

Independent Auditor's Report

To
The Members of
IL&FS Asian Infrastructure Managers Limited

Report on the audit of the Financial Statements

Qualified Opinion

1. We have audited the accompanying Financial Statements of IL&FS Asian Infrastructure Managers Limited ('the Company'), which comprise the Balance Sheet as at 31 March 2024, and the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and Statement of Cash Flows for the year ended on that date, and notes to the Financial Statements, including a summary of material accounting policy information and other explanatory information ('the Financial Statements').
2. In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matters described in the 'Basis for Qualified Opinion' paragraph below the aforesaid Financial Statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ('Ind AS') and other accounting principles generally accepted in India, of the State of Affairs of the Company as at 31 March 2024, and its Profit and Other Comprehensive Income, Changes in Equity and its Cash Flows for the year ended on that date.

Basis for Qualified Opinion

3. Attention is invited to Note no 19 of the Financial Statements which describes the situation faced by the Company in view of the ongoing investigation by Serious Fraud Investigation Office of Ministry of Company Affairs ('SFIO') against Infrastructure Leasing & Financial Services Limited ('IL&FS' or 'the Ultimate Holding Company'), and its subsidiaries (including the Company). In view of the aforesaid ongoing investigations of the entire IL&FS Group by the SFIO we are unable to comment on the consequential impact(s) upon conclusion of the said investigation.
4. We conducted our audit in accordance with the Standards on Auditing ('SAs') specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('ICAI') together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

Material Uncertainty relating to Going Concern

5. Attention is invited to Note no 21 to the Financial Statements regarding management's expectations of the Company's ability to, at least, meet its obligations over the next 12 months out of its earnings and liquid assets. As stated therein, the Company's plan for new business have been kept on hold pending completion of stake sale by the Ultimate Holding Company in IL&FS Investment Managers Limited ('the Holding Company') and while there is material uncertainty with regard to the stake sale, the management believes that use of the going concern assumption for preparation of the Financial Statements is appropriate, considering its solvency over next one year. Further, attention is invited to Note No 22 to the Financial Statements pertaining to the proposed Scheme of Amalgamation of the



Company with its Holding Company, pending necessary approvals. Our opinion is not modified in respect of this matter.

Other Information

6. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's Director's Report including Annexures to Director's Report and such other disclosures but does not include the Financial Statements and our auditors' report thereon. The Other Information is expected to be made available to us after the date of this auditor's report.
7. Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
8. In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.
9. When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate action as applicable under the relevant laws and regulations.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

10. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the State of Affairs, Profit and Other Comprehensive Income, Changes in Equity and Cash Flows of the Company in accordance with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection of the appropriate accounting software for ensuring compliance with applicable laws and regulations including those related to retention of audit logs; 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.
11. In preparing the Financial Statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
12. The Board of Directors is also responsible for overseeing the Company's financial reporting process.



Auditor's responsibilities for the audit of the Financial Statements

13. Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.
14. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - 14.1. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - 14.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
 - 14.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management.
 - 14.4. Conclude on the appropriateness of the Management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
 - 14.5. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
15. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
16. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matter

17. Attention is invited to Note 20 of the Financial Statements regarding re-opening of books of accounts of the Ultimate Holding Company and one of its subsidiaries, which having been completed, does not have material impact on the financial information of the Company as confirmed by an independent agency entrusted to do such re-opening of the books of accounts. In case of re-opening of books of accounts of



another subsidiary of the Ultimate Holding Company, similar assertion has been conveyed to us by the Chief Financial Officer of the said subsidiary. Our conclusion on the Statement is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

18. As required by the Companies (Auditor's Report) Order, 2020 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
19. As required by Section 143(3) of the Act, we report that:
 - 19.1. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - 19.2. Except for the possible effects of the matters described in para 3 above, in our opinion, proper books of accounts as required by law relating to preparation of the aforesaid Consolidated Financial Statements have been kept so far as it appears from our examination of those books and the reports of the other auditors except for the matters stated in paragraph 20.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
 - 19.3. The balance sheet, the statement of profit and loss including other comprehensive income, the statement of changes in equity and the cash flow statement dealt with by this Report are in agreement with the books of account.
 - 19.4. In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the relevant rules thereunder.
 - 19.5. On the basis of the written representations received from the directors as on 31 March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2024 from being appointed as a director in terms of Section 164(2) of the Act.
 - 19.6. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 19.2 above on reporting under Section 143(3)(b) and paragraph 20.8 below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended).
 - 19.7. With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
 - 19.8. In our opinion and according to the information and explanations given to us, the company has not paid / provided any remuneration to its directors during the year. Accordingly, provisions of Section 197 of the Act is not applicable to the company.
20. 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 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
 - 20.1. The Company has disclosed the impact of pending litigations as at 31 March 2024 on its financial position in its Financial Statements – Refer Note 13 to the Financial Statements.
 - 20.2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - 20.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - 20.4. The Management has represented, to best of their knowledge and belief, that no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources



or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ('Intermediaries'), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- 20.5. The Management has represented, to best of their knowledge and belief, that no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- 20.6. Based on such audit procedures, that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representation under para 20.4 and 20.5 contain any material misstatement.
- 20.7. In our opinion and according to information and explanation given to us, the Company has not declared or paid dividend during the year, accordingly compliance with section 123 of the Act by the Company is not applicable.
- 20.8. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

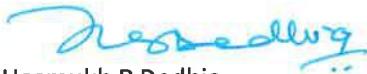
As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from 1 April 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended 31 March 2024.

