

24 May 2016

To
The Corporate Relations Department.
The Bombay Stock Exchange
1st Floor, New Trading Ring
Rotunda Building, P J Tower
Dalal Street, Fort, Mumbai 400 001.
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Tel: 022 2272 2066/1233
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To
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No.C-1, G Block
Bandra-Kurla Complex,
Bandra (East), MUMBAI 400 051.
Email: cm1ist@nse.co.in
Tel: 022 26598452/8235
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NSE CODE: BAJAJFINSV

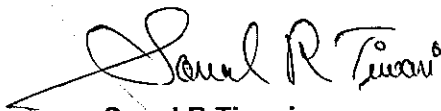
Subject: Audited financial results for the year ended 31 March 2016

In terms of the provisions of Regulation 30 (read with Part A of Schedule III) and 33 of the SEBI Listing Regulations 2015, we enclose the following statements for the year ended 31 March 2016, which were approved and taken on record at the meeting of the Board of Directors at its meeting held today, the 24 May 2016.

- a) Statement of Stand-alone Unaudited/Audited Financial Results for the quarter and year ended 31 March 2016 along with Audit Report and Form A (unmodified opinion).
- b) Statement of Consolidated Unaudited/Audited Financial Results for the quarter and year ended 31 March 2016 along with Audit Report and Form A (unmodified opinion).
- c) Press Release.

Kindly further note that an interim dividend, approved by the Board of Directors of the Company on 9 March 2016 and paid to the shareholders on 23 March 2016, at the rate of Rs.1.75 per share (35%) of face value of Rs.5 each on equity shares of the Company has been confirmed by the Board of Directors today as final dividend for the financial year ended 31 March 2016.

Thanking you,
Yours faithfully,
For Bajaj Finserv Limited.



Sonal R Tiwari
Company Secretary

Encl: as above.



Bajaj Finserv Limited

Corporate Office: 6th Floor, Bajaj Finserv Corporate Office, Off Pune-Ahmednagar Road,
Viman Nagar, Pune - 411 014, Maharashtra, India
Registered Office: Mumbai - Pune Road, Akurdi, Pune - 411 035, Maharashtra, India

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www.bajajfinserv.in
Corporate ID No: L65923PN2007PLC130075



Bajaj Finserv Limited

CIN : L65923PN2007PLC130075

Registered Office : Mumbai - Pune Road, Akurdi, Pune 411 035

Corporate Office : Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014

Website : www.bajajfinserv.in ; E-mail : investors@bajajfinserv.in ; Telephone : +91 20 27472851 ; Fax : +91 20 27407380

Statement of standalone unaudited / audited financial results for the quarter and year ended 31 March 2016

(₹ In Crore)

	Particulars	Quarter ended			Year ended	
		31.03.2016 (Unaudited)	31.12.2015 (Unaudited)	31.03.2015 (Unaudited)	31.03.2016 (Audited)	31.03.2015 (Audited)
1	Income from operations	82.52	28.16	76.55	242.32	209.24
2	Expenses					
	(a) Employee benefits expense	3.99	4.22	4.78	17.05	16.63
	(b) Depreciation and amortisation	0.24	0.38	0.40	1.38	2.54
	(c) Other expenses (See note 2)	6.44	9.09	8.82	38.21	34.39
	Total expenses	10.67	13.69	14.00	56.64	53.56
3	Profit from operations before other income, finance costs and exceptional items (1-2)	71.85	14.47	62.55	185.68	146.68
4	Other income	2.32	2.27	3.01	9.13	11.42
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	74.17	16.74	65.56	194.81	158.10
6	Finance costs	-	-	-	-	-
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	74.17	16.74	65.56	194.81	158.10
8	Exceptional items	-	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	74.17	16.74	65.56	194.81	158.10
10	Tax expense	6.69	6.54	21.76	31.68	32.17
11	Net profit from ordinary activities after tax (9-10)	67.48	10.20	43.80	163.13	125.93
12	Paid-up equity share capital (Face value of ₹ 5)	79.57	79.57	79.56	79.57	79.56
13	Reserves excluding revaluation reserves				2,616.41	2,480.73
14	Basic and diluted earnings per share (₹) before and after extraordinary items (not annualised)	4.2	0.6	2.8	10.3	7.9

Notes:

1. Disclosure of standalone assets and liabilities as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2016 -

(₹ In Crore)

	Particulars	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)
A	Equity and liabilities		
1	Shareholders' funds		
	(a) Share capital	79.57	79.56
	(b) Reserves and surplus	2,616.41	2,480.73
	Sub-total - Shareholders' funds	2,695.98	2,560.29
2	Non-current liabilities		
	(a) Deferred tax liabilities (net)	10.74	11.36
	(b) Other long-term liabilities	1.87	-
	(c) Long-term provisions	6.74	5.98
	Sub-total - Non-current liabilities	19.35	17.34
3	Current liabilities		
	(a) Trade payables	2.63	2.10
	(b) Other current liabilities	7.69	8.52
	(c) Short-term provisions	21.62	51.76
	Sub-total - Current liabilities	31.94	62.38
	Total - Equity and liabilities	2,747.27	2,640.01
B	Assets		
1	Non-current assets		
	(a) Fixed assets	76.12	75.87
	(b) Non-current investments	2,102.88	1,800.77
	(c) Long-term loans and advances	32.20	30.98
	(d) Other non-current assets	1.87	-
	Sub-total - Non-current assets	2,213.07	1,907.62
2	Current assets		
	(a) Current investments	276.00	712.82
	(b) Trade receivables	8.19	3.74
	(c) Cash and bank balances	225.25	3.37
	(d) Short-term loans and advances	0.84	1.00
	(e) Other current assets	23.92	11.46
	Sub-total - Current assets	534.20	732.39
	Total - Assets	2,747.27	2,640.01

Notes (contd) :

2. Other expenses includes following -

(₹ In Crore)

Particulars	Quarter ended			Year ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
Operation and maintenance charges of windmill	2.10	1.99	1.97	8.26	7.87
Energy generation expenses	0.16	2.02	0.65	12.82	9.31
Legal and professional charges	1.43	2.60	0.10	5.84	0.36
Subscription and membership expenses	0.15	0.52	0.17	0.84	1.68

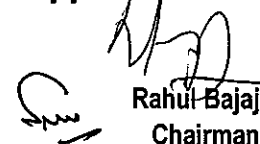
3. Utilisation of rights issue proceeds :

(₹ In Crore)

Particulars	Amount
Amount receivable from rights issue - as per letter of offer	940.44
Less : Amount not received on shares kept in abeyance	1.32
Amount received from rights issue - (A)	939.12
Deployment of rights issue proceeds :	
(a) Investment in Bajaj Finance Limited - conversion of warrants	63.96
(b) Investment in Bajaj Finance Limited - subscription to rights issue	478.67
(c) Investment in Bajaj Finance Limited - subscription to convertible warrants	102.03
(d) Share issue expenses	3.16
(e) General corporate purposes	185.96
Total deployment of rights issue proceeds - (B)	833.78
Balance amount to be utilised (A - B)	105.34
Interim utilisation of balance rights issue proceeds :	
Investment in money market instruments and mutual funds	105.34

