

**Independent Auditor's Report
To the Board of Directors of Capital First Limited****Report on the Consolidated Interim Financial Statements**

We have audited the accompanying condensed consolidated financial statements of Capital First Limited ("the Company") and its subsidiaries, collectively the "Group"), which comprise the condensed consolidated Balance Sheet as at December 31, 2013, and the condensed consolidated Statement of Profit and Loss for the quarter and nine months then ended and condensed consolidated Cash Flow Statement for the nine months then ended, and a Selected Explanatory Notes (together referred to as "Consolidated Interim Financial Statements").

Management's Responsibility for the Consolidated Interim Financial Statements

Management is responsible for the preparation of these Consolidated Interim Financial Statements in conformity with the requirements of Accounting Standard ("AS") 25 "Interim Financial Reporting", notified under the provisions of the Companies Act, 1956 read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Consolidated Interim Financial Statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Interim Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Interim Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Interim Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Interim Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation of the Consolidated Interim Financial Statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the Consolidated Interim Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the accompanying Consolidated Interim Financial Statements have been prepared, in all material respects, in accordance with the requirements of Accounting Standard (AS) 25 notified under the provisions of the Companies Act, 1956 read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

Other matters

We did not audit the financial statement of one subsidiary, prepared under the generally accepted accounting principles in India, whose financial statement reflects total assets of Rs. 299,399,918 as at December 31, 2013, the total revenue of Rs. 360,277 for the quarter and Rs. 18,835,093 for the nine months ended December 31, 2013 and net cash inflow amounting to Rs. 16,254,942 for the nine months ended then ended, as accounted in the Consolidated Interim Financial Statements of the Company, on the basis of unaudited financial statement as certified and furnished to us by the management and our opinion is based solely on this management certified financial statement.

Other matters - restriction of use

The accompanying Consolidated Interim Financial Statements have been prepared, and this report thereon issued, solely for the purpose of internal use by management of the Company. Accordingly, this report should not be used, referred to or distributed for any other purpose without our prior written consent.

For S.R. BATLIBOI & CO. LLP

Chartered Accountants

ICAI Firm's Registration Number: 301003E

Shrawan Jalan

per Shrawan Jalan

Partner

Membership Number: 102102

Place: Mumbai

Date: February 3, 2014



CAPITAL FIRST LIMITED

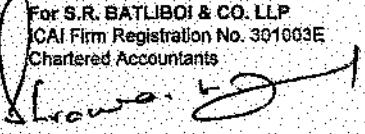
CONDENSED CONSOLIDATED BALANCE SHEET AS AT DECEMBER 31, 2013

Particulars	Note no.	Amount in Rupees	
		As at December 31, 2013	As at March 31, 2013
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	3	704,146,110	704,146,110
Reserves and Surplus	4	9,096,742,238	8,902,979,508
		9,800,888,348	9,807,125,618
Non - Current Liabilities			
Long term borrowings	5	51,675,509,174	44,215,257,016
Other Long term liabilities	6	375,765,677	291,750,490
Long term provisions	7	869,668,265	852,707,861
		52,820,943,116	45,359,715,367
Current Liabilities			
Short term borrowings	8	10,775,414,954	10,702,904,537
Trade payables	9	610,343,930	551,762,928
Other current liabilities	10	13,509,103,088	8,601,024,927
Short term provisions	11	387,979,673	530,730,152
		25,282,841,643	20,386,422,544
TOTAL		88,004,673,107	75,353,263,529
ASSETS			
Non - Current Assets			
Fixed Assets			
- Tangible assets	12	228,821,357	256,183,303
- Intangible assets	12	58,887,656	70,045,771
- Goodwill on Consolidation		64,487,572	64,487,572
		349,996,585	390,716,646
Non - current investments	13	11,071,260	11,071,260
Deferred tax assets (Net)	14	161,209,365	86,742,569
Long term loans and advances	15	47,795,576,628	39,871,809,588
Other non current assets	16	2,232,807,675	2,154,454,925
		50,550,661,523	42,514,794,998
Current Assets			
Current Investments	17	930,000,000	
Trade receivables	18	268,861,909	389,885,957
Cash and Bank Balances	19	12,856,563,465	12,206,030,431
Short term loans and advances	20	22,107,742,133	19,250,512,938
Other current assets	21	1,290,844,077	992,039,207
		37,454,011,584	32,836,468,531
TOTAL		88,004,673,107	75,353,263,529

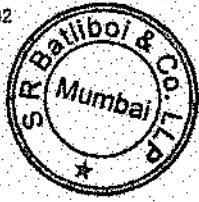
Select explanatory notes are an integral part of the Condensed Consolidated Financial Statements

As per our report of even date

For S.R. BATLIBOI & CO. LLP
 CA Firm Registration No. 301003E
 Chartered Accountants

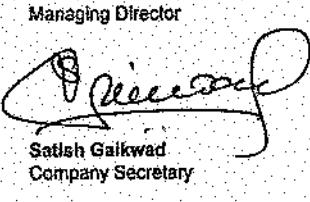


per Shrawan Jalan
 Partner
 Membership No. 102102



For and on behalf of the Board of Directors of
 Capital First Limited

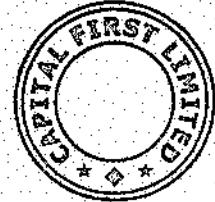
V. Vaidyanathan
 Chairman &
 Managing Director



Satish Gaikwad
 Company Secretary

Pankaj Sankiecha
 Chief Financial Officer &
 Head-Corporate Centre

Place: Mumbai
 Date : February 03, 2014



CAPITAL FIRST LIMITED

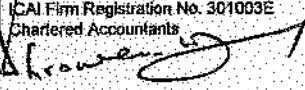
CONDENSED CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE QUARTER AND NINE MONTHS ENDED DECEMBER 31, 2013

