and cash equivalents at the end of the year (D + E) (Refer Note 5 below)	**67,239.06**	**65,313.28**	**66,005.65**

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.
2. Trade payables and other liabilities include Rs. 2,099.38 Million (2013-14 Rs. 2,874.64 Million, 2012-13 Rs. 2,108.40 Million) being amount payable (net) on assigned loans.
3. Margin Deposits of Rs. 6,319.69 Million (2013-14 Rs. 6,162.59 Million, 2012-13 Rs. 4,725.61 Million) have been placed as collateral for Assignment deals on which assignees have a paramount lien.
4. Deposits of Rs. 445.40 Million (2013-14 Rs. 12.41 Million, 2012-13 Rs. 3.98 Million) are under lien with Bank.
5. Cash and cash equivalents at the end of the year include:

	March 31, 2015	March 31, 2014	March 31, 2013
Cash and cash equivalents (Refer Note 21)	32,928.89	42,997.07	48,455.27
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds (Refer Note 19)	38,711.64	22,353.91	17,556.18
	71,640.53	**65,350.98**	**66,011.45**
Less: In deposit accounts held as margin money (under lien)	4,303.87	12.41	3.98
Less: Unrealised gain on Mutual Fund Investments (Current Investments)	97.60	25.29	1.82
Cash and cash equivalents as restated	**67,239.06**	**65,313.28**	**66,005.65**

6. Unclaimed Dividend account balances in designated bank accounts are not available for use by the Company. (Refer Note 21)
7. Previous Year's figures are regrouped wherever considered necessary to conform with Current Year's groupings and classification.

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

A. Siddharth

Mumbai,

For and on behalf of the Board of Directors

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai,

(1) Significant Accounting Policies

(i) Basis of Accounting:

The financial statements are prepared under the historical cost convention on an accrual basis in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) and Accounting Standards (AS) under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act") / Companies Act, 1956 ("the 1956 Act") as applicable. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

(ii) Use of Estimates:

'The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

(iii) Prudential Norms:

The Company follows The Housing Finance Companies (NHB) Directions, 2010 ("NHB Directions, 2010") as amended from time to time, in respect of income recognition, income from investments, accounting of investments, asset classification, disclosures in the Balance Sheet and provisioning. Accounting Standards (AS) and Guidance Notes issued by The Institute of Chartered Accountants of India ("ICAI") are followed insofar as they are not inconsistent with the NHB Directions, 2010.

(iv) Revenue Recognition:

Interest Income from financing and investing activities and others is recognised on an accrual basis. In terms of the NHB Directions, 2010, interest income on Non-performing assets ('NPAs') is recognised only when it is actually realised.

Processing Fees in respect of loans given is recognised on log in / disbursement as per the terms of the contract.

Income from Fee Income from Services is recognised on an accrual basis.

Commission on insurance policies sold is recognised when the Company under its agency code sells the insurance policies and when the same is accepted by the principal insurance company.

Additional /overdue interest/ charges is recognised only when it is reasonably certain that the ultimate collection will be made.

Repayment of loans is as stipulated in the respective loan agreements or by way of Equated Monthly Installments (EMI's) comprising principal and interest. EMIs commence generally once the entire loan is disbursed however on request of customer it commences even before the entire loan is disbursed . In case of pending commencement of EMIs, Pre-EMI interest is payable every month and accounted for on accrual basis.

Dividend income on Equity Shares is recognised when the right to receive the dividend is unconditional as at the Balance Sheet date. In terms of the Housing Finance Companies (NHB) Directions 2010, Dividend Income on units of Mutual Fund(s) held by the Company are recognised on cash basis as per the NHB Directions, 2010.

The net gain/loss on account of Investments in Debentures/Bonds/Certificate of Deposit/Commercial papers and Government Securities is recognised on trade date basis. Interest Income is recognised on accrual basis.

(v) Securitisation / Assignment of Loan portfolio:

Derecognition of loans assigned/securitised in the books of the Company, recognition of gain / loss arising on securitisation /assignment and accounting for credit enhancements provided by the Company is based on the guidelines issued by The Institute of Chartered Accountants of India.

Derecognition of loans assigned / securitised in the books of the Company is based on the principle of surrender of control over the loans resulting in a "true sale" of loans.

Residual income on Assignment / Securitisation of Loans is recognised over the life of the underlying loans and not on an upfront basis.

Credit enhancement in the form of cash collateral, if provided by the Company, by way of deposits is included under Cash and bank balances / Loans and Advances, as applicable.

(vi) Fixed Assets:

(a) Tangible Assets:

Tangible fixed assets are stated at cost, net of tax / duty credits availed, less accumulated depreciation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition and installation.

(b) Intangible Assets:

Intangible assets are stated at cost, net of tax / duty credits availed, less accumulated amortisation / impairment losses, if any. Cost includes original cost of acquisition, including incidental expenses related to such acquisition.

(vii) Depreciation and Amortisation:

2014-15:-

Depreciation on tangible fixed assets is provided on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except for Vehicles:

Vehicles are amortised on a straight line basis over a period of five years from the date when the assets are available for use. The life has been assessed based on past usage experience and considering the change in technology.

Depreciation on additions to fixed assets is provided on a pro-rata basis from the date the asset is put to use. Leasehold improvements are amortised over the period of Lease. Depreciation on sale / deduction from fixed assets is provided for up to the date of sale / deduction, as the case may be.

Assets costing less than Rs. 5,000 each are fully depreciated in the year of capitalisation.

Intangible assets consisting of Software are amortised on a straight line basis over a period of four years from the date when the assets are available for use.

2013-14 and 2012-13 :

Depreciation and Amortisation:

Depreciation on tangible fixed assets is provided on straight-line method at the rates specified in Schedule XIV to the Companies Act, 1956. Depreciation on additions to fixed assets is provided on a pro-rata basis from the date the asset is put to use. Leasehold improvements are amortised over the period of Lease. Depreciation on sale / deduction from fixed assets is provided for up to the date of sale / deduction, as the case may be. Assets costing less than Rs. 5,000 each are fully depreciated in the year of capitalisation.

Intangible assets consisting of Software are amortised on a straight line basis over a period of four years from the date when the assets are available for use.

(viii) Impairment of Assets:

The Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount.

(ix) Taxes on Income:

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on all timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws substantively enacted as at the Balance Sheet date, to the extent that the timing differences are expected to crystallise / capable of reversal in one or more subsequent periods.

Deferred Tax Assets are recognised where realisation is reasonably certain whereas in case of carried forward losses or unabsorbed depreciation, deferred tax assets are recognised only if there is virtual certainty of realisation backed by convincing evidence that there will be sufficient future taxable income available to realise such assets. Deferred Tax Assets are reviewed for the appropriateness of their respective carrying values at each Balance Sheet date.

Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.

(x) Share/Debenture Issue Expenses and Premium/Discount on Issue:

Share / Debenture issue expenses, net of tax, are adjusted against the Securities Premium Account, as permissible under Section 52(2) of the Companies Act, 2013 / Section 78 of the Companies Act, 1956 to the extent of balance available and thereafter, the balance portion is charged to the Statement of Profit and Loss, as incurred.

Premium / Discount on Issue of debentures, net of tax, are adjusted against the Securities Premium Account, as permissible under 52(2) of the Companies Act, 2013 / Section 78 of the Companies Act, 1956 to the extent of balance available and thereafter, the balance portion is charged to the Statement of Profit and Loss, as incurred.

(xi) Investments:

Investments are classified as long term and current investments. Long term investments are carried individually at cost less provision, if any, for diminution other than temporary in the value of such investments. In terms of NHB Directions, 2010, quoted Current investments are valued at lower of cost or market value. Unquoted current investments in units of Mutual Funds are valued as per Net Asset Value of the Plan. Provision for diminution in value of investments is made in accordance with the NHB Directions, 2010 and Accounting Standard (AS) - 13 'Accounting for Investments'.

(xii) Employee benefits:

The Company's contribution to Provident Fund and Employee State Insurance Scheme are considered as defined contribution plans and are charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees. The Company has unfunded defined benefit plans as Compensated Absences and Gratuity for all eligible employees, the liability for which is determined on the basis of an actuarial valuation at the end of the year using the 'Projected Unit Credit Method'. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognised in the Statement of Profit and Loss as income or expenses, as applicable. Superannuation (Pension & Medical coverage) payable to a Director on retirement is actuarially valued at the end of the year using the Projected Unit Credit Method. Actuarial gains and losses comprise experience adjustments and the effects of change in actuarial assumptions and are recognised in the Statement of Profit and Loss as income or expenses as applicable.

(xiii) Commercial Papers:

The liability is recognised at the face value of the Commercial Paper at the time of its issue. The discount on issue of Commercial Papers is amortised over the tenure of the instrument.

(xiv) Borrowing Costs:

Borrowing costs that are attributable to the acquisition, construction or production of qualifying assets are capitalised as part of cost of the asset. Ancillary costs in connection with long-term external commercial borrowings are amortised to the Statement of Profit and Loss over the tenure of the loan. All other borrowing costs are charged to the Statement of Profit and Loss.

(xv) Deferred Employee Stock Compensation Cost:

Deferred employee stock compensation cost for stock options are recognised on the basis of generally accepted accounting principles and are measured by the difference between the intrinsic value of the Company's shares of stock options at the grant date and the exercise price to be paid by the option holders. The compensation expense is amortised over the vesting period of the options. The fair value of options for disclosure purpose is measured on the basis of a valuation certified by an independent firm of Chartered Accountants in respect of stock options granted.

(xvi) Leases:

In case of assets taken on operating lease, the lease rentals are charged to the Statement of Profit and Loss on a straight line basis in accordance with Accounting Standard (AS) 19 – Leases.

(xvii) Segment reporting:

The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the Management in deciding how to allocate resources and in assessing performance. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities.

(xviii) Derivative Transactions:

The Company has entered into Interest Rate Swap (IRS), Cross Currency Swaps(CCS), Forward Contracts(FC) and Foreign Currency Options(FCO). All outstanding IRS, CCS, FC contracts and FCO contracts are marked-to-market as at the year end. Losses are recognised in the Statement of Profit and Loss based on category of contracts and gains towards category of contracts are ignored, in line with the Announcement made by the ICAI dated March 29, 2008. Any profit/loss arising on cancellation/unwinding of IRS, CCS, FC contracts and FCO contract are recognised as income or expenses for the period. Premium / discount on IRS / CCS / FC / FCO contract which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date, except in case where they relate to the acquisition or construction of fixed assets, in which case, they are adjusted to the carrying cost of such assets.

(xix) Foreign Currency Transactions and Translations:

i. Transactions denominated in foreign currencies are recorded at the exchange rates prevailing on the date of transaction.

ii. Monetary items denominated in foreign currencies at the year end are translated at year end rates. In case of Forward Foreign Exchange Contract (FEC), the difference between the year-end rate and the rate on the date of the contract is recognised as exchange difference and the premium on such forward contracts is recognised over the life of the forward contract. Any profit/loss arising on cancellation or renewal of forward contract is recognised as income or expense for the period in which such cancellation or renewal is made.

iii. Non monetary foreign currency items are carried at cost.

iv. Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognised as income or expense in the Statement of Profit and Loss.

v. The exchange differences arising on settlement / restatement of long-term monetary items which do not relate to acquisition of depreciable fixed assets are amortised over the maturity period / upto the date of settlement of such monetary items, whichever is earlier, and charged to the Statement of Profit and Loss. The unamortised exchange differences are carried in the Balance Sheet as "Foreign Currency Monetary Item Translation Difference Account" net of the tax effect thereon, where applicable.

(xx) Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. Contingent liability is disclosed for (1) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation can not be made. Contingent Assets are not recognised in the financial statements.

(2) Corporate Information:

The Board of Directors of Indiabulls Housing Finance Limited (100% subsidiary of "IBFSL") and Indiabulls Financial Services Limited ("IBFSL", "Erstwhile Holding Company") at their meeting held on April 27, 2012 had approved the Scheme of Arrangement involving the reverse merger of IBFSL with the Company in terms of the provisions of Sections 391 to 394 of the Companies Act, 1956 (the "Scheme of Arrangement"). The Appointed Date of the proposed merger fixed under the Scheme of Arrangement was April 1, 2012. The Hon'ble High Court of Delhi, vide its Order dated December 12, 2012, received by the Company on February 8, 2013, approved the Scheme of Arrangement. In terms of the Court approved Scheme of Arrangement, with the filing of the copy of the Order, on March 8, 2013, with the office of ROC, NCT of Delhi & Haryana (the Effective Date), IBFSL, as a going concern, stands amalgamated with IBHFL with effect from the Appointed Date, being April 1, 2012.

Indiabulls Financial Services Limited ("IBFSL") was incorporated on January 10, 2000 as a Private Limited Company. On March 30, 2001, the Company was registered under Section 45-IA of the Reserve Bank of India (RBI) Act, 1934 to carry on the business of a Non-Banking Financial Company. The Company was converted into a public limited Company pursuant to Section 44 of the Companies Act, 1956 on February 03, 2004.

Indiabulls Housing Finance Limited ("the Company") ("IBHFL") was incorporated on May 10, 2005. On December 28, 2005 the Company was registered under Section 29A of the National Housing Bank Act, 1987 to commence / carry on the business of a Housing Finance Institution without accepting public deposits. The Company is required to comply with provisions of the National Housing Bank Act, 1987, the Housing Finance Companies (NHB) Directions, 2010 and other guidelines / instructions / circulars issued by the National Housing Bank from time to time.

The Company is engaged in the business to provide finance and to undertake all lending and finance to any person or persons, co-operative society, association of persons, body of individuals, companies, institutions, firms, builders, developers, contractors, tenants and others either at interest or without and/or with or without any security for construction, erection, building, repair, remodeling, development, improvement, purchase of houses, apartments, flats, bungalows, rooms, huts, townships and/or other buildings and real estate of all descriptions or convenience there on and to equip the same or part thereof with all or any amenities or conveniences, drainage facility, electric, telephonic, television, and other installations, either in total or part thereof and /or to purchase any free hold or lease hold lands, estate or interest in any property and such other activities as may be permitted under the Main Objects of the Memorandum of Association of the Company.

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(3)	**Share capital**			
	Authorised:			
	3,000.00 Millions (2013-14 - 3,000.00 Millions, 2012-13 - 3,000.00 Millions) Equity Shares of face value Rs. 2 each	6,000.00	6,000.00	6,000.00
	1,000.00 Millions (2013-14 - 1,000.00 Millions, 2012-13 - 1,000.00 Millions) Preference Shares of face value Rs.10 each	10,000.00	10,000.00	10,000.00
	Issued, subscribed and fully paid up [(I to VII)]			
	355.56 Millions (2013-14 - 334.04 Millions, 2012-13 - 312.51 Millions) Equity Shares of Face Value Rs. 2 (2013-14 - Rs. 2, 2012-13 - Rs. 2) each fully paid up	711.13	668.08	625.02
	The Company has only one class of Equity Shares of face value Rs. 2 each (Previous Year Rs. 2) each fully paid up. Each holder of Equity Shares is entitled to one vote per share. The final dividend proposed by the Board of Directors, if any, is subject to the approval of the Shareholders in the ensuing Annual General Meeting, if applicable.			
	In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.			
		711.13	**668.08**	**625.02**

(I) Indiabulls Financial Services Limited ("Erstwhile Holding Company") had issued Global Depository Receipts (GDR's) which were transferred under the Scheme of Arrangement in financial year 2012-13. As at March 31, 2015 0.72 Million (2013-14 - 3.10 Millions, 2012-13 - 5.61 Millions) GDR's were outstanding and were eligible for conversion into Equity Shares. The Company does not have information with respect to holders of these GDR's. Holders of Global Depository Receipts (GDRs) will be entitled to receive dividends, subject to the terms of the Deposit Agreement, to the same extent as the holders of Equity Shares, less the fees and expenses payable under such Deposit Agreement and any Indian tax applicable to such dividends. Holders of GDRs will not have voting rights with respect to the Deposited Shares. The GDRs may not be transferred to any person located in India including Indian residents or ineligible investors except as permitted by Indian laws and regulations.

(II) 312.51 Millions (2013-14 - 312.51 Millions, 2012-13 - 312.51 Millions) Equity Shares were allotted by the Company, for consideration other than cash to the shareholders of Erstwhile Holding Company pursuant to and in terms of the Scheme of Arrangement, approved by the Hon'ble High Court of Delhi vide its Order dated December 12, 2012, which came into effect on March 8, 2013 from the Appointed Date April 1, 2012.(Refer Note 40)

(III) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the financial year:-

	As at March 31, 2015		As at March 31, 2014		As at March 31, 2013	
	Equity Shares	Amount (Rs.in Millions)	Equity Shares	Amount (Rs.in Millions)	Equity Shares	Amount (Rs.in Millions)
Particulars	**No. of shares**		**No. of shares**		**No. of shares**	
Opening Balance	334.04	668.08	312.51	625.02	155.69	311.38
Less: Equity Shares of Rs. 10 each cancelled under the Scheme of Arrangement	-	-	-	-	155.69	311.38
Add: Equity Shares of Rs. 2 each issued during the year under the Scheme of Arrangement*	-	-	-	-	312.51	625.02
Add: Equity Shares of Rs. 2 each issued during the year*	21.52	43.05	21.53	43.06	-	-
Closing Balance	**355.56**	**711.13**	**334.04**	**668.08**	**312.51**	**625.02**

*Includes 0.67 Million (2013-14 - 0.83 Million) Equity Shares of Rs. 2 each issued during the year, under various ESOP Schemes aggregating to Rs. 1.33 Millions (2013-14 - Rs. 1.66 Millions) and 20.86 Millions (2013-14 - 20.70 Millions) Equity Shares of Rs. 2 each issued during the year eligible warrant holders(Refer Note 5(ii)) (2013-14 to certain promoter entities and Key Management Personnel) against outstanding Share warrants aggregating to Rs. 41.71 Millions (2013-14 - Rs. 41.40 Millions, 2012-13 Rs. Nil).

(IV) Shares held by Shareholders holding more than 5% shares

	As at March 31, 2015	
Promoter[1]	**No. of Shares held (in Millions)**	**% of Holding**
Mr. Sameer Gehlaut	37.60	10.58%

	As at March 31, 2014	
Promoters	**No. of Shares held (in Millions)**	**% of Holding**
Mr. Sameer Gehlaut	37.60	11.26%
Mr. Saurabh Kumar Mittal	18.99	5.68%
Mr. Rajiv Rattan	18.78	5.62%
Non - Promoters		
Copthall Mauritius Investment Limited	20.60	6.17%
HSBC Global Investment Funds A/C HSBC Global Investment Funds Mauritius Limited	18.83	5.64%
Morgan Stanley Asia (Singapore) PTE	17.00	5.09%

	As at March 31, 2013	
	No. of Shares held (in Millions)	**% of Holding**
Promoters and promoter group company		
Mr. Sameer Gehlaut	37.60	12.03%
Mr. Saurabh Kumar Mittal	18.99	6.08%
Mr. Rajiv Rattan	18.78	6.01%
Orthia Land Development Private Limited	15.72	5.03%
Non - Promoters		
Copthall Mauritius Investment Limited	19.93	6.38%
HSBC Global Investment Funds A/C HSBC Global Investment Funds Mauritius Limited	18.96	6.07%
Morgan Stanley Asia (Singapore) PTE	7.74	2.48%

(1) To impart greater focus and undivided accountability at the leadership level and to rationalize operations of the diverse businesses of the Indiabulls group, so as to put the Company firmly on the growth path, the promoters, during the year, had mutually decided to reorganize the management control of different group companies amongst themselves. As part of the restructuring, Mr. Sameer Gehlaut, Chairman of the Company and the entities promoted by him, namely, Orthia Land Development Private Limited, Orthia Developers Private Limited, Cleta Properties Private Limited, Cleta Buildtech Private Limited, Inuus Infrastructure Private Limited and Inuus Land Development Private Limited have continued as Promoters / Promoter Group / Persons acting in Concert with the promoters of the Company.

Further, with effect from July 18, 2014, Mr. Rajiv Rattan and the entities promoted by him, namely, Priapus Properties Private Limited, Priapus Real Estate Private Limited, Priapus Developers Private Limited, Priapus Constructions Private Limited and Mr. Saurabh Kumar Mittal and the entities promoted by him, namely, Hespera Infrastructure Private Limited, Hespera Properties Private Limited, Hespera Real Estate Private Limited, Hespera Realty Private Limited and Hespera Realcon Private Limited, have ceased to be the Promoters / Promoter Group / PACs with the promoters of the Company.

(V) Employees Stock Options Schemes:

(a) Indiabulls Financial Services Limited ("Erstwhile Holding Company") (Refer Note 40) and its erstwhile subsidiary, Indiabulls Credit Services Limited ("ICSL") had announced ESOS / ESOP schemes for its employees and the employees of it's group companies wherein each option represents one Equity Share of the Company. The Company has adopted the ESOS / ESOP schemes in respect of its employees. A Compensation Committee constituted by the Board of Directors of the Company administers each of the plans.

Stock option schemes of the erstwhile Holding Company including schemes in lieu of stock options schemes of erstwhile fellow subsidiary Indiabulls Credit Services Limited transferred under the Court approved Scheme of Arrangement (Refer Note 40) :

S. No.	ERSTWHILE PLANS	NEW PLANS*
1	IBFSL – ICSL Employees Stock Option Plan – 2006	IHFL- IBFSL Employees Stock Option Plan – 2006
2	IBFSL – ICSL Employees Stock Option Plan II – 2006	IHFL - IBFSL Employees Stock Option Plan II – 2006
3	IBFSL – Employees Stock Option – 2008	IHFL - IBFSL Employees Stock Option – 2008

*The name of the schemes have been revised by the approval of the Shareholders of the Company in the 8th Annual General Meeting held on July 1, 2013.

