



IDBI ASSET MANAGEMENT LIMITED
CIN: U65100MH2010PLC199319

ANNUAL REPORT

2019-20

Date of AGM : September 29, 2020

IDBI Asset Management Limited (Investment Manager to IDBI Mutual Fund)

CIN: U65100MH2010PLC199319

Registered office: IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

Corporate office: 4th Floor, IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

IDBI ASSET MANAGEMENT LIMITED

CIN: U65100MH2010PLC199319

BOARD OF DIRECTORS

(as on 24 September, 2020)

Shri Rakesh Sharma (DIN:06846594) – **Chairman**
Shri Jorty M. Chacko (DIN:08307961) – **Nominee Director**
Shri Annavarapu Venkat Rammurthy (DIN:00050455) – **Independent Director**
Ms. Geeta P. Shetti (DIN:02948958) – **Independent Director**
Shri Arvind Kumar Jain (DIN:07911109) – **Independent Director**
Shri Raj K. Singh (DIN:08654156) – **Managing Director & CEO**

AUDIT COMMITTEE

(as on 24 September, 2020)

Ms. Geeta P. Shetti (DIN: 02948958) – **Independent Director (Chairperson)**
Shri Annavarapu Venkat Rammurthy (DIN:00050455) – **Independent Director**
Shri Arvind Kumar Jain (DIN:07911109) – **Independent Director**

NOMINATION AND REMUNERATION COMMITTEE

(as on 24 September, 2020)

Shri Arvind Kumar Jain (DIN:07911109) – **Independent Director (Chairman)**
Shri Jorty M. Chacko (DIN:08307961) – **Nominee Director**
Ms. Geeta P. Shetti (DIN:02948958) – **Independent Director**
Shri. Annavarapu Venkat Rammurthy (DIN:00050455) – **Independent Director**

CORPORATE SOCIAL RESONSIBILITY COMMITTEE

(as on 24 September, 2020)

Shri Jorty M. Chacko (DIN:08307961) – **Nominee Director (Chairman)**
Ms. Geeta P. Shetti (DIN:02948958) – **Independent Director**
Shri. Annavarapu Venkat Rammurthy (DIN:00050455) – **Independent Director**
Shri. Arvind Kumar Jain (DIN:07911109) – **Independent Director**

KEY MANAGERIAL PERSONNEL

Shri. Raj K. Singh (DIN:08654156) – **Managing Director & CEO**
Shri Amit R. Bhavsar (FCA 108590) - **Chief Financial Officer & COO**
Shri Ajit Joshi (ACS22359) - **Company Secretary & Compliance Officer**

Registered office: IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

Corporate office: 4th Floor, IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai – 400 005.

Statutory Auditors: MGB & Co. LLP, Peninsula Business Park, Tower B, 19th Floor, Lower Parel, Mumbai -400013

Secretarial Auditors : Vipin Tiwari & Co. Company Secretaries, F/262/1, First Floor, Dreams The Mall, L.B.S. Marg, Bhandup (W), Mumbai-400078

Internal Auditors: Shah Gupta & Co. , 38 Bombay Mutual Building, 2nd Floor, Dr. D.N. Road, Fort, Mumbai-400 001

NOTICE
OF
ANNUAL
GENERAL
MEETING

NOTICE

NOTICE is hereby given that the Tenth Annual General Meeting of the member of IDBI Asset Management Limited will be held Tuesday, 29th Day of September, 2020 at 4:30 p.m. through Video Conferencing/other Audio Video Means, to transact the following business:

ORDINARY BUSINESS –

Item No. 1 – Adoption of Financial Statements:

To receive, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2020 including audited Balance Sheet as at March 31, 2020, Profit & Loss Account for the year ended on that date and the reports of the Board of Directors, Statutory Auditors and Comptroller and Auditor General of India thereon.

Item No. 2 – To fix the remuneration of the Statutory auditors :

To consider and, if thought fit, pass with or without modification(s), the following resolution as **Ordinary Resolution** :

‘RESOLVED THAT approval of the members of IDBI Asset Management Limited is hereby accorded for the remuneration of Rs. 9,00,000/- (Rupees Nine Lakhs only) excluding GST to MGB & Co., Statutory Auditors for the financial year 2020-21 appointed by the Comptroller and Auditor General of India (C&AG) pursuant to the provisions of Section 139(5) and other applicable provisions, if any, of the Companies Act, 2013.

SPECIAL BUSINESS –

Item No. 3 – Re-appointment of Independent Director

Approval for continuation of Ms. Geeta Pursappa Shetti (02948958) as an Independent director of the Company for a period of one year from 12th February, 2020 to 11 February, 2021 as recommended by the Board of Directors and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a **Special Resolution** :

‘RESOLVED THAT pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV of the Companies Act, 2013 and other applicable provisions, if any, as amended from time to time and based on the recommendation of the Nomination & Remuneration Committee and approval of Board

of Directors of the Company, the approval of members of the Company be and is hereby accorded for continuation of Ms. Geeta Pursappa Shetti (02948958), being eligible, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of one year from 12th February, 2020 to 11 February, 2021, as recommended by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 4 – Re-appointment of Independent Director

Approval for continuation of Shri Annavarapu Venkat Rammurthy (00050455) as an Independent director of the Company for a period of one year from 20th April, 2020 to 19th April, 2021 as recommended by the Board of Directors and in this regard to consider and if thought fit, pass, with or without modification(s), the following resolution as a **Special Resolution** :

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 [including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force] read with Schedule IV of the Companies Act, 2013 and other applicable provisions, if any, as amended from time to time and based on the recommendation of the Nomination & Remuneration Committee and approval of Board of Directors of the Company, the approval of members of the Company be and is hereby accorded for continuation of Shri. Annavarapu Venkat Rammurthy (00050455), being eligible, as an Independent Director of the Company, not liable to retire by rotation, to hold office for a period of one year from 20th April, 2020 to 19th April, 2021, as recommended by the Board of Directors.

RESOLVED FURTHER THAT the Board of Directors and Company Secretary of the Company be and are hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution.”

Item No. 5 – Re-appointment of Shri Raj Kishore Sing as Managing Director and Chief Executive Officer of the Company

To consider and, if thought fit, pass, with or without modification(s), the following resolution as **Ordinary Resolution** :

RESOLVED THAT pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Articles of Association of the Company and subject to such approvals, as may be required from time to time, approval of the members be and is hereby accorded for the appointment of Shri Raj K. Singh (DIN : 08654156) as Managing Director & CEO of IDBI Asset Management Limited for a period of 3 (three) years w.e.f. December 30., 2019(i.e. Meeting of the Board of Director, wherein the appointment was approved) or the divestment of IDBI Asset Management Limited, whichever is earlier, on the terms and conditions including remuneration as specified by the IDBI Bank Limited vide its letter no. HRD No. 4935/Staff dated December 9, 2019.

RESOLVED FURTHER THAT Shri Raj K. Singh will not be liable to retire by rotation as per the provisions of the Articles of Association of IDBI Asset Management Limited.

RESOLVED FURTHER THAT Shri Raj K. Singh is hereby designated as a Key Managerial Personnel in terms of Section 203 of the Companies Act, 2013 read with Rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 w.e.f. February 21, 2019 to perform the duties which may be performed by Managing Director & CEO under the Companies Act, 2013 and any other duties as may be required from time to time.

RESOLVED FURTHER THAT Shri Raj K. Singh, Managing Director & CEO be and is hereby authorized to sign, execute, authenticate any agreement, notice, and/or any other documents that may be required to perform his duties for the purpose of the business and digitally sign, authenticate and file, all statutory forms, returns, applications and other documents as may be required under the Companies Act, 2013 and rules made thereunder with the Ministry of Corporate Affairs, Registrar of Companies, Regional Director, Central Government and/or such other statutory/regulatory authorities as may be required for and on behalf of the Company from time to time.

RESOLVED FURTHER THAT Shri Raj K. Singh, Managing Director & CEO of IDBI Asset Management Limited is entrusted with all the powers as per the Delegation of Powers already approved by the Board of Directors of IDBI Asset Management Limited and is authorised to sub-delegate any powers which is assigned to him, to any official of the Company as he deem fit for the purpose of the business of the Company.

RESOLVED FURTHER THAT the Company Secretary and/or Chief Operating Officer & Chief Financial Officer or such other authorised officials of the Company, as may be authorised by the Board of Directors, are severally authorised to complete all formalities in connection with the appointment of Shri Raj K. Singh (DIN : 08654156) as Managing Director & CEO of IDBI Asset Management Limited, including filing of necessary forms and

returns with the Ministry of Corporate Affairs/ Registrar of Companies/ SEBI and other regulatory authorities as applicable and to take all necessary steps to give effect to the aforesaid resolution.'

Item No. 6 – Authorization of related party transactions.

To consider and, if thought fit, pass, with or without modification(s), the following resolution as **Ordinary Resolution** :

'RESOLVED THAT in terms of the provisions of Section 188 and other applicable provisions of the Companies Act,2013, read with Rule 15 of the Companies (Meeting of the Board and its powers) Rules, 2014 and other applicable rules notified under the act, as amended from time to time, the members of the Company hereby approve the continuation of existing contracts of the Company and further hereby authorise the Board/Audit Committee of the Board of Directors to approve and enter into contracts and arrangements with related parties including sub-delegation thereof to a Director/Committee of Directors, as it may think fit including granting of omnibus approval in compliance with the provisions of Section177 of the Companies Act, 2013, for an aggregate value not exceeding Rs. 50croresfor all the contracts and/or arrangements whether entered into in ordinary course of business or not and/or whether at arm's length price or not or at such price with the recommendation and approval of the Audit Committee to the Board of Directors of the Company for their approval, without any further reference to the shareholders of the Company.

RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modification(s), in the proposal as may be required at the time of according/granting their approvals, consents, permissions and sanctions to such contracts or arrangements proposed to be entered with the related parties and as agreed to by the Board.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board, be and is hereby authorized to do all such acts, deeds, matters and things and execute such deeds, documents and agreements, as they may, in their absolute discretion, deem necessary, proper or desirable and to settle or give instructions or directions for settling any questions, difficulties or doubts that may arise and to give effect to such modifications, changes, variations, alterations, deletions, addition as regards the terms and conditions, as it may, in its absolute discretion, deem fit and proper in the best interest of the Company, without requiring any further approval of the members and intent that members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers, herein conferred, to a Director/duly constituted committee of directors, to give effect to the aforesaid resolution.'

By the order of the Board of Directors

Sd/-

(Ajit Joshi)

Company Secretary

Place: Mumbai

Date: September 24, 2020

Registered office:

IDBI Tower, World Trade Centre,

Cuffe Parade, Colaba, Mumbai 400 005

NOTES :

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF, THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE PROXY FORM DULY COMPLETED SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FOURT EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING. BLANK PROXY FORM IS ENCLOSED.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. Members/Proxies/Representatives should bring the attendance slip duly filled in for attending the meeting. Only Members carrying the attendance slips or holders of valid proxies registered with the Company will be permitted to attend the meeting. In case of shares held in joint names or shares held under different registered folios wherein the name of the sole holder/first joint-holder is same, only the first joint-holder/sole holder or any proxy appointed by such holder, as the case may be, will be permitted to attend the meeting
3. The relevant explanatory statements pursuant to section 102(1) of the Companies Act,2013 in respect of business under item no.2 to 5
4. Corporate members intending to depute their authorized representative(s) to attend the meeting are requested to send certified true copy of the Board resolution authorizing the representative to attend and vote on their behalf in the Meeting.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 2 :

The office of Comptroller and Auditor General of India (CAG) has vide their letter no./CA.V/COY/Central Government,IDBIAS(1)/262 dated August 14th 2020 continued the appointment of MGB & Co., as statutory auditors of the Company for the financial year 2020-21 in terms of section 139 & 141 of the Companies Act, 2013 read with rule 4 of the Companies (Audit and Auditors) Rules, 2014 as amended from time to time.

As per the Section 139 of the Companies Act, 2013, the remuneration of Auditors appointed by C& AG, shall be fixed by the Company in the Annual General Meeting. Accordingly, the Notice of the Annual General Meeting includes an item pertaining to the remuneration of MGB & Co., Statutory Auditors of the Company for the financial year 2020-21.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives is concerned or interested in the resolution mentioned in Item No. 2 for the approval of the members.

Item no. 3 :&Item No. 4

The Members of the Company at their Fifth Annual General Meeting of the Company held on 12th February, 2015, had approved the appointment of Ms. Geeta Pursappa Shetti (DIN: 02948958) for a period of five years from 12th February 2015 to 12th February 2020, and Shri. Annavarapu Venkat Rammurthy(DIN: 00050455) as Independent Directors of the Company for a period of five years from 20th April, 2015 to 19 April, 2020, pursuant to provisions of Section 149, 152 and Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to the provisions of Section 149(10) of the Companies Act, 2013, an Independent Director shall be eligible for re-appointment on passing of a Special Resolution by the Company.

The Board of Directors in its meeting held on May 22, 2020 approved continuation of Ms. Geeta P. Shetti (DIN:02948958) as an Independent Director of the Company for one year from 12th February 2020 till 11th February 2021 and Shri A.V. Rammurthy (DIN:00050455) as an Independent Director of the Company for one year from 20th April 2020 till 19th April 2021 subject to approval of the Shareholders of the Company.

Ms. Geeta Pursappa Shetti and Shri. Annavarapu Venkat Rammurthy, Non-Executive Independent Directors of the Company, being eligible for re-appointment, have given their consents as well as requisite disclosures along with a declaration to the Board that they meet the criteria of independence as provided under Section 149(6) of the Companies Act, 2013

and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended. In the opinion of the Board of Directors of the Company, each of the said Director fulfil the conditions specified in the Companies Act, 2013 & Rules framed there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended for re-appointment of Independent Director.

The Board of Directors considers that Ms. Geeta Pursappa Shetti and Shri. A.V. Rammurty have requisite expertise, versatility, extensive and enriched experience that will be of benefit to the Company and hence considered continuation of their Independent Directorship for further period of One year.

Ms.Geeta P. Shetti has nearly four decades of experience in Banking sector. She superannuated as General Manager of Indian Overseas Bank in 2014. She has rich experience in the fields of Inspection, Risk Management, Compliance, Customer Service and Anti Money Laundering. She has served as the Principal Officer of Indian Overseas Bank in her capacity as the Head of Operation Department of the Bank. She had been on the Boards of CORDEX, a company formed under the auspice of IBA, and Universal Somp General Insurance Co. Limited.

Shri. Annavarapu Venkat Rammurty during his illustrious career with IDBI Bank Ltd. has headed various functions of the Bank such as Research & Planning and Market Research Dept, Corporate Debt Restructuring (CDR) Cell, Risk Management Dept and the Corporate Strategy & Planning Dept. He has served as the Banks' nominee Director on the Boards of various Companies. He has been an Independent Director on the Board of Man Industries (India) Ltd.

Ms.Geeta P. Shetti and Shri Annavarapu Venkat Rammurtyare interested in their respective Resolution as set out in Item No 3 and4.

None of the other Directors (Other than Ms. Geeta P. Shetti and Shri A.V. Rammurty), Key Managerial Personnel or their relatives are in any way, concerned or interested in the said Resolutions.

The Board recommends the Special Resolution set out at Item No. 3 and 4 of the Notice for approval by the members.

Item No. 5

The Board of Directors of your Company, considering the profile and experience of Shri Raj Kishore Singh (DIN- 08654156) and recommendations of the Nomination Remuneration, has appointed Shri Raj Kishore Singh (DIN- 08654156) as an Additional Director and then as the Managing Director & CEO of the Company with effect from December 30, 2019, initially for a tenure of five years, in terms of the applicable Articles of the Articles of Association of the Company and Section 152, 161, 196, 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013, related rules, read with Schedule V to the said Act. The said appointments are subject to approval by the members of the Company at this Annual General Meeting of the Company. As required under the provisions of

Companies Act, 2013 and related rules and also under Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, all the relevant information relating to Shri Raj Kishore Singh, are provided in this explanatory statement. Brief resume and nature of expertise in specific functional areas & experience: Shri Raj Kishore Singh aged 44 years, has about 19 years of experience in various fields of financial services viz, Retail Banking, Forex Services, Credit Appraisal, Project Finance, Credit and Marketing Risk Management. Immediately prior to joining IDBI Asset Management Limited, Mr. Singh was General Manager of Market Risk in IDBI Bank Ltd.

Shri Raj Kishore Singh has filed with the Company his consent in writing in Form DIR-2 pursuant to Section 152 of the said Act and Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, expressing his willingness to act as a Director and the Managing Director of the Company. He is not disqualified from being appointed as a director, or Managing Director, in terms of Section 164(2) of the Act. The requisite Form DIR-8 is received from him, in terms of the Companies (Appointment and Qualification of Directors) Rules, 2014, confirming his eligibility for such appointment. He is not debarred from holding the office of Director by virtue of any order by SEBI or any other authority.

He has submitted the Notice of interest in terms of Section 184 of the Companies Act, 2013 (Form MBP-1).

He shall be responsible for strategic and operational responsibility for overall success of the Company, including ensuring appropriate and challenging goals and meeting such goals, planning and scaling profitable business, ensure implementation of Company's policies and mainly strengthen the image of the Company.

All Policies of the Company and the related guidelines, the Code of Conduct as amended from time to time, which are applicable to the Directors, shall also be applicable to the Managing Director, unless specifically provided otherwise.

Except Shri Raj K. Singh (DIN: 08654156), none of the Directors or any key managerial personnel or the relatives of the directors or key managerial personnel, is in any way concerned or interested, financially or otherwise, in the said resolution.

Your Board of Directors therefore have, pursuant to the provisions of the Companies Act, 2013 including Schedule V recommended for passing of the resolution proposed at Agenda No.5 of the Notice

Item No. 6 :

IDBI Asset Management Limited ("IDBI AMC") is a subsidiary of IDBI Bank Limited. IDBI AMC has been appointed as Investment Manager for IDBI Mutual Fund by IDBI MF Trustee Company Limited vide Investment Management Agreement dated February 20, 2010. As per the agreement the Company is required to manage the funds, ensure compliance with

regulations and accounting of transactions of schemes, formalize, float and launch new schemes with approval of Trustees, to inter alia issue, sell units of Mutual fund, to invest in securities as per scheme(s) investment objective on behalf of Mutual Fund, to declare and pay dividend, calculation of NAV, appointment of intermediaries.

