

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

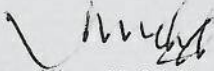
Chartered Accountants

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

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

PART I		QUARTER ENDED			HALF YEAR ENDED		(Rs. in Lakhs)
		30.09.2015 (Audited)	30.06.2015 (Audited)	30.09.2014 (Audited)	30.09.2015 (Audited)	30.09.2014 (Audited)	YEAR ENDED 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 beginning of the quarter		-
Received during the quarter		5
Disposed of during the quarter		4
Remaining unresolved at the end of the quarter		1

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MUMBAI



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. Accordingly, 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

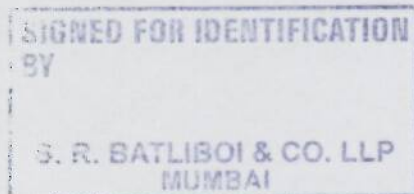
Place : Mumbai
Date : November 2, 2015



For CAPITAL FIRST LIMITED

[Signature]

V. Vaidyanathan
Chairman & Managing Director
DIN No.00082596



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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