(b) Indiabulls Housing Finance Limited Employees Stock Option Scheme-2013

The members of the Company at their Meeting dated March 6, 2013 approved the IHFL ESOS - 2013 scheme consisting of 39,000,000 stock options representing 39,000,000 fully paid up Equity Shares of Rs. 2 each of the Company to be issued in one or more tranches to eligible employees of the Company or to eligible employees of the subsidiaries / step down subsidiaries of the Company. The Compensation Committee constituted by the Board of Directors of the Company has, at its meeting held on October 11, 2014, granted, 10,500,000 Stock Options representing an equal number of equity shares of face value of Rs. 2 each at an exercise price of Rs. 394.75, being the then latest available closing market price on the National Stock Exchange of India Ltd. as on October 10, 2014 following the intrinsic method of accounting as is prescribed in the Guidance Note issued by the Institute of Chartered Accountants of India on Accounting for Employees Share Based Payments ("the Guidelines"). As the options have been granted at intrinsic value, there is no employee stock compensation expense on account of the same. These options vest with effect from the first vesting date i.e. October 11, 2015, whereby the options vest on each vesting date as per the vesting schedule provided in the Scheme

(c) The other disclosures in respect of the ESOS / ESOP Schemes are as under:-

As on 31st March, 2015

Particulars	IHFL-IBFSL Employees Stock Option Plan – 2006	IHFL-IBFSL Employees Stock Option Plan II – 2006	IHFL-IBFSL Employees Stock Option – 2008	IHFL ESOS - 2013	IHFL-IBFSL Employees Stock Option – 2008 -Regrant	IHFL-IBFSL Employees Stock Option – 2008- Regrant	IHFL-IBFSL Employees Stock Option Plan – 2006 - Regrant	IHFL-IBFSL Employees Stock Option – 2008 - Regrant	IHFL-IBFSL Employees Stock Option Plan II – 2006 - Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	39,000,000	N.A.	N.A.	N.A.	N.A.	N.A.
Options issued	1,440,000	720,000	7,500,000	10,500,000	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	Five years, 20% each year	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Date	1st April	1st November	8th December	12th October	31st December	16th July	27th August	11th January	27th August
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	N.A.	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	394.75	125.90	158.50	95.95	153.65	100.00
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	205,668	99,951	2,324,002	10,500,000	58,050	143,550	276,500	148,500	153,300
Regrant Addition	N.A	N.A	N.A	N.A	N.A	N.A.	N.A.	N.A.	N.A.
Regrant Date	N.A	N.A	N.A	N.A	December 31, 2009	July 16, 2010	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	60,534	25,581	420,310	-	6,840	20,440	39,500	1,500	21,900
Exercised during the year (Nos.)	57,294	29,145	471,874	-	20,610	20,100	39,500	5,300	21,900
Expired during the year (Nos.)				-	-	-	-	-	-
Cancelled during the year				-	-	-	-	-	-
Lapsed during the year	43,848	7,680	256,040	32,000	0	-	-	132,500	-
Re-granted during the year	-	-	-	0	N.A	N.A	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	104,526	63,126	1,596,088	10,468,000	37,440	123,450	237,000	10,700	131,400
Exercisable at the end of the year (Nos.)	1,080	15,153	129,584	-	3,240	810	39,500	1,700	21,900
Remaining contractual Life (Weighted Months)	55	67	81	90	90	93	83	93	83

N.A - Not Applicable

As on 31st March, 2014

Particulars	IHFL-IBFSL Employees Stock Option Plan – 2006	IHFL-IBFSL Employees Stock Option Plan II – 2006	IHFL-IBFSL Employees Stock Option – 2008	IHFL-IBFSL Employees Stock Option – 2008 -Regrant	IHFL-IBFSL Employees Stock Option – 2008- Regrant	IHFL-IBFSL Employees Stock Option Plan – 2006 - Regrant	IHFL-IBFSL Employees Stock Option – 2008 - Regrant	IHFL-IBFSL Employees Stock Option Plan II – 2006 - Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	N.A.	N.A.	N.A.	N.A.	N.A.
Options issued	1,440,000	720,000	7,500,000	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Date	1st April	1st November	8th December	31st December	16th July	27th August	11th January	27th August
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	125.90	158.50	95.95	153.65	100.00
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	296,910	132,762	3,043,559	87,915	171,720	316,000	163,000	175,200
Regrant Addition	N.A	N.A	N.A	N.A	N.A.	N.A.	N.A.	N.A.
Regrant Date	N.A	N.A	N.A	December 31, 2009	July 16, 2010	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	63,558	25,581	480,588	9,840	20,440	39,500	20,000	21,900
Exercised during the year (Nos.)	78,570	27,693	626,693	2,250	20,170	39,500	14,500	21,900
Expired during the year (Nos.)	-			-	-	-	-	-
Cancelled during the year	-			-	-	-	-	-
Lapsed during the year	12,672	5,118	92,864	27,615	8,000	-	-	-
Re-granted during the year	-	-	-	N.A	N.A	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	205,668	99,951	2,324,002	58,050	143,550	276,500	148,500	153,300
Exercisable at the end of the year (Nos.)	3,888	21,489	186,803	17,010	470	39,500	8,500	21,900
Remaining contractual Life (Weighted Months)	60	72	87	82	99	89	103	89

N.A - Not Applicable

As on 31st March, 2013

Particulars	IBFSL – ICSL Employees Stock Option Plan 2006	IBFSL – ICSL Employees Stock Option Plan II – 2006	Employees Stock Option Plan - 2008	Employees Stock Option Plan - 2008 -Regrant	Employees Stock Option Plan - 2008-Regrant	IBFSL – ICSL Employees Stock Option Plan 2006-Regrant	Employees Stock Option Plan - 2008-Regrant	IBFSL – ICSL Employees Stock Option Plan II - 2006-Regrant
Total Options under the Scheme	1,440,000	720,000	7,500,000	N.A.	N.A.	N.A.	N.A.	N.A.
Options issued	1,440,000	720,000	7,500,000	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Period and Percentage	Four years,25% each year	Four years,25% each year	Ten years,15% First year, 10% for next eight years and 5% in last year	N.A.	N.A.	N.A.	N.A.	N.A.
Vesting Date	1st April	1st November	8th December	31st December	16th July	27th August	11th January	27th August
Revised Vesting Period & Percentage	Eight years, 12% each year for 7 years and 16% during the 8th year	Nine years,11% each year for 8 years and 12% during the 9th year	N.A.	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year	Ten years, 10% for every year
Exercise Price (Rs.)	41.67	100.00	95.95	125.90	158.50	95.95	153.65	100.00
Exercisable Period	4 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date	5 years from each vesting date
Outstanding at the beginning of the year(Nos.)	370,556	164,268	3,689,793	118,155	211,400	316,000	190,668	175,200
Regrant Addition	N.A	N.A	N.A	N.A	N.A.	N.A.	N.A.	N.A.
Regrant Date	N.A	N.A	N.A	December 31, 2009	July 16, 2010	August 27, 2009	January 11, 2011	August 27, 2009
Options vested during the year (Nos.)	63,558	27,429	495,558	11,460	22,940	39,500	20,000	21,900
Exercised during the year (Nos.)	65,046	21,186	547,026	18,990	26,680	-	27,668	-
Expired during the year (Nos.)	-	-	-	-	-	-	-	-
Cancelled during the year	-	-	-	-	-	-	-	-
Lapsed during the year	8,600	10,320	99,208	11,250	13,000	-	-	-
Re-granted during the year	-	-	-	N.A	N.A	N.A	N.A	N.A
Outstanding at the end of the year (Nos.)	296,910	132,762	3,043,559	87,915	171,720	316,000	163,000	175,200
Exercisable at the end of the year (Nos.)	21,492	24,328	339,962	12,420	200	39,500	3,000	21,900
Remaining contractual Life (Weighted Months)	64	80	90	97	105	95	110	95

N.A - Not Applicable

The Fair value of the options as determined by an Independent firm of Chartered Accountants, which has been regranted by the Erstwhile Holding Company under the respective plans using the Black-Scholes Merton Option Pricing Model based on the following parameters are as under:-

Particulars	IHFL - IBFSL Employees Stock Option – 2008 Regrant	IHFL - IBFSL Employees Stock Option – 2008 Regrant	IHFL - IBFSL Employees Stock Option – 2006-Regrant	IHFL - IBFSL Employees Stock Option Plan II – 2006-Regrant	IHFL - IBFSL Employees Stock Option – 2008 Regrant	IHFL ESOS - 2013
Exercise price (Rs.)	125.90	158.50	95.95	100.00	153.65	394.75
Expected volatility*	99.61%	99.60%	75.57%	75.57%	99.60%	46.30%
Expected forfeiture percentage on each vesting date	Nil	Nil	Nil	Nil	Nil	Nil
Option Life (Weighted Average)	9.80 Years	9.80 Years	9.80 Years	9.80 Years	9.80 Years	5 Years
Expected Dividends yield	3.19%	2.89%	4.69%	4.50%	2.98%	10.00%
Weighted Average Fair Value (Rs.)	83.48	90.24	106.3	108.06	84.93	89.76
Risk Free Interest rate	7.59%	7.63%	7.50%	7.50%	7.63%	8.57%

*The expected volatility was determined based on historical volatility data.

Fair Value Methodology:

As all the other plans were issued based on the fair value of the options on the date of the grant, there is no impact of the same on the net profit and earnings per share. The IHFL - IBFSL Employees Stock Option Plan – 2008 (including re-grant) and IHFL ESOS - 2013, were issued at the Intrinsic value of the options on the date of the grant. Had the compensation cost for the stock options granted under IHFL - IBFSL Employees Stock Option Plan – 2008 (including re-grant) and IHFL ESOS - 2013, been determined based on the fair value approach, the Company's net profit and earnings per share would have been as per the pro forma amounts indicated below:-

(Amount In Millions)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Net Profit available to Equity Share holders (as reported)	19,782.28	15,099.99	12,279.07
Less : Stock-based compensation expense determined under fair value based method: [Gross Rs. 1,299.52 Million (2013-14 Rs. 383.94 Million, 2012-13 Rs. 390.85 Million)] (Pro forma)	220.59	29.35	40.99
Net Profit available to Equity Share holders (as per Pro forma)	19,561.69	15,070.64	12,238.08
Basic earnings per share (as reported) in Rs.	57.18	46.30	39.34
Basic earnings per share (Pro forma) in Rs.	56.54	46.21	39.21
Diluted earnings per share (as reported) in Rs.	55.52	45.83	38.12
Diluted earnings per share (Pro forma) in Rs.	54.90	45.74	37.99

(VI) During the year ended March 31, 2013, pursuant to the Scheme of Arrangement the Authorised Capital of the Company has been rearranged to Rs.16,000.00 Millions divided into 3,000.00 Million Equity Shares of Rs. 2 each and 1,000.00 Million Preference Shares of Rs. 10 each.

(VII) 19.42 Million Equity Shares of Rs. 2 each (2013-14 30.91 Million, 2012-13 52.59 Million) are reserved for issuance as follows:-

(a) 12.77 Million Equity shares of Rs. 2 each (2013-14 3.41 Million, 2012-13 4.39 Million) towards Employees Stock options as granted.
(b) 6.64 Million Equity shares of Rs. 2 each (2013-14 27.50 Million, 2012-13 48.20 Million) towards outstanding share warrants. (Refer Note 5(ii))

		As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
		Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
(4)	**Reserves and surplus**			
	Capital Reserve:			
	Opening Balance	137.50	137.50	-
	Add: Additions during the year	-	-	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	137.50
	Closing Balance	**137.50**	**137.50**	**137.50**
	Capital Redemption Reserve:			
	Opening Balance	3.62	3.62	-
	Add: Additions during the year	-	-	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	3.62
	Closing Balance	**3.62**	**3.62**	**3.62**
	Securities Premium Account:			
	Opening Balance	32,083.37	29,546.45	3,365.35
	Add: Additions during the year on account of shares issued under ESOPs	61.82	76.20	66.77
	Add: Additions during the year on account of shares issued against Share Warrants	4,650.95	4,471.20	-
	Add: Transfer from Stock Compensation Adjustment Account	6.14	6.14	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	32,311.82
		36,802.28	**34,099.99**	**35,743.94**
	Less: Adjustment on account of merger [1]	-	-	3,696.48
	Less: Debenture issue expenses (Net of tax effect of Rs. 56.10 Millions (2013-14 Rs. 47.75 Millions, 2012-13 Rs. 227.62 Million)	185.18	175.79	682.93
	Less: Premium on Redemption of Non Convertible Debentures (Including Discount) (Net of tax effect of Rs. 68.18 Millions (2013-14 Rs. 500.077 Millions, 2012-13 Rs. 605.96 Million)	2,250.37	1,840.83	1,818.08
	Closing Balance	**34,366.73**	**32,083.37**	**29,546.45**
	Stock Compensation Adjustment: (Refer Note 40)			
	Employee Stock Options outstanding	61.40	61.40	61.40
	Less: Deferred Employee Stock Compensation expense	8.50	12.98	18.80
	Less: Transferred to Securities Premium Account	24.56	18.42	12.28
	Closing Balance	**28.34**	**30.00**	**30.32**
	General Reserve:			
	Opening Balance	5,134.25	3,624.25	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	2,396.25
	Add: Amount transferred during the year from Surplus in Statement of Profit and Loss	-	1,510.00	1,228.00
	Less: Amount Utilised during the Year for Transfer to Deferred Tax Liability [2]	(1,204.36)	-	-
	Closing Balance	**3,929.89**	**5,134.25**	**3,624.25**
	Foreign Currency Monetary Item Translation Difference Account: [3]			
	Opening Balance	-	(27.52)	-
	Add: Transferred during the Year	(84.40)	-	(27.52)
	Less: Adjusted during the Year	-	27.52	-
	Closing Balance	**(84.40)**	**-**	**(27.52)**
	Other Reserves:			
	Special Reserve u/s 36(1)(viii) of the Income Tax Act, 1961:			
	Opening Balance	890.00	890.00	-
	Add: Transferred during the year	-	-	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	890.00
	Closing Balance	**890.00**	**890.00**	**890.00**
	Statutory Reserve:			
	Reserve (I)(As per Section 29C of the Housing Bank Act, 1987) [4] & [5]			
	Opening Balance	2,959.62	1,439.62	233.81
	Add : Amount transferred during the year from Surplus in Statement of Profit and Loss	2,096.45	1,520.00	1,205.81
	Closing Balance	**5,056.07**	**2,959.62**	**1,439.62**
	Reserve (II)[7]			
	Opening Balance	5,054.80	5,054.80	-
	Add: Transferred during the year	-	-	-
	Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note.40)	-	-	5,054.80
	Closing Balance	**5,054.80**	**5,054.80**	**5,054.80**
	Reserve (III) [4] & [5]			
	Opening Balance	3,480.00	1,980.00	730.00
	Add: Transferred during the year	1,860.00	1,500.00	1,250.00
	Closing Balance	**5,340.00**	**3,480.00**	**1,980.00**
	Additional Reserve Fund (U/s 29C of the National Housing Bank Act, 1987): [4]			
	Opening Balance	3,749.35	2,749.35	2,069.55
	Add: Amount transferred during the year from Surplus in Statement of Profit and Loss	1,500.00	1,000.00	2,000.00
	Less: Amount utilised during the year [7]	-	-	1,320.20
	Closing Balance	**5,249.35**	**3,749.35**	**2,749.35**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Surplus in Statement of Profit and Loss:			
Opening Balance	481.14	2,208.79	1,595.24
Less: Adjustment on account of Depreciation(Net of tax benefit amount) (8) & (Note 14)	36.54	-	-
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement(Refer Note.40)			1,295.15
Profit for the year	19,782.28	15,099.99	12,279.06
Amount available for appropriation (A)	**20,226.88**	**17,308.78**	**15,169.45**
Appropriations:			
Interim Dividend paid on Equity Shares (Rs. 26.00 Per Share (2013-14 Rs. 20.00 Per Share, 2012-13 Rs. 13.50 Per Share))	9,104.09	6,650.14	4,215.02
Interim Dividend payable on Equity Shares (Rs. Nil Per Share (2013-14 Rs. 9.00 Per Share, 2012-13 Rs. 6.50 Per Share))	-	3,006.38	2,031.32
Dividend for the previous year on Equity Shares issued after the year end pursuant to ESOPs Allotment	1.07	-	-
Dividend for the previous year on Equity Shares issued by the Erstwhile Holding Company after the year end pursuant to ESOPs Allotment	-	-	1.29
Corporate Dividend Tax on Interim Dividend paid on Equity Shares	1,425.97	1,130.19	683.78
Corporate Dividend Tax on Interim Dividend payable on Equity Shares	-	510.93	345.22
Corporate Dividend Tax on Dividend for the previous year on Equity Shares issued by the Erstwhile Holding Company after the year end pursuant to ESOPs Allotment	-	-	0.21
Corporate Dividend Tax on Dividend for the previous year on Equity Shares issued after the year end pursuant to ESOPs Allotment	0.18	-	-
Transferred to General Reserve	-	1,510.00	1,228.00
Transferred to Reserve U/s 36(1)(viii)(Considered as eligible transfer to Special Reserve U/s 29C of the National Housing Bank Act, 1987) (3)	1,860.00	1,500.00	1,250.00
Transferred to Special Reserve (U/s 29C of the National Housing Bank Act, 1987) (4)	2,096.45	1,520.00	1,205.81
Transferred to Additional Reserve (U/s 29C of the National Housing Bank Act, 1987) (4)	1,500.00	1,000.00	2,000.00
Total Appropriations (B)	**15,987.76**	**16,827.64**	**12,960.65**
Balance of Profit Carried Forward (A)-(B)	4,239.12	481.14	2,208.80
	64,211.02	**54,003.65**	**47,637.19**

(1) During the year ended March 31, 2013, the difference between the carrying amount of Investment in Indiabulls Housing Finance Limited held by Indiabulls Financial Services Limited, and amount of Capital issued earlier has been debited to Securities Premium account as per Scheme of Arrangement on cancellation of said investment.

(2) Vide Circular NHB(ND)/DRS/Pol. 62/2014 dated May 27, 2014, the National Housing Bank (NHB) has directed Housing Finance Companies to provide for deferred tax liability in respect of the balance in the "Special Reserve" created under Section 36(1)(viii) of the Income Tax Act, 1961. NHB has clarified that the deferred tax liability in respect of the opening balance in the Special Reserve as at April 1, 2014, may be created by adjusting the opening reserves as of that date. Accordingly, the Company has adjusted its opening reserves as at April 1, 2014, with the amount of deferred tax liability in respect of the opening balance in the Special Reserve as of that date.

(3) Pursuant to the notification dated December 29, 2011 issued by the Ministry of Corporate Affairs amending Accounting Standard 11 - The Effects of Changes in Foreign Exchange Rates, the Company has exercised the option as per para 46A inserted in the said Standard for all long term monetary assets and liabilities. Consequently an amount of Rs. 84.40 Million (2013-14 Rs. Nil, 2012-13 Rs. 27.52 Million) representing translation difference on foreign currency loans is carried forward in the Foreign Currency Monetary Item Translation Difference Account as on March 31, 2015.

(4) In terms of Section 29C of the National Housing Bank ("NHB") Act, 1987, the Company is required to transfer at least 20% of its Profit after tax to a Reserve Fund before any dividend is declared. Transfer to a Reserve Fund in terms of Section 36(1)(viii) of the Income Tax Act, 1961 is also considered as an eligible transfer as transfer to Special Reserve under Section 29C of the National Housing Bank ("NHB") Act, 1987. The Company has transferred an amount of Rs. 1,860.00 Millions (2013-14 Rs. 1,500.00 Million, 2012-13 Rs. 1,250.00 Millions) to reserve created in terms of Section 36(1)(viii) of the Income Tax Act, 1961 termed as "Special Reserve (III)" and also transferred an amount of Rs. 2,096.45 Million (2013-14 Rs. 1,520.00 Million, 2012-13 Rs. 1,205.81 Million**)** to the Reserve in terms of Section 29C of the National Housing Bank ("NHB") Act, 1987 Fund as at the year end. Further an additional amount of Rs. 1,500.00 Million (2013-14 Rs. 1,000.00 Million, 2012-13 Rs. 2,000.00 Million) has been set apart by way of transfer to Additional Reserve Fund in excess of the statutory minimum requirement as specified under Section 29C pursuant to Circular no. NHB(ND)/DRS/Pol-No. 03/2004-05 dated August 26, 2004 issued by the National Housing Bank. The additional amount so transferred may be utilised in the future for any business purpose.

(5) Disclosure in terms of Circular No. NHB(ND)/ DRS/ Pol.Circular.61/ 2013-14 dated April 7, 2014:-

Particulars	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Balance at the beginning of the year			
a) Statutory Reserve U/s 29C of the National Housing Bank Act, 1987	2,959.62	1,439.62	233.81
b) Amount of special reserve U/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	3,480.00	1,980.00	730.00
c) Total	**6,439.62**	**3,419.62**	**963.81**
Addition / Appropriation / Withdrawal during the year			
Add:			
a) Amount transferred U/s 29C of the NHB Act, 1987	2,096.45	1,520.00	1,205.81
b) Amount of special reserve U/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	1,860.00	1,500.00	1,250.00
Less:			
a) Amount appropriated from the Statutory Reserve U/s 29C of the NHB Act, 1987	-	-	-
b) Amount withdrawn from the Special Reserve U/s 36(1)(viii) of Income Tax Act, 1961 which has been taken into account for the purpose of provision U/s 29C of the NHB Act, 1987	-	-	-
Balance at the end of the year		-	-
a) Statutory Reserve U/s 29C of the National Housing Bank Act, 1987	5,056.07	2,959.62	1,439.62
b) Amount of special reserve U/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	5,340.00	3,480.00	1,980.00
c) Total	**10,396.07**	**6,439.62**	**3,419.62**

(6) This pertains to reserve created under section 45-IC of the Reserve Bank of India Act 1934, by the Erstwhile Holding Company Indiabulls Financial Services Limited, which has been transferred to the Company under the Scheme of Arrangement during the year ended March 31, 2013. (Refer Note 40)

(7) During the year, in addition to the charge of Rs. 2,768.62 Million (2013-14 Rs. 1,284.56 Million, 2012-13 Rs. 547.18 Million) towards provision for loan assets and standard assets to the Statement of Profit and Loss, an amount of Rs. Nil (net of Deferred Tax of Rs. Nil) [(2013-13 Rs. Nil, 2012-13 Rs. 1,320.2 Million) (net of deferred tax of Rs. Nil, 2013-14 Rs. Nil, 2012-13 Rs. 679.80)], being one time charge of provision for standard assets and other contingencies due to merger between the Company and the Erstwhile Holding Company (Refer note 41) and changes in the provisioning requirements by the National Housing Bank vide Circulars no. NHB.HFC.DIR.4/CMD/2012 dated January 19, 2012 has been transferred from Additional Reserve created as per Section 29C of the National Housing Bank Act, 1987 pursuant to Circular No. NHB(ND)/DRS/Pol- 03/2004-05 dated August 26, 2004 as under;

Particulars	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Provisions for Contingencies	-	-	2,223.67
Provision for Loan Assets	2,768.62	1,284.56	323.51
Total	**2,768.62**	**1,284.56**	**2,547.18**

(8) Due to change in the method of calculating depreciation, on account of change in depreciation rate based on useful life of the assets in terms of schedule II of the Companies Act, 2013, the opening balance of accumulated depreciation as at April 1, 2014, has been recalculated. The remaining depreciation has been amortised over the balance useful life of the assets. The impact on account of change in method of calculating the depreciation has been debited (net of tax benefit) to the opening balance of Statement of Profit and Loss.

