

**SIXTH ANNUAL TRUSTEE REPORT TO THE UNIT HOLDERS OF
IL&FS MUTUAL FUND (IDF)**

Dear Unitholders,

We have pleasure in presenting the 6th (Sixth) Annual Report of the Schemes of IL&FS Mutual Fund (IDF) for the year ended March 31, 2019, along with the Audited Financial Statements of the Schemes

The Mutual Fund received registration from Securities & Exchange Board of India (SEBI) on February 1, 2013, with IL&FS Infra Asset Management Limited (“the AMC”) as the Investment Manager, and commenced its operations

**(1) BRIEF BACKGROUND OF TRUST, SPONSOR, TRUSTEE COMPANY AND
ASSET MANAGEMENT COMPANY**

(a) IL&FS INFRASTRUCTURE DEBT FUND (IDF):

IL&FS Mutual Fund (IDF) (“the Mutual Fund” or “the Infrastructure Debt Fund”) has been constituted as a Trust on January 21, 2013 in accordance with the provisions of the Indian Trusts Act, 1882 (2 of 1882) with IL&FS Investment Managers Limited as the Sponsor and IL&FS AMC Trustee Limited as the Trustee. The Trust Deed was amended and restated on September 5, 2013 and further amended on January 16, 2017. The Trust Deed has been registered under the Indian Registration Act, 1908. SEBI on February 1, 2013 registered IL&FS Mutual Fund (IDF) under Registration No. MF/072/13/02

(b) SPONSOR:

IL&FS Investment Managers Limited (IIML) is the Sponsor of IL&FS Mutual Fund (IDF)

Established in 1989, IIML has been an early and in many instances, the first investor across various sectors such as Telecom, City Gas Distribution, Shipyards, Retail, and Media. IIML has an aggregate investment experience spanning nearly two decades and across industry sectors. IIML’s experience covers the entire Private Equity life cycle – right from raising funds, investing, monitoring and planning exits

Broadly IIML’s focus can be categorised into a) Infrastructure b) Real Estate and c) Growth Private Equity i.e. manufacturing, technology, retail, media, agriculture & consumer services etc.

(c) **THE TRUSTEE:**

IL&FS AMC Trustee Limited, the Trustee Company is a Public Limited Company incorporated under the Companies Act, 1956 on December 4, 2012 and at present having its registered office at The IL&FS Financial Centre, 1st Floor, Plot C-22, G Block, Bandra Kurla Complex, Bandra East, Mumbai- 400051, India. The Original Trust Deed between the parties was registered on January 21, 2013 and was amended and restated on September 5, 2013 and further amended on January 16, 2017. The Trustee, through its Board of Directors, shall discharge its obligations as Trustee of the IL&FS Mutual Fund (IDF). The Trustee ensures that the transactions entered into by the AMC are in accordance with the SEBI Regulations and will also review the activities carried on by the AMC. IL&FS AMC Trustee Limited is a wholly owned subsidiary of IL&FS Investment Managers Limited. IL&FS Investment Managers Limited holds 100% of the share capital of IL&FS AMC Trustee Limited along with 6 nominee shareholders

DIRECTORS OF IL&FS AMC TRUSTEE LIMITED

Dr Malini Shankar*	Associate Director
Mr Balasubramanian Narasimhan	Independent Director
Mr Ranjan Dhawan	Independent Director
Mr Chandrahas Charekar**	Independent Director

*Appointed w.e.f. October 29, 2018

**Appointed w.e.f. February 6, 2019

Independent Directors in terms of SEBI (Mutual Funds) Regulations, 1996

(d) **ASSET MANAGEMENT COMPANY (AMC):**

IL&FS Infra Asset Management Limited (IIAML) is a Public Limited Company incorporated under the Companies Act, 1956 on January 8, 2013 and at present having its Registered Office at “The IL&FS Financial Centre, 1st Floor, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051”. IL&FS AMC Trustee Limited (Trustee Company) and IL&FS Infra Asset Management Limited (IIAML) have executed the Investment Management Agreement (IMA) on January 21, 2013 whereby the Trustee Company appointed IIAML as the Asset Management Company of the IL&FS Mutual Fund (IDF)

This IMA was Amended and Restated on September 5, 2013 and further amended on January 16, 2017. IIAML is a subsidiary of IL&FS Investment Managers Limited. IL&FS Investment Managers Limited along with 6 nominee shareholders holds 86.61% and LIC of India holds 7.72% of IIAML’s share capital. Whereas, General Insurance Corporation of India, United India Insurance Company Limited and National Insurance Co Ltd holds 1.89% each of IIAML’s share capital

DIRECTORS OF IL&FS INFRA ASSET MANAGEMENT LIMITED
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Mr Nand Kishore*	Associate Director
Mr Jignesh Shah*	Associate Director

Note: *Appointed as Chairman w.e.f. October 25, 2018

**Appointed as Managing Director & CEO w.e.f. September 24, 2018

Mr Manish Panchal has been appointed as an Independent Director w.e.f. April 24, 2019

(2) Investment Objectives of the Schemes:

In June 2013, the First Scheme, IL&FS Infrastructure Debt Fund - Series 1-A, 1-B and 1-C, having specified maturity of 5, 7 and 10 years was launched and the Private Placement Offer was closed in December 2013 with a total corpus of ₹ 750 crore

In March 2014, the Second Scheme, IL&FS Infrastructure Debt Fund - Series 2-A, 2-B and 2-C having specified maturity of 5, 8 and 12 years was launched and the Private Placement Offer was closed in April 2015 with a total corpus of ₹ 575 crores

IL&FS Infrastructure Debt Fund - Series 3-A having specified maturity of 5 years was launched through Private Placement Offer and the scheme was closed in January 2018 with a corpus of ₹ 140 crore

IL&FS Infrastructure Debt Fund - Series 3-B having specified maturity of 7 years was launched through Private Placement Offer and the scheme was closed in May 2018 with a corpus of ₹ 153 crore

The investment objective of the above Scheme/s is to generate income and capital appreciation by investing primarily in infrastructure debt instruments as permitted by SEBI from time to time. There is no assurance or guarantee that the objective of the Scheme will be realised

(3) Basis and Policy of Investment Underlying the Scheme:

Pursuant to SEBI Circular No. MSD/ Cir-6/73/2000 dated July 27, 2000, the Board of Asset Management Company has set up an Investment Committee, which consists of Managing Director & CEO of the Company, Member of Core Operating Committee, IL&FS, Chief Investment Officer (CIO) as its members. The Investment Committee consider, review and approve the Investment proposals and related matters. A comprehensive investment policy to identify, select and invest in infrastructure has been laid down by the AMC

The price and redemption value of the units, and income from them, can go up as well as down with the fluctuations in the market value of its underlying investments in securities or fair value

(4) Scheme Performance, Outlook, Statutory Auditors report, Operations of the Schemes and Investor Services:

Till date, IL&FS IDF has launched Schemes as mentioned below:

- (a) **IL&FS Infrastructure Debt Fund – Series 1A, 1B and 1C** - with minimum tenure of 5, 7 and 10 years respectively. The performance of these schemes since inception is given below as on March 31, 2019:

Scheme Name	Last 1 year		Last 3 year		Last 5 year		Since inception	
	Scheme return	Bench mark *	Scheme return	Bench mark *	Scheme return	Bench mark *	Scheme return	Bench mark *
IIDF Series - 1A	-14.32%	6.72%	2.00%	7.61%	-	-	5.51%	9.26%
IIDF Series - 1B	10.21%	6.72%	10.76%	7.61%	-	-	10.92%	9.26%
IIDF Series - 1C	10.50%	6.72%	11.18%	7.61%	-	-	11.08%	9.26%
IIDF Series - 3A	10.56%	6.72%	-	-	-	-	10.56%	7.73%

* **Benchmark** – Crisil Composite Bond Fund Index

Past performance may or may not be sustained in future. Returns greater than 1 year period are compounded annualized (CAGR)

The above return is net of applicable expenses and benchmark return is on a gross basis (IIDF - IL&FS Infrastructure Debt Fund)

For the Scheme, IL&FS Infrastructure Debt Fund-Series 2, the drawdowns are yet to be completed. Hence, the NAV will be available after the completion of the drawdown

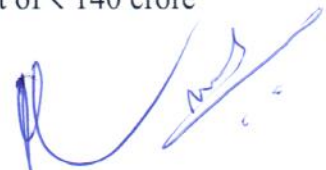
For the Scheme, IL&FS Infrastructure Debt Fund-Series 3B, performance will be provided after completion of one year

