

DIRECTORS' REPORT

To,
The Members,
AXIS TRUSTEE SERVICES LIMITED

Your Directors have pleasure in presenting before you the Eighth Annual Report on the operations of the Company together with the Audited Accounts for the year ended March 31, 2016.

FINANCIAL PERFORMANCE

The financial highlights of the Company for the year ended March 31, 2016 are presented below:-
(Rs. In Crores)

| Particulars | For the year ended 31.03.2016 | For the year ended 31.03.2015 |
|--|----------------------------------|----------------------------------|
| Income from trusteeship services | 32.36 | 28.05 |
| Interest and other income | 4.14 | 3.99 |
| Gross Income | 36.50 | 32.04 |
| Operating Expenses (excluding depreciation) | 8.11 | 6.65 |
| Profit before Depreciation, Provisions and Tax | 28.39 | 25.39 |
| Depreciation | 0.11 | 0.05 |
| Provision for Tax | 9.80 | 8.61 |
| Other Provisions | 0.45 | 0.20 |
| Net Profit for the period | 18.03 | 16.53 |
| Appropriations: | | |
| Transfer to General Reserve | 1.80 | 1.65 |
| Proposed Dividend | NA | 11.25 |
| Tax on Dividend | NA | 2.29 |
| Surplus carried to Balance Sheet | 16.23 | 1.34 |
| TOTAL | 18.03 | 16.53 |

OPERATIONS AND FUTURE OUTLOOK OF THE COMPANY

We are glad to inform you that your Company continues to maintain its consistent track record of strong performance. During the year under review the Revenue of the company has increased from Rs. 32.04 Crores to Rs 36.50 Crores, registering a growth of 14% over the previous year. The Profit before depreciation and taxation stood at Rs.28.9 Crores as against Rs. 25.39 Crores in the previous year and Profit available for appropriation after providing depreciation and taxation stands at Rs. 18.03 Crores as against Rs.16.53 Crores in the previous period. The earning per share in the year 2015-2016 is Rs.120.20 per share as against Rs. 110.21 per share in the year 2014-2015.

Corporate Trustee business witnessed a marginal growth during the year ended 31st March 2016 due to poor credit off take. Loan demand was sluggish in the financial year, amid a slowing pace of industrial activity, affecting growth in Security Trustee business. In order to tide over the situation, the company focused on debenture trustee business and AIF besides commencing operations in the retail segment by starting Family Office business. Realisation of receivables has been a major challenge and due to persistent follow up receivables level stood at Rs.5.54 Cr. (62 days) as on March,



2016 against Rs.5.03 Cr. (65 days) in the previous year. This is noteworthy considering that many of the large clients were under stress.

During Financial Year 2016-2017, the company proposes diversify the offer of services for Alternate Investment Fund, Family Office, REIT, INVIT, ESOP Trust, Advisory Services, CSR Advisory etc. to augment its revenue.

ALTERATION IN THE MAIN OBJECTS CLAUSE OF THE MEMORANDUM OF ASSOCIATION

The Company during the Financial Year 2015-16 conducted an Extra-Ordinary General Meeting on Thursday, 05th November, 2015 to amend the Main Objects Clause of the Memorandum of Association to add "Family Services, & providing financial and other related services to individuals, companies, funds, etc" and "Expand the Trustee Ship services to include real estate investment trust, infrastructure trust funds, and other allied areas" to the scope of the main objects of the Company and also to add "Providing services such as consultancy, advisory, professional, technical, financial, investment, managerial, legal, secretarial, taxation and other services" to the necessary for furtherance objects of the company. The Registrar of Companies, Maharashtra, Mumbai granted its approval for the said alterations on 20th November, 2015.

RESERVES

The Company proposes to transfer an amount of 1.80 Crores to the General Reserves.

DIVIDEND

Your Directors are pleased to recommend a Dividend of Rs.82.50 per share (825%) for the year ended March 31, 2016 as compared to previous year Rs. 75/- per share (750%) on pro rata basis, subject to approval of the Shareholders in the Annual General Meeting (AGM).

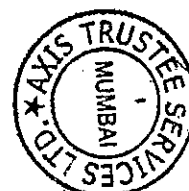
BOARD OF DIRECTORS

During the year under review the following changes took place in the composition of the Board of Directors:

Appointments:

During the year under review, the following Directors were appointed on the Board of Directors of the Company:

- (a) Mr. M. Raghuraman (DIN:07397084) was appointed as an Additional Director and Managing Director & CEO of the Company with effect from 15th January, 2016. He holds office till the date of the ensuing Annual General Meeting. The Company has received a Notice U/s 160 of the Companies Act, 2013 along with the requisite deposit for his appointment as a Managing Director & CEO of the Company. The Board of Directors recommends his appointment at the forthcoming AGM.
- (b) Mr. Sidharth Rath (DIN:00682901) was appointed as an Additional Director on the Board of Directors of the Company with effect from 09th February, 2016. In terms of the provisions of Section 161 of the Companies Act, 2013, he holds office till the date of the ensuing AGM. The Company has received a Notice U/s 160 of the Companies Act, 2013 along with the requisite deposit for his appointment as a Director on the Board, liable to retire by rotation. The Board of Directors recommend his appointment at the forthcoming AGM.



Resignations:

- (a) Mr. P. P. Narayanan (DIN:06636433) ceased to be the Managing Director & CEO of the Company with effect from 02nd November, 2015. The Board of Directors place on record their appreciation for the services provided by Mr. P. P. Narayanan during his tenure with the Company
- (b) Mr. P. Mukherjee (DIN: 02446180) ceased to be a Director of the Company with effect from 08th January, 2016. The Board of Directors place on record, their appreciation for the services provided by Mr. P. Mukherjee during his tenure with the Company

Retirement by Rotation:

Mr. Rajaraman Viswanathan (DIN: 01308488) Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Director place on record their appreciation for his contribution in guiding and supporting the company's business and operations during his tenure as Director and recommend his offer of reappointment for consideration in the AGM, subject to the policies of the company.

DETAILS OF BOARD MEETINGS

During the year under review, four Board meetings were held, details of which are summarized below:

| Sl. No. | Date of the meeting | No. of Directors who attended the meeting |
|---------|---------------------|---|
| 1 | April 10, 2015 | 5 (Five) |
| 2 | July 27, 2015 | 5 (Five) |
| 3 | November 02, 2015 | 6 (Six) |
| 4 | February 09, 2016 | 5 (Five) |

PARTICULARS OF EMPLOYEES

During the year under review, no employee of the Company was in receipt of remuneration in excess of limits as prescribed under sub-rule (2) of Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement clause(c) of sub-section (3) of Section 134 of the Companies Act, 2013, your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;



- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH RESPECT TO FINANCIAL STATEMENTS:

The Board inter alia reviews the internal policies and procedures of the company in respect of the financial statements to ensure that there is an orderly and efficient conduct of business, prevention and detection of frauds and errors. Further, internal policies and procedures are in place to determine the accuracy and completeness of the accounting records and there is a system in place for preparation of reliable financial information.

STATUTORY AUDITORS AND THEIR REPORT

In the 6th AGM held on June 9, 2014, The Auditors, M/s. S. R. Batliboi & Co. Chartered Accountants, Mumbai have been appointed Statutory Auditors of the Company for a period of 5 years till the conclusion of 11th AGM, subject to the ratification of their appointment at every AGM.

In view of the forgoing, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM for their appointment as Statutory Auditors for the Financial Year 2016-17 on the remuneration as approved by the Board of Directors.

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

DIRECTORS' COMMENTS ON AUDITORS' REPORT

The observations made by the Auditors in their Report read with relevant notes given in the Notes to Accounts are self-explanatory and therefore, do not require any comments from your Directors pursuant to Section 134 (3) (f) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

An extract of Annual Return for the financial year ended March 31, 2016, is annexed as Annexure-I (in form MGT-9) to this report.

RELATED PARTY TRANSACTIONS

The details of transactions entered into with the Related Parties referred to in sub-section (1) of section 188 are annexed as Annexure-II (in the Form AOC-2) to this report.

HOLDING COMPANY

The Company continues to remain the wholly owned subsidiary of Axis Bank Limited and there has been no change in the status of the company during the financial year under review.



PUBLIC DEPOSITS

Your Company has neither invited nor accepted/renewed any "Deposit" from public within the meaning of the term "Deposits" under the Companies (Acceptance of Deposits) Rules, 2014 made under Chapter V read with Section 73 and 76 of the Companies Act, 2013 as amended from time to time.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

(a) Conservation of energy

| | | |
|-------|--|----|
| (i) | the steps taken or impact on conservation of energy | NA |
| (ii) | the steps taken by the company for utilizing alternate sources of energy | NA |
| (iii) | the capital investment on energy conservation equipment | NA |

(b) Technology absorption

| | | |
|-------|--|--|
| (i) | the efforts made towards technology absorption | Company has procured software application for automation of operations. |
| (ii) | the benefits derived like product improvement, cost reduction, product development or import substitution | Company is benefited in product efficiency, cost reduction, better TAT, efficient data processing etc. |
| (iii) | in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | |
| | (a) the details of technology imported | NA |
| | (b) the year of import; | NA |
| | (c) whether the technology been fully absorbed | NA |
| | (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof | NA |
| (iv) | the expenditure incurred on Research and Development | NA |

(C) Foreign exchange earnings and outgo

During the year, the total foreign exchange used was NIL and the total foreign exchange earned was equivalent to INR 38,15,373/-



RISK MANAGEMENT POLICY

The Company has a Risk Management Policy with an objective to formalize the process of identification of potential risk and adopt appropriate risk mitigation measures through a risk management structure. The Risk Policy is a step taken by the Company towards strengthening the existing internal controls and updating the same as may be required from time to time.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

As part of its initiative under "Corporate Social Responsibility (CSR)", the Company has undertaken activities in the area of providing vocational training to differently abled youth and children. These activities are in accordance with Schedule VII of the Companies Act, 2013.

