

PART I

STATEMENT OF CONSOLIDATED AUDITED RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2012

(Rs. in Lakhs unless otherwise stated)

| PARTICULARS | QUARTER ENDED | | | YEAR ENDED | |
|-------------|---|---------------------------|---|-------------------------|-------------------------|
| | 31.03.2012 (Unaudited) (Refer Note e) | 31.12.2011 (Unaudited) | 31.03.2011 (Unaudited) (Refer Note e) | 31.03.2012 (Audited) | 31.03.2011 (Audited) |
| 1 | Income from operations | | | | |
| a. | Income from operations | 22,585.77 | 18,111.66 | 14,489.50 | 74,014.62 |
| b. | Other operating income | - | - | - | - |
| | Total Income from Operations (net) | 22,585.77 | 18,111.66 | 14,489.50 | 74,014.62 |
| 2 | Expenses | | | | |
| a. | Employee benefits expenses | 2,682.83 | 2,271.10 | 1,611.30 | 8,684.15 |
| b. | Depreciation and amortisation expense (Refer note g) | 190.47 | 51.18 | 131.03 | 548.62 |
| c. | Provision and write offs | - | 218.10 | 3,070.59 | 2,252.80 |
| d. | Loan origination costs | 653.16 | 310.68 | 807.70 | 1,797.36 |
| e. | Legal and Professional fees | 792.24 | 325.06 | 140.99 | 1,634.02 |
| f. | Other expenses | 1,410.38 | 1,188.25 | 958.62 | 4,528.38 |
| | Total Expenses | 5,729.08 | 4,364.37 | 6,720.23 | 19,445.33 |
| 3 | Profit from Operations before Other Income, Finance Cost & Exceptional items (1-2) | 16,856.69 | 13,747.29 | 7,769.27 | 54,569.29 |
| 4 | Other Income | 34.29 | 103.13 | 2,738.50 | 359.83 |
| 5 | Profit from Ordinary activities before Finance costs & Exceptional Items (3+4) | 16,890.99 | 13,850.42 | 10,507.77 | 54,929.12 |
| 6 | Finance Costs | 13,195.17 | 9,981.83 | 6,621.54 | 39,769.75 |
| 7 | Profit from Ordinary activities after Finance costs but before Exceptional Items (5-6) | 3,695.82 | 3,868.59 | 3,886.23 | 15,159.37 |
| 8 | Exceptional Items | - | - | - | - |
| 9 | Profit from Ordinary activities before tax (7+8) | 3,695.82 | 3,868.59 | 3,886.23 | 15,159.37 |
| 10 | Tax expense | 1,027.43 | 977.34 | 1,688.79 | 4,576.30 |
| 11 | Profit from Ordinary activities after tax (9-10) | 2,668.38 | 2,891.25 | 2,197.44 | 10,583.07 |
| 12 | Extraordinary Item (net of tax expense) | - | - | - | - |
| 13 | Net Profit for the period (11-12) | 2,668.38 | 2,891.25 | 2,197.44 | 4,912.09 |
| 14 | Share of minority interest | - | - | - | - |
| 15 | Net Profit after minority interests (13-14) | 2,668.38 | 2,891.25 | 2,197.44 | 4,912.09 |
| | Paid up Equity Share Capital | 6,449.85 | 6,449.85 | 6,478.35 | 6,449.85 |
| | [Face Value-Rs. 10 per share] | - | - | - | - |
| | Reserves excluding Revaluation Reserves as per balance sheet of previous accounting year | - | - | - | 76,707.34 |
| | -Basic and diluted EPS (before Extraordinary items) (of Rs.10/- each) | - | - | - | - |
| | -Basic EPS (Rs.) | 4.12 | 4.46 | 3.42 | 16.33 |
| | -Diluted EPS (Rs.) | 4.12 | 4.46 | 3.41 | 16.33 |
| | -Basic and diluted EPS (after Extraordinary items) (of Rs.10/- each) | - | - | - | - |
| | -Basic EPS (Rs.) | 4.12 | 4.46 | 3.42 | 16.33 |
| | -Diluted EPS (Rs.) | 4.12 | 4.46 | 3.41 | 16.33 |

