

Deloitte Haskins & Sells

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INDEPENDENT AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF PTC INDIA FINANCIAL SERVICES LIMITED

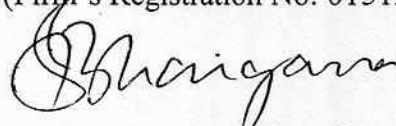
1. We have audited the accompanying Statement of Standalone Financial Results of **PTC INDIA FINANCIAL SERVICES LIMITED** ("the Company") for the Quarter ended June 30, 2014 ("the Statement"), being submitted by the Company pursuant to the requirement of Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II - Select Information referred to in paragraph 4 below. This Statement has been prepared on the basis of the related interim financial statements, which is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to express an opinion on the Statement, based on our audit of the related interim financial statements, which have been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard (AS-25) on Interim Financial Reporting specified under the Companies Act, 1956 (which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014) and other accounting principles generally accepted in India.
2. We conducted our audit of the Statement 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 Statement is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and the disclosures in the Statement. An audit also includes assessing the accounting principles used and the significant estimates made by the Management, as well as evaluating the overall Statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Clause 41 of the Listing Agreements with the Stock Exchanges; and
 - (ii) gives a true and fair view in conformity with the accounting principles generally accepted in India of the net profit and other financial information of the Company for the Quarter ended June 30, 2014.



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4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged / encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding, in terms of Clause 35 of the Listing Agreements with the Stock Exchanges and the particulars relating to the investor complaints disclosed in Part II - Select Information for the Quarter ended June 30, 2014 of the Statement, from the details furnished by the Management.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Firm's Registration No. 015125N)



Jaideep Bhargava
(Partner)
(Membership No. 090295)

GURGAON, August 1, 2014

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PTC INDIA FINANCIAL SERVICES LIMITED

Registered Office: 2nd Floor NBCC Tower, 15 Bhikaji Cama Place, New Delhi - 110066 (CIN: L65999DL2006PLC153373)
 Corporate Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place, New Delhi - 110 066, India
 Board: +91 11 26737300 / 26737400 Fax: 26737373 / 26737374, Website: www.ptcfinancial.com, E-mail: info@ptcfinancial.com

Part I : Statement of standalone audited results for the quarter ended June 30, 2014

(₹ in lacs)

| Particulars | Quarter ended | | | Year ended |
|---|------------------|------------------|-----------------|------------------|
| | Audited | Unaudited | Unaudited | Audited |
| | 30.06.14 | 31.03.14 | 30.06.13 | 31.03.14 |
| 1. Income from operations | | | | |
| (a) Interest income from investments / loan financing | 16,763.65 | 12,972.33 | 7,934.42 | 41,999.93 |
| (b) Profit on sale of investment in non-current unquoted trade investments (note 3) | - | - | - | 8,216.91 |
| (c) Other operating income (note 4) | 558.91 | 1,970.52 | 687.26 | 4,396.91 |
| Total income from operations | 17,322.56 | 14,942.85 | 8,621.68 | 54,613.75 |
| 2. Expenses | | | | |
| (a) Finance costs | | | | |
| -Exchange fluctuation on foreign currency translation (note 5) | 287.73 | (26.84) | 310.20 | 1,257.04 |
| -Other finance costs | 8,968.63 | 6,498.43 | 3,686.92 | 20,838.41 |
| (b) Employee benefits expenses | 242.15 | 230.95 | 150.86 | 740.10 |
| (c) Depreciation and amortisation expenses | 103.36 | 129.31 | 85.56 | 431.00 |
| (d) Contingent provision against standard assets | 306.37 | 889.04 | 194.85 | 1,656.18 |
| (e) Other expenses | 199.95 | 251.78 | 487.97 | 1,204.99 |
| Total expenses | 10,108.19 | 7,972.67 | 4,916.36 | 26,127.72 |
| 3. Profit from operations before other income (1- 2) | 7,214.37 | 6,970.18 | 3,705.32 | 28,486.03 |
| 4. Other income | 0.60 | 0.69 | 0.66 | 2.50 |
| 5. Profit from ordinary activities before tax (3+4) | 7,214.97 | 6,970.87 | 3,705.98 | 28,488.53 |
| 6. Tax expenses (including deferred tax) | 2,001.73 | 2,334.41 | 1,260.37 | 7,716.64 |
| 7. Net Profit after tax (5-6) | 5,213.24 | 4,636.46 | 2,445.61 | 20,771.89 |
| 8. Paid-up equity share capital (Face value of the share is ₹ 10) | 56,208.33 | 56,208.33 | 56,208.33 | 56,208.33 |
| 9. Reserves excluding revaluation reserve | | | | 78,681.34 |
| 10. Earnings per share (not annualised) in ₹ | | | | |
| - Basic | 0.93 | 0.82 | 0.44 | 3.70 |
| - Diluted | 0.93 | 0.82 | 0.44 | 3.70 |

