

B S R & Co. LLP

Chartered Accountants

5th Floor, Lodha Excelus,
Apollo Mills Compound
N. M. Joshi Marg, Mahalaxmi
Mumbai - 400 011
India

Telephone +91 (22) 4345 5300
Fax +91 (22) 4345 5399

Independent Auditors' Report

To the Members of Tata Securities Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Tata Securities Limited (the 'Company'), which comprise the balance sheet as at 31 March 2019, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of the significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (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 2019, and profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 (the 'ICAI') together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

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

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

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

Independent Auditors' Report (Continued)

Tata Securities Limited

Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate 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 and Board of Directors are 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Ind AS financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

Independent Auditors' Report (Continued)

Tata Securities Limited

Auditor's Responsibilities for the Audit of the Financial Statements (Continued)

- 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.

Other Matter

The comparative financial information of the Company for the transition date opening balance sheet as at 1 April 2017 included in these financial statements, are based on the previously issued statutory financial statements for the year ended 31 March 2017 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 audited by the predecessor auditor whose report dated 26 April 2017 expressed an unmodified opinion on those financial statements, as adjusted for the differences in the accounting principles adopted by the Company on transition to the Ind AS, which have been audited by us.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors' Report) Order, 2016 (the 'Order') issued by the Central Government in India in terms of section 143 (11) of the Act, we give in the 'Annexure A' a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 - (A) As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account;

Independent Auditors' Report (*Continued*)

Tata Securities Limited

Report on Other Legal and Regulatory Requirements (*Continued*)

- (A) As required by Section 143(3) of the Act, we report that: (*Continued*)
- d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under section 133 of the Act;
 - e) On the basis of the written representations received from the directors as on 31 March 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164(2) of the Act; and
 - f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in 'Annexure B'.
- (B) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations as at 31 March 2019 which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company; and
 - iv. The disclosures in the financial statements regarding holdings as well as dealings in specified bank notes during the period from 8 November 2016 to 30 December 2016 have not been made in these financial statements since they do not pertain to the financial year ended 31 March 2019.
- (C) With respect to the matter to be included in the Auditors' Report under section 197(16):
- In our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Mumbai
26 April 2019

Manoj Kumar Vijai
Partner
Membership No. 046882

Annexure A to the Independent Auditor's Report of even date on the financial statements of Tata Securities Limited

- i.
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification to cover all the items of fixed assets once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, all the fixed assets were physically verified by management as at 31 March 2017. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
 - (c) The Company does not have any immovable property in its name, accordingly, the provision of clause 3(i) (c) of the Order is not applicable to the Company.
- ii. The Company's business does not involve holding of any inventories. Accordingly, the provision of clause 3(ii) of the Order is not applicable to the Company.
- iii. According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 (the 'Act'). Accordingly, the provision of clause 3(iii) of the Order is not applicable to the Company.
- iv. According to the information and explanations given to us, the Company has not granted any loans, made investments or provided guarantees under Section 185 and 186 of the Act. Accordingly, the provision of clause 3(iv) of the Order is not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public to which the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under apply. Accordingly, the provision of clause 3(v) of the Order is not applicable to the Company.
- vi. The Central Government of India has not prescribed the maintenance of cost records under sub section (1) of Section 148 of the Act for any of the services rendered by the Company. Accordingly, the provision of clause 3(vi) of the Order is not applicable to the Company.
- vii.
 - a. According to the information and explanations given to us and on the basis of our examination of records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, employees' state insurance, income-tax, goods and service tax, cess, and other material statutory dues have generally been regularly deposited by the Company with the appropriate authorities. As explained to us the Company did not have any dues on account of duty of customs and duty of excise.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2019 for a period of more than six months from the date they became payable.
 - b. According to the information and explanations given to us, the Company did not have any dues on account of income tax, sales tax, service tax, goods and service tax, duty of customs, value added tax or duty of excise which have not been deposited on account of dispute.

Annexure A to the Independent Auditor's Report of even date on the financial statements of Tata Securities Limited (*Continued*)

- viii. In our opinion and according to the information and explanations given to us, the Company did not have any loans or borrowings from financial institutions, banks or debenture holders during the year. During the year, the Company did not have any loans or borrowing from the Government.
- ix. According to the information and explanations given to us, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, the provision of clause 3(ix) of the Order is not applicable to the Company.
- 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, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, the provision of clause 3(xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the accompanying financial statements, as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, the provision of clause 3(xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of clause 3(xv) of the Order is not applicable to the Company.
- xvi. The Company is not required to get registered under Section 45-IA of the Reserve Bank of India Act, 1934.

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

Chartered Accountants

Firm's Registration No: 101248W/W-100022

Manoj Kumar Vijai

Partner

Membership No: 046882

Annexure B to the Independent Auditor's Report of even date on the financial statements of Tata Securities Limited

Report on the Internal Financial Controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

(Referred to in paragraph (1 (A) (f)) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial Statements of Tata Securities Limited ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2019, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 with reference to financial statements were established and maintained and whether 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 with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 with reference to financial statements.

Annexure B to the Independent Auditor's Report of even date on the financial statements of Tata Securities Limited (*Continued*)

Meaning of Internal Financial Controls with Reference to Financial Reporting

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements include 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 with Reference to Financial Reporting

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants

Firm's Registration No: 101248W/W-100022

Mumbai
26 April 2019

Manoj Kumar Vijai
Partner
Membership No: 046882

TATA SECURITIES LIMITED
BALANCE SHEET AS AT MARCH 31, 2019

Particulars	Note No.	As at March 31,	As at March 31,	As at April 01,
		2019	2018	2017
		Rs in lakh	Rs in lakh	Rs in lakh
I. ASSETS				
1. Financial assets				
(a) Cash and cash equivalents	4	262	324	277
(b) Bank balance other than (a) above	5	1,238	1,446	762
(c) Receivables				
(i) Trade receivables	6	31	243	84
(d) Investments	7	751	153	96
(e) Other financial assets	8	158	181	300
Total financial assets		2,440	2,347	1,519
2. Non-financial assets				
(a) Current tax assets (net)		291	345	525
(b) Property, plant and equipment	9	3	2	2
(c) Other non-financial assets	10	38	56	51
Total non-financial assets		332	403	578
Total Assets		2,772	2,750	2,097
I. LIABILITIES AND EQUITY				
LIBILITIES				
1. Financial liabilities				
(a) Payables				
(i) Trade payables				
- Total outstanding dues of micro enterprises and small enterprises		-	-	-
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11	109	149	368
(b) Borrowings (Other than debt securities)	12	-	1,500	1,500
(c) Other financial liabilities	13	44	767	580
Total financial liabilities		153	2,416	2,448
2. Non-financial liabilities				
(a) Current tax liabilities (Net)		105	74	20
(b) Provisions	14	11	25	41
(c) Other non-financial liabilities	15	16	56	13
Total non-financial liabilities		132	155	74
3. Equity				
(a) Share capital	16	618	383	383
(b) Other Equity	17	1869	(204)	(808)
Total Equity		2,487	179	(425)
Total Equity and Liabilities		2,772	2,750	2,097
Summary of significant accounting policies	2			
See accompanying notes forming part of the financial statements	1-40			

As per our report of even date

For B S R & Co. LLP

Chartered Accountants

Firm Registration No : 101248W/W-100022

For and on behalf of the Board of Directors

Manoj Kumar Vijai

Partner

Membership No : 046882

Rajiv Sabharwal

Chairman

DIN: 00057333

N. J. Driver

Director

DIN: 00025025

Udaya Rao

Manager

Place : Mumbai

Date : April 26, 2019

Vivek D'Souza

Chief Financial Officer

Zeal J. Gokani

Company Secretary &
Compliance Officer

TATA SECURITIES LIMITED

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

Particulars	Note No.	For the year ended	For the year ended
		March 31, 2019	March 31, 2018
		Rs in lakh	Rs in lakh
I Revenue from operations	18	469	1,652
II Other income	19	151	137
III Total Revenue (I + II)		620	1,789
IV Expenses :			
Finance costs	20	(616)	153
Net loss on fair value changes	21	8	13
Employee benefits expenses	22	211	669
Depreciation and amortisation expenses	9	2	2
Impairment allowance on trade receivable		(6)	(4)
Other expenses	23	169	178
Total expenses (IV)		(232)	1,011
V Profit before exceptional and tax (III - IV)		852	778
VI Exceptional items		-	-
VII Profit before tax (V - VI)		852	778
VIII Tax expense			
(1) Current tax		46	192
Net tax expenses		46	192
IX Profit for the year (IX + XII)		806	586
X Other Comprehensive Income			
(i) Items that will not be reclassified subsequently to statement of profit or loss		-	-
- Remeasurement of defined employee benefit plans		2	6
Total Other Comprehensive income/(Losses)		2	6
XI Total Comprehensive Income of the year (XIII+XIV) (Comprising Profit) / (Loss) and Other Comprehensive Income for the year)		808	592
XII Earnings per equity share:			
(a) Basic (in Rupees)		13.03	14.54
(b) Diluted (in Rupees)		13.03	14.54
Summary of significant accounting policies	2		
See accompanying notes forming part of the financial statements	1-40		

As per our report of even date

For B S R & Co. LLP

Chartered Accountants

Firm Registration No : 101248W/W-100022

For and on behalf of the Board of Directors

Manoj Kumar Vijai
Partner
Membership No : 046882

Rajiv Sabharwal
Chairman
DIN: 00057333

N. J. Driver
Director
DIN: 00025025

Udaya Rao
Manager

Place : Mumbai
Date : April 26, 2019

Vivek D'Souza
Chief Financial Officer

Zeal J. Gokani
Company Secretary &
Compliance Officer

TATA SECURITIES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019

Particulars	Note No.	For the year ended March 31, 2019	For the year ended March 31, 2018
		Rs. in lakh	Rs. in lakh
1. CASH FLOW FROM OPERATING ACTIVITIES			
Profit before taxes:			
Continuing Operations		852	778
Adjustments for:			
Depreciation and amortisation		2	2
Borrowing Cost		(616)	153
Net loss on fair value changes		8	13
Interest Income		(105)	(89)
Dividend Income		(24)	(5)
Operating Profit before working capital changes and adjustments for interest paid, interest received and dividend received		117	852
Adjustments for:			
(Increase)/Decrease in Trade Receivables		208	(159)
(Increase)/Decrease in Other Assets		40	115
Increase/(Decrease) in Trade Payables		(41)	(219)
Increase/(Decrease) in Other Liabilities and Provisions		(159)	83
Cash used in operations		165	672
Refund/(Payment) of Tax		44	37
CASH FLOW FROM OPERATING ACTIVITIES		209	709
2. CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment (including capital advances)		(2)	(2)
Interest income on fixed deposits		111	67
Investments in fixed deposits		-	(662)
Dividend Income		24	5
Proceeds from maturity of fixed deposits		202	-
Purchase of Investments		(606)	(70)
NET CASH (USED IN) INVESTING ACTIVITIES		(271)	(662)
NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS		(62)	47
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		324	277
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		262	324
Summary of significant accounting policies	2		
See accompanying notes forming part of the financial statements	1-40		

