



DIRECTORS' REPORT: 2016-17

To,
The Members,
AXIS TRUSTEE SERVICES LIMITED

The Board of Directors has the pleasure of presenting the Ninth Annual Report of the Company on the business and operations of the Company together with the Audited Financial Statements for the financial year ended March 31, 2017.

FINANCIAL PERFORMANCE

The financial highlights of the Company for the year ended March 31, 2017 are presented below:-

(Rs. In Crores)

| Particulars | For the year ended 31.03.2017 | For the year ended 31.03.2016 |
|--|----------------------------------|----------------------------------|
| Income from trusteeship services | 31.92 | 32.36 |
| Interest and other income | 4.29 | 4.14 |
| Gross Income | 36.21 | 36.50 |
| Operating Expenses (excluding depreciation) | 9.51 | 8.11 |
| Profit before Depreciation, Provisions and Tax | 26.70 | 28.39 |
| Depreciation | 0.22 | 0.11 |
| Provision for Tax | 9.25 | 9.80 |
| Other Provisions | - | 0.45 |
| Net Profit for the period | 17.23 | 18.03 |
| Appropriations: | | |
| Transfer to General Reserve | 1.72 | 1.80 |
| Proposed Dividend | NA | NA |
| Tax on Dividend | NA | NA |
| Surplus carried to Balance Sheet | 15.51 | 16.23 |
| TOTAL | 17.23 | 18.03 |

OPERATIONS, NATURE OF BUSINESS AND FUTURE OUTLOOK OF THE COMPANY

We are glad to inform you that your Company continues to maintain its consistent track record of good performance. During the year under review, the total revenue of the company was at Rs. 36.21 Cr. as against Rs. 36.50 Cr. in 2015-16. The Profit before depreciation, provisions and taxation was Rs. 26.70 Cr. as against Rs. 28.39 Cr. in 2015-16. The performance was marginally affected due to fall in average revenue earned on new mandates due to competition, reduction in Security Trustee business, slow credit off take and provisions for non-realisation of receivables. Profit available for appropriation after providing depreciation and taxation stands at Rs. 17.23 Cr. as against Rs.18.03 Cr. in the previous period. The earning per share in the year 2016-2017 is Rs. 114.91 per share as against Rs. 120.09 per share in the year 2015-2016.



The Corporate Trustee business grows mainly under Debenture Trustee business and in order to accelerate revenue growth the Company focused on AIF, REIT and INVIT mandates. The first REIT mandate was secured by the Company while one of the very early mandates under INVITs was also secured by the Company. The Company has got 7AIF mandates during the year. Considering the operating and reputation risks associated with Family office business the Company followed a cautious approach in this business segment. During the year the Company automated its operating platform and all deals are routed through this system. SEBI Reports and internal MIS are generated from this system.

RESERVES

The Company proposes to transfer an amount of 1.72 Crores to the General Reserves.

DIVIDEND

Your Directors are pleased to recommend a Dividend of Rs. 82.50 per share (825%) for the financial year ended March 31, 2017, subject to approval of the members in the ensuing Annual General Meeting (AGM). The total cash outflow for the Company (including DDT) shall be Rs. 14.89 Crores.

BOARD OF DIRECTORS

During the year under review no changes took place in the composition of the Board of Directors.

However, Mr. T. S. Asokraj (DIN: 02741752), Director of the Company has resigned from the Board of Directors of the Company with effect from the Board Meeting of the Company to be held on April 17, 2017. The Board places on record its deep appreciation and gratitude for the valuable contributions made by Mr. T. S. Asokraj during his tenure as a Director of the Company.

Retirement by Rotation:

Mr. Srinivasan Varadarajan (DIN: 00033882), Director of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offer himself for reappointment. The Directors place on record their appreciation for their contribution in guiding and supporting the Company's business and operations during their tenure as Directors and recommend his offer of reappointment for consideration in the ensuing Annual General Meeting, subject to the policies of the company. Mr. Srinivasan Varadarajan has confirmed their eligibility to be re-appointed at the AGM.

DETAILS OF BOARD MEETINGS

During the year under review, four meetings of the Board of Directors of the Company were held and the gap between the said meetings did not exceed the limit of 120 days, as prescribed under the relevant provisions of the Companies Act, 2013 and the Rules made thereunder. The details of the Board Meetings of the Company for the Financial Year 2016-17 are summarized below:

| Sr. No. | Date of the meeting | No. of Directors who attended the meeting |
|---------|---------------------|---|
| 1. | April 18, 2016 | 6 (Six) |
| 2. | August 3, 2016 | 6 (Six) |
| 3. | October 21, 2016 | 6 (Six) |
| 4. | January 25, 2017 | 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

The Board of Directors of the Company hereby declares and confirms the following statements, in terms of Section 134(3) (c) of the Companies Act, 2013:

- (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.

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 the Board of Directors pursuant to Section 134 (3) (f) of the Companies Act, 2013.

EXTRACT OF ANNUAL RETURN

Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT-9 is enclosed herewith as "Annexure-I" to this report.

RELATED PARTY TRANSACTIONS

The details of transactions entered into by the Company with the Related Parties referred to in sub-section (1) of section 188, pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 in the Form AOC-2 is enclosed herewith as "Annexure-II" 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

During the year under review, the 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 67,38,328 /-.

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

The Company has constituted the Corporate Social Responsibility (CSR) Committee of the Company, in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibilities) Rules, 2014, as amended.

As part of its initiative under "Corporate Social Responsibility" (CSR), the Company has contributed to Axis Bank Foundation (ABF) to support two Projects run in partnership with Dilasa Sanstha and Kherwadi Social Welfare Association (KSWA). In partnership with Dilasa Sanstha, Axis Bank Foundation focuses on working with the most disadvantaged households, mostly tribal and aim to make a positive difference in their lives. The project outlines diverse agricultural interventions which include water-shed management, mixed cropping pattern, seed preservation, leveraging government schemes and access to bank credit across the Vidharbha and Marathwada regions in the state of Maharashtra. ABF has helped create sustainable livelihoods for over 76,000 Households in these drought-prone regions. Yuva Parivartan, a program run by Kherwadi Social Welfare Association (KSWA) in partnership with Axis Bank Foundation focuses on providing short-term employment oriented courses to unemployed youth and school drop-outs. Through these interventions, ABF has facilitated training of over 42,000 youths and enabled placement for nearly 65% of the candidates. These activities are in accordance with Schedule VII of the Companies Act, 2013.

During the Financial Year 2016-17, the CSR Committee met 3 times on April 18, 2016; August 3, 2016 and October 21, 2016. During the year under review, the Company has spent Rs. 49,94,220 /- towards CSR activity undertaken through Axis Bank Foundation. A detailed disclosure on the same is enclosed herewith as "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 Prevention of Sexual Harassment (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, Guarantees or made Investments covered under Section 134(3) (g) of the Companies Act, 2013.

