

**ANNUAL REPORT**

**2018-19**

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

## NOTICE

Notice is hereby given that the **FOURTEEN (14<sup>TH</sup>) ANNUAL GENERAL MEETING** of the Members of the **URBAN INFRASTRUCTURE TRUSTEES LIMITED** will be held on Friday, 27<sup>th</sup> September, 2019, at 4:00 p.m. at the Registered Office of the Company at 46-47, 4<sup>th</sup> Floor, Maker Chambers VI, Nariman Point, Mumbai – 400 021 to transact the following business:

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### ORDINARY BUSINESS:

1. To consider, approve and adopt the audited financial statements for the financial year ended 31<sup>st</sup> March 2019, together with the reports of the Board of Directors and Auditor's thereon.
2. To appoint a Director in place of Mr. Jesal Sanghvi (DIN: 06458766), who retires by rotation and being eligible, offers himself for re-appointment.

**For and on behalf of the Board of Directors**

**Jesal Sanghvi**  
**Director**  
**DIN: 06458766**

Date: 12<sup>th</sup> August, 2019

Place: Mumbai

### NOTES:

1. *A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THAT A PROXY NEED NOT BE A MEMBER. THE RELEVANT PROXY FORMS, ATTACHED HEREWITH, DULY FILLED IN AND SIGNED MUST BE DEPOSITED IN ORDER TO BE VALID, NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.*
2. *Corporate members intending to send their representative to attend the meeting are requested to send a certified true copy of the Board resolution to the Company, authorizing the representative to attend and vote at the meeting.*
3. *Members/authorized representatives/Proxies are requested to bring in the filled Attendance slip for the meeting.*
4. *Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed with the notice for the items referred in the notice.*

## Directors' Report

To,  
The Members,  
**Urban Infrastructure Trustees Limited**

Your Directors have the pleasure of presenting the 14<sup>th</sup> Annual Report of the Company on the business and operations of the Company, together with the Audited Statement of Accounts for the year ended March 31, 2019.

### 1. Financial Results:

The performance of the Company during the financial year ended March 31, 2019 is summarized below:

Particulars (As prepared under IND-AS)	(Amount in Rs.)	
	2018-19	2017-18
Gross Profit/ (Loss) Before Interest and depreciation	2,47,072	69,125
Less: Interest	6,647	2,344
Less: Depreciation	-	-
Profit / (Loss) before tax	<b>2,40,425</b>	<b>66,781</b>
Less: Provision for tax and taxes of earlier years including deferred tax	53,564	(1,89,531)
Profit/ (Loss) after tax	1,86,861	2,56,312
Other Comprehensive Income	-	-
Profit/ (Loss) for the year	1,86,861	2,56,312
Earnings per share (EPS - Basic & Diluted)	3.74	5.13

### 2. Nature of Business:

Your Company has been acting as the sole Trustee to Urban Infrastructure Venture Capital Fund ("the Fund"), a Venture Capital Fund registered with Securities and Exchange Board of India (Venture Capital Funds) Regulations, 1996.

There has been no change in the Nature of Business during the year under review.

### 3. Financial Performance:

The financials of the Company, during the year under review are prepared and reported as per Indian Accounting Standards (IND-AS) as the same are applicable to the Holding Company, Jai Corp Limited; and are duly approved by the Directors of the Company. During the year under review, the Total Revenue stood at Rs. 4,73,300/- as compared to Rs. 4,26,764/- for the

previous year. Profit after tax stood at Rs. 1,86,861/- for the year under review as compared to Rs. 2,56,312/- for the previous year at for the previous year.

#### **4. Tenure of the Fund:**

Urban Infrastructure Opportunities Fund (UIOF/Fund) is a scheme of Urban Infrastructure Venture Capital Fund ("UIVCF"). The said UIVCF is a Trust and is registered as Venture Capital Fund with Securities Exchange Board of India (SEBI) vide certificate dated 21<sup>st</sup> March 2006. The Urban Infrastructure Trustees Limited (Trustee) ("UITL") is the trustee of the UIVCF and Fund.

UIOF was launched in 2006, with an initial tenure till June 2013 and further two 1-year extensions. In May 2015, the Fund sought consent from its contributors for extension of its Fund life till December 2016 in order to facilitate the exit of the investments made by the Fund in the SPVs.

In December 2016, Trustees and UIVCL took steps to create a liquidity option for the contributors of the Fund, as despite the efforts made by the UIVCL and Trustees, the remaining portfolio could not be liquidated till 31<sup>st</sup> December, 2016 due to inordinate delays in approvals, subdued real estate market, inability of the partners to provide exit, and on-going litigation in some of the portfolio investment, etc. Further, the Investment Manager and Trustee were of the considered view that an in specie distribution and/or distressed sale is neither feasible nor in the interest of the contributors as an orderly liquidation of total portfolio may take 3-5 years.

In spite of protracted efforts, the Fund was not able to go ahead with the planned liquidity option to the contributors.

In the first half of FY 2018-19 the Fund could achieve substantial exits and distributed an amount of ₹ 448 crore to its Contributors. However, post September 2018 the Fund experienced slowdown in its exit activities as fund raising in real estate sector became increasingly difficult in the backdrop of the NBFC crisis as narrated above.

On an aggregate basis, as on June 30, 2019, the Fund has refunded approximately ₹ 1,977 crore to its contributors by way of repurchase of units and return of capital/profits. Post the exit of all the investments, the Fund will be wound-up and till then it would remain in liquidation of investment.

#### **5. Subsidiary and Associate Companies:**

The Company does not have any subsidiary, joint venture or associate company as on March 31, 2019.

## **6. Transfer to Reserves:**

It is not proposed to transfer any amount to Reserves out of the profits earned during the financial year 2018-19.

## **7. Dividend:**

Your Directors do not recommend any dividend for the year ended March 31, 2019.

## **8. Deposits:**

Your Company has neither accepted / renewed any deposits from public during the year nor has any outstanding Deposits in terms of Section 76 of the Companies Act, 2013.

## **9. Material Changes and Commitments under Section 134(3)(l) of the Companies Act, 2013:**

Except as disclosed elsewhere in this report, no material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

## **10. Particulars of Contracts or Arrangement with Related Parties:**

Pursuant to Section 134(3)(h) read with rule 8(2) of the Companies (Accounts) Rules, 2014, there are no transaction to be reported under Section 188(1) of the Companies Act, 2013 and consequently no particulars in form AOC-2 have been furnished.

## **11. Particulars of Loans, Guarantees, Investments under Section 186:**

The particulars of loans, guarantees and investments given/made during the financial year under review and governed by the provisions of Section 186 of the Companies Act, 2013 have been furnished in the audited financials of the Company for the year 31<sup>st</sup> March, 2019.

## **12. Directors and Key Managerial Personnel:**

There has been no change in the constitution of Board of Directors of the Company during the year under review. Further, the paid up capital of Company is not more than Rs. 10 crore. Hence, requirement to comply with the provisions of Section 203 of the Companies Act, 2013 is not applicable to the Company.

