CAPITAL FIRST

**CFL/LS/187/2015** **November 02, 2015**

| **BSE Limited**<br>Phiroze Jeejeebhoy Towers,<br>Dalal Street, Fort,<br>Mumbai – 400 001.<br><br>**BSE- Scrip Code: 532938** | **National Stock Exchange of India Limited**<br>Exchange Plaza,<br>Bandra Kurla Complex, Bandra (East)<br>Mumbai – 400 051.<br><br>**NSE - Symbol – CAPF** |
|---|---|

***Sub.: Outcome of the Board Meeting held on November 02, 2015***

Dear Sir / Madam,

The Board of Directors at its meeting held today i.e. November 02, 2015 has considered and approved the Audited Financial Results (Standalone and Consolidated) for the quarter and half year ended September 30, 2015. Please find enclosed said Audited Results along with Audit Report.

Please take the above on record and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

**For Capital First Limited**

CAPITAL FIRST LIMITED

**Satish Gaikwad**
*Head – Legal, Compliance & Company Secretary*

Encl.: As above

**S.R. BATLIBOI & CO. LLP**
Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 1000

**Auditor's Report On Quarterly Financial Results and Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement**

**To**
**Board of Directors**
**Capital First Limited,**

1. We have audited the quarterly financial results of Capital First Limited ('the Company') for the quarter ended September 30, 2015 and the year-to-date results for the period April 1, 2015 to September 30, 2015, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These quarterly financial results as well as the year-to-date financial results have been prepared on the basis of the interim financial statements, which are the responsibility of the Company's management and have been approved by the Board of Directors. Our responsibility is to express an opinion on these financial results based on our audit of such interim financial statements, prepared in accordance with recognition and measurement principles laid down in Accounting Standard 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.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

   i. are presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and
   ii. give a true and fair view of the net profit and other financial information for the quarter ended September 30, 2015 as well as the year to date results for the period from April 1, 2015 to September 30, 2015.

4. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the number of shares as well as percentage of shareholdings in respect of aggregate amount of public shareholdings, as furnished by the Company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For S.R. BATLIBOI & CO. LLP**
**ICAI Firm registration number:** 301003E
Chartered Accountants

**per Viren H. Mehta**
Partner
Membership No.: 048749

Place: Mumbai
Date: November 2, 2015

**CAPITAL FIRST LIMITED**
**(CIN no. L29120MH2005PLC156795)**
Regd. Office : 15th Floor, Tower 2, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

**STATEMENT OF STANDALONE AUDITED RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015**

PART I

(Rs. In Lakhs)