A detailed disclosure on the same is made in Annexure-III to this report. Further, a responsibility statement received from the members of the CSR Committee is attached in the said disclosure. Also, the CSR policy of the Company is placed on the website of the company.

COMPLIANCE OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION, REDRESSAL) ACT, 2011

The Company has a POSH Policy in place to deal with the matters pertaining to the compliance of The Sexual Harassment of Women at Workplace (Prevention, Prohibition, Redressal) Act, 2011. No complaints were received by the Company during the Financial Year under this Act.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Your Company has not taken loan or guarantees covered under the provisions of Section 186 of the Companies Act, 2013.

ACKNOWLEDGEMENT

The Board of Directors places on record its gratitude to SEBI and other government and regulatory authorities for their support and guidance. The Board acknowledges the support of shareholders and also places on record its sincere thanks to its valued clients and partners for their continued patronage. The Board also expresses its deep sense of appreciation to all employees and officers for their excellent performance, professionalism, team work, commitment and initiative, which has led to the company making commendable progress in a challenging business environment.

For and on behalf of the Board of Directors



A handwritten signature in black ink, appearing to read "V. Srinivasan".

V. SRINIVASAN
Chairman

Place: Mumbai
Date: April 18, 2016

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | |
|------|---|--|
| i. | CIN | U74999MH2008PLC182264 |
| ii. | Registration Date | 16/05/2008 |
| iii. | Name of the Company | Axis Trustee Services Limited |
| iv. | Category/Sub-Category of the Company | Company limited by shares / Indian Non-Government Company |
| v. | Address of the Registered office and contact details | Axis House, 2nd Flr, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai, Maharashtra-400025, INDIA Telephone No. - 022-24255206 |
| vi. | Whether listed company | No |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | Karvy Group-R & T Agent "Karvy House", 46 Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034 +91 040 44655140 (Hyderabad Office) Telephone No. - 022 66235430 (Mumbai Office) |

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

| Sr.No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|--------|--|----------------------------------|------------------------------------|
| 1 | Trusteeship | 74 | 87.54 % |

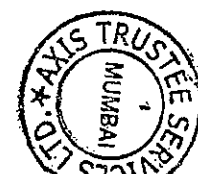
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

| Sr. No. | Name And Address Of The Company | CIN/GLN | Holding/ Subsidiary /Associate | % of shares held | Applicable Section |
|---------|---|-----------------------|--------------------------------|------------------|--------------------|
| 1. | Axis Bank Limited Trishul 3rd Floor Opp Samartheshwar Temple Law Garden Ellisbridge Ahmedabad GJ 380006 In | L65110GJ1993PLC020769 | Holding | 99.99 | 2 (46) |

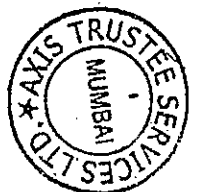
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**i. Category-wise Share Holding**

| Category of | No. of Shares held at the beginning of the | No. of Shares held at the end of the year | % Change |
|-------------|--|---|----------|
|-------------|--|---|----------|

8



| Shareholders | year | | | | | | | | during the year |
|---|----------------|----------|----------------|-------------------|----------------|----------|----------------|-------------------|-----------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoter | | | | | | | | | |
| 1) <i>Indian</i> | | | | | | | | | |
| a) Individual/ HUF | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) Bodies Corp | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Banks / FI | 1499930 | 0 | 1499930 | 99.995 | 1499930 | 0 | 1499930 | 99.995 | 0 |
| f) Any Other* | 70 | 0 | 70 | 0.005 | 70 | 0 | 70 | 0.005 | 0 |
| Sub-total(A)(1):- | 1500000 | 0 | 1500000 | 100 | 1500000 | 0 | 1500000 | 100 | 0 |
| 2) <i>Foreign</i> | | | | | | | | | |
| g) NRIs-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Other-Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| ii) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Any Other... | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(A)(2):- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| B. Public Shareholding | | | | | | | | | |
| 1. <i>Institutions</i> | | | | | | | | | |
| a) Mutual Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| b) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| c) Central Govt | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| d) State Govt(s) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| g) FIs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| i) Others (specify)- | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(B)(1) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| 2. <i>Non Institutions</i> | | | | | | | | | |
| a) Bodies Corp. | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Indian | | | | | | | | | |
| (ii) Overseas | | | | | | | | | |
| b) Individuals | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | | | | | | | | | |
| (ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh | | | | | | | | | |
| c) Others(Specify) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Sub-total(B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |



| | | | | | | | | | |
|--|---------|---|---------|-----|---------|---|---------|-----|---|
| C.Shares heldby Custodianfor GDRs&ADRs | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Grand Total (A+B+C) | 1500000 | 0 | 1500000 | 100 | 1500000 | 0 | 1500000 | 100 | 0 |
| * The 70 Shares disclosed in "Any Other" Category belong to the Nominees of Axis Bank Limited, who hold shares in the Company on behalf of Axis Bank Limited | | | | | | | | | |

ii. Shareholding of Promoters

| Sr. No | Shareholder's Name | Shareholding at the beginning of the year | | | Shareholding at the end of the year | | | % change in share holding during the year |
|--------|--|---|----------------------------------|---|-------------------------------------|----------------------------------|---|---|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbe red to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbe red to total shares | |
| 1. | Axis Bank Limited | 1499930 | 99.995 | 0 | 1499930 | 99.995 | 0 | 0 |
| 2. | Mr. K. Vishwanathan (Nominee of Axis Bank Limited) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| 3. | Mr. Sidharth Rath (Nominee of Axis Bank Limited) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| 4. | Mr. Advait Majmudar (Nominee of Axis Bank Limited) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| 5. | Mr. Anirban Chakraborty (Nominee of Axis Bank Limited) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| 6. | Mr. Bipin Kumar Saraf (Nominee of Axis Bank) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| 7. | Mr. M Raghuraman (Nominee of Axis Bank) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |



| | | | | | | | | |
|----|--|---------|--------|---|---------|--------|---|---|
| 8. | Mr. Neelesh Radheshyam Bahefi (Nominee of Axis Bank) | 10 | 0.0007 | 0 | 10 | 0.0007 | 0 | 0 |
| | Total | 1500000 | 100 | 0 | 1500000 | 100 | 0 | 0 |

iii. Change in Promoters' Shareholding (please specify, if there is no change)

| Sr. no | | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|--------|--|---|----------------------------------|---|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| | At the beginning of the year | 1500000 | 100 | 1500000 | 100 |
| | Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): | - | - | - | - |
| | At the End of the year | 1500000 | 100 | 1500000 | 100 |

Note: There was an inter-se transfer of 10 Equity Shares from Mr. P. P. Narayan to Mr. M. Raghuraman, both of whom are nominees of Axis Bank Ltd (Holding Company)

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | 0 | 0 | 0 | 0 |
| (i) Principal Amount | | | | |
| (ii) Interest due but not paid | | | | |
| (iii) Interest accrued but not | | | | |
| Total (i+ii+iii) | 0 | 0 | 0 | 0 |
| Change in Indebtedness during the financial year | 0 | 0 | 0 | 0 |
| - Addition | | | | |
| - Reduction | | | | |
| Net Change | 0 | 0 | 0 | 0 |
| Indebtedness at the end of the financial year | 0 | 0 | 0 | 0 |
| (i) Principal Amount | | | | |
| (ii) Interest due but not paid | | | | |
| (iii) Interest accrued but not due | | | | |
| Total (i+ii+iii) | 0 | 0 | 0 | 0 |



VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager

| Sl. No. | Particulars of Remuneration | Name of Managing Director & CEO | | Total Amount |
|---------|---|---------------------------------|---------------------|--------------|
| | | Mr. P. P Narayanan | Mr. M Raghuraman | |
| | | 1.4.2015 – 15.12.2015 | 15.01.16 – 31.03.16 | |
| 1. | Gross Salary | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 16,05,437 | 5,19,138 | 21,24,575 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 10,20,000 | 0 | 10,20,000 |
| | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961 | 0 | 0 | 0 |
| 2. | Stock Option | 0 | 0 | 0 |
| 3. | Sweat Equity | 0 | 0 | 0 |
| 4. | Commission | | | |
| | - as % of profit | 0 | 0 | 0 |
| | - others, specify... | | | |
| 5. | Others, please specify | | | |
| | 1. House Rent Allowance | 0 | 4,41,268 | 4,41,268 |
| | 2. Fixed Allowance | 17,27,098 | 4,41,810 | 21,68,908 |
| | 3. Medical as available | 21,250 | 6,250 | 27,500 |
| | 4. Leave fare Concession | 85,000 | 25,000 | 1,10,000 |
| | 5. Child Education Allowance | 1,700 | 500 | 2,200 |
| | 6. Utility Allowance | 34,000 | 10,000 | 44,000 |
| | 7. Furniture Allowance | 42,500 | 12,500 | 55,000 |
| | 8. PF, Gratuity, Conveyance & Telephone | 5,23,196 | 1,64,210 | 6,87,406 |
| | 9. Variable Pay | 15,00,000 | 0 | 15,00,000 |
| 6. | Total(A) | 65,60,181 | 16,20,676 | 81,80,857 |
| | Ceiling As per the Act | | | 1,39,06,716 |

