

**N. M. RAIJI & CO.**  
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## **INDEPENDENT AUDITOR'S REPORT**

### **TO THE MEMBERS OF IL&FS INFRA ASSET MANAGEMENT LIMITED**

#### **1. 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 March 31, 2014, and the Statement of Profit and Loss for the period from January 8, 2013 to March 31, 2014 and Cash Flow Statement for the period then ended, and a summary of significant accounting policies and other explanatory information.

#### **2. Management's Responsibility for the Financial Statements**

Management of the Company is 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 Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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.

#### **3. Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. 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. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements, 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 the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

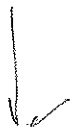
**4. Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the 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 March 31, 2014;
- (b) In the case of the Statement of Profit and Loss, of the loss for the period ended on that date; and
- (c) In the case of the Cash Flow Statement, of the cash flows for the period ended on that date.

**5. Report on Other Legal and Regulatory Requirements**

- (i) As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India, in terms of sub-section (4A) of section 227 of the Companies Act, 1956, we enclose in the Annexure a statement of the matters specified in paragraph 4 and 5 of the said Order.
- (ii) Further to our comments in the Annexure referred to in Paragraph 5(i) above, as required by section 227(3) of the Act, we report that:
  - a. we have obtained all the information and explanation which, to the best of our knowledge and belief, were necessary for the purpose of our audit;
  - b. in our opinion proper books of account, as required by law, have been kept by the Company, so far as appears from our examination of those books;
  - c. the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of account;
  - d. in our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement, dealt herewith, comply with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956.



- e. on the basis of written representations received from the Directors and taken on record by the Board of Directors, none of the Directors is disqualified, as at the balance sheet date, from being appointed as a Director in terms of section 274 (1) (g) of the Companies Act, 1956;
- f. since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956, nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.

**For N. M. RAIJI & CO.**  
Chartered Accountants  
Firm Registration No : 108296W



**VINAY D BALSE**  
Partner  
Membership No. 39434

Place : Mumbai

Date : April 23, 2014

**Annexure to the Auditor's Report**

Referred to in paragraph 5 (i) of the Auditors Report of even date of **IL&FS INFRA ASSET MANAGEMENT LIMITED**.

- i. a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets;
- b) According to the information and explanations given to us, the Company has verified fixed assets during the period, the frequency of which, in our opinion, is reasonable having regard to the size of the Company and nature of its operations;
- c) During the period, none of the fixed assets have been disposed off and therefore it does not affect the going concern assumption;
- ii. The nature of the Company's activities is such that, the provisions relating to inventories as mentioned in clause ii of the said order are not applicable;
- iii. According to the information and explanations given to us, the Company has neither granted nor taken any loans, secured or unsecured, to/from companies, firms or other parties covered in the register maintained under Section 301 of the Companies Act, 1956. Consequently, clause 3(b), (c), (d), (e), (f), and (g) of the Order are not applicable to the Company.
- iv. In our opinion and according to the information and explanation given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchase of fixed assets and sale of services;
- v. (a) In our opinion and according to the information and explanations given to us, there are no contracts or arrangements particulars of which need to be entered into the register maintained under section 301 of the Companies Act, 1956.
- (b) In our opinion and according to the information and explanations given to us, there were no transactions made in pursuance of contracts or arrangements exceeding the value of rupees five lakhs which were required to be entered in the register maintained under Section 301 of the Companies Act, 1956.
- vi. The Company has not accepted any deposits from the public;
- vii. The Company has an internal audit system commensurate with its size and the nature of its operations;
- viii. The nature of the Company's activities is such that, the provisions relating to clause (d) of sub-section (1) of section 209 of the Companies Act, 1956 is not applicable;
- ix. a) According to the records and the information and explanations provided to us, the Company is regular in depositing with the appropriate authorities, undisputed statutory dues including income tax, sales tax, wealth tax, service tax, custom duty, excise duty and other statutory dues applicable. No undisputed amounts payable were outstanding as at March 31, 2014 for a period of more than six months from the date they became payable;



- b) As at the Balance Sheet date, the Company does not have any unpaid undisputed dues of sales tax, income tax, service tax, excise duty, custom duty, wealth tax, cess;
- x. The Company has accumulated losses at the end of the period and has incurred cash losses during the period. There are no losses in respect of the immediately preceding previous period as this is first accounting period for the Company.
- xi. The Company has not taken any loans from financial institutions or banks or debenture holders and hence there is no question of default in repayment;
- xii. According to the information and explanations given to us and based on our examination of the records, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities;
- xiii. The Company is not a chit fund / nidhi / mutual benefit fund / society / hence clause xiii of the Order is not applicable;
- xiv. In our opinion and according to the information and explanations given to us, the Company is not dealing or trading in shares, securities, debentures and other investments;
- xv. On the basis of the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions;
- xvi. Based on the information and explanations given to us, the Company has not borrowed any funds; hence clauses xvi and xvii of the Order are not applicable;
- xvii. During the period, the Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956;
- xviii. The Company has not issued any debentures; hence clause xix of the Order is not applicable;
- xix. During the period, the Company has not raised funds by way of public issue.
- xx. Based on the audit procedures performed and the information and explanations given to us by the management, we report that no fraud on or by the Company has been noticed or reported.





