

**IIFL**

January 29, 2015

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037/ BSE Scrip Code: 532636	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 Fax No.: 26598237 NSE Symbol; IIFL
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Dear Sir,

Sub: Outcome of the Board Meeting held on January 29, 2015-revised

This refers to our earlier letter dated January 29, 2015 enclosing unaudited financial results of the Company for the quarter and nine months ended December 31, 2014. In this regard, we would like to inform you that the heading of Part II be read as "Select information for the quarter and nine months ended December 31, 2014" instead of "Select information for the quarter and half year ended September 30, 2014".

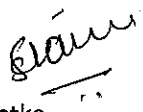
We hereby enclose revised unaudited financial statements for your information and dissemination.

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

Thanking you,

Yours faithfully,

For IIFL Holdings Limited


Sunil Lotke
Company Secretary & Compliance Officer



Email Id: csteam@indiainfoline.com
Tel: 022-40077006

IIFL Holdings Limited (Formerly "India Infoline Limited")

Corporate Identity Number-L74999MH1995PLC093797

Corporate Office - IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai - 400 013 Tel: (91-22) 4249 9000 • Fax: (91-22) 4060 9049

Regd. Office - IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400 604

Tel: (91-22) 3929 4000/ 4103 5000 • Fax: (91-22) 2580 6654 • E-mail: mail@indiainfoline.com • Website: www.indiainfoline.com

I.A.2. IIFL Holdings Limited (Formerly India Infoline Limited) Consolidated Result table

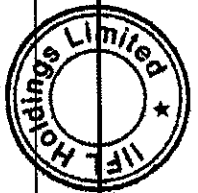
IIFL Holdings Limited (Formerly India Infoline Limited)

Statement of Consolidated Unaudited Financial Results for the Quarter and Nine months ended December 31, 2014

PART-I

Rs. Lakhs

Particulars	Quarter ended				9 months ended		Year ended	
	Dec 31, 2014	Sep 30, 2014	Dec 31, 2013	Dec 31, 2014	Dec 31, 2013	Dec 31, 2014	Dec 31, 2013	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1. a. Income from operations	92,246.6	89,221.9	68,747.2			2,60,433.4	2,04,145.3	2,82,189.6
Fund Based activities	68,016.8	64,914.9	50,928.7			1,91,240.5	1,49,362.5	2,02,717.6
Financial Products Distribution	14,346.6	13,133.2	9,664.8			37,404.7	27,614.7	44,842.8
Capital Market activities	9,883.2	11,173.8	8,153.7			31,788.2	27,168.1	34,629.2
b. Other Operating Income								
Total income from operations	92,246.6	89,221.9	68,747.2			2,60,433.4	2,04,145.3	2,82,189.6
2. Expenditure								
a. Operating Cost	10,335.7	9,304.1	6,381.1			27,326.2	22,658.1	31,364.4
b. Employee Cost	15,284.6	16,114.6	11,731.0			44,963.4	36,415.8	49,379.1
c. Depreciation	1,369.3	1,482.3	1,664.8			4,340.8	5,226.5	6,789.4
d. Administration Expenses and other Expenditure	10,165.4	10,185.0	9,107.1			29,672.5	26,314.2	38,892.3
Total Expenditure	37,155.0	37,086.0	28,884.0			1,06,302.9	90,614.6	1,26,425.2
3. Profit from operations before other income, finance costs & exceptional items (1-2)	55,091.6	52,135.9	39,863.2			1,54,130.5	1,13,530.7	1,55,764.4
4. Other Income	203.0	166.0	224.7			532.3	813.5	1,539.4
5. Profit from ordinary activities before finance costs & exceptional items (3+4)	55,294.6	52,301.9	40,087.9			1,54,662.8	1,14,344.2	1,57,303.8
6. Finance costs	37,381.6	34,916.5	29,979.5			1,04,912.7	84,887.6	1,15,322.8
7. Profit from ordinary activities after finance costs but before exceptional items (5-6)	17,913.0	17,385.4	10,108.4			49,750.1	29,456.6	41,981.0
8. Exceptional Item								
9. Profit from ordinary activities before tax (7+8)	17,913.0	17,385.4	10,108.4			49,750.1	29,456.6	41,981.0
10. Tax Expenses	5,848.1	5,774.6	3,044.0			16,336.6	9,017.6	12,842.7
11. Net Profit from ordinary activities after tax (9-10)	12,064.9	11,610.8	7,064.4			33,413.5	20,439.0	29,138.3
12. Extraordinary Items	-	-	-			-	-	-
13. Net Profit for the period (11+12)	12,064.9	11,610.8	7,064.4			33,413.5	20,439.0	29,138.3
14. Share of profit / (loss) of associates	-	-	-			-	-	-
15. Share of minority interests in profits	831.2	661.4	353.6			1,848.9	768.1	1,330.4
16. Net Profit from Ordinary Activities after tax and Minority interests (13-14-15)	11,233.7	10,949.5	6,710.8			31,564.6	19,670.9	27,807.9
17. Paid up Equity Share Capital (Face Value of Rs.2 per Equity Share)	6,124.2	6,045.4	5,911.9			6,124.2	5,911.9	5,924.0
18. Reserves excluding Revaluation Reserves								2,09,260.0
19. Earnings Per Share before and after extraordinary items								
Basic (In Rs.)	3.71	3.63	2.39			10.43	6.92	9.41
Diluted (In Rs.)	3.58	3.48	2.35			10.06	6.80	9.14