(5) (i) In terms of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, the erstwhile Holding Company during the financial year 2012-13, upon receipt of Shareholders approval, has on June 9, 2012, issued and allotted an aggregate of 20,700,000 warrants, to certain Promoter group entities and Key Management Personnel, at a conversion price of Rs. 218 per Equity Share, 25% of which amounting to Rs. 1,128.15 million had already been received by the Erstwhile Holding Company from the respective Allottee's as upfront amount as at the Year ended March 31, 2013. These warrants were convertible into an equivalent number of Equity Shares of face value Rs. 2 each, in the Company, upon receipt of balance conversion price, within a period of eighteen months from the date of allotment. During the year 2013-14 the Company has received from the warrant holders the balance amount of 75% amounting to Rs. 3,384.45 million upon exercise of the rights to convert the warrants into equity shares. (Refer Note 40)

(ii) During the financial year 2009-10, in terms of Chapter VIII of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 in respect of the issue of the Secured Non Convertible Debentures of the Company to QIBs under Qualified Institutions Placement , the erstwhile Holding Company issued 27,500,000 Share Warrants being issued at a Warrant Issue Price of Rs.5 per Share Warrant, with a right exercisable by the Warrant holder to exchange each Warrant with one equity share of the Company of face value Rs.2 each, any time before the expiry of 60 months from the date of allotment of the Warrants, at a Warrant Exercise Price of Rs.225 per equity share. During the current financial year the company has issued and allotted 20,856,300 equity shares of face value of Rs. 2 each at an exercise price of Rs.225 per equity share to the eligible warrant holders. (Refer Note 40)

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(6)	**Long-term borrowings**			
	Secured			
	Redeemable Non Convertible Debentures (Refer Note 29 (i))**	112,971.00	65,754.00	58,071.00
	Term Loans (Refer Note 29(ii))*	-	-	-
	- from banks	148,546.29	120,018.29	111,821.80
	- External Commercial Borrowing	12,518.16	-	-
	- from others	1,500.00	2,625.00	4,005.00
	Unsecured	-	-	-
	Loans and Advances from Others	-	-	-
	-10.60% Non convertible Subordinated Perpetual Debentures***	1,000.00	1,000.00	1,000.00
	- Subordinated Debt (Refer Note 29 (iii))	9,796.80	9,646.80	7,446.80
		286,332.25	**199,044.09**	**182,344.60**

*Secured by hypothecation of Loan Receivables(Current and Future) /Current Assets/Cash and Cash Equivalents of the Company.
**Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.
***No Put Option, Call Option exercisable at the end of 10 years from the date of allotment (exercisable only with the prior approval of the concerned regulatory authority)

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(7)	**Deferred tax Liabilities (net)**			

Pursuant to Accounting Standard (AS) – 22 'Accounting for Taxes on Income', the Company debited an amount of Rs. 632.95 Millions (2013-14 credited Rs.162.27 Million, 2012-13 debited Rs. 142.62 Million) as deferred tax charge (net) to the Statement of Profit and Loss arising on account of timing differences. The breakup of deferred tax into major components as at March 31, 2015 is as under:

	2015	2014	2013
Deferred Tax Liabilities			
On Reserve Created U/s 36(1)(viii) of the Income Tax Act, 1961	1,846.13	-	-
On difference between accounting income and taxable income on investments	498.56	-	-
Deferred Tax Assets			
Provision for loan assets and contingent provision against standard assets	2,002.52	-	-
On difference between book balance and tax balance of fixed assets/other assets	43.57	-	-
Disallowance under Section 40A(7) of the Income-Tax Act, 1961	39.02	-	-
Disallowance under Section 43B of the Income-Tax Act, 1961	235.57	-	-
Deferred Tax Liabilities (Net)	**24.01**	**-**	**-**

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(8)	**Other Long-term liabilities**			
	Foreign Currency Forward payable	2,286.89	-	-
	Other Liabilities	2.24	2.24	2.76
	Interest Accrued but not due on Secured Redeemable, Non Convertible Debentures	100.11	-	75.62
		2,389.24	**2.24**	**78.38**

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(9)	**Long term provisions**			
	Provision for Contingencies (1) & (Refer Note 38)	2,681.28	2,630.87	2,650.97
	Provision for Gratuity (Refer Note 26)	104.72	74.13	73.00
	Provision for Compensated Absences (Refer Note 26)	48.59	30.82	32.02
	Provision for Superannuation (Refer Note 26)	625.88	405.35	292.23
	Premium on Redemption on Secured Non Convertible Debentures (Accrued but not due)(Sinking fund)	1,259.17	478.05	621.32
		4,719.64	**3,619.22**	**3,669.54**

(1) Provision for Contingencies includes Contingent provision against standard assets and other contingencies. As per National Housing Bank Circular No. NHB/HFC/DIR.3/CMD/2011 dated August 5, 2011 and NHB/HFC/DIR.9/CMD/2013 dated September 6, 2013, in addition to provision for non performing assets, all housing finance companies are required to carry a general provision. (i) at the rate of 2% on housing loans disbursed at comparatively lower rate of interest in the initial few years, after which rates are reset at higher rates; (ii) at the rate of 0.75% of Standard Assets in respect of Commercial Real Estates (Residential Housing):, (iii) at the rate of 1.00% of Standard Assets in respect of other Commercial Real Estates and (iv) at the rate of 0.40% of the total outstanding amount of loans which are Standard Assets other than (i), (ii) & (iii) above. Accordingly, the Company is carrying a provision of Rs. 3,000.00 Million (2013-14 Rs. 2,500.00 Millions, Year Rs. 2,500.00 Million) towards standard assets (included in Provisions for Contingencies), which is well over the required minimum provision as per the NHB Guidelines.

Movement in Provision for Contingencies Account during the year is as under :	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Particulars			
Opening Balance	3,030.00	3,030.00	362.36
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note. 40)	-	-	443.97
Add: Addition during the Year	-	-	2,223.67
Utilised during the year towards diminution in value of investments/write offs etc	-	-	-
Closing Balance*	**3,030.00**	**3,030.00**	**3,030.00**
*Includes Contingent Provision Against Standard Assets	3,000.00	2,500.00	2,500.00

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(10) Short-term borrowings			
Secured			
(a) Loans repayable on demand			
From banks- Working Capital Demand Loan*	35,800.00	31,000.00	28,500.00
From banks- Cash Credit Facility*	21,055.48	14,208.96	5,432.62
(b) Other Loans and advances	-	-	-
From banks*	29,689.30	9,725.00	7,277.52
From Others	-	600.00	-
Redeemable, Non Convertible Debentures**	-	6,000.00	650.00
Unsecured	-	-	-
Other Loans and advances	-	-	-
Commercial Papers***	18,370.00	22,940.00	21,950.00
	104,914.78	**84,473.96**	**63,810.14**

*Secured by hypothecation of Loan Receivables (Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

**Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.

*** Maximum balance outstanding during the year Rs. 77,380.00 Million (2013-14 Rs. 58,790.00 Million, 2012-13 Rs. 29,880.00 Million).

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(11) Trade payables			
(a) Dues to Micro and Small Enterprises *	-	-	-
(b) Dues to others	31.60	23.31	28.53
	31.60	**23.31**	**28.53**

* Disclosures under the Micro, Small and Medium Enterprises Development Act, 2006:

(a) An amount of Rs. Nil and Rs. Nil was due and outstanding (2013-14 Rs. Nil and Rs. Nil, 2012-13 Rs. Nil and Rs. Nil) to suppliers as at the end of the accounting year on account of Principal and Interest respectively.

(b) No interest was paid during the year in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 and no amount was paid to the supplier beyond the Appointed Day.

(c) No interest is payable at the end of the year other than interest under Micro, Small and Medium Enterprises Development Act, 2006.

(d) No amount of interest was accrued and unpaid at the end of the accounting year.

The above information regarding to Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(12) Other current liabilities			
Current maturities of long term debt (1)	64,316.30	61,377.11	64,703.10
Interest accrued but not due (2)	5,620.78	4,459.81	3,549.01
Temporary Overdrawn Balances as per books	11,072.85	10,926.11	6,957.57
Amount payable on Assigned Loans	2,099.38	2,874.64	2,108.40
Foreign Currency Forward payable	1,082.02	-	-
Other Current Liabilities for Statutory Dues and Expense Provisions	1,034.11	651.77	609.69
Unclaimed Dividends(3)	29.16	24.19	19.29
	85,254.60	**80,313.63**	**77,947.06**
(1) Current maturities of long term debt			
Redeemable, Non Convertible Debentures	22,513.00	22,850.00	26,890.00
Term Loans			
From Banks (Refer Note 29 (ii))	40,678.30	37,147.11	37,183.10
From Others (Refer Note 29 (ii))	1,125.00	1,380.00	630.00
	64,316.30	**61,377.11**	**64,703.10**
(2) Interest accrued but not due			
On Term Loans and Working Capital Demand Loans	139.37	78.40	42.20
On Secured Redeemable Non Convertible Debentures	4,919.25	3,827.13	3,106.86
On Subordinate Debt and Perpetual Debt	562.16	554.28	399.95
	5,620.78	**4,459.81**	**3,549.01**

(3) In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as on March 31, 2015, March 31, 2014 and March 31, 2013.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(13) Short-term provisions			
Provision for Taxation (Net of Advance Tax/ TDS/ Self assessment Tax Rs. 8,063.56 Million (2013-14 Rs. 3,406.60 Million, 2012-13 Rs. 4,552.74 Million))	1,365.46	3,093.07	1,569.91
Provision for Fringe Benefits Tax (net of Advance Tax Rs. 2.27 Million (2013-14 Rs. Rs. 2.27 Million, 2012-13 Rs.79.00 Million))	0.19	0.19	0.19
Provision for Contingencies (Refer Note. 9 & 38)	348.71	399.13	379.02
Provision for Gratuity (Refer Note 26)	8.02	6.26	4.70
Provision for Compensated Absences (Refer Note 26)	6.19	2.71	2.39
Premium on Redemption on Secured Non Convertible Debentures (Accrued but not due)(Sinking fund)	1,109.24	1,614.73	3,882.51
Interim Dividend payable on Equity Shares Rs. Nil (2013-14 Rs. 9.00, 2012-13 Rs. 6.50) per Share	-	3,006.38	2,031.32
Corporate Dividend Tax payable on Interim Dividend payable on Equity Shares	-	510.93	345.22
	2,837.81	**8,633.40**	**8,215.26**

(14) Fixed assets

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
A) Tangible Assets			
Land			
Opening Balance	3.22	3.22	1.18
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	1.91
Addition during the Year	-	-	0.13
Adjustments/ Sales during the Year	-	-	-
Closing Balance	**3.22**	**3.22**	**3.22**
Opening Balance of Depreciation	**-**	**-**	**-**
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	-
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	-	-	-
Adjustments/ Sales during the Year	-	-	-
Total Deprication	-	-	-
Net Closing Balance	**3.22**	**3.22**	**3.22**
Buildings			
Opening Balance	10.26	10.26	10.26
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	-
Addition during the Year	3.08	-	-
Adjustments/ Sales during the Year	-	-	-
Closing Balance	**13.34**	**10.26**	**10.26**
Opening Balance of Depreciation	0.56	0.39	0.22
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	-
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	0.22	0.17	0.17
Adjustments/ Sales during the Year	-	-	-
Total Deprication	**0.78**	**0.56**	0.39
Net Closing Balance	**12.56**	**9.70**	**9.87**
Computers			
Opening Balance	203.25	190.03	21.88
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	155.70
Addition during the Year	23.77	17.93	13.79
Adjustments/ Sales during the Year	6.22	4.71	1.34
Closing Balance	**220.80**	**203.25**	**190.03**
Opening Balance of Depreciation	160.94	150.33	15.71
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	113.60
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	11.46	-	-
Depreciation Provided during the year	24.40	15.19	22.15
Adjustments/ Sales during the Year	6.20	4.58	1.13
Total Deprication	**190.60**	**160.94**	**150.33**
Net Closing Balance	**30.20**	**42.31**	**39.70**
Furniture and Fixtures			
Opening Balance	127.46	114.04	20.68
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	79.21
Addition during the Year	26.11	14.15	14.60
Adjustments/ Sales during the Year	0.59	0.73	0.45
Closing Balance	**152.98**	**127.46**	**114.04**
Opening Balance of Depreciation	93.17	63.21	11.27
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	32.82
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	56.40	30.43	19.38
Adjustments/ Sales during the Year	0.31	0.47	0.26
Total Deprication	**149.26**	**93.17**	**63.21**
Net Closing Balance	**3.72**	**34.29**	**50.83**
Leasehold Improvements			
Opening Balance	217.17	202.90	18.05
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	167.13
Addition during the Year	23.80	23.78	18.65
Adjustments/ Sales during the Year	5.25	9.51	0.93
Closing Balance	**235.72**	**217.17**	**202.90**
Opening Balance of Depreciation	65.30	69.33	5.02
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	54.10
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	1.68	2.87	10.93
Adjustments/ Sales during the Year	4.15	6.90	0.72
Total Deprication	**62.83**	**65.30**	**69.33**
Net Closing Balance	**172.89**	**151.87**	**133.57**
Office Equipments			
Opening Balance	113.87	104.27	8.27
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	85.65
Addition during the Year	3.98	10.48	10.87
Adjustments/ Sales during the Year	6.79	0.88	0.52
Closing Balance	**111.06**	**113.87**	**104.27**
Opening Balance of Depreciation	30.09	25.11	1.64
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	18.65
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	38.15	-	-
Depreciation Provided during the year	19.41	5.30	4.98
Adjustments/ Sales during the Year	6.76	0.32	0.16
Total Deprication	**80.89**	**30.09**	**25.11**
Net Closing Balance	**30.17**	**83.78**	**79.16**

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Vehicles			
Opening Balance	185.25	165.09	15.17
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	112.83
Addition during the Year	220.86	34.50	50.63
Adjustments/ Sales during the Year	22.38	14.34	13.54
Closing Balance	**383.73**	**185.25**	**165.09**
Opening Balance of Depreciation	54.38	40.68	2.69
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	28.25
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	6.26	-	-
Depreciation Provided during the year	74.63	17.07	14.93
Adjustments/ Sales during the Year	5.60	3.37	5.19
Total Deprication	**129.67**	**54.38**	**40.68**
Net Closing Balance	**254.06**	**130.87**	**124.41**
Total (A)	**506.82**	**456.04**	**440.76**
B) Intangible Assets			
Softwares			
Opening Balance	190.55	189.34	26.05
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	159.24
Addition during the Year	8.35	1.21	4.05
Adjustments/ Sales during the Year	-	-	-
Closing Balance	**198.90**	**190.55**	**189.34**
Opening Balance of Amortisation	186.32	180.82	25.19
Addition on account of Scheme of Arrangement (Refer Note 40)	-	-	136.05
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	-	-	-
Depreciation Provided during the year	3.38	5.50	19.58
Adjustments/ Sales during the Year	-	-	-
Total Amortisation	**189.70**	**186.32**	**180.82**
Net Closing Balance	**9.20**	**4.23**	**8.52**
Total (B)	**9.20**	**4.23**	**8.52**
Gross Block	**1,320.00**	**1,051.00**	**979.00**
Opening Depreciation	**590.76**	**529.87**	**61.74**
Addition on account of Scheme of Arrangement (Refer Note 40)	**-**	**-**	**383.47**
Transition adjustment recorded against surplus Balance in Statement of Profit and Loss#	**55.87**	**-**	**-**
Depreciation Provided during the year	**180.12**	**76.53**	**92.12**
Adjustments/ Sales during the Year	**23.02**	**15.64**	**7.46**
Total Depreciation	**804.00**	**591.00**	**530.00**
Total (A+B)	**516.02**	**460.27**	**449.28**

#Due to change in the method of calculating depreciation, on account of change in depreciation rate based on useful life of the assets in terms of schedule II of the Companies Act, 2013, the depreciation for the financial year 2014-15 is higher by Rs. 106,428,739 than the depreciation calculated for financial year 2012-13 in terms of schedule XIV of Companies Act, 1956.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(15) Non-current investments (Refer Note 40)			
Long Term - Trade - Unquoted			
(i) In Wholly owned Subsidiary Companies (Unless otherwise stated):			
- 50,000 (2013-14 50,000 , 2012-13 50,000) Fully paid up Equity Shares face value Rs 10 each in Indiabulls Insurance Advisors Limited [1]	0.50	0.50	0.50
- 10,942,096 (2013-14 7,608,696 , 2012-13 4,375,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Finance Company Private Limited [2]	4,054.41	3,054.39	437.50
- 5,000,000 (2013-14 5,000,000 , 2012-13 5,000,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Capital Services Limited [1]	50.00	50.00	50.00
- 10,000,000 (2013-14 10,000,000 , 2012-13 10,000,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Commercial Credit Limited(formerly known as Indiabulls Infrastructure Credit Limited)	250.00	250.00	250.00
- 22,500,000 (2013-14 22,500,000 , 2012-13 22,500,000) Fully paid up Compulsory Convertible Cumulative Preference shares of face value Rs 10 each in Indiabulls Commercial Credit Limited (formerly known as Indiabulls Infrastructure Credit Limited)[3]	2,025.00	2,025.00	2,025.00
- 2,550,000 (2013-14 2,550,000 , 2012-13 2,550,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Advisory Services Limited	25.50	25.50	25.50
- 50,000 (2013-14 50,000 , 2012-13 50,000) Fully paid up Equity Shares face value Rs 10 each in Indiabulls Asset Holding Company Limited [1]	0.50	0.50	0.50
- 50,000 (2013-14 50,000 , 2012-13 50,000) Fully paid up Equity Shares face value Rs 10 each in Indiabulls Life Insurance Company Limited [(1) & (6)]	0.50	0.50	0.50
- 150,000 (2013-14 150,000 , 2012-13 150,000) Fully paid up Equity Shares face value Rs 10 each in Indiabulls Collection Agency limited	100.50	100.50	100.50
- 50,000 (2013-14 50,000 , 2012-13 50,000) Fully paid up Equity Shares face value Rs 10 each in Ibulls Sales Limited	0.50	0.50	0.50
- 70,000,000 (2013-14 21,000,000 , 2012-13 15,000,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Asset Management Company Limited [5]	700.00	210.00	150.00
- 50,000 (2013-14 500,000 , 2012-13 500,000) Fully paid up Equity Shares face value Rs 10 each in Indiabulls Trustee Company Limited	5.00	5.00	5.00

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
- 150,000 (2013-14 1,500,000 , 2012-13 1,500,000) Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Holdings Limited		1.50	1.50	1.50
- 1,225,000 (2013-14 1,225,000 , 2012-13 1,225,000)Fully paid up Equity Shares of face value Rs 10 each in Indiabulls Asset Reconstruction Company Limited		12.25	12.25	12.25
	Total (i)	**7,226.16**	**5,736.14**	**3,059.25**
(ii) Other Long Term Investments (Unquoted):				
- 28,000,000 (2013-14 28,000,000 , 2012-13 28,000,000) Fully paid up Equity Shares of face value Rs 5 each in Indian Commodity Exchange Limited [(4)]		140.00	140.00	140.00
- 50 (2013-14 50 , 2012-13 50) 9.25% Unsecured Redeemable, Non-Convertible Subordinated Bonds of Dena Bank of Face Value of Rs. 10.00 Million each		50.00	50.00	50.00
- Investments in Pass Through Certificates (Refer Note 29(iv)(c))		76.99	94.91	-
	Total (ii)	**266.99**	**284.91**	**190.00**
	Total (i)+(ii)	**7,493.15**	**6,021.05**	**3,249.25**
Aggregate market value of quoted Investments		**-**	**-**	**-**
Aggregate book value of quoted Investments		**-**	**-**	**-**
Aggregate book value of unquoted Investments		**7,493.15**	**6,021.05**	**3,249.25**
Aggregate provision for diminution in value of Investments		**-**	**-**	**-**

(1) Investments by the Company in the Equity Share capital of Indiabulls Insurance Advisors Limited and Indiabulls Capital Services Limited are considered as strategic and long term in nature and are held at a cost of Rs. 0.50 Million and Rs. 50.00 Million respectively. The Company considers the losses suffered by these subsidiaries as temporary in nature and accordingly no provision for diminution in value has been made in the books of account.

As at March 31, 2015, the Company holds 100% of the Equity capital of Indiabulls Asset Holding Company Limited and Indiabulls Life Insurance Company Limited at a cost of Rs. 0.50 Million each. Based on the audited financials of these companies, as at March 31, 2015, there has been an erosion in the value of investment made in those companies as the operations in those companies have not yet commenced / are in the process of being set up. As the Management considers the investment in these companies as strategic and long term in nature, the Company considers the losses suffered by these subsidiaries as temporary in nature and accordingly no provision for diminution in their carrying values has been made in the books of account.

(2) The Company was holding 57.50% of the capital of Indiabulls Finance Company Private Limited (IFCPL), which has become a subsidiary of the Company pursuant to the Scheme of Arrangement. The balance 42.50% or 3,233,696 Equity Shares were held by Amaprop Limited (Amaprop), vide a Share Subscription and Shareholders Agreement (SHA) entered into between the erstwhile Holding Company[Indiabulls Financial Services Limited(IBFSL)], IFCPL and Amaprop.

During the year 2013-14, the Company has purchased the remaining 42.50% or 3,233,696 Equity Shares, which were earlier held by Amaprop Limited at a consideration of Rs. 2,616.89 Million. Post this transaction IFCPL is a wholly owned subsidiary of the Company.

During the financial year 2014-15, the Company has further invested Rs. 1,000.02 Million by subscribing to 3,333,400 Equity Shares of face value Rs. 10 per share at a premium of Rs. 290 per equity share.

(3) During the financial year 2012-13, the Company has invested Rs. 2,025.00 Million by subscribing to 22,500,000 Compulsorily Convertible Cumulative Preference Shares of face value Rs. 10 per share, issued by its wholly owned subsidiary namely Indiabulls Commercial Credit Limited (formerly known as Indiabulls Infrastructure Credit Limited).
(4) On December 13, 2010 the Erstwhile Holding Company (IBFSL) had sold 26% shares held by it in Indian Commodity Exchange Limited (ICEX) to Reliance Exchange Next Limited (R-Next) for a total consideration of Rs. 473.50 Million against a proportionate cost of Rs. 260.00 Million. As a result thereof, the stake of IBFSL in ICEX has been reduced from 40% to 14% and the same has been reclassified as a long term investment from the earlier classification of being an Associate. MMTC filed a petition before the Company Law Board (CLB) against ICEX, R-Next and IBFSL alleging that the transfer is null and void in terms of the Shareholders Agreement in view of the Forward Markets Commission (FMC) guidelines. IBFSL contends that such view of MMTC is based on the old FMC guidelines and without considering the amended FMC Guidelines dated June 17, 2010 wherein the transfer norms were relaxed. IBFSL had filed its objections on maintainability of the petition which is pending adjudication before the CLB.

(5) During the financial year 2014-15, the Company has invested Rs. 490.00 Million (2013-14 Rs. 60.00 Million) by subscribing to 49,000,000 (2013-14 6,000,000) Equity Shares of face value Rs. 10 per share, issued by its wholly owned subsidiary namely Indiabulls Asset Management Company Limited.

(6) During the financial year 2013-14 the Company had advanced a sum of Rs. 49.40 Million by way of loan to its wholly owned subsidiary Indiabulls Life Insurance Company Limited. The subsidiary was not able to pursue the business and the resulted in losses. Based upon the availability of resources with the subsidiary as at the financial year end to repay this loan, the Company had written off loan given as bad loans /advances written off.