4. The Company has been recognised as a Core Investment Company (CIC) by the Reserve Bank of India in terms of the regulations governing Non-Banking Financial Companies and is no more required to be registered thereunder.
5. The Company has opted to publish Extracts of the Unaudited/Audited Consolidated Financial Results, pursuant to option made available as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These standalone financial results are available on the Company's website viz. www.bajajfinserv.in and on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).
6. An interim dividend of ₹ 1.75 per equity share (35%) was declared on 9 March 2016 and paid on 23 March 2016. The said amount is to be treated as final dividend for the year ended 31 March 2016.
7. Figures for previous year / period have been regrouped wherever necessary.
8. ₹ 1 crore is equal to ₹ 10 million.
9. The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.
10. The above results have been reviewed by the Audit Committee and approved by the Board of Directors in the meeting held on 24 May 2016.

By order of the Board of Directors
For Bajaj Finserv Limited


Rahul Bajaj
Chairman

Pune
Date: 24 May 2016

Dalal & Shah LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF Bajaj Finserv Limited

Report on the Standalone Financial Statements

1. We have audited the accompanying standalone financial statements of **Bajaj Finserv Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

2. The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements to give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these standalone financial statements based on our audit.
4. We have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
5. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
6. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.
7. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

8. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

Dalal & Shah LLP, 252, Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai - 400 028
T: +91 (22) 66691500, F: +91 (22) 66547804 / 07

Registered office and Head office : 252 Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai 400028

Dalal & Shah (a Partnership Firm) converted into Dalal & Shah LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAF-3596) with effect from December 21, 2015. Post its conversion to Dalal & Shah LLP, its ICAI registration number is 102021W/W/100110 (ICAI registration number before conversion was 102021W)

Dalal & Shah LLP

Chartered Accountants

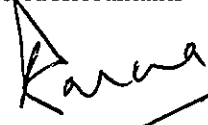
INDEPENDENT AUDITORS' REPORT
To the Members of Bajaj Finserv Limited
Report on the Financial Statements
Page 2 of 2

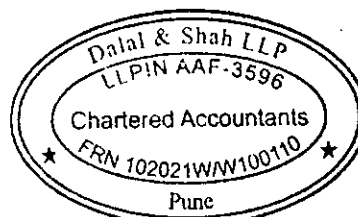
Report on Other Legal and Regulatory Requirements

9. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.
10. As required by Section 143 (3) of the Act, we report that:
- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A.
 - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. The Company has disclosed the impact, if any, of pending litigations as at March 31, 2016 on its financial position in its standalone financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts as at March 31, 2016.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2016.

Pune
May 24, 2016

For Dalal & Shah LLP
Firm Registration Number: 102021W/W100110
Chartered Accountants


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Russell I Pareira
Partner
Membership Number : 42190



Dalal & Shah LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the standalone financial statements for the year ended March 31, 2016

Page 1 of 2

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

1. We have audited the internal financial controls over financial reporting of Bajaj Finserv Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

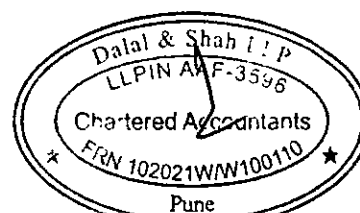
2. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing deemed to be prescribed under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



Dalal & Shah LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 10 (f) of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the standalone financial statements for the year ended March 31, 2016

Page 2 of 2

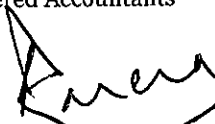
Inherent Limitations of Internal Financial Controls Over Financial Reporting

7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

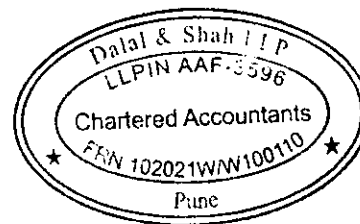
8. In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Dalal & Shah LLP
Firm Registration Number: 102021W/W100110
Chartered Accountants



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Russell I Parera
Partner
Membership Number 42190

Pune
May 24, 2016



Dalal & Shah LLP

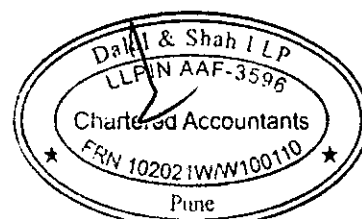
Chartered Accountants

Annexure B to Independent Auditors' Report

Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the standalone financial statements as of and for the year ended March 31, 2016

- i. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation, of fixed assets.
- (b) The fixed assets are physically verified by the Management according to a phased programme designed to cover all the items over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the fixed assets has been physically verified by the Management during the year and no material discrepancies have been noticed on such verification.
- (c) The title deeds of immovable properties, as disclosed in Note 9 on fixed assets to the financial statements, are held in the name of the Company.
- ii. The Company is in the business of wind power generation and investment, and consequently, does not hold any inventory. Therefore, the provisions of Clause 3(ii) of the said Order are not applicable to the Company.
- iii. The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the provisions of Clause 3(iii), (iii)(a), (iii)(b) and (iii)(c) of the said Order are not applicable to the Company.
- iv. The Company has not granted any loans or provided any guarantees or security to the parties covered under Section 185. In our opinion, and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Companies Act, 2013 in respect of investments made by it.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73, 74, 75 and 76 of the Act and the Rules framed there under to the extent notified.
- vi. Pursuant to the rules made by the Central Government of India, the Company is required to maintain cost records as specified under Section 148(1) of the Act in respect of its products. We have broadly reviewed the same, and are of the opinion that, prima facie, the prescribed accounts and records have been made and maintained. We have not, however, made a detailed examination of the records with a view to determine whether they are accurate or complete.
- vii. (a) According to the information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is regular in depositing the undisputed statutory dues, including provident fund, employees' state insurance, income tax, sales tax, service tax, value added tax and other material statutory dues, as applicable, with the appropriate authorities.
- (b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of income tax, value added tax and service tax as at March 31, 2016 which have not been deposited on account of a dispute, are as follows:

Name of the statute	Nature of dues	Amount (Rs.in Crores)	Period to which the amount relates	Forum where the dispute is pending
Income Tax	Additional demand on the basis of assessment order received.	48.34	AY 2009-10 AY 2011-12, 2012-13, AY 2013-14	CIT(A)
Sales Tax	Additional demand on the basis of assessment order received.	0.49	2008-09	DCST
Sales Tax	Additional demand on the basis of assessment order received.	0.32	2009-10	JCST
Sales Tax	Additional demand on the basis of assessment order received.	0.01	2011-12	Tribunal



Dalal & Shah LLP

Chartered Accountants

Annexure B to Independent Auditors' Report

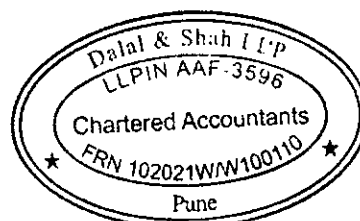
Referred to in paragraph 9 of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the standalone financial statements for the year ended March 31, 2016
Page 2 of 2

- viii. As the Company does not have any loans or borrowings from any financial institution or bank or Government, nor has it issued any debentures as at the balance sheet date, the provisions of Clause 3(viii) of the Order are not applicable to the Company.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of Clause 3(ix) of the Order are not applicable to the Company.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the Management.
- xi. The Company has paid/ provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- xiii. The Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required under Accounting Standard (AS) 18, Related Party Disclosures specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- xiv. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
- xv. The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
- xvi. Company was registered as Non Deposit Accepting Non Banking Financial Company .During the year vide order dated October 23,2015 , company has been recognised as a Core Investment Company (CIC) by the Reserve Bank of India (RBI) and is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of Clause 3(xvi) of the Order are not applicable to the Company.

