

UTI Capital Pvt. Ltd.

Directors' Report

To the Members,

We are pleased to present the report on our business and operations for the financial year ended on 31st March, 2020.

Financial Results

| Particulars | (Amount Rs. In Lacs) | |
|-------------------------|--|--|
| | For the financial year ended on 31 st March, 2020 | For the financial year ended on 31 st March, 2019 |
| Total Income | 805.01 | 899.12 |
| Profit /Loss Before Tax | (200.60) | 22.45 |
| Profit /Loss After Tax | (143.17) | 77.59 |
| Net Worth | 2,869.95 | 3,020.76 |

For the year ended 31 March 2020, the total income of the Company during the financial year was Rs. 805.01 Lacs (Previous year Rs.899.12 Lacs) and the Net loss after tax was Rs. 143.17 Lacs (Previous year Profit of Rs.77.59 Lacs). The net worth of the company was Rs. 2,869.95 Lacs as on 31st March, 2020 (Previous year Rs.3,020.76 Lacs). The accounts have been prepared based on the 'Ind-AS' Accounting framework.

Dividend

The Board of Directors does not recommend any declaration of dividend for the financial year ended on March 31, 2020.

Business, Operations and Affairs of the Company

Your Company is currently acting as Investment Manager to two SEBI regulated investment funds, viz India Infrastructure Development Fund (IIDF) and UTI Structured Debt Opportunities Fund I (SDOF). IIDF is an infrastructure focused private equity fund sponsored by UTI AMC Ltd. It achieved the initial closing on May 12, 2010 with commitments from domestic as well as offshore institutional investors. Subsequently, the investment management of IIDF was transferred to your company with effect from July 1, 2011. Currently IIDF has approximately Rs. 405.5 (Previous Year Rs 405.5) crore under management and has cumulatively drawn down approximately 83.5% (Previous Year 83.5%) of the committed capital. The current invested capital of IIDF is Rs. 202 crore (Previous year Rs 252 crore) across two unlisted companies viz. Bumi Engineering Ltd., and Indian Oiltanking Ltd. During the year, the fund disposed off its investment held in Bharat Light & Power Private Limited.

As part of investment management, your company has been actively engaging with the management of the portfolio companies at various levels and is providing strategic advice on shaping their future business plans.

SDOF is a private debt fund registered with SEBI as a Category II AIF in August, 2017. UTI Capital is the Investment Manager of the fund and SDOF is the first scheme of the Trust. The objective of SDOF

is to generate superior risk adjusted returns for its investors by investing in debt securities of various companies. SDOF announced its first close on November 15, 2017. The total commitments as on March 31, 2020 were approx. Rs 805.75 crores (Previous Year Rs 671.06 crores) and the total amount drawn down from investors as on 31 March 2020 is Rs 694.34 crores (Previous year Rs.363.54 crores) . As on 31 March 2020 SDOF has outstanding investments in nine companies aggregating Rs. 548 crores (Previous year five Companies aggregating Rs. 350 crores).

Your Company has also been appointed as Investment Advisor to a Mauritius based fund called 'Pragati India Fund Ltd'(PIFL). CDC, the Development Financial Institution of Government of UK is the majority investor in PIFL. The current assets under management by PIFL is approx Rs 93.42 crore (Previous Year Rs 93.42 crore) across three companies viz PTC Industries Ltd, Saija Finance Pvt Ltd and DCDC Health Services Pvt Ltd, Out of the three companies, the first company is listed while the remaining are unlisted. As per the advisory agreement signed with PIFL, your company will undertake monitoring of the portfolio and make best efforts to enhance value and provide advice on exit from the various companies. Your company has been actively engaging with the management of the portfolio companies at various levels and is providing timely reports to PIFL for monitoring purposes.

Your Company has also applied to SEBI for launching a new scheme (UTI Structured Debt Opportunities Fund II) under UTI Emerging India Opportunities Fund, a category 2 AIF previously approved by SEBI. SEBI approval to launch the scheme is in process.

Impact of Covid 19

The Covid-19 pandemic currently being experienced by a host of countries including India has led to severe disruptions in business due to unprecedented steps being taken like movement restrictions, social distancing and temporary closure of business activities and thus its impact on your Company has to be assessed. UTI Capital currently generates investment management fee from UTI SDOF I and advisory fee from PIFL. UTI SDOF I has sufficient liquidity to meet its liabilities, including management fee to UTI Capital, for the remainder of its fund life. The Company also earns advisory fee from PIFL. As of date PIFL has not indicated cancellation of its agreement with the Company due to Covid-19 or otherwise and has no outstanding dues except the fee for the quarter ended March 2020. Further IIFD has sufficient liquidity to meet its operational expenses for the next two years at least. Thus the Directors do not expect any immediate adverse impact of Covid-19 on the operations of your Company.

Board of Directors

The Board of Directors of your company comprises Mr. Flemming Madsen, Director, Mr. Deepak Vaidya, Independent Director and Mr. Imtaiyazur Rahman, Director. Mr. Flemming Madsen, who retired by rotation was re-appointed as Director.

Mr. Deepak Vaidya was appointed as an independent director for a term of three years in the Annual General Meeting held on 19th August 2015 and thereafter his term has been renewed for a further period of five years by passing a special resolution in the Annual General Meeting held on 20th August 2018.

The composition of the Board of Directors, number of meetings held, directors attendance and directorships held, remuneration of directors and the Board procedures are detailed in the Corporate Governance Report as Annexure I.

Key Managerial Personnel:

Mr. Rohit Gulati Chief Executive Officer, Mr. Gautam Rajani Company Secretary and Mr. Ashutosh Binayake Chief Financial Officer are the Key Managerial Personnel of the Company.

Internal Controls, Risk Management Policy

Internal Controls and Risk Management Policy of the Company is attached herewith as Annexure II.

Particulars of contracts/arrangements with related parties: The particulars of contracts/arrangements with related parties are provided in Form AOC-2, (attached herewith as Annexure III) as prescribed under Rule 8(2) of the Companies (Accounts) Rules 2014.

Company's Policy on Directors' appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matters:

Attached as Annexure IV.

Statement on Declaration given by Independent Directors:

The independent directors have given the declaration of independence as per Annexure V.

Audit Committee:

The Company is having Audit Committee of the Board. Presently, the composition of these committees are as under:

Audit Committee:

1. Mr. Deepak Vaidya - Independent Director
2. Mr. Imtaiyazur Rahman - Director

Public Deposits

During the year under review the Company has not accepted any deposits from the public.

Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

NIL

Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

NIL

Conservation of Energy, Technology absorption and Foreign Exchange Earnings and outgo

During the year Company has earned foreign exchange of Rs 160.97 Lacs (Rs. 210.08 Lacs). Your company spent foreign exchange amounting to Rs Nil (Nil) during the year. Regarding conservation of energy, the Company has taken the office premises on rent from UTIAMC and no separate charges are paid in respect of energy consumption. Further, as the Company is into service sector, hence technology absorption is not applicable.

Details in respect of frauds reported by auditors under sub-section (12) of section 143

NIL

Directors' Responsibility Statement

Pursuant to the requirement under Section 134 of the Companies Act, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed:

- (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 the Companies Act 2013 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.
- (f) 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.

Details of every qualification, reservation or adverse remark or disclaimer made by the auditor in his report

Nil

Particulars of loans, guarantees or investments under section 186

Nil

Particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 in the prescribed form

As per Annexure III.

Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

Nil

Internal Complaints Committee:

The company has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 as the ICC of UTI AMC, its holding company will deal with such complaints, if any.

Auditors

The Statutory Auditors of the Company are appointed by the Comptroller and Auditor General of India. M/s MGB & Co LLP, Chartered Accountants, Mumbai have been appointed by the Comptroller and Auditor General of India for the year 2020-21.

Acknowledgement

Directors acknowledge the valuable assistance, co-operation and guidance received from Government of India, the Securities and Exchange Board of India, and UTI AMC. The Directors are also thankful to our investors, Auditors, Custodian, Banks, Distributors and all other service providers for their valued support. The Directors would also like to thank the employees of UTI Capital Pvt. Ltd. for their commitment, collaboration and partnership demonstrated by them for achieving the Company's goals.

For and on behalf of Board of Directors

Sd/-
Chairman

Date: 28th April 2020

Place: Mumbai

Corporate Governance Report**Board of Directors : Composition**

The Board of Directors of UTI Capital Pvt. Ltd. comprises of:

- | | |
|--------------------------|----------------------|
| 1. Mr. Deepak Vaidya | Independent Director |
| 2. Mr. Flemming Madsen | Director |
| 3. Mr. Imtaiyazur Rahman | Director |

Number of Board and Audit Committee Meetings

The Board of UTI Capital Pvt. Ltd. met 4 times during the period. The meetings were held on 26th April 2019, 21st August 2019, 23rd October 2019 and 29th January 2020. The Audit Committee meetings were held on 26th April 2019, 21st August 2019, and 23rd October 2019.

Board Procedures

The Board of Directors of the Company meets regularly to discuss, *inter alia*, the following:

- Operational activities of the Company
- Quarterly, Half-yearly unaudited financial results and annual audited financial statements.
- Review the position in respect of compliance with respect various Act, Rules, Regulations and statutory requirements governing the operations of the company.
- Any other significant developments in the operations of the company.

Post-meeting follow-up system

The governance process in the company includes an effective post meeting follow-up, review, and reporting process for action taken/pending on decisions of the Board/Board Committees.

Directors' Attendance

The details for the period 2019-20 are as under:-

| Name of the Director | No. of Board Meetings during 2019-20 | | No. of Audit Committee Meetings during 2019-20 | | No. of directorships in other public companies | |
|----------------------|--------------------------------------|----------|--|----------|--|--------------|
| | Held | Attended | Held | Attended | Chairman | MD/ Director |
| Mr Flemming Madsen | 4 | 4 | – | – | Nil | 1 |
| Mr Deepak Vaidya | 4 | 4 | 3 | 3 | Nil | 7 |
| Mr Imtaiyazur Rahman | 4 | 4 | 3 | 3 | Nil | 6 |

Remuneration of Directors

The remuneration paid or payable to the Directors for the year ended 31st March, 2018 is as detailed below:-

| Sr no | Name of Director | Sitting Fees (Rs.) | Emoluments paid by the Company (Rs.) | Total (Rs.) |
|--------------|--|---------------------------|---|--------------------|
| 1 | Mr Flemming Madsen, Director | NIL | NIL | NIL |
| 2 | Mr Deepak Vaidya, Independent Director | 1,65,000 | NIL | 1,65,000 |
| 3 | Mr Imtaiyazur Rahman, Director | NIL | NIL | NIL |

Annexure II

Risk Management Policy

Internal Control, Audit & Systems

Your Directors believe that internal audit control is a necessary concomitant of the principle of governance that freedom of management should be exercised within a framework of appropriate checks and balances. Your Company remains committed to ensuring an effective internal control environment that provides assurance on the efficiency of operations and security of assets.