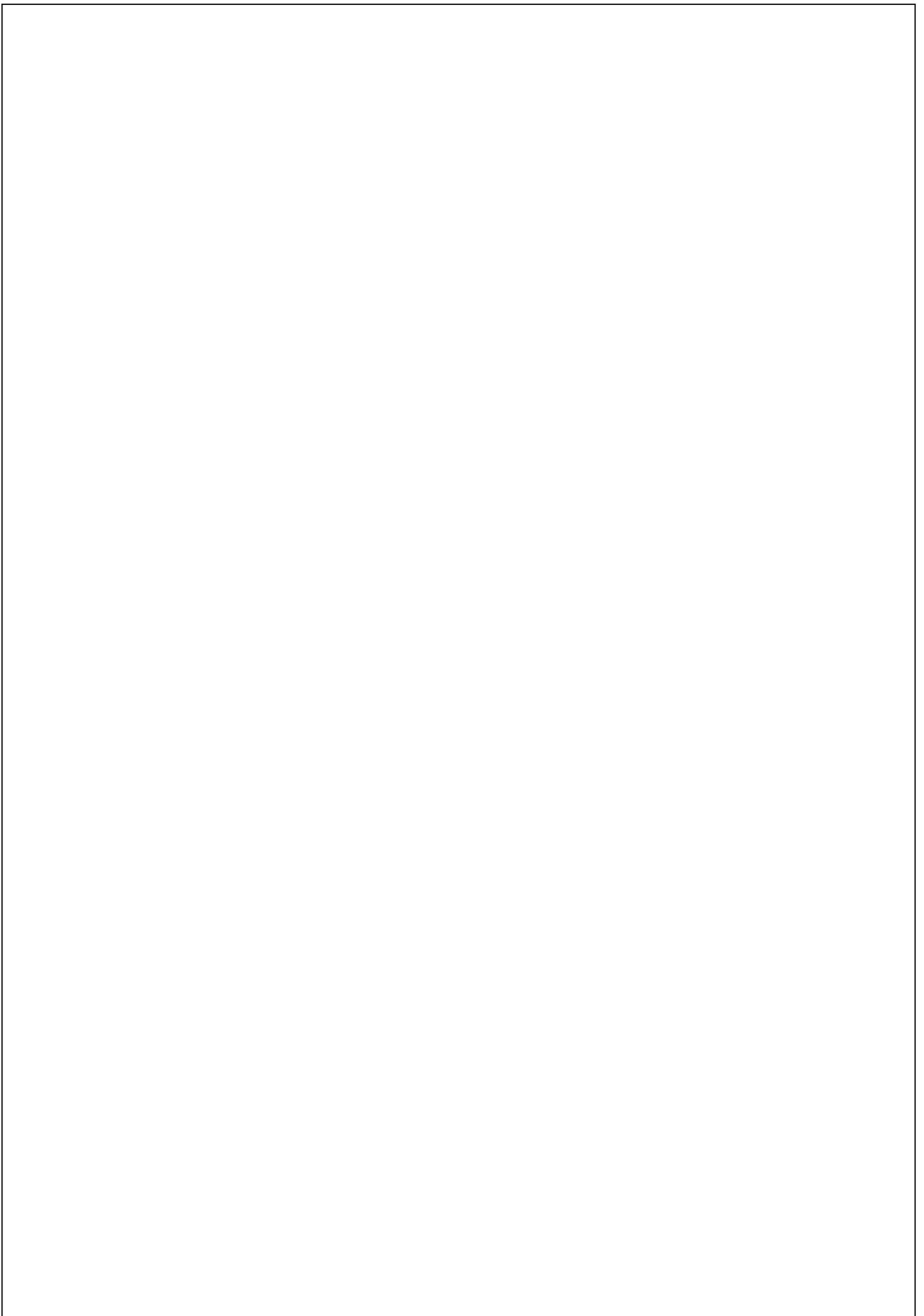
Thus, in order to ensure smooth operations of the Company, IDBI AMC has entered into various contracts which includes contracts entered into with related parties prior to the commencement of the Companies Act, 2013 as well as the contracts entered during the year with the approval of the ACB/Board as per the authorization given by the members in the last Annual General Meeting which are in the ordinary course of business and to support the operations of the Company.

The above contracts or arrangements are entered into by the Company in the ordinary course of business and are continuing in nature.

The Company was not required to seek approval of the shareholders under the erstwhile Companies Act, 1956 for contracts entered into ordinary course of business. However, with the applicability of the Companies Act, 2013 with effect from April 01, 2014 such contracts come under purview of the Related Party Transactions and require approval of the shareholders on and from the Financial Year 2014-15 in terms of the limits prescribed under the rules as a percentage of net worth/Turnover of the Company.

Hence, it is proposed to the members to authorize the Audit Committee /Board of the Company to approve the proposals for entering into further contracts as may be required and to authorize the Board of Directors with powers to enter into contracts for an aggregate value not exceeding Rs.50crores whether in ordinary course of business or not and/or at arm's length or not and to do all such acts, deeds, matters and things and execute such deeds, documents and agreements, as they may, in their absolute discretion, deem necessary including sub delegating the authority to a Committee of Directors and/or to authorize Managing Director & CEO or any other Director as it may deem fit to enter into such contracts and arrangements with prior approval of the Board.

None of the Directors a Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned in Item no. 5 for approval of the members.



PROXY FORM

Form No. MGT-11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	U65100MH2010PLC199319
Name of the Company	:	IDBI ASSET MANAGEMENT LIMITED
Registered Office	:	IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

I/We hereby record my/our presence at the Tenth Annual General Meeting of the member of IDBI Asset Management Limited will be held on Tuesday, 29th Day of September, 2020 at 04:30 p.m.through Video conferencing.

.....
Member's Folio

.....
Member's/Proxy Name

.....
Member's/Proxy Signature

Proxy Form**Form No. MGT-11****Proxy Form**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN	:	U65100MH2010PLC199319
Name of the Company	:	IDBI ASSET MANAGEMENT LIMITED
Registered Office	:	IDBI Tower, WTC Complex, Cuffe Parade, Colaba, Mumbai - 400 005.

Name of the members(s)	:	
Registered address	:	
E-mail Id	:	
Folio No/Client Id	:	
DP ID	:	

I/We, being the members(s) of _____ shares of the above name company, hereby appoint

1	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	,or failing him

2	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	,or failing him

3	Name	:	
	Address	:	
	E-mail Id	:	
	Signature	:	,or failing him

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the Tenth Annual General Meeting of the member of IDBI Asset Management Limited will be held on Tuesday, 29th Day of September, 2020 at 04:30 p.m. and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Resolution No.

- 1.....
- 2.....
- 3.....
- 4.....
- 5.....

Signed this.....day of.....2020

Signature of shareholder.....

Signature of Proxy holder(s).....

Affix
Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.

STATUTORY

AUDITOR'S

APPOINTMENT



OFFICE OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
10, BAHADUR SHAH ZAFAR MARG, NEW DELHI - 110 124

No./CA. V/ COY/CENTRAL GOVERNMENT, IDBIAS(1)/262

Dated :14/08/2020

To
THE MANAGING DIRECTOR
IDBI ASSET MANAGEMENT LIMITED
IDBI MUTUAL FUND, 5TH FLOOR,
MAFATLAL CENTRE, NARIMAN POINT
MUMBAI-400021

Subject : Appointment of Auditors under section 139 of the Companies Act, 2013 for the financial year 2020-2021

Sir/Madam,

I am directed to state that in exercise of the powers conferred by section 139 of the Companies Act 2013, the Comptroller and Auditor General of India is pleased to appoint the Chartered Accountant firms/Limited Liability Partnerships As per Annexure - II as the Statutory/Joint Statutory/ Branch Auditors of the company for the year(s) : 2020-2021. Statutory/Joint Statutory Auditor (s) of holding company shall also be the auditors of Consolidated Financial Statements under section 139 read with section 129(4) of the Companies Act, 2013.

2. You are requested to contact the concerned auditors individually under intimation to this office

3. The supplementary/test audit under sections 143 (6) & (7) of the Companies Act, 2013 of your company is entrusted to

PRINCIPAL DIRECTOR OF AUDIT (SHIPPING)
PLOT NO. C-2, G.N. BLOCK, 6 & 7 FLOOR, NEAR ASIAN HEART INST
BANDRA- KURLA COMPLEX, BANDRA (E)
MUMBAI-400001

4 . The remuneration and other allowances payable to the auditors may be regulated as per the provisions of section 142 of the Companies Act 2013 read with guidelines issued by the Department of Company Affairs vide no. 7/76 dated 8th April, 1976 and no. 8/6/83 dated 07th June, 1984.

5. The audit fees paid/payable to the auditors as intimated by the Company has been indicated in Annexure-II. Any revision in the audit fees payable (including fees for consolidation) for the year 2020-2021 and item-wise details of all remuneration paid to the auditors for other services (other than statutory audit) alongwith the amount of TA/DA paid for 2019-2020 may be intimated.

The said information may be provided as soon as the Accounts for the year 2019-2020 is finalised so as to enable this office to review the appointment/ re-appointment of the appointed auditors.

6. The above appointment is subject to the other conditions stipulated in Annexure-I(available on the CAG's website <http://care.cag.gov.in/policy/terms.pdf>).

Yours faithfully,

Sy

(Rajesh Rajpal)

Sr. Administrative Officer

Copy forwarded for information and necessary action to :

1. PRINCIPAL DIRECTOR OF AUDIT (SHIPPING)
PLOT NO. C-2, G.N. BLOCK, 6 & 7 FLOOR, NEAR ASIAN HEART INST
BANDRA- KURLA COMPLEX, BANDRA (E)
MUMBAI-400001

2. The Registrar of Companies, 100, NETAJI SUBHASH ROAD,
MUMBAI-400 002

(Rajesh Rajpal)
Sr. Administrative Officer

(Report-III)

4/2/08

200/Rajpal

B/3/18

विशु
1/9/20

क.प्र.डी.आ.से.म. तथा प.क.से.म. को-1
आयक मंत्रालय, लेडीज को-ऑपरेटिव बिल्डिंग
बी.कैम्पस रोड, मुंबई, मुंबई-400 051.
O/o-P.D.C. (S) (S) (S)
6th Floor - 100 Netaji Subhash Road,
Mumbai - 400 002.
आयक संख्या/आयक क्र. 57 Report-III
दिनांक/Date: 01.09.2020

LIST OF CHARTERED ACCOUNTANT FIRMS FOR THE YEAR 2020-2021

Sl. No.	Firm Name	PSU Code / Unit Code	Station	Audit Details	Fees in Rs (As intimated by the PSU)
STATUTORY AUDITOR					
1	M G B & CO LLP (BO0207) PENINSULA BUSINESS PARK, TOWER - B, 19 TH FLOOR, G.K. MARG, LOWER PAREL MUMBAI MUMBAI - 400013, MAHARASHTRA	IDBIAS ST AR (3)	MUMBAI	STATUTORY AUDIT	535000

14 September 2020

To,
The Managing Director,
IDBI Asset Management Limited
IDBI Mutual Fund, 5th Floor,
Mafatlal Centre, Nariman Point,
Mumbai - 400 021.

Sub: Appointment of Statutory Auditors u/s 139 of Companies Act, 2013 for the financial year 2020-21.

Dear Sir,

We are in receipt of the letter dated 14 August 2020 from the office of the Comptroller and Auditor General of India vide reference no. CA. V/COY/Central Government, IDBIAS(1)/262 addressed to our Company with the Annexure of Auditors, wherein our name appears as the Statutory auditors for the financial year 2020-21.

We are pleased to accept the appointment as Statutory Auditors of **IDBI Asset Management Limited** for the financial year 2020-21.

2. We submit our letter of acceptance as under:

- (i) We are not disqualified under Section 141 of the Companies Act, 2013.
- (ii) No unreasonable TA/DA, out of pocket expenses will be claimed from the company.
- (iii) During the year of audit, and for one year after (to be counted from the date of conclusion of the relevant Annual General Meeting of the Company) the LLP ceases to be Auditor, no assignment for internal audit or consultancy or other services i.e. accounting and book keeping services, design and implementation of any financial information system, actuarial services, investment advisory services, investment banking services, rendering of outsourced financial services, management services etc. to the company or its holding company or partly owned subsidiaries of the company (irrespective of the shareholding) or joint ventures of the company whether under production sharing contract or otherwise will be accepted directly or indirectly as per explanation given under section 144 of the Companies Act, 2013 by the LLP. Non audit assignments that involve performing management functions or making management decisions and audit of annual accounts of subsidiary companies (irrespective of the shareholding)/ Joint Ventures/ Associates are also prohibited during the year of audit and for one year after the LLP ceases to be auditor.
- (iv) We confirm that No partner/ Chartered Accountant employee of the firm of auditors / LLP has been held guilty of professional misconduct by the Institute of Chartered Accountants of India during last year.



- (v) The audit would not be done by a person (i) who is neither a partner or nor an employee of the CA firm / LLP to which the audit has been allotted; (ii) who was earlier associated with the audit of the said PSU as a partner / employee of the retiring auditor.
- (vi) We confirm that No partner of the Chartered Accountant firm/ LLP would hold post of Director (except in case of financial companies) or undertake audit or any other job/ assignment of any private organization / company which is in the same line of business or industry as that of the PSU.

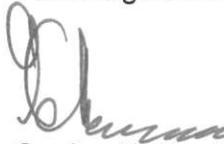
We hope you will find the above in Order.

Thanking you,

For **MGB & Co. LLP**

Chartered accountants

Firm Registration Number: 101169W /W-100035


Sanjay Kothari
Partner



Membership number 048215

C.C. To Principal Director of Audit (Shipping)
Plot No. C-2, G.N. Block, 6 &7 Floor, Near Asian Heart Inst.
Bandra Kurla Complex, Bandra (E), Mumbai -400 051

The Registrar of Companies
100, Netaji Subhash Road, Mumbai- 400002.

Office of the Comptroller and Auditor General of India
10, Bahadur Shah Zafar Marg, New Delhi- 110 124



OFFICE OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
10, BAHADUR SHAH ZAFAR MARG, NEW DELHI - 110 124

No./CA. V/ COY/CENTRAL GOVERNMENT, IDBIAS(1)/262

Dated :14/08/2020

To
THE MANAGING DIRECTOR
IDBI ASSET MANAGEMENT LIMITED
IDBI MUTUAL FUND, 5TH FLOOR,
MAFATLAL CENTRE, NARIMAN POINT
MUMBAI-400021

Subject : Appointment of Auditors under section 139 of the Companies Act, 2013 for the financial year 2020-2021

Sir/Madam,

I am directed to state that in exercise of the powers conferred by section 139 of the Companies Act 2013, the Comptroller and Auditor General of India is pleased to appoint the Chartered Accountant firms/Limited Liability Partnerships As per Annexure - II as the Statutory/Joint Statutory/ Branch Auditors of the company for the year(s) : 2020-2021. Statutory/Joint Statutory Auditor (s) of holding company shall also be the auditors of Consolidated Financial Statements under section 139 read with section 129(4) of the Companies Act, 2013.

2. You are requested to contact the concerned auditors individually under intimation to this office

3. The supplementary/test audit under sections 143 (6) & (7) of the Companies Act, 2013 of your company is entrusted to

PRINCIPAL DIRECTOR OF AUDIT (SHIPPING)
PLOT NO. C-2, G.N. BLOCK, 6 & 7 FLOOR, NEAR ASIAN HEART INST
BANDRA- KURLA COMPLEX, BANDRA (E)
MUMBAI-400001

4 . The remuneration and other allowances payable to the auditors may be regulated as per the provisions of section 142 of the Companies Act 2013 read with guidelines issued by the Department of Company Affairs vide no. 7/76 dated 8th April, 1976 and no. 8/6/83 dated 07th June, 1984.

5. The audit fees paid/payable to the auditors as intimated by the Company has been indicated in Annexure-II. Any revision in the audit fees payable (including fees for consolidation) for the year 2020-2021 and item-wise details of all remuneration paid to the auditors for other services (other than statutory audit) alongwith the amount of TA/DA paid for 2019-2020 may be intimated.

The said information may be provided as soon as the Accounts for the year 2019-2020 is finalised so as to enable this office to review the appointment/ re-appointment of the appointed auditors.

6. The above appointment is subject to the other conditions stipulated in Annexure-I(available on the CAG's website <http://care.cag.gov.in/policy/terms.pdf>).

Yours faithfully,

Sd/-

(Rajesh Rajpal)

Sr. Administrative Officer

Phone : 011-23509240 Fax : 91-11-23237730, 91-11-23509241 E-mail : saoca5@cag.gov.in,
sao2ca5@cag.gov.in

Copy forwarded for information and necessary action to :

1. PRINCIPAL DIRECTOR OF AUDIT (SHIPPING)
PLOT NO. C-2, G.N. BLOCK, 6 & 7 FLOOR, NEAR ASIAN HEART INST
BANDRA- KURLA COMPLEX, BANDRA (E)
MUMBAI-400001

2. The Registrar of Companies, 100, NETAJI SUBHASH ROAD,
MUMBAI-400 002

(Rajesh Rajpal)
Sr. Administrative Officer

(Report-III)

M
21/08

200/1/2020

B
31/8

विश्व
1/9/20

क.प्र.मि.क.के.स. तथा प.क.के.प. के-1
एडि. ऑफिस, एशियन कोरपोरेशन बिल्डिंग,
बी.के.ए.सी. रोड, मुम्बई-400 001.
O/o-P.D.C.A., 6th Floor,
Mumbai - 400 001.
आवक संख्या/No: 57 Report-III
दिनांक/Date: 01.09.2020

ANNEXURE - 11

LIST OF CHARTERED ACCOUNTANT FIRMS FOR THE YEAR 2020-2021

Sl. No.	Firm Name	PSU Code / Unit Code	Station	Audit Details	Fees in Rs (As intimated by the PSU)
STATUTORY AUDITOR					
1	M G B & CO LLP (BO0207) PENINSULA BUSINESS PARK, TOWER - B, 19 TH FLOOR, G.K. MARG, LOWER PAREL MUMBAI MUMBAI - 400013, MAHARASHTRA	IDBIAS ST AR (3)	MUMBAI	STATUTORY AUDIT	535000

DIRECTOR'S
REPORT

DIRECTOR'S REPORT

Dear Members,

The Board of Directors takes pleasure to present the **Tenth Annual Report** on the affairs of IDBI Asset Management Limited along with the audited accounts for the financial year ended March 31, 2020.

