

STATEMENT OF UNAUDITED CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER AND HALF YEAR ENDED SEPTEMBER 30, 2015

(₹ in crores)

SL NO	PARTICULARS	QUARTER ENDED			HALF YEAR ENDED		31.3.2015 (Audited)
		30.9.2015 (Reviewed)	30.6.2015 (Reviewed)	30.9.2014 (Reviewed)	30.9.2015 (Reviewed)	30.9.2014 (Reviewed)	
PART I							
1	Income from operations						
	Sales and other receipts	1,865.49	2,231.15	2,013.15	4,096.64	3,738.32	7,648.73
2	Expenses						
	a) Cost of land, plots, development rights, constructed properties and others	677.93	1,150.79	836.88	1,828.72	1,549.73	3,284.53
	b) Employee benefits expense	80.79	70.88	92.99	151.67	167.07	348.82
	c) Depreciation, amortisation and impairment	144.69	136.29	139.42	280.98	273.89	544.79
	d) Other expenses	167.72	182.00	287.23	349.72	488.53	991.64
	Total	1,071.13	1,539.96	1,356.52	2,611.09	2,479.22	5,169.78
3	Profit from operations before other income, finance costs and exceptional items (1-2)	794.36	691.19	656.63	1,485.55	1,259.10	2,478.95
4	Other income	131.53	114.47	122.44	246.00	248.87	519.44
5	Profit from operations before finance costs and exceptional items (3+4)	925.89	805.66	779.07	1,731.55	1,507.97	2,998.39
6	Finance costs	705.58	604.32	603.11	1,309.90	1,161.21	2,303.86
7	Profit from operations before exceptional items and tax (5-6)	220.31	201.34	175.96	421.65	346.76	694.53
8	Exceptional Items (net)	(15.42)	(47.54)	(38.09)	(62.96)	(67.58)	(67.87)
9	Profit from operations before tax (7+8)	204.89	153.80	137.87	358.69	279.18	626.66
10	Tax expense*	77.55	31.16	43.06	108.72	73.25	157.57
11	Net profit (before minority interest, share of in associates and prior period adjustments (9-10))	127.34	122.64	94.81	249.97	205.93	469.09
12	Minority interest - share of profit/(loss)	9.20	3.12	15.78	12.32	32.42	33.30
13	Share of (loss)/ profit in associates	(4.24)	(3.75)	0.11	(7.99)	(0.03)	(3.43)
14	Net profit for the period/year (before prior period adjustments)	132.30	122.01	110.70	254.30	238.32	498.96
15	Prior period adjustments (net)	(0.80)	(0.46)	(1.64)	(1.25)	(1.49)	41.28
16	Net profit (14+15)	131.50	121.55	109.06	253.05	236.83	540.24
17	Paid up Equity Share Capital (face value ₹ 2 each)	356.61	356.46	356.39	356.61	356.39	356.39
18	Reserves excluding revaluation reserves	-	-	-	-	-	27,010.01
19	Basic EPS (₹) (on ₹ 2 Per share) (not annualised)	0.74	0.68	0.61	1.42	1.33	3.03
20	Diluted EPS (₹) (on ₹ 2 Per share) (not annualised)	0.74	0.68	0.61	1.42	1.33	3.03
PART II - Select information for the quarter and half year ended September 30, 2015							
A	PARTICULARS OF SHAREHOLDING						
1	Public Shareholding						
	- Number of shares	448,260,534	447,502,279	447,124,247	448,260,534	447,124,247	447,124,247
	- Percentage of shareholding	25.14%	25.11%	25.09%	25.14%	25.09%	25.09%
2	Promoters and Promoter Group Shareholding						
	a) Pledged/Encumbered						
	Number of Shares	0	0	0	0	0	0
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
	Percentage of Shares (as a % of the total share capital of the Company)	0.00%	0.00%	0.00%	0.00%	0.00%	0.00%
	b) Non-encumbered						
	Number of Shares	1,334,803,120	1,334,803,120	1,334,803,120	1,334,803,120	1,334,803,120	1,334,803,120
	Percentage of Shares (as a % of the total shareholding of promoter and promoter group)	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%
	Percentage of Shares (as a % of the total share capital of the Company)	74.86%	74.89%	74.91%	74.86%	74.91%	74.91%
B	INVESTOR COMPLAINTS						
	Pending at the beginning of the quarter	Nil					
	Received during the quarter	3					
	Disposed during the quarter	3					
	Remaining unresolved at the end of the quarter	Nil					