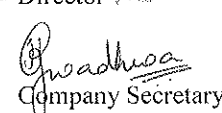
**For N. M. RAIJI & CO.**  
Chartered Accountants  
Firm Registration No : 108296W








**VINAY D BALSE**  
Partner  
Membership No. 39434

Place : Mumbai

Date : April 23, 2014

IL&FS INFRA ASSET MANAGEMENT LIMITED			
BALANCE SHEET			
Particulars	Notes	Amount ₹	
		As at March 31, 2014	As at March 31, 2014
<b>EQUITY AND LIABILITIES</b>			
<b>SHAREHOLDERS' FUNDS</b>			
Share Capital	3	183,000,000	130,905,690
Reserves and Surplus	4	(52,094,310)	
<b>NON CURRENT LIABILITIES</b>			
Long-term Provisions	5	878,791	878,791
<b>CURRENT LIABILITIES</b>			
Trade Payables	6	5,955,366	10,528,921
Other Current Liabilities	7	1,720,251	
Short-term Provisions	8	2,853,304	
<b>TOTAL</b>			<b>142,313,402</b>
<b>ASSETS</b>			
<b>NON-CURRENT ASSETS</b>			
Fixed Assets	9		3,282,689
Tangible Assets		432,916	
Intangible Assets		393,275	
Long-Term Loans and Advances	11	2,456,498	
<b>CURRENT ASSETS</b>			
Trade Receivables	12	17,805,053	139,030,713
Cash and Cash Equivalents	13	112,623,926	
Short-Term Loans and Advances	14	5,241,508	
Other Current Assets	15	3,360,226	
<b>TOTAL</b>			<b>142,313,402</b>
Notes 1 to 24 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 23, 2014	 Director RB	 Director	
	 Company Secretary		

<b>IL&amp;FS INFRA ASSET MANAGEMENT LIMITED</b>		
<b>STATEMENT OF PROFIT AND LOSS</b>		
		<b>Amount ₹</b>
<b>Particulars</b>	<b>Notes</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
<b>REVENUE</b>		
Revenue from Operations	16	14,042,359
Other Income	17	9,789,192
<b>TOTAL</b>		<b>23,831,551</b>
<b>EXPENSES</b>		
Employees Benefit Expenses	18	41,070,358
Operating Expenses	19	34,162,597
Depreciation and Amortization	9	692,906
<b>TOTAL</b>		<b>75,925,861</b>
<b>LOSS BEFORE TAX</b>		<b>(52,094,310)</b>
<b>LOSS FOR THE YEAR</b>		<b>(52,094,310)</b>
<b>EARNINGS PER SHARE (Face Value ₹ 10 per share)</b>		
Basic and Diluted	21	(3.66)
Notes 1 to 24 annexed hereto forms integrated part of Financial Statements		
<p><b>As per our report of even date attached</b>  <b>For N M RAIJI &amp; Co.</b>  Chartered Accountants  Firm Registration No. 108296W</p>		<p><b>For and on Behalf of the Board</b></p>
 <b>VINAY D BALSE</b> Partner Membership No 39434 Mumbai, April 23, 2014	 Director	 Director <span style="float: right;">MP</span>
	 Company Secretary	 



Amount ₹


Particulars		For the period from January 8, 2013 to March 31, 2014
<b>(A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
Loss for the period		(52,094,310)
<b>Adjustments for:</b>		
Depreciation		692,906
Interest Income		(9,789,192)
Provision for Employee Benefits		1,042,747
<b>Operating (Loss) before Working Capital Changes</b>		<b>(60,147,849)</b>
<b>Adjustments for changes in:</b>		
Increase in Trade Receivables		(17,805,053)
Increase in Trade Payables		5,955,366
Increase in Other Current and Non-Current Assets		(2,556,795)
Increase in Long Term and Other Current Liabilities		1,720,251
		<b>(72,834,080)</b>
Advance payment of Tax		(2,451,863)
<b>NET CASH USED IN OPERATING ACTIVITIES</b>	<b>A</b>	<b>(75,285,943)</b>
<b>(B) CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Fixed Assets		(1,519,097)
Interest Income received		6,428,966
<b>NET CASH USED IN INVESTING ACTIVITIES</b>	<b>B</b>	<b>4,909,869</b>
<b>(C) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Proceeds from Issue of Shares		183,000,000
<b>CASH GENERATED FROM FINANCING ACTIVITIES</b>	<b>C</b>	<b>183,000,000</b>
<b>(D) NET INCREASE IN CASH AND CASH EQUIVALENT</b>	<b>(A+B+C)</b>	<b>112,623,926</b>
Cash and Cash Equivalent at the beginning of the period		-
Cash and Cash Equivalent at the end of the period (Refer Note 13)		112,623,926

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 23, 2014

For and on Behalf of the Board

  
Director  
  
Company Secretary

  
Director



**NOTES FORMING PART OF THE FINANCIAL STATEMENTS****(1) BACKGROUND**

IL&FS Infra Asset Management Limited (the "Company") was incorporated on January 8, 2013 and is a direct subsidiary of IL&FS Financial Services Limited. 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

**(2) SIGNIFICANT ACCOUNTING POLICIES****(a) Basis for preparation of Financial Statements**

The Financial Statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India, including the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006. All income and expenditure having a material bearing on the Financial Statements are recognized on an accrual basis

The preparation of Financial Statements requires the Management to make 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 the preparation of the Financial Statements are prudent and reasonable. Actual results could differ from these estimates. Any changes in such estimates are recognized prospectively

**(b) Fixed Assets, Depreciation and Impairment**

- (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 (other than Furniture & Fixtures and Electrical Installations) are depreciated on the Straight Line Method, at the rates and in the manner specified in Schedule XIV to the Companies Act, 1956, except in the case of certain assets, which are depreciated at the rates as indicated below:

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Asset Type	Useful Life
<b><u>Tangible Fixed Assets</u></b>	
Data Processing Equipments	25% (4 years)
Office Equipments	33.33% (3 years)
<b><u>Intangible Assets</u></b>	
Licensed Software	Over the tenure of the license but not exceeding 5 years

- (iv) Assets costing Rs 5,000 or less, are fully depreciated in the year of purchase
- (v) Depreciation on Furniture and Fixtures and Electrical Installations is provided for on the Written Down Value Method, at the rates and in the manner provided in Schedule XIV to the Companies Act, 1956
- (vi) 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 recognised if 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

(c) **Revenue Recognition**

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

Investment management and advisory fee is recognised at specific rates agreed with the relevant schemes, 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 is recorded on an accrual basis.

