



निवेशक संबंध विभाग

प्रधान कार्यालय :

स्टार हाउस, सी - 5, "G" ब्लॉक

8वीं मंजिल,

बांद्रा कुर्ला संकुल,

बांद्रा (पूर्व),

मुंबई - 400 051

दूरध्वनि : (022)- 6668 4490

फैक्स : (022)- 6668 4491

ईमेल: headoffice.share@bankofindia.co.in

INVESTOR RELATIONS DEPARTMENT

HEAD OFFICE :

Star House, C-5, "G" Block

8th Floor (East Wing),

Bandra- Kurla Complex,

Bandra (East)

Mumbai - 400 051

Phone : (022)- 6668 4490

Fax : (022)- 6668 4491

E-Mail : headoffice.share@bankofindia.co.in

Ref No. HO:IRD:RB:2017-18: 90

Date: May 24, 2017

The Vice President – Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra East,
Mumbai 400 051.

The Vice-President – Listing Department,
BSE Ltd.,
25, P.J. Towers, Dalal Street,
Mumbai 400 001.

Dear Sir/Madam,

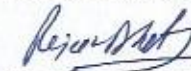
Re: **Independent Auditors Reports on
Financial Results as on 31st March 2017**

In terms of Regulation 30 and 33 of SEBI (LODR) Regulations, 2015, we are attaching a copy of the standalone and consolidated audited financial results for the quarter and year ended 31st March 2017 along with Independent Auditors Reports on the same.

We request you to take it on record and oblige.

Thanking you,

Yours faithfully,



(Rajeev Bhatia)

Company Secretary



Encl: As above

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Declaration under Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015

Pursuant to Regulations 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, it is declared that the Auditors' Report on the Audited Financial Results of the Bank (Standalone and Consolidated) for the Quarter and Financial Year ended 31st March, 2017, as approved by Bank's Board of Directors in their meeting held on May 22, 2017, are with unmodified opinion.

We request you to take the same on record.



Shanker Iyer

(Shanker Iyer)
General Manager & CFO

Place: Mumbai

Dated: 22.05.2017

Head Office : Star House, C - 5, 'G' Block, Bandra-Kurla Complex, Bandra (East), Mumbai - 400 051
Audited Financial Results for the Quarter/Year ended 31st March, 2017