As per our report of even date

For B S R & Co. LLP

Chartered Accountants

Firm Registration No : 101248W/W-100022

For and on behalf of the Board of Directors

Manoj Kumar Vijai

Partner

Membership No : 046882

Rajiv Sabharwal

Chairman

DIN: 00057333

N. J. Driver

Director

DIN: 00025025

Udaya Rao

Manager

Place : Mumbai

Date : April 26, 2019

Vivek D'Souza

Chief Financial Officer

Zeal J. Gokani

Company Secretary &
Compliance Officer

TATA SECURITIES LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2019

a. Equity share capital

Particulars	Note	Rs. in Lakh
Balance as at April 1, 2017		383
Changes in equity share capital during the year	16	-
Balance at March 31, 2018		383
Changes in equity share capital during the year	16	235
Balance at March 31, 2019		618

b. Other equity

Particulars	Reserves and surplus				Debt instruments through Other Comprehensive Income	Share options outstanding account	Remeasurement of defined benefit liability /asset	General Reserve	Total equity
	Securities premium	Debenture Redemption Reserve	Special Reserve Account	Retained earnings					
Balance at April 1, 2017	807	-	-	(2,168)	-	-	-	553	(808)
Profit for the year	-	-	-	586	-	-	-	-	586
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	6	-	6
	807	-	-	(1,582)	-	-	6	553	(216)
Transfer to stock reserve - equity settled options	-	-	-	-	-	11	-	1	12
Balance at March 31, 2018	807	-	-	(1,582)	-	11	6	554	(204)
Profit for the year	-	-	-	806	-	-	-	-	806
Premium on issue of equity shares	1,265	-	-	-	-	-	-	-	1,265
Other comprehensive income for the year, net of income tax	-	-	-	-	-	-	2	-	2
Total comprehensive income for the year	1,265	-	-	806	-	-	2	-	2,073
Transfer to stock reserve - equity settled options	-	-	-	-	-	(8)	-	8	-
Balance at March 31, 2019	2,072	-	-	(776)	-	3	8	562	1,869

As per our report of even date

For B S R & Co. LLP

Chartered Accountants

Firm Registration No : 101248W/W-100022

For and on behalf of the Board of Directors

Manoj Kumar Vijai

Partner

Membership No : 046882

Rajiv Sabharwal

Chairman

DIN: 00057333

N. J. Driver

Director

DIN: 00025025

Udaya Rao

Manager

Place : Mumbai

Date : April 26, 2019

Vivek D'Souza

Chief Financial Officer

Zeal J. Gokani

Company Secretary &
Compliance Officer

TATA SECURITIES LIMITED
RECONCILIATION OF BALANCE SHEET AS AT MARCH 31, 2018

Particulars	Note No.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
				Rs in lakh
I. ASSETS				
1. Financial assets				
(a) Cash and cash equivalents	4	324	-	324
(b) Bank balance other than (a) above	5	1,446	-	1,446
(c) Receivables				
(I) Trade receivables	6	244	(1)	243
(d) Investments	7	110	43	153
(e) Other financial assets	8	181	-	181
Total financial assets		2,305	42	2,347
2. Non-financial assets				
(a) Property, plant and equipment	9	2	-	2
(b) Current tax assets (net)		345	-	345
(c) Other non-financial assets	10	56	-	56
Total non-financial assets		403	-	403
Total Assets		2,708	42	2,750
I. LIABILITIES AND EQUITY				
LIABILITIES				
1. Financial liabilities				
(a) Payables				
(i) Trade payables				
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11	149	-	149
(b) Borrowings (Other than debt securities)	12	-	1,500	1,500
(c) Other financial liabilities	13	151	616	767
Total financial liabilities		300	2,116	2,416
2. Non-financial liabilities				
(a) Current tax liabilities (Net)		74	-	74
(b) Provisions	14	25	-	25
(c) Other non-financial liabilities	15	56	-	56
Total non-financial liabilities		155	-	155
3. Equity				
(a) Share capital	16	1,883	(1,500)	383
(b) Other Equity	17	370	(574)	(204)
Total Equity		2,253	(2,074)	179
Total Equity and Liabilities		2,708	42	2,750

TATA SECURITIES LIMITED
RECONCILIATION OF BALANCE SHEET AS AT APRIL 01, 2017

Particulars	Note No.	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
				Rs in lakh
I. ASSETS				
1. Financial assets				
(a) Cash and cash equivalents	4	277	-	277
(b) Bank balance other than (a) above	5	762	-	762
(c) Receivables				
(I) Trade receivables	6	85	(1)	84
(d) Investments	7	40	56	96
(e) Other financials assets	8	300	-	300
Total financial assets		1,464	55	1,519
2. Non-financial assets				
(a) Property, plant and equipment	9	2	-	2
(b) Current tax assets (net)		525	-	525
(c) Other non-financial assets	10	51	-	51
Total non-financial assets		578	-	578
Total Assets		2,042	55	2,097
I. LIABILITIES AND EQUITY				
LIBILITIES				
1. Financial liabilities				
(a) Payables				
(i) Trade payables				
- Total outstanding dues of creditors other than micro enterprises and small enterprises	11	368	-	368
(b) Borrowings (Other than debt securities)	12	-	1,500	1,500
(g) Other financial liabilities	13	117	463	580
Total financial liabilities		485	1,963	2,448
2. Non-financial liabilities				
(a) Current tax liabilities (Net)		20	-	20
(b) Provisions	14	41	-	41
(c) Other non-financial liabilities	15	13	-	13
Total non-financial liabilities		74	-	74
3. Equity				
(a) Share capital	16	1,883	(1,500)	383
(b) Other Equity	17	(400)	(408)	(808)
Total Equity		1,483	(1,908)	(425)
Total Equity and Liabilities		2,042	55	2,097

TATA SECURITIES LIMITED

RECONCILIATION OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2018

Particulars	Amount as per IGAAP	Effects of transition to Ind AS	Amount as per Ind AS
			Rs in lakh
I Revenue from operations			
Brokerage Income	592	-	592
Income from Investment Banking services	1,042	-	1,042
Depository Participant Fees	18	-	18
II Other income	137	-	137
III Total Revenue (I + II)	1,789	-	1,789
IV Expenses :			
Finance costs	-	153	153
Net loss on fair value changes	-	13	13
Employee benefits expenses	650	19	669
Depreciation and amortisation expenses	2	-	2
Impairment allowance on trade receivable	(5)	1	(4)
Other expenses	178	-	178
Total expenses (IV)	825	186	1,011
V Profit before exceptional and tax (III - IV)	964	-186	778
VI Exceptional items	-	-	-
VII Profit before tax (V - VI)	964	-186	778
VIII Tax expense			
(1) Current tax	192	-	192
(2) Deffered tax	-	-	-
Net tax expenses	192	-	192
IX Profit before the year (VII-VIII)	772	(186)	586
X Profit from dicontinued operations before tax	-	-	-
XI Tax expenses of discontinued operations	-	-	-
XII Profit from discontinued operations (after tax) (X-XI)	-	-	-
XIII Profit for the year (IX+XII)	772	(186)	586
XIV Other Comprehensive Income			
(i) Items that will not be reclassified subsequently to statement of profit or loss			
- Remeasurement of defined employee benefit plans	-	6	6
Total Other Comprehensive income/(Loasses)	-	6	6
XV Total Comprehensive Income fo the year (XV+XVI) (Comprising Profit / (Loss) and Other Comprehensive Income for the year)	772	(180)	592

TATA SECURITIES LIMITED

Notes forming part of the financial statements

1. CORPORATE INFORMATION

Tata Securities Limited (TSL) is a wholly owned subsidiary of Tata Capital Limited. The Company is a member of the Bombay Stock Exchange Limited (BSE) registered in the cash segment and of National Stock Exchange of India Limited (NSE) registered in the capital market, futures & options and currency derivatives segments. The Company is a Depository Participant of Central Depository Services (India) Limited (CDSL) and of National Securities Depository Limited (NSDL). The Company is registered with SEBI as a Research Analyst and as a Merchant Banker.

The Company is engaged in distribution of mutual fund units, in the capacity of an AMFI registered distributor. The Company has been empanelled with several Asset Management Companies operating in India.

2. SIGNIFICANT ACCOUNTING POLICIES

i. Statement of compliance

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as “Ind AS”) notified under the Companies (Indian Accounting Standards) Rules, 2015. The Company has adopted Ind AS from April 1, 2018 with effective transition date as April 1, 2017. These financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013 (the “Act”). The transition was carried out from Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (“IGAAP” or “previous GAAP”).

An explanation of how the transition to Ind AS has effected the previously reported financial position, financial performance and cash flows of the Company is provided in Note no 3.

ii. Presentation of financial statements

The Balance Sheet, Statement of Profit and Loss and Statement of changes in Equity are prepared and presented in the format prescribed in the Division III of Schedule III of the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS. Amounts in the financial statements are presented in Indian Rupees in Lakh.

iii. Basis of Preparation and Presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services at the time of entering into the transaction.

Measurement of fair values:

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

Fair value for measurement and/or disclosure purposes for certain items in these financial statements is determined considering the following measurement methods:

Items	Measurement basis
Certain financial assets and liabilities (including derivatives instruments)	Fair value
Net defined benefit (asset)/liability	Fair value of planned assets less present value of defined benefit obligations
Property plant and equipment	Value in use under Ind AS 36

Fair value measurements under Ind AS are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- a) Level 1: inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- b) Level 2: inputs are other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; and
- c) Level 3: inputs are unobservable inputs for the valuation of assets or liabilities that the Company can access at measurement date.

iv. Use of Estimates and judgements

The preparation of financial statements requires the management of the Company to make judgements, assumptions and estimates that affect the reported balances of assets and liabilities and disclosures relating to the contingent liabilities as at the date of the financial statements and reported amounts of income and expenses for the reporting period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in the financial statements have been disclosed as applicable in the respective notes to accounts. Accounting estimates could change from period to period. Future results could differ from these estimates. Appropriate changes in estimates are made as the management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

Judgements:

Information about judgements made in applying accounting policies that have significant effect on the amounts recognised in the financial statements is included in the following note:

-Note ix - classification of financial assets: assessment of the business model within which the assets are held and assessment of whether the contractual terms of the financial asset are solely payments of principal and interest on the principal amount outstanding.

Assumptions and estimation of uncertainties:

Information about assumptions and estimation of uncertainties that have a significant risk of resulting in a material adjustment in the year ending March 31, 2019 are included in the following notes:

-Note x - impairment test of non-financial assets: key assumption underlying recoverable amounts.

-Note x - useful life of property, plant, equipment and intangibles.

-Note xvi – Deferred tax assets have not been recognized due to absence of probable future taxable profit against which such assets could be offset.

-Notes xviii – recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

-Note ix – determination of the fair value of financial instruments with significant unobservable inputs.

-Note 32 (i) – measurement of defined benefit obligations: key actuarial assumptions.

v. Interest Income

Interest income is recognised using the effective interest method. The effective interest rate (EIR) is the rate that exactly discounts estimated future cash flows through the expected life of the financial instrument.

Interest consists of consideration for the time value of money, for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs, as well as a profit margin.

The calculation of the EIR includes all fees paid or received that are incremental and directly attributable to the acquisition of financial asset.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance).

The 'amortised cost' of a financial asset is the amount at which the financial asset is measured on initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any expected credit loss allowance.

The 'gross carrying amount of a financial asset' is the amortised cost of a financial asset before adjusting for any expected credit loss allowance.

vi. Income from Services and distribution of financial products

Fees for financial advisory services are accounted as and when the service is rendered provided there is reasonable certainty of its ultimate realisation.

a. Revenue from brokerage is recognised when the service is performed. Trail brokerage is recognised at the end of the measurement period when the pre-defined thresholds are met. Revenue is net of applicable indirect taxes and sub-brokerage.

b. Investment banking services

Fees for Investment banking services are accounted based on stage of completion of assignments and when there is reasonable certainty of its ultimate realization / collection.

vii. Dividend Income

Income from dividend on investment in equity shares of corporate bodies and units of mutual funds is accounted when the Company's right to receive dividend is established.

viii. Lease

Leases are classified as operating lease where significant portion of risks and reward of ownership of assets acquired under lease is retained by the lessor.

Lease rentals under operating lease are recognised on a straight-line basis over the lease term, except for increase in line with expected inflationary cost.

ix. Financial asset

Financial asset is recognised in the Company's balance sheet on trade date upon becoming a party to the contractual provisions of the instrument.

Recognised financial assets are initially measured at fair value. Transaction costs and revenues that are directly attributable to the acquisition of financial assets (other than financial assets measured at FVTPL) are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs and revenues directly attributable to the acquisition of financial assets at FVTPL are recognised immediately in the Statement of Profit or Loss.

a) Financial assets

Classification

On initial recognition, depending on the Company's business model for managing the financial assets and its contractual cash flow characteristics, a financial asset is classified as measured at;

- 1) amortised cost;
- 2) fair value through other comprehensive income (FVTOCI); or
- 3) Fair value through profit and loss (FVTPL).