(16) Deferred tax assets (net)

Pursuant to Accounting Standard (AS) – 22 'Accounting for Taxes on Income', the Company has debited an amount of Rs. 632.95 Million (2013-14 credited Rs. 162.27 Million, 2012-13 debited Rs. 142.617 Million) as deferred tax charge (net) to the Statement of Profit and Loss arising on account of timing differences. The breakup of deferred tax into major components is as under:

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Deferred Tax Liabilities			
On difference between book balance and tax balance of fixed assets/other assets	-	-	1.70
On difference between accounting income and taxable income on investments	-	697.53	-
Deferred Tax Assets			
On carry forward of Capital loss (restricted on account of virtual certainty)	-	697.53	-
Provision for loan assets and contingent provision against standard assets	-	1,616.60	1,495.95
On difference between book balance and tax balance of fixed assets/other assets	-	0.86	-
Disallowance under Section 40A(7) of the Income-Tax Act, 1961	-	27.32	26.41
Disallowance under Section 43B of the Income-Tax Act, 1961	-	149.17	111.02
Deferred Tax Assets (Net)	**-**	**1,793.95**	**1,631.68**

(17) Long-term loans and advances (Unsecured unless otherwise stated)

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(i) Loans and Other Credit Facilities-			
(a) Secured Loans [(1)]			
-Considered Good	442,035.64	342,716.75	293,652.59
-Considered Doubtful	2,023.36	457.29	970.78
Less: Loans Assigned	56,999.62	49,877.47	32,422.46
	387,059.38	**293,296.57**	**262,200.91**
(b) Unsecured Loans			
-Considered Good	606.46	313.05	756.11
-Considered Doubtful	6.82	220.04	216.22
	613.28	**533.09**	**972.33**
(c) Unsecured Loan to Related Party			
Indiabulls Life Insurance Company Limited (Refer Note 15(6))	-	49.40	-
	-	**49.40**	**-**
Total (a)+(b)+(c)	**387,672.66**	**293,879.06**	**263,173.24**
Less: Provision for Loan Assets [(2)](Including additional provision made by the Company) (Refer Note.38)	2,816.97	1,743.98	1,471.58
	384,855.69	**292,135.08**	**261,701.66**

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
(ii) Other Loans and Advances			
Capital Advance	1,163.71	1,164.21	763.82
Security Deposit for Rented Premises	60.54	172.86	43.62
Security Deposit with others	9.89	9.40	8.17
MAT Credit Entitlement	1,142.15	170.67	-
Advance Fringe Benefits tax (FBT) (Net of Provision for FBT Rs. 0.90 Million (2013-14 Rs. 0.90 Million, 2012-13 Rs. 0.90 Million))	0.07	0.07	0.07
Advance Tax / Tax deducted at source (Net of Provision for Tax Rs. 3,878.81 Million (2013-14 Rs. 1,655.64 Million, 2012-13 Rs. 5,692.31 Million))	567.93	676.98	636.40
Foreign Currency Forward Receivable	1,975.56	-	-
Others including Prepaid Expenses and Employee advances	178.43	14.00	16.15
	389,953.97	**294,343.27**	**263,169.89**

(1) Secured Loans and Other Credit Facilities given to customers amounting to Rs. 387,059.38 Million (2013-14 Rs. 293,296.57 Million, 2012-13 Rs. 262,200.92 Million) are secured / partly secured by :
(a) Equitable mortgage of property and / or
(b) Pledge of shares / debentures, units, other securities, assignment of life insurance policies and / or
(c) Hypothecation of assets and / or
(d) Company guarantees or personal guarantees and / or
(e) Negative lien and / or Undertaking to create a security.

(2) Movement in Provision for Loan Assets is as under :

Opening Balance	1,916.56	1,561.60	148.10
Add: Transfer from Indiabulls Financial Services Limited pursuant to Scheme of Arrangement (Refer Note 40)	-	-	2,338.61
Add: Transfer from Statement of Profit and Loss	2,768.62	1,284.56	323.51
Less: Utilised during the year - towards Loans written off	1,738.43	929.60	1,248.62
Closing Balance	**2,946.75**	**1,916.56**	**1,561.60**

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
(18) Other non-current assets			
FCNR Hedge Premium	107.53	-	-
Margin Money Accounts	2,461.23	6,162.59	4,725.61
Interest Accrued on Deposit accounts / Margin Money	432.45	364.67	111.68
Interest Accrued on Loans	504.01	1,177.23	341.33
	3,505.22	**7,704.49**	**5,178.62**

	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
	Amount (Rs. in Millions)	Amount (Rs. in Millions)	Amount (Rs. in Millions)
(19) Current investments			
Investments in Mutual Funds			
Axis Mutual Fund			
-Liquid Fund - Direct Growth (CFDG)* No. of Units : Nil (2013-14 528,004.217, 2012-13 Nil) NAV N.A (2013-14 Rs. 1,422.2395, 2012-13 N.A.)	-	750.95	-
Baroda Pioneer Mutual Fund			
-Liquid Fund Plan B - Growth (Direct)* No. of Units : Nil (2013-14 340,323.371, 2012-13 Nil) NAV Rs. N.A. (2013-14 Rs. 1,471.7663, 2012-13 N.A.)	-	500.88	-
DWS Mutual Fund			
-Insta Cash Plus Fund Direct Plan - Annual Bonus No. of Units : 22,693,553.301 (2013-14 22,693,553.301, 2012-13 Nil) NAV Rs. 109.8279 (2013-14 Rs. 100.7286, 2012-13 N.A.)	2,492.39	2,285.89	-
-Ultra Short Term Fund Direct Plan - Annual Bonus No. of Units : 100,418,410.042 (2013-14 100,418,410.042, 2012-13 Nil) NAV Rs. 11.2084 (2013-14 Rs. 10.2085, 2012-13 N.A.)	1,125.53	1,025.12	-
-Investment Regular Plan - Annual Bonus No. of Units : 179,432,533.595 (2013-14 Nil, 2012-13 Rs. Nil) NAV Rs. 10.5848 (2013-14 N.A, 2012-13 N.A.)	1,899.26	-	-
IDBI Mutual Fund			
-Liquid Fund Direct Plan - Bonus Plan (LFB1) No. of Units : 1,405,353.077 (2013-14 1,405,353.077, 2012-13 Nil) NAV Rs. 1,125.0013 (2013-14 Rs. 1,031.9028, 2012-13 N.A.)	1,581.02	1,450.19	-
Indiabulls Mutual Fund			
-FMP 387 DAYS March 2012 (1)-Growth Plan (Quoted) No. of Units : Nil (2013-14 Nil, 2012-13 70,000,000.000) NAV Rs. N.A. (2013-14 N.A., 2012-13 Rs. 11.0861)	-	-	700.00
-FMP 377 DAYS March 2012 (2)-Growth Plan (Quoted) No. of Units : Nil (2013-14 Nil, 2012-13 16,000,000.000) NAV Rs. N.A. (2013-14 N.A., 2012-13 Rs. 11.0193)	-	-	160.00
-FMP 370 DAYS March 2012 (1)-Growth Plan (Quoted) No. of Units : Nil (2013-14 Nil, 2012-13 5,000,000.000) NAV Rs. N.A. (2013-14 N.A. , 2012-13 Rs. 10.0113)	-	-	50.00
-Gilt Fund - Direct Plan Bonus (GFDB) * No. of Units : 31,286.338 (2013-14 31,286.338, 2012-13 Nil) NAV Rs. 1,255.8583 (2013-14 Rs. 1,070.1181, 2012-13 N.A.)	39.29	33.48	-

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)		As at March 31, 2013 Amount (Rs. in Millions)
-Gilt Fund - Direct Plan Growth (GFDG) * No. of Units : 18,935.435 (2013-14 Nil, 2012-13 Nil) NAV Rs. 1,255.8802 (2013-14 N.A., 2012-13 N.A.)	23.78	-		-
-Income Fund - Direct Plan - Growth(IFDG) * No. of Units : 7,000,000.000 (2013-14 7,000,000.000, 2012-13 7,000,000,000.000) NAV Rs. 11.8651 (2013-14 Rs. 10.3195, 2012-13 Rs. 10.0346)	83.06	72.24		70.24
-Liquid Fund - Direct Plan - Growth * No. of Units : Nil (2013-14 4,719,410.940, 2012-13 Nil) NAV Rs. N.A. (2013-14 Rs. 1,247.8610, 2012-13 N.A.)	-	5,889.17		-
-Short Term Fund - Direct Plan - Growth (STDG) * No. of Units : 236,616.301 (2013-14 444,957.191, 2012-13 Nil) NAV Rs. 1,162.2438 (2013-14 Rs. 1,057.4161, 2012-13 N.A.)	275.01	470.50		-
-Ultra Short Term Fund - Direct Plan - Growth (USG1) * No. of Units : 757,284.547 (2013-14 1,301,115.650, 2012-13 Nil) NAV Rs. 1,350.8839 (2013-14 Rs. 1,229.7139, 2012-13 N.A.)	1,023.00	1,600.00		-
L & T Mutual Fund				
-Cash Fund Direct Plan - Growth No. of Units : 1,182,109.331 (2013-14 1,182,109.331, 2012-13 Nil) NAV 1,133.2028 (2013-14 Rs. 1,041.7861, 2012-13 N.A.)	1,339.57	1,231.51		-
-Ultra Short Term Fund Direct Plan - Bonus No. of Units : 108,049,808.097 (2013-14 Nil, 2012-13 Nil) NAV Rs. 12.4402 (2013-14 N.A., 2012-13 N.A.)	1,344.16	-		-
LIC Nomura Mutual Fund				
-FMP Series 57-24 Month - Direct Growth Plan (LICV7) (Quoted)* No. of Units : Nil (2013-14 5,000,000.000, 2012-13 5,000,000.000) NAV Rs. N.A. (2013-14 Rs. 11.0487, 2012-13 Rs. 10.1883)	-	50.00		50.00
Peerless Mutual Fund				
-Ultra Short Term Fund Direct Plan Growth* No. of Units : Nil (2013-14 141,364,735.153, 2012-13 Nil) NAV Rs. N.A (2013-14 Rs. 14.1609, 2012-13 N.A.)	-	2,001.85		-
JM Mutual Fund				
-Arbitrage Advantage Fund -Bonus Option - Principal Units(Regular) No. of Units : 310,839,685.698 (2013-14 Nil, 2012-13 Nil) NAV Rs. 10.4975 (2013-14 N.A., 2012-13 N.A.)	3,263.04	-		-
-Arbitrage Advantage Fund - (Direct) Bonus Option - Principal Units No. of Units : 276,763,644.821 (2013-14 Nil, 2012-13 Nil) NAV Rs. 10.4860 (2013-14 N.A., 2012-13 N.A.)	2,902.14	-		-
Reliance Mutual Fund				
-Treasury Plan - Direct Plan Growth Plan - Growth Option (LFAG)* No. of Units : Nil (2013-14 560,238.760, 2012-13 Nil) NAV Rs. N.A. (2013-14 Rs. 3,127.9743, 2012-13 N.A.)	-	1,752.41		-
-Money Manager Fund - Direct Growth Plan Bonus Option (LPAB) No. of Units : 318,752.457 (2013-14 318,752.457, 2012-13 Nil) NAV Rs. 1,121.4790 (2013-14 Rs. 1,025.2900, 2012-13 N.A.)	357.47	326.81		-
-Liquidity Fund - Direct Growth Plan Growth Option* No. of Units : 498,209.884 (2013-14 Nil, 2012-13 Nil) NAV Rs. 2,108.6826 (Yeal 2013-14 N.A., 2012-13 N.A.)	1,050.57	-		-
Religare Mutual Fund				
-Invesco Liquid Fund - Direct Plan - Growth* No. of Units : 1,169,531.794 (2013-14 Nil, 2012-13 Nil) NAV Rs. 1,924.9939 (2013-14 N.A., 2012-13 N.A.)	2,251.34	-		-
-Invesco Ultra Short Term Fund - Direct Plan Bonus No. of Units : 2,465,957.385 (2013-14 Nil, 2012-13 Nil) NAV Rs. 1,078.5746 (2013-14 N.A., 2012-13 N.A.)	2,659.72	-		-
SBI Mutual Fund				
-Magnum Income fund - Regular Plan Growth* No. of Units : 6,926,670.800 (2013-14 6,926,670.800, 2012-13 6,926,670.800) NAV Rs. 33.8345 (2013-14 Rs. 29.8996, 2012-13 Rs. 29.1002)	234.36	207.10		201.57
-Premier Liquid Fund - Regular Plan - Growth* No. of Units : 205,045.589 (2013-14 Nil, 2012-13 Nil) NAV Rs. 2,195.7218 (2013-14 N.A., 2012-13 N.A.)	450.22	-		-
Sundaram Mutual Fund				
-Money Fund Direct Plan Bonus (Principal Units) No. of Units : 202,985,671.094 (2013-14 Nil, 2012-13 Nil) NAV Rs. 10.5633 (2013-14 N.A., 2012-13 N.A.)	2,144.20	-		-
Taurus Mutual Fund				
-Liquid Fund - Direct Plan - Super Institutional Growth* No. of Units : Nil (2013-14 815,984.619, 2012-13 Nil) NAV Rs. N.A. (2013-14 Rs. 1,387.1025, 2012-13 N.A.)	-	1,131.85		-
Investments in Bonds(Quoted) (Refer Note 29(iv(a)))	-	220.00		3,220.00
Investments in Certificate of Deposits(Quoted)* (Refer Note 29(iv(b)))	33,281.01	7,893.47		16,728.94
Investments in Government Securities(Quoted)* (Refer Note 28(iv(c)))	-	-		505.43
Investments in Pass Through Certificates* (Refer Note 28(iv(d)))	-	-		-
	59,820.14	**28,893.42**		**21,686.18**
*Considered as Cash and Cash equivalents for Cash Flow Statement				
Aggregate Market value of Quoted Investments	33,330.20	8,209.26	-	21,672.34
Aggregate book value of Quoted Investments	33,281.01	8,163.47	-	21,414.37
Aggregate book value of Unquoted Investments	26,539.13	20,729.96	-	271.81
Aggregate provision for diminution in the value of investments	-	-	-	-

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(20)	**Trade receivables**			
	Other Debts			
	Other Debts Outstanding for a period exceeding six months from its due date			
	- Secured, Considered Good	-	-	-
	- Unsecured, Considered Good	-	-	-
	Other Debts Outstanding for a period less than six months from its due date			
	- Secured, Considered Good	-	-	-
	- Unsecured, Considered Good	14.18	5.57	18.07
		14.18	**5.57**	**18.07**

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(21)	**Cash and cash equivalents**			
	Cash on Hand	124.38	163.43	156.83
	Cheques / Drafts on hand	-	228.94	38.30
	Balances with banks			
	- in current accounts#	22,518.44	31,617.03	47,896.68
	- in demand deposits accounts	5,982.20	10,975.26	359.48
		28,625.02	**42,984.66**	**48,451.29**
	Other Bank balances			
	- Margin Money Accounts	3,858.47	-	-
	- in deposit accounts held as margin money (under lien) (1)	445.40	12.41	3.98
		4,303.87	**12.41**	**3.98**
		32,928.89	**42,997.07**	**48,455.27**

(1) Deposits accounts with bank of Rs.445.40 Million (2013-14 Rs. 12.41 Million, 2012-13 Rs. 3.98 Million) are under lien. The Company has the complete beneficial interest on the income earned from these deposits.

includes Rs. 29.16 Million (2013-14 Rs. 24.19 Million, 2012-13 Rs. 19.30 Million) in designated unclaimed dividend accounts.

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(22)	**Short-term loans and advances (Unsecured unless otherwise stated)**			
	(i) Loans and Other Credit Facilities			
	(a) Secured Loans (1)			
	-Considered Good	55,607.34	46,978.63	41,363.34
	-Considered Doubtful	-	-	-
	Less: Loans assigned	6,984.21	7,317.53	7,141.88
		48,623.13	**39,661.10**	**34,221.46**
	(b) Unsecured Loans			
	-Considered Good	1,335.70	811.99	2,005.66
		1,335.70	**811.99**	**2,005.66**
	(c) Secured Loans to Related Parties			
	Indiabulls Finance Company Private Limited	460.00	3,998.00	1,400.00
	Indiabulls Infrastructure Credit Limited	-	113.50	-
		460.00	**4,111.50**	**1,400.00**
	Total (a) +(b)+(c)	**50,418.83**	**44,584.59**	**37,627.12**
	Less: Provision for Loan Assets (Including additional provision made by the Company) (Refer Note.17(2))	129.77	172.58	90.02
		50,289.06	**44,412.01**	**37,537.10**
	(ii) Other Loans and Advances			
	Advance Interest on Short term borrowings	308.81	413.16	350.90
	Security Deposit for Rented Premises	124.91	11.02	141.23
	Security Deposit with Others	-	-	-
	Foreign Currency Forward Receivable	1,007.03	-	30.00
	Application Money for Bonds/Investments	-	-	250.00
	Others including Prepaid Expenses / Cenvat Credit and Employee advances	487.22	369.66	157.23
		52,217.03	**45,205.85**	**38,466.46**

(1) Secured Loans and Other Credit Facilities given to customers amounting to Rs. 49,083.13 Million (2013-14 Rs. 43,772.60 Million, 2012-13 Rs. 34,221.47 Million) are secured / partly secured by :
(a) Equitable mortgage of property and / or
(b) Pledge of shares / debentures, units, other securities, assignment of life insurance policies and / or
(c) Hypothecation of assets and / or
(d) Company guarantees or personal guarantees and / or
(e) Negative lien and / or Undertaking to create a security.

		As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(23)	**Other current assets**			
	FCNR Hedge Premium	184.54	-	82.54
	Interest Accrued on Loans	4,611.36	3,317.69	2,940.13
	Interest Accrued on Deposit accounts / Margin Money / Bonds	181.58	38.95	156.50
		4,977.48	**3,356.64**	**3,179.17**

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(24)	**Revenue from operations**			
	(a) Income from Financing and Investing Activities			
	Income from Financing Activities [1]	59,332.04	50,159.27	42,218.75
	(b) Income from other Financial Services			
	Fee Income from Services	364.57	132.04	96.33
	Commission on Insurance	126.06	12.55	84.21
	Other Operating Income [2]	2,654.58	1,937.20	1,990.25
		62,477.25	**52,241.06**	**44,389.54**
	(1) Income from Financing Activities Includes:			
	Interest on Loan Financing / Income from Securitisation / Assignment	57,590.23	47,941.71	41,173.42
	Interest on Deposit Accounts	791.14	1,213.83	273.14
	Interest on Bonds / Commercial Papers / Certificate of Deposit / Pass Through Certificates	950.67	1,003.73	772.19
		59,332.04	**50,159.27**	**42,218.75**
	(2) Other Operating Income includes:			
	Loan processing fees	2,336.27	1,299.74	1,385.59
	Foreclosure fees and other related income	756.32	935.02	824.82
	Less: Direct Selling Agents Commission	438.01	297.56	220.16
		2,654.58	**1,937.20**	**1,990.25**

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(25)	**Other income**			
	Dividend received from Subsidiary Company	1,278.26	-	-
	Dividend Income on Units of Mutual Funds	-	1,258.17	1,819.52
	Sundry Balances Written back	24.14	18.47	62.08
	Gain on Mutual Fund Investments (Current Investments)	1,440.56	190.16	1.81
	Profit on sale of Current Investments	6,236.17	3,156.97	369.76
	Miscellaneous Income	117.16	124.40	27.34
		9,096.29	**4,748.17**	**2,280.51**

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(26)	**Employee benefits expense**			
	Salaries	2,454.10	2,036.96	1,879.68
	Contribution to Provident Fund and Other Funds [1]	18.53	7.51	8.30
	Employee Stock Compensation Expense	4.47	5.82	7.56
	Provision for Gratuity, Compensated Absences and Superannuation Expense [1]	280.76	136.95	116.89
	Staff Welfare Expenses	35.02	18.46	23.79
		2,792.88	**2,205.70**	**2,036.22**

(1) Employee Benefits – Provident Fund, ESIC, Gratuity and Compensated Absences disclosures as per Accounting Standard (AS) 15 (Revised) – Employee Benefits:

Contributions are made to Government Provident Fund and Family Pension Fund, ESIC and other statutory funds which cover all eligible employees under applicable Acts. Both the employees and the Company make predetermined contributions to the Provident Fund and ESIC. The contributions are normally based on a certain proportion of the employee's salary. The Company has recognised an amount of Rs. 18,529,706 (2013-14 Rs. 7,509,939, 2012-13 Rs. 8,295,159) in the Statement of Profit and Loss towards Employers contribution for the above mentioned funds.

Provision for unfunded Gratuity and Compensated Absences for all employees is based upon actuarial valuations carried out at the end of every financial year. Major drivers in actuarial assumptions, typically, are years of service and employee compensation. Pursuant to the issuance of the Accounting Standard (AS) 15 (Revised) on 'Employee Benefits', commitments are actuarially determined using the 'Projected Unit Credit' Method. Gains and losses on changes in actuarial assumptions are accounted for in the Statement of Profit and Loss.

Disclosure in respect of Gratuity ,Compensated Absences and Superannuation: **Amount (Rs. in Millions)**

Particulars	Gratuity (Unfunded)			Compensated Absences (Unfunded)			Superannuation (Unfunded)		
	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013
Reconciliation of liability recognised in the Balance Sheet:									
Present Value of commitments (as per Actuarial valuation)	112.74	80.39	77.70	54.79	33.53	34.41	625.88	405.35	292.23
Fair value of plan assets	-	-	-	-	-	-	-	-	-
Net liability in the Balance sheet (as per Actuarial valuation)	112.74	80.39	77.70	54.79	33.53	34.41	625.88	405.35	292.23
Movement in net liability recognised in the Balance Sheet:									
Net liability as at the beginning of the year	80.39	77.70	5.71	33.53	34.41	2.25	405.35	292.23	-
Amount (paid) during the year	(10.15)	(10.38)	63.59	-	(0.10)	29.02	-	-	194.25
Net expenses recognised / (reversed) in the Statement of Profit and Loss	40.29	20.32	(3.58)	19.94	3.51	-	220.54	113.12	-
Acquisition Adjustment (on account of transfer of employees)	2.21	(7.24)	14.17	1.32	(4.29)	4.75	-	-	97.97
Net liability as at the end of the year	112.74	80.39	77.70	54.79	33.53	34.41	625.88	405.35	292.23
Expenses recognised in the Statement of Profit and Loss:									
Current service cost	22.09	17.65	18.91	13.73	9.28	10.75	47.10	33.64	26.50
Past service cost	-	-	-	-	-	-	-	-	-
Interest Cost	7.71	6.68	5.86	3.55	2.94	2.76	41.68	27.82	19.36
Expected return on plan assets	-	-	-	-	-	-	-	-	-
Actuarial (gains) / Losses	10.49	(4.02)	(10.60)	2.66	(8.71)	(8.76)	131.76	51.66	52.12
Expenses charged / (reversal) to the Statement of Profit and Loss	40.29	20.32	14.17	19.94	3.51	4.75	220.54	113.12	97.97

Particulars	Gratuity (Unfunded)			Compensated Absences (Unfunded)			Superannuation (Unfunded)		
	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013
Return on Plan assets:									
Expected return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actuarial (gains) / losses	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actual return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Reconciliation of defined-benefit commitments:									
Commitments as at the beginning of the year	80.39	77.70	69.30	33.53	34.41	31.27	405.35	292.23	194.25
Current service cost	22.09	17.65	18.91	13.73	9.28	10.75	47.10	33.64	26.50
Past service cost	-	-	-	-	-	-	-	-	-
Interest cost	7.71	6.68	5.86	3.55	2.94	2.76	41.68	27.82	19.36
(Paid benefits)	(10.15)	(10.38)	(3.58)	-	(0.10)	-	-	-	-
Acquisition Adjustment (on account of transfer of employees)	2.21	(7.24)	(2.19)	1.32	(4.29)	(1.61)	-	-	-
Actuarial (gains) / losses	10.49	(4.02)	(10.60)	2.66	(8.71)	(8.76)	131.76	51.66	52.12
Commitments as at the end of the year	112.74	80.39	77.70	54.79	33.53	34.41	625.88	405.35	292.23
Reconciliation of Plan assets:									
Plan assets as at the beginning of the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Expected return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Contributions during the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Paid benefits	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Actuarial (gains) / losses	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Plan assets as at the end of the year	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

N.A - not applicable

Amount (Rs. in Millions)

Particulars	Gratuity (Unfunded) Financial Years					
	2014-2015	2013-2014	2012-2013	2011-2012	2010-2011	2009-2010
Experience adjustment						
On plan liabilities	(6.46)	(1.64)	10.60	7.36	1.00	2.08
On plan assets	-	-	-	-	-	-
Present value of benefit obligation	112.74	80.39	77.70	5.71	11.09	8.54
Fair value of plan assets	-	-	-	-	-	-
Excess of (obligation over plan assets) / plan assets over obligation	112.74	80.39	77.70	5.71	11.09	8.54

Amount (Rs. in Millions)

Particulars	Compensated Absences (Unfunded) Financial Years					
	2014-2015	2013-2014	2012-2013	2011-2012	2010-2011	2009-2010
Experience adjustment						
On plan liabilities	(2.66)	6.26	8.76	3.05	1.19	0.95
On plan assets	-	-	-	-	-	-
Present value of benefit obligation	54.79	33.53	34.41	2.25	4.45	3.86
Fair value of plan assets	-	-	-	-	-	-
Excess of (obligation over plan assets) / plan assets over obligation	54.79	33.53	34.41	2.25	4.45	3.86

Amount (Rs. in Millions)

Particulars	Superannuation (Unfunded) Financial Years					
	2014-2015	2013-2014	2012-2013	2011-2012	2010-2011	2009-2010
Experience adjustment						
On plan liabilities	(110.56)	(81.18)	(52.03)	N.A.	N.A.	N.A.
On plan assets	-	-	-	N.A.	N.A.	N.A.
Present value of benefit obligation	625.88	405.35	292.23	N.A.	N.A.	N.A.
Fair value of plan assets	-	-	-	N.A.	N.A.	N.A.
Excess of (obligation over plan assets) / plan assets over obligation	625.88	405.35	292.23	N.A.	N.A.	N.A.

