

B S R & Associates LLP

Chartered Accountants

5th Floor, Lodha Excelus,
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011
India

Telephone +91 (22) 4345 5300
Fax +91 (22) 4345 5399

Independent Auditor's Report on Consolidated Financial Results of IL&FS Investment Managers Limited pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To the Board of Directors of
IL&FS Investment Managers Limited

1. We have audited the accompanying Statement of consolidated financial results of IL&FS Investment Managers Limited ('the Holding Company') and its subsidiaries (the Holding Company and its subsidiaries together referred to as 'the Group') and jointly controlled companies for the year ended 31 March 2018 (together known as 'the consolidated financial results'), attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the Securities and Exchange Board of India ('SEBI') (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'). Attention is drawn to the fact that the figures for the quarter ended 31 December 2017 and the corresponding quarter ended in the previous year, as reported in these Consolidated Financial Results, are the balancing figures between consolidated audited figures in respect of the full financial year ended March 31, and the unaudited published year to date consolidated figures upto the end of the third quarter of the relevant financial year. Also the figures upto the end of the third quarter had only been reviewed and not subjected to audit.
2. These consolidated financial results have been prepared on the basis of the consolidated financial statements and reviewed quarterly consolidated financial results upto the end of the third quarter, which are the responsibility of the Holding Company's management and has been approved by the Board of Directors in its meeting held on 4 May 2018.
3. Our responsibility is to express an opinion on these consolidated financial results based on our audit of the consolidated financial statements, which have been prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013, other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations.
4. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated Financial Results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as consolidated financial results. An audit also includes assessing the accounting principles used and significant estimates made by management.
5. We believe that the audit evidence obtained by us and the audit evidence obtained by other auditors in terms of their reports referred to in paragraphs 6 and 7 below, is sufficient and appropriate to provide a reasonable basis for our opinion.



Independent Auditor's Report (Continued)

IL&FS Investment Managers Limited

6. We did not audit the financial statements of five subsidiaries and two jointly controlled companies, whose financial statements reflect total assets of Rs. 21,092.91 lakhs as at 31 March 2018, total revenue of Rs. 9,590.42 lakhs and net cash outflows of Rs. 2,803.55 lakhs for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors, whose reports have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled companies, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and jointly controlled companies is based solely on the reports of the other auditors.
7. Two of the subsidiaries and one jointly controlled company are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective country and which have been audited by other auditors under generally accepted auditing standards applicable in their respective country. The Holding Company's management has converted the financial statements of such subsidiaries and jointly controlled company located outside India from accounting principles generally accepted in their respective country to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and jointly controlled company located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.
8. Our opinion on the consolidated financial statements is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.
9. In our opinion and to the best of our information, according to the explanations given to us and based on consideration of reports of other auditors on separate financial statements of the subsidiaries and jointly controlled company as aforesaid, these consolidated financial results of the Group:
- i. include the consolidated financial results of the following entities included in the consolidation (list the entities):

Name of the entity	Relationship
IL&FS Investment Managers Limited	Holding Company
IIML Asset Advisors Limited	Subsidiary Company
IL&FS Asian Infrastructure Managers Limited	Subsidiary Company
IL&FS Urban Infrastructure Managers Limited	Subsidiary Company
Andhra Pradesh Urban Infrastructure Asset Management Limited	Subsidiary Company
IL&FS Investment Advisors LLC	Subsidiary Company
IIML Fund Managers (Singapore) Pte Ltd.	Subsidiary Company
IL&FS Infra Asset Management Limited	Subsidiary Company



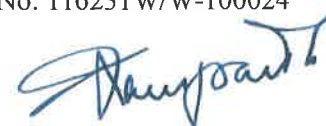
Independent Auditor's Report (Continued)

IL&FS Investment Managers Limited

Name of the entity	Relationship
IL&FS AMC Trustee Limited	Subsidiary Company
Saffron Investment Trust	Fellow Subsidiary Company
IL&FS Milestone Realty Advisors Private Limited	Jointly Controlled Company
Standard Chartered IL&FS Management (Singapore) Pte. Ltd.	Jointly Controlled Company

- ii. are presented in accordance with the requirements of the Regulation 33 of the Listing Regulations; and
- iii. give a true and fair view of the consolidated net profit for the year ended 31 March 2018.