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PART-II

Particulars	Quarter ended				9 months ended			Year ended
	Dec 31, 2014	Sep 30, 2014	Dec 31, 2013		Dec 31, 2014	Dec 31, 2013	Dec 31, 2013	Mar 31, 2014
	Unaudited	Unaudited	Unaudited		Unaudited	Unaudited	Unaudited	Audited
Select Information for the quarter and nine months ended December 31, 2014								
A. Particulars of Shareholding								
1.Public Shareholding								
Number of Shares	21,38,49,021	20,99,06,121	20,33,32,051		21,38,49,021	20,33,32,051	20,33,32,051	20,38,37,571
Percentage of Shareholding	69.84	69.44	68.79		69.84	68.79	68.79	68.82
2. Promoters and Promoter group Share holding								
a) Pledged/Encumbered								
- Number of shares	Nil	Nil	Nil		Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil		Nil	Nil	Nil	Nil
- Percentage of shares (as a% of the total share capital of the company)	Nil	Nil	Nil		Nil	Nil	Nil	Nil
b) Non-encumbered								
- Number of Shares	9,23,61,432	9,23,61,432	9,22,61,432		9,23,61,432	9,22,61,432	9,22,61,432	9,23,61,432
- Percentage of shares (as a% of the total shareholding of promoter and promoter group)	100	100	100		100	100	100	100
- Percentage of shares (as a% of the total Share capital of the Company)	30.16	30.56	31.21		30.16	31.21	31.21	31.18

B. INVESTOR COMPLAINTS	Quarter ended September 30, 2014	Quarter ended December 31, 2014
Pending at the beginning of the quarter	6	3
Received during the quarter	10	7
Disposed of during the quarter	13	10
Remaining unresolved at the end of the quarter	3	-



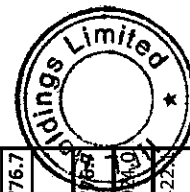
Date : 29/01/2015
Place : Mumbai

I.A.1.IFL Holdings Limited (Formerly India Infoline Limited) Standalone Result table

IFL Holdings Limited (Formerly India Infoline Limited)

Statement of Standalone Unaudited Financial Results for the Quarter and Nine months ended December 31, 2014

