

AXIS TRUSTEE SERVICES LIMITED

ANNUAL REPORT 2019-20

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BOARD OF DIRECTORS

1. Rajesh Kumar Dahiya
2. Sanjay Sinha
3. Ganesh Sankaran

Director
Managing Director & CEO
Director

M/s S. R. Batliboi & Co. LLP,

Chartered Accountants

Statutory Auditors

M/s KFin Technologies Private Limited

Unit: Axis Trustee Services Limited

Karvy Selenium Tower B, Plot No 31 & 32,

Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, India

Telephone No - +91-40-671612222

e-mail: support@karvy.com

Registrar & Transfer Agent

Registered Office: Axis House, Bombay Dyeing Mills Compound,

Pandurang Budhkar Marg, Worli,

Mumbai 400 025

Tel: 022-66260054

Corporate Office: The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg,

Dadar west, Mumbai – 400 028

Email: debenturetrustee@axistrustee.com

Website: www.axistrustee.com

DIRECTORS' REPORT: 2019-20

To,
The Members,
AXIS TRUSTEE SERVICES LIMITED

The Board of Directors has the pleasure of presenting the Twelfth Annual Report of the Company together with the Audited Financial Statements, Auditors' Report and the report on the business of the Company, for the financial year ended March 31, 2020.

FINANCIAL PERFORMANCE

The financial highlights of the Company for the year ended March 31, 2020 are presented below:-

(Rs. In Crores)

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
Operating Income	31.73	35.21
Interest and other income	3.56	4.34
Gross Income	35.29	39.55
Operating Expenses	9.23	9.79
Depreciation	0.29	0.27
Non –operating expenditure including provisions	2.02	2.45
Profit before Tax	23.75	27.05
Provision for Tax	5.51	8.04
Net Profit for the period	18.23	19.01
Appropriations:	1.82	1.90
Transfer to General Reserve	16.41	17.11
Surplus carried to Balance Sheet	18.23	19.01

OPERATIONS, NATURE OF BUSINESS AND FUTURE OUTLOOK OF THE COMPANY

The financial year under review was a testing period for trusteeship and agency service industry. The year began with a challenging note – mounting crisis in NBFC/HFC sector coupled with muted manufacturing sector, decline in private capex- resulting into deceleration setting in GDP growth

(Q4 FY 19 – 5.8%). The downward trajectory in GDP growth rates continued in FY 20 impacting flow of credits to the various economic sectors. This impacted the performance of the credit cycle dependent business activities of your Company both in terms of revenue and margin. To mitigate the impact, your Company stepped up its focus on those business opportunities which were not influenced by the credit cycle. However, the disruptions to the economic activities towards the closing period of the Q4 of the FY due to the intensifying situation on account of COVID-19 related lockdown added to the pressure on business and your company's overall performance got impacted significantly.

The revenue declined by ~10% y-o-y. The company, however, managed to keep the expenses under control as a result the impact on decline in profit was contained at 4%. The earning per share declined by 4.5% to Rs.121.59.

The economic recession has gripped the global economy following the lockdown due to COVID-19 pandemic. India is no exception to this trend as the nation-wide lockdown has crippled most economic and commercial activities, IMF has revised India's GDP growth to 1.9% for 2020. The GDP growth for FY 2020-21 is estimated at a three decade low of 2%.¹

With the lockdown extended till May 3, 2020, the disruptions to manufacturing and services sectors are set to intensify further. The resultant pressures on the operating performance and financial profiles of business enterprises may derail credit environment.

The Company's business is heavily correlated with lending/fund raising activities in the economy. The performance will be contingent on the extent to which resumption in economic activities post lifting of lockdown takes shape, pick up in investments - government and private, and the impact of policy measures on the various productive sectors of the economy.

Your company is alive to the evolving situation and has initiated strategies – short and long term – to meet the challenges in a best possible manner.

RESERVES

The Company proposes to transfer an amount of Rs. 1.82 Crs to the General Reserves.

DIVIDEND

The Board of Directors is pleased to recommend a dividend of Rs. 95/- per share for the financial year ended March 31, 2020, subject to the approval of the members in the ensuing Annual General Meeting (AGM). The total cash outflow shall be Rs.14.25 Crore.

BOARD OF DIRECTORS

The existing Board of Directors of the Company are as follows

1. Mr. Rajesh Kumar Dahiya (DIN: 07508488)
2. Mr. Ganesh Sankaran (DIN: 07580955)
3. Mr. Sanjay Sinha (DIN: 08253225)

¹ FITCH Ratings

During the year under review and till the date of this report, the changes pertaining to the Board of Directors are as follows:

Sr. No	Name of the Directors	Designation	Appointment/ Cessation	With effect From
1.	Mr. Ram Bharosey Lal Vaish	Director	Cessation	November 08, 2019
2	Mr. Ganesh Sankaran	Additional Director	Appointment	April 18, 2019
3	Mr. Ganesh Sankaran	Director	Regularisation of appointment	May 29, 2019

The tenure of Mr. Ram Bharosey Lal Vaish (DIN: 00150310) Non-Executive Director, had ceased with effect from the close of business hours on November 08, 2019 due to completion of tenure as governed by guidelines for functioning of Boards of Axis Group. Accordingly, he also ceased to be the member of the CSR Committee effective same date.

The Board placed on record its appreciation to the Mr. Ram Bharosey Lal Vaish for his guidance and support to the Company's business during his tenure as director.

KEY MANAGERIAL PERSONNEL

Mr. Sanjay Sinha, Managing Director & CEO of the Company, has been appointed for period of 5 years with effect from 10th October 2018. He has varied and long experience in Corporate Banking.

The Company is not required to appoint any other Key Managerial Personnel in terms of the provisions of Section 203 of the Companies Act, 2013.

RETIREMENT BY ROTATION

Mr. Rajesh Kumar Dahiya (DIN: 07508488) Non-Executive Director (NED) of the Company will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Board places on record its appreciation for his contribution in guiding and supporting the Company's business and operations during his tenure as NED and recommends his offer of reappointment for consideration in the ensuing Annual General Meeting. Mr. Rajesh Kumar Dahiya (DIN: 07508488) has also confirmed his eligibility to be re-appointed as NED at the AGM.

DETAILS OF BOARD MEETINGS

During the financial year under review, five meetings of the Board of Directors of the Company were held and the gap between the said meetings did not exceed the limit of 120 days, as prescribed under the relevant provisions of the Companies Act, 2013 and the Rules made thereunder.

The details of the Board Meetings of the Company for the Financial Year 2018-19 are summarized below:

Sr. No.	Date of the meeting	No. of Directors who attended the meeting
1.	April 18, 2019	3(Three)
2.	July 17, 2019	3(Three)
3.	October 16, 2019	3(Three)
4.	January 13, 2020	3(Three)
5.	March 09, 2020	3(Three)

COMMITTEES OF THE BOARD:

The Company falls under the provisions of Section 135(1) of the Companies Act, 2013, and hence has constituted the CSR Committee. The CSR Committee met twice on July 17, 2019 and January 13, 2020.-

The constitution of the CSR Committee is as follows:

Name of the Member	Position
Mr. Rajesh Kumar Dahiya	Chairman
Mr. Sanjay Sinha	Member

Pursuant to the provisions of Section 177 and 178, the Company is not required to constitute any Audit Committee or Nomination & Remuneration Committee of the Board of Directors.