B. Remuneration to other directors:

| Sl. No. | Particulars of Remuneration | Name of Directors | | Total Amount |
|---------|--|-------------------|--|--------------|
| | Independent Directors | | | |
| | - Fee for attending board committee meetings | | | |



| | | | | |
|--|--|------------------------------|------------------|----------|
| | ·Commission ·Others,pleasespecify | | | |
| | Total(1) | | | |
| | <u>Other Non-Executive Directors</u> | Mr. Rajaraman Viswanathan | Mr. Ram B. Vaish | |
| | ·Fee for attending board committee meetings | 1,40,000 | 80,000 | 2,20,000 |
| | ·Commission | 0 | 0 | 0 |
| | ·Others,pleasespecify | | | |
| | Total(2) | 1,40,000 | 80,000 | 2,20,000 |
| | Total(B)=(1+2) | 1,40,000 | 80,000 | 1,40,000 |
| | Total Managerial Remuneration | Within the prescribed limit | | |
| | Overall Ceiling as per the Act | | | |

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

| Sl. no. | Particularsof Remuneration | Key Managerial Personnel | | | |
|---------|---|--------------------------|----------------------|-----|-------|
| | | CEO* | Company Secretary | CFO | Total |
| 1. | Grosssalary (a)Salary as per provisions contained in section17(1)of the Income-tax Act,1961 (b)Value of perquisites u/s 17(2) Income-tax Act,1961 (c)Profits in lieu of salary under section 17(3) of Income-tax Act,1961 | 0 | 0 | 0 | 0 |
| 2. | StockOption | 0 | 0 | 0 | 0 |
| | SweatEquity | 0 | 0 | 0 | 0 |
| 4. | Commission - as%of profit -others,specify... | 0 | 0 | 0 | 0 |
| 5. | Others,please specify | 0 | 0 | 0 | 0 |
| 6. | Total | 0 | 0 | 0 | 0 |

Details of remuneration paid to CEO already stated in Point A. above

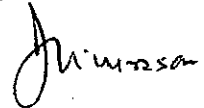
VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES:

| Type | Section of the companies Act | Brief description | Details of Penalty/ Punishment/Compounding fees imposed | Authority [RD/ NCLT/Court] | Appeal made. If any(give details) |
|-------------|------------------------------------|----------------------|---|-------------------------------|--|
| A.Company | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |



| | | | | | |
|------------------------------|-----|-----|-----|-----|-----|
| B.Directors | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |
| C. Other Officers In Default | | | | | |
| Penalty | Nil | Nil | Nil | Nil | Nil |
| Punishment | Nil | Nil | Nil | Nil | Nil |
| Compounding | Nil | Nil | Nil | Nil | Nil |

For and on behalf of the Board of Directors



V. SRINIVASAN
Chairman
DIN:00033882



Place: Mumbai

Date: April 18, 2016

ANNEXURE-II

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain Arm's Length Transactions under third proviso thereto

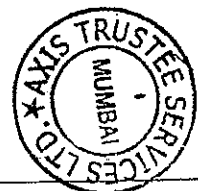
1. Details of contracts or arrangements or transactions not at arm's length basis
 - (a) Names of the related party and nature of relationship - **NA**
 - (b) Nature of contracts/arrangements/transactions - **NA**
 - (c) Duration of the contracts / arrangements/transactions - **NA**
 - (d) Salient terms of the contracts or arrangements or transactions including the value, if any - **NA**
 - (e) Justification for entering into such contracts or arrangements or transactions - **NA**
 - (f) Date of approval by the Board - **NA**
 - (g) Amount paid as advances, if any: - **NA**
 - (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 - **NA**

2. Details of material contracts or arrangement or transactions at arm's length basis

1. (a) Name(s) of the related party - **Axis Bank Limited**
(b) Nature of relationship - **Holding Company**
(c) Nature of contracts/arrangements/transactions: **As per**

Annexure I

- (d) Duration of the contracts / arrangements/transactions - **Varies with the nature of the contract/arrangement/transaction**
- (e) Salient terms of the contracts or arrangements or transactions including the value, if any:
The Contract/arrangement/transaction is entered at arms' length price and in normal course of business. The Value of the same is detailed in Annexure to this form.
- (f) Date(s) of approval by the Board : **July 27th 2015 & 09th February, 2016**
- (g) Amount paid as advances : **Nil**



2. (a) Name(s) of the related party- **Axis Capital Limited**
(b) Nature of relationship- **Subsidiary of Holding Company**
(c) Nature of contracts/arrangements/transactions: **Fees/ Commission for Services (As per Annexure I)**
(d) Duration of the contracts / arrangements/transactions – **Varies with the nature of the contract/arrangement/transaction**
(e) Salient terms of the contracts or arrangements or transactions including the value, if any: **The Contract/arrangement/transaction is entered at arms' length price and in normal course of business. The Value of the same is detailed in Annexure to this form.**
(f) Date(s) of approval by the Board: **27th July, 2015**
(g) Amount paid as advances: **Nil**

3. (a) Name(s) of the related party- **Axis Finance Limited**
(b) Nature of relationship- **Subsidiary of Holding Company**
1. (c) Nature of contracts/arrangements/transactions: **Fees/ Commission for Services (As per Annexure I)**
(d) Duration of the contracts / arrangements/transactions – **Varies with the nature of the contract/arrangement/transaction**
(e) Salient terms of the contracts or arrangements or transactions including the value, if any: **The Contract/arrangement/transaction is entered at arms' length price and in normal course of business. The Value of the same is detailed in Annexure to this form.**
(f) Date(s) of approval by the Board: **27th July, 2015**
(g) Amount paid as advances: **Nil**

For and on behalf of the Board of Directors



Place: Mumbai
Date: April 18, 2016

A handwritten signature in cursive script.

V. SRINIVASAN
Chairman
DIN:00033882

ANNEXURE I

**VALUE OF RELATED PARTY TRANSACTIONS/CONTRACTS/ARRANGEMENTS
ENTERED DURING THE FINANCIAL YEAR 2015-16**

| Sr. No. | Name of the Related Party | Date of Board Meeting in which it is Approved | Type of transaction/contract/arrangement at Arms Length Price | Maximum Amount of Transaction (In Rs.) |
|---------|-------------------------------------|---|--|--|
| 1 | Axis Bank Limited (Holding Company) | 9 th February, 2016 | Re-imburement of costs incurred in respect of employee deputation | 3.21 Crores |
| | | 9 th February, 2016 | Rentals paid on shared premises between the Company and the Bank | 1.03 Crores |
| | | 9 th February, 2016 | Payment of Dividend | 11.25 Crores |
| | | 9 th February, 2016 | Payment of services charges | 0.07 Crores |
| | | 9 th February, 2016 | Fees/ commission for trusteeship services | 4.90 Crores |
| | | 9 th February, 2016 | Receipt of Interest on Fixed Deposit | 4.10 Crores |
| | | 9 th February, 2016 | Reimbursement related to usage of common facilities/other expenses to/from related parties | 0.52 Crores |
| | | 9 th February, 2016 | Fees/ Commission for Trusteeship Services | 0.05 Crores |
| | Axis Capital Limited | 9 th February, 2016 | Fees/ Commission for Custodian Services | 0.10 Crores |
| | Axis Finance Limited | 9 th February, 2016 | Fees/ Commission for Agency Services | 0.26 Crores |
| | Axis Bank (Hong Kong) | 9 th February, 2016 | | |

For and on behalf of the Board of Directors

V. Srinivasan
V. SRINIVASAN
Chairman

DIN:00033882



Place: Mumbai
Date: April 18, 2016

ANNEXURE-III

REPORT ON CSR ACTIVITIES/ INITIATIVES [Pursuant to Section 135 of the Act & Rules made thereunder]

A brief outline of the company's CSR policy, including overview of the projects or programs proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programs

Your Company recognizes the importance of good corporate governance and corporate social responsibility in promoting and strengthening the trust of its shareholders and other stakeholders. The CSR Policy is guided by the Company's corporate vision and the aspiration to be the Trustee of Choice for Customers, Investors, Employees and Community.