UTI AMC, the holding company, has an Internal Audit Department and your company is covered within the internal audit program of UTI AMC which monitors the investments, compliances, internal audit reports and the minutes of the meetings of the Board and Committee of the subsidiaries. Well established and robust internal audit processes, both at business and corporate levels, continuously monitor the adequacy and effectiveness of the internal control environment across the Company and the status of compliance with operating systems, internal policies and regulatory requirements. In the networked IT environment of your Company, valuation of IT security continues to receive focused attention of the internal audit team, which includes IT specialists.

Risk Management

Risk management is one of the key focus areas and UTI AMC has established processes and systems to ensure robust firm wide risk management. UTI AMC has a Board-level risk management committee consisting of five members of the Board and a Board level Audit Committee consisting of four members of the Board.

Considering the size and level of operations of your company, a separate risk management department has not been created. However, UTI AMC, the holding company has an independent Department of Risk management to oversee investment risks, Department of Compliance to oversee adherence to SEBI regulations and Department of Internal Audit to ensure adherence to laid down processes and procedures and evaluation of the effectiveness of the internal controls including subsidiaries.

The risks include:

Fund Management: Unprofessional/unethical action by an investee Company, Front-running & Insider trading.

Operations: NAV and inaccurate financial reporting.

Customer Service: Errors, fraud etc.

Other Business Risks: Critical knowledge loss, Skill shortage, non compliance, third party risks, Inappropriate recruitment, Conflict in work community, violence etc.

Board of Directors of holding company formulates and periodically reviews the risk management policies, procedures and processes, which include the delegation of investment and financial responsibilities, prudential investment norms, guidelines and limits, and counter-party limits. The Board of your company also reviews the performance of various funds under management.

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 arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis: NIL

(a) Name(s) of the related party and nature of relationship:

(b) Nature of contracts/arrangements/transactions:

(c) Duration of the contracts / arrangements/transactions:

(d) Salient terms of the contracts or arrangements or transactions including the value, if any:

(e) Justification for entering into such contracts or arrangements or transactions:

(f) Date(s) of approval by the Board:

(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:

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: **UTI ASSET MANAGEMENT CO. LTD
(HOLDING COMPANY)**

b) Nature of contracts/arrangements/transactions: **RENT FOR OFFICE PREMISES**

c) Duration of the contracts / arrangements/transactions: **12 MONTHS**

d) Salient terms of the contracts or arrangements or transactions including the value, if any:
RS. 5,067,504/-

e) Date(s) of approval by the Board, if any: **17th January 2018**

f) Amount paid as advances, if any: **Nil**

For and on behalf of the Board of Directors

Sd/-

Chairman

UTI Capital Pvt. Ltd.
Policy on appointment and remuneration of Directors &
Key Managerial Personnel

A) Directors

The policy on appointment of Directors is as detailed below:

i) Appointment of Chief Executive Officer and / or Whole Time Director

Appointment has to comply with the requirements prescribed under the Companies Act & Rules made thereunder, Articles of Association of the Company.

The company will follow a policy of appointing CMD/CEO/MD/WTM through a robust process of sourcing and selection through internal process by the Human Resources Department of UTIAMC.

The proposed appointment will be approved by the Board of Directors of UTIAMC and then Board of Directors of the Company.

The Board of Directors consider the nomination received from the holding company and approve the appointment (alongwith terms and conditions of appointment) subject to approval by the shareholders at the General Meeting.

The General Meeting will be convened by issuing a notice alongwith detailed explanatory statement, and the approval (alongwith terms and conditions of appointment) of the shareholders is obtained in accordance with the requirements prescribed under the Companies Act.

Remuneration of directors

The remuneration paid to the non-executive directors is in accordance with the Companies Act, 2013 & Rules made thereunder and is approved by the Board of Directors based on the recommendations of the Nomination and Remunerations Committee.

i) Non – executive directors:

The non – executive directors shall be appointed as per the provisions of the Companies Act, 2013. The Nomination & Remuneration Committee shall select independent directors to be inducted on the Board.

The remuneration of the non-executive directors will be as detailed below:

ii) Sitting fees

The amount of sitting fees payable to the non-executive directors is based on the limits prescribed under the Companies Act.

The sitting fees are paid for each meeting of the Board and Committees of the Board attended by the non-executive directors either in person or through audio video conference or audio conference.

Apart from the sitting fees paid to the non-executive directors, the Company pays for the air-tickets, hotel accommodation and local conveyance incurred in connection with the meetings of the Committees of the Board.

B) Key Managerial Personnel

UTI Capital will have to appoint the following Key Personnel in accordance with the requirements of the Companies Act, 2013 and Rules made thereunder: -

- i) Chief Executive Officer and / or Whole Time Director
- ii) Chief Financial Officer
- iii) Company Secretary

Appointment

The appointment of MD/WTD is as detailed at (A) above.

The appointment of Chief Financial Officer and Company Secretary are approved by the Board of Directors.

Remuneration:

The policy regarding the remuneration of Chief Executive Officer is approved by the Board of Directors and Shareholders.

The remuneration policy and framework in respect of Key personnel and all employees of the Company including workmen is reviewed and recommended by Department of Human Resources Development (DHRD) of the sponsor company i.e. UTI Asset Management Company Limited to the Nomination & Remuneration Committee for approval.

Based the approval of the Nomination & Remuneration Committee on the overall remuneration policy, strategy and framework, the actual remuneration in respect of all employees including workmen is recommended by DHRD to the competent authority of sponsor company i.e. UTI Asset Management Company Limited.

Declaration by Independent Director

[Pursuant to section 149(7) of the Companies Act, 2013]

To,
The Board of Directors of
UTI Capital Pvt. Ltd.
UTI Tower, Gn Block,
Bandra Kurla Complex,
Bandra East, Mumbai – 400 051

Declaration of Independence for the FY -----

I, _____, s/o _____, residing at _____; do hereby declare that I fulfill the conditions of Independent Director as mentioned in Section 149(6) of the Companies Act, 2013. I further declare that: -

- (a) I am not a promoter of UTI Capital Pvt. Co. Ltd. or its holding, subsidiary or associate company;
- (b) I am not related to promoters or directors in UTI Capital Pvt. Ltd., its holding, subsidiary or associate company;
- (c) I have no pecuniary relationship other than remuneration as such director or having transaction not exceeding ten percent of my total income or such amount as may be prescribed with UTI Capital Pvt. Ltd., its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- (d) none of my relatives
 - (i) is holding any security of or interest in UTI Capital Pvt. Ltd., its holding, subsidiary or associate company during the two immediately preceding financial years or during the current financial year.
Provided that the relative may hold security or interest in UTI Capital Pvt. Ltd., of face value not exceeding fifty lakh rupees or two per cent of the paid-up capital of UTI Capital Pvt. Ltd., its holding, subsidiary or associate company or such higher sum as may be prescribed;
 - (ii) is indebted to UTI Capital Pvt. Ltd., its holding, subsidiary or associate company or their promoters, or directors, in excess of such amount as may be prescribed during the two immediately preceding financial years or during the current financial year;
 - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to UTI Capital Pvt. Ltd., its holding, subsidiary or associate company or their promoters, or directors of such holding company, for such amount as may be prescribed during the two immediately preceding financial years or during the current financial year; or
 - (iv) has any other pecuniary transaction or relationship with UTI Capital Pvt. Ltd., or its subsidiary, or its holding or associate company amounting to two per cent or more of its gross turnover or total income singly or in combination with the transactions referred to in (i), (ii) or (iii) above.

None of my relatives, for the purposes of (ii) and (iii) of (d) above -

- (i) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors; or

- (ii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company,

for an amount of fifty lakhs rupees, at any time during the two immediately preceding financial years or during the current financial year.

(e) I, neither myself nor any of my relatives—

(i) hold or has held the position of a key managerial personnel or is or has been employee of UTI Capital Pvt. Ltd. or its holding, subsidiary or associate company in any of the three previous financial years, immediately preceding the financial year in which he is proposed to be appointed;

(in case of relative who is an employee, the restriction shall not be applicable for his/her employment during preceding three financial years).

(ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year in which he is proposed to be appointed, of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

(B) any legal or a consulting firm that has or had any transaction with UTI Capital Pvt. Ltd., its holding, subsidiary or associate company amounting to ten percent or more of the gross turnover of such firm;

(iii) hold, together with my relatives two percent or more of the total voting power of the company; or

(iv) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives twenty-five percent or more of its receipts from UTI Capital Pvt. Ltd., any of its promoters, directors or its holding, subsidiary or associate company or that holds two per cent or more of the total voting power of UTI Capital Pvt. Ltd.

I possess the requisite qualifications as have been prescribed in the Companies (Appointment and Qualification of Directors) Rules, 2014 for being an Independent Director, which reads as follows:-

“An independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, technical operations or other disciplines related to the company’s business.”

Date: _____

Place: _____

Sd/-
(Name)

UTI Capital Private Limited
Balance Sheet as at 31 March 2020

(Rs. In Crores)

| | Note | 31/03/2020 | 31/03/2019 |
|---|------|--------------|--------------|
| I. ASSETS | | | |
| (1) Financial Assets | | | |
| (a) Cash and cash equivalents | 3 | 0.83 | 0.30 |
| (b) Receivables | 4 | | |
| (i) Trade receivables | | 0.49 | 3.81 |
| (ii) Other receivables | | 0.37 | 0.31 |
| (c) Investments | 5 | 27.97 | 21.70 |
| Total Financial Assets | | 29.66 | 26.12 |
| (2) Non-Financial Assets | | | |
| (a) Current tax assets (net) | 6 | 1.47 | 0.89 |
| (b) Deferred Tax Asset | 12 | 0.28 | - |
| (c) Property, plant and Equipment | 7 | 0.00 | 0.00 |
| (d) Right of Use Asset | 8 | 1.58 | - |
| (e) Other Intangible Assets | 8a | 0.00 | 0.00 |
| (f) Other non-financial assets | 9 | 6.37 | 7.76 |
| Total Non-Financial Assets | | 9.70 | 8.65 |
| TOTAL ASSETS | | 39.36 | 34.77 |
| II. LIABILITIES AND EQUITY | | | |
| LIABILITIES | | | |
| (1) Financial Liabilities | | | |
| (a) (I) Trade payable | 10 | | |
| (i) total outstanding dues of micro enterprises and small enterprises | | - | - |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | | 0.45 | 1.85 |
| (II) Other payable | | | |
| (i) total outstanding dues of micro enterprises and small enterprises | | 0.00 | 0.00 |
| (ii) total outstanding dues of creditors other than micro enterprises and small enterprises | | 0.18 | 0.21 |
| (b) Borrowings | | 6.11 | - |
| (c) Other financial liabilities | 11 | 3.73 | 1.81 |
| Total Financial Liabilities | | 10.47 | 3.87 |
| (2) Non-Financial Liabilities | | | |
| (a) Deferred tax liabilities (net) | 12 | - | 0.39 |
| (b) Provisions | 13 A | 0.05 | |
| (c) Other non-financial liabilities | 13 B | 0.14 | 0.31 |
| Total Non-financial liabilities | | 0.19 | 0.70 |
| (3) Equity | | | |
| (a) Equity Share Capital | 14 | 12.00 | 12.00 |
| (b) Other Equity | 15 | 16.70 | 18.20 |
| Total Equity | | 28.70 | 30.20 |
| TOTAL EQUITY AND LIABILITIES | | 39.36 | 34.77 |