FINANCIAL HIGHLIGHTS AND SUMMARY

The Company's financial performance for the year ended March 31, 2020 is summarized as below:-

(Rs. in Crores)

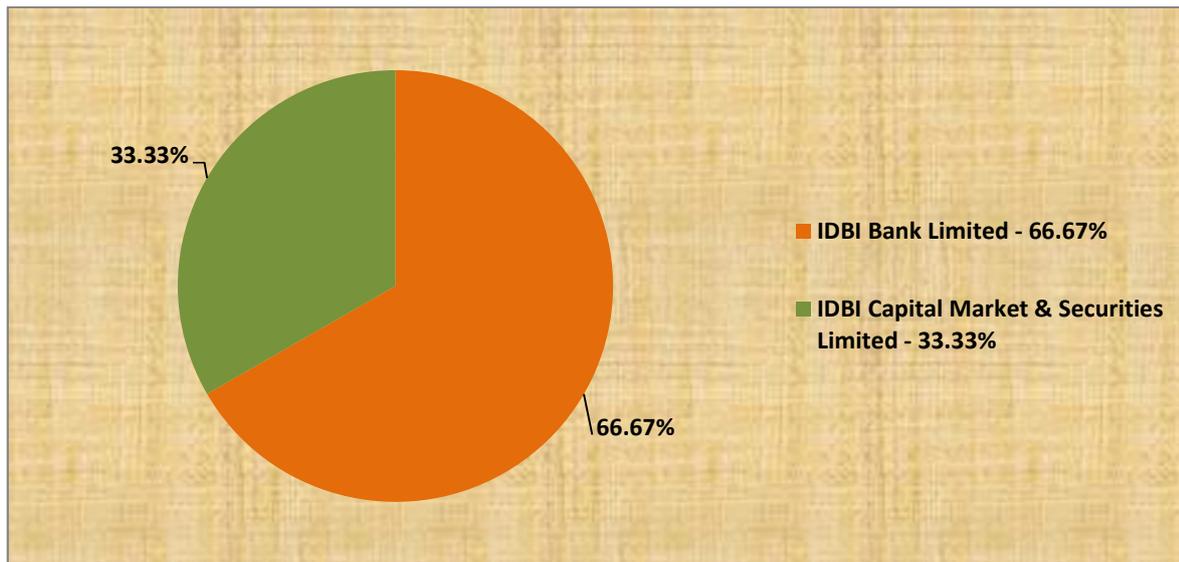
Particulars	2019-20	2018-19
Total Income	36.08	64.84
Total Expenses	31.55	57.42
Profit/(Loss) before exceptional and extra-ordinary item and tax	4.53	7.42
Extraordinary item : Add/(Subtract)	8.25	2.15
Profit/(Loss) before Taxation	12.78	9.57
Current Taxation	1.03	0.94
Deferred Tax :Asset/(Liability)	(11.00)	(12.97)
Profit/(Loss)	0.75	(4.34)
Earnings per equity share:		
Basic	0.04	(0.22)
Diluted	0.04	(0.22)

The total Asset Under Management (AUM) of IDBI Mutual Fund has declined to Rs.3,396crores as on March 31, 2020 as against Rs. 6,238 crores as on March 31, 2019 due to decrease in Equity and Liquid AUM. The total income of your company has decreased from Rs.64.84crores during financial year 2018-19 to Rs.36.08crores during financial year 2019-20. Further, the Net profit has increased from Net Loss of Rs. 4.34 crores during the financial year 2018-19 to Net profit of Rs. 0.75crores during the financial year 2019-20.

SHARE CAPITAL

During the year under review, the company's Authorised Share Capital was Rs.250 crores and issued, subscribed &paid up share capital was Rs.200 crores divided into 20 crores equity shares of Rs.10 /- each.

The shareholding pattern of the company as on March 31, 2020 was as under:-



I. RESULT OF OPERATIONS AND THE COMPANY'S STATE OF AFFAIRS

- 1) Your company was incorporated on January 25, 2010, under the Companies Act, 1956, with the principal activity to act as "Investment Manager" to IDBI Mutual Fund. The Financial Year 2019-20 is the tenth year of operation of your company. Your company aims to assist the investors in making informed investment choices through mutual funds.
- 2) Your company managed 22 schemes during the year ended March 31, 2020 which consist of 12 equity fund schemes, 6 debt fund schemes, 2 hybrid fund schemes and one each FOF (Gold) and Gold ETF scheme of IDBI Mutual Fund.
- 3) The total Average Assets Under Management (AAUM) during the quarter ended March 31, 2020 was Rs.5,065 crores.
- 4) Your company's revenue from operations has declined from Rs. 59.77crores (financial year 2018-19) to Rs. 29.91crores (financial year 2019-20) i.e. a decrease of 49.96%.
- 5) New scheme launched:-
No new schemes were launched in financial year 2019-20

Business Environment:

The financial year 2020 was a challenging year for the economy. GDP growth for FY20 slowed down to its lowest since FY09 at 4.2% from 6.1% in FY19. Manufacturing growth slipped from 4.9% in FY19 to 0.9% in FY20. Growth in Service Sector recorded 5.5% in FY20 from 7.7% in FY19. Investment demand contracted by 2.8% in FY20 compared to an increase of 9.8% in FY19. Even consumption demand slipped to 5.3% in FY20 from 7.2% in FY19. This was reflected in contraction in auto sales, with both passenger car and two wheeler declining by 24.5% (from 2% in FY19) and 17.5% (from 4.9% in FY19) respectively in FY20. On the positive side, BJP won a landslide victory in the 2019 General Elections, allowing the incumbent government to continue for next 5-years, in-line with market expectation as this would ensure policy continuity.

During the year, headline CPI edged up to 4.8% in FY20 from 3.4% in FY19, above RBI's 4% target. This was on account of higher food inflation resulting from unusual supply disruption related to weather. Core inflation, however moderated to 4% in FY20 compared to 5.8% in FY19, driven by muted oil prices (14% lower in FY20). All elements of core inflation have fallen, except personal care segment. RBI was able to cut policy rate by 135bps between Feb'19 and Oct'19 as inflation was well within its target. The second phase of policy rate reductions started in Mar'20 to support economic activity due to the negative economic shock emanating from covid pandemic.

RBI also undertook a number of liquidity enabling measures such as OMO purchase of Rs 1.5tn in FY20 and Rs 1.7tn in FYTD21, Targeted long-term repo operations (TLTRO: Rs 1.25tn), Operation Twist (Rs.700bn in CYTD20) involving selling of short-term securities for buying long-term to ensure transmission of lower yields across the yield curve and 1% reduction in CRR.

The Government overshot its fiscal deficit target for FY20 from 3.8% (revised estimates) to 4.6% (provisional actual). This was mainly owing to sharp dip in centre's net tax revenue growth, which rose by only 2.9% versus targeted 14.2%. The key reason for this was reduction in corporate tax rate which was brought down from 35% to 25% to stimulate private investment. As a result corporate tax collections fell by 16.1% and direct tax collections were down by 8.7%. Spending momentum was maintained at 16% which was in line with budget estimates i.e 16.6%. In FY21, with pandemic and contraction of economic activity, The Central Government has already increased its borrowing to Rs 12tn from Rs 7.8tn projected in the Budget.

Global growth considerably slipped to 2.3% in FY20, the lowest rate since the global financial crisis of 2008-2009. The trade war between US and China, Brexit uncertainty, structural factor such as low productivity along with impact of the pandemic towards the end of the period was one of the key contributors to the slowdown in global growth.

FII's remained net buyers for most of FY20, onset of COVID-19 and imposition of nationwide lockdown led to FII outflows of US\$ 16.6bn in the month of Mar'20. For FY20, FII outflows were US\$ 6bn led by outflows in the debt segment. DIIs were net buyers in equity during the year. (source: Bloomberg)

Mutual Fund Industry

Average Assets Under Management (AAUM) of Indian Mutual Fund Industry for the month of March 2020 stood at Rs. 24,70,882Crore.

Net Assets Under Management (AUM) of Indian Mutual Fund Industry as on March 2020 was Rs. 22,26,203Crore as compared to Rs. 23,79,584 Crore as on March 31,2019.

The AUM of the Indian MF Industry has grown more than double in the last 5 years i.e. from Rs.10,82,757 Crore as on 31st March 2015 to Rs. 22,26,203 Crore as on 31st March 2020 .

The total number of folios as on 31st March 2020 stood at 8.97 crore. The number of folios doubled in the last 5 years from 4.17 crore as on 31st March 2015.

Over the years, the regulatory operating framework has undergone various changes in order to bring more transparency in operation and safeguard the Investors' interest. SEBI has introduced many tightening norms for Mutual fund Industry. The regulator has changed the valuation methodology for debt and money market instruments to mark-to-market, doing away with amortisation entirely.

Measures like change in Investment norms for mutual funds for investment in Debt and Money Market Instruments, creation of segregated portfolio in mutual fund schemes, extension of timeline for uploading the NAVs of schemes (except FOFs) on website of AMFI/AMCs in order to enable consideration of all trades during a day for valuation, deviation from valuation guidelines, etc. are introduced.

A graded exit load is levied on investors of liquid schemes who exit the scheme up to a period of seven days mainly with a view to deter the corporates from using liquid funds to park their money for very short periods and to reduce the risk from large short-term inflows and redemptions in liquid funds.

Considering the rapid technological advancement and use of digital platforms in Mutual Fund Industry, to deal with various technology related issues/risks, SEBI has also initiated few steps like System Audit framework, Technology Committee for Mutual Funds / Asset Management Companies (AMCs).

Systematic Investment Plan or SIP as it is commonly known, is an investment plan offered by Mutual Funds wherein one could invest a fixed amount in a mutual fund Scheme periodically at fixed intervals instead of making a lump-sum investment. SIP has been gaining popularity among Indian MF investors, as it helps in Rupee Cost Averaging and also in investing in a disciplined manner without worrying about market volatility and timing the market. Indian Mutual Funds recoded about 3.12 crore SIP accounts during FY 2019-20 through which investors have been regularly investing in Indian Mutual Fundschemes.

Over the years, the industry has matured and grown enough to absorb the changes. The whole Mutual Fund Industry now focuses on growing retail investor base and SIP book.

Change in the nature of Business, if any.

Your Company was incorporated with the principal activity to act as Investment Manager to IDBI Mutual Fund *vide* Investment Management Agreement dated February 20, 2010 entered into by IDBI MF Trustee Company Limited ('Trustees to IDBI Mutual Fund'). Your company has carried on the same business activity during the financial year 2019-20 and there is no change in the nature of the business of the company done during the year.

II. DIVIDEND

No dividend has been recommended during the financial year under review.

III. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there is no unpaid/unclaimed dividend.

IV. COMPLIANCE WITH NET WORTH REQUIREMENTS AS PRESCRIBED BY SEBI

Your company complies with the minimum net worth requirements of Rs.50 Crores as prescribed by the Securities and Exchange Board of India (“SEBI”). The net worth of your company as on March 31, 2020 was Rs. 108.56 Crores.

V. TRANSFER TO RESERVES

Your Company has made Net Profit of Rs. 0.75 crores for the year under review. The Board of Directors have decided to transfer the same to Reserves.

VI. FOREIGN EXCHANGE EARNINGS AND OUTGO

During the year under review, your company has not incurred any expense in foreign exchange.

VII. MATERIAL CHANGES AND COMMITMENTS IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There are no material changes occurred during the financial year ended March 31, 2020 and the date of the report affecting the financial position of the company.

During the Financial year 2019-20, IDBI Bank (the promoters of the company) has signed a Share Purchase Agreement (SPA) on November 22, 2019, with Muthoot Finance Limited for sale of 100% stake in your Company. As per the SEBI Regulations, Muthoot Finance Limited, made an application to SEBI for approval of the same. The SEBI approval is awaited.

In accordance with the provisions of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility) Rules, 2014, a CSR Committee of the Directors of the Company has been constituted. The CSR Committee during the year approved constitution of Internal Committee consisting of Managing Director & CEO, CFO & COO and Head – HR to take decisions for CSR contribution by the Company. The Committee had identified certain projects, to which the CSR contributions can be made. However, due to COVID-19 pandemic and resultant lockdown, the CSR contributions could not be made. The management is confident that during the financial year 2020-21, the CSR obligations as may be required by the provisions of the Companies Act, 2013 will be fulfilled.

VIII. BOARD OF DIRECTORS

Changes in Directors and Key Managerial Personnel (KMP): -

Board of Directors

During the year under review, Shri Krishna Nair Prasad (DIN :02611496) has resigned from the Board. In his place, Shri Rakesh Sharma(DIN: 06846594) was appointed w.e.f. July 11,2019.

During the year Lt. Gen. (Dr.) Mukesh Sabharwal (DIN: 05155598), retired on September 27, 2019 after completing 5 years as Independent Director of the Company.

Shri Dilip Kumar Mandal (DIN: 03313130) has resigned w.e.f. November 30, 2019 from the Board due to superannuation from IDBI Bank Limited. Shri Raj K. Singh (DIN :08654156) was appointed as Managing Director and CEO w.e.f. December 30, 2019.

The Composition of the Board, for the year ended as on March 31, 2020 is as under:

Sr. No.	Name of Director	Director Identification Number	Designation	Date of Appointment	Date of Cessation
1.	Shri Krishna Nair Prasad	02611496	Nominee Director	28/10/2016	31/05/2019
2.	Lt. Gen. (Dr.) Mukesh Sabharwal	05155598	Independent Director	15/11/2011	27/09/2019
3.	Shri Dilip Kumar Mandal	03313130	Managing Director and CEO	22/08/2016	30/11/2019
4.	Shri Rakesh Sharma	06846594	Chairman	11/07/2019	-
5.	Shri Jorty M Chacko	08307961	Director	11/01/2019	-
6.	Shri Annavarapu Venkat Rammurty*	00050455	Independent Director	20/04/2020	-
7.	Ms. Geeta Pursappa Shetti*	02948958	Independent Director	12/02/2020	-
8.	Shri Arvind Kumar Jain	07911109	Independent Director	22/03/2018	-
9.	Shri Raj K. Singh	08654156	Managing Director & CEO	30/12/2019	-

**Re-appointed for a further period of 1 year from the date of completion of their respective period of five years as Independent Director subject to approval of the Shareholders of the Company.*

Key Managerial Personnel

Shri Dilip K. Mandal (DIN : 03313130) Managing Director & CEO, resigned from the Board of Directors of the Company due to superannuation from IDBI Bank Ltd w.e.f. November 30, 2019 and Shri Raj K. Singh (DIN : 08654156) was appointed as Managing Director & CEO w.e.f. December 30, 2019. Other than above, there has been no change in the Key Managerial Personnel during the year under review. The List of Key Managerial Personnel, for the year ended as on March 31, 2020 is as under:

S.No	Name	Designation	Date of Appointment
.			

1.	Shri Raj K. Singh	Managing Director & Chief Executive Officer	30/12/2019
2.	Shri Amit Bhavsar	Chief Financial Officer & Chief Operating Officer	28/09/2015
3.	Shri Ajit Joshi	Company Secretary	01/01/2019

Retirement by Rotation

The Board of Director of your company comprises of six Directors of which three Directors are Independent Directors as on the date of the Annual General Meeting. According to the provisions of the Companies Act, 2013 & Articles of Association of the company; out of the remaining three (i.e. Chairman, Nominee Director and Managing Director & CEO), the Chairman and the Managing Director & CEO are not liable to retire by rotation. At the ensuing Annual General Meeting, no Director is liable to retire by rotation.

IX. BOARD MEETINGS HELD DURING THE YEAR

The Board meets at regular intervals to discuss and decide the operation of the company. The Notice of Board meeting is given well in advance to all the Directors of the company. The Agenda of the Board meeting is circulated a week prior to the Board meeting and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings were carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board, as the case may be.

During the year under review total of Nine Board meetings were held, the details of the same areas under: -

Dates on which Board Meetings were held	Total strength of the Board	Directors present
April 23, 2019	7	7
July 11, 2019	6	5
August 07, 2019	7	6
September 20, 2019	7	7
October 24, 2019	6	6
November 21, 2019	6	6
December 30, 2019	5	4
February 10, 2020	6	5
March 11, 2020	6	6

ATTENDANCE OF DIRECTORS AT BOARD MEETINGS

(Leave of Absence – LoA)

Name of the Director	Attendance at the Board Meeting held on								
	April 23, 2019	July 11, 2019	August 07, 2019	September 20, 2019	October 24, 2019	November 21, 2019	December 30, 2019	February 10, 2020	March 11, 2020
Shri Rakesh Sharma, Chairman (DIN: 06846594)	Not Applicable	Not Applicable	Present	Present	Present	Present	Present	Present	Present
Shri Krishna Prasad Nair, Chairman (DIN: 02611496)	Present	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Shri Jorty M. Chacko Director (DIN:08307961)	Present	LoA	Present	Present	Present	Present	LoA	Present	Present
Shri Annavarapu Venkat Rammurthy, Independent Director (DIN:00050455)	Present	Present	Present	Present	Present	Present	Present	Present	Present
Ms Geeta Pursappa Shetti, Independent Director (DIN:0294895)	Present	Present	LoA	Present	Present	Present	Present	LoA	Present
Lt. Gen. (Dr.) Mukesh Sabharwal (Retd.), Independent Director (DIN: 05155598)	Present	Present	Present	Present	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Shri Arvind Kumar Jain, Independent Director (DIN:07911109)	Present	Present	Present	Present	Present	Present	Present	Present	Present
Shri Dilip Kumar Mandal	Present	Present	Present	Present	Present	Present	Not Applicable	Not Applicable	Not Applicable

MD &CEO (DIN:03313130)							e	ble	ble
Shri Raj K. Singh MD& CEO (DIN : 08654156)	Not Applica ble	Not Applica ble	Not Applica ble	Not Applica ble	Not Applica ble	Not Applica ble	Not Applicabl e	Present	Present

X. AUDIT COMMITTEE OF THE BOARD:

The Audit Committee was constituted in the year 2010 and adopted a charter for its functioning. The Committee was further reconstituted as per the Section 177 of the Companies Act, 2013 and the charter was also redefined in lines with the provisions of the said Act. The primary objective of the Committee is to monitor and provide effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting.

The Composition of the Audit Committee as on March 31, 2020 was as under: -

S. No.	Name of the Director	Particulars	Date of Appointment
1.	Ms. Geeta Pursappa Shetti** (DIN: 02948958)	Independent Director & Chairperson	February 12, 2015
2.	Shri Annavarapu Venkat Rammurthy** (DIN: 00050455)	Independent Director	April 20, 2015
3.	Shri Arvind Kumar Jain (DIN: 07911109)	Additional Independent Director	April 21, 2018

*** Re-appointed for a further period of 1 year from the date of completion of their respective period of five years as Independent Director subject to approval of the Shareholders of the Company.*

During the year under review, the Committee held Eight meetings, the detail of the same are summed up as under: -

Dates on which Audit Committee Meetings were held	Total strength of the Committee	Director's present
April 23, 2019	4	4
July 11, 2019	4	4
August 07, 2019	4	3
September 20, 2019	4	4
October 24, 2019	3	3
December 30, 2019	3	3
February 10, 2020	3	2
March 11, 2020	3	3

ATTENDANCE OF DIRECTORS AT AUDIT COMMITTEE MEETINGS

(Leave of Absence – LoA)

Name of the Director	Attendance at the Audit Committee Meeting held on							
	April 23, 2019	July 11, 2019	August 07, 2019	September 20, 2019	October 24, 2019	December 30, 2019	February 10, 2020	March 11, 2020
Ms Geeta Pursappa Shetti (DIN:02948958)	Present	Present	LoA	Present	Present	Present	LoA	Present
Lt. Gen. (Dr.) Mukesh Sabharwal(Retd) (DIN:05155598)	Present	Present	Present	Present	Not Applicable	Not Applicable	Not Applicable	Not Applicable
Shri Annavarapu Venkat Rammurty (DIN:00050455)	Present	Present	Present	Present	Present	Present	Present	Present
Shri Arvind Kumar Jain (DIN:07911109)	Present	Present	Present	Present	Present	Present	Present	Present

Vigil Mechanism

The company's Vigil Mechanism incorporates the whistle blower policy pursuant to the provisions of Section 177(9) of the companies Act, 2013 and companies (Meeting of Board and its Powers) Rules, 2014. The same is also available on our website www.idbimutual.co.in. A Vigilance Officer has been appointed, who shall oversee the Vigil Mechanism of the company and report any Protected Disclosure to the Audit Committee. The protected disclosures can be made by a whistle blower through an e-mail vigilance@idbimutual.co.in or a letter to the Vigilance Officer or to the Chairman of the Audit Committee.