₹ in Lakhs

Sr. No.	Particulars	Standalone					Consolidated Year ended	
		Quarter ended		Year to date			Audited	Audited
		Audited	Reviewed	Audited	Audited	Audited		
	31.03.2017	31.12.2016	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	
1	Interest earned (a)+(b)+(c)+(d)	1,058,169	982,475	1,050,132	3,929,085	4,179,647	3,958,523	4,209,285
	(a) Interest/ discount on advances/bills	676,429	675,298	733,530	2,718,786	3,037,091	2,739,277	3,058,267
	(b) Income on Investments	248,192	233,793	211,977	905,992	895,213	913,161	897,614
	(c) Interest on balances with RBI and other inter bank funds	82,517	42,374	92,857	201,221	212,094	202,993	217,922
	(d) Others	51,031	30,510	11,768	103,086	35,249	103,093	35,482
2	Other Income	175,402	176,925	88,359	677,233	365,254	681,945	367,161
A	TOTAL INCOME (1 + 2)	1,233,571	1,159,400	1,138,491	4,606,318	4,544,901	4,640,468	4,576,446
3	Interest expended	711,311	696,214	731,416	2,746,474	3,007,185	2,760,575	3,024,532
4	Operating expenses (e)+(f)	209,511	217,344	260,656	886,580	934,154	897,496	942,501
	(e) Employees cost	139,444	131,878	165,443	539,662	535,724	544,906	540,359
	(f) Other operating expenses (All items exceeding 10% of the total expenditure excluding interest expenditure may be shown separately)	70,067	85,465	95,213	346,918	398,430	352,590	402,142
B	TOTAL EXPENSES (3)+(4) (excluding Provisions and Contingencies)	920,822	913,555	992,072	3,633,054	3,941,339	3,658,071	3,967,033
C	OPERATING PROFIT (A-B) (Profit before Provisions and Contingencies)	312,748	245,844	146,419	973,264	603,562	982,397	609,413
D	Provisions (other than tax) and Contingencies of which provision for Non-performing Assets	473,621	230,257	547,036	1,210,519	1,382,638	1,223,614	1,413,073
E	Exceptional items	0	0	0	1,167,200	1,410,192	1,180,205	1,440,575
F	Profit (+)/Loss (-) from Ordinary Activities before tax (C-D-E)	-160,872	15,587	-400,617	-237,255	-779,076	-241,216	-803,660
G	Tax Expense	-56,318	5,415	-41,906	-81,421	-170,155	-81,841	-170,163
H	Net Profit(+)/Loss(-) from Ordinary Activities after tax (F-G)	-104,554	10,172	-358,711	-155,834	-608,921	-159,375	-633,497
	Less : Minority Interest	0	0	0	0	0	-2,142	-7,165
	Add : Share of earnings in Associates	0	0	0	0	0	10,223	5,906
I	Extraordinary items (net of tax expense)	-	-	-	-	-	-	-
J	Net Profit(+)/Loss(-) for the period (H-I)	-104,554	10,172	-358,711	-155,834	-608,921	-147,010	-620,426
5	Paid-up equity share capital (Face value '10/-)	105,543	105,543	81,729	105,543	81,729	105,543	81,729
6	Reserves excluding Revaluation Reserves	0	0	0	2,402,301	2,234,655	2,370,788	2,346,806
7	Analytical Ratios							
	(i) Percentage of shares held by Government of India	73.72%	73.72%	73.72%	73.72%	73.72%	73.72%	73.72%
	(ii) Capital Adequacy Ratio (Basel III)	12.14%	12.11%	12.05%	12.14%	12.01%	12.62%	12.57%
	(a) CEF 1 Ratio	7.17%	7.70%	7.97%	7.17%	7.97%	7.71%	8.34%
	(b) Additional Tier 1 Ratio	1.73%	1.39%	1.07%	1.73%	1.07%	1.71%	1.07%
	(iii) Earnings per Share (EPS)							
	a) Basic and diluted EPS before Extraordinary items (net of tax expenses) for the period, for the year to date and for the previous year (Not to be annualised) (₹)	-9.91	0.96	-44.22	-15.72	-63.01	-14.83	-84.58
	b) Basic and diluted EPS after Extraordinary items for the period, for the year to date and for the previous year (Not to be annualised) (₹)	-9.91	0.96	-44.22	-15.72	-63.01	-14.83	-84.58
	NPA Ratios							
	(iv) (a) Amount of gross non-performing assets	5,204,452	5,178,106	4,987,912	5,204,452	4,987,912	5,225,433	5,027,814
	(b) Amount of net non-performing assets	2,530,505	2,553,441	2,799,639	2,530,505	2,799,639	2,537,083	2,809,472
	(c) Percentage of gross NPAs	13.22%	13.38%	13.07%	13.22%	13.07%	13.20%	13.09%
	(d) Percentage of net NPAs	6.90%	7.09%	7.79%	6.90%	7.79%	6.89%	7.78%
	(v) Return on Assets (Annualised)	-0.61%	0.06%	-2.20%	-0.24%	-0.94%	-0.24%	-1.00%