Investments in equity and mutual fund

Investments in equity and mutual fund are classified as FVTPL and measured at fair value with all changes recognised in the statement of profit and loss. Upon initial recognition, the Company, on an instrument-by-instrument basis, may elect to classify equity instruments other than held for trading either as FVTOCI or FVTPL. Such election is subsequently irrevocable. If FVTOCI is elected, all fair value changes on the instrument, excluding dividends, are recognized in Other Comprehensive Income ("OCI"). There is no recycling of the gains or losses from OCI to the Statement of Profit and Loss, even upon sale of investment. However, the Company may transfer the cumulative gain or loss within other equity upon realisation.

Impairment of Trade receivable and operating lease receivable

Impairment allowance on trade receivables is made on the basis of life time credit loss method, in addition to specific provision considering the uncertainty of recoverability of certain receivables.

Equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

No gain/loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

b) Cash, Cash equivalents and bank balances

Cash, Cash equivalents and bank balances include fixed deposits, margin money deposits, earmarked balances with banks and other bank balances which have restrictions are carried at amortised cost. Short term and liquid investments being subject to more than insignificant risk of change in value, are not included as part of cash and cash equivalents.

x. Property, plant and equipment

a. Tangible

Tangible property, plant and equipment (PPE) acquired by the Company are reported at acquisition cost less accumulated depreciation and accumulated impairment losses, if any. The acquisition cost includes any cost attributable for bringing an asset to its working condition net of tax/duty credits availed, which comprises of purchase consideration and other directly attributable costs of bringing the assets to their working condition for their intended use. PPE is recognised when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

b. Capital work-in-progress

PPE not ready for the intended use on the date of the Balance Sheet are disclosed as "capital work-in-progress" and carried at cost, comprising direct cost, related incidental expenses and attributable interest.

c. Intangible

Intangible assets are recognised when it is probable that the future economic benefits that are attributable to the asset will flow to the enterprise and the cost of the asset can be measured reliably. Intangible assets are stated at original cost net of tax/duty credits availed, if any, less accumulated amortisation and cumulative impairment. Administrative and other general overhead expenses that are specifically attributable to the acquisition of intangible assets are allocated and capitalised as a part of the cost of the intangible assets. Expenses on software support and maintenance are charged to the Statement of Profit and Loss during the year in which such costs are incurred.

d. Intangible assets under development

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as “Intangible assets under development”.

e. Depreciation and Amortisation

Depreciable amount for tangible property, plant and equipment is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on tangible property, plant and equipment has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013, except in respect of computer equipment in whose case the life of the assets has been assessed based on the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, etc. Depreciation method is reviewed at each financial year end to reflect expected pattern of consumption of the future economic benefits embodied in the asset. The estimated useful life and residual values are also reviewed at each financial year end with the effect of any change in the estimates of useful life/residual value is accounted on prospective basis. Depreciation for additions to/deductions on owned assets is calculated pro rata to the remaining period of use. Depreciation charge for impaired assets is adjusted in future periods in such a manner that the revised carrying amount of the asset is allocated over its remaining useful life. All capital assets with individual value less than Rs. 5,000 are depreciated fully in the year in which they are purchased.

Estimated useful life considered by the Company are:

Asset	Estimated Useful Life
Computer Equipment	Owned: 3 to 4 years
Office Equipment	Owned: 5 years
Vehicles	Owned: 4 years

f. Impairment of assets

Upon an observed trigger or at the end of each accounting year, the Company reviews the carrying amounts of its PPE, investment property and intangible asset to determine whether there is any indication that the asset have suffered an impairment loss. If such indication exists, the PPE, investment property and intangible assets are tested for impairment so as to determine the impairment loss, if any.

Impairment loss is recognised when the carrying amount of an asset exceeds its recoverable amount. Recoverable amount is the higher of fair value less cost of disposal and value in use.

g. De-recognition of property, plant and equipment and intangible asset

An item of PPE and intangible assets is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of PPE is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

xi. Employee Benefits

Defined Employee benefits include provident fund, superannuation fund, employee state insurance scheme.

Defined contribution benefits includes gratuity fund, compensated absences, long service awards and post-employment medical benefits.

Defined contribution plans

The eligible employees of the Company are entitled to receive benefits under the provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary (currently 12% of employees' salary), which is recognised as an expense in the Statement of Profit and Loss in the year in which they occur. The contributions as specified under the law are paid to the provident fund set up as irrevocable trust by the Company. The Company is generally liable for annual contributions and any deficiency in interest cost compared to interest computed based on the rate of interest declared by the Central Government under the Employee Provident Scheme, 1952 is recognised as an expense in the year in which it is determined.

The Company's contribution to superannuation fund and employee state insurance scheme are considered as defined contribution plans and are charged as an expense in the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Re-measurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in OCI. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the year in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

- (a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- (b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the year in which the employee renders the related service are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date less the fair value of the plan assets out of which the obligations are expected to be settled. Long term service awards are recognised as a liability at the present value of the defined benefit obligation as at the balance sheet date.

Share based payment transaction

The stock options granted to employees pursuant to the Company's Stock Options Schemes, are measured at the fair value of the options at the grant date. The amount recognised as expense is based on the estimate of the number of options for which the related service and non-market and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of options that do meet the related service and non-market vesting conditions at the vesting date. For share-based options with non-vesting conditions, the grant date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes. The fair value of the options is treated as discount and accounted as employee compensation cost over the vesting period on a straight line basis. The amount recognised as expense in each year is arrived at based on the number of grants expected to vest. If a grant lapses after the vesting period, the cumulative discount recognised as an expense in respect of such grant is transferred to the general reserve within other equity.

xii. Securities premium account

The Company records premium:

1. On issuance of new equity shares above par value;
2. On conversion of CCCPS into equity shares above par value.

The issue expenses of securities which qualify as equity instruments are written off against securities premium account.

xiii. Foreign currencies transactions

Transactions in currencies other than the Company's functional currency are recorded on initial recognition using the exchange rate at the transaction date. At each Balance Sheet date, foreign currency monetary items are reported at the rates prevailing at the year end. Non-monetary items that are measured in terms of historical cost in foreign currency are not retranslated.

Exchange differences that arise on settlement of monetary items or on reporting of monetary items at each Balance Sheet date at the closing spot rate are recognised in the Statement of Profit and Loss in the period in which they arise.

xiv. Operating Segments

An operating segment is a component of the company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the companies other components, and for which discrete financial information is available. The Chief Operating Decision Maker (CODM) of the Company are the Board of Directors. Operating segment disclosures are consistent with the information reviewed by the CODM. All operating segment's operating results are reviewed regularly by the Board of Directors to make decisions about resources to be allocated to the segments and assess their performance.

The Company's operating segments consist of "Distribution Activity", "Investment Banking" and "Others".

Revenue and expense directly attributable to segments are reported under each operating segment. Expenses not directly identifiable to each of the segments have been allocated to each segment on the basis of associated revenues of each segment. All other expenses which are not attributable or allocable to segments have been disclosed as unallocable expenses.

Assets and liabilities that are directly attributable to segments are disclosed under each operating segment. All other assets and liabilities are disclosed as unallocable.

xv. Earnings per share

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Partly paid up shares are included as fully paid equivalents according to the fraction paid up. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be anti-dilutive

xvi. Taxation

Income Tax

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the Statement of Profit and Loss, other comprehensive income or directly in equity when they relate to items that are recognized in the respective line items.

Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax loss) enacted or substantively enacted by the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred Tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilized business loss and depreciation carry-forwards and tax credits. Deferred tax assets are recognised to the extent that it is probable that

future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized.

Deferred tax assets and liabilities are measured based on the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

xvii. Goods and Services Input Tax Credit

Goods and Services input tax credit is accounted for in the books in the period in which the supply of goods or service received is accounted and when there is no uncertainty in availing/utilising the credits.

xviii. Provisions, contingent liabilities and contingent assets

Provisions are recognised only when:

- (i) an entity has a present obligation (legal or constructive) as a result of a past event; and
- (ii) it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- (iii) a reliable estimate can be made of the amount of the obligation

Provision is measured using the cash flows estimated to settle the present obligation and when the effect of time value of money is material, the carrying amount of the provision is the present value of those cash flows. Reimbursement expected in respect of expenditure required to settle a provision is recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in case of:

- (i) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- (ii) a present obligation arising from past events, when no reliable estimate is possible.

Contingent assets are disclosed where an inflow of economic benefits is probable. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

Where the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received under such contract, the present obligation under the contract is recognised and measured as a provision.

Contingent assets are not recognised in the financial statements

xix. Statement of Cash Flows

Statement of Cash Flows is prepared segregating the cash flows into operating, investing and financing activities.

Cash flow from operating activities is reported using indirect method adjusting the net profit for the effects of:

- i. changes during the period in operating receivables and payables transactions of a non-cash nature;
- ii. non-cash items such as depreciation, provisions, deferred taxes, unrealised foreign currency gains and losses, and undistributed profits of associates and joint ventures; and
- iii. all other items for which the cash effects are investing or financing cash flows.

Cash and cash equivalents (including bank balances) shown in the Statement of Cash Flows exclude items which are not available for general use as on the date of Balance Sheet.

xx. Dividend payable (including dividend distribution tax)

Interim dividend declared to equity shareholders, if any, is recognised as liability in the period in which the said dividend has been declared by the Directors. Final dividend declared, if any, is recognised in the period in which the said dividend has been approved by the Shareholders.

xxi. Standard issued and applicable from April 1, 2019:

Ind AS 116 Leases:

The new standard has impact on accounting treatment of an asset taken on lease by the Company. The Company has to measure a right-of-use of asset similar to other non-financial asset such as property, plant and equipment and lease liability similar to other financial liability. As a consequence, the Company will recognise the depreciation of right-of-use asset and interest on the lease liability, and also classify cash repayments of the lease liability into a principal portion and an interest portion and present them in the statement of cash flows applying Ind AS 7, Statement of Cash Flows. Under Ind AS 17, for operating lease, the Company is required to recognise the lease payment as an expense on a straight-line basis unless another systematic basis is representative of the time pattern of the user's benefit.

Below is the list of policies, choices, exemptions and practical expedients:

Area	Policy to be adopted
Definition of lease term:	Grandfather its previous assessment of which existing contracts are, or contain, leases on date of initial application (1 April 2019). The definition of lease under the new standard will only be applied prospectively (including modifications to existing contracts).
Recognition exemption – short term leases:	avail exemption on short term leases on transition and subsequently
Recognition exemption – leases of low value items:	avail exemption on leases of low value items on transition and subsequently. Low value items may be considered as items with a value of less than or equal to INR 5 lacs
Transition approach:	<p>elected to apply modified retrospective method for all leases. This means that</p> <ul style="list-style-type: none"> - Right of use asset (ROU) would be measured as if standard had always been applied but using incremental borrowing date on 1 April 2019 - Lease liability would be measured on 1 April 2019 as the present value of the remaining lease payments and using incremental borrowing rate on 1 April 2019 - Standard would be applied on 1 April 2019 and equity adjustment (difference between the ROU asset and lease liability computed above) would be recognised on 1 April 2019 - Comparative period would not be restated - Disclosures to be made as applicable
Discount rates	elected to apply a single discount rate to a portfolio of leases with reasonably similar characteristics
Leases with a short remaining term	elected to account for leases for which the lease term ends within 12 months of date of initial application (1 April 2019) as short-term leases
Initial direct costs	elected to exclude initial direct costs from measurement of right of use asset on date of initial application (1 April 2019)
Use of hindsight	elected to use hindsight in estimating lease term if the contract contains options to extend or terminate the lease

xxii. FIRST TIME ADOPTION OF IND AS (read with note 2(i))

The Company has adopted Indian Accounting Standards (Ind AS) as notified by the Ministry of Corporate Affairs with effect from 1st April, 2018, with a transition date of 1st April, 2017. The financial statements for the period ended 30th September, 2018 are the first financial statements, the Company has prepared under Ind AS. For all periods up to and including the year ended 31st March, 2018, the Company prepared its financial statements in accordance with the accounting standards notified under the section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 ('Previous GAAP').