For Dalal & Shah LLP
Firm Registration Number: 102021W/W100110
Chartered Accountants

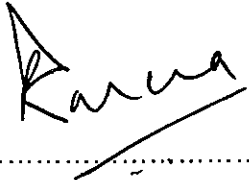
Russell I Parera
Partner
Membership Number: 42190

Pune
May 24, 2016



FORM A (for audit report with unmodified opinion)

[under regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	Bajaj Finserv Limited
2.	Annual financial statements for the year ended	31 March 2016-Stand-alone financial statements
3.	Type of Audit observation	Unmodified
4.	Frequency of observation	Not Applicable
5.	Sanjiv Bajaj Managing Director S Sreenivasan CFO Auditor of the Company Dalal & Shah, LLP Nanoo Pamnani Audit Committee Chairman	   



Bajaj Finserv Limited

CIN : L65923PN2007PLC130075

Registered Office : Mumbai - Pune Road, Akurdi, Pune 411 035

Corporate Office : Off Pune - Ahmednagar Road, Viman Nagar, Pune - 411 014

Website : www.bajajfinserv.in ; E-mail : investors@bajajfinserv.in ; Telephone : +91 20 27472851 ; Fax : +91 20 27407380

Statement of consolidated unaudited / audited financial results for the quarter and year ended 31 March 2016

(₹ In Crore)

Particulars	Quarter ended			Year ended	
	31.03.2016 (Unaudited)	31.12.2015 (Unaudited)	31.03.2015 (Unaudited)	31.03.2016 (Audited)	31.03.2015 (Audited)
Gross revenue					
i. Gross written premium					
a) Life insurance - Bajaj Allianz Life Insurance Co. Ltd.	2,418.57	1,225.21	2,379.05	5,897.31	6,017.30
b) General insurance - Bajaj Allianz General Insurance Co. Ltd.	1,730.17	1,348.37	1,464.99	5,900.65	5,300.66
ii. Gross income - Bajaj Finance Ltd.	1,957.52	2,069.67	1,444.96	7,383.66	5,418.28
iii. Income from windpower generation - Bajaj Finserv Ltd.	10.69	10.37	6.98	58.37	50.31
iv. Investment income (excluding accretions on unit linked investment)	807.92	708.49	833.60	2,996.09	2,685.38
v. Others	30.63	33.78	27.56	127.52	117.33
Total	6,955.50	5,395.89	6,157.14	22,363.60	19,589.26
1 Income					
(a) Income from operations	2,467.57	2,395.24	1,917.93	9,134.96	7,099.12
(b) Transfer from policyholders' account (See note 4)	99.46	48.64	487.89	311.44	487.89
Total income from operations (net)	2,567.03	2,443.88	2,405.82	9,446.40	7,587.01
2 Expenses					
(a) Transfer to policyholders' account	11.48	7.26	67.56	43.57	116.25
(b) Employee benefits expense	197.37	206.95	147.49	768.04	578.02
(c) Marketing and other commission	96.68	117.90	61.32	385.83	269.62
(d) Recovery cost	63.75	58.04	55.79	233.15	204.35
(e) Loan losses and provisions	156.54	146.18	113.76	542.85	384.56
(f) Depreciation and amortisation	17.38	15.47	9.94	57.72	38.15
(g) Other expenses	207.53	204.14	147.12	734.58	523.70
Total expenses	750.73	755.94	602.98	2,765.74	2,114.65
3 Profit from operations before other income, finance costs and exceptional items (1-2)	1,816.30	1,687.94	1,802.84	6,680.66	5,472.36
4 Other income	0.15	0.02	0.83	0.34	3.37
5 Profit from ordinary activities before finance costs and exceptional items (3+4)	1,816.45	1,687.96	1,803.67	6,681.00	5,475.73
6 Finance costs	789.51	733.78	602.75	2,876.95	2,229.58
7 Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,026.94	954.18	1,200.92	3,804.05	3,246.15
8 Exceptional items	-	-	-	-	-
9 Profit from ordinary activities before tax (7+8)	1,026.94	954.18	1,200.92	3,804.05	3,246.15
10 Tax expense	260.13	276.00	227.03	1,029.51	841.94
11 Net profit from ordinary activities after tax (9-10)	766.81	678.18	973.89	2,774.54	2,404.21
12 Add : Tax (debits)/credits pertaining to earlier years	0.02	-	4.96	0.02	4.96
13 Add: Share of profit after tax of associates	-	-	-	-	-
14 Less: Minority interest in net income of subsidiaries	248.88	240.89	271.73	911.29	719.38
15 Net profit after tax, minority interest and share of profit of associates (11+12+13-14)	517.95	437.29	707.12	1,863.27	1,689.79
16 Paid-up equity share capital (Face value of ₹ 5)	79.57	79.57	79.56	79.57	79.56
17 Reserves excluding revaluation reserves				13,305.24	10,881.38
18 Basic and diluted earnings per share (₹) before and after extraordinary items (not annualised)	32.5	27.5	44.4	117.1	106.2

Segment-wise revenue, results and capital employed

(₹ In Crore)