STATUTORY AUDITORS AND THEIR REPORT

In the Sixth Annual General Meeting of the Company held on June 9, 2014, M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, Statutory Auditors of the Company (ICAI Firm Registration No: 301003E/ E300005), were appointed as the Statutory Auditors of the Company to hold office as such from the conclusion of the Sixth Annual General Meeting until the conclusion of the Eleventh Annual General Meeting, subject to the ratification of their appointment at every Annual General Meeting.



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In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the Statutory Auditors is required to be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. S. R. Batliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the company for the financial year 2017-18, is placed for ratification by the members of the company at the Ninth Annual General Meeting.

The Board of Directors has proposed the ratification of appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants, as Statutory Auditors of the company for the financial year 2017-18 for the approval of the members at the Ninth Annual General Meeting of the company. In view of the forgoing, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing Annual General Meeting for their appointment as Statutory Auditors for the Financial Year 2017-18 on the remuneration as approved by the Board of Directors. In this regard, the company has received a confirmation from Statutory Auditors regarding their eligibility.

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

ADEQUACY OF INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS

The Board has inter alia reviewed the adequacy and effectiveness of 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.

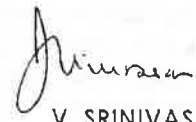
ACKNOWLEDGEMENT

Your Directors would like to express their gratitude for all the guidance and co-operation received from its Holding Company – Axis Bank Limited. Your Directors would like to place on record its gratitude to Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), Financial Institutions, Bankers, Advisors, Central, State and Local Government Departments and Bodies, Registrar and Transfer Agent and other government and regulatory authorities for their strong support and guidance. The Directors acknowledges the support of Members and also places on record its sincere thanks to its valued clients and partners for their continued patronage.

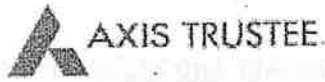
The Directors also express their warm appreciation to all the employees and officers of the Company for their strong work ethic, excellent performance, professionalism, team work, commitment and initiative, which has led to the company making commendable progress in today's challenging business environment.

For and on behalf of the Board of Directors

Place: Mumbai
Date: April 17, 2017


V. SRINIVASAN,
Chairman
DIN: 00033882





Form No. MGT-9
(Annexure-I)

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2017

**[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 | Public Company limited by shares / Indian Non-Government Company |
| v. | Address of the Registered office and contact details | Axis House, Bombay Dyeing Mills Compound, Pandurang Budhkar Marg, Worli, Mumbai, Maharashtra-400025, INDIA Telephone No: 022-66260054 |
| vi. | Whether listed company | No |
| vii. | Name, Address and Contact details of Registrar and Transfer Agent, if any | Karvy Computershare Private Limited Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, India Telephone No - +91-40-671612222 e-mail: support@karvy.com |

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 Services | 99715410 | 100.00% |



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. Samarheshwar Temple Law Garden, Ellisbridge, Ahmedabad Gj 380006 India. | 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 Shareholders | No. of Shares held at the beginning of the year- | | | | No. of Shares held at the end of the year | | | | %Change during the year |
|--------------------------|--|----------|---------|-------------------|---|----------|---------|-------------------|-------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoter | | | | | | | | | |
| 1) Indian | | | | | | | | | |
| 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) Foreign | | | | | | | | | |
| 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 |
| j) Banks / FI | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| k) 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. Institutions | | | | | | | | | |
| 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. Non Institutions | | | | | | | | | |
| a) Bodies Corp. (i) Indian | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (ii) Overseas | | | | | | | | | |
| b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 1 lakh | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| (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 |



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| | | | | | | | | | |
|---|----------------|----------|----------------|------------|----------------|----------|----------------|------------|----------|
| C. Shares held by Custodian for 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 | | | |
|--------|---|---|----------------------------------|--|-------------------------------------|----------------------------------|--|--|
| | | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | % change in shareholding during the year |
| 1. | Axis Bank Limited | 1499930 | 99.995333 | 0 | 1499930 | 99.995333 | 0 | 0 |
| 2. | Mr. K. Vishwanathan (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| 3. | Mr. Sidharth Rath (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| 4. | Mr. Advait Majmudar (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| 5. | Mr. Anirban Chakraborty (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |



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| | | | | | | | | |
|--------------|--|----------------|------------|----------|----------------|---------------|----------|----------|
| 6. | Mr. Bipin Kumar Saraf (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| 7. | Mr. M. Raghuraman (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| 8. | Mr. Neelesh Radheshyam Baheti (Nominee of Axis Bank Limited) | 10 | 0.000667 | 0 | 10 | 0.000667 | 0 | 0 |
| Total | | 1500000 | 100 | 0 | 1500000 | 100.00 | 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 Shareholding 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 no change in Promoters' Shareholding during the Financial Year.



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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 | | | | |
| i) Principal Amount | 0 | 0 | 0 | 0 |
| 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 | | | | |
| - Addition | 0 | 0 | 0 | 0 |
| - Reduction | | | | |
| Net Change | 0 | 0 | 0 | 0 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 0 | 0 | 0 | 0 |
| 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. M. Raghuraman | |
| | | 01.04.2016 – 31.03.2017 | |



| | | | | |
|--|--|-----------------------------|---------------------------|----------|
| | • Commission • Others, please specify | | | |
| | Total(1) | - | | - |
| | <u>Other Non-Executive Directors:</u> | Mr. Rajaraman Viswanathan | Mr. Ram Bharoseylal Vaish | |
| | • Fee for attending Board & Committee Meetings • Commission • Others, please specify | 1,20,000 | 80,000 | 2,00,000 |
| | Total(2) | 1,20,000 | 80,000 | 2,00,000 |
| | Total(B)=(1+2) | 1,20,000 | 80,000 | 2,00,000 |
| | 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. | Particulars of Remuneration | Key Managerial Personnel | | | |
|---------|---|--------------------------|-------------------|-----|-------|
| | | CEO* | Company Secretary | CFO | Total |
| 1. | Gross salary: | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | | | | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | 0 | 0 | 0 | 0 |
| | (c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961 | | | | |
| 2. | Stock Option | 0 | 0 | 0 | 0 |
| 3. | Sweat Equity | 0 | 0 | 0 | 0 |
| 4. | Commission | 0 | 0 | | 0 |




| | | | | | |
|--|--------------------------------------|---|---|---|---|
| | - as% of profit - others, specify | | | | |
| 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 / COMPOUNDING OF OFFENCES:

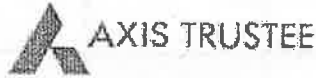
| Type | Section of the Companies Act | Brief description | Details of Penalty/ Punishment/ Compounding fees imposed | Authority [RD/ NCLT/ Court] | Appeal made, if any (give details) |
|------------------------------|------------------------------|-------------------|--|-----------------------------|------------------------------------|
| 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

