

INDEPENDENT AUDITOR'S REPORT

To the Members of Aditya Birla Capital Advisors Private Limited

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of Aditya Birla Capital Advisors Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with [Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.



S.R. BATLIBOI & Co. LLP

Chartered Accountants

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 purpose of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - (e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in Note 26 to these Ind AS financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our enquiries, test check of the books of account and other details maintained by the Company and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005



per Shrawan Jalan
Partner

Membership Number: 102102

Place of Signature: Mumbai

Date: April 27, 2017



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

Re: Aditya Birla Capital Advisors Private Limited ('the Company')

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management during the year and no material discrepancies were identified on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the Company and accordingly, the requirements under paragraph 3(i) (c) of the Order are not applicable to the Company.
- (ii) The Company's business does not involve inventories and, accordingly, the requirements under paragraph 3(ii) of the Order are not applicable to the Company.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii) (a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities granted in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) To the best of our knowledge and as explained, the Company is not in the business of sale of any goods. Therefore, in our opinion, the provisions of clause 3(vi) of the Order are not applicable to the Company.
- (vii)(a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, service tax, and other statutory dues applicable to it. The provisions relating to employees' state insurance, sales-tax, duty of customs, duty of excise and value added tax are not applicable to the Company.
- (vii)(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. The provisions relating to employees' state insurance, sales-tax, duty of customs, duty of excise and value added tax are not applicable to the Company.
- (vii)(c) According to the records of the Company, the dues of income-tax are as follows:

Name of the statute	Nature of the dues	Amount** (Rs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act, 1961	Income Tax Demand	435,770	AY 2011-12	CIT(Appeals)

- (viii) The Company did not have any outstanding loans or borrowing dues in respect of a financial institution or bank or to government or dues to debenture holders during the year.
- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.



S.R. BATLIBOI & Co. LLP

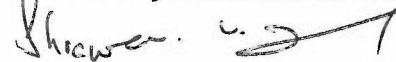
Chartered Accountants

- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud / material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year
- (xi) According to the information and explanations given by the management, the provisions of section 197 read with Schedule V of the Act is not applicable to the Company and hence reporting under clause 3(xi) are not applicable and hence not commented upon.
- (xii) In our opinion, the Company is not a nidhi Company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards. The provisions of sec 177 are not applicable to the company and accordingly reporting under clause 3(xiii) insofar as it relates to section 177 of the Act is not applicable to the Company and hence not commented upon.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S.R. Batliboi & Co. LLP

Chartered Accountants

ICAI Firm Registration Number: 301003E / E300005



per Shrawan Jalan

Partner

Membership Number: 102102

Place of Signature: Mumbai

Date: April 27, 2017



ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF ADITYA BIRLA CAPITAL ADVISORS PRIVATE LIMITED

Report on the Internal Financial Controls 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 Aditya Birla Capital Advisors Private Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls Over Financial Reporting

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



S.R. BATLIBOI & Co. LLP

Chartered Accountants

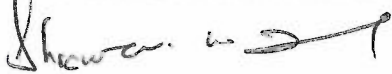
Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

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



per Shrawan Jalan
Partner
Membership Number: 102102
Place of Signature: Mumbai
Date: April 27, 2017

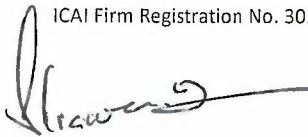


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Note	As at	As at	As at	
	31-Mar-2017	31-Mar-2016	1-Apr-2015	
	Ind AS	Ind AS	Ind AS	
I ASSETS				
(1) Non-current assets				
(a) Property, Plant and Equipment	3	7,951,617	6,370,487	4,603,002
(b) Financial Assets: Loans	4A	-	-	4,091,107
(c) Advance tax (net)	5	22,271,252	16,091,762	11,210,442
(d) Other Non Current	6A	-	-	374,366
		30,222,869	22,462,249	20,278,917
(2) Current assets				
(a) Financial Assets				
(i) Investments	7	352,751,412	341,193,257	293,361,578
(ii) Cash and cash equivalents	8	635,903	1,712,422	2,261,744
(iii) Loans	4B	21,135,245	10,692,123	4,299,985
(b) Other current assets	6B	8,022,519	4,103,236	3,168,941
		382,545,079	357,701,038	303,092,248
Total assets		412,767,948	380,163,287	323,371,165
II EQUITY AND LIABILITIES				
EQUITY				
(a) Equity Share capital	9	35,000,000	35,000,000	35,000,000
(b) Other Equity	10	313,301,226	294,009,219	246,261,478
Total equity		348,301,226	329,009,219	281,261,478
LIABILITIES				
(1) Non-current liabilities				
(a) Deferred tax liabilities (net)		1,488,875	4,915,059	2,193,464
		1,488,875	4,915,059	2,193,464
(2) Current liabilities				
(a) Financial Liabilities:				
Trade Payables	11	51,851,029	32,037,678	24,964,852
(b) Other Current Liabilities	12	2,199,968	3,448,977	1,441,731
(c) Provisions	13	8,926,849	10,752,354	13,509,640
		62,977,847	46,239,009	39,916,223
Total liabilities		64,466,722	51,154,068	42,109,687
Total Equity and Liabilities		412,767,948	380,163,287	323,371,165