1. Your Company has identified the following program/activity for assistance under CSR initiative:
 - i) Training of bedside patient attendants
 - ii) Vocational training of differently able youth
 - iii) Providing various livelihood training to youth

2. The CSR Policy is also accessible on the web portal of the Company at the following link:

Web link: <http://www.axistrustee.com/csr.aspx>

3. The composition of the CSR Committee:

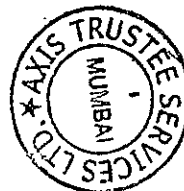
- | | |
|----------------------|------------|
| 1. Mr. V. Rajaraman | - Chairman |
| 2. Mr. M. Raghuraman | - MD & CEO |
| 3. Mr. T. S. Asokraj | - Director |

4. Average Net Profit of the company for last 3 financial year:

| Financial Year | Profit before Tax | Average of three years |
|----------------|-------------------|------------------------|
| 2012-13 | 183,447,921 | 218,148,853.67 |
| 2013-14 | 219,556,666 | |
| 2014-15 | 251,441,974 | |

5. Prescribed CSR expenditure (2% of amount):

Based on the above arrived figures, your company earmarked a sum of Rs.43,62,977/- during the financial year 2015-16 towards CSR initiatives.



6. Details of CSR activities/projects undertaken during the year:

- a) Total amount to be spent for the financial year – Rs. 43,63,000/-
- b) Amount un-spent (if any) – Nil
- c) Manner in which the amount spent during financial year is detailed below:

| 1 | 2 | 3 | 4 | 5 | 6 | 7 | 8 |
|--------|-----------------------|---------------------|---|--|--|---|--|
| Sr. No | CSR project/ activity | Sector | Projects/Programmes 1. Local area/others- 2. specify the state / where project / programme was undertaken | Amount outlay (budget) project/ program wise | Amount spent on the project/ program <u>Sub-heads:</u> 1. Direct expenditure on project / program, 2. Overheads | Cumulative spend upto to the reporting period | Amount spent: Direct/ through implementing agency* |
| 1 | Vocational Training | Vocational Training | All over India | Rs.43.63 Lacs | Rs.43.63 Lacs | Rs.43.63 Lacs | Rs.43.63 Lacs |


*Implementing Agency - Axis Bank Foundation

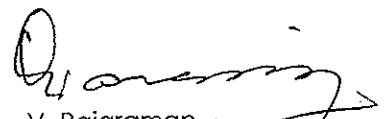
7. In case the company has failed to spend the 2% of the average net profit of the last 3 financial years or any part thereof, reasons for not spending the amount in its Board Report

NA

8. A responsibility statement by the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company.

The CSR Committee of the Company confirms that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.


M. Rajuraman
MD and CEO


V. Rajaraman
Chairman of CSR Committee



Date: April 18, 2016

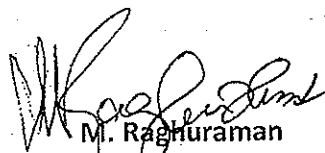
To,
The Board of Directors,
Axis Trustee Services Limited
Mumbai-400065

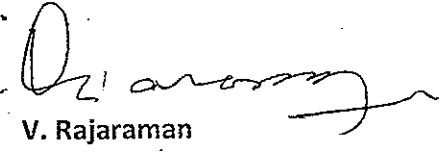
Dear Sirs,

Subject: Responsibility statement by the CSR Committee

In reference with the responsibility statement to be submitted by the CSR Committee under the provisions of Companies Act, 2013, the CSR Committee hereby confirms that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

Place: Mumbai
Date: April 18, 2016


M. Raghuraman
MD & CEO


V. Rajaraman
Chairman of CSR Committee



INDEPENDENT AUDITOR'S REPORT

To the Members of Axis Trustee Services Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Axis Trustee Services Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of 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 accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016. 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 and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control 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. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 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 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.

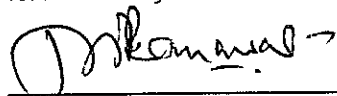
Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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, its profit, and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("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 statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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 purpose of our audit;
 - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016;
 - (e) On the basis of written representations received from the directors as on March 31, 2016, and 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" to this report;
 - (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 as at March 31, 2016;
 - ii. The Company did not have any outstanding long-term contracts including derivative contracts as at March 31, 2016 for which there were any material foreseeable losses; and
 - iii. As at March 31, 2016 there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E



per Jitendra H. Ranawat
Partner

Membership Number: 103380
Place of Signature: Mumbai
Date: April 18, 2016



Annexure referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Axis Trustee Services Limited

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
 - (c) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the Company does not have any immovable property at the end of the financial year hence, reporting under clause (i) (c) is not applicable to the Company and hence not commented upon
- ~~(ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 4(ii) of the Companies (Auditors Report) Order, 2015 are not applicable to the Company.~~
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon
 - (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
 - (v) The Company has not accepted any deposits from the public.
 - (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under clause 148(1) of the Companies Act, 2013, for the services of the Company.
 - (vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, service tax, cess and other material statutory dues applicable to it. The provisions relating to employees' state insurance, sales-tax, customs duty, excise duty and value added tax are not applicable to the Company.
 - (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to employees' state insurance, sales-tax, customs duty, excise duty and value added tax are not applicable to the Company.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

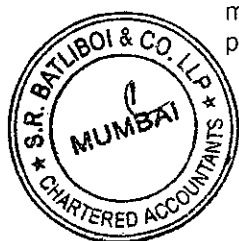
Axis Trustee Services Limited
Auditor's Report for the year ended March 31, 2016

Page 4 of 5

- (c) According to the records of the Company, the dues outstanding of income-tax on account of any dispute, are as follows:

| Name of the statute | Nature of the dues | Amount (Rs) | Period to which the amount relates | Forum where the dispute is pending |
|----------------------|--|-------------|------------------------------------|--------------------------------------|
| Income Tax Act, 1961 | Income tax demand raised against the Company | 9,340,780 | AY 2011-12 | Assistant Commissioner of Income Tax |
| Income Tax Act, 1961 | Income tax demand raised against the Company | 5,411,836 | AY 2013-14 | Assistant Commissioner of Income Tax |

- (viii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders or government.
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud on or by the officers and employees of the Company has been noticed or reported during the year.
- (xi) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.



S.R. BATLIBOI & CO. LLP

Chartered Accountants

Axis Trustee Services Limited

Auditor's Report for the year ended March 31, 2016

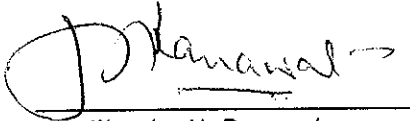
Page 5 of 5

- xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E



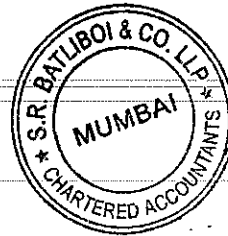
per Jitendra H. Ranawat

Partner

Membership Number: 103380

Mumbai

April 18, 2016



ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF AXIS TRUSTEE SERVICES LIMITED

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

To the Members of Axis Trustee Services Limited

We have audited the internal financial controls over financial reporting of Axis Trustee Services 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 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 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 Companies Act, 2013.

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 on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. 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 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.

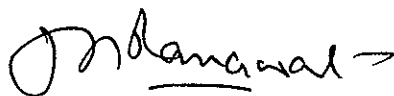
Opinion

In our opinion, 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 on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

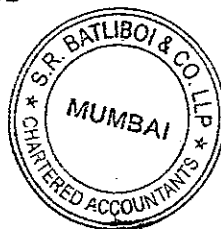
Explanatory paragraph

We also have audited, in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act, the financial statements of Axis Trustee Services Limited, which comprise the Balance Sheet as at March 31, 2016, and the related Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information, and our report dated April 18, 2016 expressed an unqualified opinion thereon.

For S.R. Batliboi & CO. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E



per Jitendra H. Ranawat
Partner
Membership Number: 103380
Place of Signature: Mumbai
Date: April 18, 2016



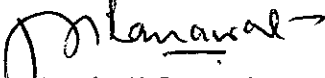
Axis Trustee Services Limited
Balance Sheet as at 31st March, 2016

| | Note No. | Amount (Rs) 31 March 2016 | Amount (Rs) 31 March 2015 |
|--|----------|------------------------------|------------------------------|
| Equity and liabilities | | | |
| Shareholders' funds | | | |
| Share capital | 3 | 15,000,000 | 15,000,000 |
| Reserves & surplus | 4 | 510,864,551 | 330,727,905 |
| | | 525,864,551 | 345,727,905 |
| Non-current liabilities | | | |
| Other long term liabilities | 5 | 479,341 | 509,911 |
| Long term provisions | 6 | 2,432,169 | 2,686,409 |
| | | 2,911,510 | 3,196,320 |
| Current liabilities | | | |
| Trade payables | 7 | 1,163,693 | 472,573 |
| Other current liabilities | 7 | 105,317,972 | 88,200,041 |
| Short term provisions | 6 | 3,393,102 | 138,972,555 |
| | | 109,874,767 | 227,645,169 |
| Total | | 638,650,828 | 576,569,394 |
| Assets | | | |
| Non-current assets | | | |
| Fixed assets | | | |
| Property, Plant & Equipment | 8 | 2,063,266 | 1,524,286 |
| Intangible assets | 9 | 4,829,593 | 21,265 |
| Intangible assets under development | | | 5,020,350 |
| Deferred tax assets (net) | 10 | 3,333,312 | 2,243,406 |
| Loans & Advances | 11 | 6,833,397 | 10,293,755 |
| Other non-current assets | 13 | 295,318,640 | 444,718,640 |
| | | 312,378,208 | 463,821,702 |
| Current assets | | | |
| Loans & Advances | 11 | 2,122,220 | 924,334 |
| Trade receivables | 12 | 48,055,629 | 47,447,104 |
| Cash and Bank balances | 14 | 187,673,767 | 9,875,470 |
| Other current assets | 13 | 88,421,004 | 54,500,784 |
| | | 326,272,620 | 112,747,692 |
| Total | | 638,650,828 | 576,569,394 |
| Summary of significant accounting policies | 2.1 | | |