N.A - not available

The actuarial calculations used to estimate commitments and expenses in respect of unfunded Gratuity, Compensated absences and Superannuation (Pension & Medical coverage) are based on the following assumptions which if changed, would affect the commitment's size, funding requirements and expenses:

Particulars	Gratuity (Unfunded)			Compensated Absences (Unfunded)			Superannuation (Unfunded)		
	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013	2014-2015	2013-2014	2012-2013
Discount Rate	8.25%	8.50%	8.00%	8.25%	8.50%	8.00%	8.25%	8.50%	8.00%
Expected Return on plan assets	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
Expected rate of salary increase	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%	5.00%
Mortality	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)	IALM (2006-08)	IALM (2006-08)	IALM (1994-96)
Retirement Age (Years)	60	60	60	60	60	60	60	60	60

N.A - not applicable

The employer's best estimate of contributions expected to be paid during the annual period beginning after the Balance Sheet date, towards Gratuity, Compensated Absences and Superannuation is Rs. 42.14 Million (2013-14 Rs. 27.31 Million, 2012-13 Rs. 28.45 Million) Rs. 19.22 Million (2013-14 Rs. 11.89 Million, 2012-13 Rs. 9.56 Million) and Rs.136.22 Million (2013-14 Rs.92.10 Million, 2012-13 Rs. 55.35 Million) respectively.

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(27)	**Finance costs**			
	Interest on Loans[1]	23,202.18	21,284.66	17,568.41
	Interest on Non-Convertible Debentures	9,191.67	7,134.71	5,481.78
	Interest on Commercial Papers	4,766.29	2,730.74	2,351.12
	Interest on Subordinate Debt	1,016.91	940.62	546.01
	Interest on Taxes	0.32	0.37	0.38
	Bank Charges towards Borrowings	13.18	21.31	15.76
	Processing fees	86.21	172.55	72.36
	Net loss on foreign currency loans	158.27	37.53	-
		38,435.03	**32,322.49**	**26,035.82**

(1) During the year, the Company has recognised Premium on Options Contracts amounting to Rs. Nil (2013-14 Rs. 121.40 Million, 2012-13 Rs. 20.08 Million) and Premium on forward contract & principal only swaps on ECB amounting to Rs. 155.77 Million (2013-14 Rs. Nil, 2012-13 Rs. 0.43 Million) included in Interest on Loans and unrealised marked to market loss towards derivatives amounting to Rs. 23.017 Million (2013-14 Rs. Nil, 2012-13 Rs. Nil) which has been included under Bank / Finance Charges. Derivative instruments that are outstanding is as given below:-

I. Cross Currency Swaps entered for hedging purposes as at March 31, 2015 for USD 233.12 Million (2013-14 USD Nil, 2012-13 USD 37.28 Million (Buy)) against cross currency of Rs. 14,434.75 Million (2013-14 Rs. Nil, 2012-13 Rs. 200.00 Million) for a total of 7 Contracts (2013-14 Nil Contracts), 2012-13 Nil Contracts).
II. INR Interest Rate Swaps (Fixed to Floating) for Notional Principal of Rs. 750.00 Million (2013-14 Rs. 750.00 Million, 2012-13 Rs. 4,000.00 Million) for a total of 3 contracts (2013-14 3 contracts, 2012-13 8 Contracts) against fluctuations in interest rate changes.
III. USD Interest Rate Swaps (Floating to Fixed) for Notional Principal INR of Rs. 5,148.47 Million against USD 82.80 Million (2013-14 Rs. Nil, 2012-13 Rs. Nil) for a total of 6 contracts (2013-14 Nil contracts, 2012-13 Nil Contracts) against fluctuations in USD Libor.
IV. Forward Contract entered for hedging purposes as at March 31, 2015 for USD 47.80 Million (2013-14 USD Nil, 2012-13 USD 37.28 Million) against cross currency of Rs. 3,000.00 Million (2013-14 Rs. Nil, 2012-13 Rs. 2000 Million) for a total of 2 Contracts (2013-14 Nil Contracts, 2012-13 2 Contracts).

		For the Year ended March 31, 2015 Amount (Rs. in Millions)	For the Year ended March 31, 2014 Amount (Rs. in Millions)	For the Year ended March 31, 2013 Amount (Rs. in Millions)
(28)	**Other expenses**			
	Collection Charges	8.56	10.35	6.98
	Client Verification Charges	153.04	114.27	110.70
	Demat Charges	2.14	0.88	1.48
	Stamp Papers/Stamp Duty charges	30.40	34.66	32.48
	CERSAI Charges	16.31	13.34	9.33
	Rates & Taxes	10.55	4.44	6.82
	Communication Expenses	51.15	54.14	60.07
	Legal and Professional Charges	178.71	202.83	458.16
	Rent and Other Charges [1]	358.46	337.00	386.49
	Electricity Expenses	53.96	50.20	46.15
	Repairs and Maintenance-Others	94.94	88.12	108.94
	Recruitment and Training	9.06	7.01	5.45
	Printing and Stationery	25.39	21.73	28.84
	Traveling and Conveyance Expenses	107.36	87.59	115.03
	Business Promotion	53.36	27.37	121.29
	Payment to Auditors comprises (net of service tax input credit Rs. 1.03 Million (2013-14 Rs. .91 Million, 2012-13 Rs. 1.21 Million))	-	-	-
	As Auditors	10.49	8.36	11.15
	For Certification	1.59	1.59	2.12
	Other Services	4.06	4.06	5.42
	Reimbursement of Expenses	1.55	1.55	2.07
	Provision for Loan assets / Bad Debts Written Off(Net of Recoveries) [(2) & (Refer Note 38)]	2,952.58	2,144.50	599.72
	Contingent Provision against Standard Assets(Net) [2]	-	-	223.67
	Expenditure on Social Responsibility [3]	231.99	-	-
	Advertisement	50.02	106.62	92.90
	Loss on sale of fixed assets	4.22	8.89	4.16
	Trusteeship Fees	4.41	2.76	1.76
	Donation Expenses [3]	400.25	30.50	3.01
	Investment written off (Net) [(Refer Note 14(8))]	-	-	7.39
	Miscellaneous Expenses	19.32	13.87	13.15
		4,833.87	**3,376.63**	**2,464.73**

(1) The Company has taken office premises on Lease and Leave & License basis at various locations in India. Lease rent / License fees aggregating to Rs. 329.13 Million (2013-14 Rs. 302.19 Million, 2012-13 Rs. 349.98 Million) in respect of the same have been charged to the Statement of Profit and Loss. The agreements are executed for periods ranging from 11 months to 12 years with a renewable clause. In many cases, the agreements also provide for termination at will by either party by giving a prior notice period between 30 to 90 days. The minimum lease rentals outstanding are as under:

	Minimum Lease Rentals		
Particulars	For the Year ended March 31 2015 Amount (Rs. in Millions)	For the Year ended March 31 2014 Amount (Rs. in Millions)	For the Year ended March 31 2013 Amount (Rs. in Millions)
Not later than One year	204.67	291.47	354.37
Later than One year but not later than Five years	382.80	479.40	708.69
Later than Five Years	130.00	167.92	164.99
	717.47	**938.79**	**1,228.05**

(2) Provision for Loan assets / Bad Debts Written Off(Net of Recoveries) includes;

Particulars	For the Year ended March 31 2015 Amount (Rs. in Millions)	For the Year ended March 31 2014 Amount (Rs. in Millions)	For the Year ended March 31 2013 Amount (Rs. in Millions)
Contingent Provisions against Standard Assets	-	-	223.67
Provision for Loan Assets	2,768.62	1,284.56	330.52
Bad Debt/Advances written off (Net)*	183.96	859.94	269.20
Total	**2,952.58**	**2,144.50**	**823.39**

*Net of recoveries of Rs. 960.25 Millions (2013-14 - Rs. 565.33 Millions, 2012-13 - Rs. 391.95 Millions)

(3) Expenditure on Social Responsibility and Contribution to an Electroal Trust aggregates to Rs. 631.99 Million(2013-14 Rs. Nil, 2012-13 Rs. Nil).

(29) Explanatory Notes

(i) Secured Redeemable Non Convertible Debentures(payable at par unless otherwise stated) include:*	As at March 31 2015 Amount (Rs. in Millions)	As at March 31 2014 Amount (Rs. in Millions)	As at March 31 2013 Amount (Rs. in Millions)
9.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2024	250.00	-	-
9.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 16, 2024	250.00	-	-
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 30, 2024	250.00	-	-
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 5, 2024	250.00	-	-
10.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 24, 2023	250.00	250.00	-
10.55 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 21, 2023	4,000.00	4,000.00	-
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 8, 2023	250.00	250.00	-
11.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 29, 2023	10,000.00	10,000.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2023	50.00	50.00	50.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2023	1,000.00	1,000.00	1,000.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 26, 2023	250.00	250.00	250.00
10.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 16, 2023	350.00	350.00	350.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2022	500.00	500.00	500.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 18, 2022	150.00	150.00	150.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 19, 2022	150.00	150.00	150.00
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 6, 2022	150.00	150.00	150.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 6, 2022	200.00	200.00	200.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 28, 2022	8,000.00	8,000.00	8,000.00
10.75 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 3, 2022	1,250.00	1,250.00	1,250.00
10.15 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 27, 2022	5,000.00	5,000.00	5,000.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 22, 2021	1,000.00	1,000.00	1,000.00
10.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 7, 2021	5,000.00	5,000.00	5,000.00
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 18, 2021	200.00	200.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 27, 2020**	200.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 8, 2019	1,000.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 2, 2019 [(1)]	2,000.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 27, 2019 [(1)]	3,000.00	-	-
9.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 14, 2019	150.00	-	-
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2019	100.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2019	150.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2019	1,600.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 25, 2019 [(1)]	3,000.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2019**	2,500.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 9, 2018**	2,500.00	-	-
9.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 1, 2018**	450.00	-	-
9.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 19, 2018	750.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 27, 2018	40.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 25, 2018**	240.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 20, 2018	150.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 4, 2018**	200.00	-	-
9.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 28, 2018	1,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 28, 2018 [(1)]	1,000.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2018	150.00	150.00	150.00
10.10 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2018	1,000.00	1,000.00	1,000.00
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 19, 2018**	1,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 14, 2018 [(1)]	320.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2018**	200.00	-	-
9.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 9, 2018**	7,200.00	-	-
9.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 5, 2018**	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 23, 2018 [(1)]	400.00	-	-
10.25 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 16, 2018	400.00	400.00	400.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 28, 2017	1,500.00	1,500.00	1,500.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 17, 2017	401.00	401.00	401.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 17, 2017	-	150.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 1, 2017 [(1)]	100.00	-	-
9.58 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2017	250.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 24, 2017 [(1)]	350.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 16, 2017 [(1)]	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 8, 2017 [(1)]	270.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 31, 2017 [(1)]	60.00	-	-
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2017	50.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 26, 2017 [(1)]	250.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 23, 2017	30.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 19, 2017 [(1)]	100.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 11, 2017 [(1)]	30.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2017	1,810.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 25, 2017 [(1)]	430.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 11, 2017 [(1)]	280.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 30, 2017 [(1)]	130.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 18, 2017	350.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 17, 2017 [(1)]	150.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 8, 2017 [(1)]	190.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 31, 2017 [(1)]	50.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 27, 2017	3,250.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 26, 2017 [(1)]	50.00	-	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 16, 2017	250.00	-	-
4.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 5, 2017 [(1)]	3,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 29, 2017 [(1)]	60.00	-	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 30, 2017	5,000.00	5,000.00	5,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 27, 2017 [(1)]	90.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 11, 2017**	90.00	-	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 10, 2017**	120.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 6, 2017 [(1)]	30.00	30.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 30, 2017**	500.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 25, 2017 [(1)]	50.00	50.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 7, 2017**	500.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 23, 2017 [(1)]	85.00	85.00	-
9.30 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 5, 2017	750.00	-	-
9.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 31, 2016	2,250.00	-	-
4.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 30, 2016 [(1)]	3,000.00	-	-
9.40 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 27, 2016	100.00	-	-
9.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 30, 2016	180.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2016 [(1)]	300.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 16, 2016 [(1)]	100.00	-	-

	As at March 31 2015 Amount (Rs. in Millions)	As at March 31 2014 Amount (Rs. in Millions)	As at March 31 2013 Amount (Rs. in Millions)
9.88 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 30, 2016	50.00	-	-
9.90 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2016	50.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 13, 2016 (1)	50.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 29, 2016	2,350.00	-	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 23, 2016	4,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 21, 2016 (1)	70.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 14, 2016 (1)	220.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 13, 2016 (1)	190.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 28, 2016 (1)	750.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 30, 2016	2,000.00	-	-
10.35 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 27, 2016	2,500.00	-	-
10.45 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 15, 2016	2,000.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 15, 2016 (1)	330.00	-	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 7, 2016 (1)	65.00	65.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 3, 2016 (1)	650.00	650.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 17, 2016 (1)	500.00	500.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 3, 2016 (1)	600.00	600.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 5, 2016 (1)	230.00	230.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 4, 2016 (1)	180.00	180.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 26, 2016	-	1,000.00	1,000.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 12, 2016**	-	500.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 4, 2016	-	1,000.00	1,000.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 10, 2015	-	2,000.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 27, 2015 (1)	-	1,500.00	-
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 25, 2015	-	500.00	500.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 24, 2015 (1)	-	1,150.00	-
10.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 27, 2015	-	5,500.00	5,500.00
10.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 16, 2015	-	200.00	200.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 9, 2015	-	700.00	700.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 24, 2015 (1)	-	750.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 19, 2015 ** & (1)	-	50.00	-
4.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 8, 2015 (1)	-	2,000.00	2,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 30, 2015 ** & (1)	-	93.00	-
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 24, 2015 (1)	-	70.00	70.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on March 2, 2015 (1)	-	-	270.00
10.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on February 13, 2015 (1)	-	-	800.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on January 9, 2015 (1)	-	-	650.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 18, 2014 (1)	-	-	330.00
9.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on December 1, 2014 (1)	-	-	1,000.00
0.00 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 25, 2014 (1)	-	-	600.00
9.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 21, 2014 (1)	-	-	2,500.00
4.65 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on November 18, 2014 (1)	-	-	3,000.00
10.85 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 31, 2014 (1)	-	-	500.00
10.60 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on October 10, 2014 (1)	-	-	2,000.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 26, 2014 (1)	-	-	100.00
10.75 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on September 22, 2014 (1)	-	-	450.00
10.80 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on August 22, 2014 (1)	-	-	150.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 9, 2014 (1)	-	-	650.00
10.70 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on July 8, 2014 (1)	-	-	350.00
11.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on June 28, 2014 (1)	-	-	1,250.00
10.50 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on May 26, 2014 (1)	-	-	500.00
11.20 % Redeemable Non convertible Debentures of Face value Rs. 1 Million each Redeemable on April 15, 2014 (1)	-	-	500.00
	112,971.00	**65,754.00**	**58,071.00**

(1) Redeemable at premium
*Redeemable Non-Convertible Debentures are secured against Immovable Property / Current Assets and pool of Current and Future Loan Receivables of the Company.
** As at the year end, the Company was in the process of creating the charge / security on assets.

(ii) (a)(1) Term Loan from banks includes as at March 31, 2015*(3):	**As at March 31, 2015 (Rs. in Millions)**
Term Loan taken from Bank(s), These loans are repayable in quarterly installment with moratorium period of 6 month from the date of disbursement. The balance tenure for these loans is 72 months (average) from the Balance Sheet date.	8,025.99
Term Loan taken from Bank(s), These loans are repayable in half yearly installment after the moratorium of 3 years from the date of disbursement. The balance tenure for these loans is 33 months (average) from the Balance Sheet date.	2,500.00
Term Loan taken from Bank(s), These loans are repayable in quarterly installment with moratorium period of 1 years from the date of disbursement. The loan is secured by hypothecation of loan receivables of the company. The balance tenure for these loans is 48 months (average) from the Balance Sheet date.	5,808.67
Term Loan taken from Bank(s), These loans are repayable in yearly installment from the date of disbursement. The balance tenure for these loans is 45 months (average) from the Balance Sheet date.	20,000.00
Term Loan taken from Bank(s), These loans are repayable in yearly installment with the moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 40 months (average) from the Balance Sheet date.	106,250.30
Term Loan of taken from Bank(s), These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 20 months (average) from the Balance Sheet date.	16,500.00
Term Loan taken from Bank(s), These loans are repayable in yearly installment after the moratorium period of 1 years from the date of disbursement. The balance tenure for these loans is 25 months (average) from the Balance Sheet date.	7,875.00
Term Loan taken from Bank, This loan is repayable in monthly installment from the date of disbursement. The balance tenure for this loans is 7 months from the Balance Sheet date. (1)	375.00
Term Loan taken from Bank(s), These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	12,610.78
Term Loan taken from Bank(s), This loan is repayable in quarterly installment after the moratorium of 2 years from the date of disbursement. The balance tenure for these loans is 17 months (average) from the Balance Sheet date.	4,249.89
Quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for these loans is 33 months (average) from the Balance Sheet date. (2)	5,678.54
Total (a)(1)	**189,874.17**

	As at March 31, 2015 (Rs. in Millions)
(ii) (a)(2) Term Loan from Banks- Foreign Currency[(4) &(5)]	
Term Loan taken from Bank. Repayable in equal installments at the 49th , 61th and 72th month from the date of the first drawdown. The balance tenure for this loans is 68 months from the Balance Sheet date.	3,129.54
Term Loan of taken from Bank(s), These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 42 months (average) from the Balance Sheet date.	11,364.03
Total (a)(2)	**14,493.57**
Grand Total	**204,367.74**

(1) Loan taken other than from banks
(2) Includes Loan taken other than from banks for Rs. 2,250.00 Million
(3) Linked to base rate of respective lenders
(4) Linked to Libor
(5) Includes External commercial borrowings from banks for Rs.12,518.16 Million
*Secured by hypothecation of Loan Receivables(Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

(ii) (b) Term Loan from banks includes as at March 31, 2014*[(3)]:	**As at March 31, 2014 Amount (Rs. in Millions)**
These loans are repayable in quarterly installment with moratorium period of 6 month from the date of disbursement. The balance tenure for these loans is 84 months (average) from the Balance Sheet date.	9,778.40
This loan is repayable in half yearly installment after the moratorium of 3 years from the date of disbursement.. The balance tenure for this loan is 30 months from the Balance Sheet date.	2,000.00
These loans are repayable in quarterly installment with moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 46 months (average) from the Balance Sheet date.	4,250.00
These loans are repayable in yearly installment from the date of disbursement. The balance tenure for these loans is 25 months (average) from the Balance Sheet date.	15,125.00
These loans are repayable in yearly installment with moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 41 months (average) from the Balance Sheet date.	80,083.30
These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 21 months (average) from the Balance Sheet date.	12,500.00
These loans are repayable in yearly installment after the moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 32 months (average) from the Balance Sheet date.	13,800.00
This loan is repayable in monthly installment from the date of disbursement. The balance tenure for this loan is 19 months from the Balance Sheet date. [(1)]	1,005.00
These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	8,145.57
These loans are repayable in quarterly installment after the moratorium of 2 years from the date of disbursement The balance tenure for these loans is 29 months (average) from the Balance Sheet date.	6,833.13
This loan is repayable in quarterly installment after the moratorium of 1 years from the date of disbursement. The balance tenure for this loan is 1 month from the Balance Sheet date.	150.00
These loans are repayable in quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for these loans is 46 months (average) from the Balance Sheet date. [(2)]	7,500.00
	161,170.40

(1) Loan taken other than from banks
(2) Includes Loan taken other than from banks for Rs. 3,000.00 Million
(3) Linked to base rate of respective lenders
*Secured by hypothecation of Loan Receivables(Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

(ii) (b) Term Loan from banks includes as at March 31, 2013*:	**As at March 31, 2013 Amount (Rs. in Millions)**
These loans are repayable in yearly installments with a moratorium period of 2 years from the date of disbursement. The balance tenure for these loans is 50 months (average) from the Balance Sheet date.	57,183.33
These loans are repayable in bullet at the end of the tenure from the date of disbursement. The balance tenure for these loans is 11 months (average) from the Balance Sheet date.	25,250.00
This loan is repayable in quarterly installments after a moratorium period of 1 year from the date of first disbursement. The balance tenure for this loan is 51 months from the Balance Sheet date.	5,972.22
These loans are repayable in quarterly installments after a moratorium period of 24 months from the date of first disbursement The balance tenure for these loans is 76 months from the Balance Sheet date.	12,916.60
This loan is repayable in 4 half yearly installments after moratorium period of 3 years from the date of first disbursement. The balance tenure for this loans is 43 months from the Balance Sheet date.	2,000.00
These loans are repayable in 18 quarterly installments with a moratorium period of 6 months from the date of first disbursement. The balance tenure for these loans is 126 months from the Balance Sheet date.	23,401.49
These loans are repayable in yearly installment after the moratorium period of 1 year from the date of disbursement. The balance tenure for these loans is 35 months from the Balance Sheet date.	15,150.00
This loan is repayable in monthly installment from the date of disbursement. The balance tenure for this loan is 31 months from the Balance Sheet date. [(1)]	1,635.00
These loans are repayable in quarterly installment from the date of disbursement. The balance tenure for these loans is 25 months from the Balance Sheet date.	1,731.25
This loan is repayable in quarterly installment after the moratorium of 1 year from the date of disbursement.. The balance tenure for this loans is 13 months from the Balance Sheet date.	700.00
These loans are repayable in half yearly installment after the moratorium of 1 years from the date of disbursement.. The balance tenure for this loans is 7 months from the Balance Sheet date.	200.00
Quarterly Installment with moratorium of 18 months from the date of disbursement. The balance tenure for this loans is 58 months from the Balance Sheet date. [(2)]	7,500.00
	153,639.89

(1) Loan taken other than from banks for Rs. 1,635.00 Million
(2) Includes Loan taken other than from banks for Rs. 3,000.00 Million
*Secured by hypothecation of Loan Receivables(Current and Future) / Current Assets / Cash and Cash Equivalents of the Company.