(d) **Employee benefits**

- (i) Contributions to Provident Fund are charged to the Statement of Profit and Loss as per applicable law/ rules

- (ii) The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for lump sum payment to vested employees at retirement, death while in employment, or on termination of employment of an amount equivalent to 15 days' salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Present Value of the obligation under such defined benefit plan is determined based on actuarial valuation using the projected unit credit method. The actuarial gains and losses are recognised immediately in the Statement of Profit and Loss. The Company is in the process of forming a approved Gratuity Trust
- (iii) The leave balance has been classified as Short-term and Long-term, based on the best estimates after considering the past trends. The Short-term leave encashment liability for the expected leave to be encashed has been measured by actuary on actual component eligible for leave encashment and expected Short-term leave to be availed is valued at total cost to the Company. Long-term leave is valued on actuarial basis determined on the basis of projected unit cost method

(e) **Taxation**

Tax expense comprises of Current Tax and net changes in Deferred Tax Assets or Liabilities during the period. Current Tax is determined at the amount of tax payable in respect of taxable income for the period as per the Income Tax Act, 1961

Deferred Tax Assets and Liabilities are recognised for the future tax consequences of timing differences arising from differences in accounting policies as per the accounts drawn up under the Companies Act and the Income Tax Act. Deferred Tax Assets in the event of non existence of carry forward losses and unabsorbed depreciation under tax laws are recognised when it is reasonably certain that there will be future taxable income. With regard to carry forward losses and unabsorbed depreciation, Deferred Tax Assets are recognized only when it is virtually certain that there will be future taxable profits. Deferred tax assets and liabilities are measured using substantively enacted tax rates. The effect on deferred tax assets and liabilities of a change in tax rate is recognised in the Statement of Profit and Loss in the period to which the substantive enactment applies

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

A provision is recognised 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 are not discounted to their present value and are determined based on the best estimates at the balance sheet date required to settle the obligation. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimates. A contingent liability is disclosed unless the possibility of an outflow of resources embodying the economic benefits is remote. Contingent Assets are neither recognised nor disclosed in the financial statements

(g) **Cash Flow Statement**

(i) Cash flows are reported using the indirect method, whereby profit/(loss) 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 and Cash Equivalents comprises of Balance in Bank Current Accounts

(h) **Foreign Currency Transactions**

(i) **Foreign Currency Transactions and Balances**

**Initial Recognition**

Foreign currency transactions are recorded at the rate prevailing on the date of the transaction

**Conversion**

Foreign currency monetary items are restated using the exchange rate prevailing at the reporting date. Non-monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction

**Exchange Differences**

Exchange differences on foreign currency short-term monetary items are recognised as income or as expenses, as the case may be, in the period in which they arise

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(i) **Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit after tax for the period attributable to the equity shareholders of the Company by weighted average number of equity shares outstanding during the period

Diluted earnings per share is calculated by dividing the net profit after tax for the period attributable to the equity shareholders of the Company by weighted average number of equity shares determined by assuming conversion on exercise of conversion rights for all potential dilutive securities

(j) **Preliminary expenses**

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

(k) **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)

(3) **SHARE CAPITAL**

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

Particulars	(Amount ₹)	
	As at	March 31, 2014
<b>Authorised</b> 25,000,000 Equity shares of ₹ 10 per share		<b>250,000,000</b>
<b>Issued, Subscribed and Paid up</b> 18,300,000 Equity shares of ₹ 10 per share fully paid-up		<b>183,000,000</b>

(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 proportionate basis. On liquidation of the Company, the Equity shareholders are eligible to receive remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding



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

Name of the Shareholder	As at March 31, 2014	
	Number of shares held	% of holding
IL&FS Financial Services Limited	16,800,000	91.80%
Life Insurance Corporation of India	1,500,000	8.20%
<b>Total</b>	<b>18,300,000</b>	<b>100.00%</b>

(4) RESERVES AND SURPLUS

The movement in Statement of Profit and Loss as follows:

(Amount ₹)

Particulars	As at March 31, 2014
Loss for the period	(52,094,310)
<b>Total</b>	<b>(52,094,310)</b>

(5) LONG TERM PROVISION

(Amount ₹)

Particulars	As at March 31, 2014
For Employee Benefits	878,791
<b>Total</b>	<b>878,791</b>

(6) TRADE PAYABLES

(Amount ₹)

Particulars	As at March 31, 2014
Trade Payable	5,955,366
<b>Total</b>	<b>5,955,366</b>

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 period and together with the interest paid / payable as required under the said Act have not been given.




