

Annual Report 2014



INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED

“From what we get, we can make a living; what we give, however, makes a life.”
- Arthur Ashe



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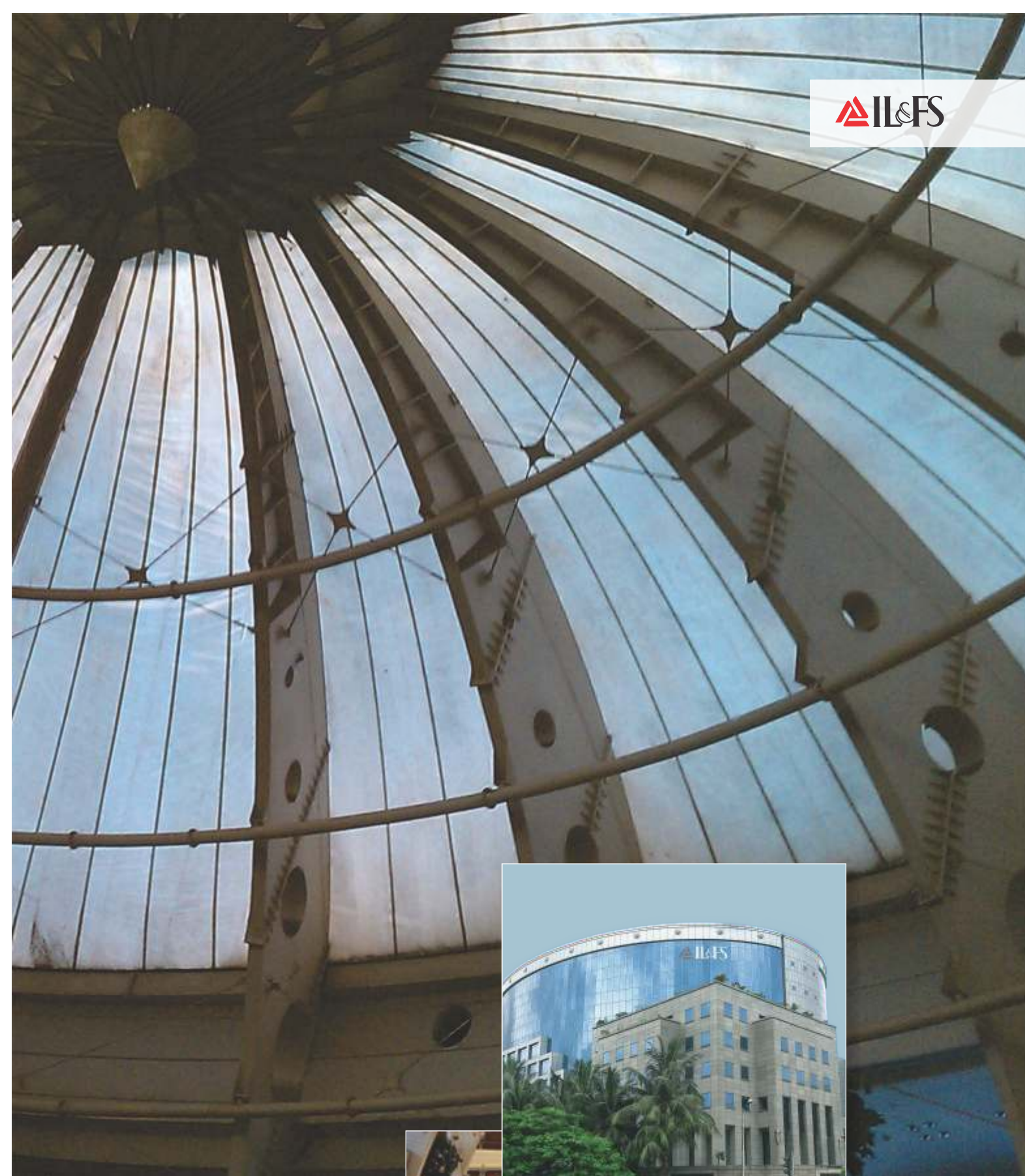
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AUDITORS

Deloitte Haskins & Sells LLP
Chartered Accountants

BANKERS

Central Bank of India (**Lead Bank**)
Axis Bank Ltd
Bank of India
Canara Bank
Calyon Bank
HDFC Bank Ltd
Indian Bank
IDBI Bank Ltd
Punjab & Sind Bank
Punjab National Bank
Oriental Bank of Commerce
The Jammu & Kashmir Bank Ltd
The Karur Vysya Bank Ltd
The Ratnakar Bank Ltd
Syndicate Bank
State Bank of Travancore
State Bank of Bikaner & Jaipur
Union Bank of India

