

November 15, 2016

Dear Debenture Holder:

Pursuant to Regulation 58 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR), we are providing herewith:

- (1) The Half Yearly Financial results of the Company for the period ended September 30, 2016 as Annexure I
- (2) Disclosures prescribed in terms of Regulation 52 of the LODR as Annexure II
- (3) Certificate from the Debenture Trustee, Cenbank Financial Services Ltd., as required under Regulation 52(5) of LODR

Sincerely

For Infrastructure Leasing & Financial Services Ltd

Authorised Signatory



INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED

Infrastructure Leasing & Financial Services Limited (IL&FS)

Audited Financial Results for the half year ended September 30, 2016

1. Interest / Income earned (a)+(b)+(c)+(d) (a) Interest on advances (b) Income on investments (Refer Note II) (c) Interest on balances with Reserve Bank of India and other inter bank funds	Half ye 30-Sep-16 Audited 72,457	ar ended 30-Sep-15	Figures for current period ended	Year ended
1. Interest / Income earned (a)+(b)+(c)+(d) (a) Interest on advances (b) Income on investments (Refer Note II) (c) Interest on balances with Reserve Bank of India	Audited	30-Sep-15		Year ended
(a) Interest on advances (b) Income on investments (Refer Note II) (c) Interest on balances with Reserve Bank of India			30-Sep-16	31-Mar-16
(a) Interest on advances (b) Income on investments (Refer Note II) (c) Interest on balances with Reserve Bank of India	72 457	Audited	Audited	Audited
(b) Income on investments (Refer Note II) (c) Interest on balances with Reserve Bank of India		76,315	72,457	1,72,110
(c) Interest on balances with Reserve Bank of India	28,168	26,456	28,168	70,680
	39,503	47,443	39,503	96,835
		-	-	
(d) Others (Interest on Fixed Deposit / Certificate of Deposit)	4,786	2,415	4,786	4,595
2. Other Income	9,919	9,609	9,919	19,142
3. Total Income (1+2)	82,376	85,924	82,376	1,91,252
4. Interest & Finance Charges				
	57,799	53,227	57,799	1,14,943
5. Operating Expenses (i)+(ii)	7,588	9,369	7,588	25,101
(i) Employees Cost	2,600	3,817	2,600	11,797
(ii) Other operating expenses	4,988	5,552	4,988	13,304
(a) Depreciation / Amortisation	803	882	803	1,732
(b) Rent	849	858	849	1,754
(c) Repair & Maintainance	823	946	823	1,934
(b) Consultancy & Service Charges	869	793	869	3,756
(c) Other expenses	1,644	2,073	1,644	7,816
6. Total Expenditure (4+5) excluding provisions and				
contingencies	65,387	62,596	65,387	1,40,044
7. Operating Profit before Provisions and				
Contingencies (3-6)	16,989	23,328	16,989	51,208
8. Provisions (other than tax) and Contingencies		7:		
(Refer Note III)	1,169	2,586	1,169	11,285
9. Exceptional Items		-	2	
 Profit (+) / Loss (-) from Ordinary Activities before tax (7-8-9) 	15,820	20,742	15,820	39,923
11. Tax Expenses (Refer Note IV)	(400)	3,400	(400)	12,520
12. Net Profit (+) / Loss (-) from Ordnary Activities after tax (10-11)	16,220	17,342	16,220	27,403
13. Extraordinary items (net of tax expenses)		-	-	
14. Net Profit (+) / Loss (-) for the period (12-13)	16,220	17,342	16,220	27,403
L5. Paid-up equity share capital (Face value of Rs.10	10,220	17,542	10,220	27,403
each)	12,840	12,840	12,840	12,840
6. Reserves excluding Revaluation Reserves (as				
per balance sheet of previous accounting year)			-	4,62,571
.7. Analytical Ratios				
i) Capital Ratio (Refer Note V)	30.84	35.52	30.84	31.61
ii) Earnings Per Share (EPS)				
- Basic EPS	★ 7.27	* 9.70	* 7.27	12.26
- Diluted EPS	★ 7.27	* 9.70 ★ 9.70	* 7.27	12.26 12.26
8. NPA Ratios				
a) (i) Gross NPA	-		-	-
(ii) Net NPA	-	-	-	
b) (i) % of Gross NPA	0.00%	0.00%	0.00%	0.00%
(ii) Net NPA	0.00%	0.00%	0.00%	0.00%
9. Return on Average Assets (Refer Note VII)	★ 0.84%	* 0.97%	0.84%	1.50%
Not Annualised		20000000		



