

N. M. RAIJI & CO.
Chartered Accountants
Universal Insurance Building,
Pherozeshah Mehta Road,
Mumbai-400 001. INDIA
Telephone: 2287 0068
2287 3463
Telefax : 91 (22) 2282 8646
E-mail : nmr.ho@nmraiji.com

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF IL&FS INFRA ASSET MANAGEMENT LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **IL&FS INFRA ASSET MANAGEMENT LIMITED** (the "Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under and the Order under section 143 (11) of the Act.

We conducted our audit of the financial statements in accordance with the Standards on Auditing, specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial



statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act, in the manner so required, and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2017;
- b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) in the case of the Cash Flow statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account, as required by law, have been kept by the Company, so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement, dealt with by this Report, are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards prescribed under section 133 of the Act, as applicable.
 - e) On the basis of the written representations received from the directors as on 31st March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017, from being appointed as a director in terms of Section 164 (2) of the Act.
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.



- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the financial statements, as regards its holding and dealings in Specified Bank Notes, as defined in the Notification S.O. 3407(E) dated the 8th November, 2016, of the Ministry of Finance, during the period from 8th November 2016 to 30th December 2016; and such disclosures are in accordance with the books of accounts maintained by the Company.
2. As required by the Companies (Auditor's Report) Order, 2016 (the "Order"), issued by the Central Government, in terms of Section 143(11) of the Act, we give in "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the Order.

For N. M. Raiji & Co.
Chartered Accountants
Firm's Registration No: 108296W



(Vinay D. Balse)
Partner
Membership No. 39434



Place: Mumbai

Date: April 24, 2017

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT
(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date)**

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls over financial reporting of **IL&FS INFRA ASSET MANAGEMENT LIMITED** (the "Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes, in accordance with generally accepted accounting principles. A company's internal financial control over financial



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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company, considering the essential components of internal control stated in the Guidance Note issued by the Institute of Chartered Accountants of India.

For N. M. Raiji & Co.
Chartered Accountants
Firm's Registration No: 108296W


(Vinay D. Balse)
Partner
Membership No. 39434



Place: Mumbai
Date: April 24, 2017

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT


(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) As explained to us, according to accounting practice of the Company, fixed assets are physically verified by the Management at reasonable intervals which, in our opinion, is reasonable, considering the size and nature of business. No material discrepancies were noticed on such verification.
 - (c) The Company does not have any immovable properties of freehold or leasehold land and building and hence reporting under clause 3(i)(c) of the Order is not applicable.
- (ii) The Company does not have any inventory and hence reporting under clause (ii) of Paragraph 3 the Order is not applicable to the Company.
- (iii) According to the information and explanation given to us, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 (the "Act"). Accordingly, sub-clauses (a), (b) & (c) of clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- (iv) According to the information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees. Hence clause (iv) of Paragraph 3 the Order is not applicable to the Company.
- (v) To the best of our knowledge and according to the information and explanations given to us, the Company has not accepted any deposit during the year. Therefore, clause (v) of Paragraph 3 the Order is not applicable to the Company.
- (vi) Having regard to the nature of the Company's business/activities, reporting under clause (vi) of Paragraph 3 the Order is not applicable to the Company.
- (vii) Based on our examination of books of accounts and according to the information and explanations given to us:
- (a) The Company has generally been regular in depositing with appropriate authorities undisputed statutory dues, including Provident Fund, Income-tax, Service Tax, Cess and other material statutory dues, applicable to it, to the appropriate authorities. There were no undisputed amounts payable in respect of the above statutory dues in arrears as at March 31, 2017, for a period of more than six months from the date they became payable.
 - (b) There are no dues of Income-tax and Service Tax, and Cess which have not been deposited with appropriate authorities on account of disputes.
- (viii) The Company has not raised any monies from Financial Institutions, Banks and Government and does not have any outstanding debentures. Hence, clause (viii) of Paragraph 3 the Order is not applicable to the Company.



- (ix) The Company has not raised monies by way of initial public offer or further public offer (including debt instruments) or term loans. Hence, clause (ix) of Paragraph 3 the Order is not applicable to the Company.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The Company does not have any Managing Director and hence reporting under clause (xi) of Paragraph 3 the Order is not applicable to the Company.
- (xii) The Company is not a Nidhi Company. Hence, clause (xii) of Paragraph 3 the Order is not applicable to the Company.
- (xiii) To the best of our knowledge and belief and according to the information and explanations given to us, the Company is in compliance with Section 188 and 177 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Hence, clause (xiv) of Paragraph 3 the Order is not applicable to the Company.
- (xv) To the best of our knowledge and belief and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Act are not applicable.
- (xvi) To the best of our knowledge and belief, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For N. M. Raiji & Co.
Chartered Accountants
Firm's Registration No: 108296W