## **13. Board Meetings:**

The Board of Directors met 4 times on May 22, 2018, August 10, 2018, December 06, 2018 and March 18, 2019 during the financial year ended March 31, 2019 in accordance with the provisions of the Companies Act, 2013 and rules made thereunder. The maximum gap between two meetings was less than 120 days.

The names of members of the Board, their attendance at the Board Meetings are as under:

<b>Sr. no.</b>	<b>Name of Directors</b>	<b>Number of Meetings attended</b>
1.	Mr. Pavankumar Bansal	4/4
2.	Mr. Sandeep Kedia	2/4
3.	Mr. Jesal Sanghvi	3/4

#### **14. Retirement of Director by Rotation:**

In terms of the Articles of Association of the Company, Shri Jesal Sanghvi, Director retires by rotation and being eligible offers himself for reappointment at the ensuing Annual General Meeting.

#### **15. Director's Responsibility Statement**

In terms of Section 134(5) of the Companies Act, 2013, in relation to the audited financial statements of the Company for the year ended March 31, 2019, the Board of Directors hereby confirms that:

- a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b. such accounting policies have been selected and applied consistently and the Directors 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 as on March 31, 2019 and of the profits of the Company for the year ended on that date;
- c. proper and sufficient care was 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. the annual accounts of the Company have been prepared on a going concern basis;
- e. proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **16. Auditors and their reports**

The matters related to Auditors and their Reports are as under:

- a) Observations of statutory auditors on accounts for the year ended March 31, 2019:

The auditor's report does not contain any qualification, reservation or adverse remark or disclaimer.

- b) Statutory Auditors appointment:

Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, M/s. Chaturvedi & Shah (Registration No. 101720W), Chartered Accountants, the Statutory Auditors of the Company, was appointed in the 13<sup>th</sup> Annual General Meeting (AGM) for the period of 5 years from the FY 2018-19 to FY 2022-23 and also received an eligibility certificate from the Auditors in this regard and are not disqualified for being so appointed.

**17. Risk Management Policy:**

Your Company has an operational risk management policy which provides for identification of operational risk and related controls. It has carried out self-risk assessment to identify the operational risks faced by the Company and has put in place a mechanism to monitor the same.

**18. Internal Financial Controls:**

The Company has in place adequate internal financial controls with reference to the financial statements.

**19. Extract of Annual Return:**

Pursuant to the provisions of Section 134(3)(a) of the Companies Act, 2013, extract of the Annual Return for the financial year ended March 31, 2018 made under the provisions of Section 92(3) of the Companies Act, 2013 is attached as **Annexure I** which forms part of this Report.

**20. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:**

Since your Company does not own any manufacturing facility, the disclosure of information on other matters required to be disclosed in terms of Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, are not applicable and hence have not been given.

The details of foreign exchange earnings and outgo during the year under review is as below:

<b>Particulars</b>	<b>2018-19 (Rs.)</b>	<b>2017-18 (Rs.)</b>
Expenditure in foreign currency	NIL	NIL
Earnings in foreign currency	NIL	NIL

**21. Significant and Material Orders Passed by Regulators, Courts and Tribunals**

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

## **22. Information required under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal), Act 2013**

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

## **23. Other Disclosures:**

No disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- i. issue of equity shares with differential rights;
- ii. issue of shares (including sweat equity shares) to the employees;
- iii. the managing director was not in receipt of any commission and hence provisions of Section 197 (14) of the Companies Act, 2013;
- iv. appointment of Independent Directors;
- v. formation of Audit Committee;
- vi. formation of Nomination and Remuneration Committee;
- vii. provisions of Section 135 of the Companies Act, 2013, no details are required to be furnished herewith.

## **ACKNOWLEDGEMENTS AND APPRECIATION:**

Your Directors take this opportunity to thank the business associates, customers, suppliers, bankers, business partners/associates, financial institutions and various regulatory authorities for their consistent support/encouragement to the Company.

Your Directors would also like to thank the Members for reposing their confidence and faith in the Company and its Management.

## **For and on behalf of the Board of Directors**

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**P. K. Bansal**

Director

DIN: 00375074

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**Jesal Sanghvi**

Director

DIN: 06458766

Date: 12<sup>th</sup> August, 2019

Place: Mumbai



**Annexure IV**  
**FORM NO. MGT 9**  
**EXTRACT OF ANNUAL RETURN**  
**As on financial year ended on 31.03.2019**

*Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.*

**I. REGISTRATION & OTHER DETAILS:**

i	<b>CIN</b>	U65991MH2005PLC158050
ii	<b>Registration Date</b>	14-12-2005
iii	<b>Name of the Company</b>	Urban Infrastructure Trustees Limited
iv	<b>Category/ Sub-category of the Company</b>	Public Non-Govt. Company Limited / Limited by shares
v	<b>Address of the Registered office &amp; contact details</b>	46-47, 4th Floor, Maker Chamber VI, Nariman Point, Mumbai - 400 021, Maharashtra. Phone 022- 66696000 Fax 022- 66696061 Email ID: cs@urbaninfra.com
vi	<b>Whether listed company</b>	No
vii	<b>Name , Address &amp; contact details of the Registrar &amp; Transfer Agent, if</b>	NA

**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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Trusteeship services	66190	0%

**III. PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES**

SR No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares Held	Applicable Section
1	Jai Corp Limited	L17120MH1985PLC036500	Holding	100	2(46)

## (ii) SHARE HOLDING OF PROMOTERS

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	
1	Jai Corp Limited	49,994	99.99%	-	49,994	99.99%	-	-
2	P. Krishnamurthy jointly with Jai Corp Limited	1	0.00%	-	1	0.00%	-	-
3	Rohit Shah jointly with Jai Corp Limited	1	0.00%	-	1	0.00%	-	-
4	Sanjay Punkhia jointly with Jai Corp Limited	1	0.00%	-	-	-	-	-
5	Parag Parekh jointly with Jai Corp Limited	1	0.00%	-	1	0.00%	-	-
6	Deepa Sanghani jointly with Jai Corp Limited	1	0.00%	-	-	-	-	-
7	Bittal Singhi jointly with Jai Corp Limited	1	0.00%	-	1	0.00%	-	-
8	Rajeev Bhandari jointly with Jai Corp Limited	-	-	-	1	0.00%	-	-
9	Pavan Kumar Bansal jointly with Jai Corp Limited	-	-	-	1	0.00%	-	-
	<b>Total</b>	<b>50,000</b>	<b>100.00%</b>	<b>-</b>	<b>50,000</b>	<b>100.00%</b>	<b>-</b>	<b>-</b>

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING ( SPECIFY IF THERE IS NO CHANGE)