PART-I	Particulars	Quarter ended				9 months ended		Year ended	
		Dec 31, 2014		Sep 30, 2014		Dec 31, 2014		Dec 31, 2013	
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
1.	a. Income from operations	245.6	9,097.2	900.0		9,342.9	1,803.3		8,866.7
	b. Other Operating Income	23.2	172.0	(18.4)		697.1	68.1		(51.0)
	Total Income	268.8	9,269.2	881.6		10,040.0	1,871.4		8,815.7
2.	Expenditure								
	a. Operating Cost	-	-	-		-	-		-
	b. Employee Cost	23.6	12.9	114.7		71.6	348.3		482.4
	c. Depreciation	1.8	1.8	1.8		5.3	5.3		7.1
	d. Administration Expenses and other Expenditure	64.3	28.1	4.0		138.2	11.4		65.0
	Total Expenditure	89.7	42.8	120.5		215.1	365.0		554.5
3.	Profit from operations before other income, finance costs & exceptional items (1-2)	179.1	9,226.4	761.1		9,824.9	1,506.4		8,261.2
4.	Other Income	-	1.5	-		1.5	-		-
5.	Profit from ordinary activities before finance costs & exceptional items (3+4)	179.1	9,227.9	761.1		9,826.4	1,506.4		8,261.2
6.	Finance costs	103.2	43.5	-		188.2	-		-
7.	Profit from ordinary activities after finance costs but before exceptional items (5-6)	75.9	9,184.4	761.1		9,638.2	1,506.4		8,261.2
8.	Exceptional item	-	-	-		-	-		-
9.	Profit / (loss) from ordinary activities before tax (7+8)	75.9	9,184.4	761.1		9,638.2	1,506.4		8,261.2
10.	Tax Expenses	(45.2)	38.4	-		119.1	(1,515.5)		(1,515.5)
11.	Net Profit from ordinary activities after tax (9-10)	121.1	9,146.0	761.1		9,519.1	3,021.9		9,776.7
12.	Extraordinary items	-	-	-		-	-		-
13.	Net Profit for the period (11+12)	121.1	9,146.0	761.1		9,519.1	3,021.9		9,776.7
14.	Paid up Equity Share Capital (Face Value of Rs.2 each)	6,124.2	6,045.4	5,911.9		6,124.2	5,911.9		5,911.9
15.	Reserves excluding Revaluation Reserve								1,26,422.1
16.	Earnings Per Share before and after extraordinary items								
	Basic (In Rs.)	0.04	3.04	0.26		3.14	1.02		3.31
	Diluted (In Rs.)	0.04	2.91	0.25		3.03	1.01		3.21



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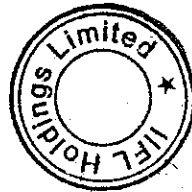
IIFL Holdings Limited (Formerly India Infoline Limited)
Statement of Consolidated Unaudited Financial Results for the Quarter and Nine months ended December 31, 2014

PART-II

Particulars	Quarter ended		9 months ended		Year ended	
	Dec 31, 2014	Sep 30, 2014	Dec 31, 2013	Dec 31, 2014	Dec 31, 2013	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Select information for the quarter and nine months ended December 31, 2014						
A. Particulars of Shareholding						
1. Public Shareholding						
Number of Shares	21,38,49,021	20,99,06,121	20,33,32,051	21,38,49,021	20,33,32,051	20,38,37,571
Percentage of Shareholding (%)	69.84	69.44	68.79	69.84	68.79	68.82
2. Promoters and Promoter group Share holding						
a) Pledged/Encumbered						
- Number of shares	Nil	Nil	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total shareholding of promoter and promoter group)	Nil	Nil	Nil	Nil	Nil	Nil
- Percentage of shares (as a % of the total share capital of the company)	Nil	Nil	Nil	Nil	Nil	Nil
b) Non-encumbered						
- Number of Shares	9,23,61,432	9,23,61,432	9,22,61,432	9,23,61,432	9,22,61,432	9,23,61,432
- Percentage of shares (as a % of the total shareholding of promoter 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)	30.16	30.56	31.21	30.16	31.21	31.18

B. INVESTOR COMPLAINTS

	Quarter ended September 30, 2014	Quarter ended December 31, 2014
Pending at the beginning of the quarter	6	3
Received during the quarter	10	7
Disposed of during the quarter	13	10
Remaining unresolved at the end of the quarter	3	-



Date : 29/01/2015
Place : Mumbai

I.A.4. IIL Consolidated Segment Wise Revenue & Results

IIFL Holdings Limited

Segment-wise Revenue, Result and Capital Employed in terms of Clause 41 of the listing agreement (Consolidated)