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number: 105146W/W100621



Hasmukh B Dedhia

Partner

ICAI Membership No: 033494

UDIN: 24033494BKC RDL4149

Place: Mumbai

Date: 16 May 2024



Annexure 'A' to the Independent Auditor's Report on the Financial Statements of IL&FS Asian Infrastructure Managers Limited for the year ended 31 March 2024

(Referred to in paragraph 18 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- i. (a) The Company does not hold any Property, Plant and Equipment ('PPE') and intangible assets and hence reporting under paragraph 3(i)(a) to (i)(d) of the Order is not applicable to the Company.
- (e) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company and as stated in Note No 25(b) to Financial Statements, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii. (a) In our opinion and according to the information and explanations given to us, the Company is in the business of rendering fund management services and does not have any inventory, hence physical verification of inventory and reporting under paragraph 3(ii)(a) of the Order is not applicable to the Company.
- (b) In our opinion and according to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions and hence reporting under paragraph 3(ii)(b) of the Order is not applicable to the Company.
- iii. (a) The Company has not made any investments or provided any guarantee / security or granted during the year under report any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under Section 189 of the Act. Therefore, the requirement of paragraph 3(iii)(a) to 3(iii)(e) of the Order are not applicable to the Company.
- (f) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or advances in nature of loans to Promoters / Related Parties (as defined in section 2(76) of the Act) which are either repayable on demand or without specifying any terms or period of repayment.
- iv. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, or provided any guarantees or securities under sections 185 and 186 of the Act with respect to the loans given, investments made, guarantees given and security provided.
- v. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year in terms of directives issued by the Reserve Bank of India or the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.
- vi. The Company is not required to maintain cost records under Section 148(1) of the Companies Act, 2013 read with Companies (Cost Records and Audit) Rules, 2014 and hence reporting under paragraph 3(vi) of the Order is not applicable to the Company.
- vii. (a) In our opinion and according to the information and explanations given to us, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues have been regularly deposited by the Company with the appropriate authorities.



According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, Goods and Services Tax, duty of customs, cess and other material statutory dues were in arrears as at 31 March 2024 for a period of more than six months from the date they became payable.

(b) In our opinion and according to the information and explanations given to us, we confirm that the following dues of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, have not been deposited to/with the appropriate authority on account of any dispute.

Name of the Statute	Nature of the Dues	Amount (Rs. In Lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	300.59	FY 2010-11	Commissioner of Income Tax (Appeals)	

viii. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, we confirm that we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix. (a) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not taken any loans or other borrowings from any financial institutions, banks and dues to debenture holders or in payment of interest thereon to any lender during the year. The Company does not have any borrowings from the Government. Hence, reporting under paragraph 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority or any other lender.

(c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under paragraph 3(ix)(c) of the Order is not applicable to the Company.

(d) The Company has not raised any loans on short term basis and hence, reporting under paragraph 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us the Company has no subsidiaries, associates or joint ventures hence, reporting under paragraph 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.

(b) The Company has not made any preferential allotment / private placement of shares / fully / partly / optionally convertible debentures during the year and hence, paragraph 3(x)(b) of the Order is not applicable to the Company.



xi. (a) In our opinion and according to the information and explanations given to us, there has been no fraud by the Company or any fraud on the Company that has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the Management, there are no whistle blower complaints received by the Company during the year.

xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. Provisions of section 177 is not applicable to the Company.

xiv. In our opinion and based on our examination, the Company is not required to have an internal audit system as per provisions of the Act. Accordingly, paragraph 3(xiv) of the Order is not applicable to the Company.

xv. According to the information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Accordingly, paragraph 3(xv) of the Order is not applicable to the Company.

xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi) of the Order is not applicable to the Company.

(b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid CoR from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

(c) The Company is not a Core Investment Company ('CIC') as defined in the regulations made by Reserve Bank of India.

(d) As per information provided by the management of the Company, at the Group level, there is one CIC as part of the Group.

xvii. The Company has not incurred any cash losses in the financial year and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year and accordingly this clause is not applicable / paragraph 3(xviii) of the Order is not applicable to the Company.

xix. We draw attention to paragraph 5 of the report and Note 21 to the Financial Statements, regarding management's assessment that despite no revenue from operations the Company will be able to meet its obligations over the next 12 months out of its earnings and liquid assets; and to Note no. 22 regarding the amalgamation of the Company with its Holding Company IL&FS Investment Managers Limited and thus the management believes that the use of going concern basis is appropriate in the circumstances. Accordingly, based on the information and explanations given to us and our procedures thereon, including an evaluation of financial ratios, ageing analysis of financial assets and liabilities, and consideration of management's plans, nothing has come to our attention that causes us to believe that any material uncertainties would preclude the Company from meeting its obligations within the next year. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of



the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- xx. In our opinion and according to the information and explanations given to us, the provisions of Section 135 of the Act are not applicable to the Company. Hence, reporting under clause 3(xx)(a) and 3(xx)(b) of the order is not applicable to the Company.
- xxi. The Company does not have any subsidiary, associate or joint venture company and is not required to prepare consolidated financial statements. Accordingly, paragraph 3(xxi) of the Order is not applicable to the Company.