Significant Accounting Policies Refer Note : 2
The accompanying Notes are an integral part of the Financial Statements.

As per our attached Report of even date
For S. R. Batliboi & Co LLP
Chartered Accountants
ICAI Firm Registration No. 301003E/E300005

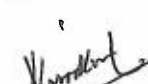





per Shrawan Jalan
Partner
Membership No. 102102
Mumbai, April 27, 2017

For and on behalf of the Board of Directors
Aditya Birla Capital Advisors Private Limited


Ajay Srinivasan
Director
(DIN - 1221181)


P.H. Ravikumar
Director
(DIN - 280010)


Sunil K Jain
Chief Financial Officer
Mumbai, April 27, 2017


Piyush Shah
Company Secretary



Aditya Birla Capital Advisors Private Limited
Statement of Profit and Loss for the year ended 31st March, 2017

		In Rs.	
		Year Ended 31-Mar-17	Year Ended 31-Mar-16
		Ind AS	Ind AS
Continuing operations			
I	Revenue from Operations	165,194,698	203,257,647
II	Other Income	28,520,481	22,263,821
	Total Income	193,715,179	225,521,468
III EXPENSES			
	Employee benefits expense	141,555,273	122,363,950
	Depreciation and amortization expenses	2,760,514	2,193,306
	Other expenses	33,648,676	33,035,660
	Total Expenses	177,964,463	157,592,916
IV	Profit/ (Loss) before tax from continuing operations	15,750,716	67,928,552
V	Tax Expenses		
	Current Tax	2,170,260	16,741,388
	Write Back of Excess Provision for Tax Related to Earlier Years	(345,840)	-
	MAT Credit	(1,969,205)	-
	Deferred Tax	(3,426,183)	2,721,595
	Total Tax Expenses	(3,570,968)	19,462,983
VI	Net Profit / (Loss) for the period	19,321,684	48,465,569
VII Other Comprehensive Income (OCI)			
Item not to be reclassified to profit or loss in subsequent periods :			
	Actuarial Gain/ (Loss) on retirement benefits	(29,678)	(717,828)
	Net Item not to be reclassified to profit or loss in subsequent periods	(29,678)	(717,828)
	Total Comprehensive Income for the year, net of tax attributable to:	19,292,006	47,747,741
Profit for the year			
	Attributable to: Equity holders of the parent	19,321,684	48,465,569
Other Comprehensive Income for the year			
	Attributable to: Equity holders of the parent	(29,678)	(717,828)
Total Comprehensive Income for the year			
	Attributable to: Equity holders of the parent	19,292,006	47,747,741
	Earnings per equity share for continuing operations		
	Basic, computed on the basis of profit from continuing operations attributable to equity holders of the parent	5.51	13.64
	Diluted, computed on the basis of profit from continuing operations attributable to equity holders of the parent	5.51	13.64

Significant Accounting Policies Refer Note : 2

The accompanying Notes are an integral part of the Financial Statements.