Sr. No.	Name of Promoters	Share holding at the beginning/end of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
<b>1</b>	<b>Sanjay Punkhia jointly with Jai Corp Limited</b>				
	At the beginning of the year	1	0.00%	1	0.00%
	Decrease due to sale of share dt. 28/09/2018	-1	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%
<b>2</b>	<b>Deepa Sanghani jointly with Jai Corp Limited</b>				
	At the beginning of the year	1	0.00%	1	0.00%
	Decrease due to sale of share dt. 28/09/2018	-1	0.00%	0	0.00%
	At the end of the year	0	0.00%	0	0.00%
<b>3</b>	<b>Rajeev Bhandari jointly with Jai Corp Limited</b>				
	At the beginning of the year	0	0.00%	0	0.00%
	Increase due to Buy of share dt. 28/09/2018	1	0.00%	1	0.00%
	At the end of the year	1	0.00%	1	0.00%
<b>4</b>	<b>PK Bansal jointly with Jai Corp Limited</b>				
	At the beginning of the year	0	0.00%	0	0.00%
	Increase due to Buy of share dt. 28/09/2018	1	0.00%	1	0.00%
	At the end of the year	1	0.00%	1	0.00%

## (iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): - Not Applicable

## (v) SHAREHOLDING OF DIRECTORS &amp; KMP

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of Shares	% of Total Shares of the company	No. of Shares	% of Total Shares of the company
1	Mr. P K Bansal	-	0.00%	1	0.00%
	<b>Total</b>	<b>0</b>	<b>0.00%</b>	<b>1</b>	<b>0.00%</b>

IV. Shareholding Pattern (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/HUF	0	0	0	0%	0	0	0	0.00%	0.00%
b) Central Govt or State Govt.	0	0	0	0%	0	0	0	0.00%	0.00%
c) Bodies Corporates	0	50,000	50,000	100%	0	50,000	50,000	100.00%	0.00%
d) Bank/FI	0	0	0	0%	0	0	0	0.00%	0.00%
e) Any other	0	0	0	0%	0	0	0	0.00%	0.00%
<b>SUB TOTAL:(A) (1)</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100%</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100.00%</b>	<b>0.00%</b>
(2) Foreign									
a) NRI- 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%
<b>SUB TOTAL (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100%</b>		<b>50,000</b>	<b>50,000</b>	<b>100.00%</b>	<b>0.00%</b>
<b>B. PUBLIC SHAREHOLDING</b>									
(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) Cenntal govt	0	0	0	0%	0	0	0	0%	0%
d) State Govt.	0	0	0	0%	0	0	0	0%	0%
e) Venture Capital Fund	0	0	0	0%	0	0	0	0%	0%
f) Insurance Companies	0	0	0	0%	0	0	0	0%	0%
g) FIIs	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%
<b>SUB TOTAL (B)(1):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	0	0	0%	0	0	0	0%	0%
ii) Overseas	0	0	0	0%	0	0	0	0%	0%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	0	0	0	0%	0	0	0	0%	0%
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	0	0	0	0%	0	0	0	0%	0%
c) Others (specify)	0	0	0	0%	0	0	0	0%	0%
<b>SUB TOTAL (B)(2):</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00%</b>	<b>0.00%</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0%</b>	<b>0%</b>
<b>Grand Total (A+B+C)</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100%</b>	<b>0</b>	<b>50,000</b>	<b>50,000</b>	<b>100%</b>	<b>0%</b>

## V. INDEBTEDNESS

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Total Indebtedness
<b>Indebtness at the beginning of the financial</b>			
i) Principal Amount	0.00	0	0
ii) Interest due but not paid	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Change in Indebtedness during the financial</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
Additions	0.00	0.00	0.00
Reduction	0.00	0.00	0.00
<b>Net Change</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
<b>Indebtedness at the end of the financial year</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>
i) Principal Amount	0.00	0.00	2,89,000
ii) Interest due but not paid	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00
<b>Total (i+ii+iii)</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole time director and/or Manager:

(Amt in Rs)

Sr. No.	Particulars of Remuneration	Name of Director	Total Amount
		NA	
1	Gross Salary	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961	-	-
	(b) Value perquisites u/s 17(2) Income Tax Act, 1961	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission		
	- As % of Profit	-	-
	- Others, Specify	-	-
5	Others, please specify		
	Provident Fund & other Funds	-	-
	Performance Bonus	-	-
	<b>Total (A)</b>	-	-

### B. REMUNERATION TO OTHER DIRECTORS:

Sl. No	Particulars of Remuneration	Mr. Jesal Sanghvi	Mr. Sandeep Kedia	Total Amount
		Director	Director	
<b>1</b>	<b>Independent Directors</b>			
(a)	Fee for attending board committee meetings	-	-	-
(b)	Commission	-	-	-
(c)	Others, please specify	-	-	-
	<b>Total (1)</b>	-	-	-
<b>2</b>	<b>Other Non Executive Directors</b>			
(a)	Fee for attending board meetings	70,800	47,200	1,18,000
(b)	Commission	-	-	-
(c)	Others, please specify	-	-	-
	<b>Total (2)</b>	<b>70,800</b>	<b>47,200</b>	<b>1,18,000</b>
	<b>Total (B)=(1+2)</b>	<b>70,800</b>	<b>47,200</b>	<b>1,18,000</b>
	<b>Total Managerial Remuneration (A+B)</b>	<b>70,800</b>	<b>47,200</b>	<b>1,18,000</b>
	<b>Overall Ceiling as per the Act.</b>			

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total
		NA	NA	
1	<b>Gross Salary</b>	-	-	
(a)	Salary as per provisions contained in section 17(1) of the	-	-	-
(b)	Value perquisites u/s 17(2) Income Tax Act, 1961	-	-	
(c)	Profits in lieu of salary under Section 17(3) Income Tax Act,	-	-	
2	Stock Option	-	-	
3	Sweat Equity	-	-	
4	Commission			
	as % of profit	-	-	
	others, specify	-	-	
5	Others, please specify	-	-	
	<b>Total</b>	-	-	

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)
<b>A. COMPANY</b>					
Penalty			Not Applicable		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			Not Applicable		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			Not Applicable		
Punishment					
Compounding					

## **Independent Auditors' Report**

To,  
The Members of Urban Infrastructure Trustees Limited

### **Report on the Audit of the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of **Urban Infrastructure Trustees Limited ("the Company")**, which comprise the Balance Sheet as at 31<sup>st</sup> March 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flow 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 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 31st March, 2019, and its profit including other comprehensive income, the changes in equity 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 Companies Act, 2013 ("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 ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

#### **Other Information**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the director's 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 the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our 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.

### **Responsibilities of Management and Those Charged with Governance 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 financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. 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 implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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.

Those 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 financial controls 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 system 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 ability of the Company 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 Companies Act, 2013, we give in the “**Annexure B**” a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 (including Other Comprehensive Income), the Statement of Change in Equity 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 Indian Accounting Standards prescribed under section 133 of the Act read with relevant rules issued thereunder;
- e) On the basis of the written representation received from the one of the director as on 31st March, 2019, and taken on record by the Board of Directors, we report that they are disqualified from being appointed as a director in terms of Section 164(2) of the Act.