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number: 105146W/W100621



Hasmukh B Dedhia

Partner

ICAI Membership No: 033494

UDIN: 24033494BKCRDL4149

Place: Mumbai

Date: 16 May 2024



Annexure 'B' to the Independent Auditors' report on the Financial Statements of IL&FS Asian Infrastructure Managers Limited for the year ended 31 March 2024

(Referred to in paragraph '19.7' under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to the aforesaid Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act').

Opinion

1. We have audited the internal financial controls with reference to the Financial Statements of **IL&FS Asian Infrastructure Managers Limited** ('the Company') as at 31 March 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.
2. In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to the Financial Statements and such internal financial controls were operating effectively as at 31 March 2024, based on the internal controls 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 issued by the Institute of Chartered Accountants of India ('the Guidance Note').

Management's responsibility for Internal Financial Controls

3. The Company's management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 the 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

4. Our responsibility is to express an opinion on the Company's internal financial controls with reference to the Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing ('SA'), prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Financial Statements. Those SAs and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the Financial Statements were established and maintained and whether such controls operated effectively in all material respects.
5. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to the Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Financial Statements included obtaining an understanding of internal financial controls with reference to the Financial Statements, 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.



6. 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 with reference to the Financial Statements.

Meaning of Internal Financial Controls with reference to the Financial Statements

7. A company's internal financial controls with reference to the Financial Statements 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 controls with reference to the Financial Statements include 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 with reference to the Financial Statements

8. Because of the inherent limitations of internal financial controls with reference to the Financial Statements, 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 with reference to the Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number: 105146W/W100621



Hasmukh B Dedhia

Partner

ICAI Membership No: 033494

UDIN: 240334948KCRDL4149



Place: Mumbai

Date: 16 May 2024

IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED
CIN : U66020MH2006PLC161439
BALANCE SHEET AS AT MARCH 31, 2024

Particulars	Note No.	As at March 31, 2024	Amount (₹ '000) As at March 31, 2023
ASSETS			
Non-Current Assets			
(a) Income Tax Asset (net)	3	611.62	482.53
Total Non-Current Assets		611.62	482.53
Current Assets			
(a) Financial Assets			
(i) Cash and Cash Equivalents	4	54,839.80	53,014.52
(ii) Other financial assets	5	3,025.58	2,029.24
Total current assets (Net)		57,865.38	55,043.76
TOTAL ASSETS		58,477.00	55,526.29
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	6	45,918.37	45,918.37
(b) Other Equity	6	11,481.63	8,852.92
Equity attributable to owners of the Company		57,400.00	54,771.29
Total Equity		57,400.00	54,771.29
LIABILITIES			
Current liabilities			
Financial Liabilities			
(a) Trade payables			
(i) Total outstanding dues of Micro Enterprises and Small Enterprises	7	90.00	108.00
(ii) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	7	10.00	-
(b) Other Current Liabilities	8	10.00	10.00
(c) Income Tax Liability		967.00	637.00
Total current liabilities		1,077.00	755.00
TOTAL EQUITY AND LIABILITIES		58,477.00	55,526.29

The accompanying notes 1 to 29 form an integral part of these Financial Statements

In terms of our report attached

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number : 105146W/W-100621



Hasmukh B. Dedhia

Partner

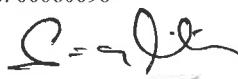
Membership No.: 033494

For and on behalf of the Board



Manoj Borkar

DIN: 00060698



Sanjay Mitra

DIN: 00030836

Place : Mumbai
Date : May 16, 2024

Place : Mumbai
Date : May 16, 2024



IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED
CIN : U66020MH2006PLC161439
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2024

Particulars		Note No.	Amount (₹ '000)	
1	2		For the year ended March 31, 2024	For the year ended March 31, 2023
1	INCOME			
	Revenue from operations			
	Other Income	9	3,799.37	2,596.66
	Total Revenue		3,799.37	2,596.66
2	EXPENSES			
	Other expenses	10	189.81	165.28
	Total Expenses		189.81	165.28
3	Profit before tax (1-2)		3,609.56	2,431.38
4	Tax Expense			
	Current Tax	15	967.00	637.00
	Prior Year Taxes	15	13.85	63.21
	Deferred Tax		-	-
	Total Tax Expense		980.85	700.21
5	Net Profit/(loss) after tax (3-4)		2,628.71	1,731.17
6	Other Comprehensive Income			
	Items that will not be reclassified to profit or loss		-	-
	Items that will be reclassified to profit or loss		-	-
7	Total Comprehensive income for the year (5+6)		2,628.71	1,731.17
	Earnings per equity share			
	Equity shares of par value ₹ 10/- each			
	Basic and Diluted	12	0.57	0.38

The accompanying notes 1 to 29 form an integral part of these Financial Statements

In terms of our report attached

For KKC & Associates LLP

Chartered Accountants

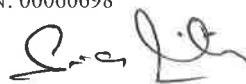
(formerly Khimji Kunverji & Co LLP)