Registered Office: The IL&FS Financial Centre, Plot C-22, G Block, Bandra-Kurla Complex, Bandra East, Mumbai 400 051 Phone: 2653 3333 Fax: 2653 3042 Website: www.ilfsindia.com CIN No. U65990MH1987PLC044571



Notes to Audited Financial Results for the Half Year ended September 30, 2016 :

- (I) The above financial results of the Company for the half year ended September 30, 2016 has been reviewed by the Audit Committee at their meeting held on October 24, 2016 and approved by the Board of Directors by Circulation dated November 10, 2016. An audit of the financial results for the half year ended September 30, 2016 has been completed by the Statutory Auditor of the Company
- (II) Income on Investments:
 - (1) Income on Investments includes interest on investments, dividend income and profit on sale of investments
 - (2) Income from Investments for the current period includes profit on sale of investments in Subsidiaries and Joint Venture of ₹ 712 lakhs (HYE September 30, 2015 : ₹ 9,576 lakhs)
- (III) Provisions (other than tax) and Contingencies include the following:

(₹ in lakhs)

	Half Year	EV 2016	
Particulars	Sep'16 (Audited)	Sep'15 (Audited)	FY 2016 (Audited)
Provision for General Contingencies	1,000	2,000	11,000
Contingency Provision against Standard Assets	169	583	282
Other amounts written off	, ain	3	3
Total	1,169	2,586	11,285

- (IV) Tax expense includes Provisions for Current Tax, Deferred Tax and MAT Credit Entitlement
- (V) The Company is registered with the Reserve Bank of India as a Systemically Important Core Investment Company (CIC-ND-SI). Consequently the Company is required to maintain Capital Ratio of atleast 30%





(VI) Financial disclosures pursuant to Regulation 52(4) & 52(6) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR):

Capital Redemption Reserve as on September 30, 2016 Net worth as on September 30, 2016: Net worth as per Listing Regulations means net worth as defined in sub-section (57) of section 2 of the Companies Act, 2013 Free Reserve as on September 30, 2016	Amount
as per Listing Regulations means net worth as defined in sub-section (57) of section 2 of the Companies Act, 2013	₹ 5,200 lakhs
Free Reserve as an Sentember 30, 2016	₹ 577,106 lakhs.
rece reserve as on september 50, 2010	₹ 478,790 lakhs

The end use of proceeds of issue of NCDs and NCRCPS has been in line with the objects stated in the respective offer documents

All secured borrowings obtained by the Company are covered under paripassu charge on all the assets, excluding specified immovable property, moveable assets within the property, specific investments, capital workin-progress, prepaid and deferred expenses, advance taxes (net), MAT Credit Entitlement, Deposits with banks on which lien is created in favour of banks for term loans taken by the Company

Debt-Equity ratio as on September 30, 2016 is :

	Ratio
Debt-Equity with Preference Share Capital	1.95
Debt-Equity without Preference Share Capital	2.29

Formula used for the computation of Debt-Equity ratio is Debt / Equity

Debt = Aggregate of Long-term borrowings, Current maturities of Long-term borrowings and Short-term borrowings

Equity = Issued and Paid up Equity Capital + Issued and Paid up Preference Share Capital + Reserves and Surplus (excluding revaluation reserve) - Miscellaneous Expenditure not written off

- (VII) Average Assets is the average of the opening and closing total assets for the period used for computation of return on Average Assets
- (VIII) The Company is in the business of providing financial services relating to the commercialisation of infrastructure including loans and investments in Group Companies. As such, all activities undertaken by the Company are incidental to the main business. There are no separate reportable business segments as per Accounting Standard 17 (AS–17) on "Segment Reporting"





(IX) Figures for the previous year / period have been regrouped and reclassified wherever necessary

Place: Mumbai

Date: November 10, 2016



Disclosures pursuant to Regulation 52 (4) & 52 (6) of the Securities Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 (LODR)

1) Details of Credit ratings:

Non-Convertible Debentures (NCDs): CARE: AAA, ICRA: AAA & IND: AAA

Non-Convertible Redeemable Cumulative Preference Shares (NCRCPS): CARE: AAA (RPS)

