

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED**

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **IL&FS Asian Infrastructure Managers Limited** (the "Company"), which comprise the Balance Sheet as at March 31, 2016, 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, as applicable.

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 thereunder 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 the amounts and the 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, of the state of affairs of the Company as at March 31, 2016, and its profit and its 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 March 31, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016 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.



**Deloitte**  
**Haskins & Sells LLP**

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.

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 DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/ W - 100018)



Rukshad N. Daruvala  
Partner  
(Membership No.111188)

Mumbai, April 25, 2016  
RND/NMD

**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 ASIAN INFRASTRUCTURE MANAGERS LIMITED** (the "Company") as of March 31, 2016 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 a 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, 2016, 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 DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/ W - 100018)



Rukshad N. Daruvala  
Partner  
(Membership No.111188)

Mumbai, April 25, 2016  
RND/NMD

**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)

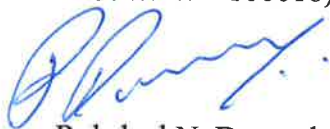
- (i) The Company does not have any fixed assets and hence reporting under clause 3(i) of the Companies (Auditor's Report) Order, 2016 (the "CARO 2016") is not applicable.
- (ii) The Company does not have any inventory and hence reporting under clause 3(ii) of the CARO 2016 is not applicable.
- (iii) 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").
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year and no order has been passed by the Company Law Board or the National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal. Further Company does not have any unclaimed deposits and hence reporting under the provisions of Sections 73 to 76 or any other relevant provisions of the Act is not applicable.
- (vi) Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the CARO 2016 is not applicable.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
  - (a) The Company has generally been regular in depositing undisputed statutory dues including Income-tax, Service Tax, cess and other material statutory dues applicable to it to the appropriate authorities.
  - (b) There were no undisputed amounts payable in respect of Income-tax, Service Tax, cess and other material statutory dues in arrears as at March 31, 2016 for a period of more than six months from the date they became payable.
  - (c) There are no dues of Income-tax and Service tax as on March 31, 2016 on account of disputes.
- (viii) The Company has not taken any loans or borrowings from financial institutions, banks and government or has not issued any debentures. Hence reporting under clause 3(viii) of the CARO 2016 is not applicable.



**Deloitte**  
**Haskins & Sells LLP**

- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3(ix) of the CARO 2016 is not applicable.
- (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 has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has not contracted to pay managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Companies Act, 2013. Hence, reporting under clause 3(xi) of the CARO 2016 is not applicable.
- (xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the CARO 2016 is not applicable.
- (xiii) In our opinion 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) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause 3(xiv) of the CARO 2016 is not applicable.
- (xv) In our opinion 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 him and hence provisions of section 192 of the Act are not applicable.
- (xvi) The Company is not required to be registered under section 45-I of the Reserve Bank of India Act, 1934.

For DELOITTE HASKINS & SELLS LLP  
Chartered Accountants  
(Firm's Registration No. 117366W/ W - 100018)

  
Rukshad N. Daruvala  
Partner  
(Membership No.111188)

Mumbai, April 25, 2016  
RND/NMD

**IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED**  
**CIN : U66020MH2006PLC161439**  
**BALANCE SHEET AS AT MARCH 31, 2016**

		Amount (₹)			
Particulars	Notes	As at March 31, 2016		As at March 31, 2015	
<b>EQUITY AND LIABILITIES</b>					
<b>Shareholders' Funds</b>					
Share Capital	2	45,918,370		45,918,370	
Reserves and Surplus	3	14,960,868	60,879,238	14,424,392	60,342,762
<b>Current Liabilities</b>					
Trade Payables	4				
(a) total outstanding dues of micro enterprises and small enterprises		-		-	
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		641,686		1,641,857	
Other Current Liabilities	5	81,297		169,507	
Short Term Provisions	6	-	722,983	13,816,568	15,627,932
			<b>61,602,221</b>		<b>75,970,694</b>
<b>ASSETS</b>					
<b>Non-Current Assets</b>					
Non-current Investments	7		100,000		100,000
Long-term Loans and Advances	8		1,653,194		1,519,705
<b>Current Assets</b>					
Current Investments	9	57,307,833		71,056,241	
Cash and Cash Equivalents	10	1,361,864		2,657,003	
Short-term Loans and Advances	11	1,179,330		637,745	
			59,849,027		74,350,989
			<b>61,602,221</b>		<b>75,970,694</b>
Notes to Financial Statements	1 - 19				