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & CO. LLP
ICAI Firm Registration No.: 301003E
Chartered Accountants

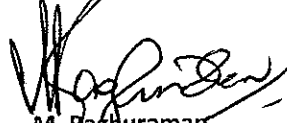


per Jitendra H. Ranawat
Partner

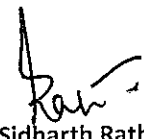
Membership No.: 103380
Place: Mumbai
Date: 18 April, 2016



For and on behalf of the Board of Directors
of Axis Trustee Services Limited



M. Raguraman
Managing Director & CEO



Sidharth Rath
Director

Place: Mumbai
Date: 18 April, 2016

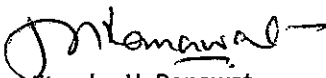
Axis Trustee Services Limited
Statement of Profit and Loss for the year ended 31st March, 2016.

| | Note No. | Amount (Rs) | |
|---|----------|--------------------|--------------------|
| | | 31 March 2016 | 31 March 2015 |
| Income | | | |
| Revenue from operations | 15 | 323,573,459 | 280,460,788 |
| Other income | 16 | 41,475,434 | 39,925,438 |
| Total revenue (I) | | 365,048,893 | 320,386,226 |
| Expenses | | | |
| Employee benefit expense | 17 | 51,871,747 | 42,026,976 |
| Other expenses | 18 | 33,811,099 | 26,397,424 |
| Depreciation and amortisation | 19 | 1,231,727 | 519,852 |
| Total expenses (II) | | 86,914,573 | 68,944,252 |
| Profit before tax (I-II) | | 278,134,320 | 251,441,974 |
| Tax expense: | | | |
| Current Tax | | 99,087,582 | 83,984,480 |
| Deferred Tax | | (1,089,907) | 2,141,291 |
| Total tax expense | | 97,997,675 | 86,125,771 |
| Profit/(Loss) for the Year | | 180,136,645 | 165,316,203 |
| Earnings per equity share (nominal value of share Rs. 10 ; previous year Rs. 10) | | | |
| Basic | 20 | 120.09 | 110.21 |
| Diluted | 20 | 120.09 | 110.21 |
| Statement of significant accounting policies | 2.1 | | |

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. BATLIBOI & CO. LLP
 ICAI Firm Registration No.: 301003E
 Chartered Accountants



 per Jitendra H. Ranawat
 Partner

Membership No.: 103380
 Place: Mumbai
 Date: 18 April, 2016



For and on behalf of the Board of Directors
 of Axis Trustee Services Limited




 M. Raghuraman
 Managing Director & CEO


 Sidharth Rath
 Director

Place: Mumbai
 Date: 18 April, 2016

Axis Trustee Services Limited
Cash Flow Statement for the year ended 31st March, 2016

| Cash flow from operating activities | Amount (Rs.) | |
|---|----------------------|----------------------|
| | March 31,2016 | March 31,2015 |
| Profit before tax from continuing operations | 278,134,320 | 251,441,974 |
| Adjustment to reconcile profit before tax to net cash flows | | |
| Depreciation/ amortization on continuing operation | 1,231,727 | 519,852 |
| Provision for doubtful debts (net) | 6,184,270 | 1,944,148 |
| Loss on disposal/ write off on property, plant & equipment /intangible assets pertaining to continuing operations | - | 278,108 |
| Net Gain on sale of current investments | (393,955) | (224,863) |
| Interest income | (41,081,479) | (39,700,575) |
| Operating profit before working capital changes | 244,074,883 | 214,258,644 |
| Movements in working capital : | | |
| Increase/ (decrease) in trade payables | 691,126 | 385,718 |
| Increase / (decrease) in long-term provisions | (254,240) | 549,134 |
| Increase / (decrease) in short-term provisions | (177,100) | 496,911 |
| Increase/ (decrease) in other current liabilities | 17,117,930 | 6,539,193 |
| Increase/ (decrease) in other long-term liabilities | (30,570) | (551,372) |
| Decrease / (increase) in trade receivables | (6,792,796) | (28,347,476) |
| Decrease / (increase) in Loans & Advances | (1,197,886) | 1,225,331 |
| Decrease / (increase) in other current assets | (2,300,086) | (98,884) |
| Cash generated from operations | 251,131,262 | 194,457,199 |
| Direct taxes paid (net of refunds) | (95,627,224) | (79,817,188) |
| Net cash flow from operating activities (A) | 155,504,038 | 114,640,011 |
| Cash flows from investing activities | | |
| Purchase of fixed assets, including CWIP and capital advances | (1,558,685) | (5,878,234) |
| Investments in bank deposits (having original maturity of more than three months) | (201,250,000) | (211,500,000) |
| Redemption/ maturity of bank deposits (having original maturity of more than three months) | 188,200,000 | 207,049,867 |
| Purchase of current investments | (167,300,000) | (101,750,000) |
| Proceeds from sale/maturity of current investments | 167,693,955 | 101,974,863 |
| Interest income | 9,461,345 | 23,888,343 |
| Net cash flow from/ (used in) investing activities (B) | (4,753,385) | 13,784,839 |
| Cash flows from financing activities | | |
| Dividend paid on equity shares | (112,500,000) | (105,000,000) |
| Tax on equity dividend paid | (22,902,356) | (17,844,751) |
| Net cash flow from/ (used in) in financing activities (C) | (135,402,356) | (122,844,751) |
| Net increase/(decrease) in cash and cash equivalents (A + B + C) | 15,348,298 | 5,580,099 |
| Effect of exchange differences on cash & cash equivalents held in foreign currency | | |
| Cash and cash equivalents at the beginning of the year | 9,875,470 | 4,295,371 |
| Cash and cash equivalents at the end of the year | 25,223,767 | 9,875,470 |
| Components of cash and cash equivalents | | |
| With banks- on current account | 25,223,767 | 9,875,470 |
| Total cash and cash equivalents (note 14) | 25,223,767 | 9,875,470 |

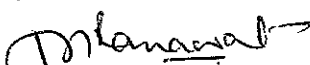
2.1

Summary of significant accounting policies

The accompanying notes are an integral part of the financial statements

As per our report of even date

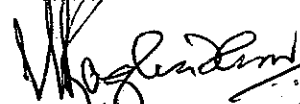

For S.R. BATLIBOI & CO. LLP
Firm Registration No.: 301003E
Chartered Accountants


Jitendra H. Ranawat
Partner

Membership No.: 103380
Place: Mumbai
Date: 18 April, 2016



For and on behalf of the Board of Directors
of Axis Trustee Services Limited

 
M. Raghuraman Sidharth Rath
Managing Director & CEO Director

Place: Mumbai
Date: 18 April, 2016

Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

1. Corporate information

Axis Trustee Services Limited (the "Company") is a public company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is a wholly owned Subsidiary of Axis Bank Limited. The Company is engaged in the business of Trusteeship activity namely Debenture Trusteeship / Security Trusteeship / Security Agency / Lenders' Agency / Facility Agency / Trusteeship for Securitisation Issuances / Escrow Agency / Custodian Agent / Family Office etc.

2. Basis of preparation

The financial statements of the company have been prepared in accordance with the accounting principles generally accepted in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the notified accounting standards notified under Section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1. Statement of significant accounting policies :

Change in accounting policy:

I. Accounting for Proposed Dividend

As per the requirements of pre-revised AS 4, the Company used to create a liability for dividend proposed/ declared after the balance sheet date if dividend related to periods covered by the financial statements. Going forward, as per AS 4(R), the company cannot create provision for dividend proposed/ declared after the balance sheet date unless a statute requires otherwise.

Accordingly, the company has disclosed dividend proposed by board of directors after the balance sheet date in the notes.

Had the company continued with creation of provision for proposed dividend, its surplus in the statement of profit and loss account would have been lower by Rs.148,942,588 and current provision would have been higher by Rs.148,942,588 (including dividend distribution tax of Rs.25,192,588).



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

(a) Use of estimates

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities and the disclosure of contingent liabilities at the end of reporting period. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Retirement and other employee benefits

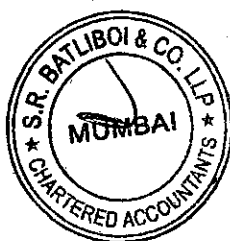
Retirement benefit in the form of provident fund is a defined contribution scheme. The contributions to the provident fund are charged to the Statement of Profit and Loss for the year when an employee renders the related service. The Company has no obligation, other than the contribution payable to the provident fund.

The Company operates gratuity as a defined benefit plan for its employees. The costs of gratuity under the Company's plans are determined on the basis of actuarial valuation at each year-end. Separate actuarial valuation is carried out using the projected unit credit method. Actuarial gains and losses are recognized in full in the period in which they occur in the statement of profit and loss.

Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

(c) Property, Plant and Equipment (including intangible assets)

Property, Plant and Equipment (including intangible assets) are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use. Gain or losses arising from de-recognition of Property, Plant and Equipment (including intangible assets) are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is derecognized.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

(d) Depreciation/Amortization on Property, Plant and Equipment (including intangible assets)

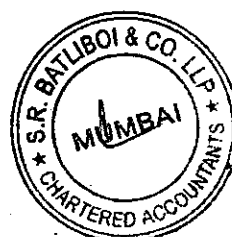
Depreciation on Property, Plant and Equipment is provided using the Straight Line Method ('SLM') using the rates arrived at based on the useful lives estimated by the management. Intangible assets are amortized on a straight line basis over the estimated useful life. The Company has used the following rates to provide depreciation/amortization on its Property, Plant and Equipment (including intangible assets):

| | Useful Life as per Management (SLM) | Useful Life as per Schedule II (SLM) |
|------------------------|-------------------------------------|--------------------------------------|
| Computers | 3 years | 3 years |
| Computer Server | 3 years | 6 years |
| Office equipment | 5 years | 5 years |
| Mobile instruments | 2 years | 5 years |
| Furniture and Fixtures | 10 years | 10 years |
| Software | 5 years | 5 years |

The management believes that depreciation rates currently used fairly reflect its estimate of the useful lives and residual values of fixed assets, though these rates in certain cases are different from lives prescribed under Schedule II of Companies Act, 2013.

(e) Impairment of Property, Plant and Equipment and intangible assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

After impairment, depreciation/amortization is provided on the revised carrying amount of the asset over its remaining useful life.

(f) Revenue recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

Annual Fees for trusteeship services and Servicing fees are recognized, on a straight line basis, over the period when services are performed. Initial acceptance fees for trusteeship services is recognized as and when the 'Offer Letter' for the services to be rendered is accepted by the customer.

Advisory Services fees on Family Office Service are recognized as and when the activities defined in the accepted offer letter is achieved.

Interest income on fixed deposits is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the Statement of Profit and Loss.

Realized gains and losses on Mutual Funds are dealt with in the statement of Profit and Loss. The cost of units in Mutual fund sold are determined on weighted average basis for the purpose of calculating gains or losses on sale/redemption of such units.

(g) Income taxes

Tax expense comprises current tax and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961 enacted in India. The tax rates and the tax laws used to compute the amount are those that are enacted or substantially enacted, at the reporting date.

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originated during the current year and reversal of timing differences of earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations, where the Company has unabsorbed depreciation or carry forward tax losses, all



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each reporting date, the Company re-assesses unrecognized deferred tax assets. It recognizes unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

(h) Segment information

The Company is engaged primarily in the Trusteeship business and its business operations are concentrated in India. Accordingly there are no separate business segments and geographical segments as per Accounting Standard 17 – Segment Reporting issued by The Institute of Chartered Accountants of India.

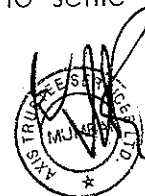
(i) Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(j) Provisions

A provision is recognized when the Company has a present obligation as a result of past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation. Provisions are not discounted to its present value and are determined based on best estimate required to settle the



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

A provision for doubtful debts is recognized where, in the case of Initial Acceptance Fees, the receivables are not realized within 90 days from the date of invoice, and in the case of Annual Fees, the receivables are not received within 90 days from the end of the period for which the invoice is issued.

Where a provision for doubtful debt remains unrecovered till the end of the year, the same is written off and reversed from the debtors account.

Specific provisions are created in certain cases where recovery is assessed as doubtful even before the due date.

(k) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

(l) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statement comprise cash at bank and in hand and short-term investment with an original maturity of three months or less.

(m) Leases

Where the company is lessee;

Leases, where the lessor effectively retains substantially all the risks and benefits of ownership of the leased item, are classified as operating leases. Operating lease payments are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

3. Share capital

| | 31 March 2016 | 31 March 2015 |
|---|-------------------|-------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Authorized shares | | |
| 5,000,000 (31 March 2015: 5,000,000) equity shares of Rs.10/- each | 50,000,000 | 50,000,000 |
| Issued, subscribed and fully paid-up shares | | |
| 1,500,000 (31 March 2015: 1,500,000) equity shares of Rs. 10/- each | 15,000,000 | 15,000,000 |
| Total issued, subscribed and fully paid-up share capital | 15,000,000 | 15,000,000 |

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

| | 31 March 2016 | | 31 March 2015 | |
|--------------------------------------|------------------|-------------------|------------------|-------------------|
| | No. | Amount (Rs.) | No. | Amount (Rs.) |
| At the beginning of the period | 1,500,000 | 15,000,000 | 1,500,000 | 15,00,000 |
| Issued during the period | - | - | - | - |
| Outstanding at the end of the period | 1,500,000 | 15,000,000 | 1,500,000 | 15,000,000 |

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year ended 31 March, 2016 the amount of per share dividend recognized as distributions to equity shareholders is Nil (31 March, 2015: Rs. 75).



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

| | As at 31 March 2016 | As at 31 March 2015 |
|---|------------------------|------------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Axis Bank Limited, the holding company and its nominees | | |
| 1,500,000 (31 March 2015: 1,500,000) equity shares of Rs.10 each fully paid | 15,000,000 | 15,000,000 |

(d) Details of shareholders holding more than 5% shares in the company

| Name of the shareholder | As at 31 March 2016 | | As at 31 March 2015 | |
|---|---------------------|---------------------------|---------------------|---------------------------|
| | No. | % holding in the class | No. | % holding in the class |
| Equity shares of Rs.10 each fully paid | | | | |
| Axis Bank Limited, the holding company and its nominees | 1,500,000 | 100.00% | 1,500,000 | 100.00% |

As per the records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

(e) Proposed dividends on Equity shares:

| | As at 31 March 2016 Amount (Rs.) | As at 31 March 2015 Amount (Rs.) |
|---|--|--|
| The board proposed dividend on equity shares after the balance sheet date | | |
| Proposed dividend on equity shares for the year ended on 31 March 2016: Rs. 82.5 per share (31 March 2015: Rs.75 per share) | 123,750,000 | 112,500,000 |
| Dividend Distribution Tax on proposed dividend | 25,192,588 | 22,902,353 |
| | 148,942,588 | 135,402,353 |

For the period up to 31 March 2015, the company has treated dividend proposed/ declared after the BS date as an adjusting event. However, from the financial year 2015-16 onwards, it is treated as non-adjusting event. For details refer policy 2.1.1.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

4. Reserves and surplus

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| General reserve | | |
| Balance as per the last financial statements | 65,182,611 | 48,650,991 |
| Add: amount transferred from surplus balance in the statement of profit and loss | 18,013,665 | 16,531,620 |
| Closing Balance | 83,196,276 | 65,182,611 |
| Surplus/ (deficit) in the statement of profit and loss | | |
| Balance as per last financial statements | 265,545,294 | 252,163,064 |
| Profit for the year | 180,136,646 | 165,316,203 |
| Less: Appropriations | | |
| Proposed final equity dividend (31 March 2015: Rs.75) | - | (112,500,000) |
| Tax on proposed equity dividend | - | (22,902,353) |
| Transfer to general reserve | (18,013,665) | (16,531,620) |
| Total appropriations | (18,013,665) | (151,933,973) |
| Net surplus in the statement of profit and loss | 427,668,275 | 265,545,294 |
| Total reserves and surplus | 510,864,551 | 330,727,905 |

5. Other long-term liabilities

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|------------------|-------------------------------|-------------------------------|
| Unearned revenue | 479,341 | 509,911 |
| | 479,341 | 509,911 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

6. Provisions

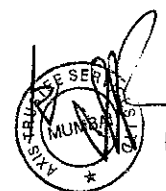
| | Long-term | | Short-term | |
|--|----------------------------------|----------------------------------|----------------------------------|----------------------------------|
| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
| Provision for employee benefits | | | | |
| Provision for gratuity | 473,589 | 453,451 | 38,609 | 5,761 |
| Provision for leave benefits | 149,580 | 110,458 | 492,236 | 321,932 |
| Provision for variable pay | 1,809,000 | 2,122,500 | 1,445,000 | 1,924,344 |
| | 2,432,169 | 2,686,409 | 1,975,845 | 2,252,037 |

Other provisions

| | | | | |
|---|------------------|------------------|------------------|--------------------|
| Proposed equity dividend | - | - | - | 112,500,000 |
| Provision for tax on proposed equity dividend | - | - | - | 22,902,353 |
| Provision for expenses | - | - | 1,417,257 | 1,318,165 |
| | - | - | 1,417,257 | 136,720,518 |
| | 2,432,169 | 2,686,409 | 3,393,102 | 138,972,555 |

7. Other current liabilities

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| Trade Payables (refer note 23 for details of dues to micro and small enterprises) | 1,163,693 | 472,573 |
| | 1,163,693 | 472,573 |
| Other liabilities | | |
| Unearned revenue | 105,080,394 | 87,968,046 |
| Others | | |
| TDS payable | 237,578 | 231,995 |
| | 105,317,972 | 88,200,041 |
| | 106,481,665 | 88,672,614 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