* Tax expense include deferred tax

Notes to the Consolidated Financial Results

1. The above quarterly consolidated financial results have been reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on November 03, 2015 and have undergone 'Limited Review' by the Statutory Auditors of the Company.
2. The consolidated financial results have been prepared in accordance with the principles and procedures for the preparation and presentation of consolidated accounts as set out in the Accounting Standards (AS-21, AS-23 and AS-27) specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended).
3. Dividend of ₹ 2 per share (100% on the face value of ₹ 2 per equity share) amounting to ₹ 356.58 crores declared at 50th Annual General Meeting held on August 28, 2015 was disbursed from September 04, 2015 onwards.
4. The DLF Group is primarily engaged in the business of colonization and real estate development, which as per Accounting Standard – 17 on "Segment Reporting" specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended) is considered to be the only reportable business segment. The DLF Group is primarily operating in India which is considered as a single geographical segment.
5. In terms of the accounting policy for revenue recognition, estimates of revenues and costs are reviewed periodically by the management and the impact of any changes in such estimates are recognized in the period in which such changes are determined.
6. During the quarter, as per the Employee Stock Option Scheme 2006:
 - a) ₹ 0.56 crores has been provided as employee benefit expense, as the proportionate cost of 299,575 numbers of options outstanding as on September 30, 2015.
 - b) The Company has allotted 758,255 equity shares of face value of ₹ 2/- each to the eligible employees of the Company on account of exercise of vested stock options.

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Notes to the Consolidated Financial Results

7. **Statement of Assets and Liabilities:**

(₹ in crores)

Particulars	As on September 30 2015 (Reviewed)	As on March 31, 2015 (Audited)
A. Equity and Liabilities		
1. Shareholders' funds		
(a) Share capital*	2155.81	2155.58
(b) Reserves and surplus	27,036.98	27,012.51
Sub-total - Shareholders' funds	29,192.79	29,168.09
2. Minority interests	173.70	174.72
3. Non-current liabilities		
(a) Long-term borrowings	18,992.37	17,629.58
(b) Other long-term liabilities	2,529.03	2,502.04
(c) Long-term provisions	61.42	62.22
Sub-total - Non-current liabilities	21,582.82	20,193.84
4. Current liabilities		
(a) Short-term borrowings	3,439.34	3,071.77
(b) Trade payables	1,557.46	1,850.69
(c) Other current liabilities	9,183.48	11,054.27
(d) Short-term provisions	453.66	748.95
Sub-total - Current liabilities	14,633.94	16,725.68
Total – Equity and Liabilities	65,583.25	66,262.33
B. Assets		
1. Non-current assets		
(a) Fixed assets	24,309.03	24,181.24
(b) Goodwill on consolidation	1,265.74	1,205.82
(c) Non-current investments	832.64	520.45
(d) Deferred tax assets (net)	1,748.85	1,510.82
(e) Long-term loans and advances	4,758.38	4,590.40
(f) Other non-current assets	188.21	172.00
Sub-total - Non-current assets	33,102.85	32,180.73
2. Current assets		
(a) Current investments	99.46	102.96
(b) Inventories	16,487.72	17,743.07
(c) Trade receivables	1,703.49	1,586.40
(d) Cash and bank balances	2,337.87	2,747.65
(e) Short-term loans and advances	2,329.23	2,014.44
(f) Other current assets	9,522.63	9,887.08
Sub-total - Current assets	32,480.40	34,081.60
Total – Assets	65,583.25	66,262.33

* Includes preference shares issued by subsidiary companies.