As per our attached Report of even date
For S. R. Batliboi & Co LLP

Chartered Accountants
CAI Firm Registration No. 301003E/E300005

Shrawan



per Shrawan Jalan
Partner
Membership No. 102102
Mumbai, April 27, 2017

For and on behalf of the Board of Directors
Aditya Birla Capital Advisors Private Limited

Ajay Skinivasan
Ajay Skinivasan
Director
(DIN - 121181)

Sunil K Jain
Sunil K Jain
Chief Financial Officer
Mumbai, April 27, 2017

P H Ravikumar
P H Ravikumar
Director
(DIN - 280010)

Piyush Shah
Piyush Shah
Company Secretary



Statement of Changes in Equity for the year ended 31st March, 2017

	Equity share capital	Retained earnings	Total Equity
	Rs.	Rs.	Rs.
Current year :			
Opening balance as on 01 April 2016	35,000,000	294,009,219	329,009,219
Addition during the period	-	19,321,684	19,321,684
Comprehensive gain/(loss) during the period	-	(29,678)	(29,678)
Closing balance as on 31 March 2017	35,000,000	313,301,226	348,301,226

For the year ended 31 March 2016

	Equity share capital	Retained earnings	Total Equity
	Rs.	Rs.	Rs.
Previous year :			
Opening balance as on 01 April 2015	35,000,000	246,261,478	281,261,478
Addition during the period		48,465,569	48,465,569
Comprehensive gain/(loss) during the period		(717,828)	(717,828)
Closing balance as on 31 March 2016	35,000,000	294,009,219	329,009,219

The accompanying Notes are an integral part of the Financial Statements.

As per our attached Report of even date
For S. R. Batliboi & Co LLP

Chartered Accountants
ICAI Firm Registration No. 301003E/E300005



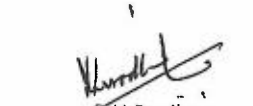
per Shrawan Jalan
Partner
Membership No. 102102
Mumbai, April 27, 2017




For and on behalf of the Board of Directors
Aditya Birla Capital Advisors Private Limited



Ajay Srinivasan
Director
(DIN: - 121181)



P H Ravikumar
Director
(DIN: - 121181)



Sunil K Jain
Chief Financial Officer
Mumbai, April 27, 2017



Piyush Shah
Company Secretary



Aditya Birla Capital Advisors Private Limited
Cash Flow Statement for the year ended 31st March,2017

In Rs.

Particulars	Year ended 31/03/2017 Amount in Rs.	Year ended 31/03/2016 Amount in Rs.
A. Cash flow from operating activities		
Net Profit (Loss) before tax and prior period item	15,750,716	67,928,552
Adjustments for :		
Dividend reinvestment	13,210,232	13,192,466
Depreciation/ amortisation	2,760,514	2,193,306
Profit on sale of Assets	587,330	-
Actuarial Gain/ (Loss) on retirement benefits	(29,678)	(717,828)
Deferred Rent Expense	374,366	374,367
Dividend Income	(13,210,232)	(13,192,466)
Interest Income	(1,334,881)	(373,141)
Misc. Income	(364,282)	-
Profit on Sale of Investment	(13,611,086)	(8,698,214)
Operating profit before working capital changes	4,132,999	60,707,042
Adjustment for changes in working capital:		
Increase/(decrease) in current liabilities	16,738,840	6,322,785
(Increase)/decrease in loans and advances	(14,324,719)	329,663
Cash from operating activities	6,547,120	67,359,490
Tax deducted at source	(8,000,618)	(24,814,554)
Net cash from operating activities (A)	(1,453,498)	42,544,936
B. Cash flow from investing activities		
Dividend from mutual fund units	(13,210,232)	(13,192,466)
Sale of fixed assets	4,311,021	-
Purchase of fixed assets	(5,986,974)	(3,960,791)
Purchase of investment (Net)	2,052,932	(39,133,466)
Dividend Received	13,210,232	13,192,466
Net cash used in investing activities (B)	376,979	(43,094,257)
Net increase / (decrease) in cash and cash equivalents during the year (A+B)	(1,076,519)	(549,321)
Cash and cash equivalent at beginning of the year	1,712,422	2,261,744
Cash and cash equivalent at end of the year	635,903	1,712,422

As per our Report of even date
FOR S.R.BATLIBOI & CO.LLP
Chartered Accountants
ICAI Firm Registration No.301003E/E300005

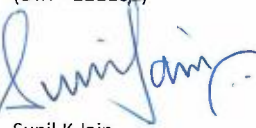



per Shrawan Jalan
Partner
Membership No.102102
Mumbai, April 27, 2017



For and on behalf of the Board of Directors
Aditya Birla Capital Advisors Private Limited


Ajay Srinivasan
Director
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Mumbai, April 27, 2017


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Company Secretary