The adoption of Ind AS has been carried out in accordance with Ind AS 101, First-time Adoption of Indian Accounting Standards. Ind AS 101 requires that all Ind AS standards and interpretations that are issued and effective for the first Ind AS financial statements be applied retrospectively and consistently for all financial years presented. Accordingly, the Company has prepared financial statements which comply with Ind AS for the year ended March 31, 2018 and the opening Ind AS Balance Sheet as at April 1, 2017, the date of transition to Ind AS and also as at March 31, 2018.

In preparing these Ind AS financial statements, the Company has availed certain exemptions and exceptions in accordance with Ind AS 101, as in Note 3. The resulting difference between the carrying values of the assets and liabilities in the financial statements as at the transition date under Ind AS and Previous GAAP have been recognised directly in equity (retained earnings or another appropriate category of equity). Note 3 explains the adjustments made by the Company in restating its financial statements prepared under previous GAAP, including the statement of profit and loss account for the year ended March 31, 2018 and the Balance Sheet as at April 1, 2017 and as at March, 31 2018.

3. EXPLANATION OF TRANSITION TO IND AS

These financial statements have been prepared in accordance with Ind AS as notified by ministry of corporate affairs under the Companies (Indian Accounting Standards) Rules, 2015 notified under Section 133 of the Companies Act, 2013 and other relevant provisions of the Act.

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2018. Previous period have been restated to Ind AS. In accordance with Ind AS 101 First-time Adoption of Indian Accounting Standard, the Company has presented a reconciliation from the presentation of financial statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("IGAAP") to Ind AS of Shareholders' equity as at March 31, 2018 and April 1, 2017 and of the comprehensive net income for the period ended March 31, 2018.

This note explains the principal adjustments made by the Company in restating its IGAAP financial statements, including the balance sheet as at April 01, 2017 and the financial statements as at and for the year ended March 31, 2018 and how the transition from IGAAP to Ind AS has affected the Company's financial position, financial performance.

Reconciliations between IGAAP and Ind AS

(i) Equity reconciliation

PARTICULARS	As at March 31, 2018	As at April 1, 2017
	Rs in lakh	Rs in lakh
Equity as reported under IGAAP	2,253	1,483
Adjusted for reduction:		
a Reclassification of Cumulative Compulsorily Convertible Preference shares (CCCPS) to Borrowings	(1,500)	(1,500)
b Dividend accrued on CCCPS and dividend distribution tax thereon	(616)	(463)
c Impairment allowance on trade receivable	(1)	(1)
d Net Fair value gain/(loss) on Investment at FVTPL	43	56
Adjusted for addition:		
a Net Deferred tax asset/(liability) on above adjustments	-	-
Equity under Ind AS	179	(425)

(ii) Total Comprehensive income reconciliation

Particulars	As at March 31, 2018
	Rs in lakh
Net profit as reported under IGAAP	772
Add /(Less) :	
Impairment allowance on trade receivable	(1)
Dividend accrued on CCCPS and dividend distribution tax thereon	(153)
Net Fair value gain/(loss) on Investment at FVTPL	(13)
Amortisation of Option fair value cost for Equity settled ESOP's	(13)
Remeasurement of defined benefit obligation	(6)
Net profit under Ind AS	586
Other comprehensive income (OCI) :	
Remeasurement of defined benefit obligation	6
Total Comprehensive income under Ind AS	592

* Amount less than Rs.50,000/-

(iii) Reconciliation of Statement of Cash Flow

There are no material adjustments to the Statements of Cash Flows as reported under the Previous GAAP.

Note to reconciliations between IGAAP and Ind AS

a Fair valuation of investments

Under IGAAP, investments in equity instruments are classified as long-term investments based on the intended holding period and expected realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments.

Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes of these investments have been recognised in retained earnings as at the date of transition (i.e. April 01, 2017). Subsequent changes to fair value have been recognised in the statement of profit or loss for the year ended March 31, 2018.

Thus, fair value increase of Rs. 56 lakh has been recognised in retained earnings as at April 01, 2017 and subsequent decrease in fair value of Rs. 13 lakh has been recognised in the statement of profit or loss for the year ended March 31, 2018, resulting in a decrease in the total equity of Rs. 43 lakh as at March 31, 2018.

b Impairment allowance on Financial Instruments at Amortised cost and trade receivables

Under IGAAP, the provisioning for trade receivables was made based on the management judgement/estimates of the recovery.

Under Ind AS 109, a provision is required to be made on the basis of the past trend of write offs on the revenue recognised. Such provision is in addition to the provision made based on actual expected losses under IGAAP.

Consequent to the above, the impairment allowance increased by Rs. 1 lakh as at March 31, 2018 (April 01, 2017 Rs. 1 lakh).

c Remeasurement of defined benefit obligation

Under IGAAP, gain/loss on remeasurement of defined benefit obligation was recognised as part of the gratuity cost in the Statement of Profit and Loss.

Under Ind AS, such gain/loss is recognised under Other Comprehensive Income Statement (OCI) along with its current income tax charge.

Consequent to the above, employee cost recorded in the Statement of Profit and Loss has increased by Rs. 6 lakh and corresponding Other Comprehensive Income has increased by Rs. 6 lakh for the year ended as at 31 March 31, 2018

d Employee share based payment adjustments

The grant date fair value of equity settled share-based payment options granted to employees is recognised as an employee expense, with a corresponding increase in equity, over the period that the employees unconditionally become entitled to the options. The amount recognised as expense is based on the estimate of the number of options for which the related service and non-market and non-market vesting conditions are expected to be met, such that the amount ultimately recognised as an expense is based on the number of options that do meet the related service and non-market vesting conditions at the vesting date. Employee cost recorded in the Statement of Profit and Loss has increased by Rs. 13 lakh for the year ended as at 31 March 31, 2018 and a corresponding ESOP outstanding reserve is created of Rs. 13 lakh.

e Reclassification of Cumulative Compulsorily Convertible Preference shares (CCCPS) to Borrowings

Under IGAAP, Cumulative Compulsorily Convertible Preference shares (CCCPS) formed part of the Share Capital. As per Ind AS 32, since the terms of conversion of the CCCPS on the date of issuance does not mandate fixed number of instruments at a fixed rate, such instrument are classified as a liability and interest cost is accrued at the rate of dividend applicable along with dividend distribution tax (DDT). Equity has decreased by Rs. 1500 lakh as on March 31, 2018 (April 01, 2017 Rs. 1500 lakh) with a corresponding increase in borrowings. Interest cost on account of dividend accrued on CCCPS along with DDT has increased in the Statement of Profit and Loss Account for the year ended March 31, 2018 by Rs. 153 lakh. Liability for dividend accrued on CCCPS along with DDT has increased as on March 31, 2018 by Rs. 153 lakh.

4 CASH AND CASH EQUIVALENTS

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Cash on hand *	-	0	-
(b) Balance with Banks			
(i) On Current accounts	8	21	217
(ii) On Client accounts	1	5	26
(iii) Deposit accounts (refer note below)	253	298	34
Total	262	324	277

* Less than Rs. 50,000/-

Note

Balances with banks in deposit accounts comprises deposits that have a residual maturity as at balance sheet date less than 3 months.

5 OTHER BALANCES WITH BANKS

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
Balances with banks			
(a) In deposit accounts (Refer note below)	1,205	1,407	745
(b) Interest accrued but not due on fixed deposits	33	39	17
Total	1,238	1,446	762

Note:

5 (a). Deposits includes lien with Banks and Stock Exchanges as margin amounting to Rs.378 lakh (March 31, 2018: Rs. 378 lakh and April 01, 2017: Rs.428 lakh)

5 (b). Balances with banks in deposit accounts comprises deposits that have an original maturity and residual maturity as at balance sheet date exceeding 3 months.

6 TRADE RECEIVABLE

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(i) Receivables considered good - Unsecured	31	247	86
(ii) Trade receivables - credit impaired	66	69	76
	97	316	162
Less: Allowance for impairment loss			
(i) Significant increase in credit risk *	(0)	(1)	(1)
(ii) Credit impaired	(66)	(72)	(77)
Total	31	243	84

* Less than Rs. 50,000/-

7 INVESTMENTS

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(A) Investments measured at fair value through profit or loss			
Mutual and other funds (unquoted)	716	110	40
Fully paid equity shares (quoted)	35	43	56
Total	751	153	96

The market value of quoted investments is equal to the carrying value.

8 OTHER FINANCIAL ASSETS

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Security deposits	157	161	299
(b) Receivable from related parties	1	20	1
Total	158	181	300

9. Property, plant and equipment										
Particulars	Gross Block					Accumulated Depreciation				Net Carrying Value
	Opening balance as at April 1, 2018	Additions/ Adjustments	Deletions	Written off during the year	Closing balance as at March 31, 2019	Opening Balance as at April 01, 2018	Depreciation for the year	Deletions / Adjustments	Closing balance as at March 31, 2019	As at March 31, 2019
TANGIBLE :										
Office Equipment *	1 <i>1</i>	- <i>-</i>	- <i>-</i>	- <i>-</i>	1 <i>1</i>	0 <i>-</i>	1 <i>1</i>	- <i>-</i>	1 <i>1</i>	0 <i>0</i>
Computer Equipment	3 <i>1</i>	2 <i>2</i>	- <i>-</i>	- <i>-</i>	5 <i>3</i>	1 <i>-</i>	1 <i>1</i>	- <i>-</i>	2 <i>1</i>	3 <i>2</i>
Sub-Total	4	2	-	-	6	1	2	-	3	3
	<i>2</i>	<i>2</i>	<i>-</i>	<i>-</i>	<i>4</i>	<i>-</i>	<i>2</i>	<i>-</i>	<i>2</i>	<i>2</i>
INTANGIBLE (other than internally generated) :										
Software *	0 <i>0</i>	- <i>-</i>	- <i>-</i>	- <i>-</i>	0 <i>0</i>	0 <i>-</i>	0 <i>0</i>	- <i>-</i>	0 <i>0</i>	0 <i>0</i>
Sub-Total	0	-	-	-	0	0	0	-	0	0
	<i>0</i>	<i>-</i>	<i>-</i>	<i>-</i>	<i>0</i>	<i>-</i>	<i>0</i>	<i>-</i>	<i>0</i>	<i>0</i>
Total	4	2	-	-	6	1	2	-	3	3
Previous Year	2	2	-	-	4	-	2	-	2	2
Total Fixed Assets										3

Figures in italics relate to March 31, 2018.