Particulars	Note no.	For the nine months ended	For the nine months ended	For the quarter ended	Amount in Rupees
		December 31, 2013	December 31, 2012	December 31, 2013	December 31, 2012
Revenue from Operations	22	7,798,876,394	6,030,658,475	2,782,698,099	2,054,703,994
Other Income	23	19,149,849	18,739,341	1,257,732	12,107,166
Total revenue		7,818,025,343	6,049,397,816	2,783,955,831	2,066,811,160
Expenses					
Employee benefits expense	24	1,004,517,174	1,059,347,858	297,292,026	358,896,232
Finance costs	25	4,735,787,158	3,531,915,260	1,667,618,635	1,163,407,261
Depreciation and Amortisation expense	26	49,062,385	52,347,275	15,915,379	17,109,110
Other expenses	27	1,658,688,402	922,718,387	613,755,511	368,201,815
Total Expenses		7,458,055,126	5,568,328,800	2,594,581,651	1,907,614,218
Profit before exceptional items and tax		357,970,223	483,069,016	169,374,280	169,196,942
Exceptional Items	28	-	223,800,000	-	-
Profit before tax		357,970,223	706,869,016	169,374,280	169,196,942
Tax expense:					
- Current tax (including Tax for earlier years Rs. 10,42,900 (Previous Period - Rs. 294,316))		204,435,168	204,885,384	103,684,269	63,769,698
- Minimum Alternative Tax (MAT) Credit entitlement		(74,486,798)	(47,757,075)	1,340,000	-
- Deferred tax credit		129,968,372	157,128,309	(36,798,085)	(12,246,744)
Profit for the nine months / quarter		228,001,851	549,640,707	101,145,095	107,874,990
Earnings per equity share:	29				
- Basic (not annualised)		3.21	8.34	1.42	1.59
- Diluted (not annualised)		3.19	8.18	1.42	1.52

Select explanatory notes are an integral part of the Condensed Consolidated Financial Statements

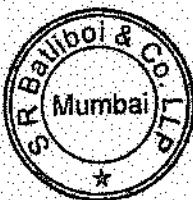
As per our report of even date

For S.R. BATLIBOI & CO. LLP
 ICAI Firm Registration No. 301003E
 Chartered Accountants



For and on behalf of the Board of Directors of
 Capital First Limited

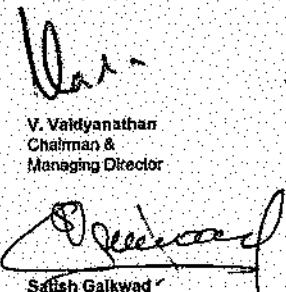
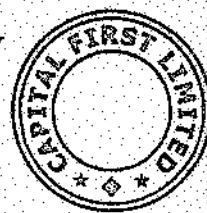
per Shrawan Jalan
 Partner
 Membership No.102102



V. Vaikyanathan
 Chairman &
 Managing Director

Pankaj Sanklecha
 Chief Financial Officer &
 Head-Corporate Centre

Satish Gaikwad
 Company Secretary

Place: Mumbai
 Date : February 03, 2014

Place: Mumbai
 Date : February 03, 2014



CAPITAL FIRST LIMITED

CONDENSED CONSOLIDATED CASH FLOW STATEMENT FOR THE NINE MONTHS ENDED DECEMBER 31, 2013

Particulars	Amount in Rupees	
	For the nine months ended December 31, 2013	For the year ended March 31, 2013
Net Cash used in Operating Activities	(6,157,301,475)	(12,226,696,491)
Net Cash (used in) / generated from Investing Activities	(446,581,272)	1,998,759,739
Net Cash generated from Financing Activities	7,329,673,446	16,885,060,527
	725,790,699	6,657,123,774
Net Increase in Cash and Cash Equivalents during the nine months/ year		
Cash and Cash equivalents at beginning of the nine months/ year	11,713,091,221	5,065,957,447
Cash and Cash equivalents at the end of the nine months / year	12,438,881,920	11,713,091,221
As at December 31, 2013		
As at March 31, 2013		
Cash and Cash equivalents comprises of :		
Cash in Hand	121,589,312	160,444,810
Balance with Banks		
- in unpaid dividend accounts (Refer note 3 below)	1,374,556	882,521
- in unpaid share application money (Refer note 3 below)	2,023,880	2,023,880
- in current account	12,313,884,072	9,549,739,910
- in deposit accounts having original maturity less than three months		2,000,000,000
Total	12,438,881,920	11,713,091,221

Notes:

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) - 3 'Cash Flow Statements' as notified by the Companies (Accounting Standards) Rules, 2006.
- Cash and cash equivalents in the balance sheet comprises of Cash in hand and Cash at bank.
- The balances are not available for use by the Company as they represent corresponding unpaid dividend liability and unpaid share application money.

As per our report of even date

For S.R. BATLIBOI & CO. LLP
ICAI Firm Registration No. 301003E
Chartered Accountants

[Signature]

per Shrawan Jelan
Partner
Membership No.102102



Place: Mumbai
Date : February 03, 2014

For and on behalf of the Board of Directors of
Capital First Limited

Vaidyanathan
V. Vaidyanathan
Chairman &
Managing Director

Hanslecha
Pankaj Sanklecha
Chief Financial Officer &
Head-Corporate Centre

Satish Galkwad
Satish Galkwad
Company Secretary

Place: Mumbai
Date : February 03, 2014



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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

1 SIGNIFICANT ACCOUNTING POLICIES

a) BASIS OF PREPARATION OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Condensed Consolidated Financial Statements comprise of the Financial Statements of Capital First Limited (the 'Company' or 'CFL') and its subsidiaries (hereinafter collectively referred to as the 'Group').

The Condensed Consolidated Financial Statements have been prepared to comply in all material respects with the notified Accounting Standard ('AS') by Companies (Accounting Standards) Rules, 2006, the relevant provisions of the Companies Act, 1956 (the 'Act') read with General Circular 15/2013 dated 13 September 2013, issued by the Ministry of Corporate Affairs, in respect of Section 133 of the Companies Act, 2013 and as per the guidelines issued by Reserve Bank of India ('RBI') as applicable to a Non-Banking Financial (Non-deposit accepting or holding) Companies ('NBFC Regulation'). The Condensed Consolidated Financial Statements have been prepared under the historical cost convention on an accrual basis. The notified Accounting Standards ('AS') are followed by the Company insofar as they are not inconsistent with the NBFC Regulation. The accounting policies have been consistently applied by the Group and are consistent with those used in the previous year.

b) PRINCIPLES OF CONSOLIDATION

- The Condensed Consolidated Financial Statements of the Company have been prepared in accordance with recognition and measurement principles laid down in AS - 25 "Interim Financial Reporting" and AS - 21 "Consolidated Financial Statements" issued by the Institute of Chartered Accountants of India (ICAI). The financial statements of these group companies are prepared according to uniform accounting policies, in accordance with accounting principles generally accepted in India. The effects of Inter Company transactions are eliminated on consolidation.