XI. OTHER COMMITTEES

a. Nomination & Remuneration Committee: -

The Nomination & Remuneration Committee was constituted in the year 2014 and adopted a Charter for its functioning. The Committee was further reconstituted as per the Section 178 of

the Companies Act, 2013 and the scope was also redefined in lines with the provisions of the said Act. The Nomination and Remuneration Committee ('NRC') works with the Board to determine the appropriate attributes, skills and experience for the Board as a whole and its individual members with the objective of having a Board with diverse backgrounds and experience in business, government, education and public service. Characteristics expected of all Directors include independence, integrity, high personal and professional ethics, sound business judgment, ability.

The Composition of the Nomination & Remuneration Committee as on March 31, 2020 was as under:-

S. No.	Name of the Director	Particulars	Date of Appointment
1	Ms. GeetaPursappaShetti** (DIN: 02948958)	Independent Director	February 02, 2015
2	ShriAnnavarapuVenkatRammurthy** (DIN: 00050455)	Independent Director	April 20, 2015
3	Shri Jorty M. Chacko	Director	January 11, 2019
4	Shri Arvind Kumar Jain (DIN: 07911109)	Additional Independent Director	April 21, 2018

** Re-appointed for a further period of 1 year from the date of completion of their respective period of five years as Independent Director subject to approval of the Shareholders of the Company

The meetings of Nomination and Remuneration Committee were held three times during the year under review. The detail of the same has been summed up as under: -

Dates of Nomination and Remuneration Committee Meetings	Total strength of the Committee	Director's present
April 23, 2019	5	5
July 11, 2019	5	4
March 11, 2020	4	4

Attendance of Directors at Nomination and Remuneration Committee Meetings

(Leave of Absence – LoA)

Name of the Director	Attendance at the Nomination and Remuneration Committee Meetings held on		
	April 23, 2019	July 11, 2019	March 11, 2020
Lt. Gen. (Dr.) Mukesh Sabharwal (Retd.) (DIN: 05155598)	Present	Present	Not Applicable

Ms Geeta Pursappa Shetti (DIN: 02948958)	Present	Present	Present
Shri Annavarapu Venkat Rammurty (DIN: 00050455)	Present	Present	Present
Shri Jorty M. Chacko (DIN: 08307961)	Present	Leave of Absence	Present
Shri Arvind Kumar Jain (DIN: 07911109)	Present	Present	Present

b. Committee of Independent Directors

The company has Committee of Independent Directors in place as per the provisions of the Companies Act, 2013.

As on March 31, 2020, the composition of the Committee of Independent Directors was as under: -

S. No.	Name of the Director	Particulars	Date of Appointment
1	Ms. Geeta Pursappa Shetti** (DIN: 02948958)	Independent Director	February 12, 2015
2	Shri Annavarapu Venkat Rammurty** (DIN: 00050455)	Independent Director	April 20, 2015
3	Shri Arvind Kumar Jain (DIN: 07911109)	Independent Director	April 21, 2018

*** Re-appointed for a further period of 1 year from the date of completion of their respective period of five years as Independent Director subject to approval of the Shareholders of the Company*

The Committee met once during the financial year 2019-20 on March 11, 2020 where all the Directors were present.

c. Corporate Social Responsibility Committee

The Company has a Committee for Corporate Social Responsibility in place as required by Section 135 of the Companies Act, 2013. The composition of the CSR Committee as approved by the Board is as under: -

S. No.	Name of the Director	Particulars
1	Shri Jorty Chacko (DIN : 08307961)	Director
2	Shri Annavarapu Venkat Rammurty** (DIN: 00050455)	Independent Director
3	Shri Arvind Kumar Jain	Independent Director

S. No.	Name of the Director	Particulars
	(DIN: 07911109)	
4	Ms. Geeta Pursappa Shetti** (DIN: 02948958)	Independent Director

*** Re-appointed for a further period of 1 year from the date of completion of their respective period of five years as Independent Director subject to approval of the Shareholders of the Company*

The Committee met once during the financial year 2019-20 on March 11, 2020 where all the Directors were present.

XII. DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability confirm: -

- a. In the preparation of the Annual Accounts for the year ended March 31, 2020, the applicable Accounting Standards have been followed along with proper explanation relating to material departures.
- b. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and the profit and loss of the company for that period.
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d. that proper internal financial controls were laid down and that such internal financial controls are adequate and were operating effectively.
- e. The Directors have prepared the annual accounts on a going concern basis and
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and are operating effectively.

XIII. EXTRACT OF THE ANNUAL RETURN

Pursuant to the provisions of Section 134(3)(a) and Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 including Companies (Amendment) Act, 2017 the copy of the annual return of the company will available on the website of IDBI Mutual Fund at www.idbimutual.co.in.

XIV. STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS

The company has received necessary disclosures from the Independent Directors under Section 149(7) of the Companies Act, 2013 that he/she meets all the criteria laid down in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as Independent Director during the year.

During the year, the Non Independent Directors of the company had no pecuniary relationship or transactions with the company, other than the sitting fees, commission and reimbursement of expenses incurred by them for the purpose of attending meetings of the company.

XV. DIRECTOR'S APPOINTMENT AND REMUNERATION POLICY

The Company has devised and adopted separate policies for Appointment and Remuneration being:-

- (a) Director's Appointment and Evaluation Policy; and
- (b) Nomination and Remuneration Policy.

XVI. WHISTLE BLOWER POLICY

Pursuant to the requirements of Section 177 of the Companies Act, 2013 and the SEBI Listing Regulations, the company has established a vigil mechanism (Whistle Blower Policy) for the employees and the Directors as an avenue to voice concerns relating to unethical behaviour, actual or suspected fraud or violation of the company's code of conduct. The Ombudsperson appointed by the Board deals with the complaints received and ensures appropriate action. The mechanism also provides for adequate safeguards against victimization of persons using the mechanism and provides direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. No person was denied access to the Audit Committee.

XVII. CORPORATE SOCIAL RESPONSIBILITY POLICY

Your Company's Corporate Social Responsibility (CSR) Policy has been prepared in line with the Section 135 of the Companies Act, 2013 ("the Act") and amendments thereto from time to time and includes the activities as covered under the Schedule VII of the companies act and companies (Corporate Social Responsibility Policy) Rules, 2014 as amended from time to time. IDBI AMC CSR Policy is driven by intent to make a material, visible and lasting difference to the lives of disadvantaged sections of the society and a sustained positive contribution to the welfare of society at large through a dedicated CSR budget carved out of profits for assorted but deserving CSR initiatives on pan-India basis. The said policy is formulated and adopted in lines with the CSR policy of the IDBI Bank Limited (" *Holding Company* ") and the same is available on our website www.idbimutual.co.in.

XVIII. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY

Your company is an Investment Manager to IDBI Mutual Fund. Thus, the operations of the company are guided by the SEBI Regulations and directives and AMFI guidelines issued from time to time. In compliance with the SEBI circular, the company has in place a policy manual on managing risks related to the business being managing the operations of IDBI Mutual Fund as per the Investment Management Agreement and is duly implemented.

XIX. OTHER POLICIES OF THE COMPANY

Your company being an Investment Manager to IDBI Mutual Fund, for its business and operations purposes, is guided by the SEBI (Mutual Funds) Regulations, 1996 as amended from time to time which also includes circulars, orders, etc. In accordance with various applicable regulations, the Company has in place, amongst others as mentioned in the report all the necessary policies.

XX. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION 186

The information required under this head which relates to the Section 186 of the Companies Act, 2013 is provided in the Note no. 10 under the heading Non-Current Investments of the Balance Sheet of the company. Members are requested to refer to those notes for the relevant information.

XXI. PARTICULARS OF CONTRACTS OR ARRANGEMENT WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188.

All the Related Party Transactions are entered in the ordinary course of business and are on arm's length basis, and are in compliance with the applicable provisions of the Companies Act, 2013. Materially significant related party transactions made by the company with Promoters, Directors or Key Managerial Personnel, etc. are being reported in Form AOC-2 in terms of Section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014. The AOC for the year under review is attached as Annexure - "A".

All Related Party Transactions are presented to the Audit Committee and the Board.

XXII. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The company is not involved in industrial manufacturing; and has not consumed energy more than required for its day to day operations.

(A) Conservation of energy-

- i. The steps taken or impact on conservation of energy: **Not Applicable**
- ii. The steps taken by the company for utilizing alternate sources of energy: **Not Applicable**
- iii. The capital investment on energy conservation equipment's: **Not Applicable**

(B) Technology absorption-

- i. The efforts made towards technology absorption: **Not Applicable**
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution: **Not Applicable**
- iii. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year):- **Not Applicable**
 - a) The details of technology imported
 - b) The year of import
 - c) Whether the technology been fully absorbed
 - d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof;

and

- iv. The expenditure incurred on Research and Development: **Not Applicable**

However, your company has been increasingly using Information Technology systems in its operations.

XXIII. STATUTORY AUDITORS

The office of Comptroller and Auditor General of India (C&AG) vide letter no. CA.V/COY/CENTRAL GOVERNMENT, IDBIAS(1)/262 dated August 14, 2020 has continued the appointment of MGB & Co., LLP, as Statutory Auditor of the Company for the financial year 2019-20 in terms of Section 139 & 141 of the Companies Act, 2013 read with Rule 4 of the Companies (Audit and Auditors) Rules, 2014 as amended from time to time.

As per the Section 139 of the Companies Act, 2013, the remuneration of Auditors appointed by the office of C&AG, shall be fixed by the company in the Annual General Meeting. Accordingly, the Notice of the Annual General Meeting includes an item pertaining to remuneration of the Auditors for the year 2020-21.

XXIV. STATUTORY AUDITOR'S REPORT

There are no qualifications, reservations or adverse remarks made by MGB & Co., Statutory Auditors, in their report for the financial year ended March 31, 2020.

XXV. SECRETARIAL AUDITOR'S REPORT

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Rules made thereunder, Vipin Tiwari & Co., Company Secretaries was appointed to conduct the Secretarial Audit of the company for the year ended March 31, 2020.

The Secretarial Audit report in Form no. MR-3 is attached to the report at Annexure - "B". The same does not contain any qualification, reservation or adverse remarks.

XXVI. COMPLIANCE WITH SECRETARIAL STANDARDS

The company has in place proper systems to ensure compliance with the provisions of the applicable secretarial standards issued by the Institute of Company Secretaries of India and subsequent modifications thereof and such systems are adequate and operating effectively.

XXVII. DECLARATION ON CODE OF CONDUCT

This is to confirm that the Board has laid down a Code of Conduct for all Board members and Senior Management of the company. Further, all Board members and Senior Management have affirmed compliance with the company's code of conduct for the financial year 2019-20.

XXVIII. PARTICULARS OF EMPLOYEES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, a statement showing the names and other particulars of the employees drawing remuneration in excess of the limits set out in the said rules is required to be provided as part of Director's report.

Your Directors confirm that there are no employees drawing salaries in excess of the limits set out in the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

XXIX. EXPLANATION OR COMMENTS OF THE BOARD ON EVERY QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE

The report of Statutory Auditor and Secretarial Auditor are free from any qualification, reservation or adverse remark or disclaimer.

XXX. PERFORMANCE EVALUATION OF THE DIRECTORS ETC.

Pursuant to the provisions of Section 134, Schedule IV and the Rules made thereunder of the Companies Act, 2013, the evaluation process of the Board as a whole, individual Director and Board Committees for the financial year 2018-19, has been carried out.

A structured questionnaire contained in evaluation sheets covering various aspects of Board's functioning such as Board's structure, governance, dynamics & functioning and financial reporting process, was circulated to Board members. The dully filled and signed evaluation sheets were handed over to Company Secretary & Compliance officer in sealed form from Chairman and all other Directors and he was instructed to maintain the same as a confidential document and store them in a fire proof environment.

As part of the performance evaluation process, the Directors evaluated themselves, other board members, the overall Board as well as functioning of the Board Committees viz., Audit Committee, Nomination & Remuneration Committee etc.on the basis of well-defined evaluation parameters as set out in the questionnaire.

The performance evaluation of non-independent Directors and the Board as a whole was carried out by the Independent Directors at their meeting held on March 11, 2020. The Chairman briefed the Board on the evaluation conducted at the meeting held on June 29, 2020.

XXXI. DETAILS OF SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANIES

Your company does not have any subsidiaries/ Joint Ventures/ Associate company within the meaning of the Companies Act, 2013.

XXXII. DEPOSITS

During the financial year 2019-20, the company has neither accepted nor renewed deposits within the meaning of Section 73 and 76 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 and other applicable laws and as such no amount of principal or interest was outstanding as on date of the Balance Sheet.

XXXIII. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future during the year under review.

XXXIV. DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT

No fraud by the company or on behalf of the company by its officers or employees under sub-section (12) of Section 143 has been noticed or reported by the Auditors during the period covered by our audit.

XXXV. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (Prevention, PROHIBITION AND REDRESSAL) ACT, 2013

Your company has zero tolerance towards sexual harassment at the workplace. Your company firmly believes in providing a safe, supportive, secured and friendly workplace environment - a workplace where our Values come to life through the underlying behaviors. Positive workplace environment and a great employee experience are integral parts of our culture. Your company believes in providing and ensuring a workplace free from discrimination and harassment based on gender. Your company educates its employees as to what may constitute sexual harassment and in the event of any occurrence of an incident constituting sexual harassment your company provides the mechanism to seek recourse and redressal to the concerned individual subjected to sexual harassment.

To achieve the same, the company has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules thereunder. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. An Internal Complaints Committee has also been set up to redress complaints received on sexual harassment. There was no complaint pending as on March 31, 2020.

XXXVI. INTERNAL CONTROL SYSTEMS

Management approach to Internal Control Systems:

The company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal control framework practiced in your company essentially has two elements:

- 1) structures, policies and guidelines designed to achieve efficiency and effectiveness in operations and compliance with laws and regulations; and
- 2) an assurance function provided by Internal Audit.

The company also has documented policies, procedures and manuals for various processes which are periodically reviewed for changes warranted due to business needs/ regulatory prescriptions and Industry Standards.

The Audit Committee of the Board meets regularly to review reports, including significant audit observations and follow-up actions thereon. The Audit Committee also meets the company's

Statutory Auditors to ascertain their views on financial statements, compliance to accounting policies and procedures, the adequacy and effectiveness of internal control systems.

The Audit Committee regularly interacts with the Internal Auditors and seeks their views on improvement in the essential controls followed by the company and also regularly interacts with the management to understand the steps taken by the company to address the concerns of the Auditors and ensures that suitable measures are adopted by the company. The Audit committee being a sub-set of the Board places its recommendations to the Board along with the reports of the Auditors.

Internal Audit Function

The Internal Auditors continuously monitors the efficacy and adequacy of the internal controls/compliance with the objective of providing to Audit Committee and the Board of Directors, an independent, objective and reasonable assurance of the adequacy and effectiveness of the organization's operating systems, adherence to company's policies, applicable laws and processes and manner of safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, the timely preparation of reliable financial information, risk management, control and governance processes.

Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. To maintain its objectivity and independence, the Internal Auditors reports to the Audit Committee of the Board. This system of internal control facilitates effective compliance of Section 138 of the Companies Act, 2013.

Board oversight on the Internal Financial Controls

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the Internal, Statutory and Secretarial Auditors and external consultants and the reviews performed by management and the Audit Committee, the Board is of the opinion that the company's internal financial controls were adequate and effective during the year ended March 31, 2020.

XXXVII. ACKNOWLEDGEMENTS

The Board takes this opportunity to extend their sincere thanks to the Securities and Exchange Board of India as well as Reserve Bank of India, IDBI Bank Limited, the Registrars & Transfer Agents, the Custodians, the Bankers, Market Intermediaries and Distributors, Government Agencies, Auditors, Association of Mutual Funds in India, Board of Directors of IDBI MF Trustee Company Limited and other related organizations that have helped in your company's progress, as partners, through their continued support, guidance and cooperation.

The Board of Directors also wishes to place on record their deep sense of appreciation for the committed services by the company's executive, staff and workers company's consistent growth was made possible by their hard work, solidarity, cooperation and support.

We look forward to the same from all our stakeholders as we build your company to be a frontrunner and role model in the industry.

**For and on behalf of the Board of Directors
of IDBI Asset Management Limited**

Place: Mumbai

(Raj K. Singh)

(Rakesh Sharma)

Date: _____

(DIN : 08654156)

(DIN: 06846594)

Managing Director & CEO

Chairman

Annexure – “A”

FORM NO. AOC 2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

S. No.	Particulars	Details
1.	Name(s) of the related party and nature of relationship.	IDBI Bank Limited (L65190MH2004GOI148838) – Holding Company
2.	Nature of contracts/arrangements/transactions.	Office space at 8 locations to employees of IDBI AMC on leave and License basis. Office Space is being provided to employees within the office premises of IDBI Bank.
3.	Duration of the contracts/arrangements/transactions.	The contracts are entered on a perpetual basis subject to termination by either party
4.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Rent payable as and when raised by IDBI Bank Limited for 8 locations for the F.Y. 2019-20 is Rs.23,83,524/-.
5.	Date of approval by the Board.	April 20, 2015. (in existence prior to commencement of Companies act 2013)
6.	Amount paid as advances, if any.	NIL
7.	Justification for entering into the contracts/arrangements/transactions.	IDBI Bank Limited has more than 1800 branches in India. In order to create synergy between the businesses of two Companies The Mission of the Company is to promote Financial inclusion by assisting the common man in making informed investment choices, through mutual funds and thus bring to them, the prosperity of the capital markets. Thus it

		was felt that operating from the IDBI Bank premises would yield better results and help the Company in increasing its business reach to niche clients of the bank at Arm's length basis. The rent charged by IDBI Bank is as per market valuation done by the Bank.
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**For and on behalf of the Board of Directors
of IDBI Asset Management Limited**

Sd/-
(Raj K. Singh)
Managing Director & CEO
DIN: 08654156

Sd/-
(Rakesh Sharma)
Chairman
DIN: 06846594

Annexure – "A"

FORM NO. AOC 2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

S. No.	Particulars	Details
1.	Name(s) of the related party and nature of relationship.	IDBI MF Trustee Company Limited (CIN: U65991MH2010PLC199326) – Group Company.
2.	Nature of contracts/arrangements /transactions.	To recover Secretarial accounts and Administration fees.
3.	Duration of the contracts/arrangements /transactions.	The Board of IDBI MFT has approved the said policy in its meeting specifying the percentage and manner of recovering the said service charges.
4.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Certain common expenses incurred by Asset Management Limited ("IDBI AMC") such as Rent, Electricity, Maintenance relating to Mumbai office premises and also a portion of salary expenses for the services rendered by IDBI AMC. Out of the above common expenses we have charged 5% to MF Trustee Company Limited upto 30 th September 2019. With effect from 1 st October 2019 the rate has been revised to 0.25%. The IDBI AMC officials take care of the work relating to

		secretarial matters, conducting of meetings, ROC work, accounts/tax matters, SEBI compliance etc. IDBI AMC is charged 1% of salary expenses upto 30 th September 2019. With effect from 1 st October 2019 the rate has been revised to 0.25%.
5.	Date of approval by the Board.	October 22, 2013.
6.	Amount paid as advances, if any.	NIL
7.	Justification for entering into the contracts/arrangements /transactions.	IDBI MF Trustee Company Limited is a group Company within the 3 tier Structure of IDBI Mutual Fund and is a wholly owned subsidiary of IDBI Bank Limited. The Company does not have employees on its rolls and hence the day to day operations of the said Company is managed by the employees of IDBI AMC from their office located at 4 th Floor, IDBI Tower, Cuffe Parade, Colaba Mumbai 400005. Thus in order to maintain arm's length relationship with the Company, it was felt to recover a certain percentage of expenses as fees for main areas of services.