Place: Mumbai
Date: April 17, 2017


V. SRINIVASAN
Chairman
DIN: 00033882





**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 | : | NIL |
| (b) | Nature of contracts/ arrangements/ transactions | : | NIL |
| (c) | Duration of the contracts / arrangements/ transactions | : | NIL |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, if any | : | NIL |
| (e) | Justification for entering into such contracts or arrangements or transactions | : | NIL |
| (f) | Date (s) of approval by the Board | : | NIL |
| (g) | Amount paid as advances, if any | : | NIL |
| (h) | Date on which the special resolution was passed in general meeting as required under first proviso to section 188 | : | NIL |

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

| | | | |
|-----|---|---|--|
| (a) | Name(s) of the related party and Nature of relationship | : | 1. Axis Bank Limited (Holding Company) 2. Axis Capital Limited (Fellow Subsidiary) 3. Axis Finance Limited (Fellow Subsidiary) |
|-----|---|---|--|



| | | |
|-----|---|--|
| (b) | Nature of contracts / arrangements / transactions | : 1. Re-imburement of costs incurred in respect of employee deputation 2. Rentals paid on shared premises between the Company and the Bank 3. Payment of services charges (i.e. Bank charges such as I.T Support Services and others) 4. Fees/ commission for trusteeship / custodian / agency services 5. Receipt of Interest on Fixed Deposit 6. Reimbursement related to usage of common facilities / other expenses to / from related parties 7..Payment of Referral Fee 8. Payment of Dividend |
| (c) | Duration of the contracts / arrangements / transactions | : Varies with the nature of the contract / arrangement / transaction |
| (d) | Salient terms of the contracts or arrangements or transactions including the value, if any: | : The Contract/ arrangement / transaction are entered at arms' length price and in normal course of business. Refer Financial Statements. |
| (e) | Date(s) of approval by the Board, if any | : 1. 18.04.2016 2. 03.08.2016 3. 21.10.2016 4. 25.01.2017 |
| (f) | Amount paid as advances, if any | : NIL |

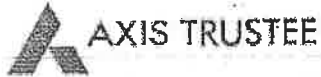
For and on behalf of the Board of Directors



V. SRINIVASAN
Chairman
DIN: 00033882

Place: Mumbai
Date: April 17, 2017





Annexure-III

REPORT ON CSR ACTIVITIES/ INITIATIVES

[Pursuant to Section 135 of the Companies Act, 2013 & 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. To train the unemployed youth and provide employment through vocational training courses in beautician, electrician, nursing, mobile repairing, etc.
- ii. To promote seed production and stabilize agriculture production of marginal and poor tribal farmers using low external input agriculture pattern.
- iii. To implement innovative soil and water conservation measures enhancing soil fertility and fodder availability.
- iv. To reduce the distress migration of people from rural to urban areas.

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 (before tax) of the company for last 3 financial year:

| Financial Year | Profit before Tax | Average of three years |
|----------------|-------------------|------------------------|
| 2013-14 | 21,95,56,666 | 24,97,10,986.67 |
| 2014-15 | 25,14,41,974 | |
| 2015-16 | 27,81,34,320 | |



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

Based on the above arrived figures, your company earmarked a sum of Rs. 49,94,220 /- during the financial year 2016-17 towards CSR initiatives.

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

- a) Total amount to be spent for the financial year – Rs. 49,94,220 /-
- 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 Sub-heads: 1. Direct expenditure on project / program, 2. Overheads | Cumulative spend upto the reporting period | Amount spent: Direct/ through implementing agency * |
| 1. | Livelihood | -Watershed Management and Agriculture Productivity -Vocational Training | a) 1. Dilasa Sanstha 2. Maharashtra b) 1. Kherwadi Social Welfare Association (KSWA) 2. Maharashtra | Rs. 49.94 Lacs | Rs. 49.94 Lacs | Rs. 49.94 Lacs | Rs. 49.94 Lacs |

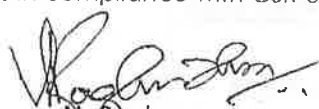
*Implementing Agency - Axis Bank Foundation

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

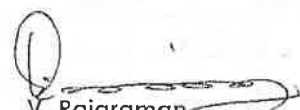
NA

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. Raghuraman
MD and CEO




V. Rajaraman
Chairman of CSR Committee





To,
The Board of Directors,
Axis Trustee Services Limited

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.

Handwritten signature of M. Raghuraman in black ink.

M. Raghuraman
MD and CEO
DIN: 07397084

Handwritten signature of V. Rajaraman in black ink.

V. Rajaraman
Chairman of CSR Committee
DIN: 01308488



Place: Mumbai
Date: April 17, 2017

SECRET

Approved for Release
by NSA on 08-28-2013 pursuant to E.O. 13526

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SECRET

S.R. BATLIBOI & Co. LLP

Chartered Accountants

14th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai-400 028, India
Tel : +91 22 6192 0000
Fax : +91 22 6192 1000

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, 2017, 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 the 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, 2017, 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 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by section 143 (3) of the Act, we report that:

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 the Companies (Accounting Standards) Amendment Rules, 2016;
- (e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" 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;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Prevention Fund by the Company;
 - iv. The Company has provided requisite disclosures in Note 26 to these financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our enquiries, test check of the books of account and other details maintained by the Company and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005



per Jitendra H. Ranawat
Partner
Membership Number: 103380
Place of Signature: Mumbai
Date: 17 April 2017



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

Re: Axis Trustee Services Limited (the "Company")

- (i)(a) The Company has maintained proper records showing full particulars, including quantitative details and location of fixed assets.
- (i)(b) Fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- (i)(c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment/ fixed assets of the Company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.
- (ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order 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 explanation 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 Company is not in the business of sale of any goods. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.
- (vii)(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, service tax and other statutory dues applicable to it. The provisions relating to employees' state insurance, duty of customs, duty of excise, value added tax and cess are not applicable to the Company.
- (vii)(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, and other 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, duty of customs, duty of excise, value added tax and cess are not applicable to the Company.
- (vii)(c) According to the information and explanations given to us, the dues of income tax outstanding 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 |
| Income Tax Act, 1961 | Income tax demand raised against the Company | 10,950 | AY 2014-15 | Assistant Commissioner of Income Tax |

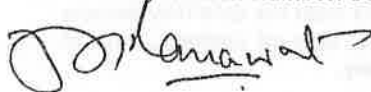


- (viii) According to the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders or government.
- (ix) In our opinion and according to the information and explanations given 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 purposes 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 by the the Company or no fraud on the Company has been noticed or reported during the year.
- (xi) According to the information and explanation given by the management, the managerial remuneration has been paid 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(xi) of the order are not applicable to the Company and hence not commented upon.
- (xiii) 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 reporting requirements under clause 3(xiv) are not applicable to the Company not commented upon.
- (xv) 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 as referred to in section 192 of Companies Act, 2013.
- (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/E300005



per Jitendra H. Ranawat

Partner

Membership Number: 103380

Place: Mumbai

Date: 17 April 2017



"ANNEXURE 2" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF AXIS TRUSTEE SERVICES LIMITED

Report on the Internal Financial Controls under Clause (f) 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, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of Internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting 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.