The Condensed Financial Statements of the Company and its subsidiaries have been combined on a line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances and intra-group transactions resulting in unrealised profits or losses.

The Condensed Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and events in similar circumstances and necessary adjustments required for deviations, if any, to the extent possible unless otherwise stated, are made in the Condensed Consolidated Financial Statements and are presented in the same manner as the Company's standalone Condensed Financial Statements.

- The subsidiary companies considered in the presentation of the Condensed Consolidated Financial Statements are:

Particulars	Country of incorporation	Proportion of ownership interest as at December 31, 2013	Proportion of ownership interest as at December 31, 2012	Financial year ends on
Subsidiaries :				
Capital First Investment Advisory Limited	India	100%	100%	31st March
Myra Mall Management Company Limited ##	India	NA	100%	31st March
Future Finance Limited ##	India	NA	100%	31st March
Capital First Commodities Limited	India	100%	100%	31st March
Anchor Investment & Trading Private Limited	Mauritius	100%	100%	31st March
Capital First Home Finance Private Limited	India	100%	100%	31st March
Capital First Securities Limited	India	100%	100%	31st March

For the purpose of Condensed Consolidated Financial Statements, the results of CFL and its subsidiaries for the nine months ended December 31, 2013 have been derived from the respective Company's Condensed Financial Statements which has been certified by management.

Subsidiaries sold in previous year

2 GOODWILL ON CONSOLIDATION

The excess of cost to the holding Company of its investment in subsidiaries over the holding Company's portion of equity in the subsidiaries at the respective dates, on which investments in subsidiaries were made, has been recognized in the consolidated financial statements as goodwill/capital reserve. The holding Company's portion of equity in the subsidiaries is determined on the basis of the book value of assets and liabilities as per the financial statements of the subsidiaries as on the date of investment.

The Goodwill on consolidation is evaluated for impairment whenever events or changes in circumstances indicate that its carrying amount may have been impaired.

2.1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting policies followed in the preparation of these Consolidated Financial Statements are same as those followed for the year ended March 31, 2013 unless otherwise specifically mentioned below.

Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities, at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

Accounting for Derivative Instruments

Derivatives are financial instruments falling under the category of "fair value through profit and loss" as defined under Accounting Standard (AS) 30 - Financial Instruments: Recognition and Measurement.

The Company has used derivative financial instruments such as commodity futures for trading purpose which are initially recorded at fair value. The same are subsequently measured at fair value at each reporting date with their fair valuation gain / loss taken to Statement of Profit & Loss.

On final settlement or squaring up of contracts for commodity futures, the realised profit or loss after adjusting the unrealised loss, if any, is recognised in the Statement of Profit & Loss.

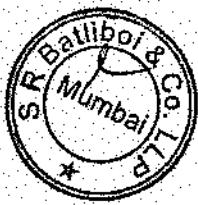




CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Particulars	Amount in Rupees	
	As at December 31, 2013	As at March 31, 2013
3 Share Capital		
Authorized:		
103,000,000 (Previous Year: 103,000,000) Equity shares of Rs. 10/- each	1,030,000,000	1,030,000,000
10,000,000 (Previous Year: 10,000,000) Compulsorily Convertible Preference shares (CCPS) of Rs. 10/- each	100,000,000	100,000,000
	1,130,000,000	1,130,000,000
Issued, subscribed and fully paid up:		
71,024,324 (Previous Year: 71,024,324) equity shares of Rs. 10/- each	710,243,240	710,243,240
Less: 609,713 equity shares of Rs. 10/- each (Previous Year: 609,713) held by Employee Welfare Trusts but not allotted to Employees	(6,097,130)	(6,097,130)
	704,146,110	704,146,110
4 Reserves and Surplus		
Capital Reserve		
Balance as per last Balance Sheet	592,500,000	592,500,000
Add : Transferred during the nine months / year		
	592,500,000	592,500,000
Statutory Reserve under Section 45-IC of the RBI Act, 1934		
Balance as per last Balance Sheet	570,010,981	430,693,592
Less: Reduction on account of sale of subsidiary i.e. Future Finance Limited		(230,200)
Less: Adjusted as per contra	(6,628,348)	-
Add: Transferred from Statement of Profit and Loss		139,547,589
	563,382,633	570,010,981
Securities Premium Account		
Balance as per last Balance Sheet	7,060,970,721	6,317,384,827
Add : Received during the nine months / year		945,149,929
Less : Debenture issue expenses	(53,518,295)	(201,544,035)
	7,007,452,426	7,060,970,721
Less: 609,713 equity shares (Previous Year: 609,713) issued to Employee Welfare Trusts but not allotted to Employees	(145,737,870)	(145,737,870)
	6,861,714,556	6,915,232,861
Foreign Exchange Fluctuation Reserve		
General Reserve		
Balance as per last Balance Sheet	126,057,097	73,726,751
Add : Transferred from Statement of Profit and Loss		52,330,346
	126,057,097	126,057,097
Surplus in the Statement of Profit and Loss		
Balance as per last Balance Sheet	676,224,632	353,832,703
Add: Loss of subsidiary excluded on sale	-	32,745,571
Add: Adjusted as per contra	6,628,348	-
Add: Profit for the nine months / year	228,001,851	631,095,127
Less: Appropriations:		
Transfer to statutory reserve u/s 45-IC of the RBI Act, 1934	-	(139,547,589)
Proposed dividend (Previous year Rs. 1.80 per share)	-	(127,843,783)
Dividend tax thereon	-	(21,727,051)
Transfer to general reserve		(52,330,346)
	910,854,831	676,224,632
	9,096,742,238	8,902,979,508