As far as other directors are concerned, on the basis of the written representations received from such directors, and taken on record by the Board of Directors, we report that none of the remaining directors is disqualified as on 31st March, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;

- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure A**”;
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of section 197(16) of the Act, as amended :

In our opinion and to the best of our information and according to the explanations given to us, during the year the Company has not paid or provided managerial remuneration under section 197 of 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, 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 as at 31<sup>st</sup> March 2019 which would impact its financial position.

- (ii) The Company does not have 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 Chaturvedi & Shah LLP**

Chartered Accountants

Firm Registration No: 101720W/W100355

**R.Koria**

Partner

Membership No. 35629

Place: Mumbai

Date: 22.05.2019

## **ANNEXURE “A” TO THE INDEPENDENT AUDITOR’S REPORT**

**(Referred to in paragraph 2 (f) under “Report on other legal and regulatory requirements” of our report of even date on the financial statements of Urban Infrastructure Trustees Limited for the year ended 31<sup>st</sup> March, 2019)**

### **Report on the Internal Financial Controls over financial reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of Urban Infrastructure Trustees Limited (“the Company”) as of 31<sup>st</sup> March, 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (“the Guidance Note”) issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The

procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

### **Meaning of Internal Financial Controls over Financial Reporting**

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2019, based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note”.

**For Chaturvedi & Shah LLP**

Chartered Accountants

Firm's Registration No.101720W/W100355

**R.Koria**

Partner

Membership No. 35629

Place: Mumbai

Date: 22.05.2019

**ANNEXURE “B” TO INDEPENDENT AUDITOR’S REPORT**

**(Referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date on the financial statements to the members of Urban Infrastructure Trustees Limited for the year ended 31<sup>st</sup> March, 2019)**

- (i) In respect of its fixed assets:  
The Company does not have any fixed assets. Therefore the provisions of clause (i) of paragraph 3 of the Order are not applicable to the Company.
- (ii) In respect of its inventories:  
The Company does not have any inventory. Therefore the provisions of clause (ii) of paragraph 3 of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us, during the year the Company has not granted any loan secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Therefore the provisions of clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- (iv) According to the information and explanations given to us, the Company has not entered any transaction in respect of loans, investments, guarantees and security covered under section 185 and 186 of the Act during the year. Therefore the provisions of clause (iv) of paragraph 3 of the Order are not applicable to the Company.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposit from the public. Therefore the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- (vi) According to the information and explanations given to us, Central Government has not prescribed maintenance of cost records under sub-Section (1) of Section 148 of the Act in respect of activities carried on by the Company. Therefore the provisions of clause (vi) of paragraph 3 of the Order are not applicable to the Company.
- (vii) According to the information and explanations given to us, and the records of the Company examined by us:
  - (a) The Company has been generally regular in depositing undisputed statutory dues, including provident Fund, employees’ state insurance, income tax, goods and services tax, duty of custom, cess and any other statutory dues as applicable during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid statutory dues were

outstanding, as at 31<sup>st</sup> March 2019 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us there are no dues of income tax , goods and services tax, duty of customs, cess any other statutory dues as applicable, which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given by the management, the Company has not taken any borrowings from financial institutions, banks, Government and not issued any debentures. Therefore the provisions of clause (viii) of paragraph 3 of the Order are not applicable to the Company.
- (ix) According to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) and no term loan was raised during the year and therefore the provisions of clause (ix) of paragraph 3 of the Order are not applicable to the Company.
- (x) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and on the basis of information and explanations given by the management, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations given to us, during the year no managerial remuneration paid or provided by the Company except sitting fees to the Directors for attending meeting. Therefore the provisions of clause (xi) of paragraph 3 of the Order are not applicable to the Company.
- (xii) In our opinion, the Company is not a nidhi Company. Therefore the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- (xiii) According to the information and explanations given to us, during the year, there are no related party transactions with the related parties. Therefore the provisions of clause (xiii) of paragraph 3 of the Order are not applicable to the Company.
- (xiv) According to the information and explanation given to us, during the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Therefore the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company.
- (xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him under section 192 of the Act. Therefore the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.

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

**For Chaturvedi & Shah LLP**

Chartered Accountants

Firm's Registration No.101720W/W100355

**R.Koria**

Partner

Membership No. 35629

Place: Mumbai

Date: 22.05.2019



URBAN INFRASTRUCTURE TRUSTEES LIMITED

BALANCE SHEET AS AT 31ST MARCH, 2019

(Amount in Rs.)

Particulars	Note No.	As at	
		31st March, 2019	31st March, 2018
<b>I. ASSETS</b>			
<b>1 Non-current Assets</b>			
(a) Financial Assets			
(i) Others	5	10,000	-
(b) Other Non-Current Assets	6	1,91,155	1,07,298
<b>2 Current Assets</b>			
(a) Financial Assets			
(i) Investments	7	65,96,075	64,72,776
(ii) Cash and Cash Equivalents	8	11,631	18,401
		<u>66,07,706</u>	<u>64,91,177</u>
<b>TOTAL ASSETS</b>		<b><u>68,08,861</u></b>	<b><u>65,98,475</u></b>
<b>I. EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity Share Capital	9	5,00,000	5,00,000
(b) Other Equity	10	59,13,084	57,26,223
		<u>64,13,084</u>	<u>62,26,223</u>
<b>LIABILITIES</b>			
<b>1 Non-current Liabilities</b>			
(a) Deferred Tax Liabilities (Net)	11	2,70,920	2,17,356
<b>2 Current Liabilities</b>			
(a) Financial Liabilities			
(i) Other Financial Liabilities	12	32,400	86,400
(b) Other Current Liabilities	13	8,600	19,800
(c) Current tax liabilities	14	83,857	48,696
		<u>1,24,857</u>	<u>1,54,896</u>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b><u>68,08,861</u></b>	<b><u>65,98,475</u></b>
Significant accounting policies and notes to financial statements	1 to 24		

As per our report of even date

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants

Firm Registration No.101720W/W100355

**P K Bansal**  
Director  
DIN: 00375074

**Jesal Sanghvi**  
Director  
DIN: 06458766

**R. Koria**

Partner

Membership No.35629

Place : Mumbai

Date : 22nd May, 2019

URBAN INFRASTRUCTURE TRUSTEES LIMITED

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2019

(Amount in Rs.)