Segment Information
Part A: Business Segments

₹ in Lakhs

Sr. No.	Particulars	Standalone					Consolidated Year ended	
		Quarter ended		Year to date			Audited	Audited
		Audited	Reviewed	Audited	Audited	Audited		
	31.03.2017	31.12.2016	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016	
1	Segment Revenue							
	a) Treasury Operations	438,661	408,281	284,044	1,555,861	1,206,632	1,555,861	1,206,551
	b) Wholesale Banking Operations	408,318	384,742	498,828	1,658,521	2,005,930	1,658,521	2,005,930
	c) Retail Banking Operations	358,745	353,991	361,070	1,362,822	1,346,660	1,394,500	1,377,654
	d) Unallocated	33,299	18,733	604	52,388	2,764	54,859	3,397
	Total	1,239,023	1,165,747	1,144,546	4,629,592	4,561,986	4,663,742	4,593,532
	Less: Inter Segment Revenue	5,451	6,347	6,055	23,274	17,085	23,274	17,085
	Net Segment Revenue (Income)	1,233,572	1,159,400	1,138,491	4,606,318	4,544,901	4,640,468	4,576,447
2	Segment Results- Profit (+)/ Loss (-) before tax							
	a) Treasury Operations	112,501	173,421	9,216	542,939	- 152,939	553,162	158,764
	b) Wholesale Banking Operations	-442,811	-251,713	-425,085	-1,100,535	-939,833	-1,100,535	-939,833
	c) Retail Banking Operations	119,002	91,151	22,716	298,382	58,106	294,830	39,652
	d) Unallocated	50,438	2,732	-7,464	21,960	-50,288	23,692	-49,172
	Total	-160,870	15,587	-400,617	-237,252	-779,076	-228,851	-790,589
	Less: i) Other Un-allocable expenditure							
	ii) Un-allocable income							
	Total Profit Before Tax	-160,870	15,587	-400,617	-237,252	-779,076	-228,851	-790,589
	Tax Expense	-56,318	5,415	-41,906	-81,421	-170,155	-81,841	-170,163
	Net Profit after Tax	-104,552	10,172	-358,711	-155,831	-608,921	-147,010	-620,426
3	Segment Assets							
	a) Treasury Operations	22,362,379	23,107,390	20,086,696	22,362,379	20,086,696	22,475,176	20,189,270
	b) Wholesale Banking Operations	28,786,267	28,960,385	28,181,376	28,786,267	28,181,376	28,786,267	28,181,376
	c) Retail Banking Operations	9,852,014	9,531,348	11,124,199	9,852,014	11,124,199	10,128,441	11,418,288
	c) Unallocated	1,630,267	1,468,381	1,599,122	1,630,267	1,599,122	1,812,711	1,873,989
	Total	62,630,927	63,067,504	60,991,393	62,630,927	60,991,393	63,202,595	61,662,923
4	Segment Liabilities							
	a) Treasury Operations	21,602,415	22,247,259	19,378,359	21,602,415	19,378,359	21,602,415	19,378,359
	b) Wholesale Banking Operations	27,761,766	27,821,658	27,140,994	27,761,766	27,140,994	27,761,766	27,140,994
	c) Retail Banking Operations	9,563,308	9,226,210	10,787,244	9,563,308	10,787,244	9,842,071	11,081,410
	c) Unallocated	454,730	530,249	453,074	454,730	453,074	633,417	1,021,761
	Total	59,382,219	59,835,376	57,759,671	59,382,219	57,759,671	59,839,669	58,622,524
5	Capital Employed (Segment Assets - Segment Liabilities)							
	a) Treasury Operations	759,964	860,131	708,337	759,964	708,337	872,761	811,835
	b) Wholesale Banking Operations	1,024,501	1,138,727	1,040,382	1,024,501	1,040,382	1,024,502	1,039,792
	c) Retail Banking Operations	288,706	295,138	336,955	288,706	336,955	286,370	336,544
	c) Unallocated	1,175,537	938,132	1,146,048	1,175,537	1,146,048	1,179,293	1,146,395
	Total	3,248,708	3,232,128	3,231,722	3,248,708	3,231,722	3,362,926	3,334,566