The accompanying Notes are an integral part of the Financial Statements

In terms of our report attached.  
For **Deloitte Haskins & Sells LLP**  
Chartered Accountants



**Rukshad N. Daruvala**  
Partner

Place : Mumbai  
Date : April 25, 2016

For and on behalf of the Board



**Manoj Borkar**  
DIN: 00060698



**Sanjay Mitra**  
DIN: 00030836

Place : Mumbai  
Date : April 25, 2016



**IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED**  
**CIN : U66020MH2006PLC161439**  
**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016**

Particulars	Notes	Amount (₹)	
		For the year ended March 31, 2016	For the year ended March 31, 2015
<b>Income :</b>			
Revenue from Operations	12	2,365,495	8,203,801
Other Income	13	3,267,780	4,297,329
<b>Total Income</b>		<b>5,633,275</b>	<b>12,501,130</b>
<b>Expenses :</b>			
Operating and Administrative Expenses	14	5,096,799	11,133,429
<b>Total Expenses</b>		<b>5,096,799</b>	<b>11,133,429</b>
<b>Profit before tax</b>		<b>536,476</b>	<b>1,367,701</b>
Tax expense:			
- Current tax		-	-
- Excess Provision for Tax in respect of earlier year		-	(310)
<b>Profit for the year</b>		<b>536,476</b>	<b>1,368,011</b>
Earnings per equity share: (Face Value ₹ 10 per share)	15	0.12	0.30
Notes to Financial Statements	1 - 19		

The accompanying Notes are an integral part of the Financial Statements

In terms of our report attached.  
For **Deloitte Haskins & Sells LLP**  
Chartered Accountants



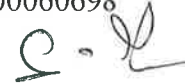
**Rukshad N. Daruvala**  
Partner

Place : Mumbai  
Date : April 25, 2016

**For and on behalf of the Board**



**Manoj Borkar**  
DIN: 00060698



**Sanjay Mitra**  
DIN: 00030836

Place : Mumbai  
Date : April 25, 2016

**IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED**  
**CIN : U66020MH2006PLC161439**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016**

Amount (₹)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
<b>A) CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>PROFIT BEFORE TAX</b>		
Adjustments for:	536,476	1,367,701
Dividend Income	(3,251,592)	(4,289,559)
Net Profit on Sale of Investments	-	(1,620)
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>(2,715,116)</b>	<b>(2,923,478)</b>
(Decrease)/Increase in Trade Payables and Other Current Liabilities	(1,088,381)	(484,181)
(Increase)/Decrease in Loans and Advances	(541,585)	411,097
<b>Cash generated from Operations</b>	<b>(4,345,082)</b>	<b>(2,996,562)</b>
Income tax paid (Net)	(133,489)	(215,041)
<b>Net Cash Generated /(Used in) Operating Activities (A)</b>	<b>(4,478,571)</b>	<b>(3,211,603)</b>
<b>B ) CASH FLOW FROM INVESTING ACTIVITIES</b>		
(Increase)/ Decrease in Current Investments (Net)	13,748,408	273,835
Dividend Income on Current Investments	3,251,592	4,289,559
<b>Net Cash Generated /(Used in) from Investing Activities (B)</b>	<b>17,000,000</b>	<b>4,563,394</b>
<b>C ) CASH FLOW FROM FINANCING ACTIVITIES</b>		
Dividend on Equity Shares	(11,479,593)	-
Payment of Dividend Distribution tax	(2,336,975)	-
<b>Net Cash Generated /(Used in) from Financing Activities (C)</b>	<b>(13,816,568)</b>	<b>-</b>
<b>Net Increase/(Decrease) in Cash and Cash equivalents (A+B+C)</b>	<b>(1,295,139)</b>	<b>1,351,791</b>
Cash and Cash equivalents at the beginning of the year	2,657,003	1,305,212
Cash and Cash Equivalents at the end of the year (Refer Note 10)	1,361,864	2,657,003