	As at March 31, 2015 Amount (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
(iii) Subordinated Debt			
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on November 15, 2027	326.00	326.00	326.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 30, 2027	496.50	496.50	496.50
10.25% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 28, 2027	1,000.00	1,000.00	1,000.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 05, 2027	1,100.30	1,100.30	1,100.30
9.70% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 17, 2025	50.00	-	-
10.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on July 17, 2024	100.00	-	-
10.80 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on December 23, 2023	200.00	200.00	-
10.85 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 24, 2023	50.00	50.00	-
10.85 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on September 27, 2023	250.00	250.00	-
10.10 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on September 23, 2023	250.00	250.00	-
9.90 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 3, 2023	1,250.00	1,250.00	-
9.80 % Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on May 23, 2023	200.00	200.00	-
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 28, 2023	250.00	250.00	250.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 06, 2023	200.00	200.00	200.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on February 18, 2023	250.00	250.00	250.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 30, 2023	100.00	100.00	100.00
10.10% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 14, 2023	250.00	250.00	250.00
10.20% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on December 04, 2022	200.00	200.00	200.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on November 15, 2022	11.00	11.00	11.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 31, 2022	250.00	250.00	250.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 22, 2022	400.00	400.00	400.00
10.30% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on October 09, 2022	350.00	350.00	350.00
10.65% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 05, 2022	150.00	150.00	150.00
11.00% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 30, 2022	150.00	150.00	150.00
11.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on February 22, 2022	200.00	200.00	200.00
11.85% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on January 31, 2022	362.00	362.00	362.00
10.50% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on March 26, 2018	1,250.00	1,250.00	1,250.00
11.60% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on June 22, 2017	1.00	1.00	1.00
11.60% Subordinated Debt of Face value of Rs. 0.1 Million each Redeemable on May 31, 2017	150.00	150.00	150.00
	9,796.80	**9,646.80**	**7,446.80**

(iv) Current Investments
(a) Investment in Bonds (Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
		Total (A)	**-**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
Yes Bank Limited 10.25 BD 29JU27 FVRS 10 Lac	220	220.00	220.00
		Total (A)	**220.00**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
Yes Bank Limited 10.5 BD Perpetual FVRS 10 Lac	1500	1,500.00	1,500.00
Yes Bank Limited 10.5 BD Perpetual FVRS 10 Lac	1400	1,400.00	1,400.00
Yes Bank Limited 10.25 BD 29JU27 FVRS 10 Lac	320	320.00	320.00
		Total (A)	**3,220.00**

(b) Investment in Certificate of Deposits(Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
ANDHRA BANK CD 04MAR16	7,500	750.00	692.64
ANDHRA BANK CD 17MAR16	5,000	500.00	460.64
ANDHRA BANK CD 18MAR16	5,000	500.00	461.37
AXIS BANK LTD 08MAR16	10,000	1,000.00	921.66
BANK OF BARODA CD 06AP15	10,000	1,000.00	998.61
BANK OF INDIA CD 04MAR16	2,500	250.00	231.33
BANK OF INDIA CD 18MAR16	2,500	250.00	230.64
BANK OF INDIA CD 23MAR16	5,000	500.00	461.29
BANK OF MAHARASHTRA CD 01MAR16	5,000	500.00	460.27
BANK OF MAHARASHTRA CD 03MAR16	2,500	250.00	230.03
BANK OF MAHARASHTRA CD 08JU15	15,000	1,500.00	1,477.38
BANK OF MAHARASHTRA CD 15JU15	2,500	250.00	245.56
CANARA BANK CD 01MR16	2,500	250.00	230.58
CANARA BANK CD 04MR16	2,500	250.00	230.71
CANARA BANK CD 05MY15	2,500	250.00	248.10
CANARA BANK CD 09MAR16	7,500	750.00	696.20
CANARA BANK CD 10MR16	2,500	250.00	230.07
CANARA BANK CD 12JU15	2,500	250.00	243.26
CANARA BANK CD 14MAR16	2,500	250.00	230.47
CANARA BANK CD 18MAR16	2,500	250.00	230.56
CANARA BANK CD 22FB16	2,500	250.00	232.84
CANARA BANK CD 23MAR16	7,500	750.00	691.55
CANARA BANK CD 26FB16	5,000	500.00	460.60
CORPORATION BANK CD 01JU15	2,500	250.00	246.59

Particulars	Quantity	As at March 31, 2015 Face Value (Rs. in Millions)	Amount (Rs. in Millions)
CORPORATION BANK CD 08MAR16	10,000	1,000.00	922.71
CORPORATION BANK CD 11MAR16	5,000	500.00	461.03
CORPORATION BANK CD 14MAR16	15,000	1,500.00	1,385.13
DENA BANK CD 25JUN15	40,000	4,000.00	3,925.71
DENA BANK CD 25MAY15	10,000	1,000.00	988.09
EXPORT IMPORT BANK OF INDIA CD 25MAR16	2,500	250.00	230.47
IDBI BANK LIMITED CD 02JUN15	2,500	250.00	246.57
IDBI BANK LIMITED CD 05MY15	5,000	500.00	495.97
IDBI BANK LIMITED CD 07AP15	5,000	500.00	499.14
IDBI BANK LIMITED CD 09AP15	5,000	500.00	498.95
IDBI BANK LIMITED CD 14MAR16	5,000	500.00	461.06
IDBI Bank LIMITED CD 18MAR16	10,000	1,000.00	921.52
IDBI BANK LIMITED CD 27MY15	2,500	250.00	246.83
IDBI Bank Limited CD 2Mar16	2,500	250.00	230.05
INDIAN BANK CD 14MAR16	2,500	250.00	230.50
INDIAN BANK CD 15MAR16	10,000	1,000.00	923.34
INDUSIND BANK LIMITED CD 06AP15	5,000	500.00	499.26
INDUSIND BANK LIMITED CD 08MY15	5,000	500.00	495.59
INDUSIND BANK LIMITED CD 10AP15	2,500	250.00	249.41
ORIENTAL BANK OF COMMERCE CD 08AP15	5,000	500.00	499.07
ORIENTAL BANK OF COMMERCE CD 10MAR16	7,500	750.00	692.54
ORIENTAL BANK OF COMMERCE CD 26MY15	10,000	1,000.00	987.05
PUNJAB AND SIND BANK CD 17MAR16	7,500	750.00	692.30
PUNJAB AND SIND BANK CD 30AP15	500	50.00	49.65
PUNJAB NATIONAL BANK CD 04MAR16	17,500	1,750.00	1,621.57
STATE BANK OF MYSORE CD 06AP15	1,000	100.00	99.86
STATE BANK OF PATIALA CD 29FEB16	2,500	250.00	231.42
SYNDICATE BANK CD 18JUN15	2,500	250.00	245.16
UCO BANK CD 10AP15	2,500	250.00	249.42
UCO BANK CD 11MAR16	5,000	500.00	461.06
UNION BANK OF INDIA CD 28MAY15	20,000	2,000.00	1,972.87
VIJAYA BANK CD 10MAR16	2,500	250.00	230.75
VIJAYA BANK CD 25MAY15	5,000	500.00	494.01
Total (B)			**33,281.01**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
Bank of India CD 13MR15	5,000	500.00	455.90
Bank of Maharashtra CD 03MR15	7,500	750.00	691.66
Canara Bank CD 27FB15	2,500	250.00	230.42
Corporation Bank CD 05MR15	10,000	1,000.00	920.98
Dena Bank CD 02AP14	10,000	1,000.00	998.36
Indian Overseas Bank CD 26FB15	5,000	500.00	461.63
Oriental Bank of Commerce CD 05MR15	7,500	750.00	691.34
Punjab and Sind Bank CD 02MR15	2,500	250.00	230.61
Punjab National Bank CD 02MR15	20,000	2,000.00	1,832.14
Punjab National Bank CD 11MR15	10,000	1,000.00	919.33
Syndicate Bank CD 03MR15	5,000	500.00	461.11
Total (B)			**7,893.48**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
IDBI Bank Limited CD 19MR14	2,500	250.00	230.12
IDBI Bank Limited CD 14FB14	2,500	250.00	229.01
IDBI Bank Limited CD 28AG13	5,000	500.00	481.77
IDBI Bank Limited CD 10JU13	2,500	250.00	245.19
IDBI Bank Limited CD 07JU13	5,000	500.00	490.33
Punjab National Bank CD 25MR14	2,500	250.00	229.07
Punjab National Bank CD 20MAR14	2,500	250.00	230.27
Punjab National Bank CD 10MR14	2,500	250.00	229.42
Punjab National Bank 23DEC13	2,500	250.00	234.40
Punjab National Bank CD 17SP13	5,000	500.00	479.49
Punjab National Bank CD 10SP13	7,500	750.00	720.49
Punjab National Bank CD14JU13	12,500	1,250.00	1,227.11
Punjab National Bank 10MAY13	5,000	500.00	494.55
Allahabad Bank CD 26JU13	10,000	1,000.00	978.67
Allahabad Bank 17JU13	2,500	250.00	245.10
Allahabad Bank 31MAY13	7,500	750.00	738.22
IDBI Bank 12SEP13	5,000	500.00	480.11
IDBI Bank 21JU13	2,500	250.00	244.87
IDBI Bank 29MAY13	10,000	1,000.00	984.57
IDBI Bank Limited CD 27MY13	5,000	500.00	492.27
Central Bank of India 25MAR14	5,000	500.00	459.66
Central Bank of India CD 07MY13	5,000	500.00	494.79
Vijaya Bank 19JU13	10,000	1,000.00	979.95
Vijaya Bank CD 13JU13	2,500	250.00	244.82
Vijaya Bank CD 27MAY13	5,000	500.00	492.43
State Bank of Patiala CD 18SP13	2,500	250.00	239.77
State Bank of Patiala 27MAY13	5,000	500.00	492.39
State Bank of Patiala 24MAY13	2,500	250.00	246.44
Canara Bank 24MAR14	2,500	250.00	229.46
Canara Bank 14MAY13	5,000	500.00	494.27
Canara Bank 22APR-13	2,000	200.00	198.77
Punjab and Sind Bank 14JU13	2,500	250.00	245.28
Punjab and Sind Bank 10JU13	2,500	250.00	245.47
UCO Bank 13JU13	2,500	250.00	245.34
Oriental Bank of Commerce 7JU13	2,500	250.00	245.70
Andhra Bank 10AP13	10,000	1,000.00	996.61
ING Vysya Bank 24MAY13	5,000	500.00	492.77
Total (B)			**16,728.95**

(c) Investment in Government Securities(Quoted)

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
Total (c)			**-**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
Total (c)			**-**

Particulars	Quantity	Face Value (Rs. in Millions)	As At March 31, 2013 Amount (Rs. in Millions)
8.15% GOVT.STOCK 2022	4,500,000	450.00	454.08
8.33% GOVT.STOCK 2026	500,000	50.00	51.35
Total (C)			**505.43**

(d) Investments in Pass Through Certificates

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2015 Amount (Rs. in Millions)
INNOVATIONTRUST XVI DEC 13SR-A PTC 30DC13	159	0.10	11.53
INNOVATIONTRUST XIX MAR 14SR-A PTC 20MR14	39	1.00	26.01
INNOVATIONTRUST XX MAR 14SR-A PTC 20MR14	40	1.00	33.50
INNOVATION TRUST XXII FEB 15	6	1.00	5.95
Total (D)			**76.99**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2014 Amount (Rs. in Millions)
INNOVATIONTRUST XVI DEC 13SR-A PTC 30DC13	159	0.10	15.90
INNOVATIONTRUST XIX MAR 14SR-A PTC 20MR14	39	1.00	39.00
INNOVATIONTRUST XX MAR 14SR-A PTC 20MR14	40	1.00	40.01
Total (D)			**94.91**

Particulars	Quantity	Face Value (Rs. in Millions)	As at March 31, 2013 Amount (Rs. in Millions)
	-	-	-
Total (D)			**-**

	As at March 31, 2015 Amount (Rs. in Millions)
Total (A)+(B)+(c)+(D)	**33,358.00**

	As at March 31, 2014 Amount (Rs. in Millions)
Total (A)+(B)+(c)+(D)	**8,208.39**

	As at March 31, 2013 Amount (Rs. in Millions)
Total (A)+(B)+©+(D)	**20,454.38**

(30) Contingent Liability and Commitment:

(a) Demand pending u/s 143(3) of the Income Tax Act,1961

(i) For Rs. 2.41 Million with respect to FY 2007-08 (2013-14 Rs. 2.41 Million, 2012-13 Rs. 2.41 Million) against disallowance U/s 14A of the Income Tax Act,1961, against which appeal is pending before ITAT.

(ii) For Rs. 12.30 Million with respect to FY 2008-09 (2013-14 Rs. NIL, 2012-13 Rs. NIL) against disallowance u/s 14A of the Income Tax Act,1961,against which the department has filed appeal before the ITAT against the order of CIT (Appeal).

(iii) For Rs.Nil with respect to FY 2009-10 (2013-14 Rs.17.81 Million, 2012-13 Rs.17.81 Million) against disallowance U/s 14A of the Income Tax Act,1961, against which appeal is pending before CIT (Appeals).

(iv) For Rs. 11.63 Million with respect to FY 2011-12 (2013-14 Rs. NIL, 2013-14 Rs. NIL) against disallowances u/s 14A and 32 (1) of the Income Tax Act,1961 against which appeal is pending before CIT (Appeal).

(b) Demand pending u/s of 25, 55 , 56 & 61 of The Rajasthan Value Added Tax Act, 2003 for Rs. 14.51 Million (Including interest & Penalty) with respect to FY 2007-08 to FY 2012-13 (2013-14 Rs. 14.51 Million, 2012-13 Rs. 14.51 Million) against which appeal is pending before Rajasthan Tax Board, Ajmer. The Company has paid tax along with interest for Rs. 6.23 Million (2013-14 Rs. 6.23 Million, 2012-13 Rs. 6.23 Million) under protest.

(c) Corporate counter guarantees outstanding in respect of securitisation/ assignment agreements entered by the Company with different assignees as at March 31, 2015 is Rs. 1,879.76 Million (2013-14 Rs.3,044.79 Million, 2012-13 Rs.3,044.79 Million) against which collateral deposit of Rs. 63.52 Million (2013-14 Rs. 172.91 Million, 2012-13 Rs. 172.91 Million)for the period ended March 31, 2015 is being provided to the assignees by the Company in the form of Fixed Deposit Receipts. The Company does not anticipate any losses on account of the said corporate guarantees, in the event of the rights under guarantee being exercised by the assignees.

(d) The Company in the ordinary course of business, has court cases pending, however, the management does not expect any unfavourable outcome resulting in material adverse effect on the financial position of the Company.

(e) Capital commitments for acquisition of fixed assets at various branches as at the year end (net of capital advances paid) Rs. 2,109.74 Million (2013-14 Rs. 2,052.47 Million, 2012-13 Rs. 3,004.17 Million).

(31) Segment Reporting:
Segment information for the year ended March 31, 2015, as per Accounting Standard (AS)-17 "Segment Reporting" :

(a) Primary segment information (by business segments) **Amount (Rs. in Millions)**

Particulars	Investing and financing related activities	Fee Income	Total
Segment Revenue#	70,941.60	490.63	71,432.23
	56,701.78*	144.58*	56,846.36*
	46,400.10**	180.53**	46,580.63**
Segment Result	25,584.18	486.73	26,070.91
	18,951.08*	141.78*	19,092.86*
	16,061.99**	25.58**	16,087.57**
Less: Unallocated expenditure net of other unallocated income			739.28
			84.98*
			46.41**
Less: Income taxes and Deferred tax (credit)			5,549.35
			3,907.89*
			3,762.10**
Profit after tax			19,782.28
			15,099.99*
			12,279.06**
Segment Assets	549,190.54	14.23	549,204.77
	427,887.95*	5.62*	427,893.57*
	382,727.07**	18.14**	382,745.21**
Unallocated Corporate Assets			2,221.31
			2,888.01*
			2,738.66**
Total Assets			551,426.08
			43,0781.58*
			385,483.87**
Segment Liabilities	484,194.13	192.00	484,386.13
	369,058.84*	192.00*	369,250.84*
	331,710.25**	192.00**	331,902.25**
Unallocated Corporate Liabilities			2,117.79
			6,859.00*
			4,191.26**
Total Liabilities			486,503.92
			376,109.84*
			336,093.51**
Capital Expenditure	85.51	-	85.51
	467.94*	-*	467.94*
	61.72**	-**	61.72**
Unallocated Capital Expenditure			223.94
			34.50*
			50.76**
Total Capital Expenditure			309.45
			502.44*
			112.48**
Depreciation / Amortisation	105.25	0.02	105.27
	59.27*	0.02*	59.29*
	76.99**	0.02**	77.01**
Unallocated Depreciation			74.85
			17.24*
			15.10**
Total Depreciation / Amortisation			180.12
			76.53*
			92.11**
Non-Cash expenditure other than depreciation	4,192.14	-	4,192.14
	2,833.43*	-*	2,833.43*
	1,340.49**	-**	1,340.49**
Unallocated Non-Cash expenditure other than depreciation			3.51
			6.04*
			3.47**
Total Non-Cash Expenditure other than depreciation			4,195.65
			2,839.47*
			1,343.97**

** Figures relate to Financial Year 2013-14*
*** Figures relate to Financial Year 2012-13*
#Includes Dividend Income on units of Mutual Fund, Dividend Income from Subsidiary Company, Gain on Mutual Fund Investments and Profit on sale of current investments included in other income.
(b) The Company operates solely in one Geographic segment namely "Within India" and hence no separate information for Geographic segment wise disclosure is required.

(c) The Company's primary business segment is reflected based on principal business activities carried on by the Company. The Company's primary business comprises of investing and financing related activities (investing in various subsidiaries, financing of loans and credit activities) and fee income which mainly comprises of financial service related fee from services income, commission on insurance and other fee based activities.

(d) Segment revenue, results, assets and liabilities include amounts identifiable to each segment and amounts allocated on a reasonable basis.

(e) The accounting policies adopted for segment reporting are in line with the accounting policies adopted for preparation of financial information as disclosed in Significant Accounting Policies (Refer Note 1) above.

(32) Disclosures in respect of Related Parties as per Accounting Standard (AS) – 18 'Related Party Disclosures'.