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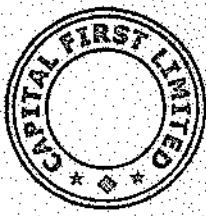
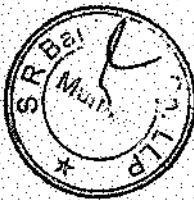
CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Amount in Rupees

Particulars	Non Current Portion		Current Maturities*	
	As at December 31, 2013	As at March 31, 2013	As at December 31, 2013	As at March 31, 2013
5 Long term borrowings				
Secured				
Redeemable Non Convertible Debentures	6,067,000,000	6,891,000,000	324,000,000	250,000,000
Term Loans:				
- from Banks	39,458,537,146	31,824,498,686	10,338,491,667	7,133,333,333
Unsecured				
Redeemable Non Convertible Perpetual Debentures	1,400,000,000	1,250,000,000	-	-
Redeemable Non Convertible Debentures (Subordinated debt)	2,000,000,000	1,500,000,000	-	-
Term Loans:				
- from Banks (Subordinate debt)	2,749,872,028	2,749,758,330	-	-
- from Banks (Other)	-	-	1,250,000,000	-
	51,675,509,174	44,215,257,016	11,912,491,667	7,383,333,333

* Amount disclosed under the head 'Other current liabilities' (Refer note no. 10)

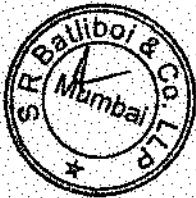


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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

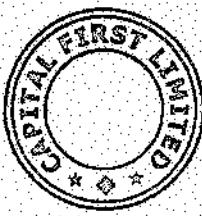
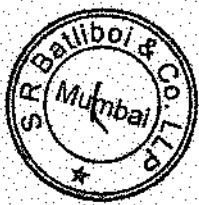
Particulars	Amount in Rupees	
	As at December 31, 2013	As at March 31, 2013
6 Other Long term liabilities		
Unamortised processing fees/ subvention income	373,335,932	289,320,745
Others	2,429,745	2,429,745
	<u>375,765,677</u>	<u>291,750,490</u>
7 Long term Provisions		
For standard assets	117,861,288	100,670,681
For doubtful loans and advances	173,684,728	48,586,725
For foreclosure/ credit loss on assignment	558,944,526	686,640,688
Provisions for employee benefits		
- Gratuity	21,177,723	16,809,767
	<u>869,568,265</u>	<u>852,707,861</u>



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CAPITAL FIRST LIMITED**Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013**

Particulars	<i>Amount in Rupees</i>	
	As at December 31, 2013	As at March 31, 2013
8 Short term Borrowings		
Secured		
Loans repayable on demand		
- from banks	10,775,414,954	10,454,609,921
Unsecured		
Commercial papers	-	248,294,616
	10,775,414,954	10,702,904,537

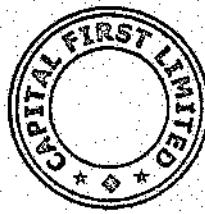
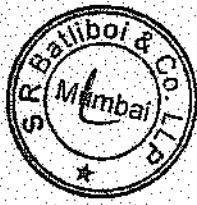


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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Particulars	<i>Amount in Rupees</i>	
	As at December 31, 2013	As at March 31, 2013
9 Trade Payables		
To Micro, Small and Medium Enterprises		
Others	610,343,930	551,762,928
	610,343,930	551,762,928
10 Other current liabilities		
Current maturities of Long term borrowings (Refer note 5)	11,912,491,667	7,383,333,333
Interest accrued and due on borrowings	16,886,659	18,053,983
Interest accrued but not due on borrowings	571,389,245	248,812,938
Income received in advance	2,082,426	2,995,381
Advance received from Customers	16,240,988	2,487,427
Overdrawn Book balance	3,107,407	173,152,768
Unamortised processing fees/ subvention income/ discount income on CP	477,412,995	283,839,228
Unclaimed dividends	1,374,556	882,521
Unclaimed Share Application Money	2,023,980	2,023,980
Security Deposits	4,243,443	4,789,115
Other liabilities	501,849,720	480,654,255
	13,509,103,086	8,601,024,927
11 Short term provisions		
Proposed dividend	-	127,843,783
Dividend tax thereon	-	21,727,051
Provision for employee benefits		
- Gratuity	2,353,080	1,867,752
- Leave encashment and availment	3,550,142	16,912,254
For standard assets	57,414,449	49,159,273
For doubtful loans and advances	31,684,242	11,295,961
For doubtful debts	179,904,887	113,659,632
For doubtful deposits	1,825,000	1,825,000
For foreclosure/ credit loss on assignment	102,372,060	182,236,866
For income tax (net of advance taxes)	8,875,813	4,202,580
	387,979,673	530,730,152



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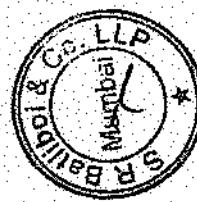
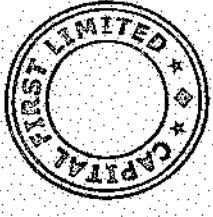
CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