Particulars	Note	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
I. Other Income	15	4,73,300	4,26,764
<b>Total Revenue (I)</b>		<b>4,73,300</b>	<b>4,26,764</b>
II. Expenses:			
Finance Costs	16	6,647	2,344
Other Expenses	17	2,26,228	3,57,639
<b>Total Expenses (II)</b>		<b>2,32,875</b>	<b>3,59,983</b>
<b>III. Profit Before Tax (I - II)</b>		<b>2,40,425</b>	<b>66,781</b>
IV. Tax Expense:	11		
(1) Current Tax		83,857	48,696
(2) MAT Credit Entitlement		(83,857)	(48,696)
(3) Deferred Tax		53,564	(1,89,531)
<b>V Profit For The Year (III-IV)</b>		<b>1,86,861</b>	<b>2,56,312</b>
VI. Other Comprehensive Income		-	-
<b>VII Total Comprehensive Income for the year (V + VI)</b>		<b>1,86,861</b>	<b>2,56,312</b>
VIII. Earnings per Equity Share of Rs.10 each (Basic and Diluted)	18	3.74	5.13
Significant accounting policies and notes to financial statements	1 to 24		

As per our report of even date

**For Chaturvedi & Shah LLP**

Chartered Accountants

Firm Registration No.101720W/W100355

For and on behalf of the Board of Directors

**R. Koria**

Partner

Membership No.35629

**P K Bansal**

Director

DIN: 00375074

**Jesal Sanghvi**

Director

DIN: 06458766

Place : Mumbai

Date : 22nd May, 2019

URBAN INFRASTRUCTURE TRUSTEES LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2019

A. Equity Share Capital					(Amount in Rs.)	
Particulars	As at 1st April, 2017	Changes in equity share capital during 2017-18	Balance as at 31st March, 2018	Changes in equity share capital during 2018-19	Balance as at 31st March, 2019	
Equity Share Capital	5,00,000	-	5,00,000	-	5,00,000	

B. Other Equity		(Amount in Rs.)	
Particulars	Reserves and Surplus		
	Retained Earnings		
<b>Balance as at 1st April, 2017</b>	54,69,911		
Total Comprehensive Income for the year	2,56,312		
<b>Balance as at 31st March, 2018</b>	<b>57,26,223</b>		
Total Comprehensive Income for the year	1,86,861		
<b>Balance as at 31st March, 2019</b>	<b>59,13,084</b>		

As per our report of even date

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**  
Chartered Accountants  
Firm Registration No.101720W/W100355

**P K Bansal**                      **Jesal Sanghvi**  
Director                              Director  
DIN: 00375074                      DIN: 06458766

**R. Koria**  
Partner  
Membership No.35629

Place : Mumbai  
Date : 22nd May, 2019

**Urban Infrastructure Trustees Limited**  
**Cash Flow Statement for the year ended 31st March 2019**

	(Amount in Rs.)	
	For the Year ended 31st March, 2019	For the Year ended 31st March, 2018
<b>Cash Flow from Operating Activities</b>		
Net Profit before tax as per Statement of Profit and Loss	2,40,425	66,781
Adjustments for :		
Interest on Income Tax	6,647	2,344
Gain on financial assets measured at fair value through profit and loss (net)	(4,63,725)	(4,17,257)
Profit on Sale of Current Investments	(9,575)	(9,508)
<b>Operating (Loss) before Working Capital Changes</b>	<b>(2,26,228)</b>	<b>(3,57,639)</b>
Trade and Other Receivables	(10,000)	-
Trade and Other Payables	(65,200)	66,700
<b>Cash (used in) Operations</b>	<b>(3,01,428)</b>	<b>(2,90,939)</b>
Taxes Paid (net)	(55,342)	(45,853)
<b>Net Cash ( used in ) Operating Activities (A)</b>	<b>(3,56,770)</b>	<b>(3,36,792)</b>
<b>Cash Flow from Investing Activities</b>		
Sale of Current Investments	3,50,000	2,51,000
<b>Net Cash from Investing Activities (B)</b>	<b>3,50,000</b>	<b>2,51,000</b>
<b>Net Cash from / (used in ) Financing Activities (C )</b>	<b>-</b>	<b>-</b>
<b>Net (decrease ) in Cash and Cash Equivalents (A+B+C)</b>	<b>(6,770)</b>	<b>(85,792)</b>
Opening Balance of Cash and Cash Equivalents	18,401	1,04,193
<b>Closing Balance of Cash and Cash Equivalents</b>	<b>11,631</b>	<b>18,401</b>
Balances with a Bank in Current Account	11,631	18,401

Notes:

- 1 Bracket indicates cash outflow.
- 2 Previous year figures have been regrouped and rearranged wherever necessary.
- 3 The above statement of cash flow has been prepared under the "Indirect Method" as set out in Ind AS 7 on Statement of Cash Flow.

**As per our report of even date**  
**For Chaturvedi & Shah LLP**  
Chartered Accountants  
Firm Registration No.101720W/W100355

**For and on behalf of the Board of Directors**

**R. Koria**  
Partner  
Membership No.35629

**P K Bansal**                      **Jesal Sanghvi**  
Director                              Director  
DIN : 00375074                  DIN: 06458766

**Place : Mumbai**  
**Date : 22nd May, 2019**

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**  
**Notes to the financial statement for the year ended 31st March, 2019**

**Note 1 CORPORATE INFORMATION**

Urban Infrastructure Trustees Limited ("the Company") is a limited company domiciled and incorporated in India. It is a unlisted Company. The registered office of the Company is situated at 46-47, Maker Chambers VI, Nariman Point, Mumbai 400 021.

The Company is a Trustee of Urban Infrastructure Venture Capital Fund, a Venture Capital Fund. The Company is a wholly owned subsidiary of Jai Corp Limited, incorporated in India.

The financial statements of the Company for the year ended 31st March, 2019 were approved and adopted by board of directors in their meeting held on 22nd May 2019.

**Note 2 BASIS OF PREPARATION**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards notified under the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS).

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

The financial statements are presented in Indian Rupees (Rs.), which is the Company's functional and presentation currency.

**Note 3 SIGNIFICANT ACCOUNTING POLICIES**

**3.1 Cash and cash equivalents**

Cash and cash equivalent in the balance sheet comprise cash at banks, cash 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 as they are considered an integral part of the Company's cash management.

**3.2 Impairment of assets:**

An asset is considered as impaired when at the date of Balance Sheet, there are indications of impairment and the carrying amount of the asset, or where applicable, the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the net asset selling price and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the statement of profit and loss. The impairment loss recognized in the prior accounting period is reversed if there has been a change in the estimate of recoverable amount. Post impairment, depreciation is provided on the revised carrying value of the impaired asset over its remaining useful life.

**3.3 Financial instruments – initial recognition, subsequent measurement and impairment:**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

**1) Financial assets -Initial recognition and measurement:**

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortised cost.

**Financial assets - Subsequent measurement:**

For the purpose of subsequent measurement, financial assets are classified in two broad categories:-

- a) Financial assets at fair value
- b) Financial assets at amortised cost

Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognised in other comprehensive income (i.e. fair value through other comprehensive income).

A financial asset that meets the following two conditions is measured **at amortised cost** (net of any write down for impairment) unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business model test:** The objective of the Company's business model is to hold the financial asset to collect the contractual cash flow.
- b) Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding

A financial asset that meets the following two conditions is measured **at fair value through other comprehensive income** unless the asset is designated at fair value through profit or loss under the fair value option.

- a) Business model test:** The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flow and selling financial assets.
- b) Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flow that are solely payments of principal and interest on the principal amount outstanding

All other financial asset is measured at fair value through profit or loss.

#### **Financial assets - Derecognition**

A financial assets (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e. removed from the Company's statement of financial position) when:

- a) The rights to receive cash flows from the asset have expired, or
- b) The Company has transferred its rights to receive cash flow from the asset.

