

INDEPENDENT AUDITORS' REPORT**To the Board of Directors of IndoStar Capital Finance Limited**

We have audited the accompanying interim standalone financial statements of IndoStar Capital Finance Limited ("the Company"), which comprise the interim standalone Balance Sheet as at September 30, 2017, and the interim standalone Statement of Profit and Loss and interim standalone Cash Flow Statement for the six months period then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the interim standalone financial statements

The Company's Board of Directors is responsible for the preparation of these interim standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Companies Act, 2013 (the "Act"), read with relevant rules issued thereunder. The Board of Directors is also responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the interim standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility on the interim standalone financial statements

Our responsibility is to express an opinion on these interim standalone 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, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the interim standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the interim standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the interim standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the interim standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the interim standalone financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the interim standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the accompanying interim standalone financial statements give a true and fair view in accordance with Accounting Standard (AS) 25 specified under section 133 of the Act, read with relevant rules issued thereunder.



S.R. BATLIBOI & CO. LLP

Chartered Accountants

- (a) in the case of the interim standalone Balance Sheet, of the state of affairs of the Company as at September 30, 2017;
- (b) in the case of the interim standalone Statement of Profit and Loss, of the profit for the six months period ended on that date; and
- (c) in the case of the interim standalone Cash Flow Statement, of the cash flows for the six months period ended on that date.

Other matters

We have also issued a Limited review report dated November 9, 2017 for the purposes of reporting under Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the aforesaid period.

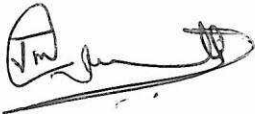
Restriction of use

The accompanying interim standalone financial statements have been prepared, and this report thereon issued, solely for the purpose of preparation of the restated standalone summary financial statements and restated consolidated summary financial statements by the management of the Company and our examination reports to be issued thereon, as required under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. 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 Registration Number: 301003E/E300005



per **Jayesh Gandhi**

Partner

Membership Number: 037924

Place of Signature: Mumbai

Date: February 05, 2018

INDOSTAR CAPITAL FINANCE LIMITED
BALANCE SHEET AS AT SEPTEMBER 30, 2017

(Amount in Rupees)

Particulars	Note No.	As at September 30, 2017	As at March 31, 2017
I. Equity and Liabilities			
(1) Shareholders' funds			
(a) Share capital	3	78,67,92,590	78,36,17,990
(b) Reserves and surplus	4	19,44,68,46,475	18,22,05,37,844
		20,23,36,39,065	19,00,41,55,834
(2) Non-current liabilities			
(a) Long-term borrowings	5	12,33,56,05,624	19,10,61,20,313
(b) Other Long term liabilities	6	4,90,78,058	7,23,70,201
(c) Long term provisions	7	30,51,23,733	26,94,81,205
		12,68,98,07,415	19,44,79,71,719
(3) Current liabilities			
(a) Short-term borrowings	8	10,43,35,77,485	7,86,55,05,788
(b) Trade payables			
(i) Dues to Micro, Small and Medium enterprises	28	-	-
(ii) Others		1,93,17,314	4,22,68,246
(c) Other current liabilities	6	10,34,30,30,429	8,33,62,84,653
(d) Short-term provisions	7	18,27,33,556	15,74,59,179
		20,97,86,58,784	16,40,15,17,866
Total		53,90,21,05,264	54,85,36,45,419
II. Assets			
(1) Non-current assets			
(a) Fixed assets	9		
(i) Property, Plant and Equipment		6,66,59,717	6,91,67,569
(ii) Intangible assets		1,40,23,794	1,87,92,388
(iii) Capital work in progress		2,80,72,938	-
(b) Non-current investments	10	52,09,86,419	73,04,11,205
(c) Deferred tax assets (net)	11	17,14,24,249	16,36,54,547
(d) Long term loans and advances	12	35,41,27,19,542	39,31,78,62,734
		36,21,38,86,659	40,29,98,88,443
(2) Current assets			
(a) Cash and bank balances	14	55,93,21,175	54,42,34,974
(b) Current investments	15	6,98,55,24,954	1,23,93,71,782
(c) Short-term loans and advances	12	9,56,51,62,010	12,26,23,54,541
(d) Other current assets	13	57,82,10,466	50,77,95,679
		17,68,82,18,605	14,55,37,56,976
Total		53,90,21,05,264	54,85,36,45,419

Significant Accounting Policies

2.1

The notes referred to above form an integral part of the financial statements.

As per our report of even date

For S R Batliboi & Co LLP

ICAI Firm Registration No. 301003E/E300005

Chartered Accountants



per Jayesh Gandhi

Partner

Membership No. 037924



For and on behalf of the Board of Directors of
IndoStar Capital Finance Limited



R. Sridhar
Executive Vice-Chairman & CEO
DIN: 00136697



Dhanpal Jhaveri
Chairman
DIN: 02018124



Parikaj Thapar
Chief Financial Officer



Jivendra Bhati
Company Secretary

Place: Mumbai

Date: February 05, 2018



Place: Mumbai

Date: February 05, 2018