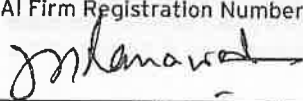
Opinion

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, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note 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, 2017, 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 17, 2017 and expressed an unqualified opinion thereon.

For S.R. Batliboi & Co. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005


per Jitendra H. Ranawat
Partner
Membership Number: 103380
Place of Signature: Mumbai
Date: 17 April 2017



Axis Trustee Services Limited
Balance Sheet as at 31st March, 2017

| | Note No. | Amount (Rs) 31 March 2017 | Amount (Rs) 31 March 2016 |
|--|----------|------------------------------|------------------------------|
| Equity and liabilities | | | |
| Shareholders' funds | | | |
| Share capital | 3 | 15,000,000 | 15,000,000 |
| Reserves & surplus | 4 | 534,289,106 | 510,864,551 |
| | | 549,289,106 | 525,864,551 |
| Non-current liabilities | | | |
| Other long term liabilities | 5 | 132,110 | 479,341 |
| Long term provisions | 6 | 1,335,751 | 2,432,169 |
| | | 1,467,861 | 2,911,510 |
| Current liabilities | | | |
| Trade payables | 7 | 3,321,881 | 1,163,693 |
| Other current liabilities | 7 | 107,992,236 | 105,317,972 |
| Short term provisions | 6 | 10,585,335 | 8,555,312 |
| | | 121,899,452 | 115,036,977 |
| Total | | 672,656,419 | 643,813,038 |
| Assets | | | |
| Non-current assets | | | |
| Fixed assets | | | |
| Property, Plant & Equipment | 8 | 1,845,202 | 2,063,266 |
| Intangible assets | 9 | 7,070,095 | 4,829,593 |
| Intangible assets under development | | | |
| Deferred tax assets (net) | 10 | 325,749 | 3,333,312 |
| Loans & Advances | 12 | 10,769,241 | 6,833,397 |
| Other non-current assets | 14 | 102,800,000 | 295,318,640 |
| | | 122,810,287 | 312,378,208 |
| Current assets | | | |
| Current Investments | 11 | 22,500,000 | - |
| Loans & Advances | 12 | 1,826,067 | 2,122,220 |
| Trade receivables | 13 | 54,361,712 | 48,055,629 |
| Cash and Bank balances | 15 | 372,757,431 | 187,673,767 |
| Other current assets | 14 | 98,400,922 | 93,583,214 |
| | | 549,846,132 | 331,434,830 |
| Total | | 672,656,419 | 643,813,038 |
| 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/ E300005
Chartered Accountants

per Jitendra H. Ranawat
Partner

Membership No.: 103380
Place: Mumbai
Date: 17 April, 2017



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: 17 April, 2017

Axis Trustee Services Limited
Statement of Profit and Loss for the year ended 31st March, 2017.

| | Note No. | Amount (Rs) | |
|---|----------|--------------------|--------------------|
| | | 31 March 2017 | 31 March 2016 |
| Income | | | |
| Revenue from operations | 16 | 319,226,197 | 323,573,459 |
| Other income | 17 | 42,891,470 | 41,475,434 |
| Total revenue (I) | | 362,117,667 | 365,048,893 |
| Expenses | | | |
| Employee benefit expense | 18 | 63,730,213 | 51,871,747 |
| Other expenses | 19 | 31,328,365 | 33,811,099 |
| Depreciation and amortisation | 20 | 2,146,955 | 1,231,727 |
| Total expenses (II) | | 97,205,533 | 86,914,573 |
| Profit before tax (I-II) | | 264,912,134 | 278,134,320 |
| Tax expense: | | | |
| Current Tax | | 89,537,419 | 99,087,582 |
| Deferred Tax | | 3,007,572 | (1,089,907) |
| Total tax expense | | 92,544,991 | 97,997,675 |
| Profit/(Loss) for the Year | | 172,367,143 | 180,136,645 |
| Earnings per equity share (nominal value of share Rs. 10 ; previous year Rs. 10) | | | |
| Basic | 21 | 114.91 | 120.09 |
| Diluted | 21 | 114.91 | 120.09 |
| 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/ E300005
 Chartered Accountants

per Jitendra H. Ranawat
 Partner

Membership No.: 103380
 Place: Mumbai
 Date: 17 April, 2017



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



M. Raghuraman
 Managing Director & CEO

Place: Mumbai
 Date: 17 April, 2017

Sidharth Rath
 Director

STATE OF TEXAS
DEPARTMENT OF AGRICULTURE
REGISTRATION OF TRADEMARKS

| No. | Name of Applicant | Name of Mark | Description of Mark |
|-----|-------------------|--------------|---------------------|
| 1 | ... | ... | ... |
| 2 | ... | ... | ... |
| 3 | ... | ... | ... |
| 4 | ... | ... | ... |
| 5 | ... | ... | ... |
| 6 | ... | ... | ... |
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| 12 | ... | ... | ... |
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| 14 | ... | ... | ... |
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| 32 | ... | ... | ... |
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| 37 | ... | ... | ... |
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| 39 | ... | ... | ... |
| 40 | ... | ... | ... |
| 41 | ... | ... | ... |
| 42 | ... | ... | ... |
| 43 | ... | ... | ... |
| 44 | ... | ... | ... |
| 45 | ... | ... | ... |
| 46 | ... | ... | ... |
| 47 | ... | ... | ... |
| 48 | ... | ... | ... |
| 49 | ... | ... | ... |
| 50 | ... | ... | ... |