Maturity of IL&FS Infrastructure Debt Fund – Series 1A

Series 1A completed 5 (five) years of its tenure on April 29, 2019. IL&FS Infrastructure Debt Fund Series 1A was successfully redeemed on its maturity date

- (b) **IL&FS Infrastructure Debt Fund – Series 2-A, 2-B and 2-C** - with minimum tenure of 5, 8 and 12 years respectively. These schemes were closed on April 17, 2015 for aggregate amount of ₹ 575 crore and has called 70% of the commitment amount as of March 31, 2019

- (c) **IL&FS Infrastructure Debt Fund – Series 3-A** - with minimum tenure of 5 years. The scheme closed on January 31, 2018 for aggregate amount of ₹ 140 crore



- (d) **IL&FS Infrastructure Debt Fund – Series 3-B** - with minimum tenure of 7 years. The scheme closed on May 7, 2018 for aggregate amount of ₹ 153 crore

(e) **Comments on Accounts**

Investors are informed that investment of schemes in IL&FS Wind Energy Limited (IWEL) was due on April 15, 2019 amounting to Rs. 75 crores (Rs. 71.50 crore in Scheme 1A and Rs. 3.50 crore in Scheme 1B). The Board of Directors of Asset Management Company and Trustee Company approved to write off the same as the sale process of IWEL assets was ongoing and it was not possible to recover the amount by April 15, 2019. Also, Scheme 1A was maturing on April 29, 2019 and for the purpose of redemption, these investments were written off and the balance were distributed to the unit holders at applicable NAV. Investors may kindly note that IWEL in other schemes are not yet been written off since the sale of assets is under progress. Detailed explanation is given in note 22 of the financial statements for Series 1 and note 21 for Series 2 and 3

As and when the amount is recovered from the sale of assets of IWEL, the same shall be returned pro-rata to all unitholders of the redeemed scheme

(f) **Current Ratings of IL&FS Schemes:**

Rating letters of Schemes of IL&FS Mutual Fund (IDF) were issued by Rating Agencies i.e. CARE and India Ratings in April 2019. Rating of the Schemes were downgraded, mainly, on account of downgrade of securities and deterioration of the financial profile of IL&FS (Ultimate Holding Company)

Scheme IA	IND BBB idf-mf/ Rating Watch Negative	CARE A (MF-IDF) (watch with developing implications)
Scheme IB	IND A- idf-mf/ Rating Watch Negative	CARE A+ (MF-IDF) (watch with developing implications)
Scheme IC	IND A+ idf-mf/ Rating Watch Negative	
Scheme 2A, 2B, 2C	IND A+ idf-mf/ Rating Watch Negative	--
Scheme 3A, 3B	IND A+ idf-mf/ Rating Watch Negative	CARE AA- (MF-IDF) (watch with developing implications)

(g) Outlook:

Due to unprecedented action, pursuant to the orders of the National Company Law Tribunal (Mumbai) (“NCLT”) dated October 1, 2018, the Government of India superseded the Board of our ultimate parent company Infrastructure Leasing and Financial Services Limited (“IL&FS”) and nominated new Board Members

The New Board is engaged in evolving a transparent resolution process, while keeping public interest, financial stability, legality, various stakeholder interests (including interests of our joint venture partners) and commercial feasibility in view

The Fund as on March 31, 2019 had a corpus of ₹ 20,903 million across 8 (eight) schemes. The Fund has successfully launched a seven year close ended scheme and raised ₹ 1,530 million from institutional investors during the year in May, 2018 on back of the strong foundation laid by it in the last few years

As per the Asset Divestment Plan of Infrastructure Leasing & Financial Services Limited (IL&FS) (Ultimate Holding Company), the IL&FS Mutual Fund (IDF) business is up for sale alongwith its Holding Company, IIML & its subsidiary businesses

Expression of Interest were invited by the Merchant Bankers appointed for the same and the Company has completed submission of due diligence requirements.

The sale process will be subject to finalization of the transaction structure by IL&FS and receipt of requisite approvals, including, the approval of the Board, approval of the Board of the Directors and shareholders of IIML (as may be required), approvals required under various contracts executed by IIML and /or its subsidiaries and associates and also approvals under applicable law and approval of the NCLT

(h) Investor Services:

As stipulated under SEBI circular no. Cir/IMD/DF/2/2010 dated May 13, 2010, there were no investor complaints received during the period April 2018 to March 2019. The report as stipulated by SEBI is provided under **Annexure 1**

(5) Significant Accounting Policies:

The Significant Accounting Policies form part of the Notes to the Accounts annexed to the Balance Sheet of the Schemes. The Accounting policies are in accordance with Securities and Exchange Board of India (Mutual Funds) Regulations 1996

(6) Unclaimed Dividends & Redemptions as on March 31, 2019:

The Scheme/s launched are close ended Scheme with investors having a minimum investment horizon of 5 years and has not yet declared any dividend till date. Hence, there are no instances of unclaimed Dividends and Redemptions as on March 31, 2019

(7) **Statutory Information:**

IL&FS Financial Services Limited (IFIN), the erstwhile Sponsor, has made an initial contribution of ₹ 5,00,000/- for setting up the Fund

Full Annual Report shall be put on the website (www.ilfsinfrafund.com) and shall be available for inspection at the Head Office of the Fund. On written request, present and prospective unitholder/investors can obtain copy of the trust deed, the full annual report of the Fund / AMC and the text of the relevant scheme

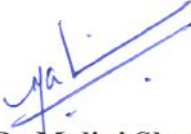
(8) **Acknowledgements:**

We wish to thank the unit holders of the Fund for their overwhelming response and support throughout the year and also extend gratitude to the Government of India, the Securities and Exchange Board of India (SEBI), the Reserve Bank of India (RBI), the Association of Mutual Funds in India (AMFI) and the Financial Intelligence Unit (FIU) for the guidance provided by them. Further, we would also like to take this opportunity to express our appreciation towards the Registrar and Transfer Agent, Fund Accountant, Custodian, Banker/s, Auditors, Distributor/s and all Service Provider/s for their support.


Further we wish to express our gratitude towards Sponsor to the Fund for their continued trust and support. Lastly, we would like to place on record our appreciation of the contribution made by the dedicated and committed team of employees of IL&FS Infra Asset Management Limited as well as directions received from Nominee appointed by Ultimate Holding Company (IL&FS) on the Board of Asset Management and Trustee Company

We look forward to your continued support and assure you of our commitment to quality products and services from the Mutual Fund

For and on behalf of the Board of **IL&FS AMC Trustee Limited**
(Trustee to IL&FS Mutual Fund (IDF))



Dr Malini Shankar
Chairperson



Ranjan Dhawan
Director

Date: September 23, 2019
Place: Mumbai

Redressal of Complaints received during		2018-2019																
Name of the Mutual Fund		IL&FS Mutual Fund (IDF)																
Total Number of Folios		86																
Complaint code	Type of complaint#	(a) No. of complaints pending at the beginning of the year	(b) No of complaints received during the year	Action on (a) and (b)				Action on (a) and (b)				Action on (a) and (b)						
				Within 30 days	30-60 days	60-180 days	Beyond 180 days	Non Actionable*	0-3 months	3-6 months	6-9 months	9-12 months	0-3 months	3-6 months	6-9 months	9-12 months		
I A	Non receipt of Dividend on Units	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
I B	Interest on delayed payment of Dividend	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
I C	Non receipt of Redemption Proceeds	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
I D	Interest on delayed payment of Redemption	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
II A	Non receipt of Statement of Account/Unit Certificate	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
II B	Discrepancy in Statement of Account	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
II C	Data corrections in Investor details	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
II D	Non receipt of Annual Report/Abridged Summary	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
III A	Wrong switch between Schemes	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
III B	Unauthorized switch between Schemes	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
III C	Deviation from Scheme attributes	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
III D	Wrong or excess charges/load	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
III E	Non updation of changes viz. address, PAN, bank details, nomination, etc	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
IV	Others **	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

including against its authorized persons/ distributors/ employees. etc.