*Less than Rs. 50,000/-

10 OTHER NON-FINANCIAL ASSETS (UNSECURED - CONSIDERED GOOD)

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Prepaid Expenses	12	17	16
(b) Gratuity Asset (Net)	9	10	-
(c) Balances with government authorities	6	11	9
(d) Other advances	11	18	26
Total	38	56	51

11 TRADE PAYABLES

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Others			
(i) Accrued expenses	100	137	345
(ii) Others	9	12	23
Total	109	149	368

12 BORROWINGS (OTHER THAN DEBT SECURITIES) (IN INDIA)

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
Unsecured			
Compulsorily Convertible Cumulative Preference Shares			
15,000,000 (March 31, 2018: 15,000,000 shares and April 01, 2017: 15,000,000 shares)			
Compulsorily Convertible Cumulative Preference Shares of Rs 10 each	-	1,500	1,500
Total	-	1,500	1,500

13 OTHER FINANCIAL LIABILITIES

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Accrued employee benefit expense	43	139	113
(b) Salary Payable	1	12	4
(c) Interest accrued but not due on CCCPS	-	616	463
Total	44	767	580

14 PROVISIONS

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Provision for gratuity (net)	-	-	18
(b) Provision for compensated absences	10	22	19
(c) Provision for long-term service award	1	3	4
Total	11	25	41

15 OTHER NON-FINANCIAL LIABILITIES

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Statutory dues	12	50	10
(b) Others	4	6	3
Total	16	56	13

16 SHARE CAPITAL

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
AUTHORISED			
81,000,000 (Previous year 81,000,000) Equity shares of Rs. 10 each	8,100	8,100	8,100
20,000,000 (Previous year 20,000,000) Preference shares of Rs. 10 each	2,000	2,000	2,000
	10,100	10,100	10,100
ISSUED, SUBSCRIBED AND FULLY PAID UP			
6,183,837 (Previous year 3,829,418) Equity shares of Rs. 10 each fully paid up	618	383	383
Total	618	383	383

16 (a) Reconciliation of number of shares outstanding

PARTICULARS	No. of shares	Rs in lakh
Opening Share Capital as on April 1, 2017		
Equity shares Face Value Rs. 10 fully paid up	3,829,418	383
8.50% Compulsorily Convertible Cumulative Preference Shares of Rs 10 each	15,000,000	1,500
Additions / (Deletion) during the year March 31, 2018	-	-
Closing Share Capital as on March 31, 2018		
Equity shares Face Value Rs. 10 fully paid up	3,829,418	383
8.50% Compulsorily Convertible Cumulative Preference Shares of Rs 10 each	15,000,000	1,500
Additions / (Deletion) during the year March 31, 2019		
Equity shares Face Value Rs. 10 fully paid up	2,354,419	235
conversion to equity shares of 8.50% Compulsorily Convertible Cumulative Preference Shares	(15,000,000)	(1,500)
Closing Share Capital as on March 31, 2019		
Equity shares Face Value Rs. 10 fully paid up	6,183,837	618
	6,183,837	618

16 (b) The entire Equity Share Capital and Preference Share Capital of the Company is held by Tata Capital Limited (the Holding Company) and its nominees. Tata Sons Private Limited is the ultimate holding company.

16 (c) Rights, preferences and restrictions attached to shares

Equity Shares: The Company has equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. Dividend, if any, proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

16 (d) Aggregate number of shares issued for consideration other than cash during the period of five years immediately preceding the reporting date :

During the five-year period ended March 31, 2019 (March 31, 2018):

- 2,354,419 (March 31, 2018: Nil) equity shares of INR 10 each have been allotted as fully paid up pursuant to conversion of 8.50% Compulsorily Convertible Cumulative Preference Shares

17 OTHER EQUITY

PARTICULARS	As at March 31, 2019	As at March 31, 2018	As at April 01, 2017
	Rs in lakh	Rs in lakh	Rs in lakh
(a) Securities Premium Account	2,072	807	807
(b) Deficit in Profit and Loss	(776)	(1,582)	(2,168)
(c) General Reserve	562	554	553
(d) Other Comprehensive Income	8	6	-
(e) Share options outstanding account	3	11	-
Total	1,869	(204)	(808)

18 FEES AND COMMISSION INCOME

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
(a) Brokerage Income		
(i) Distribution Income (Net)	449	592
(ii) Equity Brokerage (Net)	-	-
(b) Income from Investment Banking services	14	1,042
(c) Depository Participant Fees	6	18
Total	469	1,652

* Less than Rs. 50,000/-

19 OTHER INCOME

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
(a) Interest on Income Tax Refund	15	21
(b) Interest Income on Fixed Deposits	105	89
(c) Dividend on investments	24	5
(d) Miscellaneous Income	7	22
Total	151	137

20 FINANCE COST

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
Dividend on Compulsorily Convertible Cumulative Preference Shares (including dividend distribution tax thereon)	(616)	153
Total	(616)	153

Note:

Finance cost for the year ended 31st March, 2019 includes a reversal of Rs.616 lakh of dividend accrued on CCCPS that is no longer payable as the same have been converted into equity shares in March 2019. Prior to conversion of the CCCPS, the CCCPS dividend was not declared due to accumulated losses in the company

21 NET LOSS / (GAIN) ON FAIR VALUE CHANGES

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
Unrealised gain on financial instruments measured at fair value through profit or loss	8	13
Total	8	13

22 EMPLOYEE BENEFIT EXPENSES

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
(a) Salaries, wages and bonus	199	599
(b) Contribution to provident and other fund	16	39
(c) Staff welfare expenses	(4)	18
(d) Share based payments to employees *	0	13
Total	211	669

*Less than Rs. 50,000/-

Note:

The Supreme Court of India in its judgement in the case of THE REGIONAL PROVIDENT FUND COMMISSIONER (II) WEST BENGAL v/s VIVEKANANDA VIDYAMANDIR AND OTHERS on February 28, 2019 has clarified that any emolument paid universally, necessarily and ordinarily to all employees across the board is to be considered as basic wage and accordingly needs to be considered for calculation of Provident Fund contribution. The Company has made an estimate of the liability and as a matter of caution, the Company has made a provision Rs 1 lakh for the year ended March 31, 2019. The Company would record any further effect in its financial statements, in the period in which it receives additional clarity on the said subject.

23 OTHER OPERATING EXPENSES

PARTICULARS	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
(a) Administration and Support Expenses	8	11
(b) Communication expenses	4	6
(c) Director's Sitting Fees	4	13
(d) Legal and Professional fees	14	(30)
(e) Provision for Deposits	-	(23)
(f) Repairs and Maintenance	2	3
(g) Rent	41	102
(h) Membership and Subscription	36	60
(i) Travelling and conveyance	4	40
(j) Auditors Remuneration	12	12
(k) Software Expenses	-	(54)
(l) Miscellaneous Expenses	44	38
Total	169	178

*Less than Rs. 50,000/-

23 (a) Auditors' Remuneration (excluding GST)

Auditors' Remuneration	For the year ended March 31, 2019	For the year ended March 31, 2018
	Rs in lakh	Rs in lakh
(a) Statutory Audit Fees	7	7
(b) Tax Audit Fees	2	2
(c) Other Services	3	3
(d) Out of Pocket Expenses*	0	0
Total	12	12

*Less than Rs. 50,000/-

24. Financial Instruments :

The significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 2(i) to the financial statements.

A. Valuation models

The Company measures fair values using the following fair value hierarchy, which reflects the significance of the inputs used in making the measurements:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at measurement date
- Level 2 inputs are inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly; (i.e. derived from prices). This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for identical or similar instruments in markets that are considered less than active; or other valuation techniques in which all significant inputs are directly or indirectly observable from market data.
- Level 3 inputs are unobservable inputs for the valuation of assets or liabilities that the Company can access at measurement date. This category includes all instruments for which the valuation technique includes inputs that are not observable and the unobservable inputs have a significant effect on the instrument's valuation. This category includes instruments that are valued based on quoted prices for similar instruments for which significant unobservable adjustments or assumptions are required to reflect differences between the instruments. Valuation techniques include net present value and discounted cash flow models, income approach, comparison with similar instruments for which observable market prices exist, option pricing models and other valuation models. Assumptions and inputs used in valuation techniques include risk-free returns, benchmark interest rates and credit spreads used in estimating discount rates, bond and equity prices, foreign currency exchange rates, equity and equity index prices and expected price volatilities and correlations.

The objective of valuation techniques is to arrive at a fair value measurement that reflects the price that would be received to sell the asset or paid to transfer the liability in an orderly transaction between market participants at the measurement date.

Observable prices or model inputs are usually available in the market for listed equity securities. The availability of observable market prices and model inputs reduces the need for management judgement and estimation and also reduces the uncertainty associated with determining fair values.

B. Valuation framework

The Company has established a policy for the measurement of fair values addressing the requirement to independently verify the results of all significant fair value measurements. Specific controls include:

- verification of observable pricing basis actual market transactions;
- re-performance of model valuations;
- a review and approval process for new models and changes to models
- annual calibration and back-testing of models against observed market transactions;
- analysis and investigation of significant annual valuation movements; and
- review of significant unobservable inputs, valuation adjustments and significant changes to the fair value measurement of Level 3 instruments compared with the previous year.

When third party information, such as valuation agency report is used to measure fair value, the Company assesses the documents and evidence used to support the conclusion that the valuations meet the requirements of Ind AS. This includes:

- understanding how the fair value has been arrived at, the extent to which it represents actual market transactions and whether it represents a quoted price in an active market for an identical instrument;
- when prices for similar instruments are used to measure fair value, how these prices have been adjusted to reflect the characteristics of the instrument subject to measurement; and
- if a number of quotes for the same financial instrument have been obtained, then how fair value has been determined using those quotes.

Significant valuation issues are reported to the Audit Committee.

C. Financial assets and liabilities

The carrying value of financial instruments by categories as at March 31, 2019 is as follows:

Particulars	Fair value through Profit or Loss	Fair Value through Other Comprehensive Income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying Value
Financial Assets:						
Cash and cash equivalents	-	-	-	-	262	262
Other balances with banks	-	-	-	-	1,238	1,238
Trade receivables	-	-	-	-	31	31
Investments (measured at FVTPL)	751	-	-	-	-	751
Other financial assets	-	-	-	-	158	158
Total	751	-	-	-	1,689	2,440
Financial Liabilities:						
Trade and other payables	-	-	-	-	109	109
Borrowings	-	-	-	-	-	-
Other financial liabilities	-	-	-	-	44	44
Total	-	-	-	-	153	153

The carrying value of financial instruments by categories as at March 31, 2018 is as follows:

Particulars	Fair value through Profit or Loss	Fair Value through Other Comprehensive Income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying Value
Financial Assets:						
Cash and cash equivalents	-	-	-	-	324	324
Other balances with banks	-	-	-	-	1,446	1,446
Trade receivables	-	-	-	-	243	243
Investments (measured at FVTPL)	153	-	-	-	-	153
Other financial assets	-	-	-	-	181	181
Total	153	-	-	-	2,194	2,347
Financial Liabilities:						
Trade and other payables	-	-	-	-	149	149
Borrowings	-	-	-	-	1,500	1,500
Other financial liabilities	-	-	-	-	767	767
Total	-	-	-	-	2,416	2,416

The carrying value of financial instruments by categories as at April 1, 2017 is as follows:

Particulars	Fair value through Profit or Loss	Fair Value through Other Comprehensive Income	Derivative instruments in hedging relationship	Derivative instruments not in hedging relationship	Amortised cost	Total Carrying Value
Financial Assets:						
Cash and cash equivalents	-	-	-	-	277	277
Other balances with banks	-	-	-	-	762	762
Trade receivables	-	-	-	-	84	84
Investments (measured at FVTPL)	96	-	-	-	-	96
Other financial assets	-	-	-	-	300	300
Total	96	-	-	-	1,423	1,519
Financial Liabilities:						
Trade and other payables	-	-	-	-	368	368
Borrowings	-	-	-	-	1,500	1,500
Other financial liabilities	-	-	-	-	580	580
Total	-	-	-	-	2,448	2,448

Carrying amounts of cash and cash equivalents, trade receivables, loans and trade and other payables as on March 31, 2019, March 31, 2018 and April 1, 2017 approximate the fair value because of their short-term nature. Difference between carrying amounts and fair values of bank deposits, other financials assets, other financial liabilities and borrowings subsequently measured at amortised cost is not significant in each of the years presented.

Fair value hierarchy:

The fair value hierarchy is based on inputs to valuation techniques that are used to measure fair value that are either observable or unobservable and consist of the following three levels:

Level 1 — Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 — Inputs are other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 — Inputs are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data.

The following table summarises financial assets and liabilities measured at fair value on a recurring basis :

As at March 31, 2019	Level 1	Level 2	Level 3	Total
Financial Assets:				
Mutual fund units	-	716	-	716
Equity Shares	35	-	-	35
Total	35	716	-	751

As at March 31, 2018	Level 1	Level 2	Level 3	Total
Financial Assets:				
Mutual fund units	-	110	-	110
Equity Shares	43	-	-	43
Total	43	110	-	153

As at April 01, 2017	Level 1	Level 2	Level 3	Total
Financial Assets:				
Mutual fund units	-	40	-	40
Equity Shares	56	-	-	56
Total	56	40	-	96

25. **Employee Stock Purchase/Option Scheme :**

Employees of the Company may be entitled to Stock Purchase / Stock options Scheme offered by Tata Capital Limited

26. **Deferred Tax :**

The Company has MAT credit and deferred tax assets arising on account of brought forward losses, unabsorbed depreciation and timing differences in respect of depreciation, employee benefits and provision for doubtful debts which have not been recognized due to absence of probable future taxable profit against which such assets could be offset.