Vinay D. Balse
Partner
Membership No. 39434



Place: Mumbai

Date: April 24, 2017

IL&FS INFRA ASSET MANAGEMENT LIMITED
 CIN U65191MH2013PLC239438
BALANCE SHEET

Particulars	Notes	Amount ₹			
		As at March 31, 2017	As at March 31, 2017	As at March 31, 2016	As at March 31, 2016
EQUITY AND LIABILITIES					
SHAREHOLDERS' FUNDS					
Share Capital	3	193,980,000		193,980,000	
Reserves and Surplus	4	96,262,667	290,242,667	30,032,117	224,012,117
NON CURRENT LIABILITIES					
Long-term Provisions	5	2,344,227	2,344,227	1,929,250	1,929,250
CURRENT LIABILITIES					
Trade Payables	6	5,415,699		2,486,322	
Other Current Liabilities	7	1,600,524		1,493,455	
Short-term Provisions	8	2,186,772	9,202,995	1,706,961	5,686,738
TOTAL			301,789,889		231,628,105
ASSETS					
NON-CURRENT ASSETS					
Fixed Assets	9				
Tangible Assets		2,143,610		2,764,552	
Intangible Assets		56,398		172,991	
Deferred Tax Assets	10	1,110,889		1,334,400	
Long-Term Loans and Advances	11	31,915,107	35,226,004	43,307,820	47,579,763
CURRENT ASSETS					
Trade Receivables	12	16,018,932		14,600,022	
Cash and Cash Equivalents	13	238,940,073		155,329,823	
Short-Term Loans and Advances	14	5,701,598		10,902,002	
Other Current Assets	15	5,903,282	266,563,885	3,216,495	184,048,342
TOTAL			301,789,889		231,628,105

Notes 1 to 26 annexed hereto forms integrated part of Financial Statements


 As per our report of even date attached
 For N M RAJI & Co.
 Chartered Accountants
 Firm Registration No. 108296W


Vinay D Balse
 Partner
 Membership No 39434
 Mumbai, April 24, 2017


For and on Behalf of the Board


Ramesh C Bawa
 Chairman & Director
 DIN: 00040523


Milind Patel
 Director
 DIN: 00058358


Amit Mainkar
 Chief Financial Officer


Dinesh Ladwa
 Company Secretary

IL&FS INFRA ASSET MANAGEMENT LIMITED			
CIN U65191MH2013PLC239438			
STATEMENT OF PROFIT AND LOSS			
Particulars	Notes	Amount ₹	
		For the year ended March 31, 2017	For the year ended March 31, 2016
REVENUE			
Revenue from Operations	16	171,796,223	136,126,618
Other Income	17	15,690,630	11,009,615
TOTAL		187,486,853	147,136,233
EXPENSES			
Employees Benefit Expenses	18	47,302,120	40,040,194
Operating Expenses	19	37,496,867	38,579,334
Depreciation and Amortization	9	893,615	1,008,513
TOTAL		85,692,602	79,628,041
PROFIT BEFORE TAX		101,794,251	67,508,192
TAX EXPENSES			
Current Tax		31,910,553	13,764,144
Mat Credit		3,429,637	(1,208,079)
Deferred Tax		223,511	9,794,766
		35,563,701	22,350,831
PROFIT FOR THE YEAR		66,230,550	45,157,361
EARNINGS PER SHARE (Face Value ₹ 10 per share)			
Basic and Diluted	20	3.41	2.33


Notes 1 to 26 annexed hereto forms integrated part of Financial Statements


As per our report of even date attached
For N M RAIJI & Co.
Chartered Accountants
Firm Registration No. 108296W