Part B: Geographical Segments

Particulars	Standalone					Consolidated Year ended	
	Quarter ended		Year to date			Audited	Audited
	Audited	Reviewed	Audited	Audited	Audited		
	31.03.2017	31.12.2016	31.03.2016	31.03.2017	31.03.2016	31.03.2017	31.03.2016
I Revenue							
a) Domestic	1,101,169	1,047,793	1,007,677	4,118,248	4,036,359	4,120,173	4,036,910
b) International	132,603	111,607	130,814	488,070	508,542	520,295	539,536
Total	1,233,572	1,159,400	1,138,491	4,606,318	4,544,901	4,640,468	4,576,446
II Assets							
a) Domestic	48,430,507	46,804,070	43,845,973	48,430,507	43,845,973	48,718,337	44,216,710
b) International	14,200,420	16,263,434	17,145,420	14,200,420	17,145,420	14,484,258	17,446,213
Total	62,630,927	63,067,504	60,991,393	62,630,927	60,991,393	63,202,595	61,662,923

Note: There are no significant Other Banking Operations carried on by the Bank.

Allocations of costs:

a) Expenses directly attributable to particular segment are allocated to the relative segment.

b) Expenses not directly attributable to a specific segment are allocated in proportion to number of employees/business managed.



Summarised Audited Balance Sheet				
Particulars	Standalone		Consolidated	
			₹ in Lakhs	
	31.03.2017	31.03.2016	31.03.2017	31.03.2016
CAPITAL AND LIABILITIES				
Capital	105,543	81,729	105,543	81,729
Reserves and Surplus	2,970,972	3,019,628	3,085,191	3,122,472
Share application Money pending for allotment	172,192	130,365	172,192	130,365
Minority Interest	-	-	8,098	9,800
Deposits	54,003,201	51,300,452	54,235,211	51,572,248
Borrowings	3,940,567	5,108,315	3,949,142	5,110,327
Other Liabilities and provisions	1,438,452	1,350,904	1,647,218	1,635,982
TOTAL	62,630,927	60,991,393	63,202,595	61,662,923
ASSETS				
Cash and balances with Reserve Bank of India	2,734,766	3,396,162	2,754,444	3,421,372
Balances with bank and money at call and short notice	6,854,029	6,517,968	6,892,027	6,529,100
Investments	12,782,686	11,864,891	13,075,126	12,262,091
Advances	36,648,167	35,918,896	36,832,876	36,130,189
Fixed Assets	846,186	848,031	854,578	857,285
Other Assets	2,765,093	2,425,445	2,793,544	2,462,886
TOTAL	62,630,927	60,991,393	63,202,595	61,662,923