	Particulars	Quarter ended			Year ended	
		31.03.2016 (Unaudited)	31.12.2015 (Unaudited)	31.03.2015 (Unaudited)	31.03.2016 (Audited)	31.03.2015 (Audited)
1	Segment revenue					
	Insurance					
	Gross written premium					
	Life insurance	2,418.57	1,225.21	2,379.05	5,897.31	6,017.30
	General insurance	1,730.17	1,348.37	1,464.99	5,900.65	5,300.66
		4,148.74	2,573.58	3,844.04	11,797.96	11,317.96
	Less: Reinsurance ceded	479.69	244.48	376.57	1,393.87	1,361.07
	Reserve for unexpired risk	140.69	82.20	105.25	348.73	176.96
		3,528.36	2,246.90	3,362.22	10,055.36	9,779.93
	Investment and other income(excluding accretions to unit linked holders)	806.31	708.33	772.12	2,973.59	2,605.45
	Insurance total	4,334.67	2,955.23	4,134.34	13,028.95	12,385.38
	Investments and others	104.78	53.84	100.14	320.60	278.68
	Retail financing	1,957.52	2,069.67	1,444.96	7,383.66	5,418.28
	Windmill	10.69	10.37	6.98	58.37	50.31
		6,407.66	5,089.11	5,686.42	20,791.58	18,132.65
	Less : Inter-segment revenue	72.54	19.90	11.10	170.58	81.42
	Total	6,335.12	5,069.21	5,675.32	20,621.00	18,051.23
2	Segment profit before tax and finance costs					
	Insurance					
	Life insurance (See note 4)	261.06	216.86	592.61	982.85	1,006.68
	General insurance	257.49	94.97	197.46	771.47	777.02
	Insurance total	518.55	311.83	790.07	1,754.32	1,783.70
	Investments and others	3.14	3.65	55.20	25.80	62.75
	Retail financing	497.58	632.92	351.59	1,988.52	1,368.02
	Windmill	7.67	5.78	4.06	35.41	31.68
	Total	1,026.94	954.18	1,200.92	3,804.05	3,246.15
	Less: Finance costs	-	-	-	-	-
	Total profit before tax	1,026.94	954.18	1,200.92	3,804.05	3,246.15
3	Capital employed					
	Insurance					
	Life insurance	7,213.61	7,161.52	6,585.26	7,213.61	6,585.26
	General insurance	2,592.01	2,451.24	2,131.86	2,592.01	2,131.86
	Insurance total	9,805.62	9,612.76	8,717.12	9,805.62	8,717.12
	Investments and others	469.88	436.94	770.73	469.88	770.73
	Retail financing	44,673.73	41,656.59	31,755.38	44,673.73	31,755.38
	Windmill	42.29	40.10	38.98	42.29	38.98
	Unallocable	5.67	4.46	(26.13)	5.67	(26.13)
	Total	54,997.19	51,750.85	41,258.08	54,997.19	41,258.08

Notes:				
1. The consolidated financial results include results of the following companies:				
	Name of the company	% shareholding and voting power of Bajaj Finserv Limited	Segment	Consolidated as
(a)	Bajaj Allianz Life Insurance Company Limited	74%	Insurance - life	Subsidiary
(b)	Bajaj Allianz General Insurance Company Limited	74%	Insurance - general	Subsidiary
(c)	Bajaj Finance Limited*	57.28%	Retail financing	Subsidiary
(d)	Bajaj Financial Holdings Limited	100%	Others	Subsidiary
(e)	Bajaj Allianz Financial Distributors Limited**	50%	Others	Joint venture
* The consolidated financial results of Bajaj Finance Limited include 100% interest in Bajaj Housing Finance Limited (alongwith later's wholly-owned subsidiary Bajaj Financial Securities Limited) as a subsidiary.				
** The consolidated financial results of Bajaj Allianz Financial Distributors Limited include 100% interest in Bajaj Allianz Staffing Solutions				
2. Disclosure of consolidated assets and liabilities as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended 31 March 2016 -				
(₹ In Crore)				
	Particulars	As at 31.03.2016 (Audited)	As at 31.03.2015 (Audited)	
A	Equity and liabilities			
1	Shareholders' funds			
	(a) Share capital	79.57	79.56	
	(b) Reserves and surplus	13,311.54	10,885.08	
	(c) Fair value change account	0.01	-	
	Sub-total - Shareholders' funds	13,391.12	10,964.64	
2	Fund for future appropriations	207.38	124.41	
3	Minority interest	5,876.68	4,225.54	
4	Non-current liabilities			
	(a) Long-term borrowings	24,549.36	17,931.01	
	(b) Deferred tax liabilities (net)	10.74	11.36	
	(c) Policy liabilities	16,929.84	13,232.39	
	(d) Linked liabilities	3,364.34	3,044.58	
	(e) Discontinued fund liabilities	299.02	284.42	
	(f) Other long-term liabilities	447.40	135.77	
	(g) Long-term provisions	266.22	174.38	
	Sub-total - Non-current liabilities	45,866.92	34,813.91	
5	Current liabilities			
	(a) Current maturities of long-term borrowings	5,974.24	4,103.25	
	(b) Short-term borrowings	5,538.49	4,277.83	
	(c) Trade payables	5,950.09	5,365.48	
	(d) Policy liabilities	1.52	1,373.15	
	(e) Linked liabilities	15,789.25	18,600.27	
	(f) Other current liabilities	1,589.50	1,436.13	
	(g) Short-term provisions	3,259.84	2,955.20	
	Sub-total - Current liabilities	38,102.93	38,111.31	
	Total - Equity and liabilities	103,445.03	88,239.81	
B	Assets			
1	Non-current assets			
	(a) Fixed assets	855.27	834.40	
	(b) Goodwill on consolidation	429.03	429.03	
	(c) Non-current investments	14,732.16	13,261.53	
	(d) Policyholders' investments	13,563.80	12,450.59	
	(e) Assets held to cover linked liabilities	4,086.67	3,308.83	
	(f) Deferred tax assets (net)	343.44	257.55	
	(g) Long-term loans and advances	422.52	332.57	
	(h) Receivables under financing activity	24,778.55	18,119.67	
	(i) Other non-current assets	462.66	388.47	
	Sub-total - Non-current assets	59,674.10	49,382.64	
2	Current assets			
	(a) Current investments	2,167.82	1,737.87	
	(b) Policyholders' investments	3,526.41	1,987.29	
	(c) Assets held to cover linked liabilities	15,134.80	18,336.21	
	(d) Assets held to cover discontinued funds	231.14	284.23	
	(e) Receivables under financing activity	17,977.21	13,079.78	
	(f) Trade receivables	677.86	541.45	
	(g) Cash and bank balances	2,297.52	1,408.54	
	(h) Short-term loans and advances	615.14	399.54	
	(i) Other current assets	1,143.03	1,082.26	
	Sub-total - Current assets	43,770.93	38,857.17	
	Total - Assets	103,445.03	88,239.81	

Notes (contd) :

- For the purpose of consolidated financials the surplus of the insurance business revenue accounts together with shareholders' income in accordance with the reporting framework of IRDA, amounting to ₹ 1,543.25 crore for the current year, has been recognised as "income from operations" (corresponding previous year surplus ₹ 1,436.64 crore). Transfers from Policyholders' revenue accounts is recognised in total income, but does not form part of segment revenue as for reporting segment information, segment revenues for both insurance businesses represent the premiums earned and other income.
- During the current year, Bajaj Allianz Life Insurance Company Limited has transferred surplus in the Policyholders' revenue account based on its audited interim financial statements and to the extent permissible as per the applicable regulations, to the shareholders' account on a quarterly basis, as against the past practice of transferring such surplus at the close of the financial year. Consequently, the numbers for the quarter are not comparable.
- Utilisation of rights issue proceeds :

(₹ In Crore)