BOARD AGENDA

The Board agenda is prepared based on inputs received from the concerned departments of the Company and finalised in consultation with the MD &CEO of the Company. The Board agenda and notes thereof are sent to the Members of the Board in advance to enable them to read and comprehend the matters to be dealt with and seek further information / clarification. The Members of the Board are free to recommend inclusion of any matter in the agenda for discussion. The Minutes of the Board meetings are circulated to the Chairman for his review and approval and thereafter circulated to the other Members of the Board for their comments, in accordance with the Secretarial Standards on meetings of the Board of Directors (SS-1) issued by the Institute of Company Secretaries of India (ICSI). In case of business exigencies or urgency of matters, resolutions are also passed by the Board through circulation. Video conferencing facilities are also used to facilitate participation by Directors who are unable to physically attend the meetings of the Board

PARTICULARS OF EMPLOYEES

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

DIRECTORS' RESPONSIBILITY STATEMENT

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

- (a) That in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) That such accounting policies have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company as at March 31, 2020 and of the profit of the company for the year ended on that date ;
- (c) That proper and sufficient care has been taken 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) That the annual accounts have been prepared on a going concern basis;
- (e) That proper systems to ensure compliance with the provisions of all applicable laws have been in place and the same have been considered adequate and operating effectively.

DIRECTORS' COMMENTS ON AUDITORS' REPORT

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

EXTRACT OF ANNUAL RETURN

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

RELATED PARTY TRANSACTIONS

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

HOLDING COMPANY

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

PUBLIC DEPOSITS

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

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

(a) Conservation of energy

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

(b) Technology absorption

(i)	the efforts made towards technology absorption	The Company has a specialized ERP system for managing its business requirements. The company continuously evaluates the ERP system to improve efficiency.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	The recent modifications/upgradations in the ERP system have helped improve monitoring mechanism.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	
	(a) the details of technology imported	NA
	(b) the year of import;	NA
	(c) whether the technology been fully absorbed	NA

	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	NA
(iv)	the expenditure incurred on Research and Development	NA

(c) Foreign exchange earnings and outgo

During the year, the company had earned foreign income (INR equivalent Rs.1.07 crores) and had not spent any foreign exchange.

RISK MANAGEMENT POLICY

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

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has constituted the Corporate Social Responsibility (CSR) Committee of the Board in accordance with the provisions of Section 135 of the Companies Act, 2013, read with the Companies (Corporate Social Responsibilities) Rules, 2014, as amended. During the year, the said policy has been reviewed by the Board and the same has been hosted on the website of the company at <https://www.axistrustee.com/pdf/ATSL-CSR-Policy.pdf>.

As part of its initiative under "Corporate Social Responsibility" (CSR), the Company has contributed to Axis Bank Foundation (ABF) to support projects run by CInI (Collectives for Integrated Livelihood Initiatives), a nodal agency of the Trusts established in 2007. CInI is working in thematic areas of agriculture productivity stabilisation, forest based livelihoods, water resource development, micro finance and strengthening of community based organisations in the tribal belt in the states of Odisha, Gujarat, and Jharkhand & Maharashtra. These activities are in accordance with Schedule VII of the Companies Act, 2013.

During the Financial Year 2019-20, the CSR Committee met 2 times on July 17, 2019 and January 13, 2020. During the year under review, the Company has spent Rs 53,80,859 (Rupees Fifty Three Lakhs Eighty Thousand Eight Hundred and Fifty Nine only) towards CSR activity undertaken through Axis Bank Foundation.

The brief outline of the CSR Policy, including overview of the programs undertaken by the Company, the composition of the CSR Committee, average net profits of the Company for the past three financial years, prescribed CSR expenditure and details of the amounts spent by the Company on CSR activities during the year under review have been provided in the annexure - III to this report.

A responsibility statement received from the members of the CSR Committee is also enclosed to the said report.

COMPLIANCE OF THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION, REDRESSAL) ACT, 2013

The Company has a Policy for Prevention of Sexual Harassment (POSH) to deal with the matters pertaining to the complaints of Sexual Harassment against Women under the Sexual Harassment of Women at Workplace (Prevention, Prohibition, Redressal) Act, 2013.

The company has complied with the provision relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaints were received by the Company during the Financial Year under this Act.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Your Company has not taken Loan, Guarantees or made Investments covered under Section 134(3) (g) of the Companies Act, 2013.

STATUTORY AUDITORS

The Statutory Auditors, M/s S R Batliboi & Co LLP, Chartered Accountants, (ICAI Firm Registration No: 301003E/ E30-0005) were appointed as the Statutory Auditors of the Company in the 11th AGM held in 2019 for a period of 5 (five) years till the 16th AGM to be held on 2024.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS

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

SECRETARIAL COMPLIANCE

Your company is not mandatorily required to obtain a Secretarial Audit Report as per the Companies Act, 2013 but has got a limited verification carried out by a practicing firm of Company Secretaries in line with the Companies Act 2013 and Secretarial Standards 1 & 2 and rules, regulations as issued by Ministry of Corporate Affairs. The said firm has certified that the company has generally complied with the Provisions of the Companies Act, 2013 & the Secretarial Standards.

OTHER DISCLOSURES:

1. The Company has not issued any Securities under the ESOP Scheme or as Sweat Equity to its employees, requiring any disclosures of the same in this Report.
2. The Company has not accepted any deposits, under the provisions of the Companies Act, 2013 during the period of review.
3. The Board of Directors confirm their compliance with the provisions of the Secretarial Standards – 1 & 2 issued by the ICSI under the provisions of Section 118(10) of the Companies Act, 2013, during the year under review.
4. There are no frauds reported by the Auditors under sub-section (12) of Section 143 of the Companies Act, 2013.
5. There are no material changes and commitments other than those disclosed in this report, 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 and can affect the financial position of the Company.
6. The Company is not required to maintain any cost records under the provisions of Section 148(1) of the Companies Act, 2013, during the Financial Year under review

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY ANY REGULATOR, COURT, TRIBUNAL, STATUTORY AND QUASI-JUDICIAL BODY, IMPACTING THE GOING CONCERN STATUS OF THE COMPANY AND ITS FUTURE OPERATIONS – NIL**ACKNOWLEDGEMENT**

The Board of Directors would like to express its gratitude for all the guidance and co-operation received from its Holding Company – Axis Bank Limited. The Board also places on record its gratitude to Securities and Exchange Board of India (SEBI), Ministry of Corporate Affairs (MCA), Reserve Bank of India, Financial Institutions, Bankers, Advisors, Consultants, Central, State and Local Government Departments and Bodies, Registrar and Transfer Agent and other Government and Regulatory authorities for their continued support and guidance.

The Board acknowledges the support of Members and also places on record its sincere thanks to its valued clients and partners for their continued patronage.