## (7) OTHER CURRENT LIABILITIES

Particulars	(Amount ₹)
	As at March 31, 2014
Statutory Dues	1,187,196
Other payables	533,055
<b>Total</b>	<b>1,720,251</b>

## (8) SHORT TERM PROVISION

Particulars	(Amount ₹)
	As at March 31, 2014
For Employee Benefits	2,853,304
<b>Total</b>	<b>2,853,304</b>

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

**Defined Contribution Plan**

- (i) The Company has recognized ₹ 1,123,003/- in the Statement of Profit and Loss towards defined contribution plans in respect of the Company’s Contribution to Provident Fund

**Defined Contribution Plan**

- (ii) The Actuarial valuation of the present value of defined benefit obligations were carried out at March 31, 2014. The present value of defined benefit obligations and related service cost were measured using the projected unit credit method

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

I. Assumption	
Discount Rate	9.33%
Salary Escalation	6.50%



(Amount ₹)

<b>Reconciliation of Defined Benefit obligation</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
Opening Defined Benefit obligation	-
Interest Cost	-
Current Service Cost	1,672,868
Actuarial loss on obligations	(1,650,436)
Liability transferred In	1,650,436
<b>Closing Defined Benefit obligation</b>	<b>1,672,868</b>

(Amount ₹)

<b>Recognition of Actuarial Gains/Losses</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
Actuarial gain/(loss) on obligation for the period	(1,650,436)
<b>Actuarial gain/(loss) recognized in Statement of Profit and Loss</b>	<b>(1,650,436)</b>

(Amount ₹)

<b>Amount Recognized in the Balance Sheet</b>	<b>As at March 31, 2014</b>
Present value of benefit/obligations as at the end of the period	1,672,868
<b>Amount Recognised in Balance Sheet*</b>	<b>1,672,868</b>

\*Amount includes transfer of ₹ 1,650,436/- from Group Companies on account of transfer of employees with effect from April 1, 2013

(Amount ₹)

<b>Expenses Recognized in the Statement of Profit and Loss</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
Current Service Cost	1,672,868
Actuarial (gain) / loss	(1,650,436)
<b>Expense Recognized in the Statement of Profit and Loss</b>	<b>22,432</b>

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IL & FS INFRA ASSET MANAGEMENT LIMITED							Amount ₹
Note 9: Fixed Assets							
Particulars	Gross Block (at Cost)			Accumulated Depreciation		Net Block As at March 31, 2014	
	Additions	Deductions	As at March 31, 2014	for the period As at March 31, 2014	Deduction		
<b>TANGIBLE ASSETS</b>							
Data Processing Equipments	909,295	-	909,295	556,367	-	352,928	
Office Equipments	155,270	-	155,270	86,623	-	68,647	
Furniture and Fixtures	19,131	-	19,131	7,790	-	11,341	
<b>Total (A)</b>	<b>1,083,696</b>	<b>-</b>	<b>1,083,696</b>	<b>650,780</b>	<b>-</b>	<b>432,916</b>	
<b>INTANGIBLE ASSETS</b>							
Licensed Software	435,401	-	435,401	42,126	-	393,275	
<b>Total (B)</b>	<b>435,401</b>	<b>-</b>	<b>435,401</b>	<b>42,126</b>	<b>-</b>	<b>393,275</b>	
<b>Total (A+B)</b>	<b>1,519,097</b>	<b>-</b>	<b>1,519,097</b>	<b>692,906</b>	<b>-</b>	<b>826,191</b>	

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**(10) CURRENT AND DEFERRED TAX**

No provision for current income tax has been made in view of the taxable loss for the period. In the absence of virtual certainty of earning taxable income in the subsequent years, the Company has not recognized a Deferred Tax Asset on its carry forward losses and unabsorbed depreciation.

**(11) LONG-TERM LOANS AND ADVANCES**

(Amount ₹)

Particulars	As at March 31, 2014
<u>Unsecured, considered good</u>	
Advance Payment of Tax	2,451,863
Security Deposit	500
Prepaid Expense	4,135
<b>Total</b>	<b>2,456,498</b>

**(12) TRADE RECEIVABLE**

(Amount ₹)

Particulars	As at March 31, 2014
<b>Unsecured, Considered good</b>	
Outstanding for less than 6 Months	17,805,053
<b>Total</b>	<b>17,805,053</b>

**(13) CASH AND CASH EQUIVALENTS**

(Amount ₹)

Particulars	As at March 31, 2014
<u>Balance with Banks</u>	
Balance with Banks In Current Accounts	5,723,926
<u>Other Bank Balance</u>	
Term deposits -with less than 12 months maturity	106,900,000
<b>Total</b>	<b>112,623,926</b>

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## (14) SHORT-TERM LOANS AND ADVANCES

(Amount ₹)

Particulars	As at March 31, 2014
<u>Unsecured Advances, considered good</u>	
CENVAT Input credits	2,155,513
Prepaid Expenses	945,055
<u>Other Advances</u>	
- With Related Party	369,053
- With Others	1,771,887
<b>Total</b>	<b>5,241,508</b>

## (15) OTHER CURRENT ASSETS

(Amount ₹)

Particulars	As at March 31, 2014
Income Accrued but not due on Fixed Deposit	3,360,226
<b>Total</b>	<b>3,360,226</b>

## (16) REVENUE FROM OPERATIONS

(Amount ₹)

Particulars	For the period from January 8, 2013 to March 31, 2014
Investment Management Fees – Gross	15,777,995
Less: Service Tax	1,735,636
<b>Total</b>	<b>14,042,359</b>

## (17) OTHER INCOME

(Amount ₹)

Particulars	For the period from January 8, 2013 to March 31, 2014
Interest Income	9,789,192
<b>Total</b>	<b>9,789,192</b>

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**(18) EMPLOYEES BENEFIT EXPENSES**

(Amount ₹)

<b>Particulars</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
Salaries and Allowances	39,028,333
Contribution to Provident and Other Funds	1,212,391
Staff Training and Welfare Expenses	829,634
<b>Total</b>	<b>41,070,358</b>