(Rs. In Lakhs)		
Particulars	Closing balance as at 31st Mar 2019	DTA @27.82%
Deferred Tax Asset (A)		
On Business Losses as per Income Tax	4,391	1,222
On Unabsorbed Dep. as per Income Tax	326	91
Provision for doubtful debts	66	18
Employee benefits - Leave encashment	10	3
Deferred Tax Liability (B)		
On account of depreciation on fixed assets	(97)	27
Net Deferred Tax Asset (A-B)		
Total		1,360

MAT Credit

Year	Rs in lakhs
FY 2017-18	192
FY 2018-19	46
Total	238

27. **Income Tax :**

A. The income tax expense consist of the following:

(Rs. In Lakhs)		
Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Current tax:		
Current tax expense for the period	46	192
Current tax expense / (benefit) pertaining to prior years	-	-
	46	192
Deferred tax benefit		
Origination and reversal of temporary differences	-	-
Change in tax rates	-	-
	-	-
MAT credit	-	-
Total income tax expense recognised in the period	46	192

The reconciliation of estimated income tax expense at statutory income tax rate income tax expense reported in statement of profit and loss is as follows:

(Rs. In Lakhs)		
Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Profit before income taxes	852	778
Indian statutory income tax rate	27.820%	34.608%
Expected income tax expense	237	269
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Income exempt from tax	(7)	(2)
Recognition of previously unrecognised tax losses and unabsorbed depreciation	(55)	(327)
Impact of unrecognised timing differences	(6)	(7)
Non deductible expenses	(170)	66
Tax on income at different rates		
Change in tax rates		
Impact of MAT	46	192
Total income tax expense	46	192

B. Amounts recognised in OCI

(Rs. in lakh)	For the year ended March 31, 2019			For the year ended March 31, 2018		
	Before tax	Tax (expense) benefit	Net of tax	Before tax	Tax (expense) benefit	Net of tax
Items that will not be reclassified to profit or loss						
Remeasurements of defined benefit liability (asset)	2	-	2	6	-	6
Movement in fair value reserve (equity instruments)	-	-	-	-	-	-
Movement in liability credit reserve	-	-	-	-	-	-
Items that are or may be reclassified subsequently to profit or loss						
Movement in hedging reserve:	-	-	-	-	-	-
Effective portion of changes in fair value	-	-	-	-	-	-
Net amount transferred to profit or loss	-	-	-	-	-	-
Movement in fair value reserve (loans):	-	-	-	-	-	-
Net change in fair value	-	-	-	-	-	-
Net amount transferred to profit or loss	-	-	-	-	-	-
Movement in fair value reserve (available-for-sale financial assets):	-	-	-	-	-	-
Net change in fair value	-	-	-	-	-	-
Net amount transferred to profit or loss	-	-	-	-	-	-
Movement in translation reserve:	-	-	-	-	-	-
Foreign currency translation differences for foreign operations	-	-	-	-	-	-
Net gain (loss) on hedges of net investments in foreign operations	-	-	-	-	-	-
	2	-	2	6	-	6

C. Reconciliation of effective tax rate

(Rs. in lakh)	For the year ended March 31, 2019		For the year ended March 31, 2018	
Profit before tax		852		778
Tax using the Company's domestic tax rate	27.8%	237	34.6%	269
Effect of tax rates in foreign jurisdictions				
Reduction in tax rates				
Tax effect of:				
Tax-exempt income	-0.8%	7	-0.2%	2
Impact of unrecognised timing differences	-0.7%	6	-1.0%	7
Non-deductible expenses	-20.0%	170	8.5%	66
Tax on income at different rates	0.0%	-	0.0%	-
Change in tax rates	0.0%	-	0.0%	-
Recognition of previously unrecognised tax losses and unabsorbed depreciation	-6.4%	55	-38.3%	327
Impact of MAT	5.4%	46	22.5%	192
Adjustment relating to prior years				
Total income tax expense	5.4%	46	26.1%	192

28. Operating Leases :

The Company does not have any non-cancellable leases. The total lease rentals of Rs. 41 lakh (Previous year: Rs.102 lakh) is debited under the head "Other expenses - Rent" under Note 23 in the Statement of Profit & Loss.

29. Earning per share :

Earnings per share are calculated by dividing the profit attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The numbers used in calculating earnings per share are as stated below:

Particulars		2018-19	2017-18
Profit after tax	Rs In Lacs	806	586
Less: Preference dividend payable to cumulative redeemable preference shareholders	Rs In Lacs	-	153
Profit after tax for attributable to parent entity	Rs In Lacs	806	739
Weighted average number of Equity shares used in computing Basic EPS	Nos	6,183,837	5,082,551
Face value of equity shares	Rupees	10	10
Basic and diluted earning per share	Rupees	13.03	14.54

30. Disclosure as required by Accounting Standard (Ind AS) – 24 on “Related Party Disclosures” detailed below:

Names of the related parties and description of relationship:

Related Party

Tata Sons Private Limited (Formerly known as Tata Sons Limited)
Tata Capital Limited

Relationship

Ultimate Holding Company
Holding Company

Subsidiaries

TC Travel and Services Limited (ceased to subsidiary w.e.f. October 30, 2017)
Tata Capital Housing Finance Limited
Tata Capital Forex Limited (ceased to subsidiary w.e.f. October 30, 2017)
Tata Capital Financial Services Limited
Tata Cleantech Capital Limited
Tata Capital Growth Fund
Tata Capital Plc

Subsidiaries, Associates and Joint Venture of ultimate holding company

Tata AIG General Insurance Company Limited
Conneqt Business Solutions Limited (Formerly known as Tata Business Support Services Limited) (ceased to subsidiary w.e.f. November 27, 2017)
Tata Consultancy Services Limited
Tata AIA Life Insurance Company Limited
Tata Autocomp Systems Limited
Tata Asset Management Limited
Tata Teleservices (Maharashtra) Limited
Simto Investment Company Limited
Tata Investment Corporation Limited

Plans

Tata Capital Limited Employee Welfare Trust
Tata Securities Limited Employees Gratuity Scheme
Tata Securities Limited Employees Superannuation Scheme

Key Management Personnel

Mr. Rajiv Sabharwal (Non- Executive Director and Chairman)
Mr. P. D. Karkaria (Ceased to be Non-Executive Director w.e.f. 06th November 2018)
Mr. F. J. Da Cunha (Non- Executive Director)
Mr. N. J. Driver (Non- Executive Director)
Mr. Aneesh Hosangadi (Ceased to be Chief Financial Officer w.e.f. 29th June 2018)
Ms. Pinak Zatakia (Ceased to be Company Secretary and Compliance Officer w.e.f. 13th December 2017)
Mr. Vivek D'Souza (Chief Financial Officer)
Ms. Zeal Gokani (Company Secretary and Compliance Officer)

RELATED PARTY TRANSACTIONS FOR THE YEAR ENDED MARCH 31, 2019

					Rs. In Lakhs
Sr No.	Name of Related Party	Transaction Type	FY 18-19	FY 17-18	FY 16-17
1	Tata Sons Private Limited (Formerly known as Tata Sons Limited)	Brand Equity Contribution	1	4	
		Expenditure -Rent Expenses	-	41	
		Expenditure -Miscellaneous Expenses *	-	0	
		Expenditure -Rates & Taxes	-	-	
		Deposits Placed	-	-	
		Refund Received	-	27	
		Balance Payable	1	4	5
2	Tata Capital Limited	Expenditure -Insurance Expenses *	0	0	
		Interest on Inter Corporate Deposit	-	-	
		Expenditure -Incentives	-	-	
		Equity Brokerage Income	-	-	
		Conversion of Convertible Preference Shares into Equity Shares	1500	-	
		Inter-corporate deposit taken	-	-	
		Inter-corporate deposit paid	-	-	2334
3	Tata Capital Financial Services Limited	Expenditure - Rent Expenses	41	60	
		Expenditure - General Expenses *	-	0	
		Expenditure -Miscellaneous Expenses	-	1	
		DP Income	1	20	
		Assets transfer to TCFSL	1	3	
		Asset Transfer from TCFSL	-	2	
		Income - Reimbursement of Expenses	26	-	
		Balance receivable / Payable			
		Trade Receivable #	1	18	-
		Trade Payable	3	18	34

Sr No.	Name of Related Party	Transaction Type	FY 18-19	FY 17-18	FY 16-17
4	Tata Cleantech Capital Limited	DP Income *	0	0	
		Balance receivable #	0	-	-
5	Tata Capital Housing Finance Limited	Assets transfer *	0	0	
		DP Income *	0	-	
		Balance receivable #	1	0	-
6	Tata AIG General Insurance Company Limited	Expenditure - Insurance Expenses *	0	0	
		Balance receivable *	-	0	-
7	Tata AIA Life Insurance Company Limited	Expenditure - Insurance Expenses *	0	1	
8	Tata Consultancy Services Limited	Expenditure - Professional and Legal Expenses	-	2	
		Balance Payable	4	7	26
9	TC Travel and Services Limited	Expenditure - Travelling Expenses	-	16	
		Balance Payable		-	1
10	Tata Capital Forex Limited	Expenditure - Forex Expenses	-	3	
11	Conneqt Business Solutions Limited (Formerly known as Tata Business Support Services Limited)	Expenditure - Service Provider Expenses	-	4	
		Other Income	-	-	
		Balance Payable	-	-	2
12	Tata Capital Growth Fund	DP Income *	0	0	
		Balance receivable *	0	0	-
13	Tata Autocomp Systems Limited	Income from Services	-	6	
14	Tata Asset Management Limited	Income from Services *	-	0	
15	Tata Teleservices (Maharashtra) Limited	Expenditure - Communication Expenses	2	4	
		Balance payable *	-	0	11
16	Simto Investment Company Limited	Equity Brokerage Income	-	-	
17	Tata Investment Corporation Limited	Income-Re-Imbursement of Expenses	-	-	
		Equity Brokerage Income	-	-	
18	Tata Capital Plc	Income-Re-Imbursement of Expenses	-	-	
19	Tata Capital Limited Employee Welfare Trust	Balance Receivable	-	-	14
		Refund Received	-	14	-
20	Tata Securities Limited Employees Gratuity Scheme	Gratuity Contribution	-	38	-
21	Tata Securities Limited Employees Superannuation Scheme	Superannuation Contribution *	0	4	-
22	Key Management Personnel (KMP)	Expenditure - Director Sitting Fees	4	13	
		Remuneration to KMP			
		- Short Term Employee Benefits	34	27	
		- Post Employment Benefits	2	1	
		- Share based payemnts (No. of Shares)			
		(a) Options granted **	58333	10000	10000
(b) Options exercised	23333	-	-		

* Amount Less than Rs.50,000/-

** ESOP has been grated by Tata Capital Limited

All the balances above are not secured

The above figures do not include provisions for encashable leave, gratuity and premium paid, as separate actuarial valuation / premium paid are not available.

31. **Long Term Service Award :**

Long Term Service award is an employee benefit in recognition for their loyalty and continuity of service for five years and above, the same is actuarially valued. The Long Term Service award expense for financial year 2018-19 is Nil (Previous year Nil) and the provision as at March 31, 2019 is Rs.1 lakh (Previous year Rs.3 lakh)

32. **Segment Reporting :**

In accordance with Ind AS 108 on Operating Segment, the Company has identified three business segments i.e. Distribution Business, Equity Broking Business, Investment Banking business and Others and one Geographical Segment viz. India, as secondary segment. The business segments are the primary segments.