*Non actionable means the complaint that are incomplete / outside the scope of the mutual fund

** If others include a type of complaint which is more than 10% of overall complaint, provide that reason separately

Example : Complaint number from I A to III E is 1000 and Others alone is 500 and transmission linked complaints (within others) are 200 then provide Transmission as separate reason (V) along with all other parameters



INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of IL&FS AMC Trustee Limited

Report on the Financial Statements

1. Qualified Opinion

We have audited the accompanying financial statements of the following Schemes of **IL&FS Mutual Fund (IDF) – closed ended Debt Schemes** (the "Schemes") which comprise the Balance Sheet as at March 31, 2019, the Revenue Account and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

Name of Schemes
IL&FS Infrastructure Debt Fund Series 1A
IL&FS Infrastructure Debt Fund Series 1B
IL&FS Infrastructure Debt Fund Series 1C

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the aforesaid financial statements of the Schemes mentioned above give a true and fair view in conformity with the accounting principles generally accepted in India, including the accounting policies and standards specified in the Ninth Schedule to the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996, as amended (the "SEBI Regulations") :

- a) In the case of the Balance Sheet, of the state of affairs of the schemes as at March 31, 2019
- b) In the case of the Revenue Account, of the Deficit in case of scheme 1A and surplus in case of scheme 1B & 1C for the year ended March 31, 2019 and
- c) In the case of the Cash Flow Statement, of the cash flows of the schemes for the year ended March 31, 2019.

2. Basis for Qualified Opinion

- a) Schemes have investment in Zero Coupon Bond of IL&FS Wind Energy Limited (IWEL). First tranche of repayment of aforesaid investment was due on April 15, 2019 of Rs. 75,00,00,000 but IWEL has made default in repaying the same. The Board of Directors has written off the aforesaid amount of Rs. 75,00,00,000 in Scheme 1A and 1B amounting to Rs. 71,50,00,000 & Rs. 3,50,00,000 respectively. (refer note 22 of the financial statements).
- b) The interest accrued on balance investments in Zero Coupon Bond of IL&FS Wind Energy Limited (IWEL) has been reversed on 17th April 2019 in the respective schemes. This has resulted in excess income accrued for the year ended 31 March 2019 in Scheme 1B by Rs. Rs.1,57,76,969 and Scheme 1C by Rs. 2,35,86,569 respectively and consequential impact on the NAV of the units of the respective scheme. (refer note 22 of the financial statements).

- c) As per SEBI Regulations there should be minimum 4 directors in Board of Trustee Company of a mutual fund. Further, Two-third of the trustee directors should be independent directors. There were lesser number of Directors in the Board of Trustee from August 24, 2018 to February 06, 2019.
Also, the number of Independent directors were not as per the prescribed limit of Two-third of the trustee directors from August 24, 2018 to February 06, 2019. (refer note 23 of the financial statements).
- d) As per SEBI Regulations "the Board of directors of Asset Management Company should have at least fifty percent independent directors". There were lesser number of Independent Directors from November 03, 2018 to March 31, 2019. (refer note 24 of the financial statements).

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) issued by the Institute of Chartered Accountants of India ('ICAI'). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Schemes in accordance with the Code of Ethics issued by ICAI together with the ethical requirements that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion on the financial statements.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters

Auditors Response

Existence and Valuation of investments

The investments held by the schemes as on 31 March 2019, mainly comprised of Debt instruments.

There is a risk of existence of investments and that the fair value of investments is not determined appropriately.

Accordingly the existence and valuation of investments is considered as a key audit matter.

We performed the following audit procedures :

- Assessed the design and implementation of controls over existence and valuation of investments.
- Tested the controls set up by Management on sample basis on existence and valuation of Investments.

- Traced, the quantity held as per books with the confirmation provided by Custodian as of year end.
- Tested the valuation of investments on sample basis as per the investment valuation policy approved by the Trustees and with the SEBI Regulations.

4. Information other than financial statements and Auditor's report thereon

The Board of Directors and Management of IL&FS AMC Trustee Limited (the Trustees) and IL&FS Infra Asset Management Limited (the "AMC") are responsible for the other information. The other information comprises the information included in the Trustees Report but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If based on the work we have performed, we conclude that there is a material misstatement of this information, we are required to report the fact. We have nothing to report in this regard.

5. Responsibilities of Management for the Financial Statements

The Board of Directors and Management of IL&FS AMC Trustee Limited (the "Trustee") and IL&FS Infra Asset Management Limited (the "AMC") are responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance, and cash flows of the Schemes in accordance with accounting principles generally accepted in India, including the accounting policies standards specified in the Ninth Schedule to the SEBI Regulations. This responsibility includes maintenance of adequate accounting records in accordance with the SEBI Regulations, the design, implementation and maintenance of adequate internal controls 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.

In preparing the financial statements, management is responsible for assessing the Scheme's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Schemes or to cease operations, or has no realistic alternative but to do so.

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Those Charged with Governance are also responsible for overseeing the Scheme's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- i) Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- ii) Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.
- iii) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- iv) Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Schemes to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Schemes to cease to continue as a going concern.
- v) Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Management, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide to the Management with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

7. Report on Other Legal and Regulatory Requirements

- i) As required by Regulation 55(4) and clause 5(ii)(2) of the Eleventh Schedule of the SEBI Regulations, 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 purpose of our audit;
 - b) The financial statements have been prepared in conformity with the accounting policies and standards specified in the Ninth Schedule to the SEBI Regulations;
 - c) the Balance Sheet, the Revenue Account and the Cash Flow Statement dealt with by this report are in agreement with the books of account of the Schemes.
- ii) As required by the Eight Schedule of the SEBI Regulations, we report that:
- a) In our opinion, and on the basis of information and explanations given to us, the methods used to value non-traded securities as at March 31, 2019 are in accordance with the SEBI Regulations and other guidelines approved by the Board of Directors of the Trustee and the AMC, and are fair and reasonable.

8. Other Matters

The figures of the financial statements for the year ended and as at March 31, 2018 have been audited by another auditor who expressed an unmodified opinion dated April 26, 2018.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W



(S. M. Chitale)
Partner

M. No. 111383

UDIN : 19111383AAAAFO8617

Place: Mumbai

Date: 23rd September, 2019

IL&FS Mutual Fund (IDF)

Balance Sheet as at March 31, 2019

IL&FS Mutual Fund (IDF)	Notes	Series 1A		Series 1B		Series 1C		Amount ₹
		As at March 31, 2019		As at March 31, 2019		As at March 31, 2019		
		As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	
Liabilities								
Unit capital	3	2,38,16,00,000	2,38,16,00,000	2,35,91,00,000	2,35,91,00,000	2,75,93,00,000	2,75,93,00,000	
Reserves and surplus	4	75,54,20,915	1,27,97,35,102	1,65,57,48,578	1,28,39,11,993	1,97,24,70,593	1,52,29,29,800	
Current liabilities and provisions	5	74,33,234	52,86,345	1,44,97,515	52,10,898	1,70,52,770	63,11,222	
Total		3,14,44,54,149	3,66,66,21,447	4,02,93,46,093	3,64,82,22,891	4,74,88,23,363	4,28,85,41,022	
Assets								
Investments	6	90,69,00,000	3,25,99,31,987	3,45,02,05,000	3,32,58,82,000	4,35,06,29,000	4,13,91,31,000	
Other Current assets	7	2,23,75,54,149	40,66,89,460	57,91,41,093	32,23,40,891	39,81,94,363	14,94,10,022	
Total		3,14,44,54,149	3,66,66,21,447	4,02,93,46,093	3,64,82,22,891	4,74,88,23,363	4,28,85,41,022	

As per our report attached
Notes to accounts form an integral part of the
Financial Statements

1 to 30

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

S.M. Chitale
Partner
M.No. 111383



Date: September 23, 2019
Place: Mumbai

For IL&FS Infra Asset Management Limited

Nand Kishore
Chairman
DIN: 08267502

Jignesh Shah
CEO & Managing Director
DIN: 01587849

For IL&FS AMC Trustee Limited

Dr. Malini Shankar
Chairperson
DIN: 01602529

Ranjan Dhawan
Director
DIN: 01599161

N. Vernekar
Neelsh Vernekar
Fund Manager

IL&FS Mutual Fund (IDF)