The Board also expresses its warm appreciation to all the employees and officers of the Company for their strong work ethic, excellent performance, professionalism, team work, commitment and initiative, which has helped the Company in its business pursuits in today's challenging environment

For and on behalf of the Board of Directors

Sanjay Sinha
MD&CEO
DIN 08253225

Date: April 24, 2020
Place: Mumbai

Rajesh Dahiya
DIRECTOR
DIN 07508488

Date: April 24, 2020
Place: Mumbai

Form No. MGT-9

(Annexure-I)

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2020

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	U74999MH2008PLC182264
ii.	Registration Date	16-05-2008
iii.	Name of the Company	Axis Trustee Services Limited
	Category / Sub-Category of the Company	Public Company limited by shares / Indian Non-Government Company
iv.	Address of the Registered office and contact details	Registered Office: Axis House, Bombay Dyeing Mills Compound, Pandhurang Budhkar Marg, Worli, Mumbai, Maharashtra-400025,India Telephone No: 022-66260054 Corporate Office : The Ruby, 2nd Floor, SW, 29, Senapati Bapat Marg, Dadar West, Mumbai- 400 028 Phone: + 91 022 6230 0451
v.	Whether listed company	No
vi.	Name, Address and Contact details of Registrar and Transfer Agent, if any	KFin Technologies Private Limited KarvySelenium Tower B, Plot No 31 & 32, Gachibowli,FinancialDistrict, Nanakramguda, Hyderabad - 500 032, India Telephone No - +91-40-671612222 e-mail: support@karvy.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Trusteeship Services	99715410	91.00%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding / Subsidiary / Associate	%of shares held	Applicable Section
1.	Axis Bank Limited, Trishul, 3rd Floor, Opp. Samartheshwar Temple Law Garden, Ellisbridge, Ahmedabad GJ 380 006 India.	L65110GJ1993PLC020769	Holding	99.99	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year-2019				No. of Shares held at the end of the year-2020				% Change during the year
	Demat	Physical	Total*	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	0	0	0	0	0	0	0	0	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	1499940	0	1499940	99.996	1499940	0	1499940	99.996	0
f) Any Other*	60	0	60	0.004	60	0	60	0.004	0
Sub-total(A)(1):-	1500000	0	1500000	100	1500000	0	1500000	100	0

2) Foreign									
a) NRIs-Individuals	0	0	0	0	0	0	0	0	0
b) Other-Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total(A)(2):-	0								
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total(B)(1)	0								
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	0	0	0	0	0	0	0	0	0

b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh									
c) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (2)	0	0	0	0	0	0	0	0	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0	0	0	0	0	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	1500000	0	1500000	100	1500000	0	1500000	100	

*** The 60 Shares disclosed in "Any Other" Category belong to the Nominees of Axis Bank Limited, who hold shares in the Company on behalf of Axis Bank Limited**

ii. Shareholding of Promoters

Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	
Axis Bank Limited	1499940	99.996	0	1499940	99.996	0	0
Mr. K Vishwanathan (Nominee of Axis Bank Limited)	10	0.00067	0	0	0	0	(0.00067)
Mr. Himadri Shekhar Chatterjee(Nominee of Axis Bank Limited)	10	0.00067	0	10	0.00067	0	0.000
Mr. Advait Majmudar (Nominee of Axis Bank Limited)	10	0.00067	0	0	0	0	(0.00067)
Mr. Sanjay Silas(Nominee of Axis Bank Limited)	10	0.00067	0	0	0	0	(0.00067)
Mr. Neelesh Radheshyam Baheti (Nominee of Axis Bank Limited)	10	0.00067	0	0	0	0	(0.00067)
Mr. Cyril Anand Madireddi (Nominee of Axis Bank Limited)	10	0.00067	0	0	0	0	(0.00067)
Mr. Rajiv anand(Nominee of Axis Bank Limited)	0	0	0	10	0.00067	0	0.00067
Mr. Rudrapriyora y(Nominee of Axis Bank Limited)	0	0	0	10	0.00067	0	0.00067
Mr. Rajesh Kumar Dahiya(Nominee of Axis Bank Limited)	0	0	0	10	0.00067	0	0.00067
Mr. Pralay Mondal (Nominee of Axis Bank Limited)	0	0	0	10	0.00067	0	0.00067
Mr. Ravi Narayanan(Nominee of Axis Bank Limited)	0	0	0	10	0.00067	0	0.00067
	1500000	100	0	1500000	100	0	0

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

Sr. No	Name of the shareholders	Shareholding at the beginning of the year 2019		Transaction during the year		Cumulative shareholding at the end of the year 2020	
		No of shares held	% of Total shares of the Company	Date of Transfer/ change in the Nominee Shareholders	No of shares	No of shares held	% of Total shares of the Company
1	Axis Bank Limited	1,499,940	99.996	--	0	1499940	99.996
	At the end of the year					1499940	99.996
2	Mr. K Vishwanathan (Nominee of Axis Bank Limited)	10	0.000667	01-07- 2019	(10)	0	0
	At the end of the year					0	0
3	Mr.Rudrapriyo Ray(Nominee of Axis Bank Limited)	0	0	01-07- 2019	10	10	0.000667
	At the end of the year					10	0.000667
4	Mr. Himadri Shekhar Chatterjee(Nominee of Axis Bank Limited)	10	0.000667	--	--	10	0.000667
	At the end of the year					10	0.000667
5	Mr. Advait Majmudar(Nominee of Axis Bank Limited)	10	0.000667	10-06-2019	(10)	0	0
	At the end of the year					0	0
6	Mr. Rajeev Anand (Nominee of Axis Bank Limited)	0	0	10-06-2019	10	10	0.000667
	At the end of the year					10	0.000667
7	Mr. Sanjay Silas(Nominee of Axis Bank Limited)	10	0.000667	22-05-2019	(10)	0	0
	At the end of the year					0	0
8	Mr.Rajesh Dahiya(Nominee of Axis Bank Limited)	0	0	22-05-2019	10	10	0.000667
	At the end of the year					10	0.000667
9	Mr. Neelesh Radheshyam Baheti(Nominee of Axis Bank Limited)	10	0.000667	22-05-2019	(10)	0	0
	At the end of the year					0	0
10	Mr. Ravi Narayanan(Nominee of Axis Bank Limited)	0	0	02-03-2020	10	10	0.000667
	At the end of the year					10	0.000667
11	Mr. Cyril Anand Madireddi (Nominee of Axis Bank Limited)	10	0.00067	05-12-2019	(10)	0	0
	At the end of the year					0	0
12	Mr. Pralay Modal (Nominee of Axis Bank Limited)	0	0	05-12-2019	10	10	0.000667
	At the end of the year					10	0.000667

V. INDEBTEDNESS

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

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

VI. REMUNERATION OF DIRECTORS AND KEYMANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of Managing Director & CEO	Total Amount
		Mr. Sanjay Sinha	
		Managing Director & CEO	
1.	Gross Salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	27,74,222/- p.a	27,74,222/- p.a.
		-	-
		-	-
2.	Stock Option (in		
3.	Sweat Equity	-	-
4.	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-

