

November 7, 2016

To,
Bombay Stock Exchange Ltd ('BSE')
Listing Department, 1st Floor, P.J. Towers,
Dalal Street, Mumbai – 400001.

Subject: Compliance under the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 as on September 30, 2016

Ref: Details of Non-convertible Debentures issued by the Company on Private Placement Basis:

Series / Tranche	ISIN	Security Name	BSE Security Code
Series – I	INE252T07016	XFPL- 11.5%-3-2-18-PVT	952556
Series – II	INE252T07024	XFPL- 11.5%-3-8-18-PVT	952557

Dear Sir/Madam,

In terms of the Regulations of the Securities Exchange Board of India (Listing Obligations and Disclosures Requirements), Regulations, 2015 (LODR), please find enclosed herewith the following:

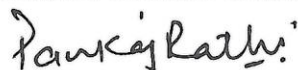
1. Half Yearly Audited Financial Results as on 30th September, 2016 along with Half Yearly Audit Report as required under Regulation 52(2) of LODR as Annexure I and II.
2. Disclosure in accordance with Regulation 52(4) of LODR for the half year ended September 30, 2016 as Annexure III.
3. Certificate from the Debenture Trustees 'Catalyst Trusteeship Limited (Formerly GDA Trusteeship Limited)' as required under Regulation 52(5) of the LODR as Annexure IV.
4. Statement with respect to material deviation in use of proceeds of issue of non-convertible debt securities as required under Regulation 52(7) of LODR for the half year ended September 30, 2016 as Annexure V.

Request you to take the above documents on record.

Thanking you,

Yours Faithfully

Xander Finance Private Limited



Pankaj Rath

Company Secretary & Compliance Officer

ICSI Membership No.: ACS 37534



Encl: as above

XANDER FINANCE PRIVATE LIMITED

XANDER FINANCE PRIVATE LIMITED				
AUDITED FINANCIAL RESULTS FOR THE HALF YEAR ENDED 30TH SEPTEMBER 2016				
(Rs. in Lakh)				
Sr. No.	Particulars	Half Year Ended		Year Ended
		30.09.2016 (Audited)	30.09.2015 (Unaudited)	31.03.2016 (Audited)
1	Interest Earned: (a)+(b)+(c)+(d)	8,020.86	5,471.95	11,873.33
(a)	Interest / Disc. On advances/ bills	8,020.86	5,361.84	11,763.22
(b)	Income on investments	-	-	-
(c)	Interest on balances with RBI and other inter bank funds	-	-	-
(d)	Others	-	110.11	110.11
2	Other Income	8,020.86	5,471.95	11,873.33
3	Total Income (1+2)	256.86	604.27	1,118.18
4	Interest and other finance expense	8,277.72	6,076.22	12,991.51
5	Operating Expenses: (i+ii+iii)	3,093.17	1,955.75	4,325.38
(i)	Employee cost	741.66	679.18	1,192.08
(ii)	Rent Expenses	503.22	443.16	706.37
(iii)	Other operating expenses	80.07	78.97	158.39
6	Total Expenditure ((4+5) excluding provisions and contingencies)	158.37	157.05	327.32
7	Operating profit before Provisions and contingencies (3-6)	3,834.83	2,634.93	5,517.46
8	Provisions (other than tax) and contingencies	4,442.89	3,441.29	7,474.05
9	Exceptional Items	(71.13)	214.83	418.43
10	Profit (+)/ Loss (-) from Ordinary activities before Tax (7-8-9)	-	-	-
11	Tax Expense	4,514.02	3,226.46	7,055.62
12	Net Profit (+)/ Loss (-) from Ordinary Activities after Tax (10-11)	1,566.25	1,097.39	2,421.26
13	Extra Ordinary items (net of Tax expense)	2,947.77	2,129.07	4,634.36
14	Net Profit (+)/ Loss (-) for the period (12-13)	-	-	-
15	Paid-up equity share capital (Face value Rs. 10/- each)	2,947.77	2,129.07	4,634.36
16	Reserves excluding Revaluation Reserves (as per balance sheet of previous accounting year)	14,805.02	14,805.02	14,805.02
17	Analytical Ratios:			27,288.07
(i)	Capital Adequacy Ratio	46.84%	55.44%	42.76%
(ii)	Earnings Per Share (EPS) (not annualised)	1.99	1.44	3.13
18	NPA Ratios			
(a)	Gross NPA	Nil	Nil	Nil
(b)	Net NPA	Nil	Nil	Nil
(c)	% of Gross NPA	Nil	Nil	Nil
(d)	% of Net NPA	Nil	Nil	Nil
19	Return on Assets (NPAT for the period/ Average total assets) (Annualised)	6.0%	5.9%	5.5%