Rs. Lakhs

Particulars	Quarter ended				9 months ended		Year ended	
	Dec 31, 2014	Sep 30, 2014	Dec 31, 2013	Dec 31, 2014	Dec 31, 2013	Dec 31, 2013	Mar 31, 2014	Mar 31, 2014
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Segment Revenue								
1 Fund Based activities	68,016.8	64,914.9	50,928.7	1,91,240.5	1,49,362.5	2,02,717.6		
2 Financial Products distribution	14,346.6	13,133.2	9,664.8	37,404.7	27,614.6	44,842.8		
3 Capital Market activities	9,883.2	11,173.8	8,153.7	31,788.2	27,168.1	34,629.2		
4 Other Income	203.0	166.0	224.7	532.3	813.6	1,539.4		
Total	92,449.6	89,387.9	68,971.9	2,60,965.7	2,04,958.8	2,83,729.0		
Less : Inter Segment Revenue								
Net Income from Operation	92,449.6	89,387.9	68,971.9	2,60,965.7	2,04,958.8	2,83,729.0		
Segment Result (Profit before Tax)								
1 Fund Based activities	11,907.9	11,177.2	7,939.4	33,042.7	21,108.2	29,126.0		
2 Financial Products distribution	2,862.0	2,416.7	1,310.5	6,235.6	3,454.3	6,427.2		
3 Capital Market activities	3,106.8	3,778.9	637.5	10,385.2	4,619.2	4,989.5		
4 Other Income	36.3	12.6	221.0	86.6	274.9	1,438.3		
Total	17,913.0	17,385.4	10,108.4	49,750.1	29,456.6	41,981.0		
Profit from Ordinary Activities before Tax	17,913.0	17,385.4	10,108.4	49,750.1	29,456.6	41,981.0		
Capital Employed								
(Segment Assets less Segment liabilities)								
1 Fund Based activities	1,86,947.2	1,80,280.9	1,67,003.7	1,86,947.2	1,67,003.7	1,64,866.5		
2 Financial Products distribution	9,884.0	6,314.8	3,526.4	9,884.0	3,526.4	6,520.9		
3 Capital Market activities	31,927.3	29,524.7	34,538.4	31,927.3	34,538.4	31,438.6		
4 Other Income								
Total capital employed in Segments	2,28,758.5	2,16,120.4	2,05,068.5	2,28,758.5	2,05,068.5	2,02,826.0		
Unallocable Corporate Assets/less Corporate liabilities	17,637.4	16,423.4	16,208.8	17,637.4	16,208.8	16,643.4		
Total Capital Employed	2,46,395.9	2,32,543.8	2,21,277.3	2,46,395.9	2,21,277.3	2,19,469.4		

Notes to results:

1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on January 29, 2015. The above financial results have been subjected to limited review by the Statutory Auditors and Auditors have issued an unqualified report.
2. The Standalone and Consolidated financial results for the quarter and nine months ended December 31, 2014, as submitted to Stock Exchanges are also available on our website www.indiaonline.com.
3. The Company and its subsidiaries are engaged in finance and financial services activities. On a consolidated basis, the Company has identified three reportable segments namely (i) fund based activities, (2) financial product distribution and (3) capital market activities.
4. Standalone information of IIFL Holdings Limited is as under:

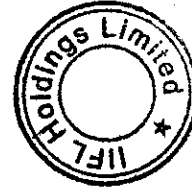
(Rs. in Lakhs)

Particulars	Quarter ended December 31, 2014 (Unaudited)	Quarter ended September 30, 2014 (Unaudited)	Quarter ended December 31, 2013 (Unaudited)	Nine months ended December 31, 2014 (Unaudited)	Nine months ended December 31, 2013 (Unaudited)	Year ended March 31, 2014 (Audited)
Revenues/Turnover	268.8	9,270.7	881.6	10,041.5	1,871.4	8,815.7
Profit Before Tax	75.9	9,184.4	761.1	9,638.2	1,506.4	8,261.2
Profit After Tax	121.1	9146.0	761.1	9,519.1	3,021.9	9,776.7

5. During the quarter ended on December 31, 2014, the Company allotted 39,42,900 equity shares of Rs. 2/- each on exercise of stock options under the Employee Stock Option Schemes. In January, 2015, the Company had allotted 4,54,400 equity shares of Rs. 2/- each on exercise of stock options under the Employee Stock Option Schemes.
6. Previous periods figures have been regrouped / rearranged wherever necessary.