Notes forming part of the financial statements

In terms of our Report attached
For MGB & Co. LLP
Chartered Accountants
Firm Registration No. 101169W/W-100035

For and on behalf of the board
UTI CAPITAL PRIVATE LIMITED

Sanjay Kothari
Partner
Membership No. 048215

I. Rahman
Director

Deepak Vaidya
Director

Rohit Gulati
CEO

Place : Mumbai
Date : 28-Apr-20

Ashutosh Binayake
CFO

Gautam Rajani
Company Secretary

UTI Capital Private Limited
Statement of Profit and Loss for the year ended 31 March 2020

| | | | (Rs. In Crores) |
|--|-----------|---------------|-----------------|
| | Note | 31/03/2020 | 31/03/2019 |
| I. Revenue from operations | 16 | | |
| (i) Interest Income | | 0.12 | 0.00 |
| (ii) Dividend Income | | 0.17 | 0.13 |
| (iii) Net Gain on fair value changes | | - | 1.45 |
| (iv) Sale of services | | 7.43 | 7.13 |
| (v) Others | | 0.02 | 0.17 |
| Total Revenue from operations | | 7.74 | 8.88 |
| II. Other Income | 17 | 0.30 | 0.12 |
| III. Total Income (I+II) | | 8.04 | 9.00 |
| Expenses | 18 | | |
| (i) Finance Cost | | 0.53 | 0.00 |
| (ii) Fees and commision expense | | 2.30 | 1.58 |
| (iii) Net Loss on Fair Value Changes | | 0.89 | - |
| (iii) Employee benefits expense | | 5.06 | 5.82 |
| (iv) Depreciation, amortisation and impairment | | 0.46 | 0.00 |
| (v) Other expenses | | 0.81 | 1.38 |
| IV. Total Expenses | | 10.05 | 8.78 |
| V. Profit/(Loss) before exceptional items and tax (III-IV) | | (2.01) | 0.22 |
| VI.Exceptional Items | | | |
| VII. Profit/ (Loss) Before Tax (V-VI) | | (2.01) | 0.22 |
| VIII.Tax expenses | 19 | | |
| Current Tax - Current year | | - | 0.22 |
| - Earlier year | | 0.06 | |
| Deferred Tax - Current year | | (0.64) | (0.04) |
| MAT Credit Entitlement - Current Year | | - | (0.22) |
| - Eafrlier Year | | 0.01 | (0.51) |
| IX. Total tax expenses | | (0.57) | (0.55) |
| X. Profit/ (Loss) for the year (VIII-IX) | | (1.43) | 0.77 |
| XI. Other Comprehensive Income | | | |
| Items that will not be reclassified to profit or loss | | | |
| Remeasurement gains/losses on defined benefit plan | | (0.10) | (0.01) |
| Income tax relating to items that will not be reclassified to profit or loss | | 0.03 | 0.00 |
| Other Comprehensive Income for the year | | (0.07) | (0.01) |
| XII.Total comprehensive Income for the year (X+XI) | | (1.50) | 0.76 |
| Earning per equity share of face value of Rs 10 | | | |
| Basic (in Rs.) | | (1.19) | 0.64 |
| Diluted (in Rs.) | | (1.19) | 0.64 |

Notes forming part of the financial statements

In terms of our Report attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration No. 101169W/W-100035

For and on behalf of the board

UTI CAPITAL PRIVATE LIMITED

Sanjay Kothari

Partner

Membership No. 048215

I. Rahman

Director

Deepak Vaidya

Director

Rohit Gulati

CEO

Place : Mumbai

Date : 28 April 2020

Ashutosh Binayake

CFO

Gautam Rajani

Company Secretary

UTI Capital Private Limited
Statement of Changes in Equity for the year ended 31 March 2020

(Rs. In Crores)

A. Equity Share Capital

| | |
|---------------------------------|--------------|
| As at 01 April 2018 | 12.00 |
| Changes in equity share capital | - |
| As at 31 March 2019 | 12.00 |
| Changes in equity share capital | - |
| As at 31 March 2020 | 12.00 |

B. Other Equity

| | Other Equity |
|---|--------------------------|
| | Retained Earnings |
| As at 01 April 2018 | 17.44 |
| Profit/ (loss) for the year | 0.77 |
| Other comprehensive income | (0.01) |
| Total comprehensive income for the year | 18.20 |
| As at 31 March 2019 | 18.20 |
| Profit/ (loss) for the year | (1.43) |
| Other comprehensive income | (0.07) |
| Total comprehensive income for the year | 16.70 |
| As at 31 March 2020 | 16.70 |

1) Retained Earnings represent the accumulated earnings net of losses being made by the company over the years.

Notes forming part of the financial statements

In terms of our Report attached

For and on behalf of the board

For MGB & Co. LLP
Chartered Accountants
Firm Registration No. 101169W/W-100035

UTI CAPITAL PRIVATE LIMITED

Sanjay Kothari
Partner
Membership No. 048215

I. Rahman
Director

Deepak Vaidya
Director

Rohit Gulati
CEO

Place : Mumbai
Date : 28 April 2020

Ashutosh Binayake
CFO

Gautam Rajani
Company Secretary

UTI Capital Private Limited
Cash flow statement for the year ended 31 March 2020

(Rs. In Crores)

| | 31/03/2020 | 31/03/2019 |
|---|---------------|---------------|
| A. Cash flow from operating activities | | |
| Profit (loss) before tax | (2.01) | 0.22 |
| Adjustments for: | | |
| Depreciation and amortization expense | 0.46 | 0.00 |
| Rent expense | (0.51) | - |
| Profit on redemption of units of mutual fund | (0.02) | (0.17) |
| Interest on borrowings and lease liabilities | 0.53 | 0.00 |
| Interest on units of Funds | (0.12) | (0.00) |
| Effect of IND AS for Fair Valuation of investments | 0.89 | (1.47) |
| Dividend income from investments | (0.17) | (0.13) |
| Remeasurement of Defined Benefit Plan Adjustment | (0.10) | (0.01) |
| Operating profit (loss) before working capital changes | (1.05) | (1.56) |
| Adjustments for: | | |
| Decrease / (increase) in Financial Assets | 3.26 | (1.01) |
| Decrease / (increase) in Non-Financial Assets | 1.39 | (1.48) |
| Increase / (decrease) in Financial Liabilities | (1.18) | 0.61 |
| Increase / (decrease) in Non-Financial Liabilities | (0.12) | 0.07 |
| Cash generated from operations | 2.30 | (3.36) |
| Direct tax paid (net of refunds) | (0.64) | (0.63) |
| Net cash from/ (used in) operating activities (A) | 1.66 | (3.99) |
| B. Cash flow from investing activities | | |
| Purchase of investments | (11.68) | (11.23) |
| Redemption of investments | 4.52 | 15.21 |
| Interest Income | 0.12 | 0.00 |
| Dividend received | 0.17 | 0.13 |
| Net cash from/ (used in) investing activities (B) | (6.87) | 4.11 |
| C. Cash flow from financing activities | | |
| Borrowings from holding company | 6.00 | - |
| Interest paid | (0.26) | - |
| Net cash from/ (used in) financing activities (C) | 5.74 | - |
| Net changes in cash and cash equivalents (A+B+C) | 0.53 | 0.12 |
| Cash and cash equivalents at the beginning of the year | 0.30 | 0.18 |
| Cash and cash equivalents at the end of the year | 0.83 | 0.30 |
| Notes: | | |
| 1. Previous year figures have been regrouped or recast wherever, considered necessary | | |
| 2. Cash and cash equivalents consists of : | | |
| Balances with banks: | | |
| in current accounts | 0.83 | 0.30 |
| Total | 0.83 | 0.30 |

Notes forming part of the financial statements

In terms of our Report attached

For MGB & Co. LLP

Chartered Accountants

Firm Registration No. 101169W/W-100035

For and on behalf of the board

UTI CAPITAL PRIVATE LIMITED

Sanjay Kothari

Partner

Membership No. 048215

I. Rahman

Director

Deepak Vaidya

Director

Rohit Gulati

CEO

Place : Mumbai

Date : 28 April 2020

Ashutosh Binayake

CFO

Gautam Rajani

Company Secretary

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

1 Corporate Information

UTI Capital Private Limited ("the Company") is a wholly owned subsidiary of UTI Asset Management Company Limited incorporated on 13 May, 2011 under the then Companies Act, 1956 (now Companies Act, 2013) is a Asset Management Company in terms of Rule 2 sub-rule 1 clause g of Companies (Indian Accounting Standards) Rules, 2016. The Company's business consists of managing funds and advisory services.

The registered office of the company is located at UTI Tower, GN Block, Bandra Kurla Complex, Bandra (East), Mumbai 400051.

The financial statements of the Company for the year ended 31 March 2020 were authorised for issue in accordance with a resolution of board of directors on 28 April 2020

2 Significant Accounting Policies

2.1 Preparation and Presentation of Financial Statements

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act, 2013 ('Act') read with of the Companies (Indian Accounting Standards) Rules, 2015 as amended and other relevant provisions of the Act.

These financial statements have been prepared and presented under the historical cost convention, on the accrual basis of accounting except for certain financial assets and liabilities that are measured at fair values at the end of each reporting period, as stated in the accounting policies stated out below.

The Company presents its Balance sheet in the order of Liquidity.

Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest crores as per the requirement of Schedule III, unless otherwise stated except per share data.

New standards and interpretations

The Company has adopted all of the relevant new, revised, or amended Accounting Standards and interpretations issued by the AASB that are mandatory for the current reporting period.

2.2 Revenue Recognition

The Companies (Indian Accounting Standards) Amendment Rules, 2018 issued by the Ministry of Corporate Affairs (MCA) notified Ind AS 115 "Revenue from Contracts with Customers" related to revenue recognition which replaces all existing revenue recognition standards and provide a single, comprehensive model for all contracts with customers. The revised standard contains principles to determine the measurement of revenue and timing of when it is recognized. The amendment also requires additional disclosure about the nature, amount, timing and uncertainty of revenue and cash flows arising from customer contracts, including significant judgments and changes in those judgments as well as assets recognized from costs incurred to fulfill these contracts.

The Company has adopted Ind AS 115 w.e.f. 1 April 2018 using the modified retrospective approach. Impact on the financial statements upon adoption of Ind AS 115 is considered and disclosed in Note 31 to the financial statements. The impact is insignificant.