| | PARTICULARS | QUARTER ENDED | | | HALF YEAR ENDED | | YEAR ENDED |
|---|---|---|---|---|---|---|---|
| | | 30.09.2015 (Audited) | 30.06.2015 (Audited) | 30.09.2014 (Audited) | 30.09.2015 (Audited) | 30.09.2014 (Audited) | 31.03.2015 (Audited) |
| 1 | **Income from operations** | | | | | | |
| | a) Income from operations | 42,532.22 | 38,779.22 | 34,270.11 | 81,311.44 | 65,620.87 | 141,063.40 |
| | b) Other operating income | 142.57 | 65.48 | 150.77 | 208.05 | 1,191.41 | 1,287.74 |
| | **Total Income from operations (net)** | **42,674.79** | **38,844.70** | **34,420.88** | **81,519.49** | **66,812.28** | **142,351.14** |
| 2 | **Expenses** | | | | | | |
| | a) Employee benefits expenses | 4,413.53 | 3,685.92 | 3,283.32 | 8,099.45 | 6,564.26 | 13,448.57 |
| | b) Depreciation and amortisation expense | 250.65 | 216.98 | 235.83 | 467.63 | 474.51 | 995.65 |
| | c) Provision and write offs (refer note b) | 4,679.17 | 5,055.97 | 2,145.35 | 9,735.14 | 4,257.85 | 10,439.33 |
| | d) Amortised loan origination cost | 2,503.59 | 2,257.83 | 1,405.73 | 4,761.42 | 2,523.10 | 6,670.64 |
| | e) Legal and Professional charges | 869.26 | 741.97 | 1,646.01 | 1,611.23 | 2,997.01 | 6,205.34 |
| | f) Other expenses | 3,253.92 | 2,846.38 | 2,503.80 | 6,100.30 | 4,835.35 | 10,405.54 |
| | **Total Expenses** | **15,970.12** | **14,805.05** | **11,220.04** | **30,775.17** | **21,652.08** | **48,165.07** |
| 3 | **Profit from Operations before Other Income, Finance Cost & Exceptional Items (1-2)** | **26,704.67** | **24,039.65** | **23,200.84** | **50,744.32** | **45,160.20** | **94,186.07** |
| 4 | Other Income | - | - | - | - | 242.05 | 242.05 |
| 5 | **Profit from Ordinary activities before Finance costs & Exceptional Items (3+4)** | **26,704.67** | **24,039.65** | **23,200.84** | **50,744.32** | **45,402.25** | **94,428.12** |
| 6 | Finance Costs (refer note c) | 20,675.99 | 19,296.59 | 19,221.54 | 39,972.58 | 38,143.43 | 78,296.20 |
| 7 | **Profit from Ordinary activities after Finance costs but before Exceptional Items (5-6)** | **6,028.68** | **4,743.06** | **3,979.30** | **10,771.74** | **7,258.82** | **16,131.92** |
| 8 | Exceptional Items | - | - | - | - | - | - |
| 9 | **Profit from Ordinary activities before tax (7+8)** | **6,028.68** | **4,743.06** | **3,979.30** | **10,771.74** | **7,258.82** | **16,131.92** |
| 10 | Tax expense (including Deferred Tax) | 2,054.73 | 1,642.56 | 1,388.59 | 3,697.29 | 2,467.48 | 4,929.89 |
| 11 | **Net Profit from Ordinary activities after tax (9-10)** | **3,973.95** | **3,100.50** | **2,590.71** | **7,074.45** | **4,791.34** | **11,202.03** |
| 12 | Extraordinary Item | - | - | - | - | - | - |
| 13 | **Net Profit for the period (11-12)** | **3,973.95** | **3,100.50** | **2,590.71** | **7,074.45** | **4,791.34** | **11,202.03** |
| 14 | Paid up Equity Share Capital (Face Value-Rs.10 per share) | 9,114.40 | 9,109.82 | 8,300.70 | 9,114.40 | 8,300.70 | 9,098.23 |
| 15 | Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year | - | - | - | - | - | 144,826.94 |
| 16 | a) Earnings per share (EPS) (before Extraordinary items) (Face Value-Rs.10 per share) * | | | | | | |
| | -Basic (Rs.) | 4.36 | 3.41 | 3.12 | 7.77 | 5.78 | 13.48 |
| | -Diluted (Rs.) | 4.14 | 3.23 | 3.08 | 7.37 | 5.69 | 12.85 |
| | b) Earnings per share (EPS) (after Extraordinary items) (Face Value-Rs.10 per share) * | | | | | | |
| | -Basic (Rs.) | 4.36 | 3.41 | 3.12 | 7.77 | 5.78 | 13.48 |
| | -Diluted (Rs.) | 4.14 | 3.23 | 3.08 | 7.37 | 5.69 | 12.85 |
| | *EPS for the quarters are not annualised* | | | | | | |

PART II

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| A | **PARTICULARS OF SHAREHOLDING** | | | | | | |
| 1 | **Public shareholding** | | | | | | |
| | -Number of shares | 31,658,372 | 31,612,622 | 23,521,367 | 31,658,372 | 23,521,367 | 31,496,667 |
| | -Percentage of shareholding | 34.73% | 34.70% | 28.34% | 34.73% | 28.34% | 34.62% |
| 2 | **Promoters and Promoter Group shareholding** | | | | | | |
| | a) Pledged/ Encumbered | | | | | | |
| | -Number of shares | - | - | - | - | - | |
| | -Percentage of shares (as a % of the total shareholding of promoters and promoter group) | - | - | - | - | - | |
| | -Percentage of shares (as a % of the total share capital of the company) | - | - | - | - | - | |
| | b) Non-encumbered | | | | | | |
| | -Number of shares | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 |
| | -Percentage of shares (as a % of the total shareholding of promoters and promoter group) | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% |
| | -Percentage of shares (as a % of the total share capital of the company) | 65.27% | 65.30% | 71.66% | 65.27% | 71.66% | 65.38% |

| | PARTICULARS | QUARTER ENDED 30.09.2015 |
|---|---|---|
| B | **INVESTOR COMPLAINTS** | |
| | Pending at the beginning of the quarter | - |
| | Received during the quarter | 5 |
| | Disposed of during the quarter | 4 |
| | Remaining unresolved at the end of the quarter | 1 |