For and on Behalf of the Board


Vinay D Balse
Partner
Membership No 39434
Mumbai, April 24, 2017




Ramesh C Bawa
Chairman & Director
DIN: 00040523


Amit Mainkar
Chief Financial Officer


Milind Patel
Director
DIN: 00058358


Dinesh Ladwa
Company Secretary

IL&FS INFRA ASSET MANAGEMENT LIMITED
 CIN U65191MH2013PLC239438
CASH FLOW STATEMENT

Particulars	Amount ₹	
	For the year ended March 31, 2017	For the year ended March 31, 2016
(A) CASH FLOW FROM OPERATING ACTIVITIES		
Profit for the period	101,794,251	67,508,192
Adjustments for:		
Depreciation	893,615	1,008,513
Interest Income	(14,772,891)	(10,844,482)
Profit from Sale of Fixed Assets	(27,218)	(12,329)
Operating Profit before Working Capital Changes	87,887,757	57,659,894
Adjustments for changes in:		
(Increase) / Decrease in Trade Receivables	(1,418,910)	2,402,254
Increase / (Decrease) in Trade Payables	2,929,377	(41,822,550)
Decrease / (Increase) in Other Current and Non-Current Assets	9,174,181	(1,221,137)
Increase / (Decrease) in Long Term and Other Current Liabilities	107,069	(58,475)
Increase / (Decrease) in Long Term and Short Term Provisions	894,788	(431,722)
	99,574,262	16,528,264
Advance payment of Tax (net of refund)	(27,921,254)	(12,353,667)
NET CASH GENERATED FROM OPERATING ACTIVITIES	A 71,653,008	4,174,597
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(156,080)	(3,129,695)
Proceeds from Sale of Fixed Assets	27,218	12,329
Interest Income received	12,086,104	11,667,823
Fixed Deposits placed during the year	(235,053,845)	(150,000,000)
Fixed Deposits matured during the year	150,000,000	95,000,000
NET CASH USED IN INVESTING ACTIVITIES	B (73,096,603)	(46,449,543)
(C) NET DECREASE IN CASH AND CASH EQUIVALENT	(A+B) (1,443,595)	(42,274,946)
Cash and Cash Equivalent at the beginning of the year	5,329,823	47,604,769
Cash and Cash Equivalent at the end of the year	3,886,228	5,329,823
(Refer Note 13)		

Notes 1 to 26 annexed hereto forms integrated part of Financial Statements

As per our report of even date attached

For N M RAIJI & Co.

Chartered Accountants

Firm Registration No. 108296W


Vinay D Balse

Partner

Membership No 39434

Mumbai, April 24, 2017


For and on Behalf of the Board

Ramesh C Bawa
 Chairman & Director
 DIN: 00040523


Milind Patel
 Director
 DIN: 00058358


Amit Mainkar
 Chief Financial Officer


Dinesh Ladwa
 Company Secretary

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(1) BACKGROUND

IL&FS Infra Asset Management Limited (the “Company”) was incorporated on January 8, 2013, as a direct subsidiary of IL&FS Financial Services Limited (IFIN), which held 86.60% of the paid-up capital of the Company. With effect from January 1, 2017, the Company has become subsidiary of IL&FS Investment Managers Limited (IIML), pursuant to the transfer of IFIN’s shareholding in the Company to IIML. The Company is registered as an investment manager with the Securities and Exchange Board of India (SEBI) under SEBI (Mutual Funds) Regulations, 1996. The principal business of the Company is to provide management advisory and administrative services to IL&FS Mutual Fund (IDF) (the “Fund”) in accordance with the Investment Management Agreement between IL&FS AMC Trustee Limited and the Company, dated January 21, 2013 and amended on September 5, 2013 and amended on January 16, 2017

(2) SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of accounting and preparation of Financial Statements

The Financial Statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (“Indian GAAP”) to comply with the Accounting Standards, specified under Section 133 of the Companies Act, 2013 (the “CA 2013”), as applicable. The Financial Statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year

(b) Use of Estimates

The preparation of Financial Statements in conformity with Indian GAAP, requires the Management to make certain estimates and assumptions considered in the reported amounts of Assets and Liabilities (including Contingent Liabilities), as on the date of the Financial Statements and the reported Income and Expenses during the reporting period. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable. Actual results could differ from these estimates. Any changes in such estimates are recognized prospectively

(c) Property, Plant and Equipment, Intangible Assets and Depreciation/Amortisation

- (i) Fixed Assets, including intangible assets, have been capitalised at the cost of acquisition and other incidental expenses
- (ii) Fixed Assets are stated at cost, less accumulated depreciation and impairment losses, if any




- (iii) Fixed Assets are depreciated on the Straight Line Method at the rates and in the manner specified in Schedule II to the Companies Act, 2013, except in the case of the following assets, which are depreciated over a useful life which is shorter than the life prescribed under Schedule II of the Companies Act 2013, based on the Management's estimate of useful life based on their usage:

Asset Type	Useful Life
Data Processing Equipments- Server and Networking	4 years
Specialised Office Equipment	3 years
Mobile Phones, Tablets and Soft Furnishing	year of capitalisation
Lease Improvements	lease period

Assets costing Rs 5,000 or less, are fully depreciated in the year of capitalisation

(d) **Impairment of Assets**

The carrying values of assets of the cash-generating unit, at each balance sheet date, are reviewed for impairment. If any indication of such impairment exists, the recoverable amounts of those assets are estimated and impairment loss is recognized if the carrying value of those assets is higher than the recoverable amount. The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the estimated future cash flows to its present value by using a discount factor

(e) **Foreign Currency Transactions**

(i) **Initial Recognition**

Foreign currency transactions are recorded at the rate prevailing on the date of transaction. Foreign currency monetary items outstanding as at the Balance Sheet date are restated at the closing rate

(ii) **Measurement as at the balance sheet date**

Non-Monetary items which are carried in terms of historical cost denominated in foreign currency at the Balance Sheet date are reported using the exchange rate prevailing on the date of the transaction

(iii) **Treatment of exchange differences**

Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company are recognized as income / expense in the Statement of Profit and Loss




(f) **Revenue Recognition**

Revenue is recognized when there is reasonable certainty of its ultimate realization/collection.