Notes to the Consolidated Financial Results

8. The Standalone financial results of the Company for the quarter ended September 30, 2015 are available on the Company's Website (www.dlf.in).

Key standalone financial information is given below:

(₹ in crores)

Particulars	Quarter ended			Half year ended		Year ended
	September 30, 2015 (Reviewed)	June 30, 2015 (Reviewed)	September 30, 2014 (Reviewed)	September 30, 2015 (Reviewed)	September 30, 2014 (Reviewed)	March 31, 2015 (Audited)
Sales and other receipts	868.73	373.16	796.93	1,241.89	1,334.83	3,016.69
Profit/(loss) before tax	346.05	(165.77)	313.78	180.29	412.09	1,191.86
Net Profit/(loss)	227.00	(101.88)	220.74	125.12	293.38	940.07

9. The weighted average number of equity shares outstanding during the period has been considered for calculating the Basic and Diluted Earning per share (not annualised) in accordance with AS-20 "Earnings per share".

10. **Certain Pending Matters:**

- a) i) The Competition Commission of India (CCI) on a complaint filed by the Belaire / Park Place owners Association had passed orders dated August 12, 2011 and August 29, 2011 wherein the CCI had imposed a penalty of ₹ 630 crores on DLF Limited ("DLF" or "the Company") or, restraining DLF from formulating and imposing allegedly unfair conditions with buyers in Gurgaon and further ordered to suitably modify the alleged unfair conditions on its buyers.

The said orders of CCI were challenged by DLF on several grounds by filing appeals before the Competition Appellate Tribunal (COMPAT). The COMPAT, pending hearing and till final orders had granted stay on demand of penalty of ₹ 630 Crores imposed by CCI.

COMPAT vide its order dated May 19, 2014 accepted the arguments of DLF that since the agreements were entered into prior to coming into force of section 4 of the Act, the clauses of the agreements entered in 2006-07 could not be looked into for establishing contravention of section 4 of the Act, however COMPAT held that the company is a dominant player in Gurgaon being the relevant market and has abused its dominant position in relation to certain actions which is violative of Section 4 of the Act and has accordingly upheld the penalty imposed by CCI.

COMPAT further held that CCI could not have directed modifications of the Agreement as the power to modify the agreement under Section 27 is only in

Notes to the Consolidated Financial Results

relation to Section 3 and cannot be applied for any action in contravention of Section 4 of the Act.

The Company has filed an Appeal in the Hon'ble Supreme Court of India against the order dated May 19, 2014 passed by the COMPAT. The Hon'ble Supreme Court of India vide order dated August 27, 2014 admitted the Appeal and directed the company to deposit penalty of ₹ 630 crore in the Court.

In compliance of the order, the Company has deposited ₹ 630 crores with the Hon'ble Supreme Court of India.

The matter was listed on March 17, 2015 before the Bench when it was directed by the Hon'ble Supreme Court of India, and the matter to be listed at its due course.

- ii) The order has been passed by CCI on May 14, 2015, against one of the Subsidiary Company relating to New Town Heights Project where CCI has directed the Company to cease and desist in implementation of the terms and conditions of Apartment Buyer Agreement which is found to be unfair and abusive.

No penalty has been imposed as the case pertains to the same period in which CCI had decided the earlier case as mentioned in (i) above in which penalty had already been imposed by CCI .

The Subsidiary Company has filed the Appeal before COMPAT against the said Order dated May 14, 2015 and the same will be listed in the due course.

- b) During the year ended March 31, 2011, the Company and two of its subsidiary companies received judgments from the Hon'ble High Court of Punjab and Haryana cancelling the sale deeds of land relating to two IT SEZ/ IT Park Projects in Gurgaon. The Company and the subsidiary companies filed Special Leave petitions (SLPs) challenging the orders in the Hon'ble Supreme Court of India.