**For and on behalf of the Board of Directors
of IDBI Asset Management Limited**

Sd/-
(Raj K. Singh)
Managing Director & CEO
DIN: 08654156

Sd/-
(Rakesh Sharma)
Chairman
DIN: 06846594

FORM NO. AOC 2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

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

S. No.	Particulars	Details
1.	Name(s) of the related party and nature of relationship.	IDBI Bank Limited (L65190MH2004GOI148838) – Holding Company
2.	Nature of contracts/arrangements/transactions.	Office space at 8 locations to employees of IDBI AMC on leave and License basis. Office Space is being provided to employees within the office premises of IDBI Bank.
3.	Duration of the contracts/arrangements/transactions.	The contracts are entered on a perpetual basis subject to termination by either party
4.	Salient terms of the contracts or arrangements or transactions including the value, if any.	Rent payable as and when raised by IDBI Bank Limited for 8 locations for the F.Y. 2019-20 is Rs.23,83,524/-.
5.	Date of approval by the Board.	April 20, 2015. (in existence prior to commencement of Companies act 2013)
6.	Amount paid as advances, if any.	NIL
7.	Justification for entering into the contracts/arrangements/transactions.	IDBI Bank Limited has more than 1800 branches in India. In order to create synergy between the businesses of two Companies The Mission of the Company is to promote Financial inclusion by assisting the common man in making informed investment choices, through mutual funds and thus bring to them, the prosperity of the capital markets. Thus it was felt that operating from the IDBI Bank premises would yield better results and help the Company in increasing its business reach to niche clients of the bank at Arm's length basis. The rent charged by IDBI Bank is as per market valuation done by the Bank.

**For and on behalf of the Board of Directors
of IDBI Asset Management Limited**

**Sd/-
(Raj K. Singh)
Managing Director & CEO
DIN: 08654156**

**Sd/-
(Rakesh Sharma)
Chairman
DIN: 06846594**

FORM NO. AOC 2

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

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S. No.	Particulars	Details
1.	Name(s) of the related party and nature of relationship.	IDBI MF Trustee Company Limited (CIN: U65991MH2010PLC199326) – Group Company.
2.	Nature of contracts/arrangements/transactions.	To recover Secretarial accounts and Administration fees.
3.	Duration of the contracts/arrangements/transactions.	The Board of IDBI MFT has approved the said policy in its meeting specifying the percentage and manner of recovering the said service charges.
4.	Salient terms of the contracts or arrangements or transactions including the value, if any.	<p>Certain common expenses incurred by Asset Management Limited (“IDBI AMC”) such as Rent, Electricity, Maintenance relating to Mumbai office premises and also a portion of salary expenses for the services rendered by IDBI AMC.</p> <p>Out of the above common expenses we have charged 5% to MF Trustee Company Limited upto 30th September 2019. With effect from 1st October 2019 the rate has been revised to 0.25%.</p> <p>The IDBI AMC officials take care of the work relating to secretarial matters, conducting of meetings, ROC work, accounts/tax matters, SEBI compliance etc. IDBI AMC is charged 1% of salary expenses upto 30th September 2019. With effect from 1st October 2019 the rate has been revised to 0.25%.</p>
5.	Date of approval by the Board.	October 22, 2013.
6.	Amount paid as advances, if any.	NIL
7.	Justification for entering into the contracts/arrangements/transactions.	IDBI MF Trustee Company Limited is a group Company within the 3 tier Structure of IDBI Mutual Fund and is a wholly owned subsidiary of IDBI Bank Limited. The Company does not have employees on its rolls and hence the day to day operations of the said Company is managed by the employees of IDBI AMC from their office located at

		4 th Floor, IDBI Tower, Cuffe Parade, Colaba Mumbai 400005. Thus in order to maintain arm's length relationship with the Company, it was felt to recover a certain percentage of expenses as fees for main areas of services.
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***For and on behalf of the Board of Directors
of IDBI Asset Management Limited***

**Sd/-
(Raj K. Singh)
Managing Director & CEO
DIN: 08654156**

**Sd/-
(Rakesh Sharma)
Chairman
DIN: 06846594**

VIPIN TIWARI & CO.
Company Secretaries

FORM NO. MR.3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2020

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]*

To,
The Members,
IDBI ASSET MANAGEMENT LIMITED
IDBI TOWER, WTC Complex, Cuffe Parade,
Colaba, Mumbai – 400005

I, Vipin Mahendra Kumar Tiwari, Practising Company Secretary have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **IDBI ASSET MANAGEMENT LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on March 31, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. I, have examined the books, papers, minute books, forms and returns filed and other records maintained by **IDBI ASSET MANAGEMENT LIMITED** (“the Company”) for the financial year ended on March 31, 2020 according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
 - (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
(to the extent applicable)
 - (iii) The Depositories Act, 1996 and the regulations and bye-laws framed thereunder;

Registered Office: - F/262/1, Dreams The Mall, L.B.S Marg, Bhandup (West), Mumbai – 400078

Contact: - +91 9029955553 / 9892470712

E-mail:- pcsinfo01@gmail.com **Tel:** - 022 4120 1837

- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable to the Company during the audit period);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act).
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - (Not Applicable to the Company during the audit period);
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 - (Not Applicable to the Company during the audit period)
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - (Not Applicable to the Company during the audit period);
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (Not Applicable to the Company during the audit period);
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - (Not Applicable to the Company during the audit period) and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - (Not Applicable to the Company during the audit period)
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) Listing Agreement entered with stock exchange (Not Applicable to the Company during the audit period)

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, standards, etc. made thereunder.

I further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof on test check basis, the Company has complied with the law specifically applicable to the Company i.e. The Securities and Exchange Board of India (Mutual Fund) Regulations, 1996 and amendment from time to time.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. ***Further the Company has received Sow Cause Notice from SEBI and the Company has duly replied to the same. The Company has also paid the Settlement Fees as per the Settlement Order passed by SEBI.***

Adequate notice was given to all directors to schedule the Board Meetings, agenda were sent in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out either unanimously or majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**For Vipin Tiwari & Co.,
Company Secretaries**

Date: - 16th September, 2020

Place: - Mumbai

**Vipin Mahendra Kumar Tiwari
Proprietor
Membership No. A40765,
CP No. 17328
UDIN: A040765B000721764**

Note: -

- Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit
- The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- I have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
- I have also obtained the Management representation / Clarifications, wherever required, about the compliance of laws, rules and regulations and happening of events etc.
- The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management and my examination was limited to the verification of procedures on test basis.
- The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
As on the financial year ended on March 31, 2020
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

1	CIN	U65100MH2010PLC199319
2	Registration Date	25TH JANUARY, 2010
3	Name of the Company	IDBI ASSET MANAGEMENT LIMITED
4	Category/Sub-Category of Company	PUBLIC COMPANY
5	Address of the Registered office and contact details	IDBI TOWER, WTC COMPLEX, CUFFE PARADE, COLABA, MUMBAI - 400 005, MAHARASHTRA.Tel: (022) 66442800 Fax: (022) 66442801 Website: www.idbimutual.co.in Email: corp.secretarial@idbimutual.co.in
6	Whether listed company	NO
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	Kfintech Technologies Private Limited

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:-

S.No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the Company
1	The principal activity of the Mutual Fund is to provide Asset Management Services.	66301*	100.00%

**(As per National Industrial Classifications (NIC) 2008 code)*

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S.No.	Name of the Company	CIN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	IDBI BANK LIMITED	L65190MH2004GOI148838	Holding	66.67	2(46)
2	IDBI CAPITAL MARKETS & SECURITIES LIMITED (FORMERLY KNOWN AS IDBI CAPITAL MARKET SERVICES LIMITED)	U65990MH1993GOI075578	Associate	33.33	2(6)

Foreign Holdings (FIIs/FCs/FFIs/NRIs/OCBs)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	Nil
2. Non- Institutions									
a) Bodies Corporates	0	0	0	0	0	0	0	0	0
i. Indian	0	0	0	0	0	0	0	0	0
ii. Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital up to Rs.1lakh	0	0	0	0	0	0	0	0	0
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	0	0	0	0	0	0	0	0	0
c) Others	0	0	0	0	0	0	0	0	0
Sub-total(B)(2):-	0	0	0	0	0	0	0	0	Nil
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	0	0	0	0	0	0	0	Nil
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	Nil
Grand Total (A+B+C)	0	0	20,00,00,000	100	0	0	20,00,00,000	100	Nil

ii. Shareholding of Promoters								
S. 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	IDBI Bank Limited (CIN: L65190MH2004GOI148838) along with six other individual nominees.	13,33,40,000	66.67	0	13,33,40,000	66.67	0	0
2	IDBI Capital Markets & Securities Limited (Formerly known as IDBI Capital Market Services Ltd) (CIN: U65990MH1993GOI075578)	6,66,60,000	33.33	0	6,66,60,000	33.33	0	0
Total		20,00,00,000	100	0	20,00,00,000	100	0	0

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

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No of Shares	% of total shares of the company
1	At the beginning of the year	20,00,00,000.00	100.00	20,00,00,000.00	100.00
2	Date wise Increase/ Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment sweat equity etc.	-	-	-	-
		-	-	-	-
		-	-	-	-
		-	-	-	-
3	At the end of the year	20,00,00,000.00	100.00	20,00,00,000.00	100.00

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): NIL						
S. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the Company	No. of shares		% of total shares of the company
1	At the beginning of the year	-	-	-		-
2	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for Increase/ Decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.)	-	-	-		-
3	At the end of the year (or on the date of separation, if separated during the year)	-	-	-		-
v. Shareholding of Directors and Key Managerial Personnel: NIL						
S. No.	For each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year		
		No. of shares	% of total shares of the Company	No. of shares		% of total shares of the Company
1	At the beginning of the year	Nil				
2	Date wise Increase/ Decrease in Shareholding during the year specifying the reasons for Increase/Decrease (e.g. allotment/ transfer/ bonus/sweat equity etc.)					
3	At the end of the year (or on the date of separation, if separated during the year)					
V. INDEBTEDNESS:						
Indebtedness of the Company including interest outstanding/accrued but not due for payment:						
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness		
Indebtedness at the beginning of the financial year						
i)Principal Amount	-	-	-	-		
ii)Interest due but not paid	-	-	-	-		
iii)Interest accrued but not due	-	-	-	-		
Total(i+ii+iii)	-	-	-	-		
Change in Indebtedness during the financial year						
Addition	-	-	-	-		
Reduction	-	-	-	-		
Net Change	-	-	-	-		
Indebtedness at the end of the financial year						
i)Principal Amount	-	-	-	-		
ii) Interest due but not paid	-	-	-	-		
iii) Interest accrued but not due	-	-	-	-		
Total (i+ii+iii)	-	-	-	-		

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL			
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:			
S. No.	Particulars of Remuneration		
		Shri Dilip Kumar Mandal (DIN: 03313130) (Managing Director & CEO) (For the period from April 1, 2019 to	Shri Raj K. Singh (DIN : 08654156) (Managing Director & CEO) (for the period December 30,
	Gross salary		
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	27,93,006	20,61,219
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	1,95,500
	(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	-	-
	Total(A1)	27,93,006	22,56,719
	Ceiling as per the Act	Your Company is a Government Company as provided under Section 2(45) of the Companies Act, 2013 and accordingly as per the Ministry of Corporate Affairs circular dated June 05, 2015 the provisions of Section 197 is not applicable on your Company.	

B. REMUNERATION TO OTHER DIRECTORS:				
S. No.	Particulars of Remuneration	Name of Directors	Total Amount	
1	Fee for attending Board/ Committee meetings to Independent Directors	Refer excel sheet	Refer excel sheet	
	Commission	-	-	
	Others, please specify	-	-	
	Total (1)			
2	Other Non-Executive Directors:-	N.A.		
	Fee for attending board committee meetings			-
	Commission			
	Others, please specify			
	Total(2)		-	
	Total(B) =(1)+(2)			
	Total Managerial Remuneration(A+B)			
	Overall Ceiling as per the Act		Not more than Rs. 1 Lakh per meeting of Board or Committee thereof	

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD						
S.No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CFO Amit Bhavsar	Shri. Shri. Ajit Joshi	Company Secretary Shri. Ajit Joshi		
1	Gross salary	48,78,888		20,71,956		69,50,844
	(a)Salary as per provisions contained in section17(1)of	-		-		-
	(b)Value of perquisites u/s 17(2)Income-tax Act,1961	-		-		-
	(c)Profits in lieu of salary under section17(3)Income-tax	-		-		-
2	Stock Option					
3	Sweat Equity					
4	Commission					
	- as % of profit					
	- others, specify					
5	Others, please specify					
	Total	48,78,888		20,71,956		69,50,844
VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES: NONE						
Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding Fees imposed	Authority [RD/ NCLT/ COURT]		Appeal made, if any (give details)
A.COMPANY						
Penalty						
Punishment			NONE			
Compounding						
B.DIRECTORS						
Penalty						
Punishment			NONE			
Compounding						
C. OTHER OFFICERS IN DEFAULT						
Penalty						
Punishment			NONE			
Compounding						

For and on behalf of the Board of Directors

Sd/
(Raj K. Singh)
Managing Director & CEO
DIN: 08654156

Sd/
(Rakesh Sharma)
Chairman
DIN: 06846594

B. REMUNERATION TO OTHER DIRECTORS:

S. No.	Particulars of Remuneration					Total Amount
		Lt. Gen. (Dr.) Mukesh Sabharwal (Retd.)	Mr. A.V Rammurty	Ms. Geeta Pursappa Shetti	Mr. Arvind Kumar jain	
1	Independent Directors					
	• Fee for attending Board/Committee Meetings	2,85,000.00	6,25,000.00	5,25,000.00	6,35,000.00	20,70,000.00
	• Commission	NIL	NIL	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	2,85,000.00	6,25,000.00	5,25,000.00	6,35,000.00	20,70,000.00
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	• Fee for attending Board/Committee Meetings	NIL	NIL	NIL	NIL	NIL
	• Commission	NIL	NIL	NIL	NIL	NIL
	• Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B) = (1 + 2)	2,85,000.00	6,25,000.00	5,25,000.00	6,35,000.00	20,70,000.00
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL

Independent Auditor's Report

To the Members of **IDBI Asset Management Limited**

Report on the audit of financial statements

1. Opinion

We have audited the accompanying financial statements of **IDBI Asset Management Limited** ('the Company'), which comprise the balance sheet as at 31 March 2020, the statement of profit and loss, the statement of cash flows for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "financial statements").

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 31 March 2020, and its profit, and its cash flows for the year ended on that date.

2. Basis for opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing (SAs) prescribed 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 together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Emphasis of Matter

We draw attention to Note 24.15 to the financial statements which describes that the extent to which the COVID-19 Pandemic will impact the Company's results will depend on future developments, which are highly uncertain for which the Company will continue to monitor.

Our opinion is not modified in respect of this matter

4. Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Directors Report along with annexures, and the Secretarial Audit Report but does not include the financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of this auditor's report

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 identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information, if we conclude that there is a material misstatement therein, we will communicate the matter to those charged with governance.

5. 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 Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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.

6. Auditor's responsibility for the audit of the financial statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

7. Report on other Legal and Regulatory requirements

- I. As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of Section 143(11) of the Act ("the Order"), and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in the paragraph 3 and 4 of the Order.
- II. We are enclosing report in terms of Section 143(5) of the Act, on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, in the "Annexure B" on the directions and sub directions issued by the Comptroller and Auditor General of India.
- III. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The balance sheet, the statement of profit and loss and the statement of cash flows dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act read with specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;
- e) On the basis of written representations received from the directors of the Company and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure C". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting; and
- 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:

According to the records of the Company examined by us, and information and explanations given to us, the provisions of Section 197 read with Schedule V to the Act regarding managerial remuneration are not applicable to the Company.

- 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 has disclosed the impact of pending litigations on its financial position in its financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts having any material foreseeable losses; and
 - iii. There are no amounts required to be transferred, to the Investor Education and Protection Fund by the Company during the year.

For MGB & Co. LLP
Chartered Accountants
Firm Registration Number: 101169WV-100035


Sanjay Kothari
Partner
Membership Number 048215



Mumbai, 22 May 2020
UDIN: 20048215AAAABM6831

Annexure - A to the Independent Auditor's Report

Annexure referred to in paragraph 7(I) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of IDBI Asset Management Limited on the financial statements for the year ended 31 March 2020

- i. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) All the fixed assets have been physically verified by the management during the year. In our opinion the frequency of verification is reasonable having regard to the size of the Company and nature of its assets. According to the information and explanations, given to us, no discrepancies were noticed on such verification.
- (c) The Company does not have any immovable property and hence clause i (c) of the Order is not applicable.
- ii. Considering the nature of business, Clause (ii) of the Order is not applicable.
- iii. 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 Act.
- iv. In our opinion and according to the information and explanations given to us, the Company has neither given any loans/ guarantees nor provided any security. In respect of investments made, the Company has complied with the provisions of Section 186 of the Act.
- v. The Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 of the Act.
- vi. According to information and explanation given to us, the Central Government of India has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the activities carried on by of the Company.
- vii. According to the records of the Company examined by us and information and explanations given to us:
 - a) Undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, goods and service tax, cess and others as applicable have been regularly deposited with the appropriate authorities. There are no undisputed amounts payable in respect of aforesaid dues outstanding as at 31 March 2020 for a period of more than six months from the date they became payable.
 - b) There are no amounts on account of income tax, sales tax, service tax, goods and service tax, duty of customs, duty of excise or value added tax outstanding as at 31 March 2020 which are yet to be deposited on account of any dispute except as stated under.