Rs. In Lakhs

Particulars	For the year ended March 31, 2019	For the year ended March 31, 2018
Segment Revenue		
(a) Distribution Business	449	592
(b) Equity Broking	-	-
(c) Investment Banking	14	1042
Total	463	1634
Less : Inter segment Revenue	-	-
Total Income	463	1634
Segment Results		
(a) Distribution Business	300	450
(b) Equity Broking	-	-
(c) Investment Banking	(104)	454
Total	196	904
Add : Unallocated Corporate Income	157	165
Less : Unallocated Corporate Expenses	501	(285)
Profit before taxation	854	784
Less : Provision for taxation	(46)	(192)
Profit after taxation	808	592

Particulars	As at March 31, 2019	As at March 31, 2018
Segment Assets		
(a) Distribution	54	37
(b) Equity Broking	221	237
(c) Investment Banking	3	247
(d) Unallocated	2494	2229
Total	2772	2750
Segment Liabilities		
(a) Distribution	52	52
(b) Equity Broking	3	5
(c) Investment Banking	0	158
(d) Unallocated	230	2356
Total	285	2571
Capital Employed		
(a) Distribution	2	(15)
(b) Equity Broking	218	232
(c) Investment Banking	3	89
(d) Unallocated	2264	(127)
Total	2487	179

33. Financial risk review

A Liquidity risk

Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. Derivatives have a actual contractual maturity of 12 months. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR. Issued debt reflect the contractual coupon amortisations.

ASSETS	As at March 31, 2019			As at March 31, 2018			April 1, 2017		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial assets	2,220	220	2,440	1,818	231	2,049	1,124	395	1,519
Cash and cash equivalents	262	-	262	26	-	26	243	-	243
Bank Balance other than (a) above	1,238	-	1,238	1,446	-	1,446	796	-	796
Derivatives financial instruments	-	-	-	-	-	-	-	-	-
Trade Receivables	31	-	31	243	-	243	84	-	84
Loans	-	-	-	-	-	-	-	-	-
Investments	688	63	751	83	70	153	-	96	96
Other financial assets	1	157	158	20	161	181	1	299	300
Non-financial Assets	26	306	332	42	361	403	34	544	578
Current tax asset	-	291	291	-	345	345	-	525	525
Deferred tax Assets (Net)	-	-	-	-	-	-	-	-	-
Investment property	-	-	-	-	-	-	-	-	-
Property, Plant and Equipment	-	3	3	-	2	2	-	2	2
Capital work-in-progress	-	-	-	-	-	-	-	-	-
Intangible assets under development	-	-	-	-	-	-	-	-	-
Other Intangible assets	-	-	-	-	-	-	-	-	-
Other non-financial assets	26	12	38	42	14	56	34	17	51
Asset held for sale	-	-	-	-	-	-	-	-	-
Total Assets	2,246	526	2,772	1,860	592	2,452	1,158	939	2,097
LIABILITIES									
Financial Liabilities	153	-	153	2,416	-	2,416	948	1,500	2,448
Derivative financial instruments	-	-	-	-	-	-	-	-	-
Trade Payables	109	-	109	149	-	149	368	-	368
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-	-	-	-
Borrowings (Other than debt securities)	-	-	-	1,500	-	1,500	-	1,500	1,500
Deposits	-	-	-	-	-	-	-	-	-
Subordinated liabilities	-	-	-	-	-	-	-	-	-
Other financial liabilities	44	-	44	767	-	767	580	-	580
Non-Financial Liabilities	124	8	132	137	18	155	52	22	74
Current tax liability	105	-	105	74	-	74	20	-	20
Provisions	3	8	11	7	18	25	19	22	41
Deferred tax liabilities (Net)	-	-	-	-	-	-	-	-	-
Liability and disposal groups held for sale	-	-	-	-	-	-	-	-	-
Other non financial liabilities	16	-	16	56	-	56	13	-	13
Total liabilities	277	8	285	2,553	18	2,571	1,000	1,522	2,522
Net	1,969	518	2,487	(693)	574	- 119	158	(583)	(425)

33. Financial risk review

A Liquidity risk

Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. Derivatives have a actual contractual maturity of 12 months. With regard to loans and advances to customers, the Company uses the same basis of expected repayment behaviour as used for estimating the EIR. Issued debt reflect the contractual coupon amortisations.

ASSETS	As at March 31, 2019			As at March 31, 2018			April 1, 2017		
	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total	Within 12 months	After 12 months	Total
Financial assets	2,220	220	2,440	1,818	231	2,049	1,124	395	1,519
Cash and cash equivalents	262	-	262	26	-	26	243	-	243
Bank Balance other than (a) above	1,238	-	1,238	1,446	-	1,446	796	-	796
Derivatives financial instruments	-	-	-	-	-	-	-	-	-
Trade Receivables	31	-	31	243	-	243	84	-	84
Loans	-	-	-	-	-	-	-	-	-
Investments	688	63	751	83	70	153	-	96	96
Other financial assets	1	157	158	20	161	181	1	299	300
Non-financial Assets	26	306	332	42	361	403	34	544	578
Current tax asset	-	291	291	-	345	345	-	525	525
Deferred tax Assets (Net)	-	-	-	-	-	-	-	-	-
Investment property	-	-	-	-	-	-	-	-	-
Property, Plant and Equipment	-	3	3	-	2	2	-	2	2
Capital work-in-progress	-	-	-	-	-	-	-	-	-
Intangible assets under development	-	-	-	-	-	-	-	-	-
Other Intangible assets	-	-	-	-	-	-	-	-	-
Other non-financial assets	26	12	38	42	14	56	34	17	51
Asset held for sale	-	-	-	-	-	-	-	-	-
Total Assets	2,246	526	2,772	1,860	592	2,452	1,158	939	2,097
LIABILITIES									
Financial Liabilities	153	-	153	2,416	-	2,416	948	1,500	2,448
Derivative financial instruments	-	-	-	-	-	-	-	-	-
Trade Payables	109	-	109	149	-	149	368	-	368
(i) Total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-	-	-	-
Debt Securities	-	-	-	-	-	-	-	-	-
Borrowings (Other than debt securities)	-	-	-	1,500	-	1,500	-	1,500	1,500
Deposits	-	-	-	-	-	-	-	-	-
Subordinated liabilities	-	-	-	-	-	-	-	-	-
Other financial liabilities	44	-	44	767	-	767	580	-	580
Non-Financial Liabilities	124	8	132	137	18	155	52	22	74
Current tax liability	105	-	105	74	-	74	20	-	20
Provisions	3	8	11	7	18	25	19	22	41
Deferred tax liabilities (Net)	-	-	-	-	-	-	-	-	-
Liability and disposal groups held for sale	-	-	-	-	-	-	-	-	-
Other non financial liabilities	16	-	16	56	-	56	13	-	13
Total liabilities	277	8	285	2,553	18	2,571	1,000	1,522	2,522
Net	1,969	518	2,487	(693)	574	-	158	(583)	(425)

33. Financial risk review(continued)

B. Liquidity risk

ii. Maturity analysis for financial liabilities and financial assets

The following tables set out the remaining contractual maturities of the Companies financial liabilities and financial assets:

As at April 1, 2019	Carrying amount	Less than 1 month	1-3 months	3 months -1 year	1-5 years	More than 5 years	upto 1 Year	more than 1 Year
Financial liability by type								
Non-derivative liabilities								
Derivative Financial Instruments	-	-	-	-	-	-	-	-
Trade payables	109	109	-	-	-	-	109	-
Debt securities issued	-	-	-	-	-	-	-	-
Borrowings	-	-	-	-	-	-	-	-
Subordinated liabilities	-	-	-	-	-	-	-	-
External commercial borrowings	-	-	-	-	-	-	-	-
Other financial liabilities	44	-	-	44	-	-	44	-
Issued loan commitments	-	-	-	-	-	-	-	-
Derivative liabilities	-	-	-	-	-	-	-	-
Total	153	109	-	44	-	-	153	-

33. Financial risk review(continued)

C. Liquidity risk

ii. Maturity analysis for financial liabilities and financial assets

The following tables set out the remaining contractual maturities of the Companies financial liabilities and financial assets:

As at April 1, 2018	Carrying amount	Less than 1 month	1–3 months	3 months –1 year	1–5 years	More than 5 years	upto 1 Year	more than 1 Year
Financial liability by type								
Non-derivative liabilities	-	-	-	-	-	-	-	-
Trade payables	149	149	-	-	-	-	149	-
Debt securities issued	-	-	-	-	-	-	-	-
Borrowings	1,500	-	-	1,500	-	-	1,500	-
Subordinated liabilities	-	-	-	-	-	-	-	-
External commercial borrowings	-	-	-	-	-	-	-	-
Other financial liabilities	767	-	-	767	-	-	767	-
Issued loan commitments	-	-	-	-	-	-	-	-
Derivative liabilities	-	-	-	-	-	-	-	-
Total	2,416	149	-	2,267	-	-	2,416	-

33. **Financial risk review(continued)**

D. **Liquidity risk**

ii. Maturity analysis for financial liabilities and financial assets

The following tables set out the remaining contractual maturities of the Companies financial liabilities and financial assets:

As at April 1, 2017	Carrying amount	Less than 1 month	1–3 months	3 months –1 year	1–5 years	More than 5 years	upto 1 Year	more than 1 Year
Financial liability by type								
Non-derivative liabilities	-	-	-	-	-	-	-	-
Trade payables	368	368	-	-	-	-	368	-
Debt securities issued	-	-	-	-	-	-	-	-
Borrowings	1,500	-	-	-	1,500	-	-	1,500
Subordinated liabilities	-	-	-	-	-	-	-	-
External commercial borrowings	-	-	-	-	-	-	-	-
Other financial liabilities	580	-	-	580	-	-	580	-
Issued loan commitments	-	-	-	-	-	-	-	-
Derivative liabilities	-	-	-	-	-	-	-	-
Total	2,448	368	-	580	1,500	-	948	1,500

34. Employee benefit expenses

A. Defined contribution plans

The Company and its subsidiary companies makes Provident Fund and Superannuation Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company and its subsidiary companies have recognised Rs. 7.37 lacs (Year ended 31 March 2018 Rs. 19.90 lacs) for Provident Fund contributions and Rs. 0.23 lacs (Year ended 31 March 2018 Rs. 3.71 lacs) for Superannuation Fund contributions in the Statement of Profit and Loss. The contributions payable to these plans by the Company are at rates specified in the rules of the schemes.

In case the company has contributions to foreign defined contribution plans and benefit plans, the details of the same should be disclosed.

B. Defined benefit plan

The Company offers the following employee benefit schemes to its employees:

- i. Gratuity
- ii. Post-employment medical benefits
- iii. Other defined benefit plans (specify nature)

The following table sets out the funded / unfunded status of the defined benefit schemes and the amount recognised in the financial statements:

Movement in net defined benefit (asset) liability

Description in this section should contain following points:

- 1) Types of Defined benefit plans operated by the Company.
- 2) Terms and conditions of eligibility for the plan and computation mechanism of the obligation thereafter.

a) Reconciliation of balances of Defined Benefit Obligations.