No change in Credit Rating

2) Debt Equity Ratio as on September 30, 2016:

Debt-Equity with Preference Share Capital – 1.95 Debt-Equity without Preference Share Capital – 2.29

- 3) Previous due date for the payment of interest / dividend for non-convertible redeemable preference shares/ repayment of principal of non-convertible preference shares /non-convertible debt securities and whether the same has been paid or not: <u>Annexure – A</u>
- 4) Next due date for the payment of interest/ dividend of non-convertible preference shares /principal along with the amount of interest/ dividend of non-convertible preference shares payable and the redemption amount: Annexure A
- 5) Outstanding redeemable preference shares: Annexure A
- 6) Capital Redemption Reserve as on September 30, 2016: Rs. 5,200 lakhs
- 7) Net worth as on September 30, 2016: Rs. 577,106 lakhs
- 8) Net Profit after Tax for the half year ended September 30, 2016 : Rs. 16,220 lakhs
- 9) Earning-per share:
 - a. For half year ended September 30, 2016 Basic / Diluted 7.27 (not annualised)
- 10) Disclosures pursuant to Regulation 52 (6) of LODR: Annexure B





Details of payment of principal / interest on Non- Convertible Debentures (NCDs) inaccordance with Regulation 52 (4) (d) & (e) of the LODR as on September 30, 2016