The accompanying Notes are integral part of the Financial Statements

In terms of our report attached.

For **Deloitte Haskins & Sells LLP**

Chartered Accountants



**Rukshad N. Daruvala**  
Partner

Place : Mumbai  
Date : April 25, 2016

For and on behalf of the Board



**Manoj Borkar**  
DIN: 00060698



**Sanjay Mitra**  
DIN: 00030836

Place : Mumbai  
Date : April 25, 2016

## NOTES TO FINANCIAL STATEMENTS

### (1) 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 Act") 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 recognised prospectively

#### c) Investments

- i) Investments are recognised at actual cost including costs incidental to acquisition such as brokerage fees and duties
- ii) Investments are classified as non-current or current at the time of acquisition of such investments
- iii) Non current investments are individually valued at cost less provision for diminution, other than temporary
- iv) Current investments are valued at lower of cost or fair value, computed scrip-wise

#### d) Revenue Recognition

- i) Management fee income on funds under management are recognised based on contractual arrangements
- ii) Dividend income is recognised once the unconditional right to receive dividend is established



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

**e) Taxation**

Tax Expense comprises of Current Tax and net changes in Deferred Tax Assets 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 recognised 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 recognised for all timing differences. Deferred tax assets are recognised 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 recognised 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

Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss

**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 (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 recognised nor disclosed in the financial statements

**g) Cash flow Statements**

- 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 and Cash Equivalent comprises of Balance in Bank Current Accounts and Cheques in hand

**h) 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

**i) 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 / recognise the credits

**(2) Share Capital**

- a) Share Capital of the Company consists of the following:

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
<b>Authorised Shares</b>		
5,000,000 Equity shares of ₹ 10/- each	50,000,000	50,000,000
<b>Issued, Subscribed and Fully Paid-up</b>		
4,591,837 Equity shares of ₹ 10/-each	45,918,370	45,918,370
	<b>45,918,370</b>	<b>45,918,370</b>

- b) List of the shareholders holding more than 5% of the share capital :

Name of the Shareholder	As at March 31, 2016		As at March 31, 2015	
	No of Shares held	% of Holding	No of Shares held	% of Holding
IL&FS Investment Managers Limited (Holding Company)	2,341,837	51.00	2,341,837	51.00
ORIX Corporation, Japan	2,250,000	49.00	2,250,000	49.00

- c) Rights, preference and restrictions attached to equity shares :

The Company has one class of Equity Shares with face value of ₹ 10 each. Each Shareholder has a voting right in proportion to their holding of the paid up Equity Share Capital of the Company

**(3) Reserves and Surplus :**

The movement in Reserves and Surplus is as under:

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
<b>Surplus in Statement of Profit and Loss</b>		
Balance at beginning of the year	14,424,392	26,872,949
Add: Profit for the year	536,476	1,368,011
Less: Proposed Dividend (including Dividend tax)	-	(13,816,568)
Balance at the end of the year	<b>14,960,868</b>	<b>14,424,392</b>

**(4) Trade Payables :**

Trade Payables consists of all payables in respect of amounts due on account of services received in the normal course of business:

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
Trade Payables		
(a) total outstanding dues of micro enterprises and small enterprises	-	-
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	641,686	1,641,857
	<b>641,686</b>	<b>1,641,857</b>