5.	Others, please specify: 1. House Rent Allowance 2. Other Allowances	1. 13,87,116/-p.a	1. 13,87,116/-p.a
6.	Total(A)	41,61,338 /- p.a.	41,61,338/- p.a.
	Ceiling As per the Act	Rs. 1,18,75,498 (5% of Net Profit as calculated U/s 198)	Rs. 1,18,75,498 (5% of Net Profit as calculated U/s 198)

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
	<u>Independent Directors:</u> · Fee for attending Board and Committee Meetings · Commission · Others, please specify	Nil	Nil	Nil
	Total(1)	-	-	-
	<u>Other Non-Executive Directors:</u> · Fee for attending Board & Committee Meetings · Commission · Others, please specify		Mr. Ram Bharoseylal Vaish 60,000/-	
	Total(2)	---	---	---
	Total(B)=(1+2)	---	60,000	60,000
	Total Managerial Remuneration	Within the prescribed limit		
	Overall Ceiling as per the Act			

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO*	Company Secretary	CFO	Total
1.	Gross salary: (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) of Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as% of profit - others, specify	0	0	0	0
5.	Others, please specify	0	0	0	0
6.	Total	0	0	0	0
<i>Details of remuneration paid to CEO already stated in Point A. above</i>					

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ Court]	Appeal made, If any (give details)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officers In Default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

For and on behalf of the Board of Directors

Sanjay Sinha
MD&CEO
DIN 08253225

Date: April 24, 2020
Place: Mumbai

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

ANNEXURE-II

Form No. AOC-2

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

Form for Disclosure of Particulars of Contracts / Arrangements entered into by the Company with Related Parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain Arm's Length Transactions under third proviso thereto.

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

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

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

(a)	Name(s) of the related party and Nature of relationship	:	1. Axis Bank Limited (Holding Company) 2. Axis Capital Limited (Fellow Subsidiary) 3. Axis Finance Limited (Fellow Subsidiary) 4. Axis Asset Management Company Limited (Fellow Subsidiary)
(b)	Nature of contracts / arrangements / transactions	:	1. Re-imburement of costs incurred in respect of employee deputation

			<ol style="list-style-type: none"> 2. Rentals paid on shared premises between the Company and the Bank. 3. Payment of services charges (i.e. Bank charges such as I.T Support Services and others). 4. Fees/ commission for trusteeship / custodian / agency services. 5. Receipt of Interest on Fixed Deposit. 6. Reimbursement related to usage of common facilities / other expenses to / from related parties. 7. Payment of Referral Fee 8. Payment of Dividend
(c)	Duration of the contracts / arrangements / transactions	:	Varies with the nature of the contract / arrangement / transaction
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any:	:	The Contract/ arrangement / transaction are entered at arms' length price and in normal course of business. Refer Financial Statements.
(e)	Date(s) of approval by the Board, if any	:	18.04.2019
(f)	Amount paid as advances, if any	:	NIL

Sanjay Sinha
MD&CEO
DIN 08253225

Date: April 24, 2020
Place: Mumbai

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

Annexure-III

REPORT ON CSR ACTIVITIES/ INITIATIVES

[Pursuant to Section 135 of the Companies Act, 2013 & Rules made thereunder]

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

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

- 1. Your Company has identified the following program/activity for assistance under CSR initiative:**
Livelihood enhancement and rural development; Special education for disabled, Skill development through vocational education and training; Medical Relief and trauma care, Disaster management including relief, rehabilitation and reconstruction activities

- 2. The CSR Policy is also accessible on the web portal of the Company at the following link:** Web link: <https://www.axistrustee.com/pdf/ATSL-CSR-Policy.pdf>

- 3. The composition of the CSR Committee:**
 1. Mr. Rajesh Kumar Dahiya - Chairman
 2. Mr. Sanjay Sinha - MD& CEO

- 4. Average Net Profit (before tax) of the company for last 3 financial year:**

Financial Year	Profit before Tax	Average of three years
2016-17	25,88,97,239.00	269,042,943.17
2017-18	28,42,06,298.00	
2018-2019	2,64,025,292.50	

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

Based on the average profit for last three years, your company earmarked a sum of Rs. 5,380,858.86/- for CSR activities in FY 2019-20.

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

- a) Total amount spent – Rs. 5,380,858.86/-
- b) Amount un-spent (if any) – Nil

c) Manner in which the amount spent during financial year is detailed below:

1	2	3	4	5	6	7	8
Sr. No	CSR project/ activity	Sector	Projects/ Programmes 1. Local area/others- 2. specify the state / where project / programme was undertaken	Amount outlay (budget) project/ program wise	Amount spent on the project/ program <u>Sub-heads:</u> 1. Direct expenditure on project / program, 2. Overheads	Cumul ative spend upto to the reporti ng period	Amount spent: Direct/ through implem enting agency *
1.	Rural Livelihood	Rural Livelihood	a) 1. CINL (Collective for Integrated Livelihood Initiatives) 2.Churchu Block, Hazaribagh district, Jharkhand , Khedbrahma Block in Sabarkantha District and Danta Block in Banaskantha district in Gujarat.	Rs. 53.80 Lacs	Rs. 53.80 Lacs	Rs. 53.80 Lacs	Rs. 53.80 Lacs

*Implementing Agency - Axis Bank Foundation

7. In case the company has failed to spend the 2% of the average net profit of the last 3 financial years or any part thereof, reasons for not spending the amount in its Board Report - NA
8. A responsibility statement by the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company - The CSR Committee of the Company confirms that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

Sanjay Sinha
MD&CEO
DIN 08253225

Date: April 24, 2020
Place: Mumbai

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

To,
The Board of Directors,
Axis Trustee Services Limited

Dear Sirs,

Subject: Responsibility Statement by the CSR Committee

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

Sanjay Sinha
MD&CEO
DIN 08253225

Date: April 24, 2020
Place: Mumbai

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

To the Members of Axis Trustee Services Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Axis Trustee Services Limited ("the Company"), which comprise the Balance sheet as at March 31, 2020, the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, its profit/loss and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibility of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Companies (Accounting Standards) Rules, 2006 (as amended) specified under section 133 of the Act, read with the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making

judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Accounting Standards) Rules, 2006 (as amended);
 - (e) On the basis of the written representations received from the directors as on March 31, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) In our opinion, the managerial remuneration for the year ended March 31, 2020 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;