Investment management and advisory fee is recognized at specific rates agreed upon with the relevant schemes, and is applied on the average daily net assets of each scheme (excluding inter-scheme investments, where applicable, and investments made by the Company in the respective scheme), and are in conformity with the limits specified under SEBI (Mutual Funds) Regulations, 1996, as amended.

Interest income on fixed deposits is accrued proportionately based on the period for which the same is placed

(g) **Employee benefits**

(i) The Provident Fund and National Pension Schemes are considered as defined contribution plans and the Company's contribution to these schemes are charged as an expense in the Statement of Profit and Loss

(ii) The Company has taken a Group Gratuity cum Life Assurance Scheme with HDFC Standard Life Insurance Company Limited for gratuity payable to the employees. Incremental liability based on actuarial valuation as per the projected unit credit method as at the reporting date, is charged as an expense in the Statement of Profit and Loss

(iii) The leave balance is classified as short term and long term based on the leave policy. The compensated absence liability for the expected leave to be encashed has been measured on actual components eligible for leave encashment and expected leave to be availed is valued based on the total cost to the Company. The short term and long term leave have been valued on actuarial basis as per the projected unit credit method as at the reporting date

(h) **Taxation**

Tax expense comprises of current tax and net changes in deferred tax asset or liability during the year. Current tax is the amount of tax payable on taxable income for the year, as determined in accordance with the applicable tax rates and the provisions of the Income tax Act, 1961, and other applicable tax laws

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses, only to the extent that reasonable certainty exists that sufficient future taxable income will be available




against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their reliability

(i) **Provisions, Contingent Liabilities and Contingent Assets**

A provision is recognized when the Company has a present legal or constructive obligation as a result of a past event and it is probable that the outflow of resources would be required to settle the obligation, and in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted at their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. A contingent liability is disclosed unless the possibility of an outflow of resources embodying the economic benefits is remote. Contingent assets are neither recognized nor disclosed in the financial statements

(j) **Cash Flow Statement**

(i) Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

(ii) Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value

(k) **Earnings Per Share**

In determining earnings per share, the Company considers the net profit after tax. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date



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(l) **Preliminary expenses**

Preliminary expenses are written off in the year in which they are incurred.

(m) **Fund Expenses**

Annual recurring expenses related to the schemes of IL&FS Mutual Fund (IDF), which are in excess of internal expense limits, are borne by the Company

The Company also absorbs the expenses relating to the launch of the schemes of IL&FS Mutual Fund (IDF)

(n) **Distribution Commission**

Distribution Commission on closed ended schemes is expensed out over the tenure of the respective schemes, commencing from the month in which units are allotted

(o) **Service Tax Input Credit**

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing the credits

(3) **SHARE CAPITAL**

- (a) The details of the Authorised, Issued, Subscribed and Paid up Share Capital are as below:

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
Authorised 25,000,000 equity shares of ₹ 10 per share	250,000,000	250,000,000
Issued, Subscribed and Paid up 19,398,000 (Previous Year-19,398,000) equity shares of ₹ 10 per share fully paid-up	193,980,000	193,980,000

- (b) The Company has one class of equity shares, having a par value of ₹ 10 per share. Each shareholder is eligible for one vote per share held. The shareholders are entitled to dividend declared on a proportionate basis. On liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding




(c) Details of equity shares held by each shareholder holding more than 5% shares:

Name of the Shareholder	As at March 31, 2017		As at March 31, 2016	
	Number of shares held	% of holding	Number of shares held	% of holding
IL&FS Investment Managers Limited	16,800,000	86.61%	-	-
IL&FS Financial Services Limited	-	-	16,800,000	86.61%
Life Insurance Corporation of India	1,500,000	7.72%	1,500,000	7.72%
Total	18,300,000	94.33%	18,300,000	94.33%

(4) RESERVES AND SURPLUS

The movement in Statement of Profit and Loss is as follows:

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
Balance at the beginning of the year	30,032,117	(15,125,244)
Profit for the year	66,230,550	45,157,361
Total	96,262,667	30,032,117

(5) LONG TERM PROVISIONS

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
For Employee Benefits	2,344,227	1,929,250
Total	2,344,227	1,929,250

(6) TRADE PAYABLES

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
Trade Payables	5,415,699	2,486,322
Total	5,415,699	2,486,322

According to the records available with the Company, there were no dues to Micro Small Enterprises under the Micro, Small and Medium Enterprises Development Act, 2006. Hence disclosures, if any, relating to amounts unpaid as at the year end, together with the interest paid / payable as required under the said Act have not been given.