PART II

A PARTICULARS OF SHAREHOLDING

| | | | | | | |
|----------|---|------------|------------|------------|------------|------------|
| 1 | Public shareholding | | | | | |
| | -Number of shares | 28,318,485 | 25,244,690 | 25,229,690 | 28,318,485 | 25,229,690 |
| | -Percentage of shareholding | 43.70% | 38.96% | 38.94% | 43.70% | 38.94% |
| 2 | Promoters and Promoter Group shareholding | | | | | |
| a | Pledged/ Encumbered | | | | | |
| | -Number of shares | - | 4,773,795 | 4,773,795 | - | 4,773,795 |
| | -Percentage of shares (as a percentage to total Promoters and Promoter Group shareholding) | - | 12.07% | 12.07% | - | 12.07% |
| | -Percentage of shares (as a percentage to total Share Capital of the Company) | - | 7.37% | 7.37% | - | 7.37% |
| b | Non-encumbered | | | | | |
| | -Number of shares | 36,479,999 | 34,779,999 | 34,779,999 | 36,479,999 | 34,779,999 |
| | -Percentage of shares (as a percentage to total Promoters and Promoter Group shareholding) | 100.00% | 87.93% | 87.93% | 100.00% | 87.93% |
| | -Percentage of shares (as a percentage to total Share Capital of the Company) | 56.30% | 53.67% | 53.69% | 56.30% | 53.69% |

B INVESTOR COMPLAINTS

| | |
|--|----|
| Pending at the beginning of the quarter | 5 |
| Received during the quarter | 0 |
| Disposed off during the quarter | 1 |
| Remaining unresolved at the end of the quarter | 4* |

* All pending investor grievances are the Consumer Dispute Redressal Forum cases which are "Subjudice" and hence they are treated as pending.



Notes

- a. The consolidated financial statements relate to Future Capital Holdings Limited (the "Company") and its subsidiaries. The consolidated financial statements are prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in Accounting Standards (AS 21) notified pursuant to the Companies (Accounting Standards) Rules, 2006 (as amended). 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 balances and intra-group transactions resulting in unrealised profits or losses.
- b. The above financial results for the quarter and year ended have been reviewed by the Audit Committee and approved by the Board of Directors (the "Board") at their respective meetings held on May 29, 2012.
- c. During the quarter ended March 31, 2012, the Compensation and Nomination Committee of the Board of Directors, granted 297,000 stock options representing equal number of equity shares of face value of Rs.10/- each in the Company to the eligible employee(s), under FCH Employees Stock Option Scheme - 2011.
- d. The Board of Directors have recommended, subject to the approval of shareholders, dividend of Rs. 1.50 per share (15.00%)
- e. The figures for the last quarter of the current year and for the previous year are the balancing figures between audited figures in respect of the full financial year and the published year- to-date figures up to third quarter.
- f. The Company had allotted 10,000,000 share warrants made by the Company on September 30, 2010. These share warrants were convertible into equal number of equity shares at the option of the holder within 18 months from the date of allotment. As per SEBI (ICDR) Regulations, the Company had received upfront money towards consideration from the allottees. Since the holders of the warrants did not exercise their right to convert their warrants into equity shares by the last date of exercise of such rights, which was March 29, 2012, the share warrants issued got lapsed and the entire share warrant application money aggregating Rs.5,925.00 lakhs has been transferred to Capital Reserve Account.
- g. During the quarter ended December 31, 2011, the Company had written back Rs.53.41 lakhs being excess depreciation charged in earlier quarters.
- h. As per the Guidance Note issued by the Institute of Chartered Accountants of India on accounting for Employee Share-based payment which requires that shares allotted to a trust but not transferred to the employees be reduced from Share Capital and Reserves. Accordingly Company has adjusted the Share Capital by Rs. 30.00 lakhs and Securities Premium by Rs. 1,096.35 lakhs in respect of 300,000 shares held by the trust pending for transfer into the beneficiary accounts of the eligible employees.
- i. The accounts have been prepared as per Revised Schedule VI prescribed under the Companies Act,1956, which has a significant impact on the presentation of accounts. As such, previous period/year figures have been regrouped / reclassified, wherever found necessary, to conform to current period/year classification.
- j. The Standalone Financial Results are available on the Company's website viz. www.futurecapital.in and on the websites of the Bombay Stock Exchange Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com).