Notes to Financial Statements for the Quarter/Year ended 31st March, 2017 :-

1. The above financial results have been reviewed by the Audit Committee of Board and approved by the Board of Directors at the meeting held on 22nd May, 2017. The same have been subjected to Audit by the Statutory Central Auditors of the Bank, in line with the guidelines issued by Reserve Bank of India and as per the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. During the year under Audit there is no change in accounting policies as those followed in the preceding financial year except in respect of depreciation on fixed assets. Earlier, the Bank was charging depreciation on all fixed assets (other than Computer & Computer Software) as per written down method at the rate determined by the bank which has now been changed to Straight Line Method (SLM) based on the estimated useful life of Fixed assets,. Due to such change the excess depreciation, amounting to Rs.313.17 Crores has been written back and credited to Profit & Loss Account during the quarter/year ended as on 31st March, 2017.
3. In view of the losses incurred by the Bank, RBI has permitted the Bank to make payment of interest on Additional Tier I Perpetual Basel III Compliant Bonds by debiting the Revenue Reserve. Accordingly, during the year, the Bank has reversed the provision of Rs.177.81 Crores made towards interest payable till 31st March, 2016 by crediting the same to interest expended and an amount equivalent to such provision has been transferred from the Revenue Reserve. Further, Interest expended of Rs.413.22 Crores for the year ended 31st March, 2017 has also been debited to Revenue Reserve.
4. The financial results for the quarter/ year ended 31st March, 2017 have been arrived at after considering extant guidelines of Reserve Bank of India (RBI) on Prudential norms for Income Recognition and Asset Classification and Provisioning and providing for other usual and necessary provisions including Employee Benefits.
5. Income Computation and Disclosure Standards (ICDS) as notified u/s 145(2) of the Income Tax Act, 1961 on 29th September 2016, are applicable for the financial year ended on 31st March, 2017 and accordingly tax provisions and deferred tax for the financial year 2016-17 have been computed after considering its impact.
6. In compliance with the RBI Guidelines in respect of "Scheme for Stressed Assets-Revision", in respect of Standard Facilities under Strategic Debt Restructuring (SDR) and Scheme for Sustainable Structuring of Stressed Assets (S4A), the bank has during the year ended 31st March, 2017 reversed an amount of Rs.114.43 Crores being unrealised interest in such accounts.
7. During the year the Bank has invoked Sustainable Structuring of Stressed Assets (S4A) in Two borrower accounts (Standard as on 31st March, 2017) having aggregate outstanding of Rs. 272.80 Crores as on 31st March, 2017. The required provision will be reckoned by the Bank only upon implementation of the S4A scheme.
8. During the year, in case of one Borrower declared as fraud, an amount of Rs. 65.40 Crores has been provided, in terms of RBI circular DBR.No.BP.BC.83/21.04.048/2014-15 dated April 01, 2015 and DBR.No.BP.BC.92/21.04.048/2015-16 dated April 18, 2016. The remaining un-provided as on 31st March, 2017 is Rs 65.19 Crores has been drawn from Revenue Reserve.



9. In compliance with RBI directives, accounts shown under Annex – III of Asset Quality Review (AQR) wherein restructuring was failed due to performance issues or non – fulfilment of certain conditions and necessary provisions was held in those accounts in terms of RBI directives, have been reviewed as on 31st March, 2017 and has now being classified and provision has been made as per the IRAC norms. Incremental provision of Rs. 83.22 Crores which was made in terms of RBI directives have been reversed on 31st March, 2017 w.r.t. those accounts which remained standard as on 31st March, 2017.
10. During the year, the Bank has made preferential allotment of 23,81,42,640 Equity Shares of Rs.10 each, in accordance with the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009. The details are as under:-

Date of Allotment	Name of the Shareholder	No. of equity shares– Face Value of Rs.10 each	Issue Price per share (Amt in Rs.)	Amount (Rs.in Crore)
04.05.2016	Govt. of India	10,14,82,527	113.32	1150.00
04.05.2016	Life Insurance Corporation of India	1,60,00,000	96.03	153.65
08.09.2016	Govt. of India	12,06,60,113	110.89	1338.00
	Total	23,81,42,640		2641.65

During the year, the Bank has received Rs.1500.00 Crores from Government of India and Rs.221.92 Crores from Life Insurance Corporation of India towards share application money for subscription to equity shares on preferential basis. The same is treated as CET 1 capital for CRAR purpose in accordance with RBI letter no.DBR.No.BP.11083/21.01.002/2016-17 dated 22nd March, 2017.