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended 31 March 2020

A. Revenue - Revenue is measured at the fair value of consideration received or receivable. Revenue is recognised only when it can be reliably measured and it is probable that future economic benefits will flow to the Company.

a) Management fees are accounted over a period of time for each of the management and advisory agreement entered. Fees from advisory services are accounted as per the advisory mandates entered into with the clients on completion of the performance obligation.

b) Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

c) Dividend income is recognised when the Company's right to receive dividend is established.

Transaction price is accounted net of GST. Since GST is not received by the company on its own account, rather, it is collected by the Company on behalf of the government. Accordingly, it is excluded from

B. Contract Costs - In accordance with Ind AS - 115, incremental costs to obtain a contract are capitalized and amortized over the contract term if the cost are expected to be recoverable. The Company does not capitalize incremental costs to obtain a contract where the contract duration is expected to be one year or less.

C. Arrangements with Multiple Performance Obligations

The Company's contracts with customers may include multiple performance obligations. For such arrangements, the Company allocates revenue to each performance obligation based on its relative standalone selling price, which is generally determined based on the price charged to customers.

D. Contract assets and liabilities

Contract assets relate primarily to the Company's rights to consideration for work completed but not billed at each reporting date. Contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Company issues an invoice to a customer.

Contract liabilities primarily relate to consideration received in advance from customers, for which the performance obligation is yet to be satisfied.

2.3 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation, and impairment losses, if any. The cost of acquisition is inclusive of duties, freight and other incidental expenses related to acquisition and installation of the assets. Subsequent expenditure related to an item of Property, Plant and Equipment is added to its book value, only if it increases the future benefits from existing asset beyond its previously assessed standard of performance.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Gains or losses arising from disposal of Property, Plant and Equipments are measured as the differences between the net disposal proceeds and carrying amount of asset and are recognized in the Statement of Profit and Loss when the asset is disposed.

The company provides depreciation on Property, plant and equipment in the manner prescribed in schedule II to Companies Act, 2013 on straight line method (SLM) on pro-rata basis, based on prescribed useful life of assets.

Assets costing individually Rs.5000 or less are depreciated at the rate of 100% on pro-rata basis.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

Right to Use Assets (ROU): The Company as a lessee records an ROU asset for each lease with an original term greater than 12 months. ROU assets are included in premises , with the corresponding lease liabilities included in financial liabilities. Depreciation on ROU asset is being charged on the basis of Lease term

2.4 Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Such cost includes purchase price, borrowing cost, and cost directly attributable to bringing the asset to its working condition for the intended use. Thereafter intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

Softwares are amortised over a period of 3 years on straight line method (SLM) on pro-rata basis. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal value and the carrying amount of the asset and are recognised in the Statement of Profit and Loss.

2.5 Investments and Other Financial Assets

1) Initial recognition and measurement

Financial assets are recognised when the company becomes the party to the contractual provisions to the instruments. The company determines the classification of its financial assets at initial recognition. All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognized using trade date accounting.

Accordingly, initial recognition of Investments in Mutual Funds, Venture Funds and unquoted equity (other than subsidiaries) are recognized at fair value.

Loans to Employees, Interest Free Rent Deposits shall be measured at Amortized Cost which shall be the present value of all expected future repayments discounted at prevailing market rates.

2) Subsequent recognition and measurement

As per IND AS 109, Financial Assets have to be measured as follows:

a) Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Accordingly, if any loans given to employees at a rate lower than the market rate of interest will be measured at amortised cost using EIR. Rent Deposits given to Landlords which are interest free will also be given similar treatment.

b) Financial assets at fair value through other comprehensive income (FVTOCI)

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

c) Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories is measured at FVTPL.

Accordingly investments in Mutual Funds and Venture Funds will be measured at fair value through profit and loss

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

3) Investment in subsidiaries, Associates and Joint Ventures

The Company does not have any subsidiaries, associates and Joint Ventures.

4) Other Equity Investments

The Company does not have any investments in unquoted Equity shares.

5) Derecognition

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

6) Impairment

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables and investments.

2.6 Financial Liabilities

1) Initial recognition and measurement

Financial liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. The company determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

2) Subsequent recognition and measurement

As per IND AS 32, a financial liability is any liability that is a contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets and liabilities with another entity under conditions that are potentially unfavourable to the entity.

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

3) Derecognition

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

2.7 Transactions in Foreign Currency

The Company financial statements are presented in 'INR' which is also the company's functional currency.

Transactions in foreign currency are accounted for at the rate of exchange prevailing at the date of the transaction. Exchange differences, if any, arising out of transactions settled during the year are recognized in the Statement of Profit and Loss. Monetary Assets and Liabilities denominated in foreign currencies as at the Balance Sheet date are translated at the closing exchange rate. The exchange differences, if any, are recognized in the Statement of Profit and Loss and related Assets and Liabilities are accordingly restated in the Balance Sheet.

2.8 Employee Benefits Expenses

Short Term Employee Benefits

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Defined Contribution Plans:

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to Provident Fund (PF). The Company expenses its contribution to the statutory provident fund @ 10% of the basic salary and additional pay, wherever applicable, for each employee.

Defined Benefit Plans

Company's contribution in case of Gratuity and Leave Encashment are funded annually with the Life Insurance Corporation of India under the respective schemes, based on the actuarial valuation as per IND AS -19 'Employee Benefits' Actuarial valuation is based on a number of assumptions. These assumptions are reviewed at each reporting date.

2.9 Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts, if any as they are considered an integral part of the Company's cash management.

2.10 Taxes on Income

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current Tax:

Current tax is determined as the amount of tax payable in respect of taxable income for the period in accordance with the provisions of the Income Tax Act, 1961.

Deferred Tax:

Deferred income taxes reflect the impact of current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized for all deductible timing differences; carry forward of unused tax assets and unused tax losses only if there is reasonable virtual certainty that such deferred tax assets can be realized against future liabilities.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax relating to items recognized outside profit or loss is recognized either in other comprehensive income or in equity. Deferred tax items are recognized in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended 31 March 2020

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

2.11 Earnings per share

Basic earnings per share is computed and disclosed using the weighted average number of equity shares outstanding during the period. Dilutive earnings per share is computed and disclosed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the period, except when the results would be anti-dilutive.

2.12 Dividend

Provision is made for the amount of any dividend declared on or before the end of the reporting period but remaining undistributed at the end of the reporting period, where the same has been appropriately authorised and is no longer at the discretion of the entity.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

2.13 Leases

The Company's lease asset classes primarily consist of leases for building premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs. The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

Transition:

Ind AS 116 Lease is applicable for financial reporting periods beginning on or after 1 April 2019 and replaces existing lease accounting guidance, namely Ind AS 17 Leases. Ind AS 116 introduces a single, on-balance sheet lease accounting model for lessees. A lessee recognises a Right-of-Use ("ROU") asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The nature of expenses related to those leases will change as Ind AS 116 replaces the operating lease expense (i.e., rent) with depreciation charge for ROU assets and interest expense on lease liabilities. There are recognition exemptions for short-term leases and leases of low-value items. Lessor accounting remains similar to the current standard – i.e. lessors continue to classify leases as finance or operating leases.

Accordingly, the Company has adopted Ind AS 116 - Leases and applied it to all lease contracts existing on April 01, 2019 using the modified retrospective method. Consequently, the cumulative adjustment has been taken on the date of initial application i.e. April 01, 2019. Based on the same and as permitted under the specific transitional provisions in the standard, the Company is not required to restate the comparative figures. On transition, due to the adoption of the new Ind AS, it resulted in recognition of Right-of-Use asset (ROU) of Rs 2.04 Crores and a lease liability of Rs. 2.04 Crores. Since the company has adopted modified retrospective method, no impact would arise in the opening retained earnings. The effect of this adoption is not material to the profit for the period and earnings per share.

The following is the summary of practical expedients elected on initial application:

1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date
2. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application
3. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.

2.14 Critical accounting judgment and estimates

The preparation of financial statements requires management to exercise judgment in applying the Company's accounting policies. It also requires the use of estimates and assumptions that affect the reported amounts of assets, liabilities, income and expenses and the accompanying disclosures including disclosure of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis, with revisions recognised in the period in which the estimates are revised and in any future periods affected.

2.15 Contingencies and Provisions

In accordance with Ind AS 37, provisions are recognized when there is a present obligation as a result of a 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 the obligation.

Contingent liabilities are not recognized in books of accounts. They are disclosed by way of notes, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in financial statements. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate. A contingent asset is disclosed, only where an inflow of economic benefits is probable.

Useful lives and residual values

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

The Company reviews the useful lives and residual values of property, plant and equipment and intangible assets at each financial year end.

Impairment testing

Judgment is also required in evaluating the likelihood of collection of customer debt after revenue has been recognised. This evaluation requires estimates to be made, including the level of provision to be made for amounts with uncertain recovery profiles. Provisions are based on historical trends in the percentage of debts which are not recovered, or on more detailed reviews of individually significant balances.

Determining whether the carrying amount of these assets has any indication of impairment also requires judgment. If an indication of impairment is identified, further judgment is required to assess whether the carrying amount can be supported by the net present value of future cash flows forecast to be derived from the asset. This forecast involves cash flow projections and selecting the appropriate discount rate

Taxes

The Company's tax charge is the sum of the total current and deferred tax charges. The calculation of the Company's total tax charge necessarily involves a degree of estimation and judgment in respect of certain items whose tax treatment cannot be finally determined until resolution has been reached with the relevant tax authority or, as appropriate, through a formal legal process.

Accruals for tax contingencies require management to make judgments and estimates in relation to tax related issues and exposures.

The recognition of deferred tax assets is based upon whether it is more likely than not that sufficient and suitable taxable profits will be available in the future against which the reversal of temporary differences can be deducted. Where the temporary differences are related to losses, the availability of the losses to offset against forecast taxable profits is also considered. Recognition therefore involves judgment regarding the future financial performance of the particular legal entity or tax Company in which the deferred tax asset has been recognized.

Fair value measurement

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

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

-Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

-Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. prices) or indirectly (i.e. derived from prices).

-Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of a fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of reporting year during which the change has occurred.

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended 31 March 2020

At each Balance Sheet date, the management reviews the carrying amounts of assets to determine whether there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss.

Reversal of impairment loss is recognized immediately as income in the Statement Profit and Loss.

2.17 Defined benefit obligation

The costs of providing pensions and other post-employment benefits are charged to the Statement of Profit and Loss in accordance with Ind AS 19 'Employee benefits' over the period during which benefit is derived from the employees' services. The costs are assessed on the basis of assumptions selected by the management. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates. The same is disclosed in Note no. 28, 'Employee benefits'.