Notes:

- The above financial results for the half year ended September 30, 2016, audited by the Statutory Auditors of the Company, have been reviewed by the Audit Committee and on its recommendation, have been approved by the Board of Directors at their meetings held on November 7, 2016.
- The Company operates in a single business segment i.e. financing, which has similar risks and returns for the purpose of AS 17 on 'Segment Reporting' specified under section 133 of the Companies act 2013, read with rule 7 of the companies (Accounts) Rules, 2014. The Company operates in a single geographical segment i.e. domestic.
- Previous period/ year figures have been regrouped / reclassified to make them comparable with those of current period/ year.

SIGNED FOR IDENTIFICATION
BY
S. R. Batliboi
S. R. BATLIBOI & CO. LLP
MUMBAI

Mumbai, Dated, November 7, 2016

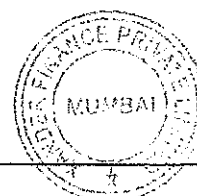
For and on behalf of the Board of Directors of
Xander Finance Private Limited

A. Merani

Amar Merani

Director

DIN: 07128546



S.R. BATLIBOI & Co. LLP

Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
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Independent Auditor's Report On Standalone Financial Results Pursuant to the Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

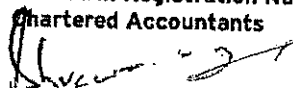
To
The Board of Directors
Xander Finance Private Limited

1. We have audited the accompanying statement of financial results of Xander Finance Private Limited ('the Company'), for the half year ended September 30, 2016 ('the Statement') being submitted by the Company pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/IMD/DF1/9/2015 dated November 27, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related interim financial statements, which are prepared in accordance with the recognition and measurement principles laid down in Accounting Standard 25 "Interim Financial Reporting", specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the Companies (Accounting Standards) Amendment Rules, 2016 and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement based on our audit.
2. 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 the ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the Statement is free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Statement. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the Statement in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the Statement. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us these half yearly financial results:
 - i. are presented in accordance with the requirements of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/IMD/DF1/9/2015 dated November 27, 2015, in this regard;
 - ii. give a true and fair view of the net profit and other financial information for the half year ended September 30, 2016; and
 - iii. have been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.

For S.R. Batliboi & Co. LLP
ICAI Firm Registration Number: 301003E/E300005
Chartered Accountants



per Shrawan Jain
Partner
Membership Number: 102102
Place: Mumbai
Date: November 7, 2016

Annexure III

Disclosure in accordance with Regulation 52(4) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the half year ended September 30, 2016

We refer to the provisions of Regulations 52(4) read with Regulations 52(5) of the Listing Regulations. In respect of the same, please find enclosed the information that is required under provisions of the said Regulations:

a) Credit rating and change in credit rating (if any):

Rating Particulars	Rating Agency	Rating Assigned
Long Term Borrowing Programme of Rs.1,000 crores (for borrowing from Banks and by issuance of Non-Convertible Debentures)	ICRA Limited	ICRA A (Positive) (Note 1)
Short Term Borrowing Programme/ Commercial Paper of Rs.300 crores	ICRA Limited	ICRA A1+ (Note 2)

Note 1: The Company's outlook of credit rating for long term borrowing programme is revised from ICRA A (Stable) to ICRA A (Positive) in July 2016.