Axis Trustee Services Limited
Cash Flow Statement for the year ended 31st March, 2017

| Cash flow from operating activities | Amount (Rs.) | |
|--|----------------------|----------------------|
| | March 31,2017 | March 31,2016 |
| Profit before tax from continuing operations | 264,912,133 | 278,134,320 |
| Adjustment to reconcile profit before tax to net cash flows | | |
| Depreciation/ amortization on continuing operation | 2,146,955 | 1,231,727 |
| Provision for doubtful debts (net) | 4,532,618 | 6,184,270 |
| Loss on disposal/ write off on property, plant & equipment / intangible assets pertaining to continuing operations | | |
| Net Gain on sale of current investments | (6,014,894) | (393,955) |
| Interest Income | (36,376,576) | (41,081,479) |
| Operating profit before working capital changes | 229,200,236 | 244,074,883 |
| Movements in working capital : | | |
| Increase/ (decrease) in trade payables | 2,158,181 | 691,126 |
| Increase / (decrease) In long-term provisions | (1,096,418) | 254,240 |
| Increase / (decrease) in short-term provisions | 2,030,023 | (177,100) |
| Increase/ (decrease) in other current liabilities | 2,674,264 | 17,117,930 |
| Increase/ (decrease) in other long-term liabilities | (347,231) | (30,570) |
| Decrease / (increase) in trade receivables | (10,838,701) | (6,792,796) |
| Decrease / (increase) In Loans & Advances | 296,153 | (1,197,886) |
| Decrease / (increase) in other current assets | 2,063,854 | (2,300,086) |
| Cash generated from operations | 226,140,361 | 251,131,262 |
| Direct taxes paid (net of refunds) | (93,473,263) | (95,627,224) |
| Net cash flow from operating activities (A) | 132,667,098 | 155,504,038 |
| Cash flows from investing activities | | |
| Purchase of fixed assets, including CWIP and capital advances | (4,169,393) | (1,558,685) |
| Investments in bank deposits (having original maturity of more than three months) | (204,301,690) | (201,250,000) |
| Redemption/ maturity of bank deposits (having original maturity of more than three months) | 199,651,690 | 188,200,000 |
| Purchase of current investments | (240,500,000) | (167,300,000) |
| Proceeds from sale/maturity of current Investments | 224,014,892 | 167,693,955 |
| Interest income | 29,495,015 | 9,461,345 |
| Net cash flow from/ (used in) Investing activities (B) | 4,190,514 | (4,753,385) |
| Cash flows from financing activities | | |
| Dividend paid on equity shares | (123,750,000) | (112,500,000) |
| Tax on equity dividend paid | (25,192,588) | (22,902,356) |
| Net cash flow from/ (used in) in financing activities (C) | (148,942,588) | (135,402,356) |
| Net increase/(decrease) in cash and cash equivalents (A + B + C) | (12,084,976) | 15,348,298 |
| Effect of exchange differences on cash & cash equivalents held in foreign currency | | |
| Cash and cash equivalents at the beginning of the year | 25,223,767 | 9,875,470 |
| Cash and cash equivalents at the end of the year | 13,138,791 | 25,223,767 |
| Components of cash and cash equivalents | | |
| With banks- on current account | 13,138,791 | 25,223,767 |
| Total cash and cash equivalents (note 14) | 13,138,791 | 25,223,767 |

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/E300005
Chartered Accountants

per Jitendra H. Ranawat
Partner

Membership No.: 103380
Place: Mumbai
Date: 17 April, 2017



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

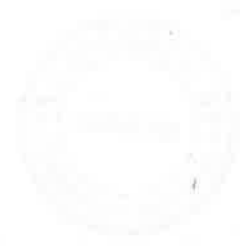
M. Raghuraman
Managing Director & CEO

Sidharth Rath
Director

Place: Mumbai
Date: 17 April, 2017

UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
WATER RESOURCES DIVISION

| DATE | TO | FROM | REMARKS |
|----------|-------|-------|---------|
| 10/15/54 | WATER | WATER | ... |
| 10/16/54 | WATER | WATER | ... |
| 10/17/54 | WATER | WATER | ... |
| 10/18/54 | WATER | WATER | ... |
| 10/19/54 | WATER | WATER | ... |
| 10/20/54 | WATER | WATER | ... |
| 10/21/54 | WATER | WATER | ... |
| 10/22/54 | WATER | WATER | ... |
| 10/23/54 | WATER | WATER | ... |
| 10/24/54 | WATER | WATER | ... |
| 10/25/54 | WATER | WATER | ... |
| 10/26/54 | WATER | WATER | ... |
| 10/27/54 | WATER | WATER | ... |
| 10/28/54 | WATER | WATER | ... |
| 10/29/54 | WATER | WATER | ... |
| 10/30/54 | WATER | WATER | ... |
| 10/31/54 | WATER | WATER | ... |
| 11/1/54 | WATER | WATER | ... |
| 11/2/54 | WATER | WATER | ... |
| 11/3/54 | WATER | WATER | ... |
| 11/4/54 | WATER | WATER | ... |
| 11/5/54 | WATER | WATER | ... |
| 11/6/54 | WATER | WATER | ... |
| 11/7/54 | WATER | WATER | ... |
| 11/8/54 | WATER | WATER | ... |
| 11/9/54 | WATER | WATER | ... |
| 11/10/54 | WATER | WATER | ... |
| 11/11/54 | WATER | WATER | ... |
| 11/12/54 | WATER | WATER | ... |
| 11/13/54 | WATER | WATER | ... |
| 11/14/54 | WATER | WATER | ... |
| 11/15/54 | WATER | WATER | ... |
| 11/16/54 | WATER | WATER | ... |
| 11/17/54 | WATER | WATER | ... |
| 11/18/54 | WATER | WATER | ... |
| 11/19/54 | WATER | WATER | ... |
| 11/20/54 | WATER | WATER | ... |
| 11/21/54 | WATER | WATER | ... |
| 11/22/54 | WATER | WATER | ... |
| 11/23/54 | WATER | WATER | ... |
| 11/24/54 | WATER | WATER | ... |
| 11/25/54 | WATER | WATER | ... |
| 11/26/54 | WATER | WATER | ... |
| 11/27/54 | WATER | WATER | ... |
| 11/28/54 | WATER | WATER | ... |
| 11/29/54 | WATER | WATER | ... |
| 11/30/54 | WATER | WATER | ... |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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 / Alternate Investment Fund / Real Estate Investment Trust / Infrastructure Investment Trust 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 :

(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



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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.

(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):



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

| | Useful Life as per Management (SLM) | Useful Life as per Schedule II (SLM) |
|------------------------|---|--|
| Computers | 3 years | 6 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.

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



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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 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.



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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.