Nature of relationship
(a) Related party where control exists:

Particulars	Year Ended		
	March 31, 2015	March 31, 2014	March 31, 2013
Subsidiary	Ibulls Sales Limited	Ibulls Sales Limited	Ibulls Sales Limited
Subsidiary	Indiabulls Advisory Services Limited	Indiabulls Advisory Services Limited	Indiabulls Advisory Services Limited
Subsidiary	-	Indiabulls Alternative Asset Management Private Limited (upto February 7, 2013)	Indiabulls Alternative Asset Management Private Limited (upto February 7, 2013)
Subsidiary	Indiabulls Asset Holding Company Limited	Indiabulls Asset Holding Company Limited	Indiabulls Asset Holding Company Limited
Subsidiary	Indiabulls Asset Management Company Limited	Indiabulls Asset Management Company Limited	Indiabulls Asset Management Company Limited
Subsidiary	Indiabulls Capital Services Limited	Indiabulls Capital Services Limited	Indiabulls Capital Services Limited
Subsidiary	Indiabulls Collection Agency Limited	Indiabulls Collection Agency Limited	Indiabulls Collection Agency Limited
Subsidiary	Indiabulls Finance Company Private Limited	Indiabulls Finance Company Private Limited	Indiabulls Finance Company Private Limited
Subsidiary	Indiabulls Holdings Limited	Indiabulls Holdings Limited	Indiabulls Holdings Limited
Subsidiary	Indiabulls Commerical Credit Limited	Indiabulls Commerical Credit Limited	Indiabulls Commerical Credit Limited
Subsidiary	Indiabulls Insurance Advisors Limited	Indiabulls Insurance Advisors Limited	Indiabulls Insurance Advisors Limited
Subsidiary	Indiabulls Life Insurance Company Limited	Indiabulls Life Insurance Company Limited	Indiabulls Life Insurance Company Limited
Subsidiary	Indiabulls Trustee Company Limited	Indiabulls Trustee Company Limited	Indiabulls Trustee Company Limited
Subsidiary	Indiabulls Venture Capital Management Company Limited (Subsidiary of Indiabulls Holdings Limited)	Indiabulls Venture Capital Management Company Limited (Subsidiary of Indiabulls Holdings Limited)	Indiabulls Venture Capital Management Company Limited (Subsidiary of Indiabulls Holdings Limited)
Subsidiary	Indiabulls Venture Capital Trustee Company Limited (Subsidiary of Indiabulls Holdings Limited)	Indiabulls Venture Capital Trustee Company Limited (Subsidiary of Indiabulls Holdings Limited)	Indiabulls Venture Capital Trustee Company Limited (Subsidiary of Indiabulls Holdings Limited)
Subsidiary	Nilgiri Financial Consultants Limited (Subsidiary of Indiabulls Insurance Advisors Limited)	Nilgiri Financial Consultants Limited (Subsidiary of Indiabulls Insurance Advisors Limited)	Nilgiri Financial Consultants Limited (Subsidiary of Indiabulls Insurance Advisors Limited)
Subsidiary	Indiabulls Asset Reconstruction Company Limited from January 11, 2013 (Associate upto January 10, 2013)(Subsidiary of Indiabulls Advisory Services Limited)	Indiabulls Asset Reconstruction Company Limited from January 11, 2013 (Associate upto January 10, 2013)(Subsidiary of Indiabulls Advisory Services Limited)	Indiabulls Asset Reconstruction Company Limited from January 11, 2013 (Associate upto January 10, 2013)(Subsidiary of Indiabulls Advisory Services Limited)
Key Management Personnel	Mr. Sameer Gehlaut, Chairman & Executive Director	Mr. Sameer Gehlaut, Chairman & Executive Director	Mr. Sameer Gehlaut, Chairman & Executive Director
Key Management Personnel	Mr. Gagan Banga, CEO & Managing Director	Mr. Gagan Banga, CEO & Managing Director	Mr. Gagan Banga, CEO & Managing Director (Non Executive Chairman till March 19, 2013)
Key Management Personnel	Mr. Ashwini Omprakash Kumar, Deputy Managing Director	Mr. Ashwini Omprakash Kumar, Deputy Managing Director	Mr. Ashwini Omprakash Kumar, Deputy Managing Director (Managing Director till March 19, 2013)
Key Management Personnel			Mr. Sachin Chaudhary (CEO-Executive Director till March 19, 2013)
Key Management Personnel	Mr. Ajit Kumar Mittal, Executive Director	Mr. Ajit Kumar Mittal, Executive Director	Mr. Ajit Kumar Mittal, Executive Director (Non Executive Chairman till March 19, 2013)
Key Management Personnel	Mr. Saurabh Mittal, Non -Executive Director (Up to July 18, 2014)	Mr. Saurabh Kumar Mittal, Non - Executive Director	Mr. Saurabh Kumar Mittal, Non - Executive Director
Key Management Personnel	Mr. Rajiv Rattan, Non -Executive Director (Up to July 18, 2014)	Mr. Rajiv Rattan, Non -Executive Director	Mr. Rajiv Rattan, Non -Executive Director

(b) Significant transactions with related parties during the year — **Amount (Rs. in Millions)**

Nature of Transactions	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Finance			
Loan taken (Maximum balance outstanding during the year)			
-Subsidiary Companies	-	-	688.00
Total	-	-	688.00
Loan given (Maximum balance outstanding during the year)			
-Subsidiary Companies	5,799.40	7,012.70	1,400.00
Total	5,799.40	7,012.70	1,400.00
Share Capital			
Issue of Equity Share Capital			
-Key Management Personnel	15.59	186.64	-
Total	15.59	186.64	-
Income			
Income from Service Fee			
-Subsidiary Companies	1.00	1.25	-
Total	1.00	1.25	-
Interest Income on Loan			
-Subsidiary Companies	574.80	652.15	1.33
Total	574.80	652.15	1.33
Dividend Income			
-Subsidiary Companies	1,278.26	-	-
Total	1,278.26	-	-

Amount (Rs. in Millions)

Nature of Transactions	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Reimbursement of Expenses Incurred			
-Subsidiary Companies	-	-	16.05
Total	-	-	16.05
Expenses			
Interest paid on Loan			
-Subsidiary Companies	-	-	48.88
Bad Debt Written off			
-Subsidiary Companies	49.40	-	-
Total	49.40	-	48.88
Commission /Consultancy Paid			
-Subsidiary Companies	-	-	36.52
Total	-	-	36.52
Other receipts and payments			
Investment in Compulsory Convertible Cumulative Preference Shares			
-Subsidiary Companies	-	-	2,025.00
Total	-	-	2,025.00
Investment in Equity Shares			
-Subsidiary Companies	1,490.02	60.00	-
Total	1,490.02	60.00	-
Investment in Commercial paper			
-Subsidiary Companies	3,441.91	3,933.13	-
Total	3,441.91	3,933.13	-
Bond Sales			
-Subsidiary Companies	-	833.53	664.80
Total	-	833.53	664.80
Bond Purchase			
-Subsidiary Companies	-	666.36	-
Total	-	666.36	-
Purchase of Commercial Paper			
-Subsidiary Companies	-	492.81	-
Total	-	492.81	-
Sale of Commercial Paper			
-Subsidiary Companies	-	1,124.38	-
Total	-	1,124.38	-
Maturity of Commercial Paper			
-Subsidiary Companies	7,250.00	3,350.00	-
Total	7,250.00	3,350.00	-
Sale of Loan Receivables			
-Subsidiary Companies	2,982.11	1,385.84	3,182.41
Total	2,982.11	1,385.84	3,182.41
Salary / Remuneration (including perquisite and retirement benefits)			
-Key Management Personnel	639.25	402.15	322.32
Total	639.25	402.15	322.32
Issue of Equity Shares Under ESOPS Schemes			
-Key Management Personnel	15.59	23.13	-
Total	15.59	23.13	-
Money Received against Share Warrants			
-Key Management Personnel	-	122.63	40.88
Total	-	122.63	40.88
Issue of Equity Shares against Share Warrants			
-Key Management Personnel	-	163.50	-
Total	-	163.50	-
Employee Benefits Transfer Received / (Paid)(net)			
-Subsidiary Companies	2.99	(11.53)	-
Total	2.99	(11.53)	-

c) Balances outstanding as at year end

Amount (Rs. in Millions)

Nature of Transactions	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Loan Given			
-Subsidiary Companies	460.00	4,160.90	1,400.00
Total	**460.00**	**4,160.90**	**1,400.00**
Assignment Payable (Net)			
-Subsidiary Companies	(83.08)	(0.35)	(44.83)
Total	**(83.08)**	**(0.35)**	**(44.83)**

(d) Statement of Partywise transactions during the Year:

Amount (Rs. in Millions)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Loan Taken (Maximum balance outstanding during the year)			
Subsidiaries	-	-	-
– Indiabulls Finance Company Private Limited	-	-	688.00
Loan Given (Maximum balance outstanding during the year)			
Subsidiaries	-	-	-
– Indiabulls Finance Company Private Limited	4,781.50	3,998.00	1,400.00
– Indiabulls Commercial Credit Limited	1,878.50	5,620.00	250.00
– Ibulls Sales Limited	294.00	-	5.50
-- Indiabulls Life Insurance Company Limited	49.40	49.40	-
- Nilgiri Financial Consultants Limited	223.30	-	-
Reimbursement of Expenses Incurred			
Subsidiaries			
– Indiabulls Advisory Services Limited	-	-	4.04
– Indiabulls Capital Services Limited	-	-	4.52
– Indiabulls Finance Company Private Limited	-	-	7.49
Commission Paid			
Subsidiaries			
– Ibulls Sales Limited	-	-	2.81
– Indiabulls Asset Management Limited	-	-	33.71
Interest paid on Loan	-	-	-
Subsidiaries			
– Indiabulls Finance Company Private Limited	-	-	48.88

Amount (Rs. in Millions)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Interest Income on Loan			
Subsidiaries			
– Indiabulls Finance Company Private Limited	534.70	220.50	1.33
– Indiabulls Commercial Credit Limited	28.24	431.65	-
– Ibulls Sales Limited	6.76	-	-
- Nilgiri Financial Consultants Limited	5.10	-	-
Dividend Income			
Subsidiaries			
– Indiabulls Finance Company Private Limited	1,278.26	-	-
Bad Debt Written off			
Subsidiaries			
– Indiabulls Life Insurance Company Limited	49.40	-	-
Investment in Compulsory Convertible Cumulative Preference			
Subsidiaries			
– Indiabulls Commercial Credit Limited	-	-	2,025.00
Investment in Equity Shares			
Subsidiaries			
– Indiabulls Asset Management Company Limited	490.00	60.00	-
– Indiabulls Finance Company Private Limited	1,000.02	-	-
Investment in Commercial paper			
Subsidiaries			
– Indiabulls Finance Company Private Limited	1,962.29	1,618.86	-
– Indiabulls Commercial Credit Limited	1,479.62	2,314.27	-
Bond Sales			
Subsidiaries			
– Indiabulls Finance Company Private Limited	-	463.07	664.80
– Indiabulls Commercial Credit Limited	-	370.46	-
Bond Purchase			
Subsidiaries			
– Indiabulls Finance Company Private Limited	-	666.36	-
Income from Service Fees			
Subsidiaries			
– Indiabulls Finance Company Private Limited	-	0.25	-
– Indiabulls Commercial Credit Limited	1.00	1.00	-
Sale of Investment in Commercial Paper			
Subsidiaries			
– Indiabulls Finance Company Private Limited	-	648.56	-
– Indiabulls Commercial Credit Limited	-	390.17	-
– Indiabulls Collection Agency Limited	-	28.55	-
– Indiabulls Capital Services Limited	-	28.55	-
– Indiabulls Asset Reconstruction Company Limited	-	28.55	-
Maturity of Commercial Paper			
Subsidiaries			
– Indiabulls Finance Company Private Limited	2,000.00	1,000.00	-
– Indiabulls Commercial Credit Limited	5,250.00	2,350.00	-
Purchase of Commercial Paper			
Subsidiaries			
– Indiabulls Commercial Credit Limited	-	404.10	-
– Indiabulls Collection Agency Limited	-	29.57	-
– Indiabulls Capital Services Limited	-	29.57	-
– Indiabulls Asset Reconstruction Company Limited	-	29.57	-
Salary / Remuneration			
Remuneration to Directors			
– Sameer Gehlaut	465.48	296.05	8.28
– Gagan Banga	113.67	60.00	1.54
– Ajit Kumar Mittal	23.66	18.00	0.53
– Ashwini Omprakash Kumar	36.44	28.10	19.11
– Sachin Chaudhary	-	-	12.59
Salary			
– Sameer Gehlaut	-	-	224.09
– Gagan Banga	-	-	41.80
– Ajit Kumar Mittal	-	-	14.38
Issue of Equity Shares Under ESOPS Schemes			
– Gagan Banga	14.40	21.95	-
– Ajit Kumar Mittal	1.19	1.19	-
Money received against Share Warrants			
– Gagan Banga	-	89.93	29.98
– Ashwini Omprakash Kumar	-	32.70	10.90
Issue of Equity Shares against Share Warrants			
– Gagan Banga	-	119.90	-
– Ashwini Omprakash Kumar	-	43.60	-
Sale of Loan Receivables			
Subsidiaries			
– Indiabulls Commercial Credit Limited	2,982.11	1,385.84	2,483.95
– Indiabulls Finance Company Private Limited	-	-	698.46
Employee Benefits Transfer Received / (Paid) (net)			
Subsidiaries			
– Indiabulls Commercial Credit Limited	3.70	(11.25)	-
– Indiabulls Asset Management Company Limited	(0.71)	-	-
– Indiabulls Finance Company Private Limited	-	(0.28)	-

(e) Breakup of outstanding Balances

Amount (Rs. in Millions)

Particulars	Year ended March 31, 2015	Year ended March 31, 2014	Year ended March 31, 2013
Loan given			
Subsidiaries			
– Indiabulls Finance Company Private Limited	460.00	3,998.00	1,400.00
– Indiabulls Commercial Credit Limited	-	113.50	-
– Indiabulls Life Insurance Company Limited	-	49.40	-
Assignment (Receivable)			
Subsidiaries	-	-	-
– Indiabulls Finance Company Private Limited	-	-	18.46
Assignment (Payable)			
Subsidiaries	-	-	-
- Indiabulls Finance Company Private Limited	(1.10)	-	-
– Indiabulls Commercial Credit Limited	(81.98)	(0.35)	(63.29)

Related Party relationships as given above are as identified by the Company.

(33)

(a) Earning in Foreign Currency:	For the Year ended March 31, 2015	For the Year ended March 31, 2014	For the Year ended March 31, 2013
Particulars	**Amount (Rs. in Millions)**		
Earning from Exhibition	8.72	15.21	-
Total	**8.72**	**15.21**	**-**

(b) Expenditure in Foreign Currency:	For the Year ended March 31, 2015	For the Year ended March 31, 2014	For the Year ended March 31, 2013
Particulars	**Amount (Rs. in Millions)**		
Professional Expenses	1.26	0.25	39.22
GDRs listing / Issue related Expense	7.70	2.40	0.80
Travelling Expenses	3.79	4.22	5.33
Commission Expense	2.57	10.10	1.29
Interest Expense on Foreign Currency Loan	257.02	79.27	13.81
Fees Paid for Loans taken	8.59	-	-
Overseas Representative Office Expenses	10.70	17.33	-
Advertisement/Corporate Sponsorship Expenses	5.62	2.80	7.64
Rent	1.43	-	-
Salary Expenses	15.51	13.37	-
Total	**314.19**	**129.74**	**68.09**

(c) Remittances during the year in foreign currency on account of dividends:

(i) Remittance during the Financial Year 2014-15

Pertains to Financial Year	Interim / Final	No of Shareholders	No. of Shares	Amount (Rs. in Millions)
2013-14	4th Interim	2	8,751,752	78.77
2014-15	1st Interim 2014-15	2	3,440,995	27.53
2014-15	2nd Interim 2014-15	2	4,080,423	36.72
2014-15	3rd Interim 2014-15	1	412,987	3.72
		Total	**16,686,157**	**146.74**

(ii) Remittance during the Financial Year 2013-14

Pertains to Financial Year	Interim / Final	No of Shareholders	No. of Shares	Amount (Rs. in Millions)
2012-13	3rd Interim	2	11,259,610	73.19
2013-14	1st Interim 2013-14	2	11,259,610	67.56
2013-14	2nd Interim 2013-14	2	9,530,243	66.71
2013-14	3rd Interim 2013-14	2	9,409,098	65.86
		Total	**41,458,561**	**273.32**

(iii) Remittance during the Financial Year 2012-13

Pertains to Financial Year	Interim / Final	No of Shareholders	No. of Shares	Amount (Rs. in Millions)
2011-12	Final Dividend by erstwhile Holding company Indiabulls Financial Services Limited	2	8,967,321	62.77
2012-13	1st Interim 2012-13	2	10,167,993	81.34
2012-13	2nd Interim 2012-13	2	10,329,200	56.81
		Total	**29,464,514**	**200.92**

(34) Earnings Per Equity Share

Earnings Per Equity Share (EPS) as per Accounting Standard (AS)-20 "Earnings Per Share",:

The basic earnings per share is computed by dividing the net profit attributable to Equity Shareholders for the year by the weighted average number of Equity Shares outstanding during the year. Diluted earnings per share are computed using the weighted average number of Equity Shares and also the weighted average number of Equity Shares that could have been issued on the conversion of all dilutive potential Equity Shares. The dilutive potential Equity Shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value.

Dilutive potential Equity Shares are deemed converted as of the beginning of the year, unless they have been issued at a later date. The number of Equity Shares and potential diluted Equity Shares are adjusted for potential dilutive effect of Employee Stock Option Plan as appropriate. Potential dilutive Equity Shares on account of Share warrants are not adjusted being anti dilutive in nature.

Particulars	For the Year ended March 31, 2015	For the Year ended March 31, 2014	For the Year ended March 31, 2013
Profit available for Equity Shareholders (Rs. in Millions)	19,782.28	15,099.99	12,279.06
Weighted average number of Shares used in computing Basic Earnings per Equity Share (Nos.)	345,960,231	326,135,028	312,118,479
Add: Potential number of Equity share that could arise on exercise of Employee Stock Options / Share Warrants (Nos.)	10,350,596	3,349,620	9,999,303
Weighted average number of shares used in computing Diluted Earnings per Equity Share (Nos.)	356,310,827	329,484,648	322,117,782
Face Value of Equity Shares - (Rs.)	2.00	2.00	2.00
Basic Earnings Per Equity Share - (Rs.)	57.18	46.30	39.34
Diluted Earnings Per Equity Share - (Rs.)	55.52	45.83	38.12

(35) In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as on March 31, 2015, March 31 2014 and March 31, 2013.

(36) An amount of Rs. 1,000/- has been levied as penalty by National Housing Bank in terms of provisions of paragraph 29(5) of the Housing Finance Companies(NHB) Directions, 2010 on account of delay in submission of filing of Short Term Dynamic Statement for position as on September 30, 2014.

(37) Disclosures in terms of Circular no. NHB/ND/DRS/Pol-No. 35/2010-11 dated October 11, 2010:

(i) Disclosure for Capital to Risk Assets Ratio (CRAR) :-

CRAR		As at March 31, 2015	As at March 31, 2014	As at March 31,
Items				
i)	CRAR (%)	18.35%	19.14%	18.47%
ii)	CRAR - Tier I capital (%)	15.24%	15.05%	14.96%
iii)	CRAR - Tier II Capital (%)	3.11%	4.09%	3.51%

(ii) Exposure to Real Estate Sector:- **Amount (Rs. in Millions)**

		Category		As at March 31, 2015	As at March 31, 2014	As at March 31,
a)	Direct exposure					
	(i)	Residential Mortgages -				
		Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented;		217,672.48	166,942.76	124,430.82
	(ii)	Commercial Real Estate -				
		Lending secured by mortgages on commercial real estates		173,617.82	142,000.37	146,486.11
	(iii)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		-	-	-
		a.	Residential	43.49	54.91	-
		b.	Commercial Real Estate.	33.50	40.01	-
b)	Indirect Exposure					
	Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs).			-	-	250.00

Note: In computing the above information, certain estimates, assumptions and adjustments have been made by the Management for its regulatory submission which have been relied upon by the auditors

(iii) Asset Liability Management

Maturity Pattern of Assets and Liabilities as at March 31, 2015:- **Amount (Rs. in Millions)**

	1 day to 30/31 days (1 month)	Over one month to 2 months	Over 2 months to 3 months	Over 3 to 6 months	Over 6 months to 1 year	Over 1 to 3 years	Over 3 to 5 years	Over 5 to 7 years	Over 7 to 10 years	Over 10 years	Grand Total
Liabilities											
Borrowing from banks	3,709.27	950.03	15,107.61	36,662.00	36,826.25	100,596.04	82,288.61	10,983.62	517.24	646.85	288,288
	5,045.15	*2,585.45*	*4,149.67*	*22,245.61*	*29,555.36*	*103,971.84*	*42,477.24*	*732.83*	*517.24*	*818.97*	*212,099*
	201.85	*4,069.20*	*3,534.94*	*13,553.22*	*29,397.99*	*87,198.35*	*48,795.35*	*2,127.96*	*2,650.69*	*3,320.48*	*194,850*
Market borrowings	2,135.50	6,656.50	2,064.00	10,895.00	16,485.00	70,864.00	10,030.00	11,912.00	33,301.00	2,932.80	167,276
	2,096.50	*5,672.50*	*5,290.00*	*7,845.00*	*19,102.00*	*35,012.00*	*10,782.00*	*200.00*	*43,863.00*	*2,932.80*	*132,796*
	2,030.00	*3,595.00*	*6,840.00*	*18,600.00*	*7,450.00*	*37,545.00*	*9,852.00*	*-*	*27,163.00*	*2,932.80*	*116,008*
Assets											
Advances	11,156.51	4,104.55	8,375.43	25,043.18	42,170.04	170,038.95	93,366.03	51,070.60	41,630.30	20,061.97	467,018
	13,199.53	*4,532.63*	*7,263.03*	*17,568.88*	*43,388.13*	*129,222.50*	*72,254.25*	*40,978.84*	*14,845.89*	*18,581.06*	*361,835*
	12,284.06	*4,190.49*	*7,421.10*	*14,950.33*	*30,486.16*	*130,020.34*	*60,129.91*	*20,939.43*	*18,981.93*	*15,719.08*	*315,123*
Investments	2,908.82	6,016.69	0.50	30,960.81	25,725.06	6,971.67	61.07	11.95	13.40	7,390.63	80,061
	11,104.45	*-*	*-*	*11,457.87*	*11,180.57*	*10,778.08*	*1,667.63*	*-*	*-*	*5,876.14*	*52,065*
	1,186.18	*-*	*-*	*10,507.66*	*10,050.00*	*2,836.68*	*2,194.73*	*50.00*	*-*	*3,199.25*	*30,024.50*

Note: In computing the above information certain estimates, assumptions and adjustments have been made by the Management for its regulatory submission which have been relied upon by the auditors.
(Figures in respect of 2013-14 and 2012-13 are stated in italics)

(38) As per the Housing Finance Companies (NHB) Directions 2010, non-performing assets are recognised on the basis of ninety days and above overdue of interest/installment. The Company has made the Provision for Loans and Other Credit Facilities in respect of Housing and Non-Housing Loans in terms of paragraph 28 of the Housing Finance Companies (NHB) Directions 2010 and NHB Notification No. NHB.HFC.DIR.3/CMD/2011 dated August 05, 2011 and NHB.HFC.DIR.4/CMD/2012 dated January 19, 2012. The same is disclosed in terms of paragraph 29(2) of the Housing Finance Companies (NHB) Directions, 2010 and NHB Circular No. NHB(ND)/DRS/Pol.No.41/2010-11 dated September 26, 2011.
The total provision carried by the Company in respect of Housing and Non-Housing Loans for standard, sub-standard, doubtful and loss assets is as follows :

Amount (Rs. in Millions)

Particulars	Housing Loans			Non Housing Loans			Total		
	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013	As at March 31, 2015	As at March 31, 2014	As at March 31, 2013
Standard Assets	2,128.06	1,501.90	1,438.84	743.56	830.42	946.06	2,871.63	2,332.32	2,384.90
Substandard Assets	183.08	41.38	34.90	103.45	341.80	193.23	286.53	383.18	228.13
Doubtful Assets- upto one Year	13.05	3.05	3.39	423.02	8.02	391.19	436.07	11.08	394.58
Doubtful Assets- one to three Years	8.88	9.61	8.47	19.85	358.40	85.39	28.73	368.01	93.87
Doubtful Assets- more than three Years	18.98	4.44	-	195.13	32.89	22.67	214.10	37.33	22.67
Loss Assets	-	-	-	-	-	-	-	-	-
Provision of Depreciation on Investments	-	-	-	-	-	-	-	-	-
Total	**2,352.05**	**1,560.38**	**1,485.60**	**1,485.01**	**1,571.53**	**1,638.54**	**3,837.06**	**3,131.92**	**3,124.15**

Further as at March 31, 2015 , the Company has additional provision of Rs 158.37 Million (2013-14 Rs. 697.67 Million, 2012-13 Rs. 645.10 Million) and Rs 1,981.31 Million (2013-14 Rs. 1,116.96 Million, 2012-13 Rs. 822.35 Million) for Standard Assets/other contingencies and for non standard assets (including Doubtful and loss assets) respectively.

The balance loan outstanding as at March 31, 2015 for standard assets is Rs. 434,151.16 Million (2013-14 Rs. 335,231.77 Million, 2012-13 Rs. 298,092.50 Million) out of which housing loan is Rs 312,441.65 Million (2013-14 Rs. 227,764.00 Million, 2012-13 Rs. 184,627.63 Million) and Non housing loan is Rs 121,709.52 Million (2013-14 Rs. 107,467.77 Million, 2012-13 Rs. 113,464.84 Million).

The balance loan outstanding as at March 31, 2015 for sub-standard assets is Rs. 1,910.23 Million (2013-14 Rs. 2,554.58 Million, 2012-13 Rs. 1,520.90 Million) out of which housing loan is Rs 1,220.55 Million (2013-14 Rs. 275.86 Million, 2012-13 Rs. 232.70 Million) and Non housing loan is Rs 689.68 Million (2013-14 Rs. 2,278.70 Million, 2012-13 Rs. 1,288.19 Million).