For **B S R & Associates LLP**
Chartered Accountants
Firm's Registration No: 116231W/W-100024



N Sampath Ganesh
Partner
Membership No: 042554

Mumbai
4 May 2018

IL&FS INVESTMENT MANAGERS LIMITED

 Registered Office: The IL&FS Financial Centre, C-22, G Block, Bandra-Kurla Complex,
 Bandra (East), Mumbai 400 051

CIN : L65999MH1986PLC147981. Website: www.iimlindia.com

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED MARCH 31, 2018

						(₹ in lakhs)
Particulars	Quarter Ended 31.03.2018 (Refer Note 6)	Quarter Ended 31.12.2017 (Unaudited)	Quarter Ended 31.03.2017 (Refer Note 6)	Year Ended 31.03.2018 (Audited)	Year Ended 31.03.2017 (Audited)	
Revenue:						
Revenue from Operations	2,585.11	3,099.67	2,845.45	11,249.34	10,128.07	
Other Income	225.85	224.99	382.72	1,006.53	1,389.18	
1 Total Revenue	2,810.96	3,324.66	3,228.17	12,255.87	11,517.25	
Expenditure:						
Employee benefits expense	952.02	1,031.28	1,101.61	4,245.72	4,233.28	
Depreciation and amortisation expense	286.85	289.99	346.85	1,151.11	1,660.64	
Legal and Professional expense	440.70	449.18	289.30	1,761.92	1,741.89	
Other Administrative and Operating Expenses	888.70	984.55	966.08	2,957.81	2,493.34	
2 Total Expenditure	2,568.27	2,755.00	2,703.84	10,116.56	10,129.15	
3 Profit before tax (1-2)	242.69	569.66	524.33	2,139.31	1,388.10	
4 Tax expense/(benefit):						
- Current tax	257.68	361.87	76.98	1,103.98	896.83	
- Deferred tax	7.22	6.33	183.56	26.60	21.54	
- Short/(Excess) provision for tax relating to prior years	64.27	-	(215.10)	63.69	(215.10)	
- Net tax expense/(benefit)	329.17	368.20	45.44	1,194.27	703.27	
5 Profit/(Loss) for the period (3-4)	(86.48)	201.46	478.89	945.04	684.83	
6 Minority Interest	128.55	73.26	118.27	288.85	72.27	
7 Profit/(Loss) for the period after minority interest (5-6)	(215.03)	128.20	360.62	656.19	612.56	
Paid-up Equity Share Capital (Face Value of ₹ 2/- each)	6,280.85	6,280.85	6,280.85	6,280.85	6,280.85	
Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year				23,358.93	24,608.32	
Earning per Equity Share of Face Value ₹ 2/- each						
- Basic (not annualised)	(0.07)	0.04	0.11	0.21	0.20	
- Diluted (not annualised)	(0.07)	0.04	0.11	0.21	0.20	



Consolidated Statement of assets and liabilities

(₹ in lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
	Audited	Audited
A) EQUITY AND LIABILITIES		
1. Shareholders' Funds:		
a) Share Capital	6,280.85	6,280.85
b) Reserves and surplus	23,358.93	24,608.32
Sub-total - Shareholders' funds	29,639.78	30,889.17
2. Minority interest	1,694.18	1,715.56
3. Non-current liabilities		
a) Long Term Liabilities	5.00	5.00
b) Long-term provisions	425.17	461.45
Sub-total - Non-current liabilities	430.17	466.45
4. Current liabilities		
a) Trade payables	897.65	1,033.06
b) Other current liabilities	671.44	1,069.82
c) Short-term provisions	835.52	849.62
Sub-total - Current liabilities	2,404.61	2,952.50
TOTAL - EQUITY AND LIABILITIES	34,168.74	36,023.68