(h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Jitendra H. Ranawat

Partner

Membership Number: 103380

Date: April 24, 2020

Place: Mumbai

BALANCE SHEET AS AT 31ST MARCH, 2020

	Note No.	Amount (Rs) 31 March 2020	Amount (Rs) 31 March 2019
Equity and liabilities			
Shareholders' funds			
Share capital	3	15,000,000	15,000,000
Reserves & surplus	4	634,251,802	614,618,355
		649,251,802	629,618,355
Non-current liabilities			
Other long term liabilities	5	12,937	577,170
Long term provisions	6	1,212,369	1,002,058
		1,225,306	1,579,228
Current liabilities			
Trade payables	7	10,963,507	22,261,711
Other current liabilities	7	66,122,730	28,367,779
Short term provisions	6	8,978,493	11,629,007
		86,064,731	62,258,497
Total		736,541,839	693,456,080
Assets			
Non-current assets			
Fixed assets			
Property, Plant & Equipment	8	1,506,704	1,520,101
Intangible assets	9	3,087,463	4,105,767
Intangible assets under development		941,500	954,500
Deferred tax assets (net)	10	11,574,556	7,593,439
Loans & Advances	12	-	-
Other non-current assets	14	309,408,025	64,300,000
		326,518,248	78,473,807
Current assets			
Current Investments	11	134,686,479	20,642,117
Loans & Advances	12	1,877,069	1,136,335
Trade receivables	13	62,675,113	32,446,378
Cash and Bank balances	15	177,688,463	519,895,144
Other current assets	14	33,096,467	40,862,300
		410,023,591	614,982,273
Total		736,541,839	693,456,080
Summary of significant accounting policies	2.1	0	

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

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

per Jitendra H. Ranawat

Partner

Membership Number: 103380

Sanjay Sinha

MD &CEO

DIN: 08253225

Rajesh Dahiya

Director

DIN 0750848

Date: April 24, 2020

Place: Mumbai

Date: April 24, 2020

Place: Mumbai

Date: April 24, 2020

Place: Mumbai

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020

	Note No.	Amount (Rs)	
		31 March 2020	31 March 2019
Income			
Revenue from operations	16	317,334,265	352,174,040
Other income	17	35,622,607	43,385,633
Total revenue (I)		352,956,872	395,559,673
Expenses			
Employee benefit expense	18	58,906,207	62,379,369
Other expenses	19	38,813,197	41,016,816.40
Provision for Doubtful Debts & Advances		14,851,778	18,955,963
Depreciation and amortisation	20	2,859,201	2,751,886
Total expenses (II)		115,430,383	125,104,034
Profit before tax (I-II)		237,526,489	270,455,639
Tax expense:			
Current Tax		59,124,512	86,266,022
Deferred Tax		(3,981,117)	(5,887,323)
Total tax expense		55,143,395	80,378,700
Profit/(Loss) for the Year		182,383,094	190,076,939
Earnings per equity share (nominal value of share Rs. 10 ; previous year Rs. 10)			
Basic	21	121.59	126.72
Diluted	21	121.59	126.72
Statement of significant accounting policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

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

per Jitendra H. Ranawat

Partner

Membership Number: 103380

Sanjay Sinha

MD &CEO

DIN: 08253225

Rajesh Dahiya

Director

DIN 0750848

Date: April 24, 2020

Place: Mumbai

Date: April 24, 2020

Place: Mumbai

Date: April 24, 2020

Place: Mumbai

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2020

Cash flow from operating activities	Amount (Rs.)	
	March 31,2020	March 31,2019
Profit before tax from continuing operations	237,526,489	270,455,639
Adjustment to reconcile profit before tax to net cash flows		
Depreciation/ amortization on continuing operation	2,859,201	2,751,886
Provision for doubtful debts (net)	14,763,278	18,820,963
Loss/(Profit) on disposal/ write off on property,plant & equipment / intangible assets pertaining to continuing operations	(16,538)	-
Net Gain on sale of current investments	(2,823,779)	(6,430,347)
Interest Income	(31,774,264)	(36,820,286)
Operating profit before working capital changes	220,534,387	248,777,855
Movements in working capital :		
Increase/ (decrease) in trade payables	(11,298,203)	19,176,030
Increase / (decrease) in long-term provisions	210,311	(703,889)
Increase / (decrease) in short-term provisions	(2,650,514)	1,438,962
Increase/ (decrease) in other current liabilities	50,130,477	-
Increase/ (decrease) in other long-term liabilities	(564,233)	(211,864)
Decrease / (increase) in trade receivables	(44,992,013)	(8,039,707)
Decrease / (increase) in Loans & Advances	(740,734)	2,102,520
Decrease / (increase) in other current assets	(5,282,581)	(6,182,596)
Cash generated from operations	205,346,898	173,934,013
Direct taxes paid (net of refunds)	(71,500,038)	(77,177,812)
Net cash flow from operating activities (A)	133,846,860	96,756,201
Cash flows from investing activities		
Purchase of fixed assets, including CWIP and capital advances	(1,814,500)	(1,953,901)
Proceeds from Sale of Fixed Assets	16,510	-
Investments in bank deposits (having original maturity of more than three months)	395,252,253	(260,777,850)
Redemption/ maturity of bank deposits (having original maturity of more than three months)	(245,108,025)	224,700,000
Purchase of current investments	(308,500,000)	(50,000,000)
Proceeds from sale/maturity of current investments	197,279,417	120,414,468

Interest income	44,822,677	26,088,324
Net cash flow from/ (used in) investing activities (B)	81,948,332	58,471,041
Cash flows from financing activities		
Dividend paid on equity shares	(135,000,000)	(135,000,000)
Tax on equity dividend paid	(27,749,647)	(27,756,000)
Net cash flow from/ (used in) in financing activities (C)	(162,749,647)	(162,756,000)
Net increase/(decrease) in cash and cash equivalents (A + B + C)	53,045,545	(7,528,757)
Cash and cash equivalents at the beginning of the year	6,195,144	13,723,900
Cash and cash equivalents at the end of the year	59,240,689	6,195,144
Components of cash and cash equivalents		
With banks- on current account incl. Cash in Hand	59,240,689	6,195,144
Total cash and cash equivalents (note 15)	59,240,689	6,195,144

Summary of significant accounting policies

2.1

The accompanying notes are an integral part of the financial statements

Note: The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in Accounting Standard (AS) 3 -Cash Flow Statements notified under Section 133 of the Companies Act, 2013 read with the Rule 7 of the Companies (Accounts) Rules,2014 and the Companies (Accounting Standards) Amendment Rules,2016.

As per our report of even date

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

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

per Jitendra H. Ranawat
Partner
Membership Number: 103380

Sanjay Sinha
MD &CEO
DIN: 08253225

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

Date: April 24, 2020
Place: Mumbai

Date: April 24, 2020
Place: Mumbai

Notes to Financial statements for the year ended 31 March 2020

1. Corporate information

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

2. Basis of preparation

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

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

2.1. Summary of significant accounting policies:

(a) Use of estimates

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

(b) Retirement and other employee benefits

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

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

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

(c) Property, Plant and Equipment

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

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

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

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

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

(e) Impairment of property, plant and equipment and intangible assets

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

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

(f) Intangible Assets

Intangible assets are amortized on a straight line basis over the estimated useful economic life. The company uses a rebuttable presumption that the useful life of an intangible asset will not exceed five years from the date when the asset is available for use. If the persuasive evidence exists to the effect that useful life of an intangible asset exceeds five years, the company amortizes the intangible asset over the best estimate of its useful life. Such intangible assets and intangible assets not yet available for use are tested for impairment annually, either individually or at the cash-generating unit level. All other intangible assets are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

(g) Revenue recognition

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

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

Interest income on fixed deposits is recognized on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "Other income" in the statement of profit and loss.