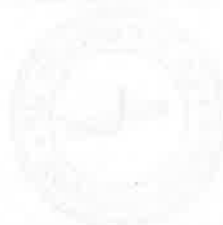
(l) Cash and Cash Equivalents

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 2017

3. Share capital

| | 31 March 2017 | 31 March 2016 |
|---|-------------------|-------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Authorized shares | | |
| 5,000,000 (31 March 2016: 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 2016: 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 |

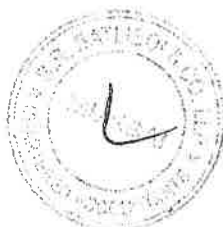
(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares

| | 31 March 2017 | | 31 March 2016 | |
|--------------------------------------|------------------|-------------------|------------------|-------------------|
| | 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, 2017 the amount of per share dividend recognized as distributions to equity shareholders is Nil (31 March, 2016: Rs. 82.50 per share paid in current year)



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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 2017 | As at 31 March 2016 |
|---|------------------------|------------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Axis Bank Limited, the holding company and its nominees | | |
| 1,500,000 (31 March 2016: 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 2017 | | As at 31 March 2016 | |
|---|---------------------|------------------------|---------------------|------------------------|
| | 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 2017

(e) Proposed dividends on Equity shares:

| | As at 31 March 2017 Amount (Rs.) | As at 31 March 2016 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 2017: Rs. 82.5 per share (31 March 2016: Rs.82.5 per share) | 123,750,000 | 123,750,000 |
| Dividend Distribution Tax on proposed dividend | 25,192,588 | 25,192,588 |
| | 148,942,588 | 148,942,588 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

4. Reserves and surplus

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| General reserve | | |
| Balance as per the last financial statements | 83,196,276 | 65,182,611 |
| Add: amount transferred from surplus balance in the statement of profit and loss | 17,236,714 | 18,013,665 |
| Closing Balance | 100,432,990 | 83,196,276 |
| Surplus/ (deficit) in the statement of profit and loss | | |
| Balance as per last financial statements | 427,668,275 | 265,545,294 |
| Profit for the year | 172,367,143 | 180,136,646 |
| Less: Appropriations | | |
| Dividend on equity shares (amount per share Rs. 82.5 per share) | (123,750,000) | - |
| Dividend Distribution Tax | (25,192,588) | - |
| Transfer to general reserve | (17,236,714) | (18,013,665) |
| Total appropriations | (166,179,302) | (18,013,665) |
| Net surplus in the statement of profit and loss | 433,856,116 | 427,668,275 |
| Total reserves and surplus | 534,289,106 | 510,864,551 |

5. Other long-term liabilities

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|------------------|-------------------------------|-------------------------------|
| Unearned revenue | 132,110 | 479,341 |
| | 132,110 | 479,341 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

6. Provisions

| | Long-term | | Short-term | |
|--|----------------------------------|----------------------------------|----------------------------------|----------------------------------|
| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Provision for employee benefits | | | | |
| Provision for gratuity (Refer Note 22) | 879,400 | 473,589 | 80,023 | 38,609 |
| Provision for leave benefits | 456,351 | 149,580 | 348,045 | 492,236 |
| Provision for variable pay | - | 1,809,000 | 8,178,263 | 6,607,210 |
| | 1,335,751 | 2,432,169 | 8,606,331 | 7,138,055 |
| Other provisions | | | | |
| Provision for expenses | - | - | 1,979,004 | 1,417,257 |
| | - | - | 1,979,004 | 1,417,257 |
| | 1,335,751 | 2,432,169 | 10,585,335 | 8,555,312 |

7. Other current liabilities

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| Trade Payables (Refer note 25 for details of dues to micro and small enterprises) | 3,321,881 | 1,163,693 |
| | 3,321,881 | 1,163,693 |
| Other liabilities | | |
| Unearned revenue | 107,590,333 | 105,080,394 |
| Others: | | |
| Undisputed Statutory Dues Payable | 401,903 | 237,578 |
| | 107,992,236 | 105,317,972 |
| | 111,314,117 | 106,481,665 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

8. Property plant and equipment

| | Computers | Computer Servers | Office Equipment's | Mobiles | Furniture and Fixtures | Total |
|-------------------------|------------------|------------------|--------------------|---------------|------------------------|------------------|
| Cost | | | | | | |
| At 1 April 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 |
| Additions | 567,550 | - | 16,313 | - | 63,430 | 647,293 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2017 | 2,343,814 | 1,012,200 | 23,521 | 73,750 | 1,358,374 | 4,811,659 |
| Depreciation | | | | | | |
| At 1 April 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 |
| Charge for the year | 392,925 | 337,366 | 2,156 | 1,070 | 131,840 | 865,357 |
| Disposals | - | - | - | - | - | - |
| At 31 March 2017 | 1,698,882 | 584,152 | 6,242 | 73,750 | 603,431 | 2,966,457 |
| Net Block | | | | | | |
| At 31 March 2016 | 470,307 | 765,414 | 3,122 | 1,070 | 823,353 | 2,063,266 |
| At 31 March 2017 | 644,932 | 428,048 | 17,279 | - | 754,943 | 1,845,202 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

9. Intangible assets

| | Computer Software |
|---|-------------------|
| Gross block | |
| At 1 April 2015 | 64,136 |
| Additions | 5,344,200 |
| Disposal/write off | |
| At 31 March 2016 | 5,408,336 |
| Additions (including capitalized during the year) | 3,522,100 |
| Disposal/Write off | - |
| At 31 March 2017 | 8,930,436 |
| Amortization | |
| At 1 April 2015 | 42,871 535,872 |
| Charge for the year | |
| Disposal/write off | - |
| At 31 March 2016 | 578,743 |
| Charge for the year | 1,281,598 |
| Disposal/Write off | |
| At 31 March 2017 | 1,860,341 |
| Net block | |
| At 31 March 2016 | 4,829,593 |
| At 31 March 2017 | 7,070,095 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

10. Deferred tax asset (net)

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| 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 | 850,441 | 1,024,854 |
| Provision for doubtful debts (net) | | 2,534,192 |
| Gross deferred tax asset | 850,441 | 3,559,046 |
| Deferred tax liability | | |
| Property, plant and equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting | 524,692 | 225,734 |
| Gross deferred tax liability | 524,692 | 225,734 |
| Net deferred tax asset | 325,749 | 3,333,312 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

11. Current Investments

| | Non-Current | | Current | |
|--|--|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2017 Amount in (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Investments | | | | |
| Investment in Mutual Funds (Market Value Rs.22,532,249) | - | - | 22,500,000 | - |
| | - | - | 22,500,000 | - |

12. Loans & Advances

| | Non-Current | | Current | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2017 Amount in (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Other Loans & Advances | | | | |
| Unsecured, considered good | | | | |
| Prepaid expenses | - | - | 1,504,553 | 219,713 |
| Deposit with Central Registry | - | - | 254,197 | 1,002,635 |
| Service tax receivable | - | - | 67,317 | 899,872 |
| Advance payment of income tax / tax deducted at source (after adjusting provision for tax: Rs. 515,400,652; previous year : Rs. 425,863,232) | 10,769,241 | 6,833,397 | - | - |
| | 10,769,241 | 6,833,397 | 1,826,067 | 2,122,220 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