Firm Registration Number : 105146W/W-100621

For and on behalf of the Board



Manoj Borkar
DIN: 00060698



Sanjay Mitra
DIN: 00030836


Hasmukh B. Dedhia

Partner

Membership No.: 033494

Place : Mumbai
Date : May 16, 2024

Place : Mumbai
Date : May 16, 2024



IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED
CIN : U66020MH2006PLC161439

Statement of Changes in Equity

a. Equity Share Capital

	Note No.	Amount in ₹ '000
Balance as at April 1, 2021	6	45,918.37
Changes in Equity Share Capital due to prior period errors		-
Restated balance at the beginning of the reporting period		45,918.37
Changes in equity share capital		-
Balance as at March 31, 2022	6	45,918.37
Changes in Equity Share Capital due to prior period errors		-
Restated balance at the beginning of the reporting period		45,918.37
Changes in equity share capital		-
Balance as at March 31, 2023	6	45,918.37
Balance as at March 31, 2024		45,918.37

b. Other equity

	Retained Earnings (₹ '000)
Balance at April 1, 2022	7,121.75
Changes in Accounting policy/prior period errors	-
Restated balance at the beginning of the previous reporting period	7,121.75
Profit/(loss) for the year ended March 31, 2022	1,731.17
Transfer to retained earnings	-
Balance as at March 31, 2023	8,852.92
Changes in Accounting policy/prior period errors	-
Restated balance at the beginning of the current reporting period	8,852.92
Profit/(loss) for the year ended March 31, 2023	2,628.71
Transfer to retained earnings	-
Balance as at March 31, 2024	11,481.63

The accompanying notes 1 to 29 form an integral part of these Financial Statements

In terms of our report attached

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number : 105146W/W-100621

Hasmukh Dedhia

Hasmukh Dedhia

Partner

Membership No.: 033494

For and on behalf of the Board

Manoj Borkar

Manoj Borkar

DIN: 00060698

Sanjay Mitra

Sanjay Mitra

DIN: 00030836

Place : Mumbai
Date : May 16, 2024

Place : Mumbai
Date : May 16, 2024



IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED
CIN : U66020MH2006PLC161439
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2024

	Particulars	Year ended March 31, 2024	Amount (₹ '000) Year ended March 31, 2023
I	Cash Flow from Operating Activities		
	Profit/(Loss) Before Tax	3,609.56	2,431.38
	Adjustments For :		
	Interest Income	(3,799.37)	(2,596.66)
	Operating Loss Before Working Capital Changes	(189.81)	(165.28)
	Changes in working capital :		
	Adjustments for (increase)/decrease in operating assets :		
	Other Current Asset	-	-
	Other Financial Assets	-	-
	Adjustments for increase/(decrease) in operating liabilities :		
	Trade Payables	(8.00)	-
	Other Current Liabilities	-	-
		(197.81)	(165.28)
	Less: Taxes paid	(779.94)	(260.76)
	Net Cash used in Operating Activities	(977.75)	(426.04)
II	Cash Flow from Investing Activities		
	Interest Received	2,803.03	2,267.22
	Net Cash generated from Investing Activities	2,803.03	2,267.22
III	Net Increase in Cash and Cash Equivalents (I+II)	1,825.28	1,841.18
	Add: Cash and Cash Equivalent at the beginning of the year (Refer Note 4)	53,014.52	51,173.34
	Cash and Cash Equivalent at the end of the year (Refer Note 4)	54,839.80	53,014.52

Components of cash and cash equivalents and reconciliation with the amount reported in the Balance Sheet :

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
In current accounts	171.48	769.29
In fixed deposits account (Maturing within 3 months)	54,668.32	52,245.23
Total Cash and Cash Equivalents	54,839.80	53,014.52

The accompanying notes 1 to 29 form an integral part of these Financial Statements

In terms of our report attached

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number : 105146W/W-100621


Hasmukh Dedhia

Partner

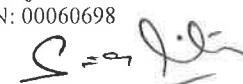
Membership No.: 033494

Place : Mumbai
Date : May 16, 2024

For and on behalf of the Board


Manoj Borkar

DIN: 00060698


Sanjay Mitra

DIN: 00030836

Place : Mumbai
Date : May 16, 2024



IL&FS ASIAN INFRASTRUCTURE MANAGERS LIMITED

Notes forming part of the financial statements for the year ended March 31, 2024

(1) Corporate Information

IL&FS Asian Infrastructure Managers Limited is a Public Limited Company domiciled in India and its Registered Office is situated at The IL&FS Financial Centre, Plot No. C-22, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051. The Company has been incorporated under the Companies Act, 1956 on April 27, 2006 and is a domestic private equity fund management company

As at March 31, 2024, IL&FS Investment Managers Limited, the holding company owned the Company's entire equity share capital

(2) Material accounting policies

(a) Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as per the Companies (Indian Accounting Standards) Rules 2015 notified under Section 133 of the Companies Act, 2013 (CA 2013) and other relevant provisions of the CA 2013 as amended from time to time. These financial statements were approved by the Board of Directors and authorised for issue on May 16, 2024

(b) Basis of preparation and presentation

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities that are measured at fair value