#### **II) Financial liabilities - Initial recognition and measurement:**

The financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

#### **Financial liabilities - Subsequent measurement:**

Financial liabilities are subsequently 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.

#### **Financial Liabilities - Derecognition:**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another, from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### **3.4 Provisions, Contingent Liabilities, Contingent Assets and Commitments:**

Provisions are recognised when the Company has a present obligation (legal or constructive) 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. If the effect of the time value of money is material, provisions are discounted using equivalent period government securities interest rate. Unwinding of the discount is recognised in the statement of profit and loss as a finance cost. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

#### **3.5 Dividend Distribution:**

Annual dividend distribution to the shareholders is recognised as a liability in the period in which the dividends are approved by the shareholders. Dividend payable and corresponding tax on dividend distribution is recognised directly in other equity.

#### **3.6 Revenue recognition**

Revenue is recognized upon transfer of control in an amount that reflects the consideration which the Company expects to receive and performance obligation is satisfied.

Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period.

#### **3.7 Taxes on Income:**

Income tax expense represents the sum of current tax (including MAT and income tax for earlier years) and deferred tax . Tax is recognised in the statement of profit and loss, except to the extent that it relates to items recognised directly in equity or other comprehensive income, in such cases the tax is also recognised directly in equity or in other comprehensive income. Any subsequent change in direct tax on items initially recognised in equity or other comprehensive income is also recognised in equity or other comprehensive income.

Current tax provision is computed for income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Balance sheet and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences, and deferred tax assets are generally recognised for all deductible temporary differences, carry forward tax losses and allowances to the extent that it is probable that future taxable profits will be available against which those deductible temporary differences, carry forward tax losses and allowances can be utilised. Deferred tax assets and liabilities are measured at the applicable tax rates. 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 profits will be available against which the temporary differences can be utilised.

Minimum Alternative Tax (MAT) is applicable to the Company. Credit of MAT is recognised as an asset only when and 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. In the year in which the MAT credit becomes eligible to be recognised as an asset, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT credit entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal income tax during the specified period.

### **3.8 Earnings per share:**

Basic earnings per share is computed using the net profit/(loss) for the year attributable to the shareholders' and weighted average number of equity shares outstanding during the year.

Diluted earnings per share is computed using the net profit/(loss) for the year attributable to the shareholder' and weighted average number of equity and potential equity shares outstanding during the year including share options, convertible preference shares and debentures, except where the result would be anti-dilutive. Potential equity shares that are converted during the year are included in the calculation of diluted earnings per share, from the beginning of the year or date of issuance of such potential equity shares, to the date of conversion.

### **3.9 Current and non-current classification**

The Company presents assets and liabilities in statement of financial position based on current/non-current classification. The Company has presented non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA.

An asset is classified as current when it is:

- a) Expected to be realised or intended to be sold or consumed in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is classified as current when it is:

- a) Expected to be settled in normal operating cycle,
- b) Held primarily for the purpose of trading,
- c) Due to be settled within twelve months after the reporting period, or
- d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash or cash equivalents. Deferred tax assets and liabilities are classified as non-current assets and liabilities. The Company has identified twelve months as its normal operating cycle.

### **3.10 Fair value measurement:**

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- a) In the principal market for the asset or liability, or
- b) In the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy.

### 3.11 Off-setting financial Instrument:

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable rights to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable rights must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or counterparty.

### 3.12 Recent Announcements:

- (i) Ind AS 116- Leases: On March 30, 2019, Ministry of Corporate Affairs ("MCA") has notified the Ind AS 116, Leases, however it will have no impact on the financial statements of the Company.
- (ii) Amendment to Existing issued Ind AS :  
The MCA has also notified certain amendments to the following Indian Accounting Standards:
  - i. Ind AS 103 – Business Combinations
  - ii. Ind AS 109 - Financial Instruments
  - iii. Ind AS 12 – Income Taxes
  - iv. Ind AS 19 – Employee Benefits
  - v. Ind AS 23 – Borrowing CostsApplications of the above standards are not expected to have any impact on the Company's financial statements.

## 4 SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based on its assumptions and estimates on parameters available when the financial statements were prepared. However, existing circumstances and assumptions about future developments may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

### 4.1 Income Tax

The Company reviews at each balance sheet date the carrying amount of deferred tax assets. The factors used in estimates may differ from actual outcome which could lead to an adjustment to the amounts reported in the financial statements.

### 4.2 Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

### 4.3 Provisions:

Provisions and liabilities are recognized in the period when it becomes probable that there will be a future outflow of funds resulting from past operations or events and the amount of cash outflow can be reliably estimated. The timing of recognition and quantification of the liability require the application of judgement to existing facts and circumstances, which can be subject to change. Since the cash outflows can take place many years in the future, the carrying amounts of provisions and liabilities are reviewed regularly and adjusted to take account of changing facts and circumstances



**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

Notes to the financial statement for the year ended 31st March, 2019

**Note 5 - Non-current Financial Assets-Others**

Particulars	As at 31st March, 2019 (Rupees)	As at 31st March, 2018 (Rupees)
<b>Unsecured, Considered Good :</b>		
Security Deposit	10,000	-
<b>Total</b>	<b>10,000</b>	<b>-</b>

**Note 6 - Non-current assets**

Particulars	As at 31st March, 2019 (Rupees)	As at 31st March, 2018 (Rupees)
<b>Unsecured, Considered Good :</b>		
MAT Credit Entitlement	1,91,155	1,07,298
<b>Total</b>	<b>1,91,155</b>	<b>1,07,298</b>

6.1 During the year the Company is liable to pay MAT under section 115JB of the Income Tax Act, 1961 (The Act) and the amount paid as MAT was allowed to be carried forward for being set off against the future tax liabilities computed in accordance with the provisions of the Act, other than Section 115JB, in next fifteen years. Based on the management representation, the Company will be liable to pay the income tax computed as per provisions, other than under section 115JB, of the Act. Accordingly as advised in Guidance note on "Accounting for Credit available in respect of Minimum Alternate Tax under the Income Tax Act 1961" issued by the Institute of Chartered Accountants of India, Rs. 83,857/- (Previous Year Rs. 48,696/-) being the excess of tax payable u/s 115JB of the Act over tax payable as per the provisions other than section 115JB of the Act has been considered as MAT credit entitlement and credited to statement of profit and loss during the year.