Part II : Select information for the quarter ended June 30, 2014

| | | | | |
|---|-------------|-------------|-------------|-------------|
| A Particulars of shareholding | | | | |
| 1. Public shareholding | | | | |
| (i) Number of shares | 224,833,334 | 224,833,334 | 224,833,334 | 224,833,334 |
| (ii) Percentage of shareholding | 40% | 40% | 40% | 40% |
| 2. Promoter and promoter group shareholding | | | | |
| (a) Pledged / Encumbered | | | | |
| (i) Number of shares | - | - | - | - |
| (ii) Percentage of shares (as a % of the total shareholding of promoter and promoter group) | - | - | - | - |
| (iii) Percentage of shares (as a % of the total share capital of the Company) | - | - | - | - |
| (b) Non-encumbered | | | | |
| (i) Number of shares | 337,250,001 | 337,250,001 | 337,250,001 | 337,250,001 |
| (ii) Percentage of shares (as a % of the total shareholding of promoter and promoter group) | 100% | 100% | 100% | 100% |
| (iii) Percentage of shares (as a % of the total share capital of the Company) | 60% | 60% | 60% | 60% |

B Investor complaints

1. The status of shareholders' and infrastructure retail bondholders' complaints during the quarter ended June 30, 2014 is as under:

| Particulars | Shareholders' | Bondholders' |
|---|---------------|--------------|
| Complaints pending at the beginning of the quarter | Nil | 2 |
| Complaints received during the quarter | 7 | 202 |
| Complaints disposed of during the quarter | 7 | 204 |
| Complaints remaining unresolved at the end of the quarter | Nil | Nil |

For IDENTIFICATION ONLY

Delhi

Dis (F2)
MD & CEO



NOTES:

1. The above results have been reviewed and recommended by the Audit Committee in their meeting held on July 31, 2014 and approved by the Board of Directors in their meetings held on August 1, 2014. 2. The Company's main business is to provide finance for energy value chain through investment and lending into such projects. All other activities revolve around the main business. The Company does not have any geographic segments. As such, there are no separate reportable segments as per Accounting Standard - 17 on "Segment Reporting" notified under the Companies (Accounting Standards) Rules, 2006 (which are deemed to be applicable as per Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014). 3. During the previous financial year, the Company has disinvested its equity stake in two companies viz., Meenakshi Energy Private Limited resulting in a profit of ₹ 8,216.91 lacs and PTC Bermaco Green Energy Systems Limited sold at par. 4. Other operating income includes fee based income, income from sale of power, income earned on investments in mutual funds and non-trade investments and interest income on fixed deposits. 5. Pursuant to the notification dated December 29, 2011 issued by the Ministry of Corporate Affairs amending the Accounting Standard 11, the Company has exercised the option as per Para 46A inserted in the Standard for all long-term monetary assets and liabilities. Consequently, an amount of ₹ 4,241.15 lacs (gross of tax) is remaining to be amortised in 'Foreign Exchange Monetary Item Translation Difference Account' as at June 30, 2014. 6. The Company has entered into derivative contracts for hedging its foreign currency risk. 7. The figures for the quarter ended March 31, 2014 are the balancing figures between the audited figures in respect of the full financial year and the unaudited published year to date figures upto the third quarter of the previous financial year.

| 8. | Analytical ratios | Quarter ended | | | Year ended |
|---|-------------------|---------------|-----------|-----------|------------|
| | | 30.06.14 | 31.03.14 | 30.06.13 | 31.03.14 |
| | | Audited | Unaudited | Unaudited | Audited |
| (i) Capital adequacy ratio | 26.05% | 25.23% | 36.20% | 25.23% | |
| (ii) NPA ratios | | | | | |
| a) Amount of gross NPA | 428.58 | 428.58 | 490.36 | 428.58 | |
| b) Amount of net NPA | - | - | - | - | |
| c) % of gross NPA to gross advances | 0.09% | 0.09% | 0.18% | 0.09% | |
| d) % of net NPA to net advances | - | - | - | - | |
| (iii) Return on assets (not annualised) | 0.96% | 0.86% | 0.74% | 3.84% | |

9. The previous periods'/year's figures have been regrouped/recast wherever necessary to conform with the current period's presentation.

For and on behalf of the Board of Directors

Director & CFO

R. M. Malla

R. M. Malla
Managing Director and CEO

Place: New Delhi
Dated: August 01, 2014

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