8. Property Plant and Equipment

| | Computers | Computer Servers | Office Equipments | Mobiles | Furniture and Fixtures | Total |
|-------------------------|------------------|------------------|-------------------|---------------|------------------------|------------------|
| Cost | | | | | | |
| At 1 April 2014 | 1,033,775 | - | 7,208 | 59,000 | 990,088 | 2,090,071 |
| Additions | 519,854 | - | - | 14,750 | 304,856 | 839,460 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2015 | 1,553,629 | - | 7,208 | 73,750 | 1,294,944 | 2,929,531 |
| Additions | 222,635 | 1,012,200 | - | - | - | 1,234,835 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2016 | 1,776,264 | 1,012,200 | 7,208 | 73,750 | 1,294,944 | 4,164,366 |
| Depreciation | | | | | | |
| At 1 April 2014 | 724,018 | - | 1,445 | 59,000 | 221,072 | 1,005,535 |
| Charge for the year | 270,460 | - | 1,920 | 6,305 | 121,025 | 399,710 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2015 | 994,478 | - | 3,365 | 65,305 | 342,097 | 1,405,245 |
| Charge for the year | 311,479 | 246,786 | 721 | 7,375 | 129,494 | 695,855 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2016 | 1,305,957 | 246,786 | 4,086 | 72,680 | 471,591 | 2,101,100 |
| Net Block | | | | | | |
| At 31 March 2015 | 559,151 | - | 3,843 | 8,445 | 952,847 | 1,524,286 |
| At 31 March 2016 | 470,307 | 765,414 | 3,122 | 1,070 | 823,353 | 2,063,266 |

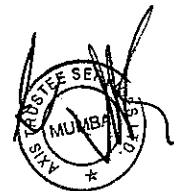


Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

9. Intangible assets

| | Computer Software |
|---|-------------------|
| Gross block | |
| At 1 April 2014 | 672,712 |
| Additions | 18,424 |
| Disposal/write off | (627,000) |
| At 31 March 2015 | 64,136 |
| Additions (including capitalized during the year) | 5,344,200 |
| Disposal/Write off | - |
| At 31 March 2016 | 5,408,336 |
| Amortization | |
| At 1 April 2014 | 271,621 |
| Charge for the year | 120,142 |
| Disposal/write off | (348,892) |
| At 31 March 2015 | 42,871 |
| Charge for the year | 535,872 |
| Disposal/Write off | - |
| At 31 March 2016 | 578,743 |
| Net block | |
| At 31 March 2015 | 21,265 |
| At 31 March 2016 | 4,829,593 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

10. Deferred tax asset (net)

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| Deferred tax liability | | |
| Property, Plant and Equipment and Intangible Assets : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting | 225,734 | 22,859 |
| Gross deferred tax liability | 225,734 | 22,859 |
| Deferred tax asset | | |
| Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis | 1,024,854 | 1,311,486 |
| Provision for doubtful debts (net) | 2,534,192 | 954,779 |
| Gross deferred tax asset | 3,559,046 | 2,266,265 |
| Net deferred tax asset | 3,333,312 | 2,243,406 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

11. Loans & Advances

| | Non-Current | | Current | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2016 Amount in (Rs.) | 31 March 2015 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
| Other Loans & Advances | | | | |
| Unsecured, considered good | | | | |
| Prepaid expenses | - | - | 219,713 | 170,210 |
| Deposit with Central Registry | - | - | 1,002,635 | 415,478 |
| Service tax receivable | - | - | 899,872 | 338,646 |
| Advance payment of income tax / tax deducted at source (after adjusting provision for tax: Rs. 425,863,232 ; previous year : Rs. 326,775,650) | 6,833,397 | 10,293,755 | - | - |
| | 6,833,397 | 10,293,755 | 2,122,220 | 924,334 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

12. Trade receivables

| | Non-Current | | Current | |
|---|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
| Outstanding for a period exceeding six months from the date they are due for payment | | | | |
| Unsecured, considered good | - | - | 5,872,070 | 8,115,173 |
| Doubtful | - | - | 5,032,562 | - |
| | | | 10,904,632 | 8,115,173 |
| Provision for doubtful receivables | - | - | (5,032,562) | - |
| (a) | - | - | 5,872,070 | 8,115,173 |
| Other receivables | | | | |
| Unsecured, considered good | - | - | 42,183,559 | 39,331,931 |
| Doubtful | - | - | 2,290,000 | 2,809,000 |
| | | | 44,473,559 | 42,140,931 |
| Provision for doubtful receivables | - | - | (2,290,000) | (2,809,000) |
| (b) | - | - | 42,183,559 | 39,331,931 |
| Total (a + b) | - | - | 48,055,629 | 47,447,104 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

13. Other assets

| | Non-Current | | Current | |
|---|--------------------|--------------------|-------------------|-------------------|
| | 31 March 2016 | 31 March 2015 | 31 March 2016 | 31 March 2015 |
| | Amount in (Rs.) | Amount (Rs.) | Amount (Rs.) | Amount (Rs.) |
| Unsecured, considered good unless stated otherwise | | | | |
| Non-current bank balances (note 12) | 295,318,640 | 444,718,640 | - | - |
| | 295,318,640 | 444,718,640 | - | - |
| Others | | | | |
| Interest accrued on fixed deposits | - | - | 86,022,034 | 54,401,900 |
| Due from the Holding Company (Axis Bank) | - | - | 2,398,970 | 98,884 |
| | - | - | 88,421,004 | 54,500,784 |
| | 295,318,640 | 444,718,640 | 88,421,004 | 54,500,784 |

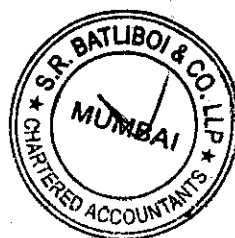


Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

14. Cash and bank balances

| | Non-current | | Current | |
|---|-------------------------------------|----------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
| Cash and cash equivalents | | | | |
| - On current accounts | - | - | 25,223,767 | 9,875,470 |
| | | | 25,223,767 | 9,875,470 |
| Other bank balances | | | | |
| - Deposits with remaining maturity for more than 12 months | 295,318,640 | 444,718,640 | - | - |
| - Deposits with remaining maturity for less than 12 months | - | - | 162,450,000 | - |
| | 295,318,640 | 444,718,640 | 162,450,000 | - |
| Amount disclosed under non- current assets (note 13) | (295,318,640) | (444,718,640) | - | - |
| | - | - | 187,673,767 | 9,875,470 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

15. Revenue from operations

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|--------------------------------|-------------------------------|-------------------------------|
| Revenue from operations | | |
| Rendering of services | 323,573,459 | 280,460,788 |
| Revenue from operations | 323,573,459 | 280,460,788 |

Detail of services rendered

| | | |
|-------------------------|--------------------|--------------------|
| Initial acceptance fees | 57,989,875 | 44,592,000 |
| Annual fees | 230,063,035 | 204,892,228 |
| Servicing fees | 35,520,549 | 30,976,560 |
| | 323,573,459 | 280,460,788 |

16. Other income

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|----------------------------------|-------------------------------|-------------------------------|
| Interest income on bank deposits | 41,081,479 | 39,700,575 |
| Profit on sale of mutual fund | 393,955 | 224,863 |
| | 41,475,434 | 39,925,438 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

17. Employee benefit expense

| | 31 March 2016 | 31 March 2015 |
|--|-------------------|-------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Salaries, wages and bonus (including amount paid to employees on deputation) | 50,419,915 | 40,595,967 |
| Contribution to provident and other funds | 934,224 | 677,222 |
| Gratuity expense (Refer Note 21) | 52,986 | 305,810 |
| Staff welfare expenses | 464,622 | 447,977 |
| | 51,871,747 | 42,026,976 |

18. Other expenses

| | 31 March 2016 | 31 March 2015 |
|---|-------------------|-------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Power and fuel | 1,112,085 | 992,312 |
| Rent | 10,334,184 | 10,334,184 |
| Rates and taxes | 648,130 | 655,294 |
| Advertising and business promotion | 39,600 | 34,034 |
| Travelling and conveyance | 1,777,337 | 1,660,959 |
| Communication expenses | 383,397 | 285,414 |
| Printing and stationery | 93,369 | 286,154 |
| Professional & legal fees | 2,239,297 | 1,318,651 |
| Directors' sitting fees | 220,000 | 220,000 |
| Bank charges | 775 | 887 |
| DP charges | 721,011 | 101,011 |
| Registration fees | 80,000 | 6,000 |
| Payment to auditor (Refer details below) | 1,018,409 | 700,638 |
| Bad debts written off (net of recoveries) | 1,670,708 | - |
| Provision for Doubtful Debts | 4,513,562 | 1,944,148 |
| Loss on disposal/write off of intangible assets | - | 278,108 |
| CSR expenditure | 4,363,000 | 3,745,000 |
| Office expenses | 3,536,768 | 3,834,630 |
| Website Hosting Expenses | 1,059,467 | - |
| | 33,811,099 | 26,397,424 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

Details of CSR Expenditure

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| Gross amount required to be spent by the group during the year | | |
| Amount spent in cash during the year | | |
| i) Construction/acquisition of any asset | - | - |
| ii) On purposes other than (i) above | 4,363,000 | 3,745,000 |
| | 4,363,000 | 3,745,000 |