DEBENTURE TRUSTEE

Centbank Financial Services Ltd, Debenture Trustee Section,
15-16, Bajaj Bhavan, Opp. Inox Multiplex,
Nariman Point, Mumbai - 400 021
Tel: 022 2202 2788 Fax: 022 2202 5043 Email: dts@cfsl.in

REGISTERED OFFICE

The IL&FS Financial Centre
Bandra Kurla Complex, Bandra East, Mumbai 400 051

BOARD OF DIRECTORS OF INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED

Ravi Parthasarathy
Chairman

Hari Sankaran
Vice Chairman & Managing Director

Arun K Saha
Joint Managing Director & CEO

V K Sharma
(From August 29, 2013)

D K Mehrotra
(Upto May 22, 2013)

S Bandyopadhyay
(From August 29, 2013)

Sushobhan Sarker
(Upto May 22, 2013)

Yoshihiko Miyauchi

Hiroshi Nishio
(From March 4, 2014)

Yuki Oshima
(Upto February 27, 2014)

Harish H Engineer
(From March 4, 2014)

Keki M Mistry
(Upto December 5, 2013)

Sanjeev Doshi

B Mishra
(From May 22, 2014)

K Eswar
(From August 29, 2013 to May 8 2014)



BOARD OF DIRECTORS OF INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED (contd.)

B V Choubal
(From May 22, 2014)

Santosh B Nayar
(Upto July 15, 2013)

S B Mathur

R C Bhargava

Michael Pinto

Jaithirth Rao

Makoto Shioda
Alternate to Yoshihiko Miyauchi

Harukazu Yamaguchi
Alternate to Yuki Oshima (Upto February 27, 2014)

Harukazu Yamaguchi
Alternate to Hiroshi Nishio (From March 4, 2014)

BRIEF PROFILE OF THE DIRECTORS

Mr Ravi Parthasarathy, Chairman of the Company, holds a Masters Degree in Business Administration from the Indian Institute of Management, Ahmedabad. Mr Parthasarathy joined the Company in 1987 as President & Chief Executive Officer and was appointed as Managing Director in 1989. He was elevated as Vice Chairman & Managing Director in 1994, as Chairman & Managing Director in November 2004, and as Chairman of the Company in May 2006

Mr Hari Sankaran, Vice Chairman & Managing Director of the Company, holds a Masters Degree in Economics. Mr Sankaran joined the Company as Chief Economist and was subsequently appointed as Manager of the Delhi Branch in 1993. Mr Sankaran was appointed as Executive Director (Infrastructure) of the Company in 1998. He was elevated as Joint Managing Director in July 2004, Managing Director in May 2006, Managing Director & Chief Executive Officer in May 2007 and as Vice Chairman & Managing Director in January 2011

Mr Arun K Saha, Joint Managing Director & CEO of the Company, joined the Company as Assistant Vice President (Finance) in 1988. He holds a Masters Degree in Commerce and is an Associate Member of Institute of Chartered Accountants of India and Institute of Company Secretaries of India. He was appointed as Executive Director of the Company in February 1995 and was subsequently elevated as Deputy Managing Director in May 2006, Joint Managing Director in May 2007 and Joint Managing Director & CEO in January 2011

Mr Vijay Kumar Sharma, is the Managing Director of Life Insurance Corporation of India (LIC). Mr Sharma holds a Post Graduate degree in Science. In his career span of three decades at LIC, Mr Sharma has occupied several pivotal positions. He joined the Board of Directors of the Company in August 2013 as a nominee of LIC

Mr Supratim Bandyopadhyay, is the Managing Director & Chief Executive Officer of LIC Pension Fund Limited. Mr Bandyopadhyay holds a Bachelor degree in Science from Kolkata University. He is also an Associate Member of Institute of Chartered Accountants of India. He has long association with LIC of over 28 years and has handled both administrative as well as marketing assignments. He joined the Board of Directors of the Company in August 2013 as a nominee of LIC



BRIEF PROFILE OF THE DIRECTORS (contd.)