Particulars	Amount
Amount receivable from rights issue - as per letter of offer	940.44
Less : Amount not received on shares kept in abeyance	1.32
Amount received from rights issue - (A)	939.12
Deployment of rights issue proceeds :	
(a) Investment in Bajaj Finance Limited - conversion of warrants	63.96
(b) Investment in Bajaj Finance Limited - subscription to rights issue	478.67
(c) Investment in Bajaj Finance Limited - subscription to convertible warrants	102.03
(d) Share issue expenses	3.16
(e) General corporate purposes	185.96
Total deployment of rights issue proceeds - (B)	833.78
Balance amount to be utilised (A - B)	105.34
Interim utilisation of balance rights issue proceeds :	
Investment in money market instruments and mutual funds	105.34

- On 11 June 2015, Bajaj Finance Limited allotted 3,274,853 equity shares of face value of ₹ 10 each, to eligible Qualified Institutional Buyers at a price of ₹ 4,275 per equity share (inclusive of a premium of ₹ 4,265 per equity share). Consequently, with effect from that date, the Company's shareholding in Bajaj Finance Limited was reduced from 61.53% to 57.53%. Shareholding as on 31 March 2016 is 57.28%.
- The Company has been recognised as a Core Investment Company (CIC) by the Reserve Bank of India in terms of the regulations governing Non-Banking Financial Companies and is no more required to be registered thereunder.
- The Company has opted to publish Extracts of the Unaudited/Audited Consolidated Financial Results, pursuant to option made available as per Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The standalone financial results are available on the Company's website viz. www.bajajfinserv.in and on the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com). Key standalone financial information is given below:

(₹ In Crore)

Particulars	Quarter ended			Year ended	
	31.03.2016	31.12.2015	31.03.2015	31.03.2016	31.03.2015
Income from operations and other income	84.84	30.43	79.56	251.45	211.66
Profit before tax	74.17	16.74	65.56	194.81	158.10
Profit after tax	67.48	10.20	43.80	163.13	125.93

- An interim dividend of ₹ 1.75 per equity share (35%) was declared on 9 March 2016 and paid on 23 March 2016. The said amount is to be treated as final dividend for the year ended 31 March 2016.
- Figures for previous year / period have been regrouped wherever necessary.
- ₹ 1 crore is equal to ₹ 10 million.
- The figures of the last quarter are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter of the current financial year.
- The above results have been reviewed by the Audit Committee and approved by the Board of Directors in the meeting held on 24 May 2016.

By order of the Board of Directors
For Bajaj Finserv Limited


Ranul Bajaj
Chairman

Pune

Date: 24 May 2016

Dalal & Shah LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of Bajaj Finserv Limited

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of Bajaj Finserv Limited ("hereinafter referred to as the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), its jointly controlled entity (refer Note 1 to the attached consolidated financial statements), comprising of the consolidated Balance Sheet as at March 31, 2016, the consolidated Statement of Profit and Loss, the consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information prepared based on the relevant records (hereinafter referred to as "the Consolidated Financial Statements").

Management's Responsibility for the Consolidated Financial Statements

2. The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its jointly controlled entity in accordance with accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act read with Rule 7 of the Companies (Accounts) Rules, 2014. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of Consolidated Financial Statements. The respective Board of Directors of the companies included in the Group and of its jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its jointly controlled entity respectively and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which has been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act and the Rules made thereunder including the accounting standards and matters which are required to be included in the audit report.
4. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.
5. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

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Registered office and Head office : 252 Veer Savarkar Marg, Shivaji Park, Dadar (West), Mumbai 400028

Dalal & Shah (a Partnership Firm) converted into Dalal & Shah LLP (a Limited Liability Partnership with LLP identity no: LLPIN AAF-3596) with effect from December 21, 2015. Post its conversion to Dalal & Shah LLP, its ICAI registration number is 102021W/W100110 (ICAI registration number before conversion was 102021W)

Dalal & Shah LLP

Chartered Accountants
INDEPENDENT AUDITORS' REPORT
To the Members of Bajaj Finserv Limited
Report on the Consolidated Financial Statements
Page 2 of 4

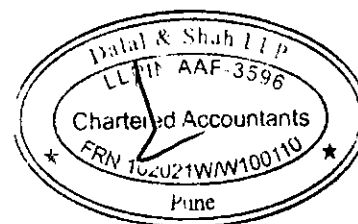
6. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph 8 of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

7. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group and its jointly controlled entity as at March 31, 2016, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matters

8. We did not audit the financial statements of two subsidiaries and one jointly controlled entity whose financial statements reflect total assets of Rs 55,983.29 crores and net assets of Rs 9,877.43 crores as at March 31, 2016, total revenue of Rs. 1955.45 crores, net profit of Rs 1,454.40 crores and net cash outflows amounting to Rs 395.21 crores for the year ended on that date, as considered in the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statements insofar as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entity and our report in terms of sub-sections (3) of Section 143 of the Act insofar as it relates to the aforesaid subsidiaries and jointly controlled entity, is based solely on the reports of the other auditors.
9. The financial statements of Bajaj Allianz General Insurance Company Limited, a subsidiary of Bajaj Finserv Limited, was audited by other firms of chartered accountants jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows :
- a) The actuarial valuation of liabilities in respect of claims Incurred But Not Reported (IBNR) and Incurred But Not Enough Reported (IBNER) is the responsibility of the Company's Appointed Actuary. The actuarial valuation of these liabilities as at 31 March 2016 has been duly certified by the Appointed Actuary. The Appointed Actuary has also certified that in her opinion, the assumptions for such valuation are in accordance with the guidelines and norms, if any, issued by IRDAI and the Actuarial Society of India in concurrence with the Authority. We have relied upon the Company's Appointed Actuary's certificate in this regard for forming our opinion on the financial statements of the Company.
- b) The financial statements of the Company for the year ended 31 March 2015 were audited by the joint auditors of the Company, one of which is the predecessor audit firm, whose report dated 15 May 2015 expressed an unmodified opinion on those statements.
10. The financial statements of Bajaj Allianz Life Insurance Company Limited, a subsidiary of Bajaj Finserv Limited, was audited by other firms of chartered accountants jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : The actuarial valuation of liabilities for life policies in force and for policies in respect of which premium has been discontinued but liability exists as at March 31, 2016 is the responsibility of the Company's Appointed Actuary (the "Appointed Actuary"). The actuarial valuation of these liabilities for life policies in force and for policies in respect of which premium has been discontinued but liability exists as at March 31, 2016 has been duly certified by the Appointed Actuary and in his opinion, the assumptions for such valuation are in accordance with the guidelines and norms issued by the Insurance Regulatory Development Authority and the Institute of Actuaries of India in concurrence with the IRDAI. We have relied upon Appointed Actuary's certificate in this regard for forming our opinion on the valuation of liabilities for life policies in force and for policies in respect of which premium has been discontinued but liability exists in Financial Statements of the Company.



