



May 22, 2017

<p>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel no.: 22721233 Fax No.: 22723719/ 22723121/ 22722037/ 22722041/ 22722061 BSE Scrip Code: 532636</p>	<p>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/ 26598238 NSE Symbol; IIFL</p>
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Dear Sir,

Sub: Opinion on Audit Report.

Pursuant to SEBI Circular no. CIR/CFD/CMD/56/2016 dated 27th May, 2016, the Company hereby declares that the Statutory Auditors, M/s Sharp and Tannan Associates, Chartered Accountants, have issued the Audit Reports on the standalone and consolidated Financial Results of the Company for the year ended March 31, 2017 with unmodified opinion.

Kindly take the above on record and oblige.

Thanking You,
Yours faithfully,

For IIFL Holdings Limited

Gajendra Thakur
Company Secretary & Compliance Officer
Place: Mumbai



Encl: as above

Email Id: csteam@iifl.com