**Note 7 - Current Investments**

Particulars	As at 31st March, 2019 (Quantity (Nos))	As at 31st March, 2018 (Quantity (Nos))	Face Value (Rs Unless otherwise stated)	As at 31st March, 2019 (Rupees)	As at 31st March, 2018 (Rupees)
<b>Investments carried at fair value through profit or loss</b>					
<b>Mutual Fund:</b>					
<b>Unquoted Fully Paid-Up</b>					
Aditya Birla Sun Life Cash Plus - Growth - Direct Plan	21,955	23,174	100	65,96,075	64,72,776
<b>Total Current Investments</b>				<b>65,96,075</b>	<b>64,72,776</b>

7.1 Aggregate value of unquoted current investment is Rs.65,96,075/- (Previous Year Rs. 64,72,776/-).

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

Notes to the financial statement for the year ended 31st March, 2019

**Note 8 - Cash and cash equivalent**

<b>Particulars</b>	<b>(Amount in Rs.)</b>	
	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>
Balances with a Bank in current account	11,631	18,401
<b>Total</b>	<b>11,631</b>	<b>18,401</b>
Cash and cash equivalent as per statement of cash flows	11,631	18,401

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**  
**Notes to the financial statement for the year ended 31st March, 2019**

**Note 9 - Equity Share Capital**

Particulars	(Amount in Rs.)	
	As at 31st March, 2019	As at 31st March, 2018
<b>Authorised</b>		
50,000 ( Previous Year 50,000) Equity Shares of Rs. 10 each	5,00,000	5,00,000
	<b>5,00,000</b>	<b>5,00,000</b>
<b>Issued, Subscribed and Paid up:</b>		
50,000 ( Previous Year 50,000 ) Equity Shares of Rs. 10 each fully paid-up	5,00,000	5,00,000
<b>Total</b>	<b>5,00,000</b>	<b>5,00,000</b>

**9.1 Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year :**

Particulars	As at 31st March, 2019		As at 31st March, 2018	
	(in Nos.)	(Amount in Rs.)	(in Nos.)	(Amount in Rs.)
Shares outstanding at the beginning of the year	50,000	5,00,000	50,000	5,00,000
Shares outstanding at the end of the year	50,000	5,00,000	50,000	5,00,000

**9.2 Terms/Rights attached to Equity Shares :**

The Company has only one class of shares referred to as equity shares having a par value of Rs.10/- per share. Holders of equity shares are entitled to one vote per share. The equity shareholders are entitled to dividend only if dividend in particular financial year is recommended by the Board of Directors and approved by the Members at the Annual General Meeting of that year. In the event of liquidation of the company ,the holders of equity shares will be entitled to receive any of the 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 share holders.

**9.3** 50,000 (Previous Year 50,000) Equity shares are held by Jai Corp Limited, the holding Company (including equity shares held jointly with the nominees)

**9.4 Details of Shareholder holding more than 5% of Equity Share Capital :**

Name of Shareholder	As at 31st March, 2019		As at 31 March, 2018	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Jai Corp Limited ( including equity shares held jointly with the nominees)	50,000	100.00%	50,000	100.00%

**9.5** There are no shares reserved for issue under options and contracts / commitments for the sale of shares / disinvestment.

**9.6** There is no dividend paid or proposed during the year and during the previous year.

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**  
Notes to the financial statement for the year ended 31st March, 2019

**Note 10 Other Equity**

Particulars	(Amount in Rs.)
	Reserves and Surplus Retained Earnings
Balance as at 1st April, 2017	54,69,911
Total Comprehensive Income for the year	2,56,312
<b>Balance as at 31st March, 2018</b>	<b>57,26,223</b>
Total Comprehensive Income for the year	1,86,861
<b>Balance as at 31st March, 2019</b>	<b>59,13,084</b>

**10.1 Nature and Purpose of Reserve  
Retained Earnings**

Retained earnings represents the accumulated profits / losses made by the Company over the years.

**Note 11 Income Tax**

11.1 The major components of Income Tax Expenses for the year ended 31st March, 2019 and 31st March, 2018 are as follows:

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
<b>Recognised in Statement of Profit and Loss:</b>		
Current Income Tax	83,857	48,696
MAT Credit Entitlement	(83,857)	(48,696)
Deferred Tax - Temporary differences on financial assets measured at FVTPL	53,564	(1,89,531)
<b>Total Tax Expenses</b>	<b>53,564</b>	<b>(1,89,531)</b>

11.2 Reconciliation between tax expenses and accounting profit multiplied by tax rate for the year ended 31st March, 2019 and 31st March, 2018:

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Accounting profit before tax	2,40,425	66,781
Applicable tax rate	26.00%	30.90%
<b>Computed Tax Expenses</b>	<b>62,511</b>	<b>20,635</b>
<b>Tax effect on account of:</b>		
Lower tax rate and Fair Value changes	(69,494)	(3,21,401)
Expenses not allowed	60,547	1,11,235
	<b>53,564</b>	<b>(1,89,531)</b>

11.3 Deferred tax relates to the following:

Particulars	(Amount in Rs.)			
	Balance Sheet		Statement of profit and loss	
	As at 31st March, 2019	As at 31st March, 2018	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Financial assets	2,70,920	2,17,356	53,564	(1,89,531)
	<b>2,70,920</b>	<b>2,17,356</b>	<b>53,564</b>	<b>(1,89,531)</b>

11.4 Reconciliation of deferred tax liabilities:

Particulars	(Amount in Rs.)	
	As at 31st March, 2019	As at 31st March, 2018
Opening balance as at 1st April	2,17,356	4,06,887
Deferred Tax expenses recognised in statement of profit and loss	53,564	(1,89,531)
<b>Closing balance as at 31st March</b>	<b>2,70,920</b>	<b>2,17,356</b>

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

Notes to the financial statement for the year ended 31st March, 2019

**Note 12 - Other Financial Liabilities**

<b>Particulars</b>	<b>(Amount in Rs.)</b>	
	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>
Expenses payable	32,400	86,400
<b>Total</b>	<b><u>32,400</u></b>	<b><u>86,400</u></b>

**Note 13 - Other Current Liabilities**

<b>Particulars</b>	<b>(Amount in Rs.)</b>	
	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>
Statutory Dues	8,600	19,800
<b>Total</b>	<b><u>8,600</u></b>	<b><u>19,800</u></b>

**Note 14 - Current Tax Liabilities**

<b>Particulars</b>	<b>(Amount in Rs.)</b>	
	<b>As at 31st March, 2019</b>	<b>As at 31st March, 2018</b>
Income Tax Provision	83,857	48,696
<b>Total</b>	<b><u>83,857</u></b>	<b><u>48,696</u></b>

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**
**Notes to the financial statement for the year ended 31st March, 2019**
**Note 15 - Other Income**

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Profit on Sale of Current Investments	9,575	9,508
Gain on financial assets measured at fair value through profit and loss (net)	4,63,725	4,17,256
<b>Total</b>	<b>4,73,300</b>	<b>4,26,764</b>

**Note 16 - Finance Costs**

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Interest on Income Tax	6,647	2,344
<b>Total</b>	<b>6,647</b>	<b>2,344</b>

**Note 17 - Other Expenses**

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
<b>Administrative and General Expenses</b>		
Rates and Taxes	2,500	2,500
<u>Payment to Auditors</u>		
Audit Fees	35,400	35,400
Professional Fees	21,870	3,476
Filing Fees	8,880	4,444
Director's Sitting Fees	1,18,000	3,05,000
Bank Charges	1,562	2,300
Miscellaneous Expenses	38,016	4,519
<b>Total</b>	<b>2,26,228</b>	<b>3,57,639</b>

**Note 18 - Earnings Per Equity share**

Particulars	(Amount in Rs.)	
	For the Year Ended 31st March, 2019	For the Year Ended 31st March, 2018
Net profit for the year attributable to Equity Shareholders for Basic EPS and Diluted EPS (in Rs.)	1,86,861	2,56,312
Weighted Average Number of Equity Shares Outstanding During the Year for Basic EPS and Diluted EPS (in Nos.)	50,000	50,000
Basic and Diluted Earning per share of Rs. 10 each (in Rs.)	3.74	5.13
Face Value per Equity Share (in Rs.)	10.00	10.00

**Note 19 - Segment Information**

The company is primarily engaged in providing trust services. As there is one reportable segment, the disclosure as required as per Indian accounting standard on "Operating Segments" (Ind AS - 108) is not given.

