February 28, 2014

The Manager, **Listing Department,** **BSE Limited,** **Phiroze Jeejeebhoy Tower, Dalal Street,** **Mumbai 400 001** **Tel No.: 22721233** **Fax No.: 22723719/ 22723121/ 22722037/** **BSE Scrip Code: 532636**	**The Manager,** **Listing Department,** **The National Stock Exchange of India Ltd.,** **Exchange Plaza, 5 Floor, Plot C/1, G Block,** **Bandra - Kurla Complex, Bandra (E), Mumbai 400 051** **Tel No.: 2659 8235 Fax No.: 26598237 / 26598238. NSE Symbol; INDIAINFO**

Dear Sir,

Sub: Effecting of the court approved Scheme of Arrangement between India Infoline Limited and India Infoline Distribution Company Limited, a wholly owned subsidiary

This refers to our earlier announcements dated April 1, 2013 and April 12, 2013 and further intimations on the captioned subject.

In this regard, we wish to inform you that the Hon'ble High Court of Bombay vide its Order dated December 20, 2013, issued on January 16, 2014 ("Order"), approved the Scheme of Arrangement ("Scheme") between India Infoline Limited ('Transferor Company' or 'IIL' or 'Company') and India Infoline Distribution Company Limited ('Transferee Company' or 'IIDCL') and their respective shareholders under sections 391 to 394 of the Companies Act, 1956, and the same is effected with the filing of the Order with the Registrar of Companies vide its acknowledgement dated February 13, 2014.

Pursuant to the Scheme approved by the High Court:

1. The "Financial Services Undertaking" consisting of Broking, Depository Participant, Portfolio Management, Mutual Fund Distribution and Investment Banking business stands transferred from the Transferor Company to the Transferee Company i.e. India Infoline Distribution Company Limited, a wholly owned subsidiary of the Company, on a going concern basis and accordingly, the businesses/services stands continued by the Transferee Company.

2. As the said transfer is only to a wholly owned subsidiary, it does not involve any change in share capital of the Transferor Company. The effective date for the Scheme is April 1, 2013.

3. The name of the Transferor Company i.e. India Infoline Limited which is listed on NSE and BSE is changed to "IIFL Holdings Limited" in terms of Fresh Certificate of incorporation dated February 18, 2014, issued by Registrar of Companies, Maharashtra, Mumbai.

4. The name of the Transferee Company i.e. India Infoline Distribution Company Limited is changed to "India Infoline Limited" in terms of Fresh Certificate of Incorporation dated February 27, 2014, issued by the Registrar of Companies, Maharashtra, Mumbai.

We request you to kindly note the above.

Thanking You,
Yours Faithfully,
For IIFL Holdings Limited (Erstwhile "India Infoline Limited")

Sunil Lotke
Company Secretary & Compliance Officer

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