

31st May, 2016

Bombay Stock Exchange Limited
Piroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code – 532313

<http://listing.bseindia.com/>

National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East), Mumbai 400051
Scrip ID– MAHLIFE

<https://www.connect2nse.com/LISTING/>

Dear Sirs,

**Sub: Declaration in respect of Audit Reports with an unmodified opinion for the
financial year ended March 31, 2016**

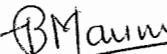
We refer to our letter dated 26th April, 2016 whereby we had submitted audited standalone and consolidated financial results along with Auditors Report and Form A in accordance with Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further to aforesaid letter and pursuant to amendment to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016 vide notification dated 25th May, 2016 read with SEBI Circular No. CIR/CFD/CMD/56/2016 dated 27th May, 2016, we hereby declare that the Company's Statutory Auditors, M/s. B. K. Khare & Co, Chartered Accountants, Mumbai, have submitted audit report for standalone and consolidated financial results of the Company for the year ended on 31st March, 2016, with an unmodified opinion.

Kindly take note of the above.

Thanking you,

Yours faithfully,
For **Mahindra Lifespace Developers Limited**


Jayant Manmadkar
Chief Financial Officer
PAN : ABSPM9835G