			Previous Due dat of :		Next Due date fo		for payment	or payment of :	
					Interest		Principal		
#	Series	ISIN	Interest	Principal	Date	Amount	Date	Amount	
1	2006-V	INE871D07HK1	22-12-2015	N.A	22-12-2016	937,85,750	22-12-2016	10139,00,000	
2	2007-2	INE871D07HW6	11-06-2016#	N.A	11-06-2017	646,38,000	09-06-2017	6156,00,000	
3	2008-9	INE871D07JN1	15-12-2015	N.A	15-12-2016	1708,00,000		14000,00,000	
4	2009-6A	INE871D07LJ5	02-03-2016	N.A	02-03-2017	457,50,000	02-03-2020	5000,00,000	
5	2009-6B	INE871D07LM9	22-03-2016	N.A	22-03-2017	460,00,000	21-03-2020	5000,00,000	
6	2009XVI	INE871D07LK3	05-03-2016	N.A	05-03-2017	2760,00,000	05-03-2020	30000,00,000	
7	2010-5	INE871D07LU2	20-05-2016	N.A	20-05-2017	3136,00,000	20-05-2025	35000,00,000	
8	2010-6	INE871D07LZ1	17-08-2016#	N.A	17-08-2017	1402,50,000	17-08-2035	15000,00,000	
9	2010-7	INE871D07MC8	24-12-2015 #	N.A	24-12-2016	227,48,634		2500,00,000	
10	2010-9	INE871D07ME4	22-02-2016	N.A	22-02-2017	3152,50,000		32500,00,000	
11	2011	INE871D07MI5	11-08-2016	N.A	11-08-2017	1462,50,000		15000,00,000	
12	2011 IX	INE871D07MS4	12-03-2016#	N.A	12-03-2017	2057,16,575		21000,00,000	
13	2011- VIII	INE871D07MR6	24-01-2016#	N.A	24-01-2017	2840,01,913	24-01-2022	29000,00,000	
14	2011-1	INE871D07MH7	25-07-2016	N.A	25-07-2017	1452,00,000	23-07-2021	15000,00,000	
15	2011-III	INE871D07MJ3	16-09-2016	N.A	16-09-2017	735,00,000	16-09-2017	7500,00,000	
16	2011-IV	INE871D07MK1	16-09-2016	N.A	16-09-2017	733,50,000	16-09-2019	7500,00,000	
17	2011-V	INE871D07MN5	10-10-2015#	N.A	10-10-2016	438,59,016	10-10-2016	4410,00,000	
18	2011-VII	INE871D07MO3	05-12-2015	N.A	05-12-2016	748,50,000	05-12-2018	7500,00,000	
19	2011-VII	INE871D07MP0	05-12-2015	N.A	05-12-2016	2245,50,000	04-12-2021	22500,00,000	
20	2012-I	INE871D07MT2	30-05-2016	N.A	30-05-2017	3822,00,000	30-05-2022	39000,00,000	
21	2012-II	INE871D07MU0	19-12-2015	N.A	19-12-2016	940,00,000	19-12-2022	10000,00,000	
22	2012-III	INE871D07MV8	21-01-2016	N.A	21-01-2017	423,15,000	21-01-2020	4650,00,000	
23	2012-IV	INE871D07MW6	24-01-2016#	N.A	24-01-2017	463,72,951	22-01-2038	5000,00,000	
24	2013 II-A	INE871D07ND4	04-02-2016	N.A	04-02-2017	766,15,000	04-02-2019	7700,00,000	
25	2013 II-A	INE871D07NE2	04-02-2016	N.A	04-02-2017	1054,70,000	04-02-2021	10600,00,000	
26	2013 II-A	INE871D07NF9	04-02-2016	N.A	04-02-2017	168,30,000	03-02-2024	1700,00,000	
27	2013 II-B	INE871D07NG7	13-02-2016#	N.A	13-02-2017	206,76,393	12-02-2021	2100,00,000	
28	2013 II-B	INE871D07NH5	13-02-2016#	N.A	13-02-2017	777,82,623	13-02-2024	7900,00,000	
29	2013 II-D	INE871D07NJ1	13-08-2016#	N.A	13-08-2017	1910,00,000	13-08-2024	20000,00,000	
30	2013-I-C	INE871D07MZ9	23-08-2016#	N.A	23-08-2017	2193,98,907	23-08-2018	20000,00,000	
31	2013-I-D	INE871D07NC6	26-08-2016	N.A	26-08-2017	724,50,000		6900,00,000	
32	2013-II-C	INE871D07NI3	28-07-2016	N.A	28-07-2017	2850,00,000	26-07-2024	30000,00,000	
33	2014 I-A	INE871D07NK9	29-12-2015	N.A	29-12-2016	1800,00,000	27-12-2024	20000,00,000	
34	2014 I-B	INE871D07NL7	21-01-2016	N.A	21-01-2017	1744,00,000	21-01-2025	20000,00,000	
35	2014 I-C	INE871D07NM5	23-01-2016#	N.A	23-01-2017	435,10,929	23-01-2025	5000,00,000	
36	2014 I-G	INE871D07NQ6	19-03-2016	N.A	19-03-2017	306,25,000	19-03-2018	3500,00,000	
37	2014 I-J	INE871D07NT0	24-03-2016#	N.A	24-03-2017	216,35,274	23-03-2018	2500,00,000	
38	2014 I-O	INE871D07NZ7	20-05-2016	N.A	20-05-2017		21-05-2018	1000,00,000	
_	2014 I-O	INE871D07OA8	20-05-2016	N.A	20-05-2017	350,00,000	20-05-2020	4000,00,000	
	2014 I-P	INE871D07OB6	23-07-2016#	N.A	23-07-2017		23-07-2020	10000,00,000	
	2014 I-Q	INE871D07OC4	29-07-2016	N.A	29-07-2017		29-07-2020	10000,00,000	
$\overline{}$	2014 I-R	INE871D07OD2	31-07-2016#	N.A	31-07-2017		31-07-2020	10000,00,000	
$\overline{}$	2014 I-S	INE871D07OE0	10-08-2016	N.A	10-08-2017		10-08-2017	15000,00,000	
_	2014 I-S	INE871D07OF7	10-08-2016	N.A	10-08-2017		10-08-2017	8000,00,000	
_	2014 I-T	INE871D07OH3	11-08-2016	N.A	11-08-2017		10-08-2018	10000,00,000	
-	2014 I-U	INE871D07011	24-08-2016	N.A	24-08-2017		22-08-2025	10000,00,000	
_	2014 I-V	INE871D070J9	25-08-2016	N.A	25-08-2017		25-08-2025	10000,00,000	
_	2014 I-W	INE871D07O35	21-09-2016	N.A N.A	21-09-2017		21-09-2020	22700,00,000	