2.18 Use of Estimates

The preparation of financial statements require the management of the company to make estimation and assumptions that effect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Examples of such estimates include provision for loans & advances, provision for accrued benefits to employees, provision for income tax, provision for write back of diminution in the value of investment and the useful life of Property, Plant and Equipments. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements. Actual results may differ from those estimates. Any revision to accounting estimate is recognized prospectively in the current and future periods.

2.19 Recent accounting pronouncements

Ind AS 12 Income Taxes

Ind AS 12 Income Taxes (Amendments relating to income tax consequences of dividend and uncertainty over income tax treatments) :

The amendment relating to income tax consequences of dividend clarify that a Company shall recognize the income tax consequences of dividends in the statement of profit and loss, other comprehensive income or equity according to where the Company originally recognized those past transactions or events. The Company does not expect any impact from this pronouncement. It is relevant to note that the amendment does not amend situations where the Company pays a tax on dividend which is effectively a portion of dividends paid to taxation authorities on behalf of shareholders. Such amount paid or payable to taxation authorities continues to be charged to equity as part of dividend, in accordance with Ind AS 12.

The amendment to Appendix C of Ind AS 12 specifies that the amendment is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under Ind AS 12. It outlines the following: (1) the Company has to use judgment, to determine whether each tax treatment should be considered separately or whether some can be considered together. The decision should be based on the approach which provides better predictions of the resolution of the uncertainty (2) the Company is to assume that the taxation authority will have full knowledge of all relevant information while examining any amount (3) Company has to consider the probability of the relevant taxation authority accepting the tax treatment and the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates would depend upon the probability. The Company does not expect any significant impact of the amendment on its financial statement.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

| | (Rs. In Crores) | |
|--|-----------------|--------------|
| | 31/03/2020 | 31/03/2019 |
| 3 CASH AND CASH EQUIVALENTS | | |
| Balances with bank - | | |
| - In Current accounts | 0.83 | 0.30 |
| Total | 0.83 | 0.30 |
| 4 RECEIVABLES | | |
| (i) Trade receivables | | |
| Considered good - Unsecured | 0.49 | 3.81 |
| Significant increase in credit risk | - | - |
| Total | 0.49 | 3.81 |
| Trade receivables are non-interest bearing and credit period extended to them is 0 to 180 days | | |
| (ii) Other receivables | | |
| Considered good - Unsecured | 0.37 | 0.31 |
| Total | 0.37 | 0.31 |
| For transactions relating to related party refer note 29. | | |
| 5 INVESTMENTS | | |
| Investments carried at fair Value through Profit and Loss | | |
| Mutual funds - Quoted | | |
| 77,794 units of Rs. 1,000/- each of UTI Treasury Advantage Fund - Institutional Plan Direct Growth Option (31 March 2019 - 77,794 units) | 19.33 | 20.24 |
| 124 units of of Rs. 1,000/- each of UTI Money Market Fund - Institutional Daily Dividend Re-investment (31 March 2019 - 119 units) | 0.01 | 0.01 |
| 75,681 units of of Rs. 1,000/- each of UTI Money Market Fund - Institutional Direct Plan - Daily Dividend Re-investment (31 March 2019 - 4,456 units) | 7.61 | 0.45 |
| Other - Unquoted | | |
| 3,144,630 units of of face value Re. 1/- each of UTI Structured Debt Opportunities Fund I Class D1 - T Units (31 March 2019 - 3,795,778 units of face value Rs 0.10) | 0.32 | 0.04 |
| 67,809 units of of face value of Rs. 100/- each of UTI Structured Debt Opportunities Fund I Class D1 - Regular Units (31 March 2019 - 93,894) | 0.70 | 0.96 |
| Total | 27.97 | 21.70 |
| Aggregate book value of quoted investments | 26.95 | 20.70 |
| Aggregate book value of unquoted investments | 1.02 | 1.00 |
| Aggregate market value of quoted investments | 26.95 | 20.70 |
| Aggregate market value of unquoted investments | 1.02 | 1.00 |
| 6 CURRENT TAX ASSETS (NET) | | |
| Balance with government authorities - | | |
| - Advance direct tax (net of provisions) | 1.47 | 0.89 |
| Total | 1.47 | 0.89 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

7 PROPERTY, PLANT AND EQUIPMENTS

| Description of Assets | Office Equipments | Total |
|--|-------------------|-------------|
| I. At cost at 1 April 2018 | | |
| Additions | 0.01 | 0.01 |
| Disposals | | |
| At cost at 31 March 2019 | 0.01 | 0.01 |
| Additions | | |
| Disposals | | |
| At cost at 31 March 2020 | 0.01 | 0.01 |
| II. Depreciation upto 01 April 2018 | | |
| Depreciation charged for the year | 0.00 | 0.00 |
| Disposals | 0.00 | 0.00 |
| Upto 31 March 2019 | 0.00 | 0.00 |
| Depreciation charged for the year | 0.00 | 0.00 |
| Disposals | | |
| Upto 31 March 2020 | 0.00 | 0.00 |
| Net book value | | |
| As at 31 March 2020 | 0.00 | 0.00 |
| As at 31 March 2019 | 0.00 | 0.00 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

8 RIGHT OF USE ASSETS

| | Description of Assets | Leased Premises | Total |
|--|-----------------------|-----------------|-------------|
| I. At cost at 1 April 2018 | | | |
| Additions | - | - | - |
| Disposals | - | - | - |
| At cost at 31 March 2019 | | | |
| Additions | - | 2.04 | 2.04 |
| Disposals | | | |
| At cost at 31 March 2020 | | 2.04 | 2.04 |
| II. Depreciation upto 01 April 2018 | | | |
| Depreciation / Amortization charged for the year | - | - | - |
| Disposals | - | - | - |
| Upto 31 March 2019 | | | |
| Depreciation / Amortization charged for the year | 0.46 | | 0.46 |
| Disposals | | | |
| Upto 31 March 2020 | | 0.46 | 0.46 |
| Net book value | | | |
| As at 31 March 2020 | 1.58 | | 1.58 |
| As at 31 March 2019 | - | | - |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

8a OTHER INTANGIBLE ASSETS

| | Description of Assets | Software | Total |
|--|-----------------------|----------|-------|
| I. At cost at 1 April 2018 | | | |
| Additions | | 0.00 | 0.00 |
| Disposals | | | |
| At cost at 31 March 2019 | | 0.00 | 0.00 |
| Additions | | | |
| Disposals | | | |
| At cost at 31 March 2020 | | 0.00 | 0.00 |
| II. Amortization upto 01 April 2018 | | | |
| Amortization charged for the year | | 0.00 | 0.00 |
| Disposals | | 0.00 | 0.00 |
| Upto 31 March 2019 | | 0.00 | 0.00 |
| Amortization charged for the year | | 0.00 | 0.00 |
| Disposals | | | |
| Upto 31 March 2020 | | 0.00 | 0.00 |
| Net book value | | | |
| As at 31 March 2020 | | 0.00 | 0.00 |
| As at 31 March 2019 | | 0.00 | 0.00 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

| | (Rs. In Crores) | |
|--|-----------------|------------|
| | 31/03/2020 | 31/03/2019 |

9 OTHER NON-FINANCIAL ASSETS

Others Assets

Defined Benefit Assets

| | | |
|--------------------|------|------|
| - Gruuity | - | 0.03 |
| - Leave Encashment | - | 0.05 |
| Prepaid expenses | 6.36 | 7.30 |
| Indirect taxes | 0.01 | 0.38 |

| | | |
|--------------|-------------|-------------|
| Total | 6.37 | 7.76 |
|--------------|-------------|-------------|

10 FINANCIAL LIABILITIES

(a) (I) Trade Payables (refer note 23)

| | | |
|--|------|------|
| i) total outstanding dues of micro enterprises and small enterprises | - | - |
| ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 0.45 | 1.85 |

| | | |
|--------------|-------------|-------------|
| Total | 0.45 | 1.85 |
|--------------|-------------|-------------|

(II) Other Payables (refer note 23)

| | | |
|--|------|------|
| i) total outstanding dues of micro enterprises and small enterprises | 0.00 | 0.00 |
| ii) total outstanding dues of creditors other than micro enterprises and small enterprises | 0.18 | 0.21 |

| | | |
|--------------|-------------|-------------|
| Total | 0.18 | 0.21 |
|--------------|-------------|-------------|

(b) Borrowings

Unsecured

| | | |
|----------------------------|------|---|
| Loans from related parties | 6.11 | - |
|----------------------------|------|---|

| | | |
|--------------|-------------|----------|
| Total | 6.11 | - |
|--------------|-------------|----------|

The loan carries Interest @8% p.a and is repayable on demand. Loan includes interest of Rs./crores 0.11

Terms and conditions of the above financial liabilities:

Trade payables and other payables are non-interest bearing and are normally settled as per payment terms mentioned in the contract.

In the opinion of the management, the balances of Payables are stated at book value and are payable.

For transactions relating to related party payables refer note 29.

11 OTHER FINANCIAL LIABILITIES

| | | |
|----------------------------|------|------|
| Employee benefits payable | 1.20 | 1.20 |
| Lease Liabilities | 1.68 | - |
| Security deposits received | 0.85 | 0.61 |

| | | |
|--------------|-------------|-------------|
| Total | 3.73 | 1.81 |
|--------------|-------------|-------------|

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

| | (Rs. In Crores) | |
|---|-----------------|-------------|
| | 31/03/2020 | 31/03/2019 |
| 12 DEFERRED TAX LIABILITY (NET) | | |
| i) Deferred tax liability: | | |
| Fair Value of Investments | 0.81 | 1.01 |
| On Lease Obligations | 0.62 | - |
| Others | 1.65 | 0.83 |
| | 3.08 | 1.84 |
| i) Deferred tax assets : | | |
| Depreciation and amortisation | 0.00 | 0.00 |
| Employee retirement benefits obligation | 0.03 | 0.01 |
| On Lease Obligations | 0.65 | - |
| Income tax losses | 1.96 | 0.71 |
| Total | 2.64 | 0.72 |
| iii) MAT Credit Entitlement | (0.72) | (0.73) |
| Net Deferred tax liability/(assets) | (0.28) | 0.39 |
| 13 A Provisions | | |
| Defined Benefit Obligation (Gratuity) | 0.04 | - |
| Defined Benefit Obligation (Leave) | 0.01 | - |
| Total | 0.05 | - |
| 13 B OTHER NON-FINANCIAL LIABILITIES | | |
| Advance Income | - | 0.01 |
| Statutory dues payable | 0.14 | 0.30 |
| Total | 0.14 | 0.31 |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended 31 March 2020

| | 31/03/2020 | 31/03/2019 |
|--|------------|------------|
| | | |

14 EQUITY SHARE CAPITAL

Authorised

15,000,000 (31 March 2019 - 15,000,000) Equity shares of Rs.10/- each

Issued, subscribed and fully paid up

12,000,000 (31 March 2019 - 12,000,000) equity shares of Rs.10/- each

a) Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting year

| | 31/03/2020 | 31/03/2019 |
|------------------------------------|------------|-------------------------|
| Number of Equity shares | | Number of Equity shares |
| 12,000,000 | | 12,000,000 |
| At the beginning of the year | | |
| Add: Share issued during the year | | |
| Outstanding at the end of the year | | |

b) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend 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. 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) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date: NIL