Revenue Account

Particulars	Notes	Series IA			Series IB			Series IC		
		For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2018		
Income and gains										
Interest income	8	21,21,04,974	39,88,59,330	43,84,69,123	38,74,78,560	51,53,44,059	38,74,78,560	44,57,83,062		
Other income	9	3,61,33,254 (68,24,88,340)	4,29,71,763 2,45,90,562	2,53,86,302 1,77,02,651	4,88,40,394 38,32,414	8,12,730 (9)	4,88,40,394 38,32,414	9,65,30,140 40,73,280		
Profit on sale/redemption of Investments (other than inter-scheme transfers)		-	-	1,75,043	25,31,685	8,50,214	25,31,685	-		
Profit on sale/redemption on inter-scheme transfers		(3,25,11,597)	(2,45,90,637)	(5,28,77,694)	(63,64,098)	(8,50,214)	(63,64,098)	(40,73,280)		
Increase/(Decrease) in unrealised gain in the value of investments		(46,67,61,709)	44,18,31,018	42,89,55,425	43,63,18,955	51,61,56,789	43,63,18,955	54,23,13,202		
Total										
Expenses and losses										
Investment Management fees		4,71,25,477	4,19,41,321	4,66,88,522	4,17,82,687	5,45,46,925	4,17,82,687	4,88,30,074		
Service tax/GST on Investment Management fees		84,82,586	72,49,718	84,03,934	72,22,509	98,18,446	84,03,934	84,41,559		
Trusteeship fees		3,88,883	3,46,316	3,85,277	3,45,006	4,50,125	3,45,006	4,03,197		
Investor Education and Awareness Expenses (Refer Note 2(h))		7,77,766	6,92,622	7,70,553	6,90,013	9,00,250	6,90,013	8,06,392		
Custody Charges		1,64,161	1,65,872	1,65,701	1,65,734	1,93,767	1,65,734	1,70,921		
Other Operating expenses		4,89,643	2,26,766	4,46,203	2,24,283	5,19,503	2,24,283	2,60,479		
Audit Fees		1,23,962	3,00,000	1,58,650	3,00,000	1,86,980	3,00,000	3,75,000		
Total		5,75,52,478	5,09,22,615	5,70,18,840	5,07,30,232	6,66,15,996	5,07,30,232	5,92,87,622		
Surplus/(Deficit) for the year		(52,43,14,187)	39,09,08,403	37,18,36,585	38,55,88,723	44,95,40,793	38,55,88,723	48,30,25,580		
Revenue Reserve brought forward		1,24,72,23,505	83,17,24,465	1,22,76,91,361	83,57,38,540	1,51,72,97,807	83,57,38,540	1,03,01,98,947		
Unrealised Appreciation Reserve at the beginning of the year		72,79,09,318	1,22,26,32,868	1,59,95,27,946	1,22,13,27,263	1,96,68,38,600	1,22,13,27,263	1,51,32,24,527		
Unrealised Appreciation Reserve at the end of the year		3,25,11,597	5,71,02,234	5,62,20,632	6,23,84,730	56,31,993	6,23,84,730	97,05,273		
Net Surplus transferred to Revenue Reserve		(3,25,11,597)	3,25,11,597	(5,28,77,694)	(63,64,098)	(8,50,214)	(63,64,098)	56,31,993		
Refer Note 14 for the total income and expenditure expressed as a percentage of the Average daily net assets		75,54,20,915	1,24,72,23,505	1,65,24,05,640	1,22,76,91,361	1,96,76,88,814	1,22,76,91,361	1,51,72,97,807		

1 to 30

As per our report attached
Notes to accounts form an integral part of the Financial Statements



For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W
S.M. Chitale
Partner
M.No. 111383

Date: September 23, 2019
Place: Mumbai

For IL&FS Infra Asset Management Limited
Nand Kishore
Chairman
DIN: 06267502

For IL&FS AMC Trustee Limited
Dr. Malini Shankar
Chairperson
DIN: 01602529

For IL&FS Mutual Fund (IDF)
Ranjana Dwarwan
Director
DIN: 01599161

Neelish Vernekar
Fund Manager

IL&FS Mutual Fund (IDF)

Cash flow statement

Amount ₹

IL&FS Mutual Fund (IDF) Particulars	Series IA		Series IB		Series IC	
	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018
A. Cash flow from Operating Activities						
Surplus for the year	(52,43,14,187)	39,09,08,403	37,18,36,585	38,55,88,723	44,95,40,793	48,30,25,580
Adjustment for:-						
Interest Income	(21,21,04,974)	(39,88,59,330)	(43,84,69,123)	(38,74,78,560)	(51,53,41,059)	(44,57,83,062)
(Decrease) in unrealised gain in the value of investments	(3,25,11,597)	(2,45,90,637)	(5,28,77,694)	(63,64,098)	(8,50,214)	(40,73,280)
Interest received	39,06,93,570	29,71,53,505	37,85,24,201	32,56,56,660	36,72,11,944	36,62,04,256
Change in assets and liabilities:						
Increase in current liabilities and provisions	18,19,166	7,32,942	89,62,328	7,09,065	1,03,63,507	10,64,751
(Increase) in investments	2,38,55,43,584	(7,89,42,271)	(7,14,45,306)	(12,22,09,902)	(21,06,47,786)	(36,35,98,720)
(Increase)/Decrease in other current assets	(1,97,79,76,938)	(18,37,53,940)	(16,73,32,392)	(19,44,13,401)	2,56,61,087	(1,91,24,456)
Cash used in Operations	3,11,48,624	26,48,672	2,91,98,599	14,88,487	12,59,36,272	1,77,15,069
	(A)					
B. Cash flow from Investing Activities						
	-	-	-	-	-	-
C. Cash flow from Financing Activities						
	-	-	-	-	-	-
	(C)					
Net increase/(Decrease) in cash and cash equivalents	3,11,48,624	26,48,672	2,91,98,599	14,88,487	12,59,36,272	1,77,15,069
Cash and cash equivalents at the beginning of the year	1,03,05,154	76,56,482	94,58,513	79,70,026	1,81,66,498	4,51,429
Cash and cash equivalents at the end of the year	4,14,53,778	1,03,05,154	3,86,57,112	94,58,513	14,41,03,770	1,81,66,498
	(A + B + C)					
Note						
Cash and bank balance as per Note No 7	4,65,67,531	1,15,35,033	3,95,82,452	99,20,740	14,52,93,346	1,85,61,700
Less:- Cash and bank balance earmarked for Investor Education and Awareness	5,84,435	2,56,712	5,79,910	2,55,620	6,86,418	3,08,379
Less:- Cash and bank balance earmarked for Triparty Repo	45,29,318	9,73,167	3,45,430	2,06,607	5,04,158	86,823
Cash & Cash Equivalent as per AS 3 Cash Flow Statements	4,14,53,778	1,03,05,154	3,86,57,112	94,58,513	14,41,03,770	1,81,66,498

1 to 30

As per our report attached

Notes to accounts form an integral part of the Financial Statements

For Muktand M. Chitale & Co.

Chartered Accountants

Firm Regn. No. 106655W

S.M.Chitale

Partner

Mumbai

M.No. 111383

Date: September 23, 2019

Place: Mumbai



For IL&FS Infra Asset Management Limited

Jitendra Shah

CEO & Managing Director

DIN: 01887849

Nand Kishore

Chairman

DIN: 08267502

Neelish Vernekar

Fund Manager

For IL&FS AMC Trustee Limited

Dr. Manoj Shankar

Chairperson

DIN: 01602529

Rani Anshuman

Director

DIN: 01599161

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(1) Background

IL&FS Mutual Fund (IDF) ('the Fund') has been constituted as a Trust in accordance with the provisions of the Indian Trusts Act, 1882 with IL&FS Financial Services Limited ("IFIN") as the Sponsor, IL&FS Infra Asset Management Limited as the Investment Manager and IL&FS AMC Trustee Limited as the Trustee. The Trust Deed has been registered under the Indian Registration Act, 1908 on January 21, 2013 and amended through Deed of amendment on September 5, 2013. The Investment Management Agreement between IL&FS Infra Asset Management Limited (the AMC), IL&FS AMC Trustee Limited (the Trustee) and the trust was executed on January 21, 2013 and amended on September 5, 2013. The Fund has been registered with SEBI on February 1, 2013 under Registration Code MF/072/13/02. With effect from January 1, 2017, sponsor of the Fund was changed from IFIN to IL&FS Investment Managers Limited ("IIML"), consequently Trust Deed and Investment Management Agreement were amended on January 16, 2017.

IL&FS Infrastructure Debt Fund Series 1A, 1B and 1C is a closed ended Scheme for 5 Years, 7 Years and 10 Years respectively. The scheme was launched on June 18, 2013 and units were fully paid up on April 30, 2014 and consequently the maturity period is counted from April 30, 2014. Units are having face value of ₹ 1,000,000 and are fully paid-up. The units are listed on the National Stock Exchange of India on May 7, 2014.

The Investment objective of the scheme is to generate income and capital appreciation by investing primarily in infrastructure debt instruments as permitted by SEBI from time to time.

IL&FS Infrastructure Debt Fund Series 1A was redeemed on its maturity date April 29, 2019 for Rs 3,147,224,281 at the NAV as on that date and money was paid to all the investors on April 30, 2019 (April 29, 2019 was a bank holiday on account of Lok Sabha Elections in Mumbai).