11. During the year, the Bank has raised Rs.2500.00 Crores by issue of unsecured, non-convertible, Additional Tier I, perpetual Basel III Compliant Bonds and Rs.2500.00 Crores by issue of unsecured, non-convertible, Tier II, Basel III Compliant bonds in the nature of debentures through private placement.
12. Other Income for the year includes gain of Rs.495.00 Crores on sale of 18% stake held by the Bank in the Joint Venture namely Star Union Dai-ichi Life Insurance Company Limited and Rs.188.13 Crores from sale of investment in CIBIL.
13. In accordance with RBI guidelines, Bank has shifted securities from HTM to AFS category during the year. The book value of securities shifted was Rs.13854.96 Crores.
14. The Provision Coverage Ratio of the bank as at the end of the period is 61.47%.
15. RBI Circular DBOD.No.BP.BC.1/21.06.201/2015-16 dated July 1, 2015 on Basel III Capital Regulations read together with RBI Circular DBR.No.BP.BC.80/21.06.201/2014-15 dated March 31, 2015 on Prudential Guidelines on Capital adequacy and Liquidity Standard – Amendments, requires Banks to make applicable Pillar 3 disclosures including Leverage Ratio and Liquidity Coverage Ratio under the Basel III framework. These disclosures are available on Bank's website at the link <http://www.bankofindia.co.in/english/Regdisclosuresec.aspx>. These disclosures have not been subjected to Audit/Limited review by the Statutory Auditors of Banks.



16. The Bank has received 3 Investor complaints during the quarter ended 31st March, 2017 which have been disposed-off. There are no pending investor complaints at the beginning or end of the quarter.
17. Figures of the previous year/quarter have been regrouped / rearranged, wherever considered necessary.


A. K. Das
Executive Director


N. Damodharan
Executive Director


R A Sankara Narayanan
Executive Director


D.B. Mohapatra
MD & CEO


G. Padmanabhan
Chairman

Place: Mumbai

Date: 22nd May, 2017



INDEPENDENT AUDITORS' REPORT

To
The Board of Directors
Bank of India

1. We have audited the standalone quarterly financial results of Bank of India (the 'Bank') for the quarter ended March 31, 2017 and the year to date results for the period April 2016 to March 2017, attached herewith, being submitted by the Bank pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. These quarterly financial results as well as the year to date financial results have been prepared from the financial statements, which are the responsibility of the bank's management and have been approved by the Board of Directors of the Bank. Our responsibility is to express an opinion on these financial results based on our audit of such financial statements, which have been prepared in accordance with Banking Regulation Act 1949, Reserve Bank of India Guidelines and relevant accounting standards issued by the Institute of Chartered Accountants of India and other accounting principles generally accepted in India.
2. We conducted our audit in accordance with the auditing standards generally accepted in India. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial results are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts disclosed as financial results. An audit also includes assessing the accounting principles used and significant estimates made by management. We believe that our audit provides a reasonable basis for our opinion.
3. These financial results incorporate the relevant returns of 20 branches and Treasury branch audited by us, 2596 branches including 29 foreign branches audited by the other auditors specially appointed for this purpose and unaudited returns in respect of 2527 branches.
4. Without qualifying our opinion, we draw attention to:
 - a. Note No. 2 regarding change in accounting policy in respect of Depreciation on Fixed Assets.
 - b. Note No. 3 regarding withdrawal from Revenue Reserve for payment of interest on Additional Tier I Perpetual Basel III Compliant Bonds.
5. In our opinion and to the best of our information and according to the explanations given to us, these quarterly financial results as well as the year to date results:
 - (i) have been presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and




- (ii) give a true and fair view of the net loss and other financial information for the quarter ended March 31, 2017 and year to date results for the period from April 2016 to March 2017.
6. The "Pillar 3 disclosures under the Basel III Capital Regulation" as set out in Note No. 15 of the statement have not been subjected to our audit.
7. These financials results includes the results for the quarter ended 31st March, 2017 being the balancing figures between the audited figures in respect of the full financial year and the published year to date figure up to 31st December of the relevant financial year, which were subject to limited review by us.