(c) Fair Value Measurement

Measurement of fair values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows :

- Level 1 : quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2 : inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)
- Level 3 : inputs for the asset or liability that are not based on observable market data (unobservable inputs)

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement

Further information about the assumptions made in measuring fair values is included in the note 16 financial instruments



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(d) Financial instruments

(i) Recognition and initial measurement

All financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument. Trade receivables are initially measured at their transaction price as defined in Ind AS 115

All other financial assets or financial liabilities are initially measured at fair value (except for trade receivables which are initially measured at transaction price) plus, for an item not at fair value through profit and loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue

(ii) Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at :

- amortised cost;
- fair value through other comprehensive income ("FVOCI");
- FVTPL

Financial assets are not reclassified subsequent to their initial recognition except if in the period the Company changes its business model for managing the financial assets

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL :

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

A financial asset is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL :

- the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL

Subsequent measurement and gains and losses are recognised as :

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income and impairment are recognised in profit or loss. Any gain or loss on de-recognition is recognised in profit or loss



Financial liabilities : Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held for trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in profit or loss. Any gain or loss on de-recognition is also recognised in profit or loss

(iii) De-recognition

Financial Asset

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised

Financial Liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously

(v) Cash and cash equivalents

Cash comprises of demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term balance, as defined above as they are considered an integral part of the Company cash management

(e) Revenue Recognition

- (i) Dividend income is recognised in the Statement of Profit and Loss on the date on which the Company's right to receive dividend is established
- (ii) Interest income on fixed deposits is accrued proportionately based on period for which the same is placed



(f) Income Tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised/reduced to the extent that it is probable/no longer probable respectively that the related tax benefit will be realised

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously

(g) Provisions (other than for employee benefits), contingent liabilities, contingent assets and commitments

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for



Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made

A contingent asset is not recognised but disclosed in the financial statements where an inflow of economic benefit is probable

Commitments includes the amount of purchase order (net of advance) issued to counterparties for supplying/development of assets and amounts pertaining to Investments which have been committed but not called for

Provisions, contingent assets, contingent liabilities and commitments are reviewed at each balance sheet date

(h) Impairment of financial assets

In accordance with Ind AS 109, the Company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure :

Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115

ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive (i.e. all cash shortfalls), discounted at the original Effective Interest Rate (EIR). ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the statement of profit and loss

(i) Earnings Per Share

In determining earnings per share, the Company considers the profit attributable to the owners of the Company. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the financial year, adjusted for bonus elements in equity shares issued during the year and excluding treasury shares. 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 additional 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

(j) Goods and Services Tax

Goods and Services Tax ("GST") is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing the credits

(k) Cash flow Statements

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 and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information

(l) Segment reporting

An operating segment is a component of a Company that engages in business activities from which it may earn revenue and incur expenses, including revenue and expenses that relates to transactions with any of the Company's other components, for which discrete financial information is available, and such information is regularly reviewed by the Board to make key decision on operations of the segments and assess its performance. The Company operates in one reportable business segment i.e. "Asset Management and other related service"



(m) Operating Cycle

Based on the nature of activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current

(n) Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable before it. Actual results may differ from these estimates

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment is included in the following notes

- (a) Note 17 Impairment of financial assets (including trade receivable)
- (b) Note 21 Estimation for preparation of financials under going concern assumption

(o) Rounding off

All amounts disclosed in the financial statement and notes have been rounded off to the nearest thousands, unless otherwise stated

- (p) The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the company.

(3) Income Tax Asset (net)

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Non-Current		
Advance payment of taxes (Net of provision of ₹ 4,868/- (PY ₹ 4,868/-))	611.62	482.53
Total Income Tax Asset (Net)	611.62	482.53

(4) Cash and Cash Equivalents

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
In current accounts	171.48	769.29
In fixed deposits account (Maturing within 3 months)	54,668.32	52,245.23
Total Cash and Cash Equivalents	54,839.80	53,014.52

(5) Other Financial Asset

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Interest accrued on fixed deposit	3007.58	2,011.24
Security Deposit	18.00	18.00
Total Other Financial Asset	3,025.58	2,029.24



(6) (A) Equity Share Capital

	As at March 31, 2024		As at March 31, 2023	
	Number of shares	Amounts (₹ '000)	Number of shares	Amounts (₹ '000)
Share Capital				
Authorised				
5,000,000 Equity Shares of ₹ 10/- each	5,000,000	50,000.00	5,000,000	50,000.00
Issued, Subscribed and Fully Paid up				
4,591,837 Equity Shares of ₹ 10/- each fully paid-up, with voting rights	4,591,837	45,918.37	4,591,837	45,918.37
	4,591,837	45,918.37	4,591,837	45,918.37

(i) Details of shares held by each promoter shareholder holding more than 5% shares :

	Equity Shares of ₹ 10/- each Fully Paid up	As at March 31, 2024		As at March 31, 2023	
		Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
(a)	IL&FS Investment Managers Limited (Holding Company)	4,591,837	100%	4,591,837	100%

(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting year :