Payment to auditor

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| As auditor: | | |
| Audit fee | 1,000,000 | 650,000 |
| In other capacity: | | |
| Other services (certification fees) | - | 30,000 |
| Reimbursement of expenses & Service Tax | 18,409 | 20,638 |
| | 1,018,409 | 700,638 |

19. Depreciation and amortization expense

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| Depreciation of Property, Plant and Equipment assets | 695,855 | 399,710 |
| Amortization of intangible assets | 535,872 | 120,142 |
| | 1,231,727 | 519,852 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

20. Earnings per share (EPS)

The following reflects the profit and share data used in the basic and diluted EPS computations:

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| Total operations for the year | | |
| Profit after tax | 180,136,645 | 165,316,203 |
| Net profit for calculation of basic EPS | 180,136,645 | 165,316,203 |
| Net profit as above | 180,136,645 | 165,316,203 |
| Net profit for calculation of diluted EPS | 180,136,645 | 165,316,203 |
| | | |
| Weighted average number of equity shares in calculating basic EPS | 1,500,000 | 1,500,000 |
| Weighted average number of equity shares in calculating diluted EPS | 1,500,000 | 1,500,000 |
| | | |
| Earnings per equity share | | |
| Basic earnings per share | Rs.120.09 | Rs. 110.21 |
| Diluted earnings per share | Rs.120.09 | Rs. 110.21 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

21. Gratuity

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service gets a gratuity on departure at 15 days salary (last drawn salary) for each completed year of service.

The following table summarises the component of net benefit expense recognised in the profit and loss account and the funded status and amounts recognised in the balance sheet for the respective plan.

Net employees benefit expense (recognised in Employee Cost):

| Particulars | Gratuity | |
|--|---------------|---------------|
| | 31 March 2016 | 31 March 2015 |
| Current service cost | 78,100 | 74,871 |
| Net Interest cost | 36,278 | 13,699 |
| Net Actuarial (gains) / losses | (61,392) | 217,240 |
| Net Expenses recognized in the statement of profit or loss | 52,986 | 305,810 |

Balance Sheet

| Particulars | Gratuity | |
|---|---------------|---------------|
| | 31 March 2016 | 31 March 2015 |
| Defined benefit obligation | 512,198 | 459,212 |
| Fair value of plan assets | - | - |
| Unrecognised past service cost | - | - |
| Net (Liability)/Asset Recognised in the Balance Sheet | (512,198) | (459,212) |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

Changes in the present value of the defined benefit obligation are as follows:

| Particulars | Gratuity | |
|--|---------------|---------------|
| | 31 March 2016 | 31 March 2015 |
| Opening defined benefit obligation | 459,212 | 153,402 |
| Net Interest cost | 36,278 | 13,699 |
| Current service cost | 78,100 | 74,871 |
| Benefits paid | - | - |
| Actuarial (gains) / losses on obligation- due to change in Demographic assumptions | (198,279) | |
| Actuarial (gains) / losses on obligation- due to change in financial assumptions | 10,736 | 31,107 |
| Actuarial (gains) / losses on obligation -- due to experience | 126,151 | 186,133 |
| Present Value of Benefit Obligation at the end of the period | 512,198 | 459,212 |

The principal assumptions used in determining gratuity obligation for the Company's plan are shown below:

| Particulars | 31 March 2016 | 31 March 2015 |
|----------------|---------------|---------------|
| Discount rate | 7.38% | 7.90% |
| Increment rate | 15% | 15% |
| Attrition rate | 30% | 20% |

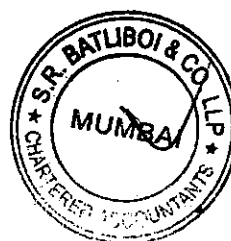
Estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

22. Operating Lease : Company as Lessee

The Company has entered into Leave and License Agreement for office premises with Axis Bank Ltd. (the holding company). This agreement has a life of three years. The notice period for this agreement is 3 months.

Future minimum rentals payable under non-cancellable leases are as follows:

| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|--------------------|-------------------------------|-------------------------------|
| Less than one year | 2,583,546 | 2,583,546 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

23. Related party disclosures

Names of related parties where control exists irrespective of whether transactions have occurred or not:

| | |
|-----------------------------|---|
| Holding Company | Axis Bank Limited (the Bank or the Holding Company) |
| Key Management Personnel | Mr. P.P. Narayanan (Managing Director & CEO) (w.e.f. from July 5, 2013 to November 2, 2015) Mr. M. Raghuraman (Managing Director & CEO) (w.e.f. from January 15, 2016) |
| Fellow Subsidiary Companies | Axis Capital Limited |
| | Axis Private Equity Limited |
| | Axis Asset Management Company Limited |
| | Axis Mutual Fund Trustee Limited |
| | Axis Bank U.K. Limited |
| | Axis Finance Limited |
| | Axis Securities Limited |
| | Axis Securities Europe Limited |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

Related parties under AS18 with whom transactions have taken place during the year:

| Particulars | Holding Company Amount (Rs.) | Fellow Subsidiary | Key Management Personnel | Total Amount (Rs.) |
|--|---------------------------------|----------------------|--------------------------------|-----------------------|
| Income | | | | |
| Interest Income | 41,081,479 | - | - | 41,081,479 |
| | (39,700,575) | - | - | (39,700,575) |
| Servicing Fees | 35,520,549 | - | - | 35,520,549 |
| | (30,976,560) | - | - | (30,976,560) |
| Rendering of services (Axis Finance Limited) | - | 375,000 | - | 375,000 |
| | - | (208,333) | - | (208,333) |
| Rendering of services (Axis Capital Limited) | - | 500,000 | - | 500,000 |
| | - | - | - | - |
| Rendering of services (Axis Bank , Hong Kong) | 26,33,163 | - | - | 26,33,163 |
| | - | - | - | - |
| Expenses | | | | |
| Rent Paid | 10,334,184 | - | - | 10,334,184 |
| | (10,334,184) | - | - | (10,334,184) |
| Reimbursement of Staff Cost | 26,401,681 | - | 5,712,949,* | 32,114,630 |
| | (19,454,486) | - | (6,792,969)* | (26,247,455) |
| Other reimbursement of expenses | 5,194,426 | - | - | 5,194,426 |
| | (4,678,435) | - | - | (4,678,435) |
| Payment of Dividend | 112,500,000 | - | - | 112,500,000 |
| | (105,000,000) | - | - | (105,000,000) |
| Fees and Bank Charges paid to Axis Bank Ltd. | 721,156 | - | - | 721,156 |
| | (101,079) | - | - | (101,079) |
| Balance Outstanding | | | | |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

| Particulars | Holding Company Amount (Rs.) | Fellow Subsidiary | Key Management Personnel | Total Amount (Rs.) |
|---|---------------------------------|----------------------|--------------------------------|-----------------------|
| Fixed Deposits | 457,768,640 | - | - | 457,768,640 |
| | (444,718,640) | - | - | (444,718,640) |
| Balance in current account | 25,210,758 | - | - | 25,210,758 |
| | (9,865,357) | - | - | (9,865,357) |
| Share Capital | 15,000,000 | - | - | 15,000,000 |
| | (15,000,000) | - | - | (15,000,000) |
| Interest Receivable | 86,022,034 | - | - | 86,022,034 |
| | (54,401,900) | - | - | (54,401,900) |
| Reimbursement of Staff | 5,162,210 | - | - | 5,162,210 |
| Cost payable | (4,896,091) | - | - | (4,896,091) |
| Other reimbursement of expenses payable | 175,682 | - | - | 175,682 |
| | (164,583) | - | - | (164,583) |
| Servicing Fees receivable | 7,736,857 | - | - | 7,736,857 |
| | (5,159,553) | - | - | (5,159,553) |
| Income Received in Advance | 13,549,746 | 625,000 | - | 14,174,746 |
| | - | - | - | - |
| Proposed Dividend | - | - | - | - |
| | (112,500,000) | - | - | (112,500,000) |

* paid/ payable to Axis Bank Ltd.

Notes

1. Related party relationships and transactions have been identified by the management and relied upon by the Auditors
2. The remuneration paid to the key managerial person does not include provision made for gratuity and leave benefits as they are determined on actuarial basis for Axis Bank as a whole
3. Figures in bracket pertains to previous year

24. Capital and other commitments

As at 31 March 2016, the Company has capital commitments of Rs.3,400,000 relating to development of Business Software (Previous Year Rs. 4,675,000).



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2016

25. Details of dues to micro and small enterprises as defined under the MSMED Act, 2006.


| | 31 March 2016 Amount (Rs.) | 31 March 2015 Amount (Rs.) |
|---|----------------------------------|----------------------------------|
| The principal amount and the interest due there on remaining unpaid to any supplier as at the end of each accounting year | - | - |


26. Previous Year Figures

Previous Year figures have been regrouped/reclassified where necessary, to confirm to this year's classification.



For and on behalf of the Board of Directors
of Axis Trustee Services


M. Raghuraman
Managing Director &
CEO


Sidharth Rath
Director

Place: Mumbai
Date: 18th April, 2016