Realized gains and losses on mutual funds are dealt with in the statement of profit and loss. The cost of units in mutual fund sold are determined on weighted average basis for the purpose of calculating gains or losses on sale/redemption of such units.

(h) Income taxes

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

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originated during the current year and reversal of timing differences of earlier years. Deferred tax is measured using the tax rates and the tax laws enacted or

substantively enacted at the reporting date. Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognized for deductible timing differences only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations, where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

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

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

(i) Segment information

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

(j) Earnings per share

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

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

(k) Provisions

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

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

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

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

(l) Contingent Liabilities

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

(m) Cash and Cash Equivalents

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

(n) Leases

Where the company is lessee;

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

(o) The Company has registered itself into as MSME unit having Udyog Aadhar Numabr- MH19E0033585 dt.26th June 2018 under the Micro, Small and Medium Enterprise Development Act, 2006

(p) Impact of COVID-19

As the global pandemic COVID-19 continues to spread, on March 24, 2020, the Indian government announced a strict 21-day lockdown which was further extended by 19 days across the country to contain the spread of the virus. The management has assessed the internal and external information upto the date of approval of these financial statements including economic forecasts and concluded that there is no material impact of Covid-19 on the Company's future performance.

3. Share capital

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Authorized shares		
5,000,000 (31 March 2020: 5,000,000) equity shares of Rs.10/- each	50,000,000	50,000,000
Issued, subscribed and fully paid-up shares		
1,500,000 (31 March 2020: 1,500,000) equity shares of Rs. 10/- each	15,000,000	15,000,000
Total issued, subscribed and fully paid-up share capital	15,000,000	15,000,000

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

Equity shares

	31 March 2020		31 March 2019	
	No.	Amount (Rs.)	No.	Amount (Rs.)
At the beginning of the period	1,500,000	15,000,000	1,500,000	15,000,000
Issued during the period	-	-	-	-
Outstanding at the end of the period	1,500,000	15,000,000	1,500,000	15,000,000

(b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. During the year ended 31 March, 2020 the amount of per share dividend recognized as distributions to equity shareholders is Rs.90 per share (31 March, 2019: Rs. 90 per share paid in current year)

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

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

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

	As at 31 March 2020	As at 31 March 2019
	Amount (Rs.)	Amount (Rs.)
Axis Bank Limited, the holding company and its nominees		
1,500,000 (31 March 2020: 1,500,000) equity shares of Rs.10 each fully paid	15,000,000	15,000,000

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

Name of the shareholder	As at 31 March 2020		As at 31 March 2019	
	No.	% holding in the class	No.	% holding in the class
Equity shares of Rs.10 each fully paid				
Axis Bank Limited, the holding company and its nominees	1,500,000	100.00%	1,500,000	100.00%

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

(e) Dividend on Equity shares:

	As at 31 March 2020 Amount (Rs.)	As at 31 March 2019 Amount (Rs.)
The Company pays dividend on Equity shares after the balance sheet date		
Dividend on equity shares For FY 18-19: Rs 90 per share (Dividend on equity Shares for FY 17-18: Rs 90 per share)	135,000,000	135,000,000
Dividend Distribution Tax paid on dividend	27,749,647	27,756,000
	162,749,647	162,756,000

4. Reserves and surplus

	31 March 2020 Amount (Rs.)	31 March 2019 Amount (Rs.)
General reserve		
Balance as per the last financial statements	139,635,773	120,628,080
Add: amount transferred from surplus balance in the statement of profit and loss	18,238,309	19,007,693
Closing Balance	157,874,082	139,635,773
Surplus/ (deficit) in the statement of profit and loss		
Balance as per last financial statements	474,982,582	466,669,336
Profit for the year	182,383,094	190,076,939
Less: Appropriations		
Dividend on equity shares (amount per share Rs. 90 per share)	(135,000,000)	(135,000,000)
Dividend Distribution Tax	(27,749,647)	(27,756,000)
Transfer to general reserve	(18,238,309)	(19,007,693)
Total appropriations	(180,987,956)	(181,763,693)
Net surplus in the statement of profit and loss	476,377,720	474,982,582
Total reserves and surplus	634,251,802	614,618,355

5. Other long-term liabilities

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Unearned revenue	-	577,170
Lease equalization Reserve	12,937	--
	12,937	577,170

6. Provisions

	Long-term		Short-term	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Provision for employee benefits				
Provision for gratuity (Refer Note 22)	12,12,369	10,02,058	320,283	210,151
Provision for leave benefits	-	-	783,364	2,694,781
Provision for variable pay	-	-	57,32,500	6,454,000
	12,12,369	10,02,058	6,836,147	9,358,932
Other provisions				
Provision for expenses	-	-	2,142,346	2,270,075
	-	-	2,142,346	2,270,075
	12,12,369	10,02,058	8,978,493	11,629,007

7. Other current liabilities

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Trade Payables (Refer note 25 for details of dues to micro and small enterprises)	4,086,245	30,41,939
Advance From Customers	6,877,263	1,92,19,772
	10,963,508	2,22,61,711
Other liabilities		
Unearned revenue	5,894,954	7,083,293
Other Advances	51,246,263	
Others:		
Undisputed Statutory Dues Payable	2,806,722	3,435,332
Due to the holding company (Axis Bank)	701,164	-
Provision for income tax after adjusting Advance Tax (after adjusting advance tax : Rs. 3,04,20,000 Current Year & Rs.3,57,00,000 Previous year)	5,473,628	17,849,154
	66,122,731	28,367,779
	77,086,239	50,629,490

8. Property plant and equipment

	Computers	Computer Servers	Office Equipment's	Mobiles	Furniture and Fixtures	Total
Cost						
At 1 April 2018	2,343,814	1,012,200	23,521	73,750	1,358,374	4,811,659
Additions	1,289,400					1,289,400
Disposals	-	-	-	-	-	-
At 31 March 2019	3,633,214	1,012,200	23,521	73,750	1,358,374	6,101,059
Additions	727,500	-	-	-	-	727,500
Disposals	-	-	-	-	-	-
At 31 March 2020	4,360,714	1,012,200	23,521	73,750	1,358,374	6,828,559
Depreciation						
At 1 April 2018	2,270,360	674,834	8,595	73,750	739,268	3,766,806
Charge for the year	338,598	337,366	2,352	-	135,837	814,153
Disposals	-	-	-	-	-	-
At 31 March 2019	2,608,958	1,012,200	10,947	73,750	875,105	4,580,958
Charge for the year	603,388	-	2,352	-	135,157	740,897
Disposals	-	-	-	-	-	-
At 31 March 2020	3,212,346	1,012,200	13,299	73,750	1,010,262	5,321,856
Net Block						
At 31 March 2019	1,024,256	-	12,574	-	483,269	1,520,101
At 31 March 2020	1,148,368	-	10,222	-	348,112	1,506,703