For Grover, Lalla & Mehta
Chartered Accountants
(FRN 002830N)


Alok Goyal
Partner
M. No. 501529

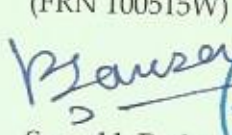


For B. Rattan & Associates
Chartered Accountants
(FRN 011798N)


Bharat Rattan
Partner
M. No. 090682



For G. D. Apte & Co.
Chartered Accountants
(FRN 100515W)


Saurabh Peshwe
Partner
M. No. 121546



Place: Mumbai
Date : May 22, 2017

INDEPENDENT AUDITORS REPORT

To
The Board of Directors of Bank of India

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of Bank of India ("the Parent Bank") and its subsidiaries, associates and joint ventures collectively hereinafter referred to as "BoI Group" and the consolidated financial statements comprise the Consolidated Balance Sheet as at 31st March 2017, the Consolidated Statement of Profit and Loss and Consolidated Cash Flow Statement for the year then ended together with a summary of significant accounting policies and other explanatory information. The consolidated financial statements are based on -
 - a) Financial statements of the Parent Bank audited by us;
 - b) Financial statements of four domestic subsidiaries, one domestic joint venture, two domestic associates audited by other auditors; and
 - c) Audited Financial Statements of one overseas associate for the year ended on 31st December 2016.
 - d) Financial statements of five overseas subsidiaries prepared by the Management and reviewed by other auditors specifically for consolidation purpose; and
 - e) Unaudited financial statements of four domestic associates.

Management's Responsibility for the Consolidated Financial Statements

2. Management is responsible for the preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of BoI Group in accordance with accounting principles generally accepted in India; this includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards 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.

4. 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 auditor's judgment, 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 control relevant to the BOI Group's preparation and presentation 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 accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

6. In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of the other auditors on the financial statements of the subsidiaries as noted below, the consolidated financial statements give a true and fair view in conformity with the accounting principles generally accepted in India;
 - a) in the case of the Consolidated Balance Sheet, of the state of affairs of the BoI Group as at 31st March 2017;
 - b) in the case of the Consolidated Statement of Profit and Loss, of the loss for the year ended on that date; and
 - c) in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matter

7. Without qualifying our opinion, we draw attention to:
 - a. Note No. 11 regarding change in accounting policy in respect of Depreciation on Fixed Assets.
 - b. Note No. 12 regarding withdrawal from Revenue Reserve for payment of interest on Additional Tier I Perpetual Basel III Compliant Bonds.



Other Matters

8. We have not audited the following financial statements incorporated in the consolidated financial statements:
- subsidiaries whose financial statements reflect total assets (net) of ₹3545.68 Crores, total revenues (net) of ₹ 359.67 Crores and net cash outflows of ₹59.58 Crores,
 - joint venture whose financial statements reflect total assets (net) of ₹6526.27 Crores, total revenues (net) of ₹74.08 Crores and net cash outflows of ₹63.33 Crores,
 - Associates reflecting share of net profit of the Parent Bank of ₹ 102.23 Crores.

These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the quarterly financial results and the year to date results, to the extent they have been derived from such interim financial statements is based solely on the report of such other auditors. Our opinion is not qualified in the respect of this matter.

9. We have also relied on the un-audited financial statements of Four associates as made available to us by the management of the Parent Bank based on which share of profit of ₹47.65 Crores have been considered in consolidation.
10. Our opinion is not qualified in respect of the matters stated in para 7 and 8 above.

For Grover, Lalla & Mehta
Chartered Accountants
(ERN 002830N)



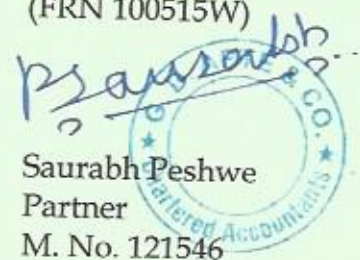
Alok Goyal
Partner
M. No. 501529

For B. Rattan & Associates
Chartered Accountants
(ERN 011798N)



Bharat Rattan
Partner
M. No. 090682

For G. D. Apte & Co.
Chartered Accountants
(FRN 100515W)



Saurabh Peshwe
Partner
M. No. 121546

Place: Mumbai

Date : May 22, 2017