SIGNED FOR IDENTIFICATION BY
S. R. BATLIBOI & CO. LLP
MUMBAI

CAPITAL FIRST LIMITED

**Notes**

a. The audited financial results for the quarter ended September 30, 2015 have been reviewed by the Audit Committee and subsequently approved by the Board of Directors (the "Board") at their respective meetings held on November 2, 2015.

b. During the quarter ended June 30, 2015, the Company had changed its estimates related to provisioning for mortgage loans. Consequent to the change in such estimates, provision and write off for the quarter and half year ended September 30, 2015 is higher by Rs. 65.06 lakhs and Rs. 922.75 lakhs respectively.

c. During the quarter ended September 30, 2015, the Company has changed its policy related to debenture issue expenses. The debenture issue expenses aggregating to Rs. 444.20 lakhs (net of tax) are charged against Securities Premium Account as per Section 52 of the Companies Act, 2013 which were hitherto amortised and charged to the Statement of Profit and Loss Account. Consequent to the change in such policy, profit for the quarter and half year ended September 30, 2015 is higher by Rs. 42.12 lakhs.

d. The main business of the Company is financing. As such, there are no separate reportable segments as per the Accounting Standard (AS) - 17 'Segment Reporting' notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014".

e. During the quarter ended September 30, 2015, 45,750 stock options were exercised by eligible employees under various CFL Employees Stock Options Schemes.

f. Figures for previous quarter/ half year/ year have been regrouped and/or reclassified wherever considered necessary, to conform to current quarter/ half year classification respectively.

CAPITAL FIRST LIMITED

**for CAPITAL FIRST LIMITED**

Place : Mumbai
Date : November 2, 2015

**V. Vaidyanathan**
**Chairman & Managing Director**
**DIN No.00082596**

SIGNED FOR IDENTIFICATION BY

S. R. BATLIBOI & CO. LLP
MUMBAI

**CAPITAL FIRST LIMITED**
**(CIN no. L29120MH2005PLC156795)**
Regd. Office : 15th Floor, Tower 2, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

**STANDALONE STATEMENT OF AUDITED ASSETS AND LIABILITIES**

*(Rs. in Lakhs)*

| Particulars | As at September 30, 2015 (Audited) | As at March 31, 2015 (Audited) |
|---|---|---|
| **A EQUITY AND LIABILITIES** | | |
| **1 Shareholders' Funds** | | |
| (a) Share Capital | 9,114.40 | 9,098.23 |
| (b) Reserves and Surplus (refer note 'c') | 151,706.30 | 144,826.94 |
| **Sub-Total shareholders' funds** | **160,820.70** | **153,925.17** |
| **2 Share application money pending allotment** | 9.07 | - |
| **3 Non - current liabilities** | | |
| (a) Long term borrowings | 587,973.12 | 451,970.07 |
| (b) Other long term liabilities | 4,956.45 | 4,486.19 |
| (c) Long term provisions | 7,994.20 | 8,685.17 |
| **Sub-Total non-current liabilities** | **600,923.77** | **465,141.43** |
| **4 Current Liabilities** | | |
| (a) Short term borrowings | 180,931.82 | 139,048.79 |
| (b) Trade payables | 9,947.25 | 8,059.48 |
| (c) Other current liabilities | 250,995.67 | 258,679.16 |
| (d) Short term provisions | 5,716.76 | 9,701.43 |
| **Sub-Total current liabilities** | **447,591.50** | **415,488.86** |
| **TOTAL-EQUITY AND LIABILITIES** | **1,209,345.04** | **1,034,555.46** |
| **B ASSETS** | | |
| **1 Non - current assets** | | |
| (a) Fixed Assets | 2,297.90 | 1,909.09 |
| (b) Non - current investments | 8,032.05 | 8,039.79 |
| (c) Deferred tax assets (Net) | 3,868.92 | 4,246.92 |
| (d) Long term loans and advances | 721,984.95 | 639,566.33 |
| (e) Other non current assets | 23,299.96 | 27,672.55 |
| **Sub-Total non-current assets** | **759,483.78** | **681,434.68** |
| **2 Current Assets** | | |
| (a) Current Investments | 2,756.86 | 2,906.63 |
| (b) Trade receivables | 1,430.54 | 1,007.81 |
| (c) Cash and cash equivalents | 98,466.97 | 101,941.54 |
| (d) Short term loans and advances | 321,929.61 | 231,147.40 |
| (e) Other current assets | 25,277.28 | 16,117.40 |
| **Sub-Total current assets** | **449,861.26** | **353,120.78** |
| **TOTAL ASSETS** | **1,209,345.04** | **1,034,555.46** |