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(7) OTHER CURRENT LIABILITIES

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
Statutory Dues	1,053,524	926,529
Other payables	547,000	566,926
Total	1,600,524	1,493,455

(8) SHORT TERM PROVISIONS

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
For Employee Benefits	2,186,772	1,706,961
Total	2,186,772	1,706,961

(a) Disclosure as required under AS- 15 – “Employee Benefits”:

- (i) The Company has recognized ₹ 1,534,151/- (previous year -₹1,329,375/-) in the Statement of Profit and Loss, towards defined contribution plans in respect of the Company’s contribution to provident fund
- (ii) The actuarial valuation of the present value of defined benefit obligations was carried out at March 31, 2017. The present value of defined benefit obligations and related service cost were measured using the projected unit credit method

The Company operates funded post retirement defined benefit plans for gratuity, details for which are as follows:

I. Assumption	For the year ended March 31, 2017	For the year ended March 31, 2016
Discount Rate	7.29%	8.04%
Salary Escalation	8.50%	8.50%

(Amount ₹)

Reconciliation of Defined Benefit obligation	For the year ended March 31, 2017	For the year ended March 31, 2016
Opening Defined Benefit obligation	2,820,902	2,533,550
Interest Cost	226,801	202,684
Current Service Cost	479,992	560,382
Benefits paid	-	(440,271)
Actuarial (gain) / loss on obligations	649,773	(35,443)
Liability transferred in / out	425,168	-
Closing Defined Benefit obligation	4,602,636	2,820,902




(Amount ₹)

Recognition of Actuarial Gains/Losses	For the year ended March 31, 2017	For the year ended March 31, 2016
Actuarial gain/(loss) on obligation for the year	(649,773)	35,443
Actuarial gain/(loss) on Plan asset for the year	61,401	62,147
Actuarial gain/(loss) recognized in Statement of Profit and Loss	588,372	97,590

(Amount ₹)

Table of Fair Value of Plan Assets	For the year ended March 31, 2017	For the year ended March 31, 2016
Fair value of plan assets at the start of the year	2,273,159	1,376,929
Expected return on plan assets		
Contributions	182,762	110,154
Benefit paid	1,090,595	1,156,621
Actuarial gains on plan assets	-	(432,692)
	61,401	62,147
Fair value of plan assets at the end of the year	3,607,917	2,273,159

(Amount ₹)

Amount Recognized in the Balance Sheet	As at March 31, 2017	As at March 31, 2016
Present value of benefit/obligations as at the end of the year	4,602,636	2,820,902
Fair value of plan assets at the end of the year	3,607,917	2,273,159
Shortfall	994,719	544,743
Amount Recognized in Balance Sheet*	944,719	544,743

(Amount ₹)

Expenses Recognized in the Statement of Profit and Loss	For the year ended March 31, 2017	For the year ended March 31, 2016
Current Service Cost	479,992	560,382
Net Interest Cost	44,039	92,530
Actuarial (gain) / loss	588,372	(97,590)
Expense Recognized in the Statement of Profit and Loss	1,112,403	555,322




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(9) FIXED ASSETS

Current Year:

Particulars	(Amount ₹)											
	Gross Block(at Cost)					Accumulated Depreciation					Net Block	
	As at April, 2016	Additions	Deletions	As at March31, 2017	As at March31, 2016	For the year	Deletions	As at March31, 2017	As at March31, 2017	As at March31, 2016		
TANGIBLEASSETS												
Data Processing Equipments	2,084,875	59,080	48,000	2,095,955	1,496,683	257,605	48,000	1,706,288	398,667	588,192		
Office Equipments	364,407	97,000	34,749	426,658	289,372	118,899	34,749	373,522	53,136	75,035		
Furniture and Fixtures	1,289,608	-	-	1,289,608	156,277	120,621	-	276,898	1,012,710	1,133,331		
Electronic Installations	406,439	-	-	406,439	24,234	40,566	-	64,800	341,639	382,205		
Lease Improvement	718,650	-	-	718,650	132,861	239,331	-	372,192	346,458	585,789		
Total (A)	4,863,979	156,080	82,749	4,937,310	2,099,427	777,022	82,749	2,793,700	2,143,610	2,764,552		
INTANGIBLE ASSETS												
Licenced Software	451,460	-	-	451,460	278,469	116,593	-	395,062	56,398	172,991		
Total (B)	451,460	-	-	451,460	278,469	116,593	-	395,062	56,398	172,991		
Total (A+B)	5,315,439	156,080	82,749	5,388,770	2,377,896	893,615	82,749	3,188,762	2,200,008	2,937,543		
As at March31, 2015	2,200,744	3,129,695	15,000	5,315,439	1,384,383	1,008,513	15,000	2,377,896	2,937,543			



Previous Year:

(Amount ₹)