The Hon'ble Supreme Court of India has admitted the matters and stayed the operation of the impugned judgments till further orders in both the cases.

Based on the advice of the independent legal counsels, the management believes that there is a reasonably strong likelihood of succeeding before the Hon'ble Supreme Court of India. Pending the final decisions on the above matter, no adjustment has been made in these consolidated financial results.

- c) i. Securities and Exchange Board of India (SEBI) had issued a Show Cause Notice (SCN) dated June 25, 2013 under Sections 11(1), 11(4), 11A and 11B of the SEBI Act, 1992 ("the Act") read with clause 17.1 of the SEBI (Disclosure & Investor Protection) Guidelines, 2000 ("DIP Guidelines") and Regulation 111 of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("ICDR Regulations"), and levelled certain allegations in the same.

The Company filed its reply with SEBI, placed written submissions and participated in the hearings conducted by the Hon'ble Whole Time Member, in which it replied to each allegation levelled in the said Show Cause Notice (SCN).

Notes to the Consolidated Financial Results

The Hon'ble Whole Time member however rejected the reply filed by the Company and vide its order dated October 10, 2014 restrained the Company and six others from accessing the securities market and prohibiting them from buying, selling or otherwise dealing in securities, directly or indirectly, in any manner, whatsoever, for a period of three years.

The Company has filed an appeal against the said order before Securities Appellate Tribunal (SAT) vide majority order dated March 13, 2015 allowed all the appeals and the impugned order passed by SEBI has been quashed and set aside.

SEBI has filed a statutory appeal under section 15Z of SEBI Act before Hon'ble Supreme Court of India.

On April 24, 2015, the Hon'ble Supreme Court of India admitted the appeal filed by SEBI and issued notice on interim application. No stay has been granted by Hon'ble Supreme Court of India in favour of SEBI.

Subsequent to quarter ended September 30, 2015, SEBI has filed an application stating that proposed sale of Compulsory Convertible Preference Shares ('CCPS') in DLF Cyber City Developers Limited, one of the unlisted subsidiary of the Company, by the promoters, to third party Institutional Investors should not be allowed during the pendency of the appeal and have sought stay from the Hon'ble Supreme Court of India on the proposed transactions. The applications are listed for hearing on November 04, 2015.

- ii. SEBI also issued a SCN dated August 28, 2013 under Sections 15HA and 15HB of the SEBI Act, 1992 and under Rule 4 of the SEBI (Procedure for Holding Inquiry and Imposing Penalties by adjudicating officer) Rules, 1995 ("Adjudication Rules"), hearing on which has been completed and the Company has filed its written synopsis/submissions.

By way of orders dated February 26, 2015, the adjudicating officer of SEBI imposed penalties upon company, some of its directors, officer, its three subsidiaries and their directors under Section 15HA and under Section 15HB of the SEBI Act, 1992.

The Company, its directors, officer, its three subsidiaries and their directors have filed appeal before SAT impugning the order dated February 26, 2015 passed by an Adjudicating Officer of SEBI. The Appeal is listed before SAT and in its order dated April 15, 2015, SEBI has undertaken not to enforce the orders dated February 26, 2015 during pendency of the appeal. The appeals are listed on November 24, 2015 for arguments.

The Company and its legal advisors believe that it has not acted in contravention of law either during its initial public offer or otherwise. The Company has full faith in the judicial process and is confident of vindication of its stand in the near future.

Notes to the Consolidated Financial Results

11. a) As already reported, in the earlier periods, disallowance of SEZ profits u/s 80IAB of the Income Tax Act were made by the Income Tax Authorities during the assessments of the Company and its certain subsidiaries raising demands amounting to ₹ 273.06 crores for the Assessment Year 2011-12; ₹ 305.79 crores for the Assessment Year 2010-11; ₹ 1,387.13 crores for the Assessment Year 2009-10 and ₹ 1,643.41 crores for the Assessment Year 2008-09 respectively.