(2) Significant accounting policies

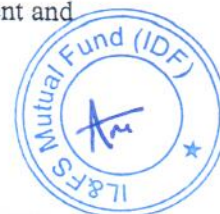
a) Basis of preparation of financial statements

The financial statements are prepared and presented under the historical cost convention, as modified for investments which are stated at fair value at the balance sheet date, on accrual basis of accounting and in accordance with the accounting policies and standards specified in the Ninth Schedule of the Securities and Exchange Board of India (Mutual Funds) Regulations, 1996 as amended (the "SEBI Regulations").

b) Use of estimates

The preparation of financial statements in conformity with Generally Accepted Accounting Principles (GAAP), which requires Management to make judgments, estimates and assumptions that affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis.

Any revision to accounting estimates is recognized prospectively in current and future periods.



c) **Investments**

(i) Basis of accounting

- Transactions for purchase and sale of investments are recorded on trade date. The cost of investments includes all costs incurred in acquiring the investments and incidental to acquisition of investments. Any front end-discount on privately placed investments is reduced from the cost of such investments.
- Broken period interest paid/received is not included in the cost of purchase of investments.

(ii) Valuation

- Investments for the purpose of valuation are classified as traded and non-traded in accordance with the provisions of the SEBI Regulations. Investments are valued following the "Principles of Fair Valuation" approved by the Trustees and AMC.

i. **Debt, Money Market and related securities**-All debt, money market and related securities with residual maturity \leq 60 days:-

All traded investments are valued at price derived from the weighted average Yield to Maturity (YTM) of the traded security for the day. All non-traded investments are valued at amortised price which is computed on straight line basis using the last valuation price so long as their valuation remains within $\pm 0.10\%$ band of the price derived from the reference rate provided by CRISIL Limited (CRISIL) and ICRA Management Consulting Services Ltd (IMACS). In case of amortized value falling outside the above band, the YTM of the asset is adjusted in order to bring the price within the $\pm 0.10\%$ band with suitable justification.

ii. **Debt, Money Market and related securities** -All debt, money market and related securities with residual maturity $>$ 60 days :-

All debt, money market and related securities with residual maturity $>$ 60 days. All traded and non-traded investments are valued at average of scrip level prices provided by CRISIL & IMACS for individual securities. In case CRISIL & IMACS are unable to provide Scrip level prices for the investments due to unavailability of market inputs such as - trades, polls and primary issuances for securities, the securities will be valued at face value or at their effective yield, as determined appropriate by the Investment Manager.

iii. **Investment in Reverse Repo, Triparty Repo and Bills Rediscounting (BRDS):**

Investment in Reverse Repo's, Triparty Repo and BRDS are valued at cost plus accrued interest.

d) **Revenue recognition**

Interest income is recorded on a period proportionate basis.

Profit or loss on sale / redemption of investments represents sale proceeds less weighted average cost and is recognised on a trade date basis.



Transfer of Investments from one scheme to another scheme is made as per the valuation policy in conformity with the investment objective of the scheme to which such transfer has been made.

e) Unrealised appreciation/depreciation on investments

Net unrealized appreciation/depreciation in value of investments is determined for each investments, wherein the cost is compared with the fair value and the resultant appreciation is disclosed under appropriation account and any depreciation is charged to the revenue account.

f) Expenses

The total expense ratio charged to scheme are within the limits prescribed under Regulation 52 of the SEBI Regulations.

All expenses identifiable with any particular scheme are accounted on an accrual basis. Expenses not identifiable with any particular scheme are generally allocated to the schemes in proportion to the number of folios in the schemes or Average Assets under management (AAUM), whichever is more appropriate.

g) Computation of Net Asset Value (NAV)

The NAV of a scheme is computed separately for units issued under the various options of the relevant plans of the IL&FS Infrastructure Debt Fund Series 1A, 1B and 1C, although the corresponding scheme's investments and other net assets are managed as a single portfolio. For computing the NAV for various plans/options, daily income earned, including realized and unrealized gains or losses in the value of investments and expenses incurred by the corresponding scheme are allocated to the plans/options in proportion to the net assets of each plan/option.

h) Investor Education and Awareness Expenses

In compliance with SEBI Circular No. CIR/IMD/DF/21/2012 dated September 13, 2012; the scheme has charged 0.02 % of daily net assets within the maximum limit of total expense ratio as per the SEBI Regulations for investor education and awareness initiatives. Pursuant to the letter dated January 8, 2016, issued by SEBI to AMFI mandating all members to transfer 50% of the Investor Education and Awareness fund balance as at March 31, 2016 and from April 1, 2016 onwards, 50% of the 0.02% of daily net assets aside by the Mutual fund, accordingly the fund has transferred 50% of opening balance and additions for current year to AMFI. The balance amounts are utilized towards investor education and awareness initiative taken by the Mutual Fund/AMC. Allocation for utilization is done in different schemes based on the available balance in each scheme.

Movement for the year ended March 31, 2019 is as follows:-

(Amount ₹)

Particulars	For the Year ended March 31, 2019			
	Opening balance	Additions	Utilisation/ Transfer to AMFI	Closing balance
Series 1A	2,56,712	7,77,766	3,85,424	6,49,054
Series 1B	2,55,620	7,70,553	3,81,754	6,44,419
Series 1C	3,08,379	9,00,250	4,46,325	7,62,304



Movement for the year ended March 31, 2018 is as follows:-

(Amount ₹)

Particulars	For the Year ended March 31, 2018			
	Opening balance	Additions	Utilisation/ Transfer to AMFI	Closing balance
Series 1A	2,27,364	6,92,622	6,63,274	2,56,712
Series 1B	2,26,563	6,90,013	6,60,956	2,55,620
Series 1C	2,66,812	8,06,392	7,64,825	3,08,379

*The closing balance is earmarked with designated bank account in name of Fund. (Refer Note 5 and Note 7). Pending transfer to Investor Education and Awareness Fund, the amount is included in the operating account.

i) **Load**

Pursuant to SEBI circular no SEBI/IMD/CIR NO .4/168230/09 dated June 30, 2009, no entry load is charged.



3 Unit Capital

Particulars	Series 1A		Series 1B		Series 1C	
	As at March 31, 2019		As at March 31, 2019		As at March 31, 2019	
	Units Nos.	Amount ₹	Units Nos.	Amount ₹	Units Nos.	Amount ₹
IL&FS Mutual Fund (IDF)						
Initial Capital Issued and subscribed:						
Units of ₹ 10,00,000	2,256.60	2,25,66,00,000	2,171.60	2,17,16,00,000	2,571.80	2,57,18,00,000
Direct Plan - Growth	125.00	12,50,00,000	187.50	18,75,00,000	187.50	18,75,00,000
Direct Plan - Dividend						
Paid-Up:						
Direct Plan - Growth Face Value ₹ 10,00,000	2,256.60	2,25,66,00,000	2,171.60	2,17,16,00,000	2,571.80	2,57,18,00,000
Units at beginning and end of the year						
Direct Plan - Dividend Face Value ₹ 10,00,000	125.00	12,50,00,000	187.50	18,75,00,000	187.50	18,75,00,000
Units at beginning and end of the year						
Unit Capital at the end of the year	2,381.60	2,38,16,00,000	2,359.10	2,35,91,00,000	2,759.30	2,75,93,00,000



4 Reserves and surplus

Amount ₹

Particulars	Series IA		Series IB		Series IC	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Unrealised Appreciation Reserve						
At the beginning of the year	3,25,11,597	5,71,02,234	5,62,20,632	6,25,84,730	56,31,993	97,05,273
Increase/(Decrease) in unrealised gain in the value of investments	(3,25,11,597)	(2,45,90,637)	(5,28,77,694)	(63,64,098)	(8,50,214)	(40,73,280)
At the end of the year	0	3,25,11,597	33,42,938	5,62,20,632	47,81,779	56,31,993
Revenue Reserve						
At the beginning of the year	1,24,72,23,505	83,17,24,465	1,22,76,91,361	83,57,38,540	1,51,72,97,807	1,03,01,98,947
Transferred to Revenue account	(1,24,72,23,505)	(83,17,24,465)	(1,22,76,91,361)	(83,57,38,540)	(1,51,72,97,807)	(1,03,01,98,947)
Surplus transferred from Revenue account	75,54,20,915	1,24,72,23,505	1,65,24,05,640	1,22,76,91,361	1,96,76,88,814	1,51,72,97,807
At the end of the year	75,54,20,915	1,24,72,23,505	1,65,24,05,640	1,22,76,91,361	1,96,76,88,814	1,51,72,97,807
Total	75,54,20,915	1,27,97,35,102	1,65,57,48,578	1,28,39,11,993	1,97,24,70,593	1,52,29,29,800