Particulars	Gross Block(at Cost)			Accumulated Depreciation			Net Block		
	As at April, 2015	Additions	Deletions	As at March31, 2016	As at March31, 2015	For the year	Deletions	As at March31, 2016	As at March31, 2015
TANGIBLEASSETS									
Data Processing Equipments	1,487,529	597,346	-	2,084,875	1,010,670	486,013	-	588,192	476,859
Office Equipments	242,624	136,783	15,000	364,407	206,049	98,323	15,000	75,035	36,575
Furniture and Fixtures	19,131	1,270,477	-	1,289,608	8,152	148,125	-	1,133,331	10,979
Electronic Installations	-	406,439	-	406,439	-	24,234	-	382,205	-
Lease Improvement	-	718,650	-	718,650	-	132,861	-	585,789	-
Total (A)	1,749,284	3,129,695	15,000	4,863,979	1,224,871	889,556	15,000	2,764,552	524,413
INTANGIBLE ASSETS									
Licensed Software	451,460	-	-	451,460	159,512	118,957	-	172,991	291,948
Total (B)	451,460	-	-	451,460	159,512	118,957	-	172,991	291,948
Total (A+B)	2,200,744	3,129,695	15,000	5,315,439	1,384,383	1,008,513	15,000	2,937,543	816,361
As at March31, 2015	1,519,097	682,630	983	2,200,744	692,906	692,460	983	816,361	



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(10) CURRENT AND DEFERRED TAX

Details of major components of deferred tax assets arising on account of timing differences as on March 31, 2017 are as below:-

(Amount ₹)

Particulars	As at March 31, 2016	Adjusted during the year	As at March 31, 2017
Deferred Tax Assets			
Difference between book and tax depreciation	4,915	80,634	85,549
Others (43B payments and preliminary expenses)	1,329,485	(304,145)	1,025,340
Total	1,334,400	(223,511)	1,110,889

Details of major components of deferred tax assets arising on account of timing differences as on March 31, 2016 are as below:-

(Amount ₹)

Particulars	As at March 31, 2015	Adjusted during the year	As at March 31, 2016
Deferred Tax Assets			
Difference between book and tax depreciation	15,251	(10,336)	4,915
Carry forward losses	9,543,842	(9,543,842)	-
Others (43B payments and preliminary expenses)	1,570,073	(240,588)	1,329,485
Total	11,129,166	(9,794,766)	1,334,400

(11) LONG-TERM LOANS AND ADVANCES

(Amount ₹)

Particulars	As at March 31, 2017	As at March 31, 2016
Unsecured, considered good		
Advance Payment of Tax (net of provision)	2,416,467	6,405,766
MAT Credit Entitlement	-	3,429,637
Security Deposit	4,330	5,500
Prepaid Expense	8,416	10,916
Amortizable Assets (refer note below)	29,485,894	33,456,001
Total	31,915,107	43,307,820

Other Assets includes distribution commission payable on closed ended schemes which are expensed out over the tenure of the schemes from the month in which units are allotted. The unamortized portion to be expensed out in the next year has been disclosed under short-term loans and advances




(12) TRADE RECEIVABLE

Particulars	(Amount ₹)	
	As at March 31, 2017	As at March 31, 2016
Unsecured, Considered good Outstanding for less than 6 months	16,018,932	14,600,022
Total	16,018,932	14,600,022

(13) CASH AND CASH EQUIVALENTS

Particulars	(Amount ₹)	
	As at March 31, 2017	As at March 31, 2016
<u>Balance with Banks</u> Balance with Banks in Current Accounts	3,886,228	5,329,823
<u>Other Bank Balance</u> Term Deposits -with original maturity more than 3 months	235,053,845	150,000,000
Total	238,940,073	155,329,823

(14) SHORT-TERM LOANS AND ADVANCES

Particulars	(Amount ₹)	
	As at March 31, 2017	As at March 31, 2016
<u>Unsecured Advances, considered good</u>		
-CENVAT Input Credits	194,820	4,513,404
-Prepaid Expenses	1,536,171	2,401,077
-Amortizable Assets (Refer Note 11)	3,970,107	3,970,107
<u>Other Advances</u>		
-With Related Party	-	7,205
-With Others	500	10,209
Total	5,701,598	10,902,002

(15) OTHER CURRENT ASSETS

Particulars	(Amount ₹)	
	As at March 31, 2017	As at March 31, 2016
Income Accrued but not due on Fixed Deposit	5,903,282	3,216,495
Total	5,903,282	3,216,495




(16) REVENUE FROM OPERATIONS

Particulars	(Amount ₹)	
	For the year ended March 31, 2017	For the year ended March 31, 2016
Investment Management Fees – Gross	197,427,087	155,120,502
Less: Service Tax	25,630,864	18,993,884
Total	171,796,223	136,126,618

(17) OTHER INCOME

Particulars	(Amount ₹)	
	For the year ended March 31, 2017	For the year ended March 31, 2016
Interest Income on Fixed Deposits	14,772,891	10,844,482
Interest on Income Tax Refund	345,185	152,804
Profit on sale of Fixed Assets	27,218	12,329
Miscellaneous Income	545,336	-
Total	15,690,630	11,009,615