(₹ in lakhs)

Particulars	As at 31.03.2018	As at 31.03.2017
	Audited	Audited
B) ASSETS		
1. Non - current assets		
a) Property, Plant and Equipment	132.35	134.75
b) Intangible assets	823.56	1,853.07
c) Capital Work in Progress	-	31.54
d) Non-current investments	1,958.89	2,451.77
e) Deferred tax assets (net)	289.71	316.31
f) Long-term loans and advances	1,608.29	1,410.72
Sub-total - Non-current assets	4,812.80	6,198.16
2. Current assets		
a) Current investments	4,508.00	7,221.60
b) Trade receivables	10,298.14	7,945.81
c) Cash and cash equivalents	9,249.83	13,282.04
d) Short-term loans and advances	4,972.07	900.75
e) Other current assets	327.90	475.32
Sub-total - Current assets	29,355.94	29,825.52
TOTAL - ASSETS	34,168.74	36,023.68



NOTES :


- (1) The aforesaid consolidated financial results of IL&FS Investment Managers Limited (the “Holding Company”), its subsidiaries (the Holding Company and its subsidiaries together constitute the “Group”) and jointly controlled entities have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on May 4, 2018. The results for the year ended March 31, 2018 is subjected to audit by the Statutory Auditors of the Company
- (2) The Consolidated Financial Statements are prepared in accordance with the principles and procedures set out in Accounting Standard (AS 21) on “Consolidated Financial Statements” which consists of the accounts of the Holding Company, its subsidiaries which are based on their respective audited accounts and investments in jointly controlled entities which are based on their respective audited accounts and have been accounted for by using the proportionate consolidation method in accordance with Accounting Standard (AS 27) on “Financial Reporting of Interests in Joint Ventures”
- (3) The Company is in the business of providing “Asset Management and other related service”. As such, there are no separate reportable business or geographical segments as per Accounting Standard 17 on “Segment Reporting”
- (4) In November 2017, the Company has completed acquisition of balance 49% stake of IL&FS Asian Infrastructure Managers Limited, thereby increasing its holding to 100%
- (5) The Company has completed the acquisition of 86.61% stake of IL&FS Infra Asset Management Ltd and 100% stake of IL&FS AMC Trustee Limited in January 2017
- (6) The figures for the current quarter and the corresponding quarter in the previous year are the balancing figures between the audited figures in respect of the full financial year ended March 31, and the unaudited published year to date figures upto third quarter ended December 31, which were subjected to a limited review by the statutory auditor of the Company
- (7) Total Comprehensive income and other Comprehensive Income is not given as Ind AS is not applicable to the Company
- (8) The Board of Directors, in their meeting held on May 4, 2018 have proposed a final dividend of ₹ 0.60 per equity share amounting to ₹ 197,051,564/- inclusive of tax on dividend. The proposal is subject to the approval of the shareholders at the Annual General Meeting
- (9) The summarised standalone financial results of the Company are as below. The detailed standalone financial results of the Company are available on the Company’s website www.iimlindia.com

(₹ in lakhs)

Particulars	Quarter Ended 31.03.2018 (Refer Note 6)	Quarter Ended 31.12.2017 (Unaudited)	Quarter Ended 31.03.2017 (Refer Note 6)	Year Ended 31.03.2018 (Audited)	Year Ended 31.03.2017 (Audited)
Total Revenue	1,129.94	1,629.69	1,147.90	5,465.02	6,888.41
Profit/(Loss) before tax	(634.92)	689.31	123.96	953.25	2,812.78
Profit/(Loss) after tax	(744.76)	483.48	284.78	397.22	2,397.04

- (10) Figures for the previous periods / year have been regrouped, rearranged and restated wherever considered necessary to conform to the current period classification

By Order of the Board


Ramesh Bawa
 Managing Director


Mumbai, May 4, 2018