SIGNED FOR IDENTIFICATION BY
S. R. BATLIBOI & CO. LLP
MUMBAI

CAPITAL FIRST LIMITED

**S.R. BATLIBOI & CO. LLP**
Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 1000

**Auditor's Report on Quarterly Consolidated Financial Results and Consolidated Year to Date Results of the Company Pursuant to the Clause 41 of the Listing Agreement**

**To,**
**Board of Directors**
**Capital First Limited**

1. We have audited the quarterly consolidated financial results of Capital First Limited ('the Company') and its subsidiaries (collectively 'the Group') for the quarter ended September 30, 2015 and the consolidated year to date results for the period April 1, 2015 to September 30, 2015, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement, except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. These consolidated quarterly financial results as well as the consolidated year-to-date financial results have been prepared from consolidated interim financial statements, which are the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to express an opinion on these consolidated financial results based on our audit of such consolidated interim financial statements, which have been prepared in accordance with recognition and measurement principles laid down in Accounting Standard 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.

2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatements. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.

3. We did not audit the financial statements of one subsidiary included in the consolidated quarterly financial results and consolidated year to date results, whose consolidated interim financial statements reflect total assets of Rs. NIL as at September 30, 2015; as well as the total revenue of Rs. 16.36 lakhs for six months period ended and for the quarter ended September 30, 2015. These interim financial statements and other financial information have been certified and furnished to us, by the management of Capital First Limited, and our opinion to the extent they have been derived from such unaudited interim financial Statements is based solely on the certified unaudited interim financial Statements provided by management. Our opinion is not qualified in respect of this matter.

4. In our opinion and to the best of our information and according to the explanations given to us these consolidated quarterly financial results as well as the consolidated year to date results:

   (i) include the quarterly financial results and year-to-date of the following entities
      a) Capital First Limited;
      b) Capital First Securities Limited;
      c) Capital First Commodities Limited;
      d) Capital First Home Finance Private Limited;
      e) Anchor Investment and Trading Private Limited;

   (ii) have been presented in accordance with the requirements of clause 41 of the Listing Agreement in this regard; and

   (iii) give a true and fair view of the consolidated net profit and other financial information for the quarter ended September 30,2015 as well as the consolidated year to date results for the period from April 1, 2015 to September 30, 2015.

S.R. BATLIBOI & CO. LLP ★ MUMBAI ★ CHARTERED ACCOUNTANTS

5. Further, read with paragraph 1 above, we also report that we have, on the basis of the books of account and other records and information and explanations given to us by the management, also verified the consolidated number of shares as well as percentage of shareholdings in respect of aggregate amount of consolidated public shareholdings, as furnished by the Company in terms of clause 35 of the Listing Agreement and found the same to be correct.

**For S.R. BATLIBOI & CO. LLP**
**ICAI Firm registration number:** 301003E
Chartered Accountants

**per Viren H. Mehta**
Partner
Membership No.: 048749

Place: Mumbai
Date: November 2, 2015

**CAPITAL FIRST LIMITED**
**(CIN no. L29120MH2005PLC156795)**
Regd. Office : 15th Floor, Tower 2, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

**STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015**

PART I

*(Rs. In Lakhs)*

| | PARTICULARS | QUARTER ENDED | | | HALF YEAR ENDED | | YEAR ENDED |
|---|---|---|---|---|---|---|---|
| | | 30.09.2015 (Audited) | 30.06.2015 (Audited) | 30.09.2014 (Audited) | 30.09.2015 (Audited) | 30.09.2014 (Audited) | 31.03.2015 (Audited) |
| 1 | **Income from operations** | | | | | | |
| | a) Income from operations | 43,345.38 | 39,500.35 | 34,539.44 | 82,845.73 | 66,135.34 | 142,441.80 |
| | b) Other operating income | 178.09 | 314.67 | 218.72 | 492.76 | 1,322.72 | 1,504.00 |
| | **Total Income from operations (net)** | **43,523.47** | **39,815.02** | **34,758.16** | **83,338.49** | **67,458.06** | **143,945.80** |
| 2 | **Expenses** | | | | | | |
| | a) Employee benefits expenses | 4,444.46 | 3,714.68 | 3,304.96 | 8,159.14 | 6,623.35 | 13,582.84 |
| | b) Depreciation and amortisation expense | 250.65 | 216.98 | 235.83 | 467.63 | 474.51 | 995.65 |
| | c) Provision and write offs (Refer note c) | 4,713.47 | 5,083.04 | 2,181.42 | 9,796.51 | 4,305.30 | 10,545.25 |
| | d) Amortised loan origination cost | 2,518.26 | 2,272.12 | 1,414.49 | 4,790.38 | 2,536.54 | 6,704.15 |
| | e) Legal and Professional charges | 878.80 | 761.55 | 1,654.70 | 1,640.35 | 3,015.33 | 6,255.43 |
| | f) Goodwill written off | - | - | - | - | 644.88 | 644.88 |
| | g) Other expenses | 3,338.27 | 2,866.62 | 2,522.57 | 6,204.89 | 4,883.52 | 10,516.66 |
| | **Total Expenses** | **16,143.91** | **14,914.99** | **11,313.97** | **31,058.90** | **22,483.43** | **49,244.86** |
| 3 | **Profit from Operations before Other Income, Finance Cost & Exceptional items (1-2)** | **27,379.56** | **24,900.03** | **23,444.19** | **52,279.59** | **44,974.63** | **94,700.94** |
| 4 | Other Income | 17.76 | 19.85 | 5.50 | 37.61 | 672.50 | 711.47 |
| 5 | **Profit from ordinary activities before Finance costs & Exceptional items (3+4)** | **27,397.32** | **24,919.88** | **23,449.69** | **52,317.20** | **45,647.13** | **95,412.41** |
| 6 | Finance Costs (Refer note d) | 21,161.46 | 19,861.68 | 19,279.86 | 41,023.14 | 38,231.82 | 78,780.65 |
| 7 | **Profit from Ordinary activities after Finance costs but before Exceptional Items (5-6)** | **6,235.86** | **5,058.20** | **4,169.83** | **11,294.06** | **7,415.31** | **16,631.76** |
| 8 | Exceptional Items | - | - | - | - | - | - |
| 9 | **Profit from Ordinary activities before tax (7+8)** | **6,235.86** | **5,058.20** | **4,169.83** | **11,294.06** | **7,415.31** | **16,631.76** |
| 10 | Tax expense (including Deferred Tax) | 2,131.94 | 1,746.55 | 1,464.84 | 3,878.49 | 2,625.69 | 5,203.60 |
| 11 | **Net Profit from Ordinary activities after tax (9-10)** | **4,103.92** | **3,311.65** | **2,704.99** | **7,415.57** | **4,789.62** | **11,428.16** |
| 12 | Extraordinary Item | - | - | - | - | - | - |
| 13 | **Net Profit for the period (11-12)** | **4,103.92** | **3,311.65** | **2,704.99** | **7,415.57** | **4,789.62** | **11,428.16** |
| 14 | Share of profit/ (loss) of associates | - | - | - | - | - | - |
| 15 | Minority interest | - | - | - | - | - | - |
| 16 | **Net Profit after taxes, minority interest and share of profit/ (loss) of associates (13+14+15)** | **4,103.92** | **3,311.65** | **2,704.99** | **7,415.57** | **4,789.62** | **11,428.16** |
| 17 | Paid up Equity Share Capital (Face Value-Rs.10 per share) | 9,114.40 | 9,109.82 | 8,300.70 | 9,114.40 | 8,300.70 | 9,098.23 |
| 18 | Reserves excluding Revaluation Reserves as per balance sheet | - | - | - | - | - | 148,278.40 |
| 19 | i) Earnings per share (EPS) (before Extraordinary items) (of Rs.10/- each) * | | | | | | |
| | -Basic (Rs.) | 4.50 | 3.64 | 3.26 | 8.14 | 5.78 | 13.75 |
| | -Diluted (Rs.) | 4.27 | 3.45 | 3.21 | 7.73 | 5.69 | 13.11 |
| | ii) Earnings per share (EPS) (after Extraordinary items) (of Rs.10/- each) * | | | | | | |
| | -Basic (Rs.) | 4.50 | 3.64 | 3.26 | 8.14 | 5.78 | 13.75 |
| | -Diluted (Rs.) | 4.27 | 3.45 | 3.21 | 7.73 | 5.69 | 13.11 |
| | **EPS for the quarters are not annualised* | | | | | | |