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

Equity shares of Rs.10 each fully paid

UTI Assets Management Company Limited and its nominees

| 31/03/2020 | 31/03/2019 |
|---------------|---------------|
| No. of shares | No. of shares |
| % Holding | % Holding |
| 12,000,000 | 100 |
| 100 | 100 |
| 12,000,000 | 12,000,000 |
| 100 | 100 |

As per 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 ownership of shares.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

| | (Rs. In Crores) | |
|---|-----------------|--------------|
| | 31/03/2020 | 31/03/2019 |
| 15 OTHER EQUITY | | |
| i) Retained Earnings | | |
| Balance as per the last financial statements | 18.20 | 17.44 |
| Add: Movement in Other Comprehensive Income (net) during the year | (0.07) | (0.01) |
| Profit/ (loss) for the year | (1.43) | 0.77 |
| Total Other Equity | 16.70 | 18.20 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

| | (Rs. In Crores) | |
|---|-----------------|-------------|
| | 31/03/2020 | 31/03/2019 |
| 16 REVENUE FROM OPERATIONS | | |
| (i) Interest Income | | |
| Other interest Income | 0.12 | 0.00 |
| Total | 0.12 | 0.00 |
| (ii) Dividend Income | | |
| on Investments | 0.17 | 0.13 |
| Total | 0.17 | 0.13 |
| (iii) Net gain on fair value changes | | |
| On Mutual Funds | - | 1.45 |
| On other investments | - | - |
| Total | - | 1.45 |
| (iv) Sale of Services | | |
| Management fees | 7.26 | 6.80 |
| Setup fees | 0.17 | 0.33 |
| Total | 7.43 | 7.13 |
| (v) Others | | |
| Net gain(loss) on sale of investments | 0.02 | 0.17 |
| Total | 0.02 | 0.17 |
| 17 OTHER INCOME | | |
| Credit balances written back | 0.25 | - |
| Exchange differences (net) | 0.00 | 0.01 |
| Income from AIF Investments | 0.00 | 0.02 |
| Interest income on income tax refund | 0.05 | - |
| Other non operating income | 0.01 | 0.09 |
| Total | 0.30 | 0.12 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

31/03/2020 31/03/2019

18 EXPENSES

(i) Finance Cost

| | | |
|----------------------------------|-------------|-------------|
| Interest on | | |
| Loan | 0.37 | - |
| Interest on Lease Liability | 0.15 | - |
| Others | 0.01 | 0.00 |
| Bank and other Financial Charges | - | 0.00 |
| Total | 0.53 | 0.00 |

(ii) Fees and commission expense

| | | |
|-------------------------------|-------------|-------------|
| Marketing fees and Commission | 2.30 | 1.58 |
| Total | 2.30 | 1.58 |

(iii) Net Loss on fair value changes

| | | |
|-----------------|-------------|----------|
| On Mutual Funds | 0.89 | - |
| Total | 0.89 | - |

(iii) Employee benefits expense

| | | |
|---|-------------|-------------|
| Salaries and wages | 4.79 | 5.64 |
| Contribution to provident and other funds | 0.08 | 0.09 |
| Gratuity expense | 0.03 | 0.03 |
| Leave encashment expense | 0.13 | 0.02 |
| Staff welfare expenses | 0.03 | 0.04 |
| Total | 5.06 | 5.82 |

For transactions relating to related party payables refer note 29.

(iv) Depreciation, amortisation and impairment

| | | |
|-----------------------------------|-------------|-------------|
| Depreciation of tangible assets | 0.00 | 0.00 |
| Amortization of intangible assets | 0.00 | 0.00 |
| Depreciation of Leased Assets | 0.46 | - |
| Total | 0.46 | 0.00 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

| | 31/03/2020 | 31/03/2019 |
|--|-------------|-------------|
| (v) Other expenses | | |
| Rent | - | 0.51 |
| Rates and taxes | 0.01 | 0.00 |
| Travelling and conveyance | 0.33 | 0.30 |
| Communication costs | 0.01 | 0.01 |
| Printing and stationery | 0.02 | 0.03 |
| Legal and professional fees | 0.15 | 0.33 |
| Directors sitting fees | 0.02 | 0.02 |
| Payment to auditors (Refer (i) below) | 0.03 | 0.05 |
| Exchange differences | - | 0.01 |
| Membership Fees and Subscription | - | 0.05 |
| Committee meeting - Investment Committee | - | 0.01 |
| Advertising and business promotion | 0.02 | 0.06 |
| Balance written off | 0.20 | - |
| Other expenses | 0.02 | - |
| Total | 0.81 | 1.38 |

For transactions relating to related party refer note 29

(i) Payment to auditors

As auditors:

| | | |
|-------------------------------------|-------------|-------------|
| Audit fees | 0.03 | 0.03 |
| Limited review fees | 0.03 | 0.01 |
| Certification and other matters | 0.09 | 0.01 |
| Less: Reimbursed by Holding Company | (0.12) | - |
| | 0.03 | 0.05 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended 31 March 2020

(Rs. In Crores)

31/03/2020

31/03/2019

19 TAX EXPENSE

The major components of income tax for the year/period are as under:

| | | |
|---|---------------|---------------|
| Income tax related to items recognised directly in the statement of profit and loss | | |
| Current tax – current year | - | 0.22 |
| Current tax – earlier year | 0.06 | |
| Deferred tax charge / (benefit) | (0.64) | (0.04) |
| MAT credit entitlement – current year | - | (0.22) |
| MAT credit entitlement – earlier year | 0.01 | (0.51) |
| Total | (0.57) | (0.55) |
| Effective Tax Rate | 28.64% | -251.59% |

A reconciliation of income tax expense applicable to profit before income tax at statutory rate to the income tax expense at Company's effective income tax rate is as follows:

| | | |
|---|---------------|---------------|
| Profit/(Loss) before Tax | (2.01) | 0.22 |
| Income Tax | | |
| Statutory income tax rate of 26% (31 March 2019- 26%) on profit | (0.52) | 0.06 |
| Other timing difference and income tax at lower rates | (0.11) | (0.04) |
| Effect of current tax earlier year | 0.06 | - |
| Creation of MAT Credit entitlement-earlier year | 0.01 | (0.51) |
| Effect of exempt income and income tax at lower rates | (0.01) | (0.06) |
| Tax expense recognized in the statement of profit and loss | (0.57) | (0.55) |

Deferred tax recognized in statement of other comprehensive income

| | | |
|---|------|------|
| For the year ended | | |
| Employee retirement benefits obligation | 0.03 | 0.00 |

The applicable tax rate is the standard effective corporate income tax rate in India. The tax rate is 26% for the year ended 31 March 2020. Deferred tax assets and liabilities are offset where the Company has a legally enforceable right to do so. For analysis of the deferred tax balances (after offset) for financial reporting purposes refer note 12.

Deferred tax recognized in statement of profit and loss

| | | |
|--|---------------|---------------|
| For the year ended | | |
| Depreciation and amortisation | (0.00) | 0.00 |
| Provision for Mark to Market on Open Contracts | (0.20) | 0.16 |
| Other disallowances | 0.83 | 0.52 |
| Deferred Tax liability on Lease Obligations | 0.62 | - |
| Deferred Tax asset on Lease Obligations | (0.65) | - |
| Unabsorbed losses | (1.24) | (0.71) |
| Total Deferred Tax Charge/(Credit) | (0.64) | (0.03) |

| Reconciliation of deferred tax assets / (liabilities) net: | | |
|---|-------------|---------------|
| Opening balance | (0.39) | (1.17) |
| Deferred tax (charge)/credit recognised in | | |
| - Statement of profit and loss | 0.64 | 0.04 |
| - Recognised in other comprehensive income | 0.03 | (0.00) |
| Total | 0.29 | (1.12) |
| MAT Credit entitlement | (0.01) | 0.73 |
| Total | 0.28 | (0.39) |
| | | |

Unused tax losses

The Company has unused tax business losses of Rs. 7.53 Crores. The losses are available for offsetting for eight years against future taxable income of the Company. Deferred tax assets has been recognised in respect of these unused tax losses considering reasonable certainty. However, Deferred tax asset has not been created on Long term capital loss of Rs 0.57 crores available with the Company.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

20 Operating Leases

| Particulars | 31/03/2020 | 31/03/2019 |
|---|------------|------------|
| Lease rental charges for the year | | |
| Future lease rental obligation payable (under non-cancellable lease) | | |
| Not later than one year | - | 0.51 |
| Later than one year but not later than five years | - | 0.51 |
| Later than five years | - | 2.16 |
| | | 2.08 |

21 Disclosure as per Ind-AS 116 (Leases)

Right of Use Asset

(a) ROU asset' comprises leased assets of office/branch premises that do not meet the definition of investment property.

| | 31/03/2020 | 31/03/2019 |
|-----------------|------------|------------|
| Opening Balance | | |
| Additions | 2.04 | - |
| Amortisation | 0.46 | - |
| Closing Balance | 1.58 | - |

The aggregate amortisation expense on right-of-use asset is included under depreciation and amortisation expense in the Statement of Profit and Loss.

Effective 1 April, 2019, the Company adopted Ind AS 116 "Leases" and applied the standard to all lease contracts existing on 1 April 2019 using the modified retrospective method on the date of initial application. Consequently, the Company recorded the lease liability and right of use at the present value of the lease payments discounted at the incremental borrowing rate.

On transition to Ind AS 116, the Company recognised Rs 2.04 Crore of right-of-use assets and Rs 2.04 Crore of lease liabilities.

When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at 1 April 2019. The weighted-average rate applied is 8.50%.

(b) The following is the break-up of current and non-current lease liabilities

| | 31/03/2020 | 31/03/2019 |
|-------------------------------|-------------|------------|
| Current | 0.42 | - |
| Non current lease liabilities | 1.26 | - |
| Total | 1.68 | - |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

(c) The following is the movement in lease liabilities

| | 31/03/2020 | 31/03/2019 |
|---|------------|------------|
| Opening Balance | - | - |
| Additions | 2.04 | - |
| Finance Cost incurred during the period | 0.15 | - |
| Payment of lease liabilities | (0.51) | - |
| Adjustments | - | - |
| Closing Balance | 1.68 | - |

(d) Lease liabilities Maturity Analysis

| | 31/03/2020 |
|--|-------------|
| Maturity analysis - contractual undiscounted cash flows | |
| Less than one year | 0.53 |
| One to five years | 1.09 |
| More than five years | 0.43 |
| Total undiscounted lease liabilities at 31 March 2020 | 2.05 |

22

(i) **Contingent Liabilities**

The Company has no contingent liabilities as at 31 March 2020 (Rs Nil as on 31 March 2019)

(ii) **Litigation**

The Company has no pending litigations as at 31 March 2020 (Rs Nil as on 31 March 2019)

(iii) **Capital Commitments**

The Company has no capital commitments as at 31 March 2020 (Rs Nil as on 31 March 2019)

23

Micro, small and medium enterprises

Trade payables and other payables include amount payable to Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006, (MSMEDA) which came into force from 02 October, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, who have registered with the competent authorities.

