



June 19, 2018

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001. Tel no.: 22721233 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 NSE Symbol: IIFL
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Sub: Outcome of the Board Meeting held on June 19, 2018.

Dear Sir(s)

This is to inform that the Board of Directors of the Company and its wealth management subsidiary namely IIFL Wealth Management Limited (IIFLW/Company) at their meeting held today have approved the following, subject to obtaining the necessary shareholders' approval and regulatory approvals, if necessary:

- 1) Issue and allotment of 44,89,500 equity shares of IIFLW at a price of INR 1,661 per equity share for a total consideration of INR 745.71 crores (translating to approximately 5.1% of the diluted post closing share capital of the Company) to the following financial investors, as more specifically detailed below;

Name of Investor	No of Equity Shares Proposed to be Issued
WF Asian Reconnaissance Fund Limited (a fund managed by Ward Ferry)	10,92,000
Rimco (Mauritius) Limited	10,92,000
Amansa Holdings Private Limited	10,92,000
General Atlantic Singapore Fund Pte Ltd*	5,66,500
Steadview through fund(s) managed by them (i.e. Steadview Capital Mauritius Limited, LTR Focus Fund & ABG Capital);	3,47,000
HDFC Standard Life Insurance Company Limited	3,00,000

*Subject to receipt of regulatory approvals, if necessary and pursuant to exercise of its pre-emptive rights.



IIFL Holdings Limited

CIN No.: L74999MH1995PLC093797

Corporate Office – IIFL Centre, Kamala City, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 Tel: (91-22) 4249 9000 .Fax: (91-22) 40609049
Regd. Office – IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane – 400604 Tel: (91-22) 25806650. Fax: (91-22) 25806654 E-mail: csteam@iifl.com Website: www.iifl.com



Upon the consummation of the transaction, IIFL Holdings Limited will own 51.11% of IIFLW on a fully diluted basis i.e. assuming maximum possible dilution due to vesting of all outstanding stock options.

The proposed transaction will provide IIFLW with additional capital for its business operations and general corporate purposes as well as for the growth and expansion of the business.

The proposed issue of equity shares by IIFLW would not affect the terms of Composite Scheme of Arrangement, announced on January 31, 2018, the draft of which is under regulatory approvals.

2) In addition to IIFL Holdings Limited, Mr. Karan Bhagat and Mr. Yatin Shah have been classified as the promoters of IIFLW.

The investment banking division of IIFL Holdings Limited was the sole financial advisor to the transaction.

We also enclose a copy of press release being issued by the Company.

Thanking You,

Yours faithfully,

For IIFL Holdings Limited

Gajendra Thakur
Company Secretary



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PRESS RELEASE

Mumbai, June 19, 2018

IIFL Wealth Management approves issue of 5.1% equity to marquee financial Investors for Rs. 745.71 Cr

IIFL Holdings Limited announced today that its wealth management subsidiary namely IIFL Wealth Management Limited [IIFLW/Company] at their meeting held today has approved issue of 44,89,500 equity shares of IIFLW at a price of INR 1,661 per equity share for a total consideration of INR 745.71 crores (translating to approximately 5.1% of the diluted post closing share capital of the Company) to the following financial investors;

Name of Investor	No of Equity Shares Proposed to be Issued
WF Asian Reconnaissance Fund Limited (a fund managed by Ward Ferry)	10,92,000
Rimco (Mauritius) Limited	10,92,000
Amansa Holdings Private Limited	10,92,000
General Atlantic Singapore Fund Pte Ltd*	5,66,500
Steadview through fund(s) managed by them (i.e. Steadview Capital Mauritius Limited, LTR Focus Fund & ABG Capital);	3,47,000
HDFC Standard Life Insurance Company Limited	3,00,000

*Subject to receipt of regulatory approvals, if necessary and pursuant to exercise of its pre-emptive rights.

The proposed transaction will provide IIFLW with additional capital for its business operations and general corporate purposes as well as for the growth and expansion of the business.

The proposed issue of equity shares by IIFLW will not affect the terms of Composite Scheme of Arrangement, announced on January 31, 2018, the draft of which is under regulatory approvals.

A brief description of new investors is as below;

1. Ward Ferry: Ward Ferry is a Hong Kong based investment management firm founded in 2000. The firm manages investment funds focused on the Asia Pacific region for global institutional investors.
2. Rimco (Mauritius) Limited: Rimco (Mauritius) Limited is an investment arm of a Family Office with diverse investments in India.

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3. Amansa Holdings Private Limited: Amansa Holdings Private Limited is an India dedicated fund with a long term investment horizon and a successful track record. The fund is based in Singapore and has a high quality institutional investor base.
4. Steadview is a leading alternative asset manager that manages ~\$2.5B of investments in India across the funds - Steadview Capital Mauritius Limited, ABG Capital and LTR Focus Fund.
5. HDFC Standard Life Insurance Company Limited (“HDFC SL”): HDFC SL is one of India’s largest private sector life insurance company with an AUM of Rs 1,06,603 crores as of March 31, 2018

Mr. Nirmal Jain, Chairman- commented on this milestone,:

“Our wealth business continues to benefit from the underlying positive trends in the financial services sector which has enabled us to increase our asset base by over 30% last year. This investment by several renowned marquee investors will help us further grow our platform and enhance our leadership position in this space.”

Mr. Karan Bhagat, Founder MD & CEO, IIFL Wealth Management Limited added:

The phenomenal growth in our wealth management assets and Alternative Investment Funds have been the key catalysts in our growth over the last 2 years. This investment further enhances our ability to expand both organically as well as inorganically across geographies while also enabling us to improve our credit platform and serve as a sponsor to our rapidly growing AIF schemes.

The investment banking division of IIFL Holdings Limited was the sole financial advisor to the transaction.



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