**(19) OPERATING AND ADMINISTRATIVE EXPENSES**

Operating and Administrative Expenses consists of:

(Amount ₹)

<b>Particulars</b>	<b>For the period from January 8, 2013 to March 31, 2014</b>
Rent	6,158,486
Electricity Charges	182,512
Rates & Taxes	5,540,204
Travelling & Conveyance	3,507,091
Legal & Professional Charges	9,168,926
Insurance Expenses	685,762
Brand Subscription Charges	161,644
Service Charges	3,650,554
Director Sitting Fees	735,000
Business Promotion Expenses	3,164,770
Communication Expenses	253,007
Printing and Stationery	608,000
Auditors Remuneration	250,000
Miscellaneous Expenses	96,641
<b>Total</b>	<b>34,162,597</b>

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**(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 Loss for the period by the weighted average number of equity shares as under:

Particulars	For the period from January 8, 2013 to March 31, 2014
(Loss) attributable for Equity Shareholders (₹)	(52,094,310)
Weighted Average Number of Equity Shares in calculating Basic EPS	14,221,317
Weighted Average Number of Equity Shares in calculating Diluted EPS	14,221,317
Nominal Value per share (₹)	10
Basic and Diluted Earnings per share (₹)	(3.66)

**(21) RELATED PARTY TRANSACTIONS**

(a) As per the Accounting Standard - 18 on 'Related Party Transactions', the related parties As at March 31, 2014 are as follows:

(i) **Ultimate Holding Company:**

Infrastructure Leasing & Financial Services Ltd.

(ii) **Holding Company:**

IL&FS Financial Services Ltd.

(iii) **Mutual Fund Managed by The Company:**

IL&FS Mutual Fund (IDF)

(iv) **Fellow Subsidiaries**

(Entities where the Company has transactions during the period)

IL&FS Energy Development Co Ltd  
 IL&FS Securities Services Limited  
 IL&FS Trust Company Limited  
 IL&FS Technologies Limited

(b) The nature and volume of transactions with the Related parties during the period ended March 31, 2014 are as follows:-

(Amount ₹)

Name of the Related Party	Relationship	Nature of Transactions	For the period from January 8, 2013 to March 31, 2014
IL&FS Financial Services Limited	Holding Company	<b>Operating Expenses</b> Rent Expenses Car Parking Charges Service Charges  <b>Equity Share Capital</b> -Issuance of Equity shares	6,135,624 231,774 513,075  168,000,000
Infrastructure Leasing and Financial Services Limited	Ultimate Holding Company	<b>Operating Expenses</b> -Brand Subscription Charges	161,644
IL&FS Mutual Fund (IDF)	Mutual Fund managed by the Company	<b>Revenue From Operations</b> -Management Fees  <b>Operating Expenses</b> - Other Expenses	14,042,359  997,943
IL&FS Energy Development Company Limited	Fellow Subsidiary	<b>Operating Expenses</b> - Legal and Professional	2,500,000
IL&FS Securities Services Limited	Fellow Subsidiary	<b>Operating Expenses</b> -Legal and Professional	486,612
IL&FS Trust Company Limited	Fellow Subsidiary	<b>Operating Expenses</b> -Legal and Professional	200,000
IL&FS Technologies Limited	Fellow Subsidiary	<b>Operating Expenses</b> - IT Service Charges	1,778,291

Amount Receivable/Payable as at March 31, 2014 is as follows:-

(Amount ₹)

Name of the Related Party	Relationship	Receivable	Payable
IL&FS Mutual Fund (IDF)	Mutual Fund managed by the Company	14,305,053	997,943
Infrastructure Leasing and Financial Services Limited	Ultimate Holding Company	17,991	126,794
IL&FS Financial Services Limited	Holding Company	351,062	4,253,207
IL&FS Securities Services Limited	Fellow Subsidiary	-	285,997

**(22) FOREIGN CURRENCY EXPENDITURE**

(Amount ₹)

Particulars	For the period from January 8, 2013 to March 31, 2014
Travelling Expenses	267,410
<b>Total</b>	<b>267,410</b>

**(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 one business segment and no geographical segments, the Balance Sheet at March 31, 2014, and the Statement of Profit and Loss for the period ended March 31, 2014 pertain to one business segment

**(24)** As these are the first financial statements of the Company, for the period January 8, 2013 (date of incorporation) to March 31, 2014, there are no figures for the previous period

As per our report of even date attached

For and on behalf of the Board

For N M RAIJI &amp; Co.

Chartered Accountants


Firm Registration No. 108296D



VINAY D. BALSE

Partner

Membership No. 39434


  
Director



Director

Mumbai, April 23, 2014



Company Secretary

## DIRECTOR'S REPORT

To the Shareholders  
 IL&FS Infra Asset Management Limited

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The Directors are pleased to present the First Annual Report along with the audited financial statement for the period from January 8, 2013 (date of incorporation) to March 31, 2014 ('period')

### I. PREAMBLE:

The Company was incorporated under the Companies Act, 1956 on January 8, 2013 by the Holding Company, IL&FS Financial Services Limited (IFIN). During the period under review, IFIN as a Settlor and IL&FS AMC Trustee Limited ('the Trustee Company'), as a trustee, set up a registered Trust named IL&FS Mutual Fund (IDF) ('the Fund') on January 21, 2013 by contributing an amount of ₹5 Lakhs towards the corpus. This Trust Deed was restated, amended and registered on September 5, 2013