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

| | 31/03/2020 | 31/03/2019 |
|---|------------|------------|
| Principal amount remaining unpaid to any supplier as at the year end | 0.00 | 0.00 |
| Interest due thereon | - | - |
| Amount of interest paid by the company in terms of section 16 of the MSMEDA, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year | - | - |
| Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMEDA | - | - |
| Amount of interest accrued and remaining unpaid at the end of the accounting year | - | - |
| The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006. | - | - |

Segment information

The Company is primarily engaged in the managing funds and advisory services. There are no 'reportable segment' as per the definition contained in Ind AS 108 'Operating Segments'. Hence there is no separate reportable segment. The secondary segment is geographical segment, which is given as under:

| | 31/03/2020 | 31/03/2019 |
|------------------------|------------|------------|
| Segment revenue | | |
| India | 6.13 | 6.78 |
| Outside India | 1.61 | 2.10 |
| Segment assets | | |
| India | 35.54 | 32.65 |
| Outside India | 0.49 | 1.22 |
| Unallocable | 3.33 | 0.90 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended on 31 March 2020

Financial Risk Management:

The Company has an exposure to the following risks arising from financial instruments:

- Credit Risk
- Liquidity Risk
- Market Risk

A. Risk Management Framework:

The Company's board of directors has the overall responsibility for the establishment and oversight of company's risk management framework. The company's risk management policies are established to identify and analyze the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and company's activities.

B. Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (mostly trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments. The carrying amount of the financial assets represents the maximum credit risk exposure.

Trade receivables:

Major portion of trade receivables include the management fees and advisory services receivable from clients. Based on the past experience, management expects to receive these amounts without any default. The Company has not made any loans to employees or any other person or entity.

| Trade Receivables | 31/03/2020 | 31/03/2019 |
|----------------------|------------|------------|
| More than Six months | | 1.17 |
| Others | 0.49 | 2.64 |
| Total | 0.49 | 3.81 |

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

Following is the exposure of the Company towards credit risk:

| | 31/03/2020 | | 31/03/2019 | |
|--------------------------|-----------------|------------|-----------------|------------|
| | Carrying Amount | Fair Value | Carrying Amount | Fair Value |
| Financial Assets: | | | | |
| Trade receivables | 0.49 | 0.49 | 3.81 | 3.81 |
| Other Receivables | 0.37 | 0.37 | 0.31 | 0.31 |

C. Liquidity Risk:

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

Following is the exposure of the Company towards liquidity risk;

| | Carrying Amount | 31/03/2020 | | |
|--------------------------------|-----------------|------------------|-----------|-------------------|
| | | Less than 1 year | 1-3 years | More than 3 years |
| Financial Liabilities : | | | | |
| Borrowings | 6.11 | 6.11 | - | - |
| Trade payables | 0.45 | 0.45 | - | - |
| Other payables | 0.18 | 0.18 | - | - |
| Other financial liabilities | 3.73 | 2.46 | 1.27 | - |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

| | Carrying Amount | 31/03/2019 | | |
|--------------------------------|-----------------|------------------|-----------|-------------------|
| | | Less than 1 year | 1-3 years | More than 3 years |
| Financial Liabilities : | | | | |
| Trade payables | 1.85 | 1.85 | - | - |
| Other payables | 0.21 | 0.21 | - | - |
| Other financial liabilities | 1.81 | 1.81 | - | - |

D. Market Risk:

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and derivative financial instruments.

Interest rate risk:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's financial Instruments. All of the Company's interest rate risk exposure is at a fixed rate.

The Company does not have variable rate instruments.

Foreign currency risk:

The Company enters into transactions in currency other than its functional currency and is therefore exposed to foreign currency risk. The Company analyses currency risk as to which balances outstanding in currency other than the functional currency of that Company. The management has taken a position not to hedge this currency risk.

The Company undertakes transactions denominated in foreign currencies, consequently, exposures to exchange rate fluctuations arise. Exchange rate exposures are not hedged considering the insignificant impact and period involved on such exposure.

The following table sets forth information relating to foreign currency exposure;

| Currency | (Amounts in USD) | |
|----------------------------|------------------|------------|
| | 31/03/2020 | 31/03/2019 |
| United States Dollar (USD) | 65,467 | 176,516 |

Foreign currency sensitivity analysis :

The following table demonstrates the sensitivity to a 10% increase / decrease in foreign currencies with all other variable held constant. The below impact on the Company's profit before tax is based on changes in the fair value of unhedged foreign currency monetary assets and liabilities at balance sheet date.

| Currency | Sensitive Analysis | | | |
|----------------------------|--------------------|-----------------|-----------------|-----------------|
| | 31/03/2020 | | 31/03/2019 | |
| | Decrease by 10% | Increase by 10% | Decrease by 10% | Increase by 10% |
| United States Dollar (USD) | (0.05) | 0.05 | (0.12) | 0.12 |

Equity price risk:

The Company has not invested in any type of equity.

Fair Value Hierarchy :

The Following table provides the fair value measurement hierarchy of the Company's assets and liabilities. Quantitative disclosures of fair value measurement hierarchy for assets and liabilities:

| Financial Assets | Assets as at | | Fair Value | Valuation |
|-----------------------------|--------------|------------|------------|----------------------------|
| | 31/03/2020 | 31/03/2019 | | |
| Investments in Mutual Funds | 26.95 | 20.70 | Level 1 | NAV declared by the funds. |
| Investments in AIF Units | 1.02 | 1.00 | Level 2 | NAV declared by the funds. |

Valuation techniques used to determine fair value;

- Investment included in Level 1 of fair value hierarchy are based on prices quoted in stock exchange and/or NAV declared by the Funds.
- Investments included in Level 2 of fair value hierarchy have been valued based on inputs from banks and other recognised institutions such as FIMMDA/ FEDAI and NAV declared by Funds
- Investments included in Level 3 of fair value hierarchy have been valued using acceptable valuation techniques such as Net Asset Value and/ or Discounted Cash Flow Method.

Capital Management :

Capital includes issued capital and other equity reserves attributable to the shareholders. The primary objective of the company's capital management is to maximize the shareholder value as well as to maintain investor, creditor and market confidence and to sustain future development of the company.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company monitors capital using the ratio of 'net adjusted debt' to 'Total equity'. For this purpose, adjusted net debt is defined as total liabilities, comprising interest bearing loans and borrowings and obligations under finance lease(if any), less cash and cash equivalents. Total Equity comprises of share capital and all reserves.

Calculation of this ratio is given below:

| | 31/03/2020 | 31/03/2019 |
|--|-------------|-------------|
| Borrowings | 6.11 | - |
| Trade Payable | 0.45 | 1.85 |
| Other Payable | 0.18 | 0.21 |
| Other financial liabilities | 3.73 | 1.81 |
| Less: Cash and Cash equivalents | (0.83) | (0.30) |
| Adjusted Net Debt (a) | 9.64 | 3.57 |
| Total Equity (b) | 28.70 | 30.20 |
| Adjusted Net Debt to Total Equity Ratio (a/b) | 0.34 | 0.12 |

Employee Benefits

The Disclosures as per Ind AS 19 - Employee Benefits is as follows:

A) Defined Contribution Plans

"Contribution to provident and other funds" is recognized as an expense in Note 18(iii) "Employee benefit expenses" of the Statement of Profit and Loss.

B) Defined Benefit Plans

The Employees' Gratuity Fund Scheme managed by LIC of India is a defined benefit plan. The present value of obligation is based on actuarial valuation using the projected unit credit method. The obligation for leave benefits managed by LIC of India is a defined benefit plan

Defined Benefit plans

| Expenses recognised during the year | 31/03/2020 | 31/03/2019 |
|-------------------------------------|-------------|-------------|
| Current service cost | 0.03 | 0.03 |
| Interest cost | (0.00) | - |
| Benefits paid | - | - |
| Actuarial losses / (gains) | - | - |
| Total Expenses | 0.03 | 0.03 |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

| II | Amount recognised in other comprehensive income (OCI) | 31/03/2020 | 31/03/2019 |
|----|---|-------------|-------------|
| | Opening amount recognized in OCI outside profit and loss account | 0.02 | 0.01 |
| | Remeasurements during the period due to | | |
| | - Changes in financial assumptions | 0.01 | 0.03 |
| | - Changes in demographic assumptions | - | - |
| | - Experience adjustments | 0.09 | (0.01) |
| | - Actual return on plan assets less interest on plan assets | 0.00 | (0.01) |
| | - Adjustment to recognize the effect of asset ceiling | - | - |
| | Closing amount recognised in OCI outside profit and loss account | 0.12 | 0.02 |

| III | Net Asset/ (Liability) to be recognised in the Balance sheet as at | 31/03/2020 | 31/03/2019 |
|-----|--|---------------|-------------|
| | Present value of obligation as at the end of the year | 0.15 | 0.12 |
| | Fair value of plan assets as at the end of the year | 0.11 | 0.15 |
| | Asset/ (Liability) to be recognised at the end of the year (Refer note to (IV) below) | (0.04) | 0.03 |

| IV | Reconciliation of Net Liability / Assets : | 31/03/2020 | 31/03/2019 |
|----|---|-------------|---------------|
| | Opening net defined benefit liability/(assets) | (0.03) | (0.02) |
| | Expense charged to profit and loss account | 0.03 | 0.03 |
| | Amount recognized outside profit and loss account | 0.10 | 0.01 |
| | Employer contributions | (0.06) | (0.04) |
| | Closing net defined benefit liability/(assets) | 0.04 | (0.03) |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

V

Reconciliation of benefit obligation during the inter-valuation period:

| | 31/03/2020 | 31/03/2019 |
|--|------------|------------|
| Opening net defined benefit obligation | 0.12 | 0.09 |
| Current service cost | 0.03 | 0.03 |
| Past service cost | - | - |
| Interest on defined benefit obligation | 0.01 | - |
| Remeasurements due to | | |
| - Actuarial loss/(gain) arising from change in financial assumptions | 0.01 | 0.03 |
| - Actuarial loss/(gain) arising from change in demographic assumptions | - | - |
| - Actuarial loss/(gain) arising on account of experience changes | 0.09 | (0.01) |
| Benefits paid | (0.11) | (0.02) |
| Closing of defined benefit obligation | 0.15 | 0.12 |