According to the records available with the Company, there were no dues to Micro, Small and Medium 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. This information has been provided by the Company and relied upon by the Auditors




(5) **Other Current Liabilities :**

Other Current Liabilities consists of amounts due to be settled within twelve months of the Balance Sheet date :

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
Statutory dues	81,297	169,507
	<b>81,297</b>	<b>169,507</b>

(6) **Short Term Provisions**

Short Term provisions consist of:

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
Provision for Dividend	-	11,479,593
Provision for Dividend Tax	-	2,336,975
	-	<b>13,816,568</b>

(7) **Non – Current Investments :**

Non-current investment consists of:

Particulars	Face Value	Quantity	Cost As at March 31, 2016 (₹)	Quantity	Cost As at March 31, 2015 (₹)
<b>Trade Investment in Units of Venture Fund – Unquoted</b>					
PAN Asia Project Development Fund	100	1,000	100,000	1,000	100,000
			<b>100,000</b>		<b>100,000</b>

(8) **Long-Term Loans and advances :**

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
<b>Unsecured, considered good :</b>		
Advance Tax (Net of Provision for Taxation: ₹ 1,118; Previous year: ₹ 716,000)	1,653,194	1,519,705
	<b>1,653,194</b>	<b>1,519,705</b>

(9) **Current Investments :**

The details of current investments are provided below:

Particulars	As at March 31, 2016			As at March 31, 2015		
	Units	Face Value (₹)	Amount (₹)	Units	Face Value (₹)	Amount (₹)
Reliance Liquid Fund - Treasury Plan - Institutional Option - Daily Dividend Option	-	-	-	30,383	1,000	46,448,331
Birla Sunlife Cash Plus-Daily Dividend Plan	60,480	100	6,059,783	194,821	100	19,520,099
Birla Sunlife Savings Fund - Daily Dividend	53,687	100	5,384,666	50,727	100	5,087,811
Reliance Medium Term Fund - Daily Dividend Plan	1,192,641	10	20,389,277	-	-	-
Reliance Money Manager Fund - Daily Dividend Plan	25,367	1,000	25,474,107	-	-	-
			<b>57,307,833</b>			<b>71,056,241</b>

(10) **Cash and Cash Equivalents :**

Cash and Cash Equivalents consist of :

Particulars	As at March 31, 2016 (₹)	As at March 31, 2015 (₹)
Cheques on Hand	151,170	-
Balance with Banks		
-in Current Accounts	1,210,694	2,657,003
	<b>1,361,864</b>	<b>2,657,003</b>



(11) **Short-Term Loans and advances :**

Short Term Loans and advances consist of amounts expected to be realized within twelve months of the Balance Sheet date :

<b>Particulars</b>	<b>As at March 31, 2016 (₹)</b>	<b>As at March 31, 2015 (₹)</b>
<b>Unsecured, considered good :</b>		
Service Tax Input Credit	1,179,330	588,912
Other Advances	-	48,833
	<b>1,179,330</b>	<b>637,745</b>

Other Advances include recoverable on account of reimbursement of out of pocket expenses

(12) **Revenue from Operations :**

Revenue from Operations comprises of :

<b>Particulars</b>	<b>For the year ended March 31, 2016 (₹)</b>	<b>For the year ended March 31, 2015 (₹)</b>
Fees from Fund Management	2,365,495	8,203,801
	<b>2,365,495</b>	<b>8,203,801</b>

(13) **Other Income :**

Other Income comprises of :

<b>Particulars</b>	<b>For the year ended March 31, 2016 (₹)</b>	<b>For the year ended March 31, 2015 (₹)</b>
Dividend Income from Current Non-trade Investments	3,251,592	4,289,559
Profit on sale of Current Non-trade investments	-	1,620
Interest on Income Tax Refund	16,188	6,150
	<b>3,267,780</b>	<b>4,297,329</b>

(14) **Operating and Administrative Expenses :**

a) Operating and Administrative Expenses consist of :