Name of the Statues	Nature of Dues	Period to which amount relate	Amount in Rs	Forum where dispute is pending
MVAT Act	VAT	FY 2011-12	28,34,456/-	Joint Commissioner of Sales Tax Appeals

- viii. According to the records of the Company examined by us and the information and explanations given to us, the Company has not taken any loans or borrowings from bank / financial institution / Government or issued debentures during the year.
- ix. In our opinion and according to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year.
- x. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have been informed of any such case by the Management.
- xi. According to the records of the Company examined by us, and information and explanations given to us, the provisions of Section 197 read with Schedule V to the Act regarding managerial remuneration are not applicable to the Company. Accordingly, para 3(xi) of the Order does not apply to the Company.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the records of the Company examined by us, and information and explanations given to us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv. According to the records of the Company examined by us, and information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with him.
- xvi. According to the information and explanations given to us, the Company is in the business of management of various mutual fund schemes of IDBI Mutual Fund and deals or trades in securities for and on behalf of IDBI Mutual Fund and therefore the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For **MGB & Co. LLP**
Chartered Accountants
Firm Registration Number: 101169W/W-100035


Sanjay Kothari
Partner
Membership Number 048215



Mumbai, 22 May 2020
UDIN: 20048215AAAABM6831

Annexure B to the Independent Auditors Report

Referred to in our report of even date to the members of the IDBI Asset Management Limited on the accounts for the year ended 31 March, 2020

SI No	Directions u/s 143 (5) of the Companies Act, 2013	Auditors' reply on action taken on the directions	Impact on the financial statement
1	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	According to the information and explanation given to us, the Company has system in place to process all the accounting transactions through IT system	Nil
2	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts /loans/interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated	According to the information and explanations given to us, there are no cases of waiver/ write off of debts/ loans/ interest etc. The Company does not have any loans	Nil
3	Whether funds received/receivable for specific schemes from central/ state agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	According to the information and explanation given to us, the Company has not received any funds for specific schemes from central/ state agencies	Nil

For MGB &Co. LLP
Chartered Accountants
Firm Registration Number: 101169WW-100035



Sanjay Kothari
Partner
Membership Number 048215



Mumbai, 22 May 2020
UDIN: 20048215AAAABM6831

Annexure - C to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Act as referred to in paragraph 7 (III)(f) under "Report on other Legal and Regulatory requirements" of our report of even date to the members of IDBI Asset Management Limited on the financial statements for the year ended 31 March 2020

We have audited the internal financial controls over financial reporting of **IDBI Asset Management Limited** ("the Company") as of 31 March 2020 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 (ICAI). 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 Act.

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") issued by the Institute of Chartered Accountants of India 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2020, 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 issued by the Institute of Chartered Accountants of India.

For **MGB & Co. LLP**
Chartered Accountants
Firm Registration Number: 101169WW-100035


Sanjay Kothari
Partner

Membership Number 048215



Mumbai, 22 May 2020
UDIN: 20048215AAAABM6831



गोपनीय/शीघ्र डाक

संख्या: जीए/सीए 111/आयडीबीआय असेट/लेखा/2019-20/१०

सेवा में,

प्रबंध निदेशक एवं मुख्य कार्यकारी अधिकारी,
आयडीबीआय असेट मैनेजमेंट लिमिटेड,
4 माला, आयडीबीआय टॉवर,
कफ परेड, कोलाबा,
मुंबई 400005

24/08/2020

विषय: 31 मार्च 2020 को समाप्त वर्ष हेतु आयडीबीआय असेट मैनेजमेंट लिमिटेड के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6)(बी) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियाँ।

महोदय,

31 मार्च 2020 को समाप्त वर्ष हेतु आयडीबीआय असेट मैनेजमेंट लिमिटेड के वित्तीय विवरणों पर कंपनी अधिनियम 2013 की धारा 143 (6)(बी) के अंतर्गत भारत के नियंत्रक एवं महालेखापरीक्षक के द्वारा दी गई टिप्पणियाँ इस पत्र के साथ संलग्न हैं। टिप्पणियों को मुद्रित वार्षिक प्रतिवेदन के विषयसूची में उचित संकेत सहित सांविधिक लेखापरीक्षक के प्रतिवेदन के आगे रखा जाये।

वार्षिक सामान्य बैठक के समापन के पश्चात, वित्तीय विवरणों, सांविधिक लेखापरीक्षक का प्रतिवेदन तथा भारत के नियंत्रक एवं महालेखापरीक्षक की टिप्पणियों को अपनाते हुए सामान्य वार्षिक बैठक की कार्यवाही की एक प्रतिलिपि इस कार्यालय को अविलंब अग्रेषित की जाए। मुद्रित वार्षिक रिपोर्ट की दस प्रतियाँ भी इस कार्यालय को भेजी जायें। कृपया इस पत्र एवं संलग्नकों की प्राप्ति की सूचना दें।

भवदीय,

(पी.वी. हरि कृष्णा)

प्रधान निदेशक लेखापरीक्षा (नौवहन), मुंबई

संलग्न: यथोपरि।

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA
UNDER SECTION 143(6)(b) OF THE COMPANIES ACT, 2013 ON THE
FINANCIAL STATEMENTS OF IDBI ASSET MANAGEMENT LIMITED FOR THE
YEAR ENDED 31 MARCH 2020.**

The preparation of financial statements of IDBI Asset Management Limited for the year ended 31 March 2020 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the Financial Statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 22 May 2020.

The assets under management through various schemes managed by IDBI Asset Management Limited are not reflected in its Balance Sheet, since these assets do not form part of the IDBI Asset Management Limited. Therefore, I do not look into operation of these schemes including decision making regarding acquisition, management and disposal of the assets managed by the IDBI Asset Management Limited and express no opinion on the soundness of the investments.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of IDBI Asset Management Limited for the year ended 31 March 2020 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act.

For and on the behalf of the
Comptroller and Auditor General of India



(P. V. Hari Krishna)
Principal Director of Audit (Shipping), Mumbai

Place : Mumbai
Date : 24.08.2020.

IDBI ASSET MANAGEMENT LIMITED

(CIN: U65100MH2010PLC199319)

BALANCE SHEET as at 31 March

Amount in Rupees

	Note	2020	2019
Equity and Liabilities			
Shareholder's Funds			
Share capital	1	2,00,00,00,000	2,00,00,00,000
Reserves and surplus	2	(91,15,20,385)	(91,90,54,052)
		1,08,84,79,615	1,08,09,45,948
Non-current liabilities			
Long-term provisions	3	43,92,023	30,88,050
		43,92,023	30,88,050
Current liabilities			
Trade payables	4	-	35,96,539
Other current liabilities	5	4,43,45,970	8,20,05,600
Short-term provisions	6	43,22,031	47,94,154
		4,86,68,001	9,03,96,293
Total		1,14,15,39,639	1,17,44,30,291
Assets			
Non-Current Assets			
Property, Plant and Equipment	7	1,31,66,544	52,30,257
Intangible assets	8	28,50,867	24,26,223
		1,60,17,411	76,56,480
Non-current investments	9	50,95,79,967	31,11,75,174
Deferred tax Asset (Net)	10	3,73,93,745	14,73,55,469
Long-term loans and advances	11	17,27,20,126	20,27,23,092
		71,96,93,838	66,12,53,735
Current assets			
Current investments	12	37,76,65,853	45,61,21,882
Trade receivables	13	51,95,829	1,00,04,373
Cash and Bank Balances	14	58,36,776	6,56,100
Short-term loans and advances	15	1,26,51,186	2,42,24,259
Other current assets	16	44,78,746	1,45,13,462
		40,58,28,390	50,55,20,076
Total		1,14,15,39,639	1,17,44,30,291

Significant Accounting Policies and Notes forming part of the financial statements

24 & 25

As per our attached report of even date

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169WW-100035

Sanjay Kothari

Partner

Membership Number 048216

For and on behalf of the Board

Rakesh Sharma
Chairman
DIN: 068465594

Amit Bhavsar
CFO & COO
FCA 105890

Raj Kishore Singh
Managing Director & CEO
DIN: 08654156

Ajit Joshi
Company Secretary
ACS 22359

Place: Mumbai

Date: 22 May 2020



IDBI ASSET MANAGEMENT LIMITED

(CIN: U65100MH2010PLC199319)

Statement of Profit and Loss for the year ended 31 March

Amount in Rupees

	Note	2020	2019
Income			
Revenue from operations	17	29,90,68,568	59,76,66,687
Other income	18	6,17,77,304	5,07,52,036
Total		36,08,45,872	64,84,18,723
Expenses			
Employee benefits expense	19	14,66,29,568	15,96,32,916
Scheme and Distribution Expenses	20	4,46,10,548	29,50,23,507
Finance cost	21	85,68,766	20,80,896
Other expenses	22	10,88,08,632	11,21,56,145
Depreciation and amortization expense	23	68,85,389	52,81,989
Total		31,55,02,903	57,41,75,453
Profit before exceptional item and taxation		4,53,42,969	7,42,43,270
Exceptional items (Refer Note 25.4)		8,25,00,000	2,15,11,894
Profit before tax		12,78,42,969	9,57,55,164
Provision for taxation			
- Current Tax - current year		1,02,13,068	94,10,085
- earlier year		1,27,83,993	-
- Deferred Tax		(10,99,61,724)	(12,97,52,393)
- MAT credit - earlier years		(1,26,49,483)	-
Net Profit/ (Loss) after tax		75,33,667	(4,34,07,314)
Earning / (Loss) per equity share (face value of Rs. 10 each)			
(1) Basic		0.04	(0.22)
(2) Diluted		0.04	(0.22)

Significant Accounting Policies and Notes forming part of the financial statements

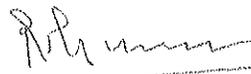
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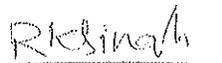
As per our attached report of even date

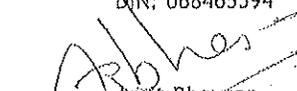
For MGB & Co. LLP
Chartered Accountants
Firm Registration Number: 101189WW-100036

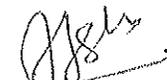

Sanjay Kothari
Partner
Membership Number 048215

For and on behalf of the Board


Rakesh Sharma
Chairman
DIN: 068465594


Raj Kishore Singh
Managing Director & CEO
DIN: 08654156


Amit Bhavsar
CEO & COO
FCA 105890


Ajit Joshi
Company Secretary
ACS 22359

Place: Mumbai
Date: 22 May 2020



IDBI ASSET MANAGEMENT LIMITED
(CIN: U65100MH2010PLC199319)
Cash Flow Statement for the year ended 31 March

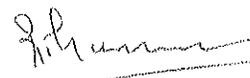
		Amount in Rupees	
		2020	2019
(A)	Cash Flow from Operating Activities :		
	Profit for the year	12,78,42,969	9,57,55,164
	Add: Adjustments		
	(Profit)/Loss on sale of property, plant and equipments	1,52,584	62,974
	Depreciation and amortisation	68,85,389	52,81,989
	Interest on Income Tax refund/ Bank FD/ Bonds	(3,19,26,796)	(2,50,40,434)
	Dividend Income	(12,25,185)	(5,00,977)
	Other Income	(22,39,583)	(36,42,520)
	Provision for diminution in value of investments	4,43,707	-
	Net gain on sale of investments	(2,63,85,740)	(2,15,68,105)
	Operating Loss before Working Capital changes	7,35,47,345	5,03,48,091
	(Increase)/ Decrease Trade receivables	48,08,545	34,84,209
	(Increase)/ Decrease Short-term loans and advances	1,15,73,074	12,57,95,430
	(Increase)/ Decrease Long-term loans and advances	33,07,720	38,02,539
	(Increase)/ Decrease in Other current assets	1,00,34,716	(1,15,61,360)
	Increase/ (Decrease) Long-term provisions	13,03,973	8,01,719
	Increase/ (Decrease) Trade payables	(35,96,539)	(6,34,50,937)
	Increase/ (Decrease) Other current liabilities	(3,76,59,630)	1,46,00,388
	Increase/ (Decrease) Other non-current liabilities	-	(2,85,820)
	Increase/ (Decrease) Short-term provisions	(4,72,122)	7,24,505
	Net change in working capital	(1,07,00,266)	7,39,10,672
	Interest on Income Tax refund/ Bank FD	67,10,770	87,80,434
	Direct taxes paid/refund (net)	2,52,45,821	(19,57,907)
	Net Cash from/ (used in) Operating activities (A)	9,48,03,670	13,10,81,290
(B)	Cash Flow from Investing activities		
	Purchase of Property, Plant and Equipment including Capital work in progress	(1,64,22,498)	(47,50,898)
	(Increase) /Decrease in investment (net)	(12,03,92,471)	(17,73,93,380)
	Sale of Property, Plant and Equipment	21,453	21,10,951
	Net gain on sale of investments	2,63,85,740	2,15,68,105
	Other Income	22,39,583	36,42,520
	Dividend Income	12,25,185	5,00,977
	Interest Income	1,73,20,016	1,62,60,000
	Net Cash from / (used in) Investing Activities (B)	(8,96,22,994)	(13,80,61,725)
(C)	Cash Flow from Financial activities		
	Net Cash from/ (used in) in Financial Activities (C)		
	Net increase in Cash & Cash Equivalents for the year (A+B+C)	51,80,676	(69,80,435)
	Cash & Cash Equivalents at the beginning of the year	6,56,100	76,36,535
	Cash & Cash Equivalents at the end of the year	58,36,776	6,56,100

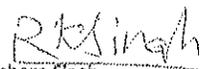
As per our attached report of even date

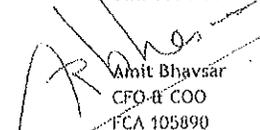
For MGB & Co. LLP
Chartered Accountants
Firm Registration Number: 101169WW-100035


Sanjay Kothari
Partner
Membership Number 048215

For and on behalf of the Board


Rakesh Sharma
Chairman
DIN: 068465594


Raj Kishore Singh
Managing Director & CEO
DIN: 08654156


Amit Bhavsar
CFO & COO
FCA 105890


Ajit Joshi
Company Secretary
ACS 22359

Place: Mumbai
Date: 22 May 2020



IDBI ASSET MANAGEMENT LIMITED
(CIN: U65100MH2010PLC199319)
NOTES FORMING PART OF THE BALANCE SHEET AS AT 31 MARCH

Note 1: Share Capital

	Amount in Rupees	
	2020	2019
Authorised		
250,000,000 Equity Shares of Rs. 10 each (250,000,000 Equity shares of Rs. 10 each) issued, Subscribed and Paid up	2,50,00,00,000	2,50,00,00,000
200,000,000 Equity Shares of Rs. 10 each (200,000,000 Equity shares of Rs. 10 each)	2,00,00,00,000	2,00,00,00,000
Total	2,00,00,00,000	2,00,00,00,000

a) Reconciliation of number of shares outstanding

	Nos. of Shares	
	2020	2019
Shares outstanding at the beginning of the year	20,00,00,000	20,00,00,000
Shares issued during the year	-	-
Shares outstanding at the end of the year	20,00,00,000	20,00,00,000

b) Terms/ rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. The final dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting.

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

c) Details of Shareholdings

Name of Shareholder	2020		2019	
	No. of Shares hold	% of Holding	No. of Shares hold	% of Holding
IDBI Bank Limited (Holding Company) and its Nominees	13,33,40,000	66.67	13,33,40,000	66.67
IDBI Capital Markets and Securities Limited	6,66,60,000	33.33	6,66,60,000	33.33
Total	20,00,00,000	100.00	20,00,00,000	100.00

d) The Company has not issued any bonus shares, or shares for consideration other than cash or bought back any shares during five years preceding 31 March, 2020

Note 2: Reserves and surplus

	Amount in Rupees	
	2020	2019
Surplus/ (Deficit)		
Opening balance	(91,90,54,052)	(87,56,46,738)
Add Profit/(Loss) for the current year	75,33,667	(4,34,07,314)
Closing Balance	(91,15,20,385)	(91,90,54,052)

Note 3: Long-term provisions

	Amount in Rupees	
	2020	2019
Provision for employee benefits		
Gratuity	8,77,809	-
Leave Encashment	35,14,214	30,88,050
Total	43,92,023	30,88,050

Note 4: Trade Payables

	Amount in Rupees	
	2020	2019
Balance due to: (Refer Note 24.11)		
- Micro and small enterprises	-	-
- Other than micro and small enterprises	-	35,96,539
Total	-	35,96,539

Note 5: Other Current Liabilities

	Amount in Rupees	
	2020	2019
Salary, incentives and reimbursements payable	1,57,53,171	2,26,35,018
Provident and other funds payable	8,90,720	9,89,400
Discount on investment unadjusted	-	2,85,820
Statutory dues payable		
- TDS payable	25,59,066	22,59,753
- Goods and Services Tax Payable	15,20,513	98,98,731
- Professional Tax Payable	17,264	21,621
Other payables (Refer Note 24.11)		
- Micro and small enterprises	-	-
- Other than micro and small enterprises	2,36,05,236	4,59,15,257
Total	4,43,45,970	8,20,03,600

Note 6: Short-term Provisions

	Amount in Rupees	
	2020	2019
Provision for employee benefits		
- Gratuity	34,02,396	38,01,980
- Leave encashment	9,19,635	9,92,173
Total	43,22,031	47,94,154



IDBI ASSET MANAGEMENT LIMITED

(CIN: U65100MH2010PLC199319)

NOTES FORMING PART OF THE BALANCE SHEET AS AT 31 MARCH

Note 7 : Property, Plant and Equipments

	Gross Block				Accumulated Depreciation			Net Block		Amount in Rupee
	1 April 2019	Additions	Disposals	31 March 2020	Upto 31 March 2019	For the year	On disposals	Upto 31 March 2020	31 March 2020	
Furniture	8,10,584	68,064	2,57,974	6,20,673	4,92,340	80,212	2,46,049	3,26,503	2,94,170	3,18,244
Communication Equipment	10,75,996	6,15,395	3,87,423	13,03,969	7,97,029	2,59,983	2,83,189	7,73,823	5,30,146	2,78,967
Office equipment	51,27,723	86,900	5,03,826	47,10,798	36,09,369	3,53,911	4,84,217	34,79,062	12,31,735	15,18,356
Computer Hardware	3,40,60,065	1,33,83,461	2,17,363	4,72,26,163	3,09,45,375	53,49,389	1,79,094	3,61,15,670	1,11,10,493	31,14,690
Total	4,10,74,368	1,41,53,820	13,66,586	5,38,61,603	3,58,44,113	60,43,495	11,82,549	4,06,95,059	1,31,66,544	52,30,256
Previous year	4,60,85,763	47,30,898	97,42,292	4,10,74,368	3,91,29,677	42,89,470	75,75,034	3,58,44,113	52,30,256	