13. Trade receivables

| | Non-Current | | Current | |
|---|-------------------------------------|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Outstanding for a period exceeding six months from the date they are due for payment | | | | |
| Unsecured, considered good | - | - | 7,711,466 | 5,872,070 |
| Doubtful | - | - | - | 5,032,562 |
| | | | 7,711,466 | 10,904,632 |
| Provision for doubtful receivables | - | - | - | (5,032,562) |
| (a) | - | - | 7,711,466 | 5,872,070 |
| Other receivables | | | | |
| Unsecured, considered good | - | - | 46,650,246 | 42,183,559 |
| Doubtful | - | - | - | 2,290,000 |
| | | | 46,650,246 | 44,473,559 |
| Provision for doubtful receivables | - | - | - | (2,290,000) |
| (b) | - | - | 46,650,246 | 42,183,559 |
| Total (a + b) | - | - | 54,361,712 | 48,055,629 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

14. Other assets

| | Non-Current | | Current | |
|---|--|-------------------------------------|-------------------------------------|-------------------------------------|
| | 31 March 2017 Amount in (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Unsecured, considered good unless stated otherwise | | | | |
| Non-current bank balances (Note 15) | 102,800,000 | 295,318,640 | - | - |
| | 102,800,000 | 295,318,640 | - | - |
| Others | | | | |
| Interest accrued on fixed deposits | - | - | 92,903,596 | 86,022,034 |
| Due from the holding company (Axis Bank) | - | - | 5,497,326 | 7,561,180 |
| | - | - | 98,400,922 | 93,583,214 |
| | 102,800,000 | 295,318,640 | 98,400,922 | 93,583,214 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

15. Cash and bank balances

| | Non-current | | Current | |
|--|-------------------------------------|----------------------------------|----------------------------------|-------------------------------------|
| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
| Cash and cash equivalents | | | | |
| - On current accounts | - | - | 13,138,791 | 25,223,767 |
| | | | 13,138,791 | 25,223,767 |
| Other bank balances | | | | |
| - Deposits with remaining maturity for more than 12 months | 102,800,000 | 295,318,640 | - | - |
| -- Deposits with remaining maturity for less than 12 months | - | - | 359,618,640 | 162,450,000 |
| | 102,800,000 | 295,318,640 | 359,618,640 | 162,450,000 |
| Amount disclosed under non- current assets (Note 14) | (102,800,000) | (295,318,640) | - | - |
| | - | - | 372,757,431 | 187,673,767 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

16. Revenue from operations

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|--------------------------------|-------------------------------|-------------------------------|
| Revenue from operations | | |
| Rendering of services | 319,226,197 | 323,573,459 |
| Revenue from operations | 319,226,197 | 323,573,459 |

Detail of services rendered

| | | |
|-------------------------|--------------------|--------------------|
| Initial acceptance fees | 63,323,374 | 57,989,875 |
| Annual fees | 216,809,430 | 230,063,035 |
| Servicing fees | 39,093,393 | 35,520,549 |
| | 319,226,197 | 323,573,459 |

17. Other income

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|----------------------------------|-------------------------------|-------------------------------|
| Interest income on bank deposits | 36,376,576 | 41,081,479 |
| Profit on sale of mutual fund | 6,014,894 | 393,955 |
| Recovery of Doubtful Debts | 500,000 | - |
| | 42,891,470 | 41,475,434 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

18. Employee benefit expense

| | 31 March 2017 | 31 March 2016 |
|--|-------------------|-------------------|
| | Amount (Rs.) | Amount (Rs.) |
| Salaries, wages and bonus (including amount paid to employees on deputation) | 61,930,756 | 50,419,915 |
| Contribution to provident and other funds | 840,967 | 934,224 |
| Gratuity expense (Refer Note 21) | 447,225 | 52,986 |
| Staff welfare expenses | 511,265 | 464,622 |
| | 63,730,213 | 51,871,747 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

19. Other expenses

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| Power and fuel | 716,525 | 1,112,085 |
| Rent | 7,558,386 | 10,334,184 |
| Rates and taxes | 602,867 | 648,130 |
| Advertising and business promotion | 58,971 | 39,600 |
| Travelling and conveyance | 1,076,398 | 1,044,325 |
| Conference Expenses | 1,618,621 | 973,512 |
| Communication expenses | 525,145 | 383,397 |
| Printing and stationery | 60,295 | 93,369 |
| Professional & legal fees | 3,566,681 | 2,239,297 |
| Directors' sitting fees | 200,000 | 220,000 |
| Bank charges | 927 | 775 |
| DP charges | 900 | 721,011 |
| Registration fees | 26,866 | 80,000 |
| Payment to auditor (Refer details below) | 1,204,668 | 1,018,409 |
| Bad debts written off (net of provisions) | | |
| Bad Debts | Rs. 123,55,180 | |
| Less: Reversal of Provisions | Rs. 73,22,562 | |
| Provision for Doubtful Debts | - | 4,513,562 |
| Referral fees | 877,500 | - |
| CSR expenditure | 4,994,220 | 4,363,000 |
| Office expenses | 2,935,757 | 3,296,268 |
| Website Hosting Expenses | 271,020 | 1,059,467 |
| | 31,328,365 | 33,811,099 |

Details of CSR Expenditure

| | 31 March 2017 Amount (Rs.) | 31 March 2016 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 | 4,994,220 | 4,363,000 |
| | 4,994,220 | 4,363,000 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

Payment to auditor

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| As auditor: | | |
| Audit fee | 1,150,000 | 1,000,000 |
| In other capacity: | | |
| Other services (certification fees) | 30,000 | - |
| Reimbursement of expenses & Service Tax | 24,668 | 18,409 |
| | 1,204,668 | 1,018,409 |

20. Depreciation and amortization expense

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|--|-------------------------------|-------------------------------|
| Depreciation of Property, plant and equipment assets | 865,357 | 695,855 |
| Amortization of intangible assets | 1,281,598 | 535,872 |
| | 2,146,955 | 1,231,727 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

21. Earnings per share (EPS)

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

| | 31 March 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|---|-------------------------------|-------------------------------|
| Total operations for the year | | |
| Profit after tax | 172,367,143 | 180,136,645 |
| Net profit for calculation of basic EPS | 172,367,143 | 180,136,645 |
| Net profit as above | 172,367,143 | 180,136,645 |
| Net profit for calculation of diluted EPS | 172,367,143 | 180,136,645 |
| 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.114.91 | Rs. 120.09 |
| Diluted earnings per share | Rs.114.91 | Rs. 120.09 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

22. 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.

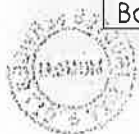
The following table summarises the component of net benefit expense recognised in the profit and loss account and the funded status and amounts recognised in the balance sheet for the respective plan.