12 Fixed Assets

Particulars	GROSS BLOCK (AT COST)			DEPRECIATION /AMORTISATION			NET BLOCK	
	As at April 1, 2013	Additions during the period	Deletions/ Adjustments during the period	As at December 31, 2013	For the period	Deletions/ Adjustments during the period	As at December 31, 2013	As at December 31, 2013
Tangible Assets								
Own assets								
Land *	825,000	19,203,315	32,541,108	625,000	18,502,375	23,949,021	91,916,595	825,000
Computers and Printers	198,394,489	4,154,474	10,044,002	98,463,241	2,622,487	4,989,940	18,818,559	94,340,101
Office Equipment	70,584,791	2,844,038	13,922,939	84,875,263	2,577,582	10,042,122	17,172,157	45,856,704
Furniture and Fixtures	65,013,511	2,028,712	818,542	63,734,810	1,373,758	736,792	2,033,183	35,582,453
Electrical Installation	20,274,068	917,341	4,324,607	3,855,256	5,182,880	90,728	2,883,288	18,900,312
Air Conditioners	7,285,734	1,819,587	53,265,413	74,872,770	2,063,183	9,516,344	49,790,942	1,465,166
Leasehold Improvements	126,119,586	-	-	-	-	-	43,039,692	2,080,074
Vehicles	2,063,163	-	-	-	-	-	2,063,163	31,539,878
Generator set	-	-	-	-	-	-	-	42,811,056
Sub-Total (A)	480,317,342	29,947,477	114,915,811	405,349,608	234,134,039	34,946,288	91,632,676	223,321,357
Intangible assets								
Domain Names and Trade Names	1,630,656	-	-	1,030,556	1,595,879	5,538	1,601,217	29,439
Data Processing Software	118,736,252	7,078,969	11,291,350	114,523,871	48,725,458	15,010,580	57,885,854	56,558,217
Sub-Total (B)	120,366,908	7,078,969	11,291,350	116,154,527	50,321,137	15,016,998	5,070,364	56,587,656
Total (A+B)	610,684,250	37,026,646	125,207,161	521,503,635	284,455,176	49,062,398	97,523,040	235,593,013
Mortgaged as security against Secured Non Convertible Debentures								235,529,074

*Mortgaged as security against Secured Non Convertible Debentures

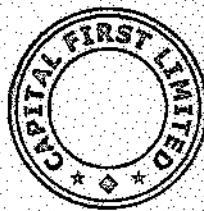


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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Name of the Company	Quantity	As at		Amount in Rupees		
		December 31, 2013	Quantity			
March 31, 2013						
13 Non - Current Investments						
Trade Investments: (Valued at Cost unless otherwise stated)						
Investments in Equity Instruments (Unquoted):						
Others:						
In fully paid up equity shares of Rs.10 each						
IndoSpace Rohan Industrial Park Private Limited	7,146	2,194,608	7,146	2,194,608		
IndoSpace Rohan Industrial Park Mahalunge Private Limited	105	2,001,735	105	2,001,735		
IndoSpace Rohan Industrial Park Khed Private Limited	166	2,433,583	166	2,433,583		
IndoSpace Rohan Industrial Park Pune Private Limited	105	2,005,232	105	2,005,232		
IndoSpace SKCL Industrial Park Orgadem Private Limited	12,025	1,656,444	12,025	1,656,444		
IndoSpace FWS Industrial Park Private Limited	3,957	778,648	3,957	778,648		
		11,071,260		11,071,260		



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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Amount in Rupees

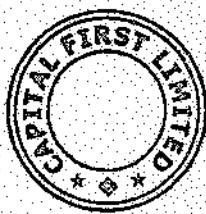
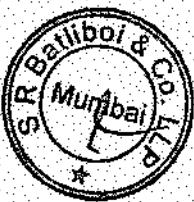
Particulars	As at December 31, 2013	As at March 31, 2013
14 Deferred tax assets (Net)		
Deferred tax asset:		
On account of depreciation on fixed assets	23,576,442	33,600,055
On other disallowances under Income Tax Act, 1961		
- Retirement Benefit	7,998,120	6,348,489
- Provision for doubtful debts	15,217,200	9,462,434
- Provision for doubtful retail loans	66,734,315	19,238,054
- Unamortised Processing fees	288,331,342	194,817,074
- Provision for standard assets	58,991,739	50,927,202
- Other disallowance	4,342,266	620,000
	465,191,424	315,013,308
Deferred tax liability:		
Unamortised loan origination cost	211,914,295	164,452,487
Unamortised borrowing costs	92,067,744	63,818,232
	303,982,039	228,270,719
Net Deferred tax assets	161,209,385	86,742,589
15 Long term loans and advances:		
<i>Secured, considered good</i>		
Loans and advances relating to financing activity	43,741,583,819	38,059,276,550
<i>Secured, considered doubtful</i>		
Loans and advances relating to financing activity	436,337,407	165,017,779
<i>Unsecured, considered good</i>		
Capital advances	14,076,977	9,066,358
Security Deposits	83,288,628	104,647,307
Loans and advances relating to financing activity	2,516,480,310	447,857,713
Receivables under loans assigned	432,378,759	646,302,612
Advances to staff	10,000,000	10,000,000
Advances recoverable in cash or in kind or for value to be received	79,832,546	89,464,927
Advance taxes (net of provision for tax)	475,663,339	333,833,627
	3,611,720,559	1,641,172,544
<i>Unsecured, considered doubtful</i>		
Loans and advances relating to financing activity	5,934,843	6,342,715
	47,795,576,628	39,871,809,588
16 Other non current assets:		
Unamortised loan origination cost	411,689,884	346,981,676
Unamortised borrowing costs	205,269,790	140,573,514
Balances with banks		
- in deposit accounts exceeding twelve months maturity	1,615,848,001	1,666,899,735
	2,232,807,575	2,184,454,925



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CAPITAL FIRST LIMITED**Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013****Amount in Rupees**

Particulars	Quantity	As at December 31, 2013	Quantity	As at March 31, 2013
17. Current Investments				
Investments In Commercial Papers	1000	500,000,000	-	-
Investments in Mutual funds: (At Net Asset Value)				
ICICI Mutual Fund-Growth	542,192.601	100,000,000	-	-
Peerless Liquid Fund - Growth	19,224,707.356	330,000,000	-	-
		930,000,000		



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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the nine months ended December 31, 2013

Amount in Rupees

Particulars	As at December 31, 2013	As at March 31, 2013
18. Trade receivables		
Trade receivables exceeding six months		
- Secured, considered good	60,208	483,472
- Unsecured, considered doubtful	41,467,565	28,311,069
	41,527,771	28,794,541
Other debts		
- Secured, considered good	94,797	125,506,543
- Unsecured, considered good	88,802,019	231,188,210
- Unsecured, considered doubtful	138,437,322	4,396,663
	227,334,138	361,091,416
	268,861,909	369,885,957

19 Cash and Bank Balances

Cash and Cash Equivalents:

Cash on hand *	121,589,312	160,444,810
Balances with Banks		
- in unclaimed dividend accounts	1,374,556	882,521
- in unclaimed share application money	2,023,980	2,023,980
- in current accounts	12,313,894,072	9,549,739,910
- in deposit accounts having original maturity less than three months	-	2,000,000,000
	12,438,881,920	11,713,091,221
Other Bank Balances:		
Deposit with original maturity for more than three months but less than twelve months		
- in fixed deposit accounts	300,627,076	302,000,000
- in fixed deposit accounts lien against Bank Guarantee**	116,054,469	189,939,210
- in fixed deposit account earmarked against Trade Guarantee Fund	1,000,000	1,000,000
	12,856,563,465	12,206,030,431

** Other Bank balances include a restricted fixed deposit of amount Rs.116,054,469 (Previous year Rs. 141,189,210) which was derived in terms of performance fees and received from third party as set out in a Service Agreement between the Company's subsidiary and third party. The afore-said performance fees is subject to the subsidiary's arrangement for a suitable guarantee to the party to meet upto 40% of the clawback obligation. The subsidiary has therefore entered into an Escrow agreement with the bank to provide the said guarantee to the extent of the monies deposited as restricted deposit. In consideration of these banking facilities, the bank has executed a lien.

*Includes Cash in transit amounting to Rs.17,590,000 (Previous year Rs.16,935,859)

20 Short term loans and advances

Secured, considered good

Loans and advances relating to financing activity *	15,128,070,430	14,672,032,475
Receivables under loans assigned	1,577,000,000	2,169,000,000

Secured, considered doubtful

Loans and advances relating to financing activity *	36,329,050	11,673,356
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Unsecured, considered good

Loans and advances relating to financing activity *	5,014,829,226	1,930,552,834
Receivables under loans assigned	144,894,197	164,227,487
Advances recoverable in cash or in kind or for value to be received	132,151,265	283,149,774
Security Deposits	14,054,945	4,501,683

Unsecured, considered doubtful

Security Deposits	1,826,000	1,826,000
Loans and advances relating to financing activity *	49,554,193	10,266,802
Advances recoverable in cash or in kind or for value to be received	9,033,827	3,263,525

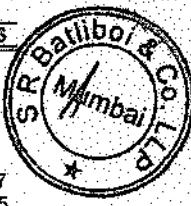
22,107,742,133

19,250,512,936

* Includes current maturities of long term loans and advances and overdue advances.

21 Other Current Assets

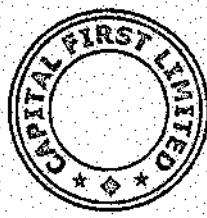
Interest accrued and due	40,290,666	75,087,677
Interest accrued but not due	932,696,319	692,891,185
Unamortised loan origination cost	215,503,716	135,844,412
Unamortised borrowing costs	65,990,693	47,182,393
Unbilled Subvention Income	30,332,672	36,965,070
Others	6,030,011	3,068,470
	1,290,844,077	992,039,207



CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Particulars	For the nine months ended December 31, 2013	For the nine months ended December 31, 2012	For the quarter ended December 31, 2013	Amount in Rupees	
				For the quarter ended December 31, 2012	For the quarter ended December 31, 2012
22 Revenue from operations					
Interest Income	7,074,348,691	5,311,212,531	2,522,329,221	1,798,792,806	
Other financial services					
Fee income	426,913,641	144,526,032	161,328,231	51,120,802	232,492
Rental Income		11,541,054			
Income from assignment of loans	65,007,118	311,670,124	26,540,973	129,476,581	
Profit on sale of current investments (net)	56,535,118	23,539,187	28,057,703	17,373	
Management fees	20,455,563	65,207,959	30,104	18,611,817	
Commission and brokerage income	161,512,657	157,608,729	21,540,887	59,291,123	
Profit on trading in commodities (net)		6,352,068			
	7,795,876,394	6,030,655,475	2,762,698,098	2,054,703,984	
23 Other Income					
Interest on Income tax refund	8,975,581	11,031,287		10,878,614	
Excess provision written back	354,757	1,418,423	58,100	28,445	
Other non operating income	9,818,621	6,239,631	1,169,572	1,204,106	
	19,148,949	18,739,341	1,267,732	12,107,166	
24 Employee Benefits Expense					
Salaries and wages	947,287,487	1,010,420,288	279,214,819	343,827,044	
Contribution to provident and other funds	32,620,964	31,381,282	8,791,136	8,252,747	
Staff Welfare Expense	24,635,723	17,545,398	9,268,071	6,616,441	
	1,004,517,174	1,059,347,868	297,292,036	358,896,232	
25 Finance Costs					
Interest expense	4,541,075,467	3,123,842,309	1,644,320,311	1,054,849,210	
Other borrowing costs	194,711,691	407,972,671	23,260,324	103,558,081	
	4,735,787,158	3,531,815,280	1,667,580,635	1,163,407,291	
26 Depreciation and Amortisation expense					
Depreciation on Fixed Assets	34,040,283	35,659,317	11,500,500	11,839,905	
Depreciation on Investment Property		3,084,026			
Amortisation of intangible assets	15,010,035	13,648,932	4,414,819	5,169,205	
	49,662,336	52,347,275	15,915,379	17,109,110	