Note 8 : Intangible assets

	Gross Block				Accumulated Depreciation			Net Block		Amount in Rupees
	1 April 2019	Additions	Disposals	31 March 2020	Upto 31 March 2019	For the year	On disposals	Upto 31 March 2020	31 March 2020	
Intangible Assets										
Computer software	2,91,51,160	12,66,538	-	3,04,17,698	2,67,24,937	8,41,894	-	2,75,66,831	28,50,867	24,26,223
Total	2,91,51,160	12,66,538	-	3,04,17,698	2,67,24,937	8,41,894	-	2,75,66,831	28,50,867	24,26,223
Previous year	2,91,31,160	20,000	-	2,91,51,160	2,57,25,734	9,99,203	-	2,67,24,937	24,26,223	



Note 9: Non Current investments

Non-current investments	Face Value	Amount in Rupees			
		2020		2019	
		Qty/Units/No.	Amount	Qty/Units/No.	Amount
Investment in Equity Shares					
Quoted					
Housing and Urban Development Corporation Limited	10	7,672	4,60,320	7,672	4,60,320
Cochin Shipyard Limited	10	826	3,56,832	826	3,56,832
			8,17,152		8,17,152
Less: Provision for diminution in value of investments			4,43,707		-
			3,73,445		8,17,152
Unquoted					
MF Utility India Private Limited	1	5,00,000	5,00,000	5,00,000	5,00,000
			5,00,000		5,00,000
Investment in Bonds - Quoted					
B.50% SBI AT1 Series II Bonds	10,00,000	100	9,99,44,900	-	-
6.99% HDFC Series W-009 Bonds	10,00,000	100	10,01,03,600	-	-
Punjab National Bank - Bonds	10,00,000	100	10,00,00,000	100	10,00,00,000
Power Finance Corporation Limited - Bonds				100	10,00,00,000
			30,00,48,500		20,00,00,000
Investment in Mutual Funds - Quoted					
IDBI Liquid Fund - Direct Plan - Growth	1000	3,427	50,00,000	4,027	62,00,000
IDBI Dynamic Bond Fund - Direct Plan - Growth	10	4,07,282	50,00,000	4,07,282	50,00,000
IDBI Diversified Equity Fund - Direct Plan - Growth	10	3,15,856	50,00,000	3,15,856	50,00,000
IDBI Gold Fund FOF-Direct Plan	10	5,91,835	50,00,000	5,91,835	50,00,000
IDBI Gift Fund - Direct Plan - Growth	10	4,15,832	50,00,000	4,15,832	50,00,000
IDBI India Top 100 Equity Fund - Direct Plan - Growth	10	2,65,252	50,00,000	2,65,252	50,00,000
IDBI Midcap Fund - Direct Plan - Growth	10	4,97,512	50,00,000	4,97,512	50,00,000
IDBI Equity Savings Fund - Direct Plan - Growth	10	3,62,337	50,00,000	3,62,337	50,00,000
IDBI Nifty Index Fund - Direct Plan - Growth	10	3,07,418	50,00,000	3,07,418	50,00,000
IDBI Nifty Junior Index Fund - Direct Plan - Growth	10	3,37,881	50,00,000	3,37,881	50,00,000
IDBI Credit Risk Fund - Direct Plan - Growth	10	4,58,552	50,00,000	4,58,552	50,00,000
IDBI Hybrid Equity Fund - Direct Plan - Growth	10	4,98,659	50,00,000	4,98,659	50,00,000
IDBI Small Cap Fund - Direct Plan - Growth	10	4,99,002	50,00,000	4,99,002	50,00,000
IDBI Short Term Bond Fund - Direct Plan - Growth	10	3,58,865	50,00,000	3,58,865	50,00,000
IDBI Equity Advantage Fund - Direct Plan - Growth	10	2,56,674	50,00,000	2,56,674	50,00,000
IDBI Ultra Short Term Fund - Direct Plan - Growth	1000	3,442	50,00,000	3,442	50,00,000
IDBI Gold Fund ETF	100	2,000	50,58,022	2,000	50,58,022
IDBI Focused 30 Equity Fund - Direct Plan - Growth	10	4,99,501	50,00,000	4,99,501	50,00,000
IDBI Banking & Financial Services Fund - Direct Plan - Growth	10	4,99,002	50,00,000	4,99,002	50,00,000
IDBI Long Term Value Fund - Direct Plan - Growth	10	4,99,002	50,00,000	4,99,002	50,00,000
IDBI Dividend Yield Fund - Direct Plan - Growth	10	4,98,504	50,00,000	4,98,504	50,00,000
IDBI Healthcare Fund - Direct Plan - Growth	10	3,58,923	36,00,000	3,58,923	36,00,000
Edeleviss Bharat Bond Exchange Traded Fund	1,000	1,00,000	10,00,00,000		
			20,86,58,022		10,98,58,022
Aggregate amount of quoted investments			50,95,79,967		31,11,75,174
Market value /NAV of quoted investments			53,71,73,066		34,10,60,633
Aggregate provision made for diminution in value of investments			4,43,707		



Note 10: Deferred Tax Asset/ (Liability)

	2020	2019
Deferred Tax Asset		
Gratuity	11,90,753	10,57,713
Leave Encasement	12,33,497	11,35,118
Accumulated Losses	3,43,27,843	14,46,64,000
Depreciation	6,41,652	4,98,630
Deferred Tax Asset at the year end	3,73,93,745	14,73,55,469
Deferred Tax Liability		
Deferred Tax Liability at the year end		
Deferred Tax Asset / (Liability) Net	3,73,93,745	14,73,55,469

Note 11: Long-term loans and advances

	Amount in Rupees	
	2020	2019
Capital Advances	10,02,140	-
Balance with government authorities		
- Direct Tax	15,78,33,211	19,54,63,304
- Indirect Tax- Vat paid under dispute	15,00,000	15,00,000
Advance MAT credit Entitlement	99,32,706	
Prepaid expense	14,92,973	48,00,693
Deposits	9,59,096	9,59,096
Total	17,27,20,126	20,27,23,092

Note 12: Current Investments

Current Investments	Face Value	2020		2019	
		Qty/Units/No.	Amount	Qty/Units/No.	Amount
Investment in IDBI Mutual Fund - Quoted (Valued at lower of cost or					
IDBI Liquid Fund - Direct Plan - Growth	1000	1,40,647	29,86,19,878	1,65,938	32,88,70,737
IDBI Short Term Bond Fund-Direct Plan-Growth	10	41,01,639	7,90,45,975	41,01,639	7,90,45,975
IDBI Gilt Fund - Direct Plan - Growth	10	-	-	31,28,215	4,02,05,170
Aggregate amount of quoted investments			37,76,65,853		45,61,21,882
Market value /NAV of quoted investments			38,03,74,158		46,15,88,546
Aggregate provision made for diminution in value of investments			-		-

Note 13: Trade receivables

	Amount in Rupees	
	2020	2019
Unsecured, considered good		
Trade receivables outstanding for a period less than six months	51,95,829	1,00,04,373
Trade receivables outstanding for a period exceeding six months		
Total	51,95,829	1,00,04,373

Note 14: Cash and Bank Balances

	Amount in Rupees	
	2020	2019
Cash and cash equivalents		
- Balances with banks in current accounts	58,13,429	6,54,016
- Cash on hand	23,347	2,084
Total	58,36,776	6,56,100

Note 15: Short-term loans and advances

	Amount in Rupees	
	2020	2019
(Unsecured, considered good)		
Deposits	4,82,306	4,92,000
Staff Advances	3,32,812	-
Advance to vendors	2,08,523	4,99,975
Advance given to Schemes	-	11,57,38,106
Less: Provision for doubtful receivable	-	11,57,38,106
Balance with government authorities	-	-
- Indirect Tax	55,10,587	11,35,743
Prepaid expense	61,16,958	2,20,96,541
Total	1,26,51,186	2,42,24,259

Note 16: Other current assets

	Amount in Rupees	
	2020	2019
Interest accrued but not due on Bonds	40,11,546	9,44,877
Other Receivable - Related parties	4,67,260	1,35,68,586
Total	44,78,746	1,45,13,462



IDBI ASSET MANAGEMENT LIMITED

(CIN: U65100MH2010PLC199319)

NOTES FORMING PART OF THE PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH

Note 17: Revenue from operations

	Amount in Rupees	
	2020	2019
Management Fees (Gross)	35,29,00,910	70,52,46,691
Less : Goods and Service Tax	5,38,32,342	10,75,80,004
Management Fees (Net)	29,90,68,568	59,76,66,687

Note 18: Other income

	Amount in Rupees	
	2020	2019
Interest Income		
- Bonds/Deposits	1,73,87,417	1,64,18,904
- Income tax refund	1,45,39,379	86,21,530
Dividend Income	12,25,185	5,00,977
Net gain/loss on sale of investments	2,63,85,740	2,15,68,105
Other non-operating income	3,27,362	3,79,828
Secretarial and Accounts Services Fees	19,12,221	32,62,692
Total	6,17,77,304	5,07,52,036

Note 19: Employee benefits expense

	Amount in Rupees	
	2020	2019
Salary, incentives and reimbursements	12,81,48,266	14,02,68,821
Contributions to provident and other funds	89,72,413	96,24,855
Staff welfare expenses	80,18,928	85,35,753
Staff Training Expenses	89,041	1,58,869
Leave Encashment	14,00,920	10,44,617
Total	14,66,29,568	15,96,32,916

Note 20: Scheme and Distribution Expenses

	Amount in Rupees	
	2020	2019
Scheme Expenses		
Upfront Brokerage	1,40,94,989	6,96,40,540
Annualised / Trail Brokerage	33,52,723	12,43,62,192
Scheme Administrative expenses	42,37,688	9,52,041
Register and Transfer agent and other expenses	-	2,18,11,495
Custodian Fees	-	33,75,744
Internal and Concurrent Audit Fees	14,01,756	13,35,000
Other scheme Related expenses	11,30,270	2,48,27,317
Total (a)	2,42,17,426	24,63,04,329



(cont.)

Other Sales and Distribution Expenses		
Advertisement Expenses	12,27,640	19,55,555
Printing Material	8,04,274	56,19,002
Courier and Postage	9,77,651	27,40,975
Conference and Seminars	21,23,149	1,40,09,237
Other Sales and Distribution Costs	4,26,060	34,67,608
Entertainment Expenses	15,16,697	41,05,386
Out Bound Sales Expenses	1,33,17,651	1,68,21,415
Total (b)	2,03,93,122	4,87,19,178
Total (a)+(b)	4,46,10,548	29,50,23,507

Note 21- Finance cost

Amount in Rupees

	2020	2019
Interest expense-indirect taxes	66,55,833	-
- Others	3,21,841	4,24,528
IDL Charges/Bank Charges	15,91,092	16,56,369
Total	85,68,766	20,80,896

Note 22: Other expenses

Amount in Rupees

	2020	2019
Office Rent	3,43,05,742	3,42,28,684
House-keeping, Maintenance and Others	96,68,547	87,28,316
Electricity and Water	54,46,326	52,40,427
Telephone expenses	25,95,971	25,81,692
IT and Networking Expenses	1,82,08,938	1,76,74,104
Professional and Consultancy Fees	90,58,080	68,73,110
Printing and Stationery	12,44,898	22,18,847
Local Conveyance	42,77,968	51,21,012
Rates and Taxes	15,24,043	2,90,236
Travel and Halting Expenses	35,29,544	94,93,485
Subscriptions	1,18,86,896	1,00,49,966
Membership and Subscriptions to AMFI/SEBI	21,98,192	30,39,720
Director Sitting Fees	19,50,000	12,20,000
Repairs and Maintenance	5,60,150	36,60,645
Provision for diminution in value of non current investments	4,43,707	-
Loss on Sale of Property, Plant and Equipment	1,52,584	62,974
Payment to Auditors (Refer Note 25.12)	9,00,000	8,00,000
Miscellaneous expenses	8,57,046	8,72,926
Total	10,88,08,632	11,21,56,145

Note 23: Depreciation and amortization expense

Amount in Rupees

	2020	2019
Property, Plant and Equipment	60,43,495	42,82,786
Intangible assets	8,41,894	9,99,203
Total	68,85,389	52,81,989



Note 24 Significant accounting policies and other notes

1 Background

I DBI Asset Management Company Limited ("the Company") was incorporated on 25 Jan 2010 as a Public limited company. The principal activity of the Company is to act as an investment manager and advisor to I DBI Mutual Fund ("the Fund"). The Company is registered with Securities and Exchange Board of India (SEBI) under SEBI (Mutual Funds) Regulations, 1996.

2 Significant Accounting Policies

2.1 Basis of preparation of financial statements

The financial statements are prepared on going concern basis in accordance with Generally Accepted Accounting Principles in India (Indian GAAP) and comply with in all material respect with the Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the Companies (Accounting Standards) Amendment Rules, 2016 and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statement are consistent with those of previous year.

2.2 Use of estimates

The preparation of the financial statements is in conformity with generally accepted accounting principles ("GAAP") in India which requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities on the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of the financial statements. Actual results may differ from the estimates used in preparing the accompanying financial statements. Any revision to accounting estimates is recognized prospectively in current and future periods.

2.3 Current-Non Current Classification

All assets and liabilities are classified into current and non-current

Assets

An asset is classified as current when it satisfies any of the following criteria:

- a) it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is expected to be realized within 12 months after the reporting date; or
- d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least 12 months after the reporting date.

Current assets include the current portion of non-current financial assets.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- a) it is expected to be settled in the company's normal operating cycle;
- b) it is held primarily for the purpose of being traded;
- c) it is due to be settled within 12 months after the reporting date; or
- d) The company does not have an unconditional right to defer settlement of the liability for at least 12 months after the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

Current liabilities include current portion of non-current financial liabilities.

All other liabilities are classified as non-current.

2.4 Revenue Recognition

Investment Management fees:

Investment Management fees are recognized net-off service tax/GST on an accrual basis as a percentage of the average daily net assets of the schemes of I DBI Mutual funds, such that it does not exceed the rates prescribed by the Securities and Exchange Board of India ("SEBI") (Mutual Fund) Regulations, 1996 (the 'Regulations') as amended.

Other income:

- a) Interest income is accounted for on period proportion basis. Interest on interest bearing securities is accrued on the coupon rate. On purchase of such investments, interest paid for the period from the last interest due date up to the date of purchase is not treated as a cost of purchase but is treated as interest recoverable. Similarly, interest received at the time of sale for the period from the last interest due date up to the date of sale is not treated as part of sale value but is treated as interest recovered. In case of premium /discount on securities the same is being amortised over the tenure
- b) The profit/loss on the sale of investments is recognized in the statement of Profit and Loss on the trade date using the FIFO method for arriving at purchase cost.
- c) Dividend income is recognized when the right to receive dividend is established.



2.5 Property, Plant and Equipments and Intangibles

- a) Property, plant and equipment are stated at cost of acquisition / installation and less accumulated depreciation and impairment loss, if any. Cost comprises purchase price, borrowing costs if capitalisation criteria are met and directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent expenditure incurred on assets put to use is capitalized only when it increases the future benefit/functioning capability from/of such assets. All expenses on existing assets, including repairs and maintenance and cost of replacement of parts are charged as revenue in the period in which they are incurred
- b) Intangible assets are recognised in the year it is put to use at cost. Intangible assets are carried at cost less accumulated amortization and impairment loss, if any.

2.6 Depreciation/ amortization on property, plant and equipment and Intangibles

- a) Depreciation is provided on Straight Line Method (SLM) as prescribed in Schedule II to the Companies Act, 2013. The rates of depreciation of assets have been arrived at after considering the useful life of the asset as per schedule II of the Companies Act 2013. If the management's estimate of the useful life of a property, plant and equipments, at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter, depreciation is provided at a higher rate based on management's estimates of the useful life/remaining useful life. Pursuant to this policy, depreciation has been provided using the following rates:

Class of Property, Plant and Equipments	Rate of Depreciation (%) SLM basis
Furniture and Fixtures	9.50
Office Equipment	19.00
IT Hardware	33.33
Consumer durables with Employees	33.33

- b) Computer software individually costing more than Rs 2,50,000 is capitalized and depreciated over a period of 5 years, Computer software individually costing less than Rs. 2,50,000 is fully depreciated in the year of purchase/acquisition.
- c) The Company provides pro-rata depreciation from the date the asset is put to use and for any asset sold until the date of sale.
- d) Property, plant and equipments, other than software, individually costing Rs 5,000 or less are fully depreciated in the year of purchase / acquisition.

2.7 Impairment of assets:

The Company assesses at each Balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.8 Investments

Investments which are readily realizable and are intended to be held for not more than one year from the date, on which such investments are made, are classified as current investments. All other investments are classified as long term investments. Current investments are carried at cost or fair value, whichever is lower. Long-term investments are carried at cost. However, provision for diminution is made to recognize a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

2.9 Employee benefits

Gratuity:

Gratuity liability is a defined benefit obligation and is funded through a Gratuity Fund administered and managed by the Life Insurance Corporation of India. The Company accounts for liability for future gratuity benefits based on the actuarial valuation using Projected Unit Credit Method carried out as at the end of each financial year.

Provident fund:

The Company contributes to a recognized provident fund. The contributions are accounted for on an accrual basis and are recognized as an expense in the statement of profit and loss.

Short term employee benefits:

Short term employee benefits are recognized as an expense in the statement of profit and loss of the year in which the services are rendered.

Compensated absences:

The Company provides for Privilege Leave Encashment subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment as well as availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation carried out as at the end of each financial year.

2.10 Operating Leases

Lease of assets under which all the risk and rewards of ownership are effectively retained by the lessor are classified as operating leases. Lease payments/ revenue under operating leases are recognized as expense/ income on accrual basis in accordance with the terms of respective lease agreements.

2.11 Earnings per share

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



2.12 Taxation

Income tax expense comprises current tax (i.e. amount of tax for the period determined in accordance with the income-tax law), deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period).

Current taxes

Provision for current income-tax is recognized in accordance with the provisions of Indian income-tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.

Deferred taxes

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantively enacted by the balance sheet date. The effect of a change in tax rates on deferred tax assets and liabilities is recognized in the period that includes the enactment date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. However, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets. Deferred tax assets are reassessed for the appropriateness of their respective carrying values at each balance sheet date.

Minimum Alternate Tax (MAT) paid in a year is charged to the Statement of Profit and Loss as current tax. The company recognizes MAT credit available as an asset only to the extent there is convincing evidence that the company will pay normal income tax during the specified period, i.e., the period for which MAT Credit is allowed to be carried forward. In the year in which the Company recognizes MAT Credit as an asset in accordance with the Guidance Note on Accounting for Credit Available in respect of Minimum Alternate Tax under the Income Tax Act, 1961, the said asset is created by way of credit to the statement of Profit and Loss and shown as "MAT Credit Entitlement." The Company reviews the "MAT Credit Entitlement" asset at each reporting date and writes down the asset to the extent the company does not have convincing evidence that it will pay normal tax during the sufficient period.