Note 2: The Company has been assigned highest credit rating of ICRA A1+ for short term borrowing programme/ commercial paper in July 2016.

b) Asset Cover :

As per the proviso to Regulation 52(4), the requirement for disclosure of Asset Cover is not applicable to the Company being a Non-Banking Financial Company registered with Reserve Bank of India.

c) Debt-Equity Ratio :

1.13 times as on September 30, 2016.

d) 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;



Details of redemption and interest due / payment for the half year ended September 30, 2016

ISIN and Tranche	Type (Principal / Interest)	Due date of payment	Actual Date of Payment	Amount (Rs. in Lakhs)
Series – I INE252T07016	Annual Interest	August 4, 2016	August 4, 2016	575.00
Series – II INE252T07024	Annual Interest	August 4, 2016	August 4, 2016	575.00
Total				1,150.00

- e) **Next due date for the payment of interest/ dividend of non-convertible preference shares/ non-convertible debt securities and repayment of principal of non-convertible preference shares/ non-convertible debt securities:**

Details of redemption and interest due during next 1 year are as under :

ISIN and Tranche	Type (Principal / Interest)	Due date of payment	Amount (Rs. in Lakhs)
Series – I INE252T07016	Annual Interest	August 4, 2017	575.00
Series – II INE252T07024	Annual Interest	August 4, 2017	575.00
Total			1,150.00

- f) **Debt Service Coverage Ratio:**

As per the proviso to Regulation 52(4), the requirement for disclosure of Debt Service Coverage Ratio is not applicable to the Company being a Non-Banking Financial Company registered with Reserve Bank of India.

- g) **Interest Service Coverage Ratio:**

As per the proviso to Regulation 52(4), the requirement for disclosure of Interest Service Coverage Ratio is not applicable to the Company being a Non-Banking Financial Company registered with Reserve Bank of India.

- h) **Debenture Redemption Reserve:**

Not Applicable to a Non-Banking Financial Company as per Companies (Share Capital and Debenture) Rules 2014 of the Companies Act, 2013.



- i) **Capital redemption reserve :**
Nil as on September 30, 2016.
- j) **Net worth:**
Net worth of the Company as on September 30, 2016: Rs. 45,040.88 Lakhs
- k) **Net Profit after tax:**
Net Profit after tax for the half year ended September 30, 2016 is Rs. 2,947.77 Lakhs
- l) **Earnings per share :**
Earnings per share for the half year ended September 30, 2016: 1.99 per share



Annexure V

The Manager,
Bombay Stock Exchange Ltd ('BSE')
Listing Department, 1st Floor, P.J. Towers,
Dalal Street, Fort,
Mumbai – 400001

Subject: Statement with respect to material deviation in use of proceeds of issue of Non-Convertible Debenture for the half year ended September 30, 2016.

Reference: Details of Non-convertible Debentures issued by the Company on Private Placement Basis:

Series / Tranche	ISIN	Security Name	BSE Security Code
Series - I	INE252T07016	XFPL- 11.5%-3-2-18-PVT	952556
Series - II	INE252T07024	XFPL- 11.5%-3-8-18-PVT	952557

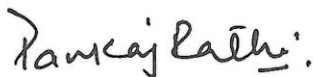
Dear Sir,

As required under Regulation 52(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company hereby confirms that there were no deviations in use of proceeds of issue of non-convertible debt securities from objects stated in respective offer documents for the half year ended September 30, 2016.

Thanking you,

Yours Faithfully

Xander Finance Private Limited



Pankaj Rath
Company Secretary & Compliance Officer
ICSI Membership No.: ACS 37534



Place: Mumbai
Date: November 7, 2016