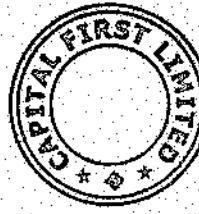


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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Particulars	For the nine months ended December 31, 2013		For the nine months ended December 31, 2012		Amount in Rupees
	For the quarter ended December 31, 2013	For the quarter ended December 31, 2012	For the quarter ended December 31, 2013	For the quarter ended December 31, 2012	
27 Other expenses					
Rent	115,627,782	116,253,435	35,100,618	37,763,725	
Repairs others	57,637,097	33,555,175	17,001,072	15,295,324	
Insurance	3,212,015	4,437,892	1,081,323	701,398	
Rates and taxes	12,681,163	16,187,447	7,538,437	10,426,352	
Auditors Remuneration					
- as auditor	4,072,202	4,994,540	1,808,277	1,822,535	
- Tax audit fees	111,439		111,489		
- for Certification	272,360	416,219	180,010	344,214	
- for reimbursement of expenses	422,984	290,222	212,072	130,723	
Business promotion expenses	18,863,633	19,173,618	13,768,431	9,812,151	
Commission and brokerage	34,453,816	18,396,090	11,916,120	5,618,615	
Traveling expenses	54,052,949	45,171,295	21,185,030	15,667,881	
Communication expenses	58,297,061	48,465,562	19,744,940	15,336,443	
Printing and stationery	19,615,125	13,833,681	8,258,484	5,581,318	
Recruitment expenses	7,988,680	12,374,949	4,162,387	2,364,243	
Membership and subscription	3,411,889	1,052,694	657,864	555,446	
Advertisement and Marketing expenses	29,091,039	26,725,775	9,138,925	8,890,859	
Electricity charges	24,469,230	17,913,519	7,223,540	6,389,924	
Amortized loan origination cost	131,216,149	130,340,032	110,103,919	97,323,799	
Provision and Write off:					
Provision for doubtful loans and advances	202,723,120	39,814,740	61,378,911	31,708,749	
Provision for standard assets	23,445,762	11,664,096	20,756,881	8,064,096	
Bad loans and trade receivables written off (net of recovery)	221,021,514	28,685,529	92,895,810	27,232,804	
	447,189,416	80,067,465	182,041,602	67,003,649	
Loss on sale of fixed asset (including write off) (net)	16,720,195	28,157,133	2,867,324	1,878,704	
Donations	300,000	150,100		150,100	
Legal and professional charges	254,349,169	161,829,355	91,095,992	71,497,189	
CMS Charges	39,423,330	67,011,525	19,600,539	23,268,505	
Directors sitting fees	705,038	1,623,806	214,381	582,851	
Collection expenses	65,813,220	14,112,339	35,976,233	8,008,779	
Remuneration to non whole time directors					
- Commission	4,046,840	3,750,000	1,260,030	941,009	
Preliminary expenses written off	41,821,025	49,613,214	16,670,204	19,809,109	
Miscellaneous expenses	1,668,655,402	322,718,387	613,765,511	368,201,815	
28 Exceptional Items					
Profit on sale of subsidiaries (Refer note (i) below)		223,600,000			
		223,600,000			
Note:					
(i) During the year ended March 31, 2013, the Company has sold its stake in Myra Mall Management Company Limited vide Share Purchase Agreement dated July 09, 2012 for a consideration of Rs. 223,600,000. The profit of Rs. 223,600,000 on sale of shares has been reported as exceptional items.					
29 Earnings per equity share ('EPS')					
Basic EPS					
Profit for the year after tax expense	228,001,851	540,540,797	101,148,098	107,674,993	
Less: Accumulated Preference dividend		893		778	
Net Profit considered for Basic EPS calculation	228,001,851	540,539,904	101,148,098	107,674,212	
Weighted average number of equity shares	71,024,324	65,864,702	71,024,324	67,884,904	
Nominal value per equity share	10.00	10.00	10.00	10.00	
Earning per equity share - Basic	3.21	8.34	1.42	1.59	
Diluted EPS					
Net Profit considered for Basic EPS calculation	228,001,851	540,539,904	101,148,098	107,674,212	
Weighted average number of equity shares	71,024,324	65,864,702	71,024,324	67,884,904	
Add: Weighted number of equity shares under options	406,416	213,393	406,415	71,382	
Add: Weighted number of equity shares under Computationally Convertible Preference Shares		1,066,219		3,088,420	
Weighted average number of diluted equity shares	71,430,733	67,144,229	71,430,733	71,042,688	
Nominal value per equity share	10.00	10.00	10.00	10.00	
Earning per equity share - Diluted	3.19	8.18	1.42	1.52	



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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

30 Contingent Liabilities

Contingent Liabilities not provided for in respect of:

Particulars	Amount in Rupees	
	As at December 31, 2013	As at March 31, 2013
Guarantees given by Bank on behalf of the Group	-	97,500,000
Corporate guarantee given by group to banks	90,000,000	190,000,000
Liability on account of retail trades	1,225,000	2,079,930
Income-tax matters under dispute *	36,233,160	36,233,160

* Future cash outflows are determinable only on receipt of judgements /decisions pending with various forums/authorities.

Particulars	Amount in Rupees	
	As at December 31, 2013	As at March 31, 2013
Estimated amount of contracts remaining to be executed on capital account and not provided for	27,071,141	20,523,539
Commitments relating to granting of loan	957,679,961	1,552,048,028

31 Related Party Disclosures

Names of related parties where control exists irrespective of whether transactions have occurred or not:

Relationship	Name of the Party
Holding Company	Cloverell Investment Ltd. (w.e.f. November 2, 2012)
	Pantelcon Retail (India) Limited (upto September 28, 2012)

Names of other related parties with whom transactions have taken place during the nine months:

Relationship	Name of the Party
Fellow subsidiaries	Dayside Investment Ltd (w.e.f. November 2, 2012)
	Future E-Commerce Infrastructure Limited (upto September 28, 2012)
	Future Value Retail Limited (upto September 28, 2012)

Key Management Personnel

Mr. V. Veidyanathan - Chairman and Managing Director

Enterprises significantly influenced by key management personnel

JV & Associates LLP

Refer Annexure 1 and 1A for the transactions with related parties for the nine months ended December 31, 2013.

Refer Annexure 2 and 2A for the transactions with related parties for the quarter ended December 31, 2013.

32 A subsidiary of the Company had executed Service Agreement whereunder the subsidiary will provide advisory services to the client in consideration of an annual fee. In relation to same, the client has disputed the amounts payable to subsidiary, subsequent to which based on legal advice, the subsidiary has initiated arbitration proceeding against the client. However on conservative basis the subsidiary has fully provided the amount recoverable from the client.

33 The Board of Directors at its meeting held on November 13, 2013 decided to discontinue its broking business carried on through its subsidiaries viz. Capital First Securities Limited (CFSL) & Capital First Commodities Limited (CFCL) (subsidiary of CFSL). CFSL has been engaged in broking of equities, equity derivatives & currency derivatives.