2.13 Borrowing cost

Borrowing costs attributable to the acquisition or construction of qualifying assets till the time such assets are ready for intended use are capitalised as part of cost of the assets. All other borrowing costs are expensed in the period they occur.

2.13 Provisions and Contingencies

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date.

Provisions are reviewed at each balance sheet and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognized in the period in which the change occurred.

2.14 Cash Flow Statement:

Cash Flows are reported using indirect method whereby net profits before tax is adjusted for the effects of transactions of a non cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

2.15 Cash and Cash equivalents:

Cash and Cash equivalents comprise cash and current account balances with Banks. The Company considers all highly Liquid Investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

2.16 Transactions in foreign currency:

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of the transactions. Exchange difference, if any, arising out of the foreign exchange transactions settled during the year are recognized in the statement of Profit and Loss.

2.17 Brokerage and New Fund Offer expenses:

Brokerage: Upfront Brokerage paid in case of open ended Equity Linked Tax Saving schemes are to be amortized over the period of 36 months and in case of any other open ended scheme, over the claw back period. In case of closed ended schemes upfront brokerage to be amortized over the tenure of the scheme.

New Fund Offer (NFO): Launch expenses relating to New Fund Offer are to be charged to the Statement of Profit and Loss in the year in which they are incurred and for close ended scheme it is to be charged to the Statement of Profit and Loss over the tenure of the scheme.

2.18 Scheme related expenses:

All recurring expenses of the schemes of the IDBI Mutual Fund including the amounts in excess of the limits prescribed by the Securities and Exchange Board of India (Mutual Fund) Regulations Act 1996, as amended, or in excess of limits and as given in the Scheme Information Document that are required to be borne by the Company as per the said regulations, are charged to the Statement of Profit and Loss as Scheme related expenses. (Refer Note 25.13)



Other Notes to Accounts

25.1 Employee benefits:

In accordance with the Accounting Standard -15 (Employee Benefits) prescribed in the Companies (Accounting Standards) Rules, 2006, the Company has classified the various benefits provided to the employer as under:

Defined Contribution Plan
Provident Fund

The Company has recognized the following amounts in the Statement of Profit and Loss, which are included under Contribution to Provident and Other Funds:

	Amount in Rupees	
	2020	2019
Employer's contribution to Provident Fund	59,92,475	60,61,969

a) Defined Benefit Plan

Contribution to Gratuity Fund (Funded Scheme)

In accordance with Payment of Gratuity Act, 1972, the Company provides for gratuity, a defined benefit retirement plan covering all employees. The plan provides a lump sum payment to vested employees at retirement or termination of employment based on the respective employee's salary and the years of employment with the Company.

The gratuity benefit is provided through a Gratuity Fund administrated and managed by the Life Insurance Corporation of India. The annual contributions to the gratuity fund and provision is made on the basis of actuarial valuation.

Reconciliation of opening and closing balance of the present value of defined benefit obligation for gratuity benefits is given below:

	Amount in Rupees	
	2020	2019
Present value of funded benefit obligations as at 1 April	98,60,969	84,11,172
Service cost	18,04,918	11,08,776
Interest cost	6,66,602	6,03,922
Past Service Cost - Vested Benefit Incurred During the year	0	0
Benefit Paid from the Fund	(17,39,008)	(22,57,427)
Actuarial (Gains)/ Losses on obligation-due to change in Demographic Assumption	0	3,47,615
Actuarial (Gains)/ Losses on obligation-due to change in Financial Assumptions	5,66,894	8,06,402
Actuarial (gain)/loss on obligations-due to experience	71,004	8,40,509
Present value of funded benefit obligations as at 31 March	1,12,31,379	98,60,969

	Amount in Rupees	
	2020	2019
Reconciliation of opening and closing Balance of Fair Value of Plan Assets:		
Fair value of plan assets as at beginning of the year	60,58,989	54,93,340
Expected return on plan assets	4,09,588	3,94,422
Actuarial gain/(loss)-due to experience	(15,754)	(12,012)
Employer contribution	27,37,359	24,40,666
Benefits paid	(17,39,008)	(22,57,427)
Fair value of plan assets at the year end	69,51,174	60,58,989

	Amount in Rupees	
	2020	2019
Reconciliation of Fair Value of Assets and Obligations:		
Present Value of Benefit Obligation as at the end of the year	(1,12,31,379)	(98,60,969)
Fair Value of Plan Assets at the end of year	69,51,174	60,58,989
Net (Liability) / Asset recognized in the Balance Sheet	(42,80,205)	(38,01,980)

	Amount in Rupees	
	2020	2019
Expense recognized during the year:		
Current Service Cost	18,04,918	11,08,776
Interest Cost	6,66,602	6,03,922
Expected return on plan assets	(4,09,588)	(3,94,422)
Actuarial (gain) / loss	6,53,652	20,06,538
Past Service Cost - Vested Benefit Recognized During the year	-	-
Expenses recognized in Profit and Loss A/C	27,15,584	33,24,814

	Amount in Rupees	
	2020	2019
Experience Adjustments:		
(Gains) / Losses on Plan Obligations	71,004	8,40,509
Gains / (Losses) on Plan Assets	(15,754)	(12,012)
Estimated Contribution for next year	34,02,396	44,79,552
Actuarial assumptions used are:-		
	2020	2019
Discount rate	5.45%	6.76%
Salary escalation rate	12.00%	12.00%
Attrition rate	22.00%	22.00%
Expected return on plan assets	5.45%	6.76%



b) Accumulated Compensated Absences:

The Company provides for accumulated compensated absences as at balance sheet date using projected unit credit method. This method takes into account the pattern of availment and quantifying salary on the date of availment of leave. Present value of obligation for accumulated compensated absences as determined by the Actuary is given below:

	Amount in Rupees	
	2020	2019
Present value of obligation as at end of the year	44,33,849	40,80,223
Fair value of plan assets	-	-
Actuarial assumption used	-	-
Discount rate	5.45%	6.76%
Salary escalation rate	12.00%	12.00%
Cost recognized during the year	14,00,920	10,44,617

25.2 Segment Reporting:

The company is in the business of providing investment management service to the mutual fund, and the entire revenue from operations is from the above service rendered in India. Hence the company has no other reportable business or geographical segment.

25.3 Related party disclosures:

As required under Accounting Standard - 18 the following are details of related parties and transactions with them

(A) List of related parties and relationships :

I Individuals having control with relatives & associates	
Dilip Kumar Mandal	Managing Director and Chief Executive Officer
Raj Kishore Singh	Managing Director and Chief Executive Officer
II Key Management Personnel	
Key Management Personnel	
Dilip Kumar Mandal *	Managing Director and Chief Executive Officer
Raj Kishore Singh**	Managing Director and Chief Executive Officer
Amit Bhavsar	Chief Financial Officer
Ajit Joshi	Company Secretary
*retired w.e.f 30 November 2019	
** Joined as Managing Director and Chief Executive Officer w.e.f. 30 December 2019	
III Entities owned or significantly influenced by Directors and/or key management personnel or their relative and with whom Company has entered into transactions during the period under review	
Life Insurance Corporation of India	Ultimate Holding Company
IDBI Bank Limited	Holding Company
IDBI Capital Markets and Services Limited	Associate Company
IDBI In-tech Limited	Fellow subsidiary
IDBI MF Trustee Company Limited	Fellow subsidiary
IV Other related parties with whom Company has entered into transactions during the period under review	
Yes Bank Limited *	Other Related Party
* ceased to be w.e.f 10 June 2019	
V Entities owned or significantly influenced by Directors and/or key management personnel or their relative and with whom Company has not entered into transactions during the period under review	
IDBI Federal Life Insurance Company Limited	Fellow Subsidiary
IDBI Trusteeship Services Limited	Fellow Subsidiary
VI Other related parties with whom Company has not entered into transactions during the year under review	
Micro Units Development and Refinance Agency Limited	NIL
IFCI Factors Limited	NIL
National Securities Depository Limited (NSDL)	NIL
Biotech Consortium (I) Limited	NIL
North East Development Finance Corporation Limited (NEDFI)	NIL
Pondichery Industrial Promotion Development and Investment Corporation Limited	NIL
ICMAI Registered Valuers Organisation	NIL
EXIM Bank Limited	NIL
Stress Asset Stabilisation Fund	NIL
Entrepreneurship Development Institute of India	NIL
INMACS Finance Private Limited	NIL



(B) Transaction with related parties

	Amount in Rupees	
	2020	2019
IDBI Bank Limited :		
Transactions with IDBI Bank Limited		
Expenditure Incurred:		
- Upfront Brokerage	-	5,29,63,449
- Annualised / Trail Brokerage	-	8,73,64,356
- Office Rent	3,15,92,328	3,07,89,770
- Electricity and Water	50,32,419	33,44,289
- House-keeping, Maintenance and Others etc	1,19,340	13,380
- Rates and Taxes	-	73,790
- Salaries and Incentives	48,60,108	88,28,711
- IDL Charges	13,28,589	9,15,522
- Scheme Related Expenses	-	22,94,529
- Reimbursement of Sharing Expenses	-	-
Interest on fixed deposit	67,401	1,58,904
IDBI Capital Market Services Limited :		
Transactions with IDBI Capital Market Services Limited		
Expenditure Incurred:		
- Upfront Brokerage	-	22,579
- Annualised / Trail Brokerage	-	1,03,103
- Salaries	30,67,934	-
IDBI Intech Limited:		
Transactions with IDBI Intech Limited		
Expenditure Incurred		
- IT & Communication services	83,49,000	84,24,000
IDBI MF Trustee Company Limited (Including the transaction with IDBI Mutual Fund)		
Transactions with IDBI MF Trustee Company Limited		
Income Received		
- Secretarial and Accounts Services Fees	19,12,221	32,62,692
- Management Fees	29,90,68,567	59,76,66,687
Expenditure Incurred:		
- Scheme Administrative expenses	42,37,688	9,52,041
- Other Advance given and received	-	63,45,232
- Other scheme Related expenses	-	82,13,254
Yes Bank Limited :		
Transactions with Yes Bank Limited		
Expenditure Incurred:		
- Upfront Brokerage	-	2,559
- Annualised / Trail Brokerage	-	9,378



Balances with related parties:

	2020	2019
IDBI Bank Limited (Holding Company)		
- Other payables	80,93,387	3,15,33,607
- Cash and Bank Balances	58,13,429	6,54,016
- Capital Contribution	1,33,34,00,000	1,33,34,00,000
IDBI Capital Market Services Limited		
- Other payables	2,75,401	-
- Capital Contribution	66,66,00,000	66,66,00,000
IDBI In-tech Limited		
- Other payables	6,26,175	-
IDBI MF Trustee Company Limited		
- Trade Receivable	51,95,828	1,00,04,373
- Other Receivable	4,67,200	1,26,16,545
- Other Payables	48,51,252	-

(C) Summary of transactions with related parties:

	2020	2019
IT and Communication services	83,49,000	84,24,000
Upfront Brokerage	-	5,29,88,587
Annualised / Trail Brokerage	-	8,74,76,837
Office Rent	3,15,92,328	3,07,89,770
Electricity and Water	50,32,419	33,44,289
House-keeping, Maintenance and Others	1,19,340	13,380
Rates and Taxes	-	73,790
Salary, incentives and reimbursements	79,28,042	88,28,711
IDL Charges	13,28,589	9,15,522
Scheme Related Expenses	-	22,94,529
Interest on fixed deposit	67,401	1,58,904
Secretarial Fees	19,12,221	32,62,692
Management Fees	29,90,68,567	59,76,66,687
Scheme Administrative expenses	42,37,688	9,52,041
Other scheme Related expenses	-	82,13,254
Other Advance given and received	-	63,45,232

(D) Managerial Remuneration:

	2020	2019
Salary and Allowances paid to MD and CEO (Reimbursement)	34,71,084	59,60,711

Note: Related parties have been identified and certified by the management and relied upon by the auditors

25.4 Exceptional items

Some of the schemes of IDBI Mutual Fund have made investment in debt securities issued by Bilt Graphic and Paper Products Limited (BGPPL) which have not been paid by BGPPL. In this regard IDBI AMC has advanced a sum of Rs. 217,500,000 considering long term and larger interests of the schemes, investors, industry practice and for upholding the image of the group. The Company had made provision of Rs 115,738,106 in the earlier year. The Company received during the full and final payment against BGPPL of Rs 82,500,000 and balance outstanding of Rs 33,238,106 has already written off against provision created earlier.



25.5 Operating lease

The Company has entered into operating lease arrangements for certain assets. Following are the disclosure requirements as per the Accounting Standard - 19 "Leases"

The total lease payments recognized in the Statement of Profit and Loss towards the said leases amounts to Rs. 34,305,742/- (PY Rs. 34,228,684/-)

The future lease payments in respect of non-cancellable lease of the above are as follows:

	2020	2019
Not Later than One year	-	-
Later than one year but not later than five years	-	6,60,055

25.6 Earnings per share:

In Accordance with Accounting Standard - 20, the computation of earnings per share is set out below:

	2020	2019
Net (Loss)/ Profit after tax attributable to equity shareholders(A)	75,33,667	(4,34,07,314)
Calculation of weighted average number of equity shares(B) :		
- No. of shares at the beginning of the period	20,00,00,000	20,00,00,000
- No. of shares issued during the period	NIL	NIL
- Total No. of shares outstanding at the period	20,00,00,000	20,00,00,000
- Nominal Value of the equity share - per share	10/-	10/-
- Paid up value of the equity share - Per share	10/-	10/-
- Weighted average no. of shares at 10/- paid up per share equivalent	20,00,00,000	20,00,00,000
Basic (loss)/ earnings per share of the face value of 10/- for the period(A)/(B)-	0.04	(0.22)

25.7 Taxes on Income

a) Provision for current tax is made as per the provisions of Income Tax Act 1961

b) In accordance with AS - 22 on "Accounting for Taxes on Income" issued by the ICAI, deferred tax assets and liability is recognized for all timing differences, in accordance with the said standard. However, deferred tax asset of Rs 110,336,157 created in earlier year on tax losses has been written off during the year, in absence of convincing evidence, that the future taxable benefits associated with it will flow to the Company. The Company has still unabsorbed business loss of 530,973,000/- which is available for eight years from the year of incurrence.

25.8 Impairment of Assets:

During the year, the Company has undertaken a review of all property, plant and equipment and intangible assets in line with the requirements of Accounting Standard-28 on "Impairment of Assets". Based on such review, no provision for impairment is required to be recognized for the year.

25.9 Contingent liabilities are as under:

- For the AY 2015-16 the Income Tax Department vide its assessment order under section 143(3) dated 26-12-2017 disallowed certain expenditures thereby reducing the loss and initiated penalty proceedings under section 271(1)(c) of the Income Tax Act. However no demand has been raised. The Company has filed an appeal against the said assessment. No provision has been made in this regards.
- In the MVAT assessment for the financial year 2011-12 the VAT department has disallowed the set-off claimed of purchase VAT paid on the purchase of Gold in the IDBI MF Gold ETF scheme and raised a demand of Rs. 4,334,456 on the Company. The Company has also filed an appeal against this assessment. No provision has been made in this regards. An adhoc payment under protest of Rs. 1,500,000 had been made during the previous year.

25.10 Capital Commitment (net of advances) is Rs. 393,610 (Rs Nil)

25.11 Dues to Micro, Small and Medium Enterprises:

Trade Payables do not include any amount payable to Small Scale Industrial Undertakings and Micro, Small and Medium Enterprises. Under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMEDA), which came into force from October 02, 2006, certain disclosures are required to be made relating to Micro, Small and Medium enterprises. On the basis of the information and records available with the management, the following disclosures are made for the amounts due to the Micro, Small and Medium enterprises, which have registered with the competent authorities.

	2020	2019
Principal amount remaining unpaid to any supplier as at the year end	Nil	Nil
Interest due thereon	Nil	Nil
Amount of interest paid by the company in terms of section 16 of the MSMEDA, along with the amount of the payment made to the supplier beyond the appointed day during the accounting year	Nil	Nil
Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMEDA	Nil	Nil
Amount of interest accrued and remaining unpaid at the end of the accounting year	Nil	Nil

25.12 Details of Payment to Auditors

	Amount in rupees	
	2020	2019
Audit	3,20,000	3,20,000
For tax audit	1,15,000	1,15,000
For Certification and other matters	4,65,000	3,65,000
Total	9,00,000	8,00,000



25.13 Brokerage and Scheme related expenses

- (a) As per SEBI circular dated 22 October 2018, in terms of Regulation 52(1) of SEBI (Mutual Funds) Regulations, 1996, all scheme related expenses including commission paid to distributors, by whatever name it may be called shall necessarily be paid from the Scheme only within the regulatory limits and not from the books of Asset Management Companies(AMC), its associate, sponsor, trustee or any other entity through any route. Hence, no expenses have been accounted in the books of the Company from the date of the Circular.
- (b) In view of the above, previous figures are not comparable in the current year.

25.14 Transfer Pricing:

The company has a comprehensive system of maintenance of information required by transfer pricing legislation under section 92-92F of the Income Tax Act, 1961. Management is of the opinion that its domestic transactions are at arm's length so that the aforesaid legislations will not have any impact on the financial statements, particularly on the amount of tax expense.

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

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

25.16 IDBI Bank intimated the Company about their decision to sell 100% stake in the Company to Muthoot Finance Limited and execution of Share Purchase Agreement for the same. Accordingly, the Board of the Company passed resolution in their meeting held on 21 November, 2019 and noted the same.

The Share Purchase Agreement for sale of 100% of the Company by IDBI Bank Limited and IDBI Capital Markets & Securities Limited was executed on November 22, 2019 and the same was submitted to SEBI alongwith other documents for their consideration and approval.

SEBI is considering the application and required further information and documents for the same, which were submitted to SEBI. Approval from SEBI is still awaited.

25.17 Expenditure in foreign exchange: Distributor's Incentive (Travelling Expenses) Rs. Nil/- (P.Y. - Rs. 140,881/-)

25.18 Figures have been rounded off to the nearest rupee.

25.19 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classifications / disclosures. Figures in brackets pertain to previous year. (Refer 25.13 above)

As per our attached report of even date

For MGB & Co. LLP

Chartered Accountants

Firm Registration Number: 101169WAV-100035



Sanjay Kothari

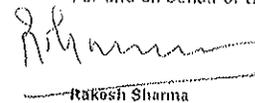
Partner

Membership Number 048215

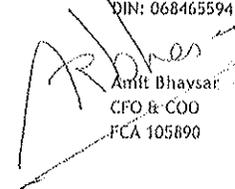
Place: Mumbai

Date: 22 May 2020

For and on behalf of the Board



Rakesh Sharma
Chairman
DIN: 068465594



Amit Bhavsar
CFO & COO
FCA 105890



Raj Kishore Singh
Managing Director & CEO
DIN: 08654156



Ajit Joshi
Company Secretary
ACS 22359