9. Intangible assets

Computer Software	
Gross block	
At 1 April 2018	9,805,436
Additions	-
Disposal/write off	-
At 31 March 2019	9,805,436
Additions (including capitalized during the year)	1,100,000
Disposal/Write off	-
At 31 March 2020	10,905,436
Amortization	
At 1 April 2018	3,748,131
Charge for the year	1,951,538
Disposal/write off	-
At 31 March 2019	5,699,669
Charge for the year	2118,304
Disposal/Write off	-
At 31 March 2020	7,817,973
Net block	
At 31 March 2019	4,105,767
At 31 March 2020	3,087,463

10. Deferred tax asset (net)

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Deferred tax asset		
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	-	-
Property, plant and equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	398,679	67,337
Provision for Gratuity & leave encashment	968,106	1,056,226
Provision for doubtful debts	10,207,771	6,469,876
Gross deferred tax asset	11,574,556	7,593,439
Deferred tax liability		
Property, plant and equipment and intangible assets : Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting	-	-
Gross deferred tax liability	-	-
Net deferred tax asset	11,574,556	7,593,439

11. Investments

	Non-Current		Current	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
	Amount in (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Investments valued at Cost				
Investment in Mutual Funds (Market Value Rs. 137,287,330) (Previous Year Rs.20,873,805)	-	-	134,686,479	20,642,117
	-	-	134,686,479	20,642,117

12. Loans & Advances

	Non-Current		Current	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
	Amount in (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Other Loans & Advances				
Unsecured, considered good				
Prepaid expenses	-	-	1,027,362	385,142
Deposit with Central Registry	-	-	849,707	751,193
GST/Service Tax receivable	-	-	-	852,385
Less: Provision for Advances			-	(852,385)
Advance payment of income tax / tax deducted at source (after adjusting provision for tax: Current Year NIL; previous year : Nil)	-	-		
	-	-	1,877,069	1,136,335

13. Trade receivables

	Non-Current		Current	
	31 March 2020 Amount (Rs.)	31 March 2019 Amount (Rs.)	31 March 2020 Amount (Rs.)	31 March 2019 Amount (Rs.)
Outstanding for a period exceeding six months from the date they are due -for payment				
Unsecured, considered good	-	-	26,788,255	11,552,759
Doubtful	-	-	12,011,550	20,974,536
			38,799,805	32,527,294
Provision for doubtful receivables	-	-	12,011,550	20,974,536
(a)	-	-	26,788,255	11,552,759
Other receivables				
Unsecured, considered good	-	-	35,886,858	20,893,619
Doubtful	-	-	3,977,880	12,75,115
			39,864,738	22,168,734
Provision for doubtful receivables	-	-	3,977,880	12,75,115
(b)	-	-	35,886,858	20,893,619
Total (a + b)	-	-	62,675,113	32,446,377

14. Other assets

	Non-Current		Current	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
	Amount in (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Unsecured, considered good unless stated otherwise				
Non-current bank balances (Note15)	309,408,025	64,300,000	118,447,774	513,700,000
	309,408,025	64,300,000	118,447,774	513,700,000
Others				
Interest accrued on fixed deposits	-	-	149,24,642	27,973,055
Other Deposits	-	-	183,068	169,060
Due from the holding company (Axis Bank)	-	-	12,506,317	127,20,185
Due From Other Subsidiary	-	-	5,482,440	-
	-	-	33,096,467	40,862,300
	309,408,025	64,300,000	151,544,241	554,562,300

15. Cash and bank balances

	Non-current		Current	
	31 March 2020	31 March 2019	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Cash and cash equivalents				
– Cash-in-hand			-	3,137
– On current accounts	-	-	59,240,689	6,192,007
	-	-	59,240,689	6,195,144
Other bank balances				
– Deposits with remaining maturity for more than 12 months	309,408,025	64,300,000	-	-
– Deposits with remaining maturity for less than 12 months	-	-	118,447,774	513,700,000
	309,408,025	64,300,000	118,447,774	513,700,000
Amount disclosed under non-current assets (Note 14)	(309,408,025)	(64,300,000)		
	-	-	177,688,463	519,895,144

16. Revenue from operations

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Revenue from operations		
Rendering of services	317,334,265	352,174,040
Revenue from operations	317,334,265	352,174,040

Detail of services rendered

Initial acceptance fees	59,454,852	78,049,910
Annual fees	225,116,374	229,300,285
Servicing fees	32,763,039	44,823,845
	317,334,265	352,174,040

17. Other income

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Interest income on bank deposits	31,774,264	36,820,286
Profit on sale of mutual fund	2,823,779	6,430,347
Recovery of Doubtful Debts	88,500	135,000
Profit on sale of Fixed Asset	16,538	
Exchange Gain	919,526	
	35,622,607	43,385,633

18. Employee benefit expense

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Salaries, wages and bonus (including amount paid to employees on deputation)	56,493,020	59,953,870
Contribution to provident and other funds,	1,579,749	1,471,030
Gratuity expense (Refer Note 22)	179,938	241,363
Staff welfare expenses	653,500	713,106
	58,906,207	62,379,369

19. Other expenses

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Power and fuel	6,70,556	6,51,472
Rent	10,412,741	8,726,941
Rates and taxes	528,451	593,018
Advertising and business promotion	-	105,000
Travelling and conveyance	1,191,164	1,161,289
Conference Expenses	1,294,171	1,593,661
Communication expenses	406,984	791,339
Printing and stationery	124,674	49,415
Professional & legal fees	49,83,801	6,242,382
Directors' sitting fees	60,000	240,000
Bank charges	720,446	943
DP charges	900	88,400
Registration fees	564,253	5,58,492
Payment to auditor (Refer details below)	1,313,200	1,320,569
Referral fees	-	15,000
CSR expenditure (Refer details below)	53,80,860	5,472,293
Office expenses	81,83,639	7,697,619
Penalties to Regulators	-	2,992,188
AMC Charges	2,191,360	1,864,412
Royalty Charges	515,997	-
Provision for Doubtful Debts	14,851,778	19,808,347
Website Development Expenses	270,000	-
	53,664,975	59,972,779

Details of CSR Expenditure

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Gross amount required to be spent by the group during the year		
Amount spent in cash during the year		
i) Construction/acquisition of any asset	-	-
ii) On purposes other than (i) above	5,380,860	5,472,293
	5,380,860	5,472,293

Payment to auditor

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
As auditor:		
Audit fee	1,300,000	1,300,000
In other capacity:		
Reimbursement of expenses	13,200	20,569
	1,313,200	1,320,569

20. Depreciation and amortization expense

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
Depreciation of Property, plant and equipment assets	740,897	800,348
Amortization of intangible assets	2,118,304	1,951,538
	2,859,201	2,751,886

21. Earnings per share (EPS)

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

	31 March 2020 Amount (Rs.)	31 March 2019 Amount (Rs.)
Total operations for the year		
Profit after tax	182,383,094	190,030,866
Net profit for calculation of basic EPS	182,383,094	190,030,866
Net profit as above	182,383,094	190,030,866
Net profit for calculation of diluted EPS	182,383,094	190,030,866
Weighted average number of equity shares in calculating basic EPS	1,500,000	1,500,000
Weighted average number of equity shares in calculating diluted EPS	1,500,000	1,500,000
Earnings per equity share		
Basic earnings per share	Rs.121.59	Rs. 126.69
Diluted earnings per share	Rs.121.59	Rs. 126.69