VI

Reconciliation of the plan assets during the inter-valuation period:

| | 31/03/2020 | 31/03/2019 |
|---|------------|------------|
| Opening fair value of plan assets | 0.15 | 0.12 |
| Employer contribution | 0.06 | 0.04 |
| Interest on plan assets | 0.01 | - |
| Administration Expenses | - | - |
| Remeasurements due to | | |
| - Actual return on plan assets less interest on plan assets | - | 0.01 |
| Benefits paid | (0.11) | (0.02) |
| Closing of defined benefit obligation | 0.11 | 0.15 |

VII

The following payments are expected to defined benefit plan in future years :

| | 31/03/2020 | 31/03/2019 |
|--|------------|------------|
| Expected benefits for year 1 | - | - |
| Expected benefits for year 2 to year 5 | 0.02 | 0.02 |
| Expected benefits beyond year 5 | 0.30 | 0.26 |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

| VIII Actuarial Assumptions | 31/03/2020 | 31/03/2019 |
|-----------------------------------|-------------------|-------------------|
| Discount rate | 6.65% | 7.45% |
| Expected rate of salary increase | 6.00% | 6.00% |
| Mortality | IALM (2012-14) | IALM (2012-14) |

IX Sensitivity Analysis

The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact in percentage terms on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points

| | Discount Rate | Salary Escalation rate |
|--|----------------------|-------------------------------|
| Defined benefit obligation on increase in 50 bps | 0.14 | 0.16 |
| Impact of increase in 50 bps on DBO | -5.21% | 5.60% |
| Defined benefit obligation on decrease in 50 bps | 0.16 | 0.14 |
| Impact of decrease in 50 bps on DBO | 5.59% | -5.27% |

Notes:

- (a) The current service cost recognized as an expense is included in Note 18 'Employee benefits expense' as gratuity. The remeasurement of the net defined benefit liability is included in other comprehensive income.
- (b) The estimates of future salary increases considered in the actuarial valuation take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.
- (c) Significant actuarial assumptions for the determination of the defined obligation are discount rate, expected salary increase and mortality. The sensitivity analysis above have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant.

(C) Other long term benefits

The obligation for leave benefits (funded) is also recognised using the projected unit credit method and accordingly the long term paid absences have been valued. The leave encashment expense is included in Note 18 'Employee benefits expense'.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended on 31 March 2020

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Related party transactions

Holding Company

UTI Asset Management Company Limited

Key Management Personnel

Mr. Leo Puri (Resigned on 13 August 2018)

Mr. I. Rahman

Mr. Kasiviswanathan Mukundan (Chief Executive Officer) (Resigned on 25 January 2019)

Mr. Rohit Gulati (Chief Executive Officer) (Appointed on 25 January 2019)

Mr. Ashutosh Binayake (Chief Financial Officer)

Mr. Gautam Rajani (Company Secretary)

Transactions with Related parties:

| | 31/03/2020 | 31/03/2019 |
|---------------------------------|------------|------------|
| Holding Company | | |
| Rent Paid | 0.51 | 0.51 |
| Reimbursement of Expenses paid | 0.31 | 0.36 |
| Borrowings | 6.00 | - |
| Interest expenses | 0.37 | - |
| Key managerial personnel | | |
| Remuneration | | |
| Chief Executive Officer | 1.93 | 1.26 |
| Chief Financial Officer | 0.58 | 0.56 |

Balances as at

| | 31/03/2020 | 31/03/2019 |
|----------------------------------|------------|------------|
| Borrowings | | |
| Holding Company | 6.11 | - |
| Other current liabilities | | |
| Holding Company | 0.08 | 0.08 |
| Other receivables | | |
| Holding Company | 0.36 | - |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

30 Earnings per share

| | 31/03/2020 | 31/03/2019 |
|---|---------------|-------------|
| Profit/(Loss) after tax (Rs. In Crores) | (1.43) | 0.77 |
| Weighted average number of equity shares (Numbers) | | |
| - for Basic /Diluted EPS | 12,000,000 | 12,000,000 |
| Face value of equity share (Rs/ share) | 10.00 | 10.00 |
| Basic / Diluted earnings per share (Rs.) | (1.19) | 0.64 |

31 Disclosures as required by Ind AS 115

Revenue Consist of following

| | 31/03/2020 | 31/03/2019 |
|--|-------------|-------------|
| Interest Income | 0.12 | 0.00 |
| Dividend Income | 0.17 | 0.13 |
| Sale of Services | 7.43 | 7.13 |
| Net Gain/ loss on fair value changes | = | 1.45 |
| Net Gain/loss on sale of mutual fund & other investments | 0.02 | 0.17 |
| Total | 7.74 | 8.88 |

Revenue Disaggregation by Industrial Verticle & Geography is as follows

| | 31/03/2020 | 31/03/2019 |
|-----------------------------------|-------------|-------------|
| Financial Services/ India | 6.13 | 6.78 |
| Financial Services/ Outside India | 1.61 | 2.10 |
| Total | 7.74 | 8.88 |

Timing of Revenue Recognition

| | 31-Mar-20 | 31-Mar-19 |
|--|-------------|-------------|
| Services transferred at point in time | 0.36 | 2.08 |
| Services transferred over period in time | 7.38 | 6.80 |
| Total | 7.74 | 8.88 |

UTI Capital Private Limited

Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

- 32** Reconciliation between opening and closing balances in the balance sheet for liabilities arising from financing activities required by IND AS 7 " Statement of Cash Flows" as under

| | Short term borrowings |
|-----------------------------------|-----------------------|
| As at 31 March 2019 | |
| Cash inflow | - |
| Non cash changes- interest unpaid | 6.00 |
| As at 31 March 2020 | 0.11 |
| | 6.11 |

- 33** **Dividend Recommendation:**

The Board has not recommended any dividend to the shareholders for the Financial year 2019-20.

- 34** **Information required under Section 186(4) of the Companies Act, 2013**

- a) The Company has not granted any loan or given any guarantee or provided any security during the year covered under the provision of the Section 186 of the Companies Act 2013.
- b) There are no investments made other than disclosed in Note 5.

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

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| | As on 31 Mar 2020 | | | As on 31 Mar 2019 | | |
|-----------------------------------|-------------------|-----------------|--------------|-------------------|-----------------|--------------|
| | Within 12 months | After 12 Months | Total | Within 12 months | After 12 Months | Total |
| I ASSETS | | | | | | |
| (1) Financial Assets | | | | | | |
| (a) Cash and cash equivalents | 0.83 | - | 0.83 | 0.30 | - | 0.30 |
| (b) Receivables | | | | | | |
| (i) Trade receivables | 0.49 | - | 0.49 | 3.81 | - | 3.81 |
| (ii) Other receivables | 0.37 | - | 0.37 | 0.31 | - | 0.31 |
| (c) Investments | 27.97 | - | 27.97 | 21.70 | - | 21.70 |
| Total Financial Assets | 29.66 | - | 29.66 | 26.12 | - | 26.12 |
| (2) Non-Financial Assets | | | | | | |
| (a) Current tax assets (net) | - | 1.47 | 1.47 | - | 0.89 | 0.89 |
| (b) Deferred Tax Asset | - | 0.28 | 0.28 | - | - | - |
| (c) Property, plant and Equipment | - | 0.00 | 0.00 | - | 0.00 | 0.00 |
| (d) Right to Use Asset | 0.46 | 1.12 | 1.58 | - | - | - |
| (e) Other Intangible Assets | - | 0.00 | 0.00 | - | 0.00 | 0.00 |
| (F) Other non-financial assets | 2.08 | 4.29 | 6.37 | 2.25 | 5.51 | 7.76 |
| Total Non-Financial Assets | 2.54 | 7.16 | 9.70 | 2.25 | 6.41 | 8.66 |
| TOTAL ASSETS | 32.20 | 7.16 | 39.36 | 28.37 | 6.41 | 34.78 |

| II LIABILITIES AND EQUITY | | 2017 | | 2016 | | 2015 | |
|---------------------------|--|-------------|--------------|-------------|-------------|-------------|-------------|
| LIABILITIES | | in million | in million | in million | in million | in million | in million |
| (1) | Financial Liabilities | | | | | | |
| (a) (i) | Trade payable | - | - | - | - | - | - |
| | (i) total outstanding dues of micro enterprises and small enterprises | - | - | - | - | - | - |
| (ii) | total outstanding dues of creditors other than micro enterprises and small enterprises | 0.45 | 0.45 | 1.85 | 1.85 | 1.85 | 1.85 |
| | | | | | | | |
| (ii) | Other payable | - | - | - | - | - | - |
| (i) | total outstanding dues of micro enterprises and small enterprises | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 | 0.00 |
| (ii) | total outstanding dues of creditors other than micro enterprises and small enterprises | 0.18 | 0.18 | 0.21 | 0.21 | 0.21 | 0.21 |
| (b) | Borrowings | 6.11 | 6.11 | - | - | - | - |
| (c) | Other financial liabilities | 2.46 | 3.73 | 1.81 | 1.81 | 1.81 | 1.81 |
| | Total Financial Liabilities | 9.20 | 10.47 | 3.87 | 3.87 | 3.87 | 3.87 |
| (2) | Non-Financial Liabilities | | | | | | |
| (a) | Deferred tax liabilities (net) | - | - | 0.39 | 0.39 | 0.39 | 0.39 |
| (b) | Provisions | - | 0.05 | - | - | - | - |
| (b) | Other non-financial liabilities | 0.14 | 0.14 | 0.31 | 0.31 | 0.31 | 0.31 |
| | Total Non-financial liabilities | 0.14 | 0.19 | 0.70 | 0.70 | 0.70 | 0.70 |

UTI Capital Private Limited
Notes forming part of the Financial Statements for the year ended on 31 March 2020

(Rs. In Crores)

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The directors have, at the time of approving the financial statements, assessed the potential impact of the COVID-19 global pandemic on the Company. The coronavirus outbreak is a new emerging risk to the global economy. The Company's business may be impacted due to decrease in the NAV of the underlying funds on which the management fees for the Company is calculated. Business continuity plans have been invoked to maintain business operations following lockdowns across India which will help to ensure business resilience. The situation is changing so rapidly that the full impact cannot yet be understood, but the Company will continue to monitor the situation closely.

The directors consider that the Company has adequate financial resources to continue in operational existence for the foreseeable future and therefore, continue to adopt the going concern basis of accounting in preparing the financial statements.

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Prior year comparatives

Previous period figures have been regrouped / reclassified wherever necessary to correspond with the current period classifications / disclosures. Figures in brackets pertain to previous periods.

In terms of our Report attached

For and on behalf of the board of directors of

For MGB & CO LLP

Chartered Accountants

Firm Registration No. 101169W/W-100035

UTI CAPITAL PRIVATE LIMITED

Sanjay Kothari
Partner

Membership No. 048215

I. Rahman
Director

Deepak Vaidya
Director

Rohit Gulati
CEO

Place : Mumbai

Date : 28 April 2020

Ashutosh Binayake
CFO

Gautam Rajani
Company Secretary