Reserves and surplus for each option:-				
Direct Plan - Growth	71,57,72,100	1,21,25,67,279	1,52,41,50,571	1,83,84,37,238
Direct Plan - Dividend Option	3,96,48,814	6,71,67,823	13,15,98,007	13,40,33,355
Total	75,54,20,915	1,27,97,35,102	1,65,57,48,578	1,97,24,70,593



5 Current liabilities and provisions

Amount ₹

Particulars	Series IA		Series IB		Series IC	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
Creditors for						
-Investment Management fee payable	45,04,711	40,52,037	1,29,38,663	40,33,206	1,50,81,569	47,40,508
-Trustee fee payable	37,172	33,436	37,075	33,271	43,204	39,100
-Other payable *	17,84,026	3,75,141	4,05,389	3,73,041	5,45,111	5,29,217
Income received in advance	-	63,575	12,466	12,466	74,794	74,794
Investor Education and Awareness (Refer Note 2(h))	6,49,054	2,56,712	6,44,419	2,55,620	7,62,304	3,08,379
Statutory dues	4,58,271	5,05,444	4,59,503	5,03,294	5,45,788	6,19,224
Total	74,33,234	52,86,345	1,44,97,515	52,10,898	1,70,52,770	63,11,222

* Other payable includes audit fees , internal audit fees, custody fees and RTA fee etc outstanding as at 31 March 2019.



6 Investments

Particulars	Series IA				Series IB				Series IC				Amount ₹
	As at March 31, 2019		As at March 31, 2018		As at March 31, 2019		As at March 31, 2018		As at March 31, 2019		As at March 31, 2018		
	Cost	Market / Fair Value	Cost	Market / Fair Value	Cost	Market / Fair Value	Cost	Market / Fair Value	Cost	Market / Fair Value	Cost	Market / Fair Value	
Non Convertible Debentures Listed On Recognised Stock Exchange	-	-	1,26,43,00,389	1,29,63,20,986	86,38,50,138	86,41,43,000	1,63,86,74,444	1,69,18,45,000	1,37,53,50,213	1,37,64,96,000	1,79,95,00,000	1,80,14,96,000	
Non Convertible Debentures-Privately Placed	90,69,00,000	90,69,00,000	1,96,31,20,000	1,96,36,11,001	2,58,30,11,925	2,58,60,62,000	1,63,09,86,925	1,63,40,31,000	2,97,04,97,007	2,97,41,33,000	2,33,29,99,008	2,33,76,35,000	
Total	90,69,00,000	90,69,00,000	3,22,74,20,389	3,25,99,31,987	3,44,68,62,063	3,45,02,05,000	3,26,96,61,369	3,32,58,81,000	4,34,58,47,220	4,35,06,29,000	4,13,34,99,008	4,13,91,31,000	



7 Other Current assets

Particulars	Series IA		Series IB		Series IC	
	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018	As at March 31, 2019	As at March 31, 2018
	Amount ₹					
Balances with a bank in current account* (Refer Note 2(h))	4,65,67,531	1,15,35,033	3,95,82,452	99,20,740	14,52,93,346	1,85,61,700
Interest /redemption premium accrued but not due on Investment in Non Convertible Debentures	-	17,85,43,596	16,84,01,623	10,84,06,702	24,89,51,017	10,07,53,400
Interest accrued and due on Investment in Non Convertible Debentures	-	45,000	-	50,000	-	67,500
Triparty Repo**	2,18,49,36,618	20,83,83,831	37,06,07,018	20,06,46,449	-	2,10,11,422
Triparty Repo margin	60,50,000	81,82,000	5,50,000	33,17,000	39,50,000	90,16,000
Total	2,23,75,54,149	40,66,89,460	57,91,41,093	32,23,40,891	39,81,94,363	14,94,10,022

* Certain bank accounts of the Scheme are held in the name of the Fund.

** Triparty Repo is registered in the name of the Fund.

@ Includes earmarked balance in Triparty repo placed with CCIL as margin for dealing in Triparty Repo

8 Interest Income

Particulars	Series IA		Series IB		Series IC	
	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018
	Amount ₹					
On Investment in Non Convertible Debentures	18,62,77,601	37,67,19,366	43,34,98,865	37,53,58,752	51,05,75,111	43,20,11,257
On Reverse Repo/Triparty Repo	2,58,27,373	2,21,39,964	49,70,258	1,21,19,808	47,68,948	1,37,71,805
Total	21,21,04,974	39,88,59,330	43,84,69,123	38,74,78,560	51,53,44,059	44,57,83,062

9 Other Income

Particulars	Series IA		Series IB		Series IC	
	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018
	Amount ₹					
Interest on Triparty Repo Margin	88,699	29,493	66,792	29,492	1,09,833	29,491
Upfront fee	1,20,00,000	64,50,000	-	7,00,000	0	15,25,000
Advisory and Other Fees	2,40,44,555	3,64,92,270	2,53,19,510	4,81,10,902	7,02,897	9,49,75,649
Total	3,61,33,254	4,29,71,763	2,53,86,302	4,88,40,394	8,12,730	9,65,30,140



(10) **Investment Management fees**

The Scheme has paid or provided for investment management fees in accordance with the agreement with the AMC as amended from time to time and the Scheme Information Documents read with Statement Additional Information. For the current period, the Scheme has accrued Investment Management Fees at the rate of 1.21% (excluding Service tax/GST) of average daily net assets (AAUM) as follows:

(Amount in ₹)

Infrastructure Debt Fund Series	AAUM for the Year ended March 31, 2019	Management Fees for the Year ended March 31, 2019	AAUM for the Year ended March 31, 2018	Management Fees for the Year ended March 31, 2018
1A	3,88,86,72,488	4,71,25,477	3,46,30,52,659	4,19,41,321
1B	3,85,26,16,123	4,66,88,522	3,44,99,51,638	4,17,82,687
1C	4,50,10,71,252	5,45,46,925	4,03,18,41,034	4,88,30,074

(11) **Trusteeship fees**

The schemes have paid or provided for trustee fees in accordance with the agreement with the Trustee as amended from time to time and the Scheme Information Documents read with Statement of Additional Information. The Trustee is entitled to receive such fee up to an annual rate of 0.01% of the scheme's average daily net assets.

(12) **Custodian fees**

HDFC Bank Limited provides custodian services to the schemes for which it receives custodian fees as per the terms of the custodian agreement.

(13) **Other Expenses**

Other expenses consist of internal audit fees, bank charges and CCIL charges, SEBI Charges, etc.

(14) **Income/Expenditure**

The total income and expenditure as a percentage of the Average daily net assets are as follows:

For the Year ended March 31, 2019:

Infrastructure Debt Fund	Income		Expense Ratio	
	Amount ₹	(%)	Amount ₹	(%)
Series 1A	(46,67,61,709)	-12.00%	5,75,52,478	1.48%
Series 1B	42,88,55,425	11.13%	5,70,18,840	1.48%
Series 1C	51,61,56,789	11.47%	6,66,15,996	1.48%

For the Year ended March 31, 2018:-

Infrastructure Debt Fund	Income		Expense Ratio	
	Amount ₹	(%)	Amount ₹	(%)
Series 1A – Direct Plan	44,18,31,018	12.76%	5,09,22,615	1.47%
Series 1B – Direct Plan	43,63,18,954	12.65%	5,07,30,232	1.47%
Series 1C – Direct Plan	54,23,13,203	13.45%	5,92,87,622	1.47%



(15) Income tax

No income tax provision has been made as the schemes qualify as a recognized Mutual Fund under section 10 (23D) of the Income-tax Act, 1961 and the Direct Tax Laws (Amendment) Act, 1988.