The carrying amount of Assets and Liabilities as at December 31, 2013 and Income and Expenditure for the quarter/ nine months ended December 31, 2013, pertaining to discontinued operations are :

PARTICULARS	QTR	YTD	QTR	YTD	YEAR ENDED
	31.12.2013	31.12.2013	31.12.2012	31.12.2012	31.03.2013
Total Assets	203,550,682	203,550,032	402,757,855	402,757,855	845,985,933
Total Liabilities	24,265,744	24,268,744	40,591,836	40,591,836	133,805,024
Income	7,836,873	71,822,429	24,241,058	77,725,958	-
Expenditure	27,913,391	117,097,778	44,715,260	130,282,839	-
Loss before tax	(20,076,518)	(45,275,349)	(20,474,222)	(52,656,881)	-
Tax	932,025	4,199,551	2,165,339	2,165,339	-
Loss after tax	(21,068,543)	(48,475,200)	(22,639,561)	(54,722,220)	-

The Cash Flows pertaining to discontinued operations as at December 31, 2013 is as follows:

PARTICULARS	QTR	YTD	QTR	YTD	YEAR ENDED
	31.12.2013	31.12.2013	31.12.2012	31.12.2012	31.03.2013
Net cash flow from / (used in)					
a. Operating Activities	107,056,941	112,159,384	(160,967,489)	(63,385,997)	(455,361,682)
b. Investing Activities	9,250,162	(32,543,995)	104,332,686	91,206,026	6,469,720
c. Financing Activities	1,708,192	(1,437,458)	371,396,493	371,170,581	255,619,684

34 Figures for previous quarter/ nine months/ year have been regrouped and/or reclassified wherever considered necessary, to conform to current quarter/ nine months classification.

As per our report of even date

For S.R. BATLIBOI & CO. LLP
ICAI Firm Registration No. 301003E
Chartered Accountants

For and on behalf of the Board of Directors of
Capital First Limited

per Shrawan Jalan
Partner
Membership No. 102102

V. Veidyanathan
Chairman &
Managing Director

Pankaj Sanaklacha
Chief Financial Officer &
Head-Corporate Centre



Satish Gaikwad
Company Secretary

Place: Mumbai
Date : February 03, 2014



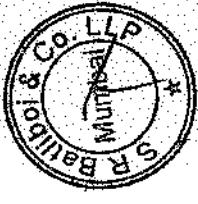
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CAPITAL FIRST LIMITED
Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Annexure 1

Transactions with Related parties for the nine months ended December 31, 2013

Relationship	Holding Company	Amount in Rupees			
		April 01, 2013 to December 31, 2013	April 01, 2012 to December 31, 2012	April 01, 2013 to December 31, 2013	April 01, 2012 to December 31, 2012
Year		Subsidiaries	Fellow Subsidiaries	Management Personnel	Key Management Personnel
Purchase of goods/services	-	-	-	-	1,453,078
Rent/ Lease rent paid	-	2,306,400	-	-	805,800
Subvention Income Received	-	5,244,688	-	-	2,375,920
Director's Remuneration	-	-	-	-	33,945,202
Closing Balances : Receivable / (Payable)	As at December 31, 2013	As at March 31, 2013	As at December 31, 2013	As at December 31, 2013	As at March 31, 2013
Inter corporate deposits taken	-	-	-	-	-
Inter corporate deposits granted	-	-	-	-	-
Advances Recoverable / (Payable)	-	-	-	-	-



CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Annexure 1A

Transactions with Related parties for the nine months ended December 31, 2013

Amount in Rupees

Particulars	April 01, 2013 to December 31, 2013	April 01, 2012 to December 31, 2012
Purchase of Goods / Services		
Future E-Commerce Infrastructure Limited	-	1,453,078
Total	-	1,453,078
Rent Paid		
Pantaloons Retail (India) Limited	-	2,306,400
Future Value Retail Limited	-	805,800
Total	-	3,112,200
Subvention Income Received		
Pantaloons Retail (India) Limited	-	5,244,685
Future Value Retail Limited	-	2,375,920
Total	-	7,620,605



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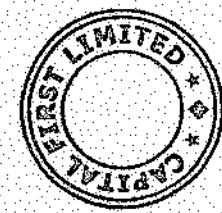
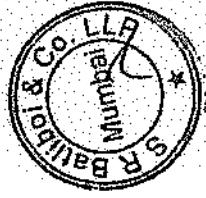
CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Annexure 2

Transactions with Related parties for the quarter ended December 31, 2013

Relationship	Holding Company	Amount in Rupees					
		October 01, 2013 to December 31, 2013	October 01, 2012 to December 31, 2012	October 01, 2013 to December 31, 2013	October 01, 2012 to December 31, 2012	October 01, 2013 to December 31, 2013	October 01, 2012 to December 31, 2012
Purchase of goods/services	-	-	-	-	-	-	-
Rent/ Lease rent paid	-	-	-	-	-	-	-
Subvention Income Received	-	-	-	-	-	-	-
Directors Remuneration	-	-	-	-	-	-	-
Closing Balances : Receivable / (Payable)	As at December 31, 2013	As at March 31, 2013	As at December 31, 2013	As at March 31, 2013	As at December 31, 2013	As at March 31, 2013	As at December 31, 2013
Inter corporate deposits taken	-	-	-	-	-	-	-
Inter corporate deposits granted	-	-	-	-	-	-	-
Advances Recoverable / (Payable)	-	-	-	-	-	-	-



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CAPITAL FIRST LIMITED

Select explanatory notes to the Condensed Consolidated Financial Statements for the quarter and nine months ended December 31, 2013

Annexure 2A

Transactions with Related parties for the quarter ended December 31, 2013

Amount in Rupees

Particulars	October 01, 2013 to December 31, 2013	October 01, 2012 to December 31, 2012
Purchase of Goods / Services		
Future E-Commerce Infrastructure Limited	-	-
Total	-	-
Rent Paid		
Pantaloons Retail (India) Limited	-	-
Future Value Retail Limited	-	-
Total	-	-
Subvention Income Received		
Pantaloons Retail (India) Limited	-	-
Future Value Retail Limited	-	-
Total	-	-



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