Particulars	Opening balance	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the reporting period	Changes in Equity Share Capital during the year	Closing balance
As at March 31, 2024					
Number of shares	4,591,837	-	4,591,837	-	4,591,837
Amounts (₹ '000)	45,918.37	-	45,918.37	-	45,918.37
As at March 31, 2023					
Number of shares	4,591,837	-	4,591,837	-	4,591,837
Amounts (₹ '000)	45,918.37	-	45,918.37	-	45,918.37

(iii) Details of number of fully paid up shares held by the Holding Company :

Particulars	As at March 31, 2024	As at March 31, 2023
IL&FS Investment Managers Limited	4,591,837	4,591,837

(B) Other Equity

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Retained Earnings		
Opening Balance	8,852.92	7,121.75
Changes in Accounting policy/ prior period errors	-	-
Restated balance at the beginning of the current reporting year	8,852.92	7,121.75
Add : Net Profit/(Loss) For the Year	2,628.71	1,731.17
Add : Other Comprehensive income	-	-
Closing Balance	11,481.63	8,852.92
Total Other Equity	11,481.63	8,852.92



(7) Trade Payables

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Trade Payables		
Total outstanding dues of Micro Enterprises and Small Enterprises	90.00	108.00
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	10.00	-
Total Trade Payables	100.00	108.00

Note :

According to the records available with the Company, there were no dues to Micro and Small Enterprises under the Micro, Small and Medium Enterprises Development Act 2006. Hence no disclosures are to be given in respect thereof. This has been provided by the Company and relied upon by the auditors

* Total amount outstanding dues to MSME is ₹ 90,000 is a provision made as on March 31, 2024 and for which invoice is not yet received

The Company exposure to liquidity risk relating to trade payables is disclosed in Note 17

Ageing of Trade Payable as at March 31, 2024 :

Particulars	Unbilled Dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Amount (₹ '000)
							Total
MSME	90.00	-	-	-	-	-	90.00
Others	-	-	10.00	-	-	-	10.00
Disputed dues – MSME	-	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-	-
Total	90.00	-	10.00	-	-	-	100.00

Ageing of Trade Payable as at March 31, 2023 :

Particulars	Unbilled Dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Amount (₹ '000)
							Total
MSME	108.00	-	-	-	-	-	108.00
Others	-	-	-	-	-	-	-
Disputed dues – MSME	-	-	-	-	-	-	-
Disputed dues – Others	-	-	-	-	-	-	-
Total	108.00	-	-	-	-	-	108.00

(8) Other Current Liabilities

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Other payables		
Statutory Dues payable	10.00	10.00
Total Other Current Liabilities	10.00	10.00



(9) **Other Income**

Particulars		For the year ended March 31, 2024 (₹ '000)	For the year ended March 31, 2023 (₹ '000)
(a)	Interest Income		
	On Financial Assets recognized at amortised cost :		
	Interest on Fixed Deposit	3,799.37	2,596.66
	Interest on Income Tax Refund	-	-
	Total Other Income	3,799.37	2,596.66

(10) **Other Expenses**

Particulars		For the year ended March 31, 2024 (₹ '000)	For the year ended March 31, 2023 (₹ '000)
Rates and Taxes		3.70	27.62
Auditors remuneration and out-of-pocket expenses (refer note below)		100.00	100.00
Miscellaneous Expenses		1.50	10.46
Legal and Professional Expenses		84.61	27.20
Total Other Expenses		189.81	165.28

Amounts paid/payable to Auditors as below :

Payment to Auditor	For the year ended March 31, 2024 (₹ '000)	For the year ended March 31, 2023 (₹ '000)
Statutory Audit	100.00	100.00
Out-of-pocket expenses	-	-
Total	100.00	100.00

Above amounts exclude GST

(11) **Disclosures as required by the IND AS-24 on “Related Party Disclosures” are made below :**

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

Nature of Relationship	Name of Entity
Holding Company (control exist)	IL&FS Investment Managers Limited (“IIML”)

(b) The nature and volume of transactions during the year ended March 31, 2024 with the above related parties were as follows :

Nature of Transaction	Holding Company	Amount (₹ '000)
Transaction for the year ended March 31, 2024		
Other reimbursement paid		414.80
Balances as at March 31, 2024		
Payable		-



(c) The nature and volume of transactions during the year ended March 31, 2022 with the above related parties were as follows :

Nature of Transaction	Holding Company	Amount (₹ '000)
Transaction for the year ended March 31, 2023		
Other reimbursement paid		14.30
Balances as at March 31, 2023		
Payable		-

Above mentioned related parties are identified by Management and the same has been relied upon by Auditors

All transaction with related parties are priced on an arm's length basis and resulting outstanding balance are expected to be recovered in cash within six months of the reporting except for which provision is already made

(12) Earnings Per Equity Share (EPS)

In accordance with the Indian Accounting Standard on 'Earnings Per Share' (Ind AS 33), the Basic Earnings Per Share and Diluted Earnings Per Share has been computed by dividing the Profit After Tax by the number of ordinary equity shares for the respective period as under :

	Particulars	Units	Year ended March 31, 2024	Year ended March 31, 2023
A	Profit/(loss) After Tax	(₹ '000)	2,628.71	1,731.17
B	Weighted Average Number of Ordinary Shares	Numbers	4,591,837	4,591,837
C	Nominal Value Per Ordinary Share	(₹)	10	10
D	Earnings Per Share (For Basic and Diluted)	(₹)	0.57	0.38