The Trustee Company vide an Investment Management Agreement ('IMA') dated January 21, 2013 appointed the Company to be the Asset Management Company of the Fund for the day to day operations of the Fund. The IMA has been amended and restated on September 5, 2013. SEBI vide registration certificate number MF/072/13/02 dated February 1, 2013 registered the Fund and permitted the Company to be the Asset Management Company of the Fund

### II. FINANCIALS:

Particulars	Amount in ₹million
Total Income	23.83
Total Expenditure	75.94
Profit/Loss before Tax	<b>(52.09)</b>
Less: (Provision for tax)	--
Net Profit/(Loss) for the year	<b>(52.09)</b>





### III. DIVIDEND:

The Company has incurred a loss of ₹52.09 million during the period. In view of losses, your Directors do not recommend any dividend for the period under review

### IV. OPERATIONS OF THE COMPANY:

#### (1) Business Plan

The Company is the Asset Management Company of IL&FS Mutual Fund (IDF), which has been established as the first Infrastructure Debt Fund under SEBI (Mutual Funds) Regulations, 1996 in India. Honorable Finance Minister, Mr P. Chidambaram, inaugurated the Fund on February 9, 2013. The Company has formulated a comprehensive Business Plan, whereby it will cater to the infrastructure needs of the Country by garnering funds from domestic financial institutions and foreign investors. The first Scheme, IL&FS Infrastructure Debt Fund- Series 1-A, 1-B and 1-C of the Fund raised ₹750 crore from investors in December 2013, thereby achieving distinction of being the first Infrastructure Debt Fund under mutual fund format to raise funds from investors. Aforesaid scheme was assigned highest rating of “AAAidf-mf” by India Ratings & Research (an affiliate of Fitch Ratings) and CARE Ratings. Investments to the tune of ₹375 crore have already been committed in 3 infra projects. The second Scheme of the IDF has been launched in March 2014. This scheme has also been assigned highest rating of “AAAidf-mf” by India Ratings & Research.

In FY 2015 we look forward to significantly scale up our operations, within our core mandate of facilitating fund flow into domestic infrastructure sector and in this regard, we have taken a number of initiatives as detailed below:

- Signed MOU with Life Insurance Corporation of India (LIC) covering investment by LIC in IL&FS IDF
- Signed MOU with General Insurance Corporation of India, National Insurance Company Limited, The New India Assurance Company Limited, The Oriental Insurance Company Limited and United India Insurance Company Limited to jointly facilitate business of IDF and in the process contribute their bit to the development of infrastructure sector in India. The MOU covers, inter-alia, investments that these companies will make in various schemes of IL&FS IDF

- Signed MOU with 8 banks for purchase of their infrastructure assets by IDF
- Initiated discussions with offshore investors to raise funds under special opportunity scheme targeting those companies in Infrastructure sector, which are facing temporary funding issues but are fundamentally strong

Apart from above, the company is constantly in touch with regulators (SEBI, RBI, CBDT and IRDA) to continuously improve the product features of IDF pertaining to liquidity, taxation and capital requirement for various class of investors

Going forward, the Company will constantly strive to create an infrastructure asset management platform, which caters to investment requirements of diverse set of investors in India and overseas through various product offerings

## **(2) Schemes of IDF**

The Company launched the first Scheme IL&FS Infrastructure Debt Fund - Series 1-A, 1-B and 1-C having a maturity of 5 years, 7 years and 10 years respectively in June 2013. The Scheme was rated as IND AAAidf-mf by India Ratings & Research and CARE AAA (MF-IDF) by Credit Analysis & Research Limited. The Scheme was closed in December 2013 with a committed amount of ₹750 crore from 8 investors and the Company has called for 75% of the committed amount till March 31, 2014

The Company has launched its Second Scheme, IL&FS Infrastructure Debt Fund - Series 2-A, 2-B and 2-C with a maturity of 5 years, 8 years and 12 years respectively in March, 2014. The Scheme has been rated as IND AAAidf-mf by India Ratings & Research

## **(3) Service Providers**

The Company has appointed the following for the management of the Fund:

- (i) Computer Age Management Services Pvt. Ltd (CAMS) as the Registrar and Transfer Agent (RTA)
- (ii) HDFC Bank Ltd as the Custodian
- (iii) IL&FS Securities Services Limited as the Fund Accountant



**V. OUTLOOK:**

The mission statement of the Company is:

*To become asset manager of first choice for domestic and offshore investors in Indian Infrastructure Debt Sector and in the process, further strengthen brand "IL&FS"*

We will strive to achieve the above by:

- creating an infrastructure asset management platform, which caters to investment requirements of diverse set of investors in India and overseas through various product offerings
- Establish leadership position and gold standards in the IDF industry : Policy level initiatives, Business Practices and Product Offerings
- capitalizing on the IL&FS brand for continuous mobilization of capital

India continues to be one of the fastest growing economies resulting in pressure to roll out attendant infrastructure to ensure productivity across socio-economic landscape. Innovative ways to attract large dose of incremental capital is critical component for infrastructure development in the country. There is wide acceptance of this reality across political community. Based on projections of 12<sup>th</sup> five year plan (2012 to 2017), Infrastructure sector may need investment of USD 1.0 trillion dollars out of which 50% is expected to be from private sector. Assuming a debt equity ratio of 2:1, IDFs would be able to select assets from potential debt pool of USD 330.0 billion. Apart from this there would be additional opportunity to refinance existing assets with local banking sector (about USD 115 billion); and take selective bets on mezzanine debt with equity kickers

Based on above, we expect to break even in FY 2015 and augment our platform significantly over next 3 to 5 years to create value for the sponsors