<b>Particulars</b>	<b>For the year ended March 31, 2016 (₹)</b>	<b>For the year ended March 31, 2015 (₹)</b>
Sub-Advisory Fees	3,964,300	9,932,279
Legal and Professional Fees	1,100,341	1,183,837
Miscellaneous Expenses	32,158	17,313
	<b>5,096,799</b>	<b>11,133,429</b>

b) Legal and Professional Fees include amounts paid/payable to auditors:

<b>Particulars</b>	<b>For the year ended March 31, 2016 (₹)</b>	<b>For the year ended March 31, 2015 (₹)</b>
As Auditors	850,000	750,000
In any other capacity For taxation matters *	-	75,000
Out of Pocket Expenses	-	3,336
	<b>850,000</b>	<b>828,336</b>

Above amounts exclude service tax

\* Payments made to an affiliate firm in view of the networking arrangement which is registered with The Institute of Chartered Accountants of India

(15) **Earnings Per Equity Share (EPS):**

In accordance with the Accounting Standard on 'Earnings Per Share' (AS-20), the Basic Earnings Per Share and Diluted Earnings Per Share has been computed in view of accounting policy:

<b>Particulars</b>	<b>For the year ended March 31, 2016 (₹)</b>	<b>For the year ended March 31, 2015 (₹)</b>
Profit for the year attributable to Equity Shareholders (₹)	536,476	1,368,011
Weighted Average Number of Equity Shares for calculating Basic EPS and Diluted EPS	4,591,837	4,591,837
Nominal Value per share (₹)	10.00	10.00
Basic and Diluted Earnings per share (₹)	0.12	0.30



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

- a) Names of the related parties with whom transactions have been entered into during the year and description of relationship:

Nature of Relationship	Name of Entity
Holding Company (control exist)	IL&FS Investment Managers Limited
Fellow Subsidiary	IL&FS Securities Services Limited
Shareholder having significant influence	Orix Corporation, Japan

- b) The nature and volume of transactions (excluding service tax) during the year ended March 31, 2016 and the balances as at March 31, 2016 with the above related parties are as follows:

Nature of Transaction	Amount in (₹)	
	Holding Company	Shareholder having significant influence
<b>Transaction for the year ended March 31, 2016</b>		
<b>Expense</b>		
Sub - Advisory Fees	3,964,300	-
Other Reimbursements (paid)	3,258,201	-
Dividend Paid	5,854,593	5,625,000

- c) The nature and volume of transactions (excluding service tax) during the year ended March 31, 2015 and the balances as at March 31, 2015 with the above related parties are as follows:

Nature of Transaction	Amount in (₹)		
	Holding Company	Fellow Subsidiary	Shareholder having significant influence
<b>Balances as at March 31, 2015 :</b>			
<b>Current Liabilities</b>			
Trade Payables	-	16,331	897,000
<b>Transaction for the year ended March 31, 2015</b>			
<b>Expense</b>			
Sub - Advisory Fees	8,681,000	-	1,000,000
Professional Charges	-	15,600	-
Other Reimbursements	889,078	-	-

(17) Segment Reporting :

The Company is in the business of providing asset management and other related services in India. Accordingly, there are no separate reportable businesses or geographical segments as per Accounting Standard 17 (AS-17) on “Segment Reporting”. It is considered appropriate by the Management to have a single segment i.e. “Asset Management and other related services”

- (18) The fund tenure of PAN Asia Project Development Fund, from whom the company receives fund management fees is scheduled to conclude on May 23, 2016. The Board of Directors / Investment Managers are evaluating options in respect of activities that could be carried on in future
- (19) Figures for the previous year have been regrouped, wherever necessary, to correspond with the figures of the current year

**For and on behalf of the Board**



**Manoj Borkar**

DIN: 00060698



**Sanjay Mitra**

DIN: 00030836

Place : Mumbai

Date : April 25, 2016