PART II

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| A | **PARTICULARS OF SHAREHOLDING** | | | | | | |
| 1 | **Public shareholding** | | | | | | |
| | -Number of shares | 31,658,372 | 31,612,622 | 23,521,367 | 31,658,372 | 23,521,367 | 31,496,667 |
| | -Percentage of shareholding | 34.73% | 34.70% | 28.34% | 34.73% | 28.34% | 34.62% |
| 2 | **Promoters and Promoter Group shareholding** | | | | | | |
| | a) Pledged/ Encumbered | | | | | | |
| | -Number of shares | - | - | - | - | - | |
| | -Percentage of shares (as a % of the total shareholding of promoters and promoter group) | - | - | - | - | - | |
| | -Percentage of shares (as a % of the total share capital of the company) | - | - | - | - | - | |
| | b) Non-encumbered | | | | | | |
| | -Number of shares | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 | 59,485,602 |
| | -Percentage of shares (as a % of the total shareholding of promoters and promoter group) | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% | 100.00% |
| | -Percentage of shares (as a % of the total share capital of the company) | 65.27% | 65.30% | 71.66% | 65.27% | 71.66% | 65.38% |

| | PARTICULARS | QUARTER ENDED 30.09.2015 |
|---|---|---|
| B | **INVESTOR COMPLAINTS** | |
| | Pending at the begining of the quarter | - |
| | Received during the quarter | 5 |
| | Disposed of during the quarter | 4 |
| | Remaining unresolved at the end of the quarter | 1 |

SIGNED FOR IDENTIFICATION BY
S. R. BATLIBOI & CO. LLP
MUMBAI

CAPITAL FIRST LIMITED

Notes

a. The audited consolidated financial results relates to Capital First Limited (the "Company") and its subsidiaries (together referred as 'Group'). The consolidated financial results are prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in Accounting Standard (AS) - 21 'Consolidated Financial Statements' notified under section 133 of the Companies Act 2013 (the 'Act') read together with paragraph 7 of the Companies (Accounts) Rules, 2014'. The financial results 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 balances and intra-group transactions resulting in unrealised profits or losses.

b. The consolidated financial results for the quarter ended September 30, 2015, have been reviewed by the Audit Committee and subsequently approved by the Board of Directors (the "Board") at their respective meetings held on November 2, 2015.

c. During the quarter ended June 30, 2015, the Company had changed its estimates related to provisioning for mortgage loans. Consequent to the change in such estimates, provision and write off for the quarter and half year ended September 30, 2015 is higher by Rs. 65.06 lakhs and Rs. 922.75 lakhs respectively.

d. During the quarter ended September 30, 2015, the Company has changed its policy related to debenture issue expenses. The debenture issue expenses aggregating to Rs. 434.45 lakhs (net of tax) are charged against Securities Premium Account as per Section 52 of the Companies Act, 2013 which were hitherto amortised and charged to the Statement of Profit and Loss Account. Consequent to the change in such policy, profit for the quarter and half year ended September 30, 2015 is higher by Rs. 42.12 lakhs.

e. At the consolidated level, the main business of the Company is financing. As such, there are no separate reportable segments as per the Accounting Standard (AS) - 17 'Segment Reporting' notified under section 133 of the Companies Act 2013 (the 'Act') read together with paragraph 7 of the Companies (Accounts) Rules, 2014'.

f. During the quarter ended September 30, 2015, 45,750 stock options were exercised by eligible employees under various CFL Employees Stock Options Schemes.

g. During the quarter, Capital first Home Finance Private Limited ('CFHFPL'), wholly owned subsidiary of the Company had filed the Order of High Court of Judicature at Bombay approving the Scheme of Amalgamation of Capital First Investment Advisory Limited ('CFIAL') with Capital first Home Finance Private Limited ('CFHFPL') under Section 391 to 394 of Companies Act, 1956 with the Registrar of Companies ('ROC'), Mumbai on August 31, 2015. Accoridngly, the said scheme became effective from August 31, 2015 but operative with effect from April 1, 2014 i.e. the appointed date.

h. Figures for previous quarter/ half year/ year have been regrouped and/or reclassified wherever considered necessary, to conform to current quarter/ half year classification respectively.

i. The Standalone Financial Results are available on the Company's website viz. www.capfirst.com and on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).