(16) Net Asset Value per unit

(Amount ₹)

Infrastructure Debt Fund	Plan	Face Value	As at March 31, 2019	As at March 31, 2018
Series 1A-Direct Plan	Dividend	1,000,000	13,17,190.5088	15,37,342.5859
	Growth	1,000,000	13,17,190.5088	15,37,342.5859
Series 1B-Direct Plan	Dividend	1,000,000	17,01,856.0369	15,44,238.0533
	Growth	1,000,000	17,01,856.0369	15,44,238.0533
Series 1C-Direct Plan	Dividend	1,000,000	17,14,844.5595	15,51,926.1407
	Growth	1,000,000	17,14,844.5595	15,51,926.1407

(17) Portfolio holding as at year end are as follows:

As at March 31, 2019

Mar-19									
Particulars	Series 1A			Series 1B			Series 1C		
	Fair value (Amount ₹)	% to Net Assets	% to Category	Fair value (Amount ₹)	% to Net Assets	% to Category	Fair value (Amount ₹)	% to Net Assets	% to Category
IL&FS Infrastructure Debt Fund									
Non Convertible Debentures Listed On Recognised Stock Exchange									
Infrastructure Sector									
Bhilwara Green Energy Ltd	-	0.00%	0.00%	11,71,43,000	2.92%	13.56%	45,84,96,000	9.69%	33.31%
IL&FS Solar Power Ltd	-	0.00%	0.00%	54,70,00,000	13.62%	63.30%	61,90,00,000	13.08%	44.97%
IL&FS Wind Energy Ltd	-	0.00%	0.00%	20,00,00,000	4.98%	23.14%	29,90,00,000	6.32%	21.72%
A	-	0.00%	0.00%	86,41,43,000	21.52%	100.00%	1,37,64,96,000	29.09%	100.00%
Non Convertible Debentures Privately Placed									
Infrastructure Sector									
BG Wind Power Ltd	-	0.00%	0.00%	20,73,88,000	5.17%	8.02%	-	0.00%	0.00%
Ad Hydro Power Ltd	-	0.00%	0.00%	40,66,49,000	10.13%	15.72%	48,46,35,000	10.24%	16.30%
Abhitech Developers Pvt Ltd	28,89,00,000	9.21%	31.86%	29,10,00,000	7.25%	11.25%	6,10,00,000	1.29%	2.05%
Bhāngana Hydro Power Ltd	4,40,00,000	1.40%	4.85%	65,60,00,000	16.34%	25.37%	34,80,00,000	7.35%	11.70%
Clean Max Enviro Energy Solutions Private Ltd	39,40,00,000	12.56%	43.44%	2,80,00,000	0.70%	1.08%	3,30,00,000	0.70%	1.11%
Kanchanjunga Power Company Private Ltd	-	0.00%	0.00%	-	0.00%	0.00%	63,00,00,000	13.31%	21.18%
AMRI Hospitals Ltd	-	0.00%	0.00%	2,00,00,000	0.50%	0.77%	12,00,00,000	2.54%	4.03%
Babcock Borsig Ltd	-	0.00%	0.00%	17,00,00,000	4.23%	6.57%	63,70,00,000	13.46%	21.42%
Time Technoplast Ltd	-	0.00%	0.00%	2,90,25,000	0.72%	1.12%	1,04,98,000	0.22%	0.35%
Williamson Magor & Co. Ltd	-	0.00%	0.00%	57,80,00,000	14.40%	22.35%	38,00,00,000	8.03%	12.78%
GHV Hospitality India Pvt Ltd	18,00,00,000	5.74%	19.85%	20,00,00,000	4.98%	7.75%	27,00,00,000	5.71%	9.08%
B	90,69,00,000	28.91%	100.00%	2,58,60,62,000	64.42%	100.00%	2,97,41,33,000	62.85%	100.00%
Total Investment	90,69,00,000	28.91%		3,45,02,05,000	85.94%		4,35,06,29,000	91.94%	
Net Current Assets	2,23,01,20,915	71.09%		56,46,43,578	14.06%		38,11,41,593	8.06%	
Net Assets	3,13,70,20,915	100.00%		4,01,48,48,578	100.00%		4,73,17,70,593	100.00%	

As at March 31, 2018

Mar-18									
Particulars	Series 1A			Series 1B			Series 1C		
	Fair value (Amount ₹)	% to Net Assets	% to Category Total	Fair value (Amount ₹)	% to Net Assets	% to Category Total	Fair value (Amount ₹)	% to Net Assets	% to Category Total
IL&FS Infrastructure Debt Fund									
Non Convertible Debentures Listed On Recognised Stock Exchange									
Infrastructure Sector									
Bhilwara Green Energy Ltd	15,96,99,186	4.36%	12.32%	18,71,43,000	5.14%	11.19%	79,84,96,000	18.65%	46.52%
Sadbhav Infrastructure Project Ltd	42,16,21,800	11.52%	32.52%	70,27,02,000	19.29%	42.03%	-	0.00%	0.00%
IL&FS Solar Power Ltd	-	0.00%	0.00%	54,70,00,000	15.02%	32.72%	61,90,00,000	14.46%	36.06%
IL&FS Wind Energy Ltd	71,50,00,000	19.53%	55.16%	23,50,00,000	6.45%	14.06%	29,90,00,000	6.98%	17.42%
A	1,29,63,20,986	35.41%	100.00%	1,67,18,45,000	45.90%	100.00%	1,71,64,96,000	40.09%	100.00%
Non Convertible Debentures Privately Placed									
Infrastructure Sector									
Babcock Borsig Limited	-	0.00%	0.00%	2,00,00,000	0.55%	1.22%	2,00,00,000	0.47%	0.86%
BG Wind Power Ltd	4,42,20,000	1.21%	2.25%	27,73,88,000	7.61%	16.98%	-	-	-
Ad Hydro Power Ltd	6,54,91,000	1.79%	3.34%	40,66,49,000	11.16%	24.89%	48,46,35,000	11.32%	20.73%
Abhitech Developers Pvt Ltd	48,19,00,000	13.16%	24.54%	-	0.00%	0.00%	-	0.00%	0.00%
Bhāngana Hydro Power Ltd	49,00,00,000	13.38%	24.95%	58,00,00,000	15.92%	35.49%	26,10,00,000	6.09%	11.17%
Clean Max Enviro Energy Solutions Private Ltd	60,00,00,000	16.39%	30.56%	-	0.00%	0.00%	-	0.00%	0.00%
Kanchanjunga Power Company Private Limited	-	0.00%	0.00%	-	0.00%	0.00%	65,00,00,000	15.18%	27.81%
AMRI Hospitals Ltd	10,20,00,001	2.79%	5.19%	2,00,00,000	0.55%	1.22%	12,00,00,000	2.80%	5.13%
Babcock Borsig Limited	-	0.00%	0.00%	15,00,00,000	4.12%	9.18%	55,20,00,000	12.89%	23.61%
GHV Hospitality India Pvt Ltd	18,00,00,000	4.92%	9.17%	20,00,00,000	5.49%	12.24%	27,00,00,000	6.31%	11.55%
B	1,96,36,11,001	53.64%	100.00%	1,63,40,37,000	44.85%	100.00%	2,33,76,35,000	54.59%	100.00%
Total Investment	3,25,99,31,987	89.05%		3,30,58,82,000	90.76%		4,05,41,31,000	94.68%	
Net Current Assets	40,14,03,115	10.95%		33,71,29,993	9.24%		22,80,98,800	5.32%	
Net Assets	3,66,13,35,102	100.00%		3,64,30,11,993	100.00%		4,28,22,29,800	100.00%	



(18) Aggregate value of purchases and sales

The aggregate value of investments purchased and sold (including redeemed) during the period and expressed as percentage of daily average net assets are as follows:

For the Year ended March 31, 2019

(Amount ₹)

IL&FS Infrastructure Debt Fund	For the Year ended March 31, 2019			
	Aggregate value of Purchase (Amount ₹)	Percentage of Average Net Assets	Aggregate value of Sales/Redemption (Amount ₹)	Percentage of Average Net Assets
Series 1A	2,95,47,27,698	75.98%	4,59,27,59,747	118.11%
Series 1B	3,43,08,18,361	89.05%	3,27,06,88,503	84.90%
Series 1C	1,47,00,79,177	32.66%	1,25,82,91,557	27.96%

For the Year ended March 31, 2018

(Amount ₹)

IL&FS Infrastructure Debt Fund	For the Year ended March 31, 2018			
	Aggregate value of Purchase (Amount ₹)	Percentage of Average Net Assets	Aggregate value of Sales/Redemption (Amount ₹)	Percentage of Average Net Assets
Series 1A	2,31,11,20,000	66.74%	2,20,75,87,017	63.75%
Series 1B	1,62,43,88,000	47.08%	1,49,58,14,000	43.36%
Series 1C	2,64,80,00,000	65.68%	2,28,03,28,000	56.56%

(19) Appreciation / Depreciation on Investments

The aggregate appreciation and depreciation in the value of investments are as follows:

(Amount ₹)