Mr Yoshihiko Miyauchi, is Chairman & Chief Executive Officer of ORIX Corporation, Japan (ORIX). He holds a Bachelors Degree from Kwansai Gakuin University and Masters in Business Administration from the University of Washington, USA. He was appointed as Director of the Company in 1993 as a nominee of ORIX

Mr Hiroshi Nishio, is Executive Officer & Deputy Head of Global Business and Alternate Investment Head Quarter, ORIX Corporation, Japan (ORIX). He holds a Bachelor Degree in Economics from Seikei University, Japan. He is appointed as Director of the Company in March 2014, as a nominee of ORIX

Mr Harish H Engineer, is the nominee of Housing Development Finance Corporation Limited on the Board of the Company. Mr Engineer possesses rich experience in Corporate and Commercial Banking. He is former Executive Director of HDFC Bank Limited. Mr Engineer holds a Bachelor degree in Science from Mumbai University and a Diploma in Business Management. He joined the Board of Directors of the Company in March 2014

Mr Sanjeev Doshi, is the Head of Strategic Investments, Internal Equities Department of Abu Dhabi Investment Authority (ADIA). He has been ADIA's nominee on the Board of the Company since July 2008

Mr Birupaksha Mishra, is the General Manager (Credit) of Central Bank of India (CBI). He holds a Post Graduate degree in Political Science from Utkal University and he is a Certified Associate of Indian Institute of Bankers. Mr Mishra has long experience in Commercial Banking. He is Nominee of CBI on the Board of Directors of the Company since May 2014

Mr Balkrishna Vinayak Chaubal, is the Deputy Managing Director & Group Executive (Global Markets) of State Bank of India (SBI). He holds a Post Graduate degree in Science. He is a Member of Post Graduate Alumnus of Indian Institute of Technology, Mumbai. Mr Chaubal is associated with SBI since 1976 and has held several important positions in SBI. He joined the Board of Directors of the Company as SBI nominee in May 2014

BRIEF PROFILE OF THE DIRECTORS (contd.)

Mr Sunil Behari Mathur, is the former Administrator of the Specified Undertakings of Unit Trust of India (SUUTI). He holds a Bachelors Degree in Commerce and is a Fellow Member of the Institute of Chartered Accountants of India and Institute of Costs & Works Accountants, London. He has been on the Board of the Company since January 2005 and is an Independent Director

Mr Ravindra Chandra Bhargava, is the Chairman of Maruti Suzuki India Limited. He is Post Graduate in Mathematics from Allahabad University and also a Post Graduate in Development Economics from Williams College, Williamstown (Mass) USA. He joined the Indian Administrative Services in 1956 and stood first in the batch. He served in various capacities in Government of India including as a Joint Secretary, Ministry of Energy and the Cabinet Secretariat. He has been an Independent Director on the Board of the Company since August 1990

Mr Michael Pinto, was an officer of Indian Administrative Services. He served various departments of Government of India including as Chairman of MSEB, JNPT and Central Cottage Industries Corporation. Mr Pinto also served as CEO of MIDC and Vice Chairman & Managing Director of MSRTC. He has been an Independent Director on the Board of the Company since July 2004

Mr Jaithirth Rao, is the Chairman of Value & Budget Housing Corporation Private Limited. Mr Rao was founder and former CEO of software Company Mphasis. He holds a Bachelors degree in Chemistry and Master's Degree in Management from Indian Institute of Management, Ahmedabad and University of Chicago. He is an Independent Director on the Board of the Company since August 2012



COMMITTEES OF THE BOARD

Committees of Board of Directors have been constituted to ensure focused attention on the affairs of the Company as follows:

- Audit Committee
- Compensation Committee
- Risk Management Committee
- Nomination Committee
- Corporate Social Responsibility Committee

A Audit Committee:

Members: Mr R C Bhargava, Chairman
Mr Michael Pinto
Mr Harish H Engineer

B Compensation Committee:

Members: Mr S B Mathur, Chairman
Mr Michael Pinto
Mr Harish H Engineer

C Risk Management Committee:

Members: Mr S Bandyopadhyay, Chairman
Mr R C Bhargava
Mr Michael Pinto
Mr Arun K Saha

D Nomination Committee:

Members: Mr VK Sharma, Chairman
Mr Harish H Engineer
Mr Hiroshi Nishio

E Corporate Social Responsibility Committee :

Members: Mr Ravi Parthasarathy, Chairman
Mr Hari Sankaran
Mr Arun K Saha
Mr Jaithirth Rao

In addition to the foregoing, the Board has constituted Committee of Directors comprising of Chairman, Vice Chairman & Managing Director and Joint Managing Director & CEO of the Company to deal with all operational matters, including credits and investments, subject to limits specified by the Board of Directors