**VI. INTERNAL CONTROL AND SYSTEM:**

The Company has an effective Internal Control System for all functions with adequate checks and balances. Periodic audit of all functions is carried out by the internal auditors thereby ensuring regulatory compliance of various applicable statutes as well as internal guidelines and policies. The internal auditors review the systems and procedures and advise on further improvements wherever required. The reports of the internal audit are reviewed by the Audit Committee and the Board of Directors. The Company's policies are reviewed periodically in line with the dynamic business environment and regulatory requirements

**VII. RISK AND COMPLIANCE FRAMEWORK:**

The Company has a robust and integrated Risk Management System to ensure that the risks are properly identified, assessed, measured, aggregated, mitigated and monitored effectively. The Risk Management framework has been designed as per SEBI (Mutual Funds) Regulations, 1996 and relevant circulars issued thereto

Appropriateness of all the risk assessment methodology is continuously reviewed in light of dynamic risk environment

The Company has an established practice of compliance reporting covering all operations and support functions; compliance reporting is also subject to internal audit and is periodically reviewed to ensure comprehensive coverage

**VIII. SEBI GUIDELINES :**

The Company continues to comply with all the requirements prescribed by the Securities Exchange Board of India, from time to time as applicable to it

**IX. DIRECTORS:**

In accordance with the provisions of the Companies Act, 2013 and the Articles of Association of the Company, Mr Milind Patel retires by rotation and being eligible; offer himself for re-appointment at the ensuing Annual General Meeting. The Board recommends the resolutions for reappointment of Directors as set out in the Notice of the Annual General Meeting for the approval of the Members

**X. EMPLOYEES:**

All the Key Personnel have been appointed in accordance with the provisions specified under the SEBI (Mutual Funds) Regulations, 1996 and SEBI circulars and notifications thereto

The Company firmly believes that its Human Resource is most valuable asset and it contributes towards the performance of the Company in a substantial way. The Company has devised various development programme for the employees through internal as well as external training programmes. The Company has a robust performance management system in place which recognises the performers and accordingly rewards the employees. The Board of Directors places on record their appreciation to all the employees of the Company for their sustained efforts, dedication and hard work during the year



**XI. PARTICULARS OF EMPLOYEES:**

In accordance with the provisions of Section 217 (2A) of the Companies Act, 1956, and the rules framed there under, the names and other particulars of employees are set out in the annexure to the Directors' Report

**XII. AUDITORS:**

Messrs N.M Raiji & Co, Chartered Accountants, the Statutory Auditors of the Company, holds office until the conclusion of the ensuing Annual General Meeting and are eligible for reappointment. The members are requested to consider their reappointment for the financial year 2014-15

The Company has received the confirmation from the retiring auditors to the effect that their reappointment, if made, would be within the prescribed limits under section 224 1(B) of the Companies Act, 1956 and section 139 (1) of the Companies Act, 2013

**XIII. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The particulars as required under the provisions of Section 217(1) (e) of the Companies Act, 1956 pertaining to conservation of energy and technology absorption are not applicable to the Company

Further during the year under review, the Company has neither earned nor used any foreign exchange

**XIV. DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to the requirement Under Section 217 (2AA) of the Companies Act, 1956, the directors of your company states that:

- i. In the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures
- ii. Appropriate accounting policies have been selected and applied them consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year, 2014 and of the loss of the Company for that period

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- iii. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities; and
- iv. That the Directors of the Company have prepared the Annual Accounts on a going concern basis

## XV. CORPORATE GOVERNANCE:

The Company believes and strives to adopt and adhere to the highest standards of corporate governance principles and best practices. With this objective the Company has adopted the Code of Conduct under SEBI (Prevention of Insider Trading) Regulations and the Code of Conduct for Directors and Senior Management of the Company

The key aspects of the Corporate Governance are highlighted as below:

### (1) Board of Directors

The Board comprises eight Directors, four Associate Directors including one nominee Director representing Life Insurance Corporation of India and four Independent Directors from varied Financial, Banking and Legal sectors. The composition of the Board also meets the required regulatory norms

Since incorporation of the Company, nine Board Meetings were held on various dates viz. January 8, 2013, January 17, 2013, February 9, 2013, April 25, 2013, June 12, 2013, July 25, 2013, October 24, 2013, December 10, 2013 and February 20, 2014. The status of attendance of Directors at these Board Meetings is as follows:

Name of the Directors	Date of Joining	No. of Board Meetings attended
Mr Ramesh Bawa – (Chairman)	13/5/2013	5
Mr Rajasekhara Reddy- (Independent)	08/01/2013	9
Mr Pradip Roy- (Independent)	08/01/2013	9
Mr Milind Patel- (Associate)	08/01/2013	8
Mr Rajesh Kotian- (Associate)	16/7/2013	4
Mr Kartik Ganapathy-(Independent)	16/7/2013	4
Mr V Chandrasekaran- (Nominee & Associate)	18/11/2013	2
Mr K N Prithviraj-(Independent)	10/12/2013	1



## (2) Committees of the Board

The following Committees have been constituted to ensure more focused attention on the affairs of the Company in the respective areas

### (a) Audit Committee

(i) Constitution: Mr Rajasekhara Reddy  
Mr Milind Patel  
Mr Pradip Roy

(ii) Terms of Reference:

- Review the Annual Audited Financial Statements and Quarterly / Half Yearly Financial Statements to ensure that the Financial Statements are correct, sufficient and are in compliance with the governing Accounting Standards including but not limited to the following:
  - Changes, if any, in accounting policies and practices and reasons for the same
  - Major accounting entries involving estimates based on the exercise of judgment by management
  - Significant adjustments made in the financial statements arising out of audit findings
  - Compliance with legal requirements relating to financial statements
  - Review and Disclosure of related party transactions
  - Qualifications in the draft audit report
  - Matters required to be included in the Director's Responsibility Statement forming part of the Board's report in terms of relevant provisions of the Companies Act, 1956 or any re-enactment thereof
- Review of Regulatory Compliance related to Fund Activities
- Recommend to the Board appointment of internal auditor and statutory auditor
- Review with the Management the adequacy of the internal controls including computerized information system controls and security
- Review of Internal Audit Plan, adequacy of internal audit function and to advise on the scope and areas of audit

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- Review of the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- Review periodically operating policies of the Company
- Review such other function as the Audit Committee may deem fit and necessary during the course of operations of the Company

(iii) Four Audit Committee Meetings were held, since the date of incorporation

**(b) Investment Committee**

(i) Constitution: Mr Ramesh Bawa  
Mr Milind Patel  
Chief Executive Officer  
Chief Investment Officer  
Chief Risk Officer

(ii) Terms of Reference:

- to design and review Investment Policy
- to evaluate and approve the Investment proposal
- to adhere to Investment Criteria and limits as internally set and approved and as applicable/specified in the SEBI (Mutual Funds) Regulations, 1996
- to supervise performance of the Investment portfolio and any risk associated therewith on regular basis
- to review risk rating framework for evaluation of Investment proposal
- to review and approve empanelment of brokers
- to approve internal policies with respect to the provisioning and valuation of the portfolio
- to approve delegation guidelines for the fund managers/Investment Officers

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- to design and submit adequate reports for the review of the Board of Trustees, ie., IL&FS AMC Trustee Limited & Board of Directors of the Company and as may be required to be submitted to the regulators
  - to carry out such other activities as may be prescribed by SEBI from time to time
- (iii) The Investment Committee was reconstituted on July 25, 2013. Chief Compliance Officer was inducted as a Permanent Invitee at the Committee Meeting
- (iv) Six Investment Committee Meetings has been conducted since the date of incorporation

**(c) Valuation Committee**

- (i) Constitution: Mr Milind Patel  
Chief Executive Officer  
Chief Investment Officer

(ii) Terms of Reference:

- To recommend and draft valuation policy for the Board of Directors
- To review the accuracy and appropriateness of valuation policy and procedures used in arriving at the fair value of securities and recommend changes, if any
- To lay down procedures to prevent incorrect valuation
- To approve all inter-scheme transfers
- To recommend valuation method during exceptional events
- To recommend valuation methodology for a new type of security
- To report to the Board regarding any deviations or incorrect valuations

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- To carry out such other activities as may be prescribed by SEBI from time to time
- (iii) The Valuation Committee was reconstituted on July 25, 2013. Chief Financial Officer and Chief Compliance Officer was inducted as Members of the Committee
- (iv) Two Valuation Committee Meetings has been conducted since the date of incorporation

**(d) Risk Management Committee**

- (i) Constitution: Chief Executive Officer  
Chief Risk Officer  
Chief Investment Officer  
Chief Compliance Officer

(ii) Terms of Reference

- Review and approve key risk policies on the establishment of risk limits and receive reports on adherence to significant limits
- Review and provide feedback on credit, market, liquidity and operational risk and the exposures in each category, significant concentrations within those risk categories etc
- Establish risk measurement technology and approach to stress testing
- Review Business Continuity and Disaster Recovery Plan at least annually
- Review the adequacy and frequency of risk reporting to the Board
- Apprise Audit Committee, Board of Directors and Board of trustee, if required with respect to risk having impact on performance and reputation of the Fund
- Review and apprise the Management on the Risk related to operational activities
- Review the independence and authority of the Risk Management function

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- Any other matter pertaining to the Risk Management and Compliance requirements
- (iii) The Risk Management Committee was reconstituted on July 25, 2013 by inducting the Chief Financial Officer as a Member of the Committee

On October 24, 2013, the Committee was again reconstituted by inducting Mr Pradip Roy, Independent Director and Mr Rajesh Kotian, Associate Director as Members of the Committee

- (iv) Four Meetings of the Risk Management Committee have been held since the date of incorporation

**(e) Investor Grievance Redressal Committee**

- (i) Constitution: Chief Executive Officer  
Chief Investment Officer  
Chief Compliance Officer

(ii) Terms of Reference:

- Shall monitor investor grievances on regular basis and would direct the course of action for any serious complaints
  - Shall regularly report to the Board of Directors on the status of outstanding grievances
- (iii) The Investor Grievance Redressal Committee was reconstituted on July 25, 2013 by inducting Mr Pradip Roy, Independent Director and Chief Financial Officer as Members of the Committee
- (iv) One Meeting of the Committee was held since the date of incorporation of the Company

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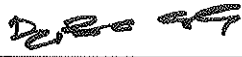

**XVI. NON-ACCEPTANCE OF PUBLIC DEPOSITS:**

The Company is an Asset Management Company having a primary objective of the management of the Fund. It has not accepted any Deposits from the public for the financial year 2013-14

**XVII. ACKNOWLEDGEMENTS:**

The Board is thankful to 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. The Board also express appreciation of all employees for their contributions and commitment. Lastly, the Board also wish to express their gratitude towards IL&FS Financial Services Limited and Life Insurance Corporation of India for their continued trust and support

For and on Behalf of the Board  
For **IL&FS Infra Asset Management Limited**

  
\_\_\_\_\_  
Mr Ramesh Bawa  
CHAIRMAN 

  
\_\_\_\_\_  
Mr Milind Patel  
DIRECTOR

Date: April 23, 2014  
Place: Mumbai