Dalal & Shah LLP

Chartered Accountants
INDEPENDENT AUDITORS' REPORT
To the Members of Bajaj Finserv Limited
Report on the Consolidated Financial Statements
Page 3 of 4

Our opinion on Consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

11. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

(b) In our opinion, proper books of account as required by law maintained by the Holding Company, its subsidiaries included in the Group and jointly controlled entity incorporated in India including relevant records relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and records of the Holding Company and the reports of the other auditors.

(c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained by the Holding Company, its subsidiaries included in the Group and jointly controlled entity incorporated in India including relevant records relating to the preparation of the consolidated financial statements.

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors of the Holding Company as on 31st March, 2016 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies and jointly controlled company incorporated in India, none of the directors of the Group companies and jointly controlled company incorporated in India are disqualified as on March 31, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.

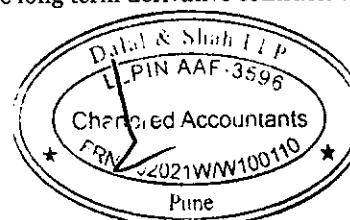
(f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company, its subsidiary companies and jointly controlled company incorporated in India and the operating effectiveness of such controls, refer to our separate Report in Annexure A.

(g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The consolidated financial statements disclose the impact, if any, of pending litigations as at March 31, 2016 on the consolidated financial position of the Group. In case of Bajaj Financial Holdings Limited, a subsidiary of the Holding Company, the company does not have any pending litigations as at March 31, 2016 which would impact its financial position.

In case of Bajaj Allianz Financial Distributors Limited; a jointly controlled entity of the Holding Company, audited by other firm of chartered accountants, for the year ended March 31, 2016, who vide their consolidated report dated May 16, 2016 have reported as follows: 'The Group does not have any pending litigations which would impact its financial position.'

ii. The Group and jointly controlled entity did not have any material foreseeable losses on long-term contracts including derivative contracts as at March 31, 2016 except in case of Bajaj Finance Limited, a subsidiary of the Holding Company where provision has been made in the consolidated financial statements as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts as at March 31, 2016. Bajaj Finance Limited along with its subsidiaries did not have long term derivative contracts as at March 31, 2016.



Dalal & Shah LLP

Chartered Accountants

INDEPENDENT AUDITORS' REPORT

To the Members of Bajaj Finserv Limited

Report on the Consolidated Financial Statements

Page 4 of 4

Incase of Bajaj Allianz General Insurance Company Limited ; a subsidiary of the Holding Company, audited by other firm of chartered accountants, jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : 'The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts. The Company did not have any outstanding long term derivative contracts.'

Incase of Bajaj Allianz Life Insurance Company Limited ; a subsidiary of the Holding Company, audited by other firm of chartered accountants, jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : 'The liability for insurance contracts, is determined by the Company's Appointed Actuary and is covered by the Appointed Actuary's certificate, referred to in Other Matter paragraph above, on which we have placed reliance; and the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.'

- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company incorporated in India during the year ended March 31, 2016 except incase of Bajaj Financial Holdings Limited, Bajaj Housing Finance Limited and Bajaj Financial Securities Limited, a subsidiary of the Holding Company, there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2016.

Incase of Bajaj Allianz General Insurance Company Limited, a subsidiary of the Holding Company, audited by other firm of chartered accountants, jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : 'There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.'

Incase of Bajaj Allianz Life Insurance Company Limited, a subsidiary of the Holding Company, audited by other firm of chartered accountants, jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : 'The Company was not required to deposit or pay any dues in respect of the Investor Education and Protection Fund during the year.'

Incase of Bajaj Allianz Financial Distributors Limited, a jointly controlled entity of the Holding Company, audited by other firm of chartered accountants, jointly for the year ended March 31, 2016, who vide their consolidated report dated May 16, 2016 have reported as follows : 'There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Group.'

For Dalal & Shah LLP

Firm Registration Number: 102021W/W100110

Chartered Accountants

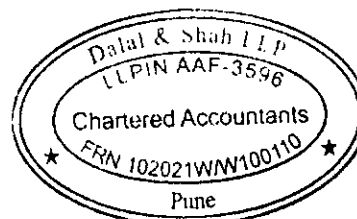
Russell I Parera

Partner

Membership Number :42190

May 24, 2016

Pune



Dalal & Shah LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the consolidated financial statements for the year ended March 31, 2016

Page 1 of 3

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act

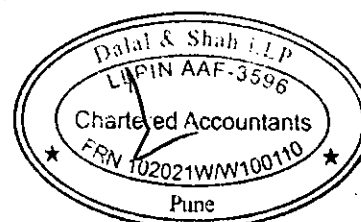
1. In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting of Bajaj Finserv Limited (hereinafter referred to as "the Holding Company") and its subsidiary companies and jointly controlled company, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the Holding company, its subsidiary companies and jointly controlled company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on "internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the ICAI and the Standards on Auditing deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.



Dalal & Shah LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the consolidated financial statements for the year ended March 31, 2016

Page 2 of 3

Meaning of Internal Financial Controls Over Financial Reporting

6. A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

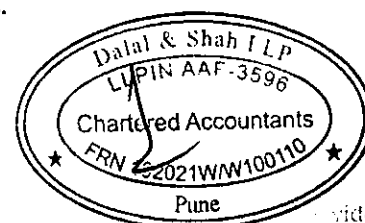
7. Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

8. In our opinion, the Holding Company, its subsidiary companies and jointly controlled company, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Other Matters

9. Our aforesaid reports under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting insofar as it relates to two subsidiary companies and one jointly controlled company, which are companies incorporated in India, is based on the corresponding reports of the auditors of such companies incorporated in India. Our opinion is not qualified in respect of this matter.
10. The financial statements of Bajaj Allianz General Insurance Company Limited, a subsidiary of Bajaj Finserv Limited, was audited by other firms of chartered accountants jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : The actuarial valuation for claims Incurred But Not Reported (IBNR) and claims Incurred But Not Enough Reported (IBNER), has been duly certified by the Company's Appointed Actuary in accordance with the guidelines and norms issued by the Insurance Regulatory Development Authority and the Institute of Actuaries of India in concurrence with the Authority and has been relied upon by us, as mentioned in paragraph 9(a) of our audit report on the consolidated financial statements of the Company as at and for the year ended 31 March 2016. Accordingly, our opinion on the internal financial controls over financial reporting does not include reporting on the adequacy and operating effectiveness of internal controls over valuation and accuracy of aforesaid actuarial liabilities.