(13) Contingent Liabilities (to the extent not provided for)

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Income tax demand contested by the Company for A.Y. 11-12	363.06	363.06

(14) Segment Reporting

The operations of the Company are limited to one segment viz. Asset Management and other related service. As such, there are no separate reportable business or geographical segments as per the Indian Accounting Standard 108 (Ind AS) on Operating Segment

(15) Income Tax Expense

Particulars	For the year ended March 31, 2024 (₹ '000)	For the year ended March 31, 2023 (₹ '000)
(a) Income Tax expense		
Current tax on Profit for the year	967.00	637.00
Prior Year Taxes	13.85	63.21
Total Income tax expense	980.85	700.21
(b) Reconciliation of tax expense and accounting profit multiplied by India tax rate		
Profit from operations before income tax expense	3,609.56	2,431.38
India tax rate	25.167%	25.167%
Income tax expense Rounded	908.42	611.89
Tax effect of amounts which are not deductible (allowable) in calculating taxable income :		
Deduction under various sections of Income Tax Act, 1961	0.18	-
Interest on taxes	58.40	25.11
Prior Year Taxes	13.85	63.21
Total Income tax expense	980.85	700.21



The Company has elected to exercise the option u/s 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Act, 2019

(16) Fair Value Measurements :

(a) Financial Instruments by category: The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy :

As at March 31, 2024	Carrying amount (₹ '000)			
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total
Financial assets				
Other Financial Asset	-	-	3,025.58	3,025.58
	-	-	3,025.58	3,025.58
Financial Liabilities				
Trade Payables	-	-	100.00	100.00

As at March 31, 2023	Carrying amount (₹ '000)			
	Fair value through profit and loss	Fair value through other comprehensive income	Amortised Cost	Total
Financial assets				
Other Financial Asset	-	-	2,029.24	2,029.24
	-	-	2,029.24	2,029.24
Financial Liabilities				
Trade Payables	-	-	108.00	108.00

(b) Fair Valuation Measurement Hierarchy :

As at March 31, 2024

Particulars	Carrying Amount	Amount (₹ '000)		
		Level of input used in Level 1	Level of input used in Level 2	Level of input used in Level 3
Financial assets				
Equity Instruments	-	-	-	-

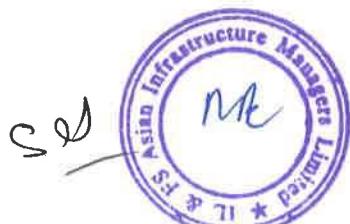
As at March 31, 2023

Particulars	Carrying Amount	Amount (₹ '000)		
		Level of input used in Level 1	Level of input used in Level 2	Level of input used in Level 3
Financial assets				
Equity Instruments	-	-	-	-

The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described in Note 2 (c) of the financial statement

(17) Financial Risk Management : The Company has exposure to the following risks from financial instruments :

(a) Credit risk
 (b) Liquidity risk
 (c) Market risk



Risk management framework

The Company has a system of controls in place to create an acceptable balance between the cost of risks occurring and the cost of managing the risks. Management continually monitors the risk management process to ensure adherence to appropriate risk limits and controls are set in place

The Board of Directors oversees how management monitors compliance with the Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the Company

Credit risk

Credit risk refers to the risk that counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has practice of only dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults

The maximum exposure to credit risk in the event that the counterparties fail to perform their obligations as at the end of the reporting period in relation to each class of recognised financial assets is the carrying amount of those assets as stated in the statement of financial position

Others financial asset are Loans given and interest accrued on the same. Provision is created on a case to case basis depending on circumstances with respect to non-recoverability of the amount. At the end of the year, the details were as follows :

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Interest accrued on fixed deposit	3,007.58	2,011.24
Security Deposit	18.00	18.00
Total Other Financial Asset	3,025.58	2,029.24

Cash and cash equivalents are held with an Indian bank having high quality credit rating

Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Company maintains sufficient cash to address any liquidity risk that may arise

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities

Maturity profile of financial liabilities

Particulars	As at March 31, 2024 (₹ '000)	As at March 31, 2023 (₹ '000)
Trade payable	100.00	108.00

Market risk

Market risk is the risk that changes in market prices, such as interest rates, equity prices and credit spreads (not relating to changes in the obligor's/issuer's credit standing) will affect the Company's income or the fair value of its holdings of financial instruments. The Company's financial assets and liabilities are denominated in ₹ and all transactions are made in ₹. Therefore, the Company is not exposed foreign exchange risk

Interest rate risk

The Company is not exposed to interest rate risk as the Company has fixed interest bearing financial assets



Price risk

The Company is not exposed to price risk as the Company does not have any investments in Mutual Funds or Equity Instruments

Capital Management

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. As part of its capital risk management policies, the Company reviews the capital structure to ensure that it has an appropriate portion of net debt to equity. Net financial debt is defined as current and non-current financial liabilities less cash and cash equivalents and short-term investments. The debt equity ratio highlights the ability of a business to repay its debts. The Net financial debt position of the Company as on March 31, 2024 and March 31, 2023 is negative which signifies the Company has more than sufficient cash to pay off its liabilities