(18) EMPLOYEES BENEFIT EXPENSE

Particulars	(Amount ₹)	
	For the year ended March 31, 2017	For the year ended March 31, 2016
Salaries and Allowances	43,657,008	37,185,508
Contribution to Provident and Other Funds	2,717,437	2,005,146
Staff Training and Welfare Expenses	927,675	849,540
Total	47,302,120	40,040,194



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(19) OPERATING AND ADMINISTRATIVE EXPENSES

Particulars	(Amount ₹)	
	For the year ended March 31, 2017	For the year ended March 31, 2016
Rent	4,862,944	5,080,971
Electricity Charges	103,999	210,952
Rates & Taxes	385,938	1,411,487
Travelling & Conveyance	3,215,331	2,853,385
Legal & Professional Charges	13,353,975	14,122,902
Scheme Administration Expenses	297,914	1,811,238
Repairs & Maintenance	2,592,083	2,594,485
Insurance Expenses	1,072,466	906,452
Software Support Charges	1,599,817	1,398,950
Brand Subscription Charges	1,471,364	1,072,965
Service Charges	753,052	727,149
Directors Sitting Fees	1,445,000	1,250,000
Communication Expenses	445,572	413,302
Printing and Stationery	181,355	370,752
Auditors' Remuneration	380,378	331,678
Distribution Commission	3,970,105	2,573,892
Business Promotion	797,534	1,225,789
Miscellaneous Expenses	268,040	222,985
CSR Contribution	300,000	-
Total	37,496,867	38,579,334

(20) EARNINGS PER SHARE (EPS)

In accordance with the Accounting Standard 20 on 'Earning per Share', the Basic Earnings per Share and Diluted Earnings per Share have been computed by dividing the profit for the year by the weighted average number of equity shares as under:

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Profit attributable for Equity Shareholders (₹)	66,230,550	45,157,361
Weighted Average Number of Equity Shares in calculating Basic EPS	193,980,000	193,980,000
Weighted Average Number of Equity Shares in calculating Diluted EPS	193,980,000	193,980,000
Nominal Value per share (₹)	10	10
Basic and Diluted Earnings per share (₹)	3.41	2.33




(21) Disclosure as required by the AS 18 on “Related Party Disclosures” are made below:

- a) Name of the Related Parties (with whom transactions entered into during the year) and Description of Relationship:

Sr No	Ultimate Holding Company
1	Infrastructure Leasing and Financial Services Limited (IL&FS)
Sr No	Holding Company
1	IL&FS Financial Services Limited (till December 31, 2016) (IFIN)
2	IL&FS Investment Managers Limited (From January 1, 2017)
Sr No	Fellow Subsidiaries
1	IL&FS Financial Services Limited (from January 1, 2017) (IFIN)
2	IL&FS Securities Services Limited (ISSL)
3	Livia India Limited (LIVIA)
4	ISSL CPG BPO Private Limited (ISSL SPG)
5	IL&FS Academy of Applied Development (IAAD)
6	IL&FS Urban Infrastructure Manager Limited (IUIML)
7	IL&FS Transportation Networks Limited (ITNL)
Sr No	Mutual Fund managed by the Company
1	IL&FS Mutual Fund (IDF)
Sr No	Key Managerial Person
1	Mr Jignesh Shah (CEO)
2	Mr Manish Chourasia (CEO till July 7, 2015)
3	Mr Amit Mainkar (Chief Financial Officer)
4	Mr Dinesh Ladwa (Company Secretary)
5	Ms Hemanti Wadhwa (Company Secretary) till January 8, 2016

- b) The nature and volume of transactions during the year ended March 31, 2017, with the above related parties were as follows:

(Amount ₹)

Nature of Transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Mutual Fund managed by the Company	Key Managerial Person
Investment Management Fees Income					
IDF	-	-	-	171,796,223	-
Rent Expenses					
IL&FS	4,695,967	-	-	-	-
IFIN	-	129,620	37,357	-	-
Service Charges Expenses					
IL&FS	13,000	-	-	-	-
IFIN	-	555,039	185,013	-	-
Repairs & Maintenance Expenses					
LIVIA	-	-	2,420,000	-	-
IL&FS	104,480	-	-	-	-
Electricity Charges					
IL&FS	4,798	-	-	-	-
Brand Subscription Charges Expenses					
IL&FS	1,471,364	-	-	-	-
Legal & Professional charges Expenses					
ISSL	-	-	1,872,000	-	-
ISSL CPG	-	-	11,600	-	-
Scheme Administration Expenses					
IDF	-	-	-	297,914	-
Managerial Remuneration Expenses					
Mr Jignesh Shah	-	-	-	-	12,623,094
Mr Amit Mainkar	-	-	-	-	5,904,152
Mr Dinesh Ladwa	-	-	-	-	1,479,504