Dalal & Shah LLP

Chartered Accountants

Annexure A to Independent Auditors' Report

Referred to in paragraph 11(f) of the Independent Auditors' Report of even date to the members of Bajaj Finserv Limited on the consolidated financial statements for the year ended March 31, 2016

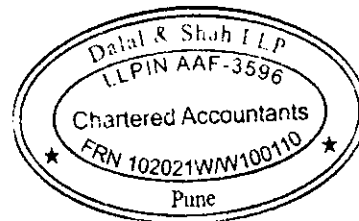
Page 3 of 3

11. The financial statements of Bajaj Allianz Life Insurance Company Limited, a subsidiary of Bajaj Finserv Limited, was audited by other firms of chartered accountants jointly for the year ended March 31, 2016, who vide their report dated May 19, 2016 have reported as follows : The actuarial valuation of liabilities for life policies in force and policies where premium is discontinued is required to be certified by the Appointed Actuary as per the Insurance Regulatory and Development Authority (Preparation of Financial Statements and Auditor's Report of Insurance Companies) Regulations, 2002 (the "IRDA Financial Statements Regulations"), and has been relied upon by us, as mentioned in paragraph 10 of our audit report on the consolidated financial statements of the Company as at and for the year ended March 31, 2016. Accordingly the internal financial controls over financial reporting in respect of the valuation and accuracy of the aforesaid actuarial valuation is also certified by the Appointed Actuary and has been relied upon by us.

For Dalal & Shah LLP
Firm Registration Number: 102021W/W100110
Chartered Accountants

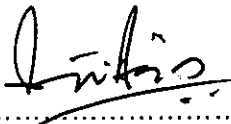
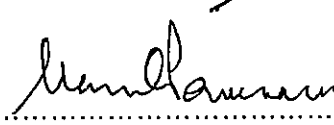
.....
Russell I Parera
Partner
Membership Number : 42190

Pune
May 24, 2016



FORM A (for audit report with unmodified opinion)

[under regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1.	Name of the Company	Bajaj Finserv Limited
2.	Annual financial statements for the year ended	31 March 2016-Consolidated financial statements.
3.	Type of Audit observation	Unmodified
4.	Frequency of observation	Not Applicable
5.	Sanjiv Bajaj Managing Director S Sreenivasan CFO Auditor of the Company Dalal & Shah, LLP Nanoo Pamnani Audit Committee Chairman	   

Press release
Financial results – Q4 and FY16
Highest ever annual profit ! Again !!

A meeting of the Board of Directors of Bajaj Finserv Limited was held today to consider and approve the results for Q4 and FY16.

An interim dividend of ₹ 1.75 per equity share (35%) was declared on 9 March 2016 and paid on 23 March 2016. The said amount is to be treated as final dividend for FY16. The total amount of dividend for FY16 is ₹ 27.85 crore, same as previous year.

During the year, Bajaj Finserv Limited (BFS) became a Core Investment Company (CIC) under the regulations of the Reserve Bank of India. It is the holding company for the various financial services businesses under the Bajaj group. It serves millions of customers in the financial services space by providing solutions for asset acquisition through financing, asset protection through general insurance, family protection and income protection in the form of life and health insurance and retirement and savings solutions.

BFS participates in the financing business through its 57.28% holding in Bajaj Finance Limited (BFL) and in the protection business through its 74% holding in Bajaj Allianz General Insurance Company Limited (BAGIC) and Bajaj Allianz Life Insurance Company Limited (BALIC). BFS holds 925,000 warrants convertible into equity shares of BFL on or before 1 December 2016. When exercised, the holding of BFS in BFL will increase from 57.28% to 58%.

The results of these companies are reflected in the consolidated results of the Company.

Highlights – Q4 FY16 v/s Q4 FY15

✓ Consolidated gross revenue	– ₹ 6,956 crore	v/s ₹ 6,157 crore	↑ 13%
✓ Consolidated income from operations	– ₹ 2,567 crore	v/s ₹ 2,406 crore	↑ 7%
✓ Consolidated profit after tax*	– ₹ 518 crore	v/s ₹ 707 crore	
✓ Bajaj Finance, profit after tax	– ₹ 315 crore	v/s ₹ 231 crore	↑ 36%
✓ General insurance, profit after tax	– ₹ 208 crore	v/s ₹ 144 crore	↑ 44%
✓ Life insurance, shareholders' profit after tax*	– ₹ 232 crore	v/s ₹ 559 crore	

Highlights – FY16 v/s FY15

✓ Consolidated gross revenue	– ₹ 22,364 crore	v/s ₹ 19,589 crore	↑ 14%
✓ Consolidated income from operations	– ₹ 9,446 crore	v/s ₹ 7,587 crore	↑ 25%
✓ Consolidated profit after tax	– ₹ 1,863 crore	v/s ₹ 1,690 crore	↑ 10%
✓ Bajaj Finance, profit after tax	– ₹ 1,279 crore	v/s ₹ 898 crore	↑ 42%
✓ General insurance, profit after tax	– ₹ 564 crore	v/s ₹ 562 crore	
✓ Life insurance, shareholders' profit after tax	– ₹ 879 crore	v/s ₹ 876 crore	

* See note C (iv)

Bajaj Finserv Limited

Summary of consolidated results is given in **Annexure A**.

Bajaj Finance Limited and Bajaj Allianz General Insurance Limited have recorded their second successive highest annual profit after tax; so did Bajaj Finserv Limited on a consolidated basis.

A synopsis on the performance of the individual companies is given below:

A. Bajaj Finance Limited (BFL)

Despite relatively sluggish credit demand across the country, BFL has performed extraordinarily well and has been able to continue the stellar growth that it has been delivering over the past few years.

- i) Total income for Q4 FY16 **increased by 35% to ₹ 1,957 crore** v/s ₹ 1,445 crore in Q4 FY15.
- ii) The Company recorded **profit after tax of ₹ 315 crore** in Q4 FY16 v/s ₹ 231 crore in Q4 FY15 – an **increase of 36%**.
- iii) Assets under management stood at **₹ 44,229 crore** as on 31 March 2016 v/s ₹ 32,410 crore as on 31 March 2015 - an **increase of 36%**.
- iv) Net NPA as on 31 March 2016 stood at 0.28%.
- v) Capital adequacy ratio as on 31 March 2016 stood at a healthy **19.61%** as against the minimum regulatory requirement of 15%.

Summary of financial results is given in **Annexure B**.

B. Bajaj Allianz General Insurance Company Limited (BAGIC)

The conditions remain tough in the general insurance industry. Despite this, BAGIC has performed well. BAGIC is ranked 2nd among all private sector general insurers in terms of its top-line and 1st in profits.

- i) Gross written premium for Q4 FY16 **increased by 18% to ₹ 1,730 crore** v/s ₹ 1,465 crore in Q4 FY15.
- ii) Profit after tax for Q4 FY16 **increased by 44% to ₹ 208 crore** v/s ₹ 144 crore in Q4 FY15.
- iii) Net earned premium for Q4 FY16 stood at **₹ 1,126 crore** v/s ₹ 1,000 crore in Q4 FY15 – an **increase of 13%**.
- iv) Underwriting profit was **₹ 30 crore** for Q4 FY16 v/s ₹ 20 crore in Q4 FY15.
- v) Investment and other income for Q4 FY16 **increased by 28% to ₹ 227 crore** from ₹ 177 crore in Q4 FY15.
- vi) Claim ratio stood at **70.7%** in Q4 FY16 v/s 70.9% in Q4 FY15.
- vii) Combined ratio stood at **94.3%** in Q4 FY16 v/s 95.4% in Q4 FY15.
- viii) As on 31 March 2016, solvency ratio stood at **251%**, which is well above the normal regulatory requirement of 150%.
- ix) Cash and investments as on 31 March 2016 stood at **₹ 9,211 crore** v/s ₹ 7,859 crore as on 31 March 2015 - an **increase of 17%**.