MANAGEMENT BOARD

Ravi Parthasarathy
Chairman

Hari Sankaran
Vice Chairman & Managing Director

Arun K Saha
Joint Managing Director & CEO

Vibhav Kapoor
Group Chief Investment Officer

R C Bawa
Chief Executive Officer - Financial Services

K Ramchand
Chief Executive Officer - Infrastructure

Shahzaad Dalal
Chief Executive Officer - International



SENIOR MANAGEMENT (IL&FS)

Alok Bhargava

Chief Executive Officer – Social Inclusion Group

Anil Somaiya

Group Chief Technology Officer

Avinash Bagul

Company Secretary

Maharudra Wagle

Deputy CFO – IL&FS Group & Head Group Resources & Banking

Manu Kochhar

Group Chief Financial Officer

Pradeep Ratnam

Group General Counsel

Ramgopal Kundurthi

Group Chief Treasury Officer

Sujoy K Das

Chief Credit & Risk Officer

SENIOR MANAGEMENT (GROUP ENTITIES)

Archana Hingorani

CEO & Executive Director –
IL&FS Investment Managers Ltd

Ateesh Samant

Chief Executive Officer –
IL&FS Wind Power Services Ltd

Durga Prasad

Chief Executive Officer –
IL&FS Technologies Ltd

Mahesh Babu

Managing Director –
IL&FS Environmental Infrastructure & Services Ltd

MD Khattar

Chief Executive Officer –
IL&FS Engineering and Construction Company Ltd

Milind Patel

Joint Managing Director –
IL&FS Financial Services Ltd

Mukund Sapre

Executive Director –
IL&FS Transportation Networks Ltd

Navita Yadav

Chief Executive Officer –
IL&FS Trust Company Ltd

Paritosh Gupta

Chief Executive Officer –
IIDC Ltd (formerly IL&FS Infrastructure Development Corporation Ltd)

Rajesh Kotian

Deputy Managing Director –
IL&FS Financial Services Ltd



SENIOR MANAGEMENT (GROUP ENTITIES)
(contd.)

Ram Walase
Chief Executive Officer –
IL&FS Township & Urban Assets Ltd

R C M Reddy
Managing Director –
IL&FS Cluster Development Initiative Ltd &
IL&FS Education & Technology Services Ltd

Saibal De
Director & Chief Executive Officer –
IL&FS Maritime Infrastructure Company Ltd

Sameer Vyas
Managing Director –
IL&FS Water Ltd

Sanjiv Rai
Chief Executive Officer & Managing Director –
IL&FS Rail Ltd

Shashi Johnson
Chief Executive Officer –
IL&FS Urban Infrastructure Managers Ltd

Sheshadri Rengarajan
Managing Director & Chief Executive Officer –
IL&FS Securities Services Ltd

Sunil Wadhwa
Chief Executive Officer -
IL&FS Energy Development Company Ltd

**Gulmeher, Blossoming Lives – Wealth from Waste Flowers
MSW Energy Plant, Ghazipur, Delhi**



IL&FS Environmental Infrastructure & Services Ltd (IEISL) is implementing a 2,000 TPD mixed Municipal Solid Waste to energy plant at Ghazipur, Delhi. This pioneering project will be the first Waste-to-Energy (WtE) facility in India which is compliant with Euro Norms on Emission

Located on the outskirts of Delhi, Ghazipur is known as the landfill site where the city's garbage is dumped. The 1.5 sq.km area around the plant has a pocket of slums where most of the residents survive as wastepickers. Their lives revolve around weeding through the garbage and selling the segregated material for recycling. Survival is harsh and working conditions are inhuman and unsafe

An initiative called Gulmeher was established in May 2013 as part of the commitment to the social infrastructure of the location. Since then over 35 women waste pickers have left their old occupation and have been trained in making handicraft products like file folders, note pads, greeting cards and calendars as an alternative income source. The handicraft products are made using recycled paper sourced from IL&FS offices in Delhi and flowers collected from the daily wastage in the neighbouring wholesale flower market. The handicraft products are being sold to corporate clients

Gulmeher has focused on empowering women by organising them into a self-managed organisation. The women's group has now registered as a Company called 'Gulmeher Green Producer Company Limited'. Technical

training, working capital support and market linkages are being provided through an implementing partner NGO - Institute for Development Support. The Gulmeher Center also runs a Crèche for children of the women artisans and has initiated an adult literacy program for the community. Periodic health check-ups are organised for the women and children and awareness workshops are conducted for the community