- c) The nature and volume of transactions during the year ended March 31, 2016, with the above related parties were as follows:

(Amount ₹)

Nature of Transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Mutual Fund managed by the Company	Key Managerial Person
Investment Management Fees Income					
IDF	-	-	-	136,126,618	-
Rent Expenses					
IL&FS	3,372,961	-	-	-	-
IFIN	-	1,708,010	-	-	-
Service Charges Expenses					
IL&FS	28,500	-	-	-	-
IFIN	-	691,256	-	-	-
Repairs & Maintenance Expenses					
LIVIA	-	-	2,200,000	-	-
Brand Subscription Charges Expenses					
IL&FS	1,072,965	-	-	-	-
Legal & Professional charges Expenses					
ISSL	-	-	3,718,911	-	-
ITCL	-	-	110,000	-	-
ISSL CPG	-	-	11,600	-	-
Staff Training and Welfare Expenses					
IAAD	-	-	20,000	-	-
Scheme Administration Expenses					
IDF	-	-	-	1,811,238	-
Managerial Remuneration Expenses					
Mr Manish Chourasia	-	-	-	-	2,448,082
Mr Jignesh Shah	-	-	-	-	8,768,687
Mr Amit Mainkar	-	-	-	-	5,593,767
Mr Dinesh Ladwa	-	-	-	-	176,496
Ms. Hemanti Wadhwa	-	-	-	-	3,781,338

- d) Statement of significant balances as at March 31, 2017 are as follows:

(Amount ₹)

Nature of Transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Mutual Fund managed by the Company
Trade Receivables				
IDF	-	-	-	16,005,166
IAAD	-	-	956	-
IUIML	-	-	8,047	-
ITNL	-	-	4,763	-
Short Term Loans and Advances				
IL&FS	-	-	-	-
Trade Payables				
IL&FS	7,254	-	-	-
IFIN	-	-	136,276	-
IDF	-	-	-	297,914




e) Statement of significant balances as at March 31, 2016 are as follows:

(Amount ₹)

Nature of Transactions	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Mutual Fund managed by the Company
Trade Receivables				
IDF	-	-	-	13,667,284
IAAD	-	-	622	-
IUIML	-	-	16,061	-
IL&FS	22,752	-	-	-
Short Term Loans and Advances				
IL&FS	7,205	-	-	-
Trade Payables				
IL&FS	12,384	-	-	-
IFIN	-	85,149	-	-
ISSL	-	-	333,891	-
IDF	-	-	-	1,347,142

(22) FOREIGN CURRENCY EXPENDITURE

(Amount ₹)

Particulars	For the year ended March 31, 2017	For the year ended March 31, 2016
Travelling Expenses	1,469,487	348,281
Legal & Professional Charges	4,023,532	3,636,187
Business Promotion	-	110,768
Total	5,493,019	4,095,236

(23) SEGMENT REPORTING

The Company acts as the Asset Manager for the schemes of IL&FS Mutual Fund (IDF). As the Company is engaged in only one business segment and has no geographical segments, the Balance Sheet at March 31, 2017, and the Statement of Profit and Loss for the year ended March 31, 2017 pertain to one business segment

(24) CSR EXPENDITURE:

- Gross amount required to be spent by the Company during the year – ₹ 298,442
- Amount spent during the year on :

	In cash	Yet to be paid in cash	Total
(i) Construction/acquisition of any asset	300,000	-	300,000
(ii) On purposes other than (i) above	-	-	-

The Company has donated ₹ 300,000 to a NGO, Able Disable All People Together (ADAPT) for a specific project (acquiring a Bus)



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- (25) Pursuant to the notification issued by the Ministry of Corporate Affairs dated March 30, 2017, the disclosure of transaction in Specified Bank notes (SBN) during the period November 8, 2016 to December 30, 2016 are as follows:-

	SBNs	Other denomination notes	Total
Closing cash in hands as on 08.11.2016	Nil	Nil	Nil
(+) Permitted receipts	Nil	Nil	Nil
(-) Permitted payments	Nil	Nil	Nil
(-) Amount deposited in Banks	Nil	Nil	Nil
Closing cash in hands as on 30.12.2016	Nil	Nil	Nil

- (26) Previous year figures have been regrouped and / or rearranged wherever necessary, in order to make them comparable with the figures of the current year

As per our report of even date attached

For N M RAIJI & Co.

Chartered Accountants

Firm Registration No. 108296W



Vinay D Balse

Partner

Membership No. 39434




Ramesh C Bawa

Chairman & Director

DIN: 00040523



Milind Patel

Director

DIN: 00058358



Amit Mainkar

Chief Financial Officer



Dinesh Ladwa

Company Secretary

Mumbai, April 24, 2017