Scheme Name	As at March 31, 2019		As at March 31, 2018	
	Appreciation	Depreciation	Appreciation	Depreciation
IL&FS Infrastructure Debt Fund Series 1A				
Non-Convertible Debentures	-	-	3,25,11,597	-
IL&FS Infrastructure Debt Fund Series 1B				
Non-Convertible Debentures	33,42,938	-	5,62,20,631	-
IL&FS Infrastructure Debt Fund Series 1C				
Non-Convertible Debentures	47,81,779	-	56,31,993	-

(20) Aggregate Fair value of Non-Traded Investments

The aggregate fair value of non-traded investments, valued in 'good faith' by the Investment Manager on the basis of the valuation principles laid down by SEBI as follows:

(Amount ₹)

Infrastructure Debt Fund	As at March 31, 2019	As at March 31, 2018
Series 1A	90,69,00,000	3,25,99,31,987
Series 1B	3,45,02,05,000	3,32,58,82,000
Series 1C	4,35,06,29,000	4,13,91,31,000



(21) **Investment in the Securities of the Sponsors and Group Companies of the Sponsors**

The Company has made following investment in the securities of group companies of the sponsors

(Amount ₹)

Infrastructure Debt Fund	Particulars	Fair Value
Series 1A	IL&FS Wind Energy Limited	71,50,00,000
Series 1B	IL&FS Wind Energy Limited	23,50,00,000
Series 1C	IL&FS Wind Energy Limited	29,90,00,000
Series 1B	IL&FS Solar Power Limited (ISPL)	54,70,00,000
Series 1C	IL&FS Solar Power Limited (ISPL)	61,90,00,000

(22) The Fund has investment in Zero Coupon Debentures issued by IL&FS Wind Energy Limited (IWEL).

Sale process is initiated by IL&FS Group for sale of IWEL's stake in its operating wind power assets (Wind SPVs). ORIX which is a 49% shareholder in the Wind SPVs has exercised its right of first refusal and agreed to buy the entire stake in the Wind SPV's.

National Company Law Tribunal (NCLT) has also recently approved the sale of IWEL's Wind SPVs and is now awaiting final approval of Wind SPV lenders. After which the resolution plan of IWEL, the parent company of the wind SPVs will have to be approved by NCLT. The resolution framework is governed as per section 53 of the Insolvency and Bankruptcy Code (IBC), and the same is expected to be resolved at the earliest. The amount realized from ORIX, will be kept in the escrow account which is being established and the Fund is expected to realize the above amounts crystallized as approved by Committee of Creditors as per the cutoff date.

First tranche of repayment of IWEL's investment was due on April 15, 2019 for Rs. 75,00,00,000/- (Rs 71,50,00,000/- in Scheme 1A and Rs 3,50,00,000/- in Scheme 1B). Scheme 1A was maturing on April 29, 2019.

The Board of Directors of IL&FS Infra Asset Management Limited (AMC) and the Board of IL&FS AMC Trustee Limited (Trustee Company) have approved the write off of the amount due along with accrued interest of Rs. 24,66,34,445 & Rs. 1,20,73,015 up to March 31, 2019 in scheme 1A & 1B respectively for IWEL investments as the sale process of IWEL assets was ongoing and it was not possible to recover the amounts by April 15, 2019.

Scheme 1A was redeemed on its maturity date April 29, 2019 for Rs 3,147,224,281 at the NAV as on that date and money was paid to all the investors on April 30, 2019. The amount recovered if any form IWEL against the amount written off as on 31 March 2019 in Scheme 1A will be distributed among the Scheme's investors in proportion of their holding on completion of the NCLT process and after the funds are received from IWEL.

Given the sale proceeds of IWEL is ongoing, the Scheme 1B and Scheme 1C holding IWEL debentures amounting to Rs. 20,00,00,000 & Rs. 29,90,00,000 respectively have not been marked down. This has been approved by Board of the AMC and Trustee Company.

Based on the approval of the Board of Directors of the Asset Management Company on April 15, 2019 and Trustee Company on April 17, 2019 the interest accrued on investments in IWEL from October 01, 2018 to March 31, 2019 amounting to Rs.1.57.76.969 & Rs. 2.35.86.569 in Scheme 1B & Scheme 1C respectively have been



reversed on 17th April 2019 in the respective schemes instead of reversing the same as on March 31, 2019.

Also, on May 23, 2019, in response to an advertisement inviting claims of creditors of IL&FS Group to be submitted up to October 15, 2018 to Grant Thornton appointed as Claims Management Advisor, the Fund being a financial creditor to IWEL has submitted its claim which has been accepted for the outstanding amount as at October 15, 2018.

- (23) As per SEBI Regulations there should be minimum 4 directors in Board of Trustee Company of a mutual fund. Further, Two-third of the trustee directors shall be independent directors. There were lesser number of Directors in the Board of Trustee from August 24, 2018 to February 06, 2019.
Also, Independent directors were not as per the prescribed limit of Two-third of the trustee directors from August 24, 2018 to February 06, 2019.
- (24) As per SEBI Regulations “the Board of directors of Asset Management Company should have at least fifty percent independent directors”
There were lesser number of Independent Directors from November 03, 2018 to March 31, 2019.
- (25) There are no unpaid redemption and unclaimed dividend as at March 31, 2019 (P.Y. Nil).
- (26) (a) There are no unit holders holding over 50% of the net assets in the Schemes as at the Balance Sheet dates.

(b) There are no amounts to be disclosed as required under SEBI Regulation 25 (11) as the Schemes have not made any investments in the Companies or their Subsidiaries which have invested more than 5% of the Net Asset Value for the year ended March 31, 2019 and for the year ended March 31, 2018.
- (27) **Related party disclosure and disclosure under regulation 25(8) of SEBI Regulations**
Related party disclosures pursuant to Accounting Standard 18 “Related Party disclosure” issued by the ICAI and disclosure under regulation 25(8) of SEBI Regulations are made as under:
- a) The following are the related parties by control with whom transaction have been entered during the year:
- Investment Manager: IL&FS Infra Asset Management Limited
 - Trustee: IL&FS AMC Trustee Limited
 - Sponsor: IL&FS Investment Managers Limited. (IL&FS Financial Services Limited, till December 31, 2016)
- b) Details of transactions during the year:

(Amount ₹)

IL&FS Infrastructure Debt Fund Series	1A		1B		1C	
	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018	For the Year ended March 31, 2019	For the Year ended March 31, 2018
Management fees	4,71,25,477	4,19,41,321	4,66,88,522	4,17,82,687	5,45,46,925	4,88,30,074
Trusteeship fees	3,88,883	3,46,316	3,85,277	3,45,006	4,50,125	4,03,197



c) Year-end payables/Receivables:

(Amount ₹)

IL&FS Infrastructure Debt Fund Series	1A		1B		1C	
	As At March 31, 2019	As At March 31, 2018	As At March 31, 2019	As At March 31, 2018	As At March 31, 2019	As At March 31, 2018
Pavable						
Management fees payable	4,504,711	4,052,037	12,938,663	40,33,206	15,081,569	47,40,508
Trusteeship fees payable	37,172	33,436	37,075	33,271	43,204	39,100

(28) Contingent Liabilities details are as under

Details	March 31, 2019	March 31, 2018
Underwriting Commitment	Nil	Nil
Uncalled liability on partly paid-up shares	Nil	Nil
Investment Commitment*	2,00,00,000	2,00,00,000

*The allocation between different schemes of the mutual fund will be done by the fund manager

(29) Segment reporting

The Mutual fund is engaged in business of investing amounts received from investors as unit capital, in accordance with their investment objectives to generate returns. The Investment objective of the scheme is to generate income and capital appreciation by investing primarily in infrastructure debt. Since there is only one business segment and no geographical segments, the segmental reporting disclosures as required by Accounting Standard - 17 "Segment Reporting" have not been made.

(30) Previous year figures have been regrouped and / or rearranged wherever necessary, to correspond to figures of the current year

For Mukund. M. Chitale & Co.
Chartered Accountants
Firm Reg. No. 106655W

Chitale



(S. M. Chitale)
Partner
M. No.111383

For IL&FS Infra Asset Management Limited

Nand Kishore

Nand Kishore
Chairman
DIN: 08267502

Jignesh Shah

Jignesh Shah
CEO & Managing Director
DIN: 01587849

N. V. Vernekar
Neelesh Vernekar
Fund Manager

For IL&FS AMC Trustee Limited

Dr. Malini Shankar

Dr. Malini Shankar
Chairperson
DIN: 01602529

Ranjan Dhawan

Ranjan Dhawan
Director
DIN: 01599161

Date: September 23, 2019
Place: Mumbai