Net employees benefit expense (recognised in Employee Cost):

| Particulars | Gratuity | |
|--|---------------|---------------|
| | 31 March 2017 | 31 March 2016 |
| Current service cost | 200,752 | 78,100 |
| Net Interest cost | 37,800 | 36,278 |
| Net Actuarial (gains) / losses | 208,673 | (61,392) |
| Net Expenses recognized in the statement of profit or loss | 447,225 | 52,986 |

Balance Sheet

| Particulars | Gratuity | |
|---|---------------|---------------|
| | 31 March 2017 | 31 March 2016 |
| Defined benefit obligation | 959,423 | 512,198 |
| Fair value of plan assets | - | - |
| Unrecognised past service cost | - | - |
| Net (Liability)/Asset Recognised in the Balance Sheet | (959,423) | (512,198) |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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

| Particulars | Gratuity | |
|--|---------------|---------------|
| | 31 March 2017 | 31 March 2016 |
| Opening defined benefit obligation | 512,198 | 459,212 |
| Net Interest cost | 37,800 | 36,278 |
| Current service cost | 200,752 | 78,100 |
| Benefits paid | - | - |
| Actuarial (gains) / losses on obligation- due to change in Demographic assumptions | 299,632 | (198,279) |
| Actuarial (gains) / losses on obligation- due to change in financial assumptions | (249,672) | 10,736 |
| Actuarial (gains) / losses on obligation – due to experience | 158,713 | 126,151 |
| Present Value of Benefit Obligation at the end of the period | 959,423 | 512,198 |

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

| Particulars | 31 March 2017 | 31 March 2016 |
|----------------|---------------|---------------|
| Discount rate | 6.85% | 7.38% |
| Increment rate | 10% | 15% |
| Attrition rate | 20% | 30% |

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.

Amounts for the current and previous 3 periods are as follows

| | 31 March 2017 | 31 March 2016 | 31 March 2015 | 31 March 2014 |
|---|---------------|---------------|---------------|---------------|
| Defined benefit obligation | 959,423 | 512,198 | 459,212 | 153,402 |
| Fair value of plan assets | - | - | - | - |
| Unrecognised past service cost | - | - | - | - |
| Net (Liability)/Asset Recognised in the Balance Sheet | (959,423) | (512,198) | (459,212) | (153,402) |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

23. 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 2017 Amount (Rs.) | 31 March 2016 Amount (Rs.) |
|--------------------|-------------------------------|-------------------------------|
| Less than one year | 1,658,280 | 2,583,546 |

24. 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. M. Raghuraman (Managing Director & CEO) |
| 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 |
| | A. Treds Limited (w.e.f from 23 rd May, 2016) |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

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

| Particulars | Holding Company Amount (Rs.) | Fellow Subsidiary Amount (Rs.) | Key Management Personnel Amount (Rs.) | Total Amount (Rs.) |
|---|------------------------------------|---|---|--------------------------|
| Income | | | | |
| Interest Income | 36,376,576 | - | - | 36,376,576 |
| | (41,081,479) | - | - | (41,081,479) |
| Servicing Fees | 39,093,393 | - | - | 39,093,393 |
| | (35,520,549) | - | - | (35,520,549) |
| Rendering of services (Axis Finance Limited) | - | 268,933 | - | 268,933 |
| | - | (375,000) | - | (375,000) |
| Rendering of services (Axis Capital Limited) | - | - | - | - |
| | - | (500,000) | - | (500,000) |
| Rendering of services | 569,505 | - | - | 569,505 |
| | (26,33,163) | - | - | (26,33,163) |
| Expenses | | | | |
| Rent Paid | 7,558,386 | - | - | 7,558,386 |
| | 10,334,184 | - | - | 10,334,184 |
| Reimbursement of Staff Cost | 25,483,694 | - | 8,840,248* | 34,323,942 |
| | (26,401,681) | - | (5,712,949) | (32,114,630) |
| Other reimbursement of expenses | 4,781,959 | - | - | 4,781,959 |
| | (5,194,426) | - | - | (5,194,426) |
| Payment of Dividend | 123,750,000 | - | - | 123,750,000 |
| | (112,500,000) | - | - | (112,500,000) |
| Fees and Bank Charges paid to Axis Bank Ltd. | 719,882 | - | - | 719,882 |
| | (721,156) | - | - | (721,156) |
| Balance Outstanding | | | | |
| Fixed Deposits | 462,418,640 | - | - | 462,418,640 |



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

| Particulars | Holding Company | Fellow Subsidiary | Key Management Personnel | Total |
|---|-----------------|-------------------|--------------------------|---------------|
| | Amount (Rs.) | Amount (Rs.) | Amount (Rs.) | Amount (Rs.) |
| | (457,768,640) | - | - | (457,768,640) |
| Balance in current account | 13,120,548 | - | - | 13,120,548 |
| | (25,210,758) | - | - | (25,210,758) |
| Share Capital | 15,000,000 | - | - | 15,000,000 |
| | (15,000,000) | - | - | (15,000,000) |
| Interest Receivable | 92,903,595 | - | - | 92,903,595 |
| | (86,022,034) | - | - | (86,022,034) |
| Reimbursement of Staff Cost payable | 5,378,263 | - | - | 5,378,263 |
| | (5,162,210) | - | - | (5,162,210) |
| Other reimbursement of expenses payable | 1,265,178 | - | - | 1,265,178 |
| | (175,682) | - | - | (175,682) |
| Servicing Fees receivable | 6,762,501 | - | - | 6,762,501 |
| | (7,736,857) | - | - | (7,736,857) |
| Income Received in Advance | 13,873,866 | 481,067 | - | 14,357,933 |
| | (13,549,746) | (625,000) | - | (14,174,746) |

* 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

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

| | 31 March 2017 | 31 March 2016 |
|--|---------------|---------------|
| | Amount (Rs.) | Amount (Rs.) |

The principal amount and the interest due there on remaining unpaid to any supplier as at the end of each accounting year



Axis Trustee Services Limited

Notes to Financial statements for the year ended 31 March 2017

26. Details of Specified Bank Notes (SBN) held and transacted during the period 8 November 2016 to 30 December 2016 as provided in the Table below:-

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


27. 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: 17 April, 2017

Atty General's Office - Manila

Notice to the public that the Commission on the Freedom of Information Act (COFA) is now in effect.

COFA is a law that gives the public the right to know what the government is doing. It is a key part of our democracy.

| Section | Subject | Access | Exemption |
|-----------|-----------------------|--------|-----------|
| Section 1 | Administrative | Open | None |
| Section 2 | Internal Security | Open | None |
| Section 3 | Foreign Relations | Open | None |
| Section 4 | Law Enforcement | Open | None |
| Section 5 | Personal Information | Open | None |
| Section 6 | Trade Secrets | Open | None |
| Section 7 | Financial Information | Open | None |
| Section 8 | Confidential Sources | Open | None |
| Section 9 | Other | Open | None |

Atty General's Office

For more information, please contact the Commission on the Freedom of Information Act (COFA) at the Department of Justice.

Atty General's Office - Manila

Atty General's Office - Manila