49	2014 I-W	INE871D07OL5	21-09-2016	N.A	21-09-2017	201,25,000	20-09-2025	2300,00,000
50	2014 I-X	INE871D07OM3	22-09-2016	N.A	22-09-2017	730,40,000	22-09-2020	
,51	2014 I-Y	INE871D07OO9	23-09-2016	N.A	23-09-2017	660,00,000	23-09-2017	7500,00,000
52	2014 I-Z	INE871D07OQ4	N.A	N.A	28-10-2016	765,00,000	28-10-2020	9000,00,000
53	2015 I-A	INE871D07OR2	N.A	N.A	01-12-2016	600,60,000	01-12-2018	7000,00,000
54	2015 I-B	INE871D07OS0	N.A	N.A	22-12-2016	216,25,000	22-12-2017	2500,00,000
55	2015 I-B	INE871D07OU6	N.A	N.A	22-12-2016	216,25,000	22-12-2020	2500,00,000
56	2015 I-D	INE871D07OW2	N.A	N.A	25-01-2017	139,20,000	25-07-2019	1600,00,000
57	2015 I-D	INE871D07OX0	N.A	N.A	25-01-2017	78,30,000	25-01-2021	900,00,000
58	2015 I-E	INE871D07OY8	N.A	N.A	09-03-2017	440,00,000	09-03-2026	5000,00,000
59	2015 I-F	INE871D07OZ5	N.A	N.A	15-03-2017	44,50,000	15-03-2018	500,00,000
60	2015 I-F	INE871D07PA5	N.A	N.A	15-03-2017	178,00,000	15-03-2019	2000,00,000
61	2015 I-F	INE871D07PB3	N.A				15-03-2021	3200,00,000
62	2015 I-G	INE871D07PC1	N.A	N.A	17-03-2017	284,80,000 44,50,000	17-03-2021	500,00,000
63	2015 I-G	INE871D07PD9	N.A	N.A	17-03-2017	178,00,000	17-03-2019	2000,00,000
64	2015 I-G	INE871D07PE7	N.A	N.A	17-03-2017	222,50,000	17-03-2013	2500,00,000
65	2015 I-H	INE871D07PF4	N.A	N.A	18-03-2017	765,00,000	18-09-2019	8500,00,000
66	2015 I-H	INE871D07PG2	N.A	N.A	18-03-2017	782,00,000	18-03-2013	8500,00,000
67	2015-I-I	INE871D07PJ6	N.A	N.A	23-09-2017	243,60,000	22-09-2023	3000,00,000
68	2015-I-I	INE871D07PH0	N.A	N.A	23-09-2017	1046,50,000	23-09-2019	13000,00,000
69	2014 I-D	INE871D07NN3	2010/30/300				28-03-2018	18500,00,000
70	2014 I-F	INE871D07NP8	Compounded annually, payable on maturity 2520,56,342				15-06-2018	8000,00,000
71	2014 I-E **	INE871D07NO1	Zero Coupon				12-03-2018	6431,55,000
72	2014 - **	INE871D07NS2		22-03-2018	3218,00,000			
73	2014 I-K **	INE871D07NU8		26-04-2018	6483,67,500			
74	2014 I-L **	INE871D07NV6		12-04-2018	6456,82,550			
75	2014 I-M **	INE871D07NW4		10-04-2018	6399,86,500			
76	2014 I-N **	INE871D07NX2	Zero Coupon Zero Coupon				21-05-2018	7104,14,650
77	2015 I-C **	INE871D07OV4		Zero Cou			20-12-2017	5899,73,000
78	2015-I-J**	INE871D07PK4	Zero Coupon				23-09-2019	12601,25,200

NCDs Redeemed during the period April 1, 2016 to September 30, 2016

79	2K9-IV	INE871D07KH1	16-08-2016\$	16-08-2016\$	N.A	N.A	
80	2013-I-B	INE871D07MY2	23-08-2016	23-08-2016	N.A	N.A	
81	2013-I-D	INE871D07NB8	26-08-2016	26-08-2016	N.A	N.A	
82	2011-VI	INE871D07ML9	28-09-2016	28-09-2016	N.A	N.A	

The NCDs are of Face Value of Rs.1000 each

** All coupon / redemption payments have been made to the debenture holders on the respective due dates
The Coupon interest due dates which are falls on Saturday/Sundays & Holidays and being the bank holiday's, the coupon

interest payments have been made to the debenture holders to the next working days as per SEBI circular.CIR/IMD/DF/18/2013 dt.October 29, 2013

The Redemption due dates are which falls on Sunday & Saturdays and being the bank holiday's the Redemption with the Coupon interest payments have been made to the debenture holders to the previous working days as per SEBI circular.CIR/IMD/DF/18/2013 dt.October 29, 2013