**Note 20 - Related party disclosure**

In accordance with the requirements of Ind AS 24, on related party disclosures, name of the related party, related party relationship, transactions and outstanding balances including commitments where control exists and with whom transactions have taken place during reported periods, are:

**20.1 List of Related Parties :**

	Name of the Party	Relation
i.	Jai Corp Limited	Holding Company
ii.	Urban Infrastructure Venture Capital Limited	Fellow Subsidiary Company
iii.	Urban Infrastructure Venture Capital Fund	Associate
iv.	Urban Infrastructure Venture Capital Fund - II	Associate

**Transaction during the year with related parties**

Particulars	(Amount in Rs.)	
	As at 31 March 2019	As at 31 March 2018
<b>1 Jai Corp Limited</b>		
Equity Share Capital		
Closing Balance as at 31st March	5,00,000	5,00,000

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

Notes to the financial statement for the year ended 31st March, 2019

**Note 21 - Fair value**

**21.1 Financial instruments by category**

Particulars	(Amount in Rs.)					
	As at 31st March, 2019			As at 31st March, 2018		
	FVOCI	FVTPL	Amortised cost	FVOCI	FVTPL	Amortised cost
<b>Financial assets</b>						
Investments	-	65,96,075	-	-	64,72,776	-
Cash and Cash Equivalent	-	-	11,631	-	-	18,401
Other Financial Assets	-	10,000	-	-	-	-
<b>Total financial assets</b>	<b>-</b>	<b>66,06,075</b>	<b>11,631</b>	<b>-</b>	<b>64,72,776</b>	<b>18,401</b>
<b>Financial liabilities</b>						
Other financial liabilities	-	-	32,400	-	-	86,400
<b>Total financial liabilities</b>	<b>-</b>	<b>-</b>	<b>32,400</b>	<b>-</b>	<b>-</b>	<b>86,400</b>

**20.2 Fair value hierarchy**

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair values are disclosed in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the Ind AS. An explanation of each level follows underneath the table.

**Level 1:** Level 1 hierarchy includes financial instruments measured using quoted prices in active market for identical assets or liabilities.

**Level 2:** The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.

**Financial assets and liabilities measured at fair value at each reporting date**

Financial assets	(Amount in Rs.)					
	As at 31st March, 2019			As at 31st March, 2018		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
<b>Financial assets measured at FVTPL</b>						
Investments	65,96,075	-	-	64,72,776	-	-
<b>Total</b>	<b>65,96,075</b>	<b>-</b>	<b>-</b>	<b>64,72,776</b>	<b>-</b>	<b>-</b>

There were no transfers between Level 1 and Level 2 during the year.

**21.3 Valuation processes**

The Company valued its financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

**21.4 Valuation techniques used to determine fair value and significant estimates and judgements made in:**

Significant valuation techniques used to value financial instruments include:

(i) Investment in units are fair valued using the Net asset value as provided to us by the respective funds

(ii) The carrying amounts of cash and cash equivalent and other current financial liabilities are considered to be approximately equal to the fair value due to the short-term maturities of these instruments.



**URBAN INFRASTRUCTURE TRUSTEES LIMITED**  
**Notes to the financial statement for the year ended 31st March, 2019**

**Note - 22 Financial risk management**

The company is exposed to credit risk, liquidity risk and market risk.

**A Credit risk**

Credit risk arises from cash and cash equivalent and other financial assets carried at amortised cost.

**Credit risk management**

Cash and cash equivalents and other financial assets are not impaired. Bank balances are held with highly reputed banks.

**B Liquidity risk**

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at a reasonable price. For the Company, liquidity risk arises from obligations on account of other financial liabilities.

**Liquidity risk management**

As Company does not have any long term borrowings hence it is not exposed to significant liquidity risk.

<b>As at 31 March 2019</b>						<b>(Amount in Rs.)</b>
<b>Particulars</b>	<b>Less than 6 months</b>	<b>6 months to 1 year</b>	<b>Between 1 and 5 years</b>	<b>Beyond 5 years</b>		<b>Total</b>
Other current financial liabilities	32,400	-	-	-		32,400
<b>Total</b>	<b>32,400</b>	<b>-</b>	<b>-</b>	<b>-</b>		<b>32,400</b>

<b>As at 31 March 2018</b>						<b>(Amount in Rs.)</b>
<b>Particulars</b>	<b>Less than 6 months</b>	<b>6 months to 1 year</b>	<b>Between 1 and 5 years</b>	<b>Beyond 5 years</b>		<b>Total</b>
Other current financial liabilities	86,400	-	-	-		86,400
<b>Total</b>	<b>86,400</b>	<b>-</b>	<b>-</b>	<b>-</b>		<b>86,400</b>

**C Market risk**

**Price risk**

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The company does not have price risk as the investments in liquid mutual fund units.

**URBAN INFRASTRUCTURE TRUSTEES LIMITED**

Notes to the financial statement for the year ended 31st March, 2019

**23 Capital Management**

**23.1** For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt divided by total capital (equity plus net debts). Net debt are non-current and current debts as reduced by cash and cash equivalents, current investments. Equity comprises all components including other comprehensive income.

Particulars	(Amount in Rs.)	
	As at 31st March, 2019	As at 31st March, 2018
Total Debt	-	-
Less:- Cash and cash equivalent	11,631	18,401
Less:- Current Investment	65,96,075	64,72,776
<b>Net Debt</b>	-	-
<b>Total Equity (Equity Share Capital plus Other Equity)</b>	64,13,084	62,26,223
<b>Total Capital (Total Equity plus Net Debt)</b>	64,13,084	62,26,223
<b>Gearing ratio</b>	-	-

**24** Previous year's figures have been regrouped and rearranged, wherever necessary to confirm the current year presentation.

As per our report of even date

For and on behalf of the Board of Directors

**For Chaturvedi & Shah LLP**

Chartered Accountants

Firm Registration No.101720W/W100355

**P K Bansal**

Director

DIN: 00375074

**Jesal Sanghvi**

Director

DIN: 06458766

**R. Koria**

Partner

Membership No.35629

Place : Mumbai

Date : 22nd May, 2019