Date: January 29, 2015
Place: Mumbai

By order of the Board
For IIFL Holdings Limited



Nirmal Jain
Chairman
DIN: 00010535

Sharp & Tannan Associates

Chartered Accountants

87 Nariman Bhavan, 227 Nariman Point
Mumbai (Bombay) 400 021, INDIA.

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F: +91 22 2202 3856
E: mumbai.office@sharp-tannan.com
W: www.sharp-tannan.com

To,
The Board of Directors,
IIFL Holdings Limited (Formerly India Infoline Limited),
IIFL House, Sun Infotech Park,
Road No. 16, Plot No. B-23,
MIDC, Thane Industrial Area,
Wagle Estate, Thane 400604

Dear Sirs,

Sub: Limited Review Report on Unaudited Quarterly Consolidated Results of IIFL Holdings Limited (Formerly India Infoline Limited) for the Quarter ended 31st December, 2014.

We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results (the 'Statement') of **IIFL Holdings Limited** (Formerly India Infoline Limited) (the 'Company') for the quarter ended 31st December, 2014 except for the disclosures regarding 'Public Shareholdings', 'Promoters and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors on 29th January, 2015. Our responsibility is to issue a report on this Statement based on our review.

We conducted our review of the Statement in accordance with the 'Standard on Review Engagement (SRE) 2410', *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*, issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit, and accordingly, we do not express an audit opinion.

Figures for the corresponding previous quarter and nine months ended 31st December, 2013 have not been reviewed by us.

In respect of unaudited quarterly consolidated financial results, we did not review the statement of unaudited financial results of 4 subsidiaries and 7 step down subsidiaries, whose unaudited quarterly financial results reflect total revenue of Rs.2,381.55 lacs and total assets (net) of Rs.7,081.50 lacs as at 31st December, 2014. The financial information of these subsidiaries have been reviewed by the management and furnished to us, and our report on quarterly consolidated results is solely on the reports of the Management.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the applicable accounting standards as specified under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Sharp & Tannan Associates
Chartered Accountants
Firm's Registration No.109983W
By the hand of




Tirtharaj Khot
Partner
Membership No: (F) 037457

Place: Mumbai
Date : 29th January, 2015

Sharp & Tannan Associates

Chartered Accountants

87 Nariman Bhavan, 227 Nariman Point
Mumbai (Bombay) 400 021, INDIA.

T: +91 22 6153 7500 ; 2202 2224 / 8857

F: +91 22 2202 3856

E: mumbai.office@sharp-tannan.com

W: www.sharp-tannan.com

To,
The Board of Directors,
IIFL Holdings Limited (Formerly India Infoline Limited),
IIFL House, Sun Infotech Park,
Road No. 16, Plot No. B-23,
MIDC, Thane Industrial Area,
Wagle Estate, Thane 400604

Dear Sirs,

Sub: Limited Review Report on Unaudited Quarterly Standalone Results of IIFL Holdings Limited (Formerly India Infoline Limited) for the Quarter ended 31st December, 2014.

We have reviewed the accompanying Statement of Standalone Unaudited Financial Results (the 'Statement') of **IIFL Holdings Limited** (Formerly India Infoline Limited) (the 'Company') for the quarter ended 31st December, 2014 except for the disclosures regarding 'Public Shareholdings', 'Promoters and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been audited by us. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors on 29th January, 2015. Our responsibility is to issue a report on this Statement based on our review.

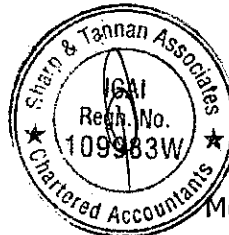
We conducted our review of the Statement in accordance with the 'Standard on Review Engagement (SRE) 2410', *Review of Interim Financial Information Performed by the Independent Auditor of the Entity*, issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit, and accordingly, we do not express an audit opinion.

Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the applicable accounting standards as specified under Section 133 of the Companies Act, 2013 and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Sharp & Tannan Associates
Chartered Accountants

Firm's Registration No.109983W

By the hand of



Parthiv Desai
Partner

Membership No:(F) 042624

Place: Mumbai
Date : 29th January, 2015