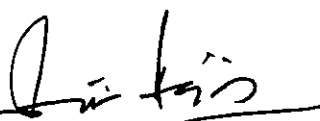
Summary of financial results and key ratios is given in **Annexure C**.

C. Bajaj Allianz Life Insurance Company Limited (BALIC)

BALIC's growth has been positive, though lower than the industry. With savings rates being lower than the historical peaks, growth has tended to favour bank-sponsored insurance companies who have a natural advantage of bundling insurance with their loan and savings products through bancassurance. Even so, BALIC has performed creditably.

- i) Gross written premium was ₹ 2,419 crore in Q4 FY16 v/s ₹ 2,379 crore in Q4 FY15.
- ii) New business premium was ₹ 1,213 crore in Q4 FY16 v/s ₹ 1,127 crore in Q4 FY15 – an increase of 8%.
- iii) Renewal premium for Q4 FY16 was ₹ 1,206 crore v/s ₹ 1,252 crore in Q4 FY15.
- iv) Shareholders' profit during Q4 FY16 was ₹ 232 crore v/s ₹ 559 crore in Q4 FY15. This is due to transfer of policyholders' surplus to shareholders' account on quarterly basis in FY16 as against on annual basis till FY15. For full year, shareholders' profit after tax stood at ₹ 879 crore v/s ₹ 876 crore.
- v) Solvency ratio stood at a healthy 793% as on 31 March 2016 as against the minimum regulatory requirement of 150%.
- vi) Total investments remained stable at ₹ 44,108 crore as on 31 March 2016 v/s ₹ 43,554 crore as on 31 March 2015.

Summary of financial results is given in **Annexure D**.



Sanjiv Bajaj
Managing Director

24 May 2016

Annexure A - Consolidated results of BFS

(₹ In Crore)		Q4 FY16	Q4 FY15	FY16	FY15
	Gross revenue				
	i. Gross written premium				
	a) Life insurance - Bajaj Allianz Life Insurance Co. Ltd.	2,418.57	2,379.05	5,897.31	6,017.30
	b) General insurance - Bajaj Allianz General Insurance Co. Ltd.	1,730.17	1,464.99	5,900.65	5,300.66
	ii. Gross income - Bajaj Finance Ltd.	1,957.52	1,444.96	7,383.66	5,418.28
	iii. Income from windpower generation - Bajaj Finserv Ltd.	10.69	6.98	58.37	50.31
	iv. Investment income (excluding accretions on unit linked investment)	807.92	833.60	2,996.09	2,685.38
	v. Others	30.63	27.56	127.52	117.33
	Total	6,955.50	6,157.14	22,363.60	19,589.26
1	Income				
	(a) Income from operations	2,467.57	1,917.93	9,134.96	7,099.12
	(b) Transfer from policyholders' account	99.46	487.89	311.44	487.89
	Total income from operations (net)	2,567.03	2,405.82	9,446.40	7,587.01
2	Expenses				
	(a) Transfer to policyholders' account	11.48	67.56	43.57	116.25
	(b) Employee benefits expense	197.37	147.49	768.04	578.02
	(c) Marketing and other commission	96.68	61.32	385.83	269.62
	(d) Recovery cost	63.75	55.79	233.15	204.35
	(e) Loan losses and provisions	156.54	113.76	542.85	384.56
	(f) Depreciation and amortisation	17.38	9.94	57.72	38.15
	(g) Other expenses	207.53	147.12	734.58	523.70
	Total expenses	750.73	602.98	2,765.74	2,114.65
3	Profit from operations before other income, finance costs and exceptional items (1-2)	1,816.30	1,802.84	6,680.66	5,472.36
4	Other income	0.15	0.83	0.34	3.37
5	Profit from ordinary activities before finance costs and exceptional items (3+4)	1,816.45	1,803.67	6,681.00	5,475.73
6	Finance costs	789.51	602.75	2,876.95	2,229.58
7	Profit from ordinary activities after finance costs but before exceptional items (5-6)	1,026.94	1,200.92	3,804.05	3,246.15
8	Exceptional items	-	-	-	-
9	Profit from ordinary activities before tax (7+8)	1,026.94	1,200.92	3,804.05	3,246.15
10	Tax expense	260.13	227.03	1,029.51	841.94
11	Net profit from ordinary activities after tax (9-10)	766.81	973.89	2,774.54	2,404.21
12	Add : Tax (debits)/credits pertaining to earlier years	0.02	4.96	0.02	4.96
13	Add: Share of profit after tax of associates	-	-	-	-
14	Less: Minority interest in net income of subsidiaries	248.88	271.73	911.29	719.38
15	Net profit after tax, minority interest and share of profit of associates (11+12+13-14)	517.95	707.12	1,863.27	1,689.79
16	Basic and diluted earnings per share (₹) before and after extraordinary items (not annualised)	32.5	44.4	117.1	106.2

Annexure B - Summary financial results of BFL

₹ In Crore	Q4 FY16	Q4 FY15	FY16	FY15
Total income	1,957	1,445	7,384	5,418
Interest expenses	806	612	2,927	2,248
Net interest income	1,151	833	4,457	3,170
Operating expenses	506	374	1,949	1,428
Loan losses and provisions	156	114	543	385
Profit before tax	489	345	1,965	1,357
Profit after tax	315	231	1,279	898

Annexure C - Summary financial results of BAGIC

₹ In Crore	Q4 FY16	Q4 FY15	FY16	FY15
Gross written premium	1,730	1,465	5,901	5,301
Net earned premium	1,126	1,000	4,224	3,832
Underwriting result	30	20	(65)	83
Investment and other income	227	177	836	694
Profit before tax	257	197	771	777
Profit after tax	208	144	564	562

Key ratios

Claim ratio	70.7%	70.9%	72.3%	71.9%
Combined ratio	94.3%	95.4%	99.3%	96.7%

Annexure D - Summary financial results of BALIC

₹ In Crore	Q4 FY16	Q4 FY15	FY16	FY15
Gross written premium	2,419	2,379	5,897	6,017
New business premium	1,213	1,127	2,885	2,702
Renewal premium	1,206	1,252	3,012	3,315
Shareholders' profit	133	71	568	388
Amount transferred from the policyholders' account to the shareholders' account	* 99	* 488	311	488
Total shareholders' profit	* 232	* 559	879	876

* Policyholders' distributable surplus has been transferred to shareholders' account on quarterly basis in FY16 as against on annual basis till FY15. Consequently, the numbers for the quarter are not comparable.