**STANDALONE FINANCIALS SUMMARY**

| PARTICULARS | QUARTER ENDED | | | HALF YEAR ENDED | | YEAR ENDED |
|---|---|---|---|---|---|---|
| | 30.09.2015 (Audited) | 30.06.2015 (Audited) | 30.09.2014 (Audited) | 30.09.2015 (Audited) | 30.09.2014 (Audited) | 31.03.2015 (Audited) |
| Revenues (including other income) | 42,674.79 | 38,844.70 | 34,420.88 | 81,519.49 | 67,054.33 | 142,593.19 |
| Profit before tax | 6,028.68 | 4,743.06 | 3,979.30 | 10,771.74 | 7,258.82 | 16,131.92 |
| Profit after tax | 3,973.95 | 3,100.50 | 2,590.71 | 7,074.45 | 4,791.34 | 11,202.03 |

For CAPITAL FIRST LIMITED

V. Vaidyanathan
Chairman & Managing Director
DIN No.00082596

Place : Mumbai
Date : November 2, 2015

SIGNED FOR IDENTIFICATION BY
S. R. BATLIBOI & CO. LLP
MUMBAI

**CAPITAL FIRST LIMITED**
**(CIN no. L29120MH2005PLC156795)**
Regd. Office : 15th Floor, Tower 2, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

**STATEMENT OF AUDITED ASSETS AND LIABILITIES (CONSOLIDATED)**

*(Rs. in Lakhs)*

| PARTICULARS | As at 30.09.2015 (Audited) | As at 31.03.2015 (Audited) |
|---|---|---|
| **A EQUITY AND LIABILITIES** | | |
| **1 Shareholders' Funds** | | |
| (a) Share Capital | 9,114.40 | 9,098.23 |
| (b) Reserves and Surplus (Refer note d) | 155,494.75 | 148,278.40 |
| **Sub-total shareholders' funds** | **164,609.15** | **157,376.63** |
| **2 Share application money pending allotment** | 9.07 | - |
| **3 Non - Current Liabilities** | | |
| (a) Long term borrowings | 608,198.12 | 472,257.57 |
| (b) Other Long term liabilities | 5,311.36 | 4,635.63 |
| (c) Long term provisions | 8,035.43 | 8,680.35 |
| **Sub-total non-current liabilities** | **621,544.91** | **485,573.55** |
| **4 Current Liabilities** | | |
| (a) Short term borrowings | 177,788.74 | 138,784.79 |
| (b) Trade payables | 10,177.68 | 8,168.67 |
| (c) Other current liabilities | 262,921.53 | 268,468.97 |
| (d) Short term provisions | 5,807.01 | 9,832.55 |
| **Sub-total current liabilities** | **456,694.96** | **425,254.98** |
| **TOTAL - EQUITY & LIABILITIES** | **1,242,858.09** | **1,068,205.16** |
| **B ASSETS** | | |
| **1 Non-Current Assets** | | |
| (a) Fixed Assets | 2,297.90 | 1,909.09 |
| (b) Deferred tax assets (Net) | 3,828.68 | 4,212.80 |
| (c) Long term loans and advances | 748,828.23 | 662,214.50 |
| (d) Other non current assets | 23,425.01 | 27,916.45 |
| **Sub-total non-current assets** | **778,379.82** | **696,252.84** |
| **2 Current Assets** | | |
| (a) Current Investments | 7,661.24 | 9,488.66 |
| (b) Trade receivables | 1,557.35 | 1,007.81 |
| (c) Cash and Bank Balances | 99,426.79 | 105,705.80 |
| (d) Short term loans and advances | 330,241.78 | 239,371.31 |
| (e) Other current assets | 25,591.11 | 16,378.74 |
| **Sub-total current assets** | **464,478.27** | **371,952.32** |
| **TOTAL - ASSETS** | **1,242,858.09** | **1,068,205.16** |

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MUMBAI

CAPITAL FIRST LIMITED