The balance loan outstanding as at March 31, 2015 for doubtful assets upto one year category is Rs. 1,744.26 Million (2013-14 Rs. 44.30 Million, 2012-13 Rs. 929.66 Million) out of which housing loan is Rs 52.19 Million (2013-14 Rs. 12.21 Million, 2012-13 Rs. 13.6 Million) and Non housing loan is Rs 1,692.08 Million (2013-14 Rs. 32.09 Million, 2012-13 Rs. 916.09 Million).

The balance loan outstanding as at March 31, 2015 for doubtful assets one to three years category is Rs. 71.82 Million (2013-14 Rs. 595.69 Million, 2012-13 Rs. 234.67 Million) out of which housing loan is Rs. 22.19 Million (2013-14 Rs. 24.02 Million, 2012-13 Rs. 21.19 Million) and Non housing loan is Rs. 49.63 Million (2013-14 Rs.571.67 Million, 2012-13 Rs. 213.49 Million).

The balance outstanding as at March 31, 2015 for doubtful assets more than three years category is Rs. 214.10 Million (2013-14 Rs. 37.33 Million, 2012-13 Rs. 22.67 Million) out of which housing loan is Rs 18.98 Million (2013-14 Rs. 4.44 Million, 2012-13 Nil) and Non housing loan is Rs. 195.13 Million (2013-14 Rs. 32.89 Million, 2012-13 Rs. 22.69 Million).

Provision for contingencies on standard assets and loan assets as on March 31, 2015 amounting to Rs. 5,976.74 Million (2013-14 Rs. 4,946.57 Million, 2012-13 Rs. 4,591.60 Million) includes provisions for non–performing assets, standard assets and all other contingencies.

(39) The Company has entered into various agreements for the assignment/securitisation of loans with assignees, wherein it has assigned/securitised a part of its secured loan portfolio amounting to Rs. 114,059.98 Million upto March 31, 2015 (Rs. 93,398.99 Million upto March 31, 2014, Rs. 56,291.69 Million upto March 31, 2013), being the principal value outstanding as on the date of the deals that are outstanding as on the Balance Sheet date.

The Company assigned/securitized various loan portfolios to banks and/or other institutions which are derecognised in the books of accounts of the Company in terms of accounting policy mentioned in Significant Accounting policies in Note 1 (v) above and residual income on these Loans is being recognised over the life of the underlying loans and not on an upfront basis.

(40) The Board of Directors at their meeting held on April 27, 2012 had approved the Scheme of Arrangement involving the merger of Indiabulls Financial Services Limited (IBFSL, the Holding Company) with the Company in terms of the provisions of Sections 391 to 394 of the Companies Act, 1956 (the "Scheme of Arrangement"). The Appointed Date of the proposed merger fixed under the Scheme of Arrangement was April 1, 2012. The Hon'ble High Court of Delhi, vide its Order dated December 12, 2012, received by the Company on February 8, 2013, approved the Scheme of Arrangement (Order). In terms of the Court approved Scheme of Arrangement, with the filing of the copy of the Order, on March 8, 2013 with the office of ROC, NCT of Delhi & Haryana (the Effective Date), IBFSL, as a going concern, stands amalgamated with IBHFL with effect from the Appointed Date, being April 1, 2012 (Under the Accounting Standard 14 - Pooling of interest method). Consequent to the Scheme of Arrangement becoming effective, the Board of Directors of the Company, at their meeting held on March 25, 2013, issued and allotted –

i) 312,511,167 Equity Shares of Rs. 2 each of the Company,

ii) 27,500,000 Warrants of the Company (against the listed warrants of IBFSL), and

iii) 20,700,000 Warrants of the Company (against the unlisted warrants of IBFSL held by certain promoter group entities and Key Management Personnel of IBFSL)

to the Equity Shareholders / Warrants holders of IBFSL, against their holdings in such Equity Shares / Warrants, as on March 20, 2013 i.e. the record date fixed by IBFSL in this regard. The issue of Equity Shares / warrants by the Company was in terms of the share exchange ratio as mentioned in the Court approved Scheme of Arrangement. The Company's Shares and Warrants (issued in lieu of listed warrants of IBFSL) got listed with National Stock Exchange of India Limited and BSE Limited w.e.f. July 23, 2013.

(41) The Company has complied with the NHB Directions, 2010 including Prudential Norms and as amended from time to time.

(42) The standalone summary financial statements are based on and have been extracted by the Management of the Company from the audited standalone financial statements of the Company for the financial years ended March 31, 2015, March 31, 2014 and March 31, 2013. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosures.

For and on behalf of the Board of Directors

Gagan Banga	Ashwini Omprakash Kumar	Mukesh Garg	Amit Jain
Vice Chairman / Managing Director	Whole Time Director	CFO	Company Secretary
DIN : 00010894	DIN : 03341114		

Mumbai,

REPORT ON REVIEW OF THE INTERIM FINANCIAL INFORMATION

TO THE BOARD OF DIRECTORS
INDIABULLS HOUSING FINANCE LIMITED

Introduction

We have reviewed the accompanying Standalone Unaudited Condensed Balance Sheet of **INDIABULLS HOUSING FINANCE LIMITED** (the "Company") as at June 30, 2015, the Standalone Unaudited Condensed Statement of Profit and Loss, and the Standalone Unaudited Condensed Cash Flow Statement of the Company for the quarter ended June 30, 2015 and selected explanatory notes (the "Standalone Unaudited Condensed Financial Statements") annexed thereto. Management is responsible for the preparation and presentation of this Standalone Unaudited Condensed Financial Statements in accordance with Accounting Standard (AS-25) Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on this Standalone Unaudited Condensed Financial Statements based on our review.

Scope of Review

We conducted our review in accordance with Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing, issued by the Institute of Chartered Accountants of India and deemed to be prescribed by the Central Government in accordance with Section 143 (10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Standalone Unaudited Condensed Financial Statements have not been prepared, in all material respects, in accordance with Accounting Standard (AS-25) Interim Financial Reporting, specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognised accounting practices and policies, or that it contains any material misstatement.

For **DELOITTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

A. Siddharth
Partner
(Membership No. 31467)

MUMBAI, September 7, 2015

Indiabulls Housing Finance Limited
Standalone Unaudited Condensed Balance sheet as at June 30, 2015

Particulars	As at June 30, 2015	As at March 31, 2015
	Amount (Rs. In Millions)	Amount (Rs. In Millions)
I. EQUITY AND LIABILITIES		
(1) Shareholders' funds		
Share capital	711.32	711.13
Reserves and surplus	60,736.98	64,211.02
Money received against share warrants	1.28	-
(2) Share application money pending allotment	0.16	-
(3) Non-current liabilities		
Long-term borrowings	307,562.66	286,332.25
Deferred tax liabilities (net)	333.90	24.01
Other long-term liabilities	2,787.90	2,389.24
Long-term provisions	4,854.07	4,719.64
(4) Current liabilities		
Short-term borrowings	102,844.32	104,914.78
Trade payables	55.66	31.60
Other current liabilities	92,172.51	85,254.60
Short-term provisions	7,949.84	2,837.81
Total	**580,010.60**	**551,426.08**
II. ASSETS		
(1) Non-current assets		
Fixed assets		
(i) Tangible assets	491.55	506.82
(ii) Intangible assets	8.33	9.20
Non-current investments	16,474.82	7,493.15
Long-term loans and advances	402,626.92	389,953.97
Other non-current assets	2,847.21	3,505.22
(2) Current assets		
Current investments	58,288.04	59,820.14
Trade receivables	18.52	14.18
Cash and cash equivalents	31,952.08	32,928.89
Short-term loans and advances	61,245.25	52,217.03
Other current assets	6,057.88	4,977.48
Total	**580,010.60**	**551,426.08**

Notes forming part of the financial statements 1 - 10

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth
Partner

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai,

Mumbai,

Indiabulls Housing Finance Limited

Standalone Unaudited Condensed Statement of Profit and Loss for the Period ended June 30, 2015

Particulars	**For the period ended June 30, 2015**	**For the period ended June 30, 2014**
	Amount (Rs. In Millions)	**Amount (Rs. In Millions)**
(1) Revenue from operations	17,573.37	13,130.05
(2) Other income	1,897.42	2,209.47
(3) Total revenue (1+2)	**19,470.79**	**15,339.52**
(4) Expenses		
Employee benefits expense	808.28	606.57
Finance costs	10,973.84	8,655.86
Depreciation and amortisation expense	44.14	53.00
Other expenses	880.92	841.58
Total expenses	**12,707.18**	**10,157.01**
(5) Profit before tax (3-4)	6,763.61	5,182.51
(6) Tax expense		
Current tax expense	1,647.78	1,327.08
Less: MAT Credit Entitlement	187.70	176.78
Net Current Tax expense	1,460.08	1,150.30
Deferred tax charge / (credit)(net)	309.89	(89.85)
Total Tax expense	**1,769.97**	**1,060.45**
(7) Profit for the Period / Year (5-6)	**4,993.64**	**4,122.06**
(8) Earnings per Equity share :		
Basic	14.04	12.33
Diluted	13.69	11.94
Face value per Equity share	2.00	2.00

Notes forming part of the financial statements 1 - 10

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth
Partner

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai,

Mumbai,

Indiabulls Housing Finance Limited

Standalone Unaudited Condensed Cash Flow Statement for the Period ended June 30, 2015

	For the Period ended June 30, 2015 Amount (Rs. In Millions)	For the Period ended June 30, 2014 Amount (Rs. In Millions)
A Cash flows from operating activities	(22,377.70)	(11,777.02)
B Cash flows from investing activities	(14,562.12)	(9,798.34)
C Cash flows from financing activities	27,888.13	20,308.78
D Net Decrease in cash and cash equivalents (A+B+C)	(9,051.69)	(1,266.58)
E Cash and cash equivalents at the beginning of the year	67,239.06	65,313.27
F Cash and cash equivalents at the end of the year (D + E)	58,187.37	64,046.69

Notes:

1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 on 'Cash Flow Statements'.

2. Cash and cash equivalents at the end of the period include:

Cash and cash equivalents	31,952.08	22,363.50
Current Investments in Units of Mutual Funds / Other Current Investments considered as temporary deployment of funds	30,461.54	41,968.07
	62,413.62	64,331.57
Less: In deposit accounts held as margin money (under lien)	4,179.56	21.36
Less: Unrealised gain on Mutual Fund Investments (Current Investments)	46.69	263.52
Cash and cash equivalents as restated	58,187.37	64,046.69

In terms of our report attached

For Deloitte Haskins & Sells LLP
Chartered Accountants

For and on behalf of the Board of Directors

A. Siddharth

Gagan Banga
Vice Chairman / Managing Director
DIN : 00010894

Ashwini Omprakash Kumar
Whole Time Director
DIN : 03341114

Mukesh Garg
CFO

Amit Jain
Company Secretary

Mumbai,

Mumbai,

Selected explanatory Notes forming part of the Standalone unaudited Condensed Financial Statements for the Period ended June 30, 2015

(1) These Condensed Financial Statements have been prepared in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) to comply with Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. These Condensed Financial Statements should be read in conjunction with the annual financial statements of the Company as at / for the year ended March 31, 2015. In the opinion of the Management, all adjustments which are necessary for a fair presentation have been included. The accounting policies followed in the presentation of the Condensed Financial Statements are consistent with those followed in the preparation of the Annual Financial Statements. The results of the interim period are not necessarily an indication of the result that may be expected for any interim period / full year.

(2) Corporate Information:

The Board of Directors of Indiabulls Housing Finance Limited (100% subsidiary of "IBFSL") and Indiabulls Financial Services Limited ("IBFSL", "Erstwhile Holding Company") at their meeting held on April 27, 2012 had approved the Scheme of Arrangement involving the reverse merger of IBFSL with the Company in terms of the provisions of Sections 391 to 394 of the Companies Act, 1956 (the "Scheme of Arrangement"). The Appointed Date of the proposed merger fixed under the Scheme of Arrangement was April 1, 2012. The Hon'ble High Court of Delhi, vide its Order dated December 12, 2012, received by the Company on February 8, 2013, approved the Scheme of Arrangement. In terms of the Court approved Scheme of Arrangement, with the filing of the copy of the Order, on March 8, 2013, with the office of ROC, NCT of Delhi & Haryana (the Effective Date), IBFSL, as a going concern, stands amalgamated with IBHFL with effect from the Appointed Date, being April 1, 2012.

Indiabulls Financial Services Limited ("IBFSL") was incorporated on January 10, 2000 as a Private Limited Company. On March 30, 2001, the Company was registered under Section 45-IA of the Reserve Bank of India (RBI) Act, 1934 to carry on the business of a Non-Banking Financial Company. The Company was converted into a public limited Company pursuant to Section 44 of the Companies Act, 1956 on February 03, 2004.

Indiabulls Housing Finance Limited ("the Company") ("IBHFL") was incorporated on May 10, 2005. On December 28, 2005 the Company was registered under Section 29A of the National Housing Bank Act, 1987 to commence / carry on the business of a Housing Finance Institution without accepting public deposits. The Company is required to comply with provisions of the National Housing Bank Act, 1987, the Housing Finance Companies (NHB) Directions, 2010 and other guidelines / instructions / circulars issued by the National Housing Bank from time to time.

The Company is engaged in the business to provide finance and to undertake all lending and finance to any person or persons, co-operative society, association of persons, body of individuals, companies, institutions, firms, builders, developers, contractors, tenants and others either at interest or without and/or with or without any security for construction, erection, building, repair, remodeling, development, improvement, purchase of houses, apartments, flats, bungalows, rooms, huts, townships and/or other buildings and real estate of all descriptions or convenience there on and to equip the same or part thereof with all or any amenities or conveniences, drainage facility, electric, telephonic, television, and other installations, either in total or part thereof and /or to purchase any free hold or lease hold lands, estate or interest in any property and such other activities as may be permitted under the Main Objects of the Memorandum of Association of the Company.

(3) Contingent Liability and Commitment:

(a) Demand pending u/s 143(3) of the Income Tax Act,1961

(i) For Rs. 2.41 Million with respect to FY 2007-08 (March 31, 2015 Rs. 2.41 Million) against disallowance U/s 14A of the Income Tax Act,1961, against which appeal is pending before ITAT.

(ii) For Rs. 12.30 Million with respect to FY 2008-09 (March 31, 2015 Rs. Rs. 12.30 Million) against disallowance u/s 14A of the Income Tax Act,1961,against which the department has filed appeal before the ITAT against the order of CIT (Appeal).

(iii) For Rs. 11.63 Million with respect to FY 2011-12 (March 31, 2015 Rs. Rs. 11.63 Million) against disallowances u/s 14A and 32 (1) of the Income Tax Act,1961 against which appeal is pending before CIT (Appeal).

(b) (i) Demand pending u/s of 25, 55 , 56 & 61 of The Rajasthan Value Added Tax Act, 2003 for Rs. 14.51 Million (Including interest & Penalty) with respect to FY 2007-08 to FY 2012-13 (March 31, 2015 Rs. 14.51 Million) against which appeal is pending before Rajasthan Tax Board, Ajmer. The Company has paid tax along with interest for Rs. 6.23 Million (March 31, 2015 Rs. 6.23 Million) under protest.

(ii) Demand pending u/s of 25, 55 , 56 & 61 of The Rajasthan Value Added Tax Act, 2003 for Rs. 1.24 Million (Including interest & Penalty) with respect to FY 2012-13 to FY 2014-15 (March 31, 2015 Rs. NIL) against which appeal is pending before The Appeallate Authority-II , Commercial Taxes , Jaipur.The Company has paid 10% of tax amounting to Rs. 0.04 Million (March 31, 2015 Rs. NIL) under protest.

(c) Corporate counter guarantees outstanding in respect of securitisation/ assignment agreements entered by the Company with different assignees as at June 30, 2015 is Rs. 1,879.78 Million (March 31, 2015 Rs.1,879.78 Million) against which collateral deposit of Rs. 63.52 Million (March 31, 2015 Rs. 63.52 Million) for the period ended June 30, 2015 is being provided to the assignees by the Company in the form of Fixed Deposit Receipts. The Company does not anticipate any losses on account of the said corporate guarantees, in the event of the rights under guarantee being exercised by the assignees.

(d) The Company in the ordinary course of business, has court cases pending, however, the management does not expect any unfavourable outcome resulting in material adverse effect on the financial position of the Company.

(e) Capital commitments for acquisition of fixed assets at various branches as at the year end (net of capital advances paid) Rs. 2,080.91 Million (March 31, 2015 Rs. 2,109.74 Million).

(4) Segment Reporting:

Segment information for the period ended June 30, 2015, as per Accounting Standard (AS)-17 "Segment Reporting" :

(a) Primary segment information (by business segments)

Particulars	June 30, 2015	June 30, 2014
	Amount(Rs. In Millions)	
Segment Revenue		
Investing & Financing related activities	19,324.82	15,222.80
Fee Income	135.61	107.25
Total	**19,460.43**	**15,330.05**
Less: Inter Segment Revenue	-	-
Income from Operations	**19,460.43**	**15,330.05**
Segment Results profit before Tax and after Finance costs		
Investing & Financing related activities	6,651.25	5,127.77
Fee Income	134.62	106.52
Total	**6,785.87**	**5,234.29**
Less: Other un-allocable expenditure net off unallocable income	22.27	51.79
Total Profit Before Tax	**6,763.60**	**5,182.50**
Capital Employed (Segment Assets - Segment Liabilities)		
Investing & Financing related activities	66,221.65	58,966.77
Fee Income	(173.43)	(185.16)
Unallocable Capital Employed	(4,598.48)	(4,825.34)
Total	**61,449.74**	**53,956.27**

"Fee Income" business segment mainly comprises of Financial Service related fee based advisory services income, selling of Insurance products as a Licensed Corporate Agent; and other related ancillary services.

(b) The Company operates solely in one Geographic segment namely "Within India" and hence no separate information for Geographic segment wise disclosure is required.

(c) The Company's primary business segment is reflected based on principal business activities carried on by the Company. The Company's primary business comprises of investing and financing related activities (investing in various subsidiaries, financing of loans and credit activities) and fee income which mainly comprises of financial service related fee from services income, commission on insurance and other fee based activities.

(d) Segment revenue, results, assets and liabilities include amounts identifiable to each segment and amounts allocated on a reasonable basis.

(e) The accounting policies adopted for segment reporting are in line with the accounting policies adopted for preparation of financial information.

(5) During the period ended June 30, 2015:

Issue of Equity Shares:
(1) upon the issuance of 0.05 Million Equity Shares against equivalent Share Warrants and
(2) upon the issuance of 0.05 Million Equity Shares upon exercise of Stock options by the eligible employees,

the Company has issued an aggregate of 0.10 Million Equity shares of face value Rs. 2/- each. Consequent to the said allotment, the paid-up Equity share capital of the Company stands increased from Rs. 711.13 Million divided into 355.56 Million Equity shares of face value Rs. 2/- each to Rs. 711.32 Million divided into 355.66 Million Equity shares of face value Rs. 2/- each.

(6) Statement of Dividend paid during the period:-

Period ended June 30 2015

Interim / Final	Per Share(Rs.)	No. of Shares(In million)	Amount(Rs. In Million)
Ist Interim	9.00	355.66	3,200.93
2nd Interim	9.00	355.71	3,201.38
Total	**18.00**	**711.37**	**6,402.31**

Period ended June 30 2014

Interim / Final	Per Share(Rs.)	No. of Shares(In million)	Amount(Rs. In Million)
Ist Interim	8.00	334.54	2,676.30
Total	**8.00**	**334.54**	**2,676.30**

(7) In respect of amounts as mentioned under Section 205C of the Companies Act, 1956, there were no dues required to be credited to the Investor Education and Protection Fund as on June 30, 2015.

(8) Appropriations to the Special Reserve under Section 36(1)(viii) of the Income Tax Act, 1961 and the Special Reserve under Section 29C of the National Housing Bank Act, 1987 are carried out annually.

(9) The Company has complied with the NHB Directions, 2010 including Prudential Norms and as amended from time to time.

(10) Previous Year's / period's figures have been regrouped / reclassified wherever necessary to correspond with the current period's classification / disclosures.

For and on behalf of the Board of Directors

Gagan Banga	Ashwini Omprakash Kumar	Mukesh Garg	Amit Jain
Vice Chairman / Managing Director	Whole Time Director	CFO	Company Secretary
DIN : 00010894	DIN : 03341114		

Mumbai,

DECLARATION

Our Company certifies that all relevant provisions of Chapter VIII and Schedule XVIII of the SEBI Regulations have been complied with and no statement made in this Placement Document is contrary to the provisions of Chapter VIII and Schedule XVIII of the SEBI Regulations, and that all approvals and permissions required to carry on our Company's business have been obtained, are currently valid and have been complied with. Our Company further certifies that all the statements in this Placement Document are true and correct.

Signed by:

Name: Mr. Gagan Banga
Designation: Vice Chairman and Managing Director

Date: September 11, 2015

Place: Mumbai

DECLARATION

We, the Board of Directors of the Company certify that:

(i) the Company has complied with the provisions of the Companies Act, 2013 and the rules made thereunder;

(ii) the compliance with the Companies Act, 2013 and the rules thereunder does not imply that payment of dividend or interest or repayment of debentures, if applicable, is guaranteed by the Central Government; and

(iii) the monies received under the offer shall be used only for the purposes and objects indicated in this Placement Document (which includes disclosures prescribed under Form PAS-4).

Signed by:

____
Mr. Gagan Banga
Vice Chairman and Managing Director

I am authorized by the Securities Issue Committee of the Board of Directors, vide resolution number 3 dated September 11, 2015 to sign this form and declare that all the requirements of Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoter subscribing to the Memorandum of Association and the Articles of Association.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

Signed: _________________
Name: Mr. Amit Jain
Designation: Company Secretary and Compliance Officer

Date: September 11, 2015

Place: Mumbai

REGISTERED OFFICE OF OUR COMPANY

Indiabulls Housing Finance Limited
M-62 & 63, First Floor
Connaught Place
New Delhi – 110 001
Compliance Officer: Mr. Amit Jain
Telephone: + 91 124 398 9666
Facsimile: + 91 124 308 1006
E-mail: ajain@indiabulls.com

JOINT GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS

DSP Merrill Lynch Limited

16th Floor, Express Towers
Nariman Point
Mumbai – 400 021

CLSA India Private Limited
(formerly CLSA India Limited)

8/F, Dalamal House
Nariman Point
Mumbai – 400 021

SBI Capital Markets Limited

202, Maker Tower E
Cuffe Parade
Mumbai – 400 005

BOOK RUNNING LEAD MANAGER

Axis Capital Limited

Axis House, Level 1
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P.B. Marg
Worli, Mumbai- 400025

LEGAL COUNSEL TO THE COMPANY AS TO INDIAN LAW

Luthra & Luthra Law Offices

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Indiabulls Finance Centre
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103 & 9th Floor
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LEGAL COUNSEL TO THE JOINT GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS AND THE BOOK RUNNING LEAD MANAGER AS TO INDIAN LAW

J. Sagar & Associates
Vakils House, 18, Sprott Road
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INTERNATIONAL LEGAL COUNSEL TO THE JOINT GLOBAL COORDINATORS AND BOOK RUNNING LEAD MANAGERS

Clifford Chance Pte Limited
12 Marina Boulevard, 25th Floor
Marina Bay Financial Centre Tower 3
Singapore 018982

STATUTORY AUDITORS

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