For Future Capital Holdings Limited

V. Vaidyanathan
Vice Chairman & Managing Director

Place : Mumbai
Date : May 29, 2012



FUTURE CAPITAL HOLDINGS LIMITED

Regd. Office : 15th Floor, Tower II, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

(Rs. in Lakhs)

| Standalone financial summary | QUARTER ENDED | | | YEAR ENDED | |
|-----------------------------------|---|---------------------------|---|-------------------------|-------------------------|
| | 31.03.2012 (Unaudited) (Refer Note e) | 31.12.2011 (Unaudited) | 31.03.2011 (Unaudited) (Refer Note e) | 31.03.2012 (Audited) | 31.03.2011 (Audited) |
| Revenues (including other income) | 22,212.62 | 16,753.10 | 13,051.59 | 70,276.24 | 26,372.81 |
| Profit before tax | 3,553.56 | 2,991.26 | 2,372.34 | 13,511.20 | 7,518.92 |
| Profit after tax | 2,557.68 | 2,062.46 | 1,838.74 | 9,219.27 | 5,526.10 |

CONSOLIDATED SEGMENTWISE REVENUE, RESULTS AND CAPITAL EMPLOYED FOR THE YEAR ENDED MARCH 31, 2012

| PARTICULARS | QUARTER ENDED | | | YEAR ENDED | |
|---|---|---------------------------|---|-------------------------|-------------------------|
| | 31.03.2012 (Unaudited) (Refer Note e) | 31.12.2011 (Unaudited) | 31.03.2011 (Unaudited) (Refer Note e) | 31.03.2012 (Audited) | 31.03.2011 (Audited) |
| 1 Segment Revenue | | | | | |
| Retail Financial Services | 11,153.53 | 7,502.07 | 7,036.38 | 31,261.73 | 16,696.38 |
| Wholesale credit and Treasury | 11,372.85 | 10,471.59 | 7,078.13 | 40,863.91 | 20,861.33 |
| Others | 290.51 | 350.61 | 514.21 | 2,426.25 | 1,646.96 |
| Total | 22,816.89 | 18,324.27 | 14,628.72 | 74,551.89 | 39,204.67 |
| Less: Inter segment Revenue | 231.12 | 212.61 | 139.22 | 537.27 | 1,922.70 |
| Income from Operations | 22,585.77 | 18,111.66 | 14,489.50 | 74,014.62 | 37,281.97 |
| 2 Segment Results | | | | | |
| Retail Financial Services | 616.54 | (239.75) | 1,242.80 | 603.99 | 1,618.57 |
| Wholesale credit and Treasury | 2,913.19 | 3,651.38 | 2,002.72 | 13,604.63 | 6,324.43 |
| Others | 181.12 | 363.20 | 233.18 | 1,850.60 | 731.50 |
| Total | 3,710.85 | 3,774.83 | 3,478.70 | 16,059.22 | 8,674.50 |
| 3 Add/(Less): | | | | | |
| Other unallocable expenditure | (49.33) | (9.37) | (2,330.97) | (1,259.68) | (3,158.22) |
| Other unallocable income | 34.29 | 103.13 | 2,738.50 | 359.83 | 2,869.45 |
| Total | (15.04) | 93.76 | 407.53 | (899.85) | (288.77) |
| Net Profit before tax | 3,695.81 | 3,868.59 | 3,886.23 | 15,159.37 | 8,385.73 |
| Capital Employed | | | | | |
| 4 (Segment Assets - Segment Liabilities) | | | | | |
| Retail Financial Services | 35,151.18 | 37,105.73 | 20,289.09 | 35,151.18 | 20,289.09 |
| Wholesale credit and Treasury | 35,300.98 | 32,740.06 | 47,003.67 | 35,300.98 | 47,003.67 |
| Others | 9,106.41 | 8,877.03 | 2,189.58 | 9,106.41 | 2,189.58 |
| Other Unallocated Items | 3,598.62 | 4,124.89 | 5,209.96 | 3,598.62 | 5,209.96 |
| Total Capital Employed | 83,157.19 | 82,847.71 | 74,692.30 | 83,157.19 | 74,692.30 |