22. Gratuity

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

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

Net employees benefit expense (recognised in Employee Cost):

Particulars	Gratuity	
	31 March 2020	31 March 2019
Current service cost	265,598	350,280
Net Interest cost	80,733	98,365
Net Actuarial (gains) / losses	(154,050)	(207,082)
Past Services cost-Vested Benefit Recognized during the period	-	-
Net Expenses recognized in the statement of profit or loss	500,381	241,363

Balance Sheet

Particulars	Gratuity	
	31 March 2020	31 March 2019
Defined benefit obligation	1,532,652	1,212,209
Fair value of plan assets	-	-
Unrecognised past service cost	-	-
Net (Liability)/Asset Recognised in the Balance Sheet	(1,532,652)	(1,212,209)

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

Particulars	Gratuity	
	31 March 2020	31 March 2019
Opening defined benefit obligation	1,212,209	1,338,296
Net Interest cost	80,733	98,365
Current service cost	265,598	350,280
Past Services cost-Vested Benefit Recognized during the period	-	-
Benefits paid	(179,938)	(367,450)
Actuarial (gains) / losses on obligation- due to change in Demographic assumptions	-	(193,979)
Actuarial (gains) / losses on obligation- due to change in financial assumptions	(21,661)	25267
Actuarial (gains) / losses on obligation – due to experience	175,711	(38,570)
Present Value of Benefit Obligation at the end of the period	1,532,652	1,212,209

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

Particulars	31 March 2020	31 March 2019
Discount rate	5.21%	6.66%
Increment rate	8%	10%
Attrition rate	30%	20%

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

Amounts for the current and previous 3 periods are as follows

	31 March 2020	31 March 2019	31 March 2018	31 March 2017
Defined benefit obligation	1,532,652	1,212,209	1,338,296	959,423
Fair value of plan assets		-	-	-
Unrecognised past service cost		-	-	-
Net (Liability)/Asset Recognised in the Balance Sheet	(1,532,652)	(1,212,209)	(1,338,296)	(959,423)

23. Operating Lease : Company as Lessee

The office premises are taken on operating lease. The company has taken certain premises on non-cancellable operating lease basis. The tenure of such agreement ranges from 12 months to 60 months. The minimum lease rentals outstanding in respect of these are as under also the Company has entered into Leave and License Agreement for office premises with Axis Bank Ltd. (the holding company). This agreement has a life of three years. The notice period for this agreement is 3 months.

Description	31-Mar-20	31-Mar-19
Operating lease payments recognized during the year	1,03,99,804	87,26,941
Minimum Lease Obligations		
Not later than one year	1,05,08,248	26,74,208
Later than one year but not later than five years	55,92,211	Nil
Later than five years	Nil	Nil

24. Related party disclosures

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

Holding Company	Axis Bank Limited (the Bank or the Holding Company)
Key Management Personnel	Mr. Sanjay Sinha(Managing Director & CEO)
Fellow Subsidiary Companies	Axis Private Equity Limited
	Axis Finance Limited
	Axis Mutual Fund Trustee Limited
	Axis Asset Management Company Limited
	Axis Bank U.K. Limited
	Axis Capital Limited Step down subsidiary : Axis Capital USA LLC w.e.f 2.08.2017
	Axis Securities Limited
	A. Treds Limited
	Freecharge Payment Technologies Private Limited w.e.f. 6.10.2017
	Accelyst Solutions Private Limited w.e.f. 6.10.2017

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

Particulars	Holding Company	Fellow Subsidiary	Key Management Personnel	Total
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Income				
Interest Income	31,774,264			31,774,264
	(36,820,286)	-	-	(36,820,286)
Servicing Fees	32,763,039			32,763,039
	(37,867,598)	-	-	(37,867,598)
Rendering of services (Axis Finance Limited)	-	150,200	-	150,200
	-	(1,137,500)	-	(1,137,500)
Rendering of services (Axis Capital Limited)	-	-	-	-
	-	(300,000)	-	(300,000)
Rendering of services (Axis Asset Management Co. Limited)	-	-	-	-
	-	(200,000)	-	(200,000)
Expenses				
Rent Paid	10,197,989	-	-	10,197,989
	(8,726,941)	-	-	(8,726,941)

Particulars	Holding Company	Fellow Subsidiary	Key Management Personnel	Total
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
Reimbursement of Staff Cost	11,850,418	-	11,000,000	22,850,418
	(17,903,133)	-	(10,101,507)	(28,004,640)
Other reimbursement of expenses	5,851,012	-	-	5,851,012
	(5,185,746)	-	-	(5,185,746)
Payment of Dividend	135,000,000	-	-	135,000,000
	(135,000,000)	-	-	(135,000,000)
Fees and Bank Charges paid to Axis Bank Ltd.	1,025	-	-	1,025
	(53,473)	-	-	(53,473)
Balance Outstanding				
Fixed Deposits	427,855,799			427,855,799
	(578,000,000)	-	-	(578,000,000)
Balance in current account	29,890,865			29,890,865
	(5,805,784)	-	-	(5,805,784)
Share Capital	15,000,000	-	-	15,000,000
	(15,000,000)	-	-	(15,000,000)
Balance in Other Current Accounts	GBP 205,000 USD 90,337.51	-	-	GBP 205,000 USD 90,337.51
	-	-	-	-
Interest Receivable	14,924,642	-	-	14,924,642
	(27,973,055)	-	-	(27,973,055)
Reimbursement of Staff Cost payable	3,233,564	-	-	3,233,564
	(3,304,000)	-	-	(3,304,000)
Other reimbursement of expenses payable	470,308	-	-	470,308
	-	-	-	-
Servicing Fees receivable	12,450,752	-	-	12,450,752
	(113,99,637)	-	-	(113,99,637)
Income Received in Advance	2,483,121	-	-	2,483,121
	(7,472,579)	-	-	(7,472,579)
Other reimbursement of expenses Receivable	55,566	-	-	55,566
	-	-	-	-

Notes

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

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

	31 March 2020	31 March 2019
	Amount (Rs.)	Amount (Rs.)
The principal amount and the interest due there on remaining unpaid to any supplier as at the end of each accounting year	-	-

26. Capital and other commitments

As at 31 March 2020, the Company has capital commitments of Rs.11,46,320 /- relating to development of Business Software (Previous Year Rs. 8,00,500/-)

27. Previous Year Figures

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

As per our report of even date

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

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

per Jitendra H. Ranawat
Partner
Membership Number: 103380

Sanjay Sinha
MD &CEO
DIN: 08253225

Rajesh Dahiya
Director
DIN 07508488

Date: April 24, 2020
Place: Mumbai

Date: April 24, 2020
Place: Mumbai

Date: April 24, 2020
Place: Mumbai