The Company and its respective subsidiary companies had filed appeals before the appropriate appellate authorities against these demands for the said assessment years. In certain cases partial/full relief has been granted by the Appellate Authorities (CIT Appeal & Income Tax Appellate Tribunal). The Company, its respective subsidiaries and Income Tax Department have further preferred appeals before the higher authorities in those cases.

Based on the advice from independent tax experts and development on the appeals, the management is confident that additional tax so demanded will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been made in these consolidated financial results.

- b) As already reported, the petitions were filed before the Hon'ble Punjab & Haryana High Court challenging the action of the Haryana Government to acquire the land belonging to Gram Panchayat of village Wazirabad, District Gurgaon for public purpose and thereafter selling the same to the Company, seeking directions from the court for quashing of the acquisition proceedings under Section 4 & 6 dated August 8, 2003 and January 20, 2004.

The Petitioners therein also sought quashing of the award dated January 19, 2006 and the regular letter of allotment (RLA) dated February 9, 2010 issued in favour of the Company for 350.715 acres of land.

The Hon'ble Punjab & Haryana High Court, vide its final order dated September 3, 2014, while upholding the acquisition of land has however disapproved the allotment in favour of the Company. The Hon'ble High Court passed an order to keep the RLA dated February 9, 2010 issued in favour of the Company in abeyance and further directed the Haryana State Industrial and Infrastructure Development Corporation ('HSIIDC') to initiate fresh allotment process for higher returns in respect of the land in question with an option to State to revive the RLA in case no better bid is quoted by the public at large.

The Company has filed Special Leave Petition before the Hon'ble Supreme Court of India challenging the judgment dated September 3, 2014 passed by the Hon'ble Punjab & Haryana High Court. The Hon'ble Supreme Court of India issued notice to the Respondents and directed status quo to be maintained by the parties.

Based on the advice of the independent legal counsels, the management believes that there is a reasonably strong likelihood of succeeding before the Hon'ble Supreme Court of India. Pending the final decisions on the above matter, no adjustment has been made in these consolidated financial results.

Notes to the Consolidated Financial Results

12. During the quarter ended September 30, 2015, DLF Home Developers Limited, a wholly-owned subsidiary of DLF Limited, and GIC, Singapore's sovereign wealth fund, has entered into a joint venture to invest in two upcoming projects located in Central Delhi.
- The proposed transaction will be subject to approval of applicable statutory and regulatory authorities and satisfaction of customary conditions precedent, therefore no effect of the same has been considered in the consolidated financial results.
13. During the quarter ended September 30, 2015, the Company issued 12.25% per annum privately placed fully-paid non-convertible debentures of a principal amount of ₹ 1,375 crores redeemable at par within a period of 5 years from the date of allotment. These debentures have been listed on BSE Limited, in accordance with the terms of applicable regulations. In terms of the Listing Agreement for debt security, additional disclosure of (a) Debt service coverage ratio (DSCR) and (b) Interest service coverage ratio (ISCR) has been included in the standalone financial results above.
14. During the quarter, a subsidiary company has recognized a provision of ₹ 15.42 crores on account of impairment of certain assets under capital work in progress, based on their estimated realizable value. This amount has been disclosed as an Exceptional item in these consolidated financial results.
15. The Commercial Mortgage- Backed Securities ("CMBS") issue by DLF Emporio Limited and DLF Promenade Limited, both subsidiaries of DLF Limited, have received a second rating. The CMBS issue is now rated ICRA AA (SO) (Stable) vide letter dated October 21, 2015. The CMBS issue was already rated CRISIL AA (SO) vide letter dated April 23, 2014 and reconfirmed the same vide letter dated October 15, 2014 and on April 02, 2015.
16. The previous period figures have been regrouped/recast wherever necessary to make them comparable with those of the current period.

On behalf of the Board of Directors

Place: New Delhi
Date: November 03, 2015

Mohit Gujral
Whole-time Director

Rajeev Talwar
Whole-time Director