Place: Mumbai
Date : May 29, 2012

Handwritten signature



FUTURE CAPITAL HOLDINGS LIMITED

Regd. Office : 15th Floor, Tower II, IndiaBulls Finance Centre, Senapati Bapat Marg, Elphinstone (W), Mumbai - 400 013

Statement of assets and liabilities (Consolidated)

(Rs. in Lakhs)

| | As at | |
|--|-------------------|-------------------|
| | 31.03.2012 | 31.03.2011 |
| | (Audited) | (Audited) |
| EQUITY AND LIABILITIES | | |
| 1. Shareholders' Funds | | |
| (a) Share Capital (Refer Note h) | 6,449.85 | 6,478.35 |
| (b) Reserves and Surplus (Refer Note h) | 76,707.34 | 62,288.95 |
| (c) Money received against share warrants (Refer Note f) | - | 5,925.00 |
| Sub-Total shareholders' funds | 83,157.19 | 74,692.30 |
| 2. Share application money pending allotment | - | 15.30 |
| 3. Non - current liabilities | | |
| (a) Long term borrowings | 272,033.61 | 114,143.39 |
| (b) Other long term liabilities | 1,336.85 | 4,307.26 |
| (c) Long term provisions | 9,409.98 | 757.56 |
| Sub-Total non-current liabilities | 282,780.44 | 119,208.21 |
| 4. Current Liabilities | | |
| (a) Short term borrowings | 115,223.51 | 122,959.84 |
| (b) Trade payables | 4,210.93 | 3,220.39 |
| (c) Other current liabilities | 79,487.29 | 38,739.17 |
| (d) Short term provisions | 3,650.94 | 5,119.16 |
| Sub-Total current liabilities | 202,572.67 | 170,038.56 |
| TOTAL-EQUITY & LIABILITIES | 568,510.30 | 363,954.37 |
| ASSETS | | |
| 1. Non-current Assets | | |
| (a) Fixed Assets | 3,994.80 | 1,981.03 |
| (b) Non - current investments | 27,546.54 | 7,680.98 |
| (c) Deferred tax assets (Net) | 691.93 | 604.73 |
| (d) Long term loans and advances | 267,525.31 | 193,800.04 |
| (e) Other non current assets | 22,313.20 | 3,646.11 |
| Sub-Total non-current assets | 322,071.78 | 207,712.89 |
| 2. Current Assets | | |
| (a) Current Investments | 5,765.30 | 25,304.80 |
| (b) Trade receivables | 5,638.70 | 1,660.76 |
| (c) Cash and cash equivalents | 50,919.67 | 34,940.95 |
| (d) Short term loans and advances | 177,131.03 | 91,736.14 |
| (e) Other current assets | 6,983.82 | 2,598.83 |
| Sub-Total current assets | 246,438.52 | 156,241.48 |
| TOTAL ASSETS | 568,510.30 | 363,954.37 |

Dat.