15282,60,000 2304,00,000 44377,00,000 2545,00,000 23078,00,000 8714,25,000 2122,50,000 5103,90,000 5000,10,000 11422,65,000 Amount Redemption** Next Due date for payment of NCRCPS 1257,75,798 24-Sep-22 2214,10,332 | 16-May-21 189,61,920 29-Sep-22 25-Mar-21 420,05,097 | 30-Oct-22 245,23,620 | 28-Mar-21 30-Sep-22 05-0ct-22 15-0ct-22 19-Oct-22 Date 4276,16,772 717,18,278 174,68,175 940,08,410 411,50,823 Amount Dividend 30-Jun-17 30-Jun-17 31-May-17 31-May-17 30-Jun-17 30-Jun-17 30-Jun-17 30-Jun-17 30-Jun-17 30-Jun-17 Date Outstanding as at September | Previous due date for payment Principal of NCRCPS N.A A.N N.A N.A N.A N.A N.A A.N N.A N.A 31-May-16 31-May-16 30-Jun-16 30-Jun-16 30-Jun-16 30-Jun-16 30-Jun-16 30-Jun-16 30-Jun-16 30-Jun-16 Dividend 26626,20,000 1527,00,000 13846,80,000 5711,32,500 1061,25,000 2551,95,000 7641,30,000 1152,00,000 4357,12,500 2500,05,000 Principal Amount 30, 2016 34,026 20,360 15,360 58,095 33,334 76,151 14,150 3,55,016 1,84,624 1,01,884 Quantity INE871D04063 INE871D04105 INE871D04113 INE871D04121 INE871D04139 INE871D04154 INE871D04071 INE871D04089 INE871D04147 INE871D04097 ISIN 2015 VII 2015 IV Series 2013 IV 2015 VI 2013 111 2015 111 2015 || 2015 V 2013 11 2015-1 10 00 6 m 9 4 2 #

Details of Non Convertible Redeemable Cumulative Preference Shares (NCRCPS) as on September 30, 2016

accordingly payment of dividend was effected on March 30, 2016. At the Annual General Meeting of the Company Members had approved the * The Interim Dividend for the FY 2016 was declared by the Board of Directors of the Company at its meeting held on March 30, 2016 and Interim Dividend declared and paid as the final dividend for FY 2016 in respect of NCRCPS



^{**} Redemption amount includes principal & redemption premium



Annexure - B

Information pursuant to Regulation 52(6) of the LODR provided below:

Sr. No.	Particulars	Remarks
1	Profit for the half year and cumulative profit for the year	Profit as at September 30, 2016 is Rs.16,220 lakhs
2	Free reserve as on the end of half year	Free reserve as at September 30, 2016 is Rs. 478,790 lakhs
3	Securities premium account balance (if redemption of redeemable preference share is to be done at a premium, such premium may be appropriated from securities premium account); Provided that disclosure on securities premium account balance may be provided only in the year in which NCRCPS are due for redemption	Not applicable, since the NCRCPS are not due for redemption during the year FY 2017
4	Track record of the dividend payment on non convertible redeemable preference shares; Provided that in case the dividend has been deferred at any time, then the actual date of payment shall be disclosed	Dividend on the NCRCPS are paid within the prescribed timelines and as per the terms of the issue
5	Breach of any covenants under the terms of the NCRCPS; Provided that in case a listed entity is planning a fresh issuance of shares whose end use is servicing of the non convertible redeemable preference shares (whether dividend or principal redemption), then the same shall be disclosed whenever the listed entity decided on such issuances	There has been no breach of covenants under the terms of the NCRCPS





CENTFIN: 2016:671

11 November 2016

CERTIFICATE FOR RECEIPT AND NOTING OF INFORMATION

[Pursuant to Regulation 52(5) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We, Debenture Trustees, hereby confirm that we have received and noted the information, as specified under regulation 52(4) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 ('Regulations'), provided to us by Infrastructure Leasing & Financial Services Limited ('the Company') for the Half year ended 30 September 2016.

This Certificate is being issued pursuant to the requirements of regulation 52(5) of the aforesaid Regulations, for onward submission to Stock Exchange(s) by the Company.

For CENTBANK FINANCIAL SERVICES LTD

Yashia A Waghinare MANAGER