- (18) The company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software
- (19) The Ministry of Corporate Affairs (MCA), Government of India, has vide its letter dated October 1, 2018 initiated investigation by Serious Fraud Investigation Office (SFIO) against IL&FS, the Holding Company and its subsidiaries (including the Company) under Section 212(1) of the Companies Act, 2013. On December 3, 2018, MCA on the directions of the National Company Law Tribunal, Mumbai (NCLT) has impleaded various Group Companies of IL&FS (which includes the Company) as Respondents to the Petition filed by them on October 1, 2018
- (20) Based on another petition of the MCA under Section 130 (1) of the Companies Act, 2013, the NCLT has, on January 1, 2019, ordered re-opening of books of accounts for the past financial year 2012-13 to financial year 2017-18 of 'IL&FS' ('the Ultimate Holding Company'), IL&FS Financial Services Limited ('IFIN' a fellow subsidiary) and IL&FS Transportation Networks Limited ('ITNL' a fellow subsidiary). The restatement has been completed. The independent agency entrusted to do such re-opening of the books of accounts and restatement for the Ultimate Holding Company and one of the fellow subsidiary, have confirmed that there is no impact on the financial information of the Company. In respect of other fellow subsidiary's reopening and restatement a similar assertion has been received from the fellow subsidiary
- (21) The fund tenure of PAN Asia Project Development Fund has been further extended for a period of 12 months and is scheduled to conclude on May 23, 2023 and approval for further extension is awaited. Management expects that its future income from liquid assets held by the Company as at March 31, 2024 will be sufficient to meet the Company's existing and future obligations over the next 12 months and hence management believes that use of the going concern assumption for preparation of these financial results is appropriate
- (22) The Board of Directors of the Company at its meeting held on February 14, 2022 approved a Scheme of Amalgamation of the Company and IIML Asset Advisors Limited with its Holding company, "IL&FS Investment Managers Limited" subject to approval of shareholders and/or creditors of the respective companies and necessary regulatory approvals. The Appointed Date for the said Scheme of Amalgamation is scheduled to be April 1, 2022. The final petition has been filed with the concerned bench of National Company Law Tribunal (NCLT) and the approvals are still awaited



(23) Key Financial Ratios :

Particulars	Numerator	Denominator	March 31, 2024	March 31, 2023	% Variance	Explanation
Current Ratio	Current Assets	Current Liabilities	53.73	72.91	-26.30	Income tax liability has increased due to which Current ratio has decreased
Debt-Equity Ratio	Total Debt	Shareholders' Equity	NA	NA	NA	
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	NA	NA	NA	
Return on Equity Ratio	Net Profits after Taxes	Average Shareholders' Equity	4.69	3.21	45.94	Interest income has increased and thereby net profit after tax has increased. Due to this the Return on Equity ratio has increased
Inventory turnover ratio	Cost of Goods Sold	Average Inventory	NA	NA	NA	
Trade Receivable Turnover ratio	Revenue	Average Trade Receivable	NA	NA	NA	
Trade Payable Turnover ratio	Purchases or purchases or other services	Average Trade Payables	NA	NA	NA	
Net Capital Turnover Ratio	Revenue	Working Capital	-	-	-	
Net Profit Ratio	Net Profit	Revenue	-	-	-	
Return on Capital Employed	Earnings before interest and taxes	Average Capital Employed	6.44	4.51	42.69	Interest income has increased and thereby Earnings before interest and tax has increased. Due to this the Return on Capital employed ratio has increased
Return on Investment	Not Applicable since there is no investment					

(24) The Company did not have any transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year

(25) The disclosure requirements to be given pursuant to Gazette notification for Amendments in Schedule III to Companies Act, 2013 dated 24 March 2021 effective from 01 April 2021 pertaining to the following matters are not applicable to the Company :

- (a) Disclosure on Revaluation of property, plant and equipment and intangible assets from Registered Valuers
- (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (c) Registration of charges or satisfaction with Registrar of Companies
- (d) Transactions with Crypto Currency or Virtual Currency
- (e) The company has not been declared a willful defaulter by any Bank or financial institution or other lender
- (f) As per clause (87) of section 2 and section 186(1) of the Companies Act, 2013 and Rules made there under, the company is in compliance with the number of layers as permitted under the said provisions
- (g) There are no transactions recorded in books of accounts reflecting surrender/disclosure of income in the assessment under Income Tax Act, 1961
- (h) Disclosures relating to Borrowings obtained on the basis of security of current assets and utilisation thereof



(26) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall :

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(27) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :

- (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(28) No dividend is declared & paid during the current financial year

(29) Figures for the previous year have been regrouped/reclassified wherever considered necessary to confirm to the current year classification/disclosure

In terms of our report attached

For KKC & Associates LLP

Chartered Accountants

(formerly Khimji Kunverji & Co LLP)

Firm Registration Number : 105146W/W-100621

Dedhia

Hasmukh B. Dedhia

Partner

Membership No. 033494

Place : Mumbai
Date : May 16, 2024

For and on behalf of the Board

M. Borkar

Manoj Borkar
DIN: 00060698

S. Mitra

Sanjay Mitra
DIN: 00030836

Place : Mumbai
Date : May 16, 2024