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded
Defined Obligations at the beginning of the year	69.33	-	61.78	-
Current service cost	7.73	-	9.51	-
Interest cost	3.90	-	4.63	-
Plan participant's contributions	-	-	-	-
Exchange (gain) / loss	-	-	-	-
Benefits paid	(37.36)	-	-	-
Past service cost	-	-	-	-
Amalgamations / Acquisitions	(7.77)	-	0.24	-
Liabilities assumed on transfer of employees	-	-	-	-
Settlement cost / (credit)	-	-	-	-
Curtailed cost / (credit)	-	-	-	-
Plan amendments	-	-	-	-
Change in secured pensioner value	-	-	-	-
Due to company ceasing to be a subsidiary	-	-	-	-
Due to company becoming subsidiary	-	-	-	-
Actuarial (Gains)/ Losses on obligations arising from:	-	-	-	-
a. Due to change in financial assumptions	3.65	-	(0.82)	-
b. Due to change in experience adjustments	(6.32)	-	(6.02)	-
c. Due to experience adjustments	2.57	-	-	-
Others (please specify below)	-	-	-	-
Benefits paid directly by the Company	-	-	-	-
Defined Obligations at the end of the year	35.73	-	69.33	-

b) Reconciliation of balances of Fair Value of Plan Assets

Particulars	Year ended March 31, 2019		Year ended March 31, 2018	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded
As on 31 March 2019				
Fair Value at the beginning of the year	46.69	-	43.82	-
Expected return on plan assets	1.97	-	(0.66)	-
Actuarial gain / (loss) on plan assets	-	-	-	-
Exchange gain/(loss)	-	-	-	-
Employer contributions	37.98	-	-	-
Plan participant's contributions	-	-	-	-
Benefits paid	(37.36)	-	-	-
Amalgamations / Acquisitions	(7.77)	-	0.24	-
Assets transferred on transfer of employees	-	-	-	-
Adjustment on plan settlement	-	-	-	-
Change in secured pensioner value	-	-	-	-
Others (please specify below)	-	-	-	-
Interest Income on Plan Assets	3.62	-	3.29	-
Due to company ceasing to be a subsidiary	-	-	-	-
Fair Value of Plan Assets at the end of the year	45.13	-	46.69	-

c) Funded status

Particulars	Year ended March 31, 2019		Year ended March 31, 2018		As at April 1, 2017	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded	Total Funded	Total Unfunded
As on 31 March 2019						
Deficit of plan assets over obligations						
Surplus of plan assets over obligations	9.40	-	(22.63)	-	(17.96)	-
Unrecognised asset due to asset ceiling						
Total	9.40	-	(22.63)	-	(17.96)	-

d) Categories of plan assets

Particulars	Year ended March 31, 2019		Year ended March 31, 2018		As at April 1, 2017	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded	Total Funded	Total Unfunded
Corporate bonds	19.43	-	20.08	-	17.97	-
Equity shares	4.72	-	5.60	-	7.01	-
Government securities	20.57	-	20.55	-	14.46	-
Insurer managed funds						
PSU bonds						
Equity mutual funds						
Bank balances						
Cash	0.41	-	0.47	-	4.38	-
Equities						
Special deposit scheme						
Index linked gilt						
Secured pensions						
Others (please specify)	-	-	-	-	-	-
Total	45.13	-	46.69	-	43.82	-

e) Amount recognised in Balance sheet

	Year ended March 31, 2019		Year ended March 31, 2018		As at April 1, 2017	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded	Total Funded	Total Unfunded
Present value of the defined benefit obligation	35.73	-	69.33	-	61.78	-
Fair value of plan assets	45.13	-	46.69	-	43.82	-
Unrecognised asset due to asset ceiling						
Unrecognised past service costs						
Net asset / (liability) recognised in the Balance Sheet	9.40	-	(22.63)	-	(17.96)	-

Net asset / (liability) as per financial statements

- - -

f) Amount recognised in Statement of Profit and Loss

	Year ended March 31, 2019		Year ended March 31, 2018	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded
Current Service Cost	7.73	-	9.51	-
Past Service cost	-	-	-	-
Interest Cost (net)	0.28	-	1.35	-
Curtailement cost / (credit)	-	-	-	-
Settlement cost / (credit)	-	-	-	-
Received from intra-group companies on transfer of employees				
Expected return on plan assets				
Actuarial loss/(gain) recognised during the year				
Others (please specify)				
Expenses for the year	8.01	-	10.86	-
		-		
g) Amount recognised in OCI				
	Year ended March 31, 2019		Year ended March 31, 2018	
	Total Funded	Total Unfunded	Total Funded	Total Unfunded
a. Due to change in financial assumptions	3.65	-	(0.82)	-
b. Due to change in experience adjustments	(6.32)	-	(6.02)	-
c. Due to experience adjustments	2.57	-	-	-
d. (Return) on plan assets (excl. interest income)	(1.97)	-	0.66	-
e. Change in Asset Ceiling				
Total remeasurements in OCI	(2.06)	-	(6.18)	-
Total defined benefit cost recognized in P&L and OCI	5.95	-	4.68	-

Total defined benefit cost as per financial statements

- - -

h) Expected cash flows for the following year

Particulars	Year ended March 31, 2019	Year ended March 31, 2018
Expected total benefit payments	51.31	33.27
Year 1	6.06	7.02
Year 2	5.03	1.01
Year 3	4.72	1.28
Year 4	4.42	1.67
Year 5	4.27	2.01
Next 5 years	26.82	20.28

i) Major Actuarial Assumptions

Particulars	Year ended March 31, 2019	Year ended March 31, 2018	As at April 1, 2017
Discount Rate (%)	7.20%	7.70%	7.50%
Salary Escalation/ Inflation (%)	7.5% for first 5 years and 6% thereafter	7.5% for first 5 years and 6% thereafter	7.5% for first 5 years and 6% thereafter
Expected Return on Plan assets (%)	7.20%	7.70%	7.50%
Attrition			
Mortality Table	Indian assured lives Mortality (2006-08) (modified) Ult.	Indian assured lives Mortality (2006-08) (modified) Ult.	Indian assured lives Mortality (2006-08) (modified) Ult.
Medical cost inflation			
Disability	0-2 years 10%, 3-4 years 5%, 5-9 years 2.5%, 10 years and more 1%	0-2 years 10%, 3-4 years 5%, 5-9 years 2.5%, 10 years and more 1%	0-2 years 10%, 3-4 years 5%, 5-9 years 2.5%, 10 years and more 1%
Withdrawal (rate of employee turnover)			
Retirement Age	60 years	60 years	60 years
Weighted Average Duration			
Guaranteed rate of return			
Estimate of amount of contribution in the immediate next year	6.06	7.02	

The estimates for future salary increases, considered in actuarial valuation, take into account inflation, seniority, promotion and other relevant factors. The expected return on plan assets is based on market expectation, at the beginning of the period, for returns over the entire life of the related obligation.

The following table shows a reconciliation from the opening balances to the closing balances for net defined benefit (asset) liability and its components

i) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

	March 31, 2019		March 31, 2018		April 1, 2017	
	Increase	Decrease	Increase	Decrease	Increase	Decrease
Discount rate (1% movement)	(2.04)	2.28	(8.80)	10.43		
Future salary growth (1% movement)	2.24	(2.04)	10.46	(8.97)		
Others (Withdrawal rate 5% movement)	(0.61)	0.89	3.27	0.19		

j) Provision for leave encashment

	March 31, 2019		March 31, 2018		April 1, 2017	
	Non current	Current	Non current	Current	Non current	Current
Liability for compensated absences	15.56	5.94	15.56	5.94	14.39	4.12

Experience adjustments	Defined benefit obligation	Plan assets	Surplus/ (deficit)	Experience adjustments on plan liabilities	Experience adjustments on plan assets
Funded					
2018-19	35.73	45.13	9.40	0.06	0.02
2017-18	69.33	46.69	(22.63)	0.06	(0.01)
2016-17			-		
2015-16	123.38	135.63	12.25	(5.23)	(5.80)
2014-15			-		
Unfunded					
2018-19	-	-	-	-	-
2017-18	-	-	-	-	-
2016-17	62.00	44.00	(18.00)	(7.86)	3.37
2015-16			-		
2014-15	121.95	109.00	(12.95)	12.34	6.55

35. Share based payment

A. Description of share based payments:

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018
i. Vesting requirements	1/3rd at the end of each 12, 24 and 36 months from the date of grant	1/3rd at the end of each 12, 24 and 36 months from the date of grant	% at the end of 12 months from the date of grant	% at the end of 12 months from the date of grant	20% at the end of each 12 and 24 months and 30% at the end of each 36 and 48 months from the date of grant
ii. Maximum term of option	6 years	6 years	2 years	2 years	7 years
iii. Method of settlement	Equity settled	Equity settled	Equity settled	Equity settled	Equity settled
iv. Modifications to share based payment plans	N.A.	N.A.	N.A.	N.A.	N.A.
iv. Any other details as disclosed in the audited Ind AS financial statements	N.A.	N.A.	N.A.	N.A.	N.A.

B. Summary of share based payments

31 March 2019

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Outstanding balance at the beginning of the period	-	-	-	125,000	-	125,000
Options granted	-	-	-	-	-	-
Options forfeited	-	-	-	55,000	-	55,000
Options exercised	-	-	-	34,600	-	34,600
Options expired	-	-	-	-	-	-
Options lapsed	-	-	-	-	-	-
Options outstanding at the end of the period	-	-	-	35,400	-	35,400
Options exercisable at the end of the period	-	-	-	35,400	-	35,400
For share options exercised:						
Weighted average exercise price at date of exercise						33.40
Money realized by exercise of options						1,155,640
For share options outstanding						
Range of exercise prices	17.77	25.00	30.00	33.40	50.60	
Average remaining contractual life of options	-	-	-	0.00	-	0.00

31 March 2018

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Outstanding balance at the beginning of the period	-	13,125	120,000	150,000	-	283,125
Options granted	-	-	-	-	-	-
Options forfeited	-	5,000	-	15,000	-	20,000
Options exercised	-	8,125	78,000	-	-	86,125
Options expired	-	-	42,000	-	-	42,000
Options lapsed	-	-	-	-	-	-
Options outstanding at the end of the period	-	-	-	135,000	-	135,000
Options exercisable at the end of the period	-	-	-	135,000	-	135,000
For share options exercised:						
Weighted average exercise price at date of exercise						29.53
Money realized by exercise of options						2,543,125

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
For share options outstanding						
Range of exercise prices	17.77	25.00	30.00	33.40	50.60	
Average remaining contractual life of options	-	-	-	1.00	-	1.00

1 April 2017

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Outstanding balance at the beginning of the period	35,555	42,708	235,000	-	-	313,263
Options granted	-	-	-	145,000	-	145,000
Options forfeited	-	18,333	115,000	-	-	133,333
Options exercised	35,555	11,250	-	-	-	46,805
Options expired	-	-	-	-	-	-
Options lapsed	-	-	-	-	-	-
Options outstanding at the end of the period	-	13,125	120,000	145,000	-	278,125
Options exercisable at the end of the period	-	13,125	120,000	-	-	133,125
For share options exercised:						
Weighted average exercise price at date of exercise						19.51
Money realized by exercise of options						913,068
For share options outstanding						
Range of exercise prices	17.77	25.00	30.00	33.40	50.60	
Average remaining contractual life of options	0.42	1.75	1.00	1.00	-	1.03

C. Valuation of stock options

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018
Share price:	17.77	25	30	33.4	50.6
Exercise Price:	17.77	25	30	33.4	50.6
Expected Volatility:	0.49	0.37	0.38	0.35	0.38
Contractual Option Life (years):	3.00	3.00	2.00	2.00	7.00
Expected dividends:	-	-	-	-	-
Risk free interest rate:	8.00%	8.00%	8.00%	6.57%	8.04%
Vesting Dates	33.33% vesting on August 31, 2012	33.33% vesting on July 29, 2014	100% vesting on March 31, 2017	100% vesting on April 2, 2018	20% vesting on September 30, 2019
	66.67% vesting on August 31, 2013	66.67% vesting on July 29, 2015	-	-	40% vesting on September 30, 2020
	100% vesting on August 31, 2014	100% vesting on July 29, 2016	-	-	70% vesting on September 30, 2021
	-	-	-	-	100% vesting on September 30, 2022
Valuation of incremental fair value on modification	N.A.	N.A.	N.A.	N.A.	N.A.

D) Options granted and inputs used for measurement of fair value of options, for the key managerial employees and other senior employees

The Company is required to present the following terms of the ESOPs, for the key managerial employees and other employees

As at March 31, 2019

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Fair value at grant date	17.77	25.00	30.00	33.40	50.60	
Share price at grant date	17.77	25.00	30.00	33.40	50.60	
Exercise price	17.77	25.00	30.00	33.40	50.60	
Expected volatility (weighted average volatility)	0.49	0.37	0.38	0.35	0.38	
Expected life (expected weighted average life)	0.00	0.33	0.00	0.00	6.51	
Expected dividends	0.00	0.00	0.00	0.00	0.00	
Risk-free interest rate (based on government bonds)	8.00%	8.00%	8.00%	6.57%	8.04%	
Key managerial employees						
Ms. Udaya Rao - Manager						
Options granted	-	33,333	-	-	-	33,333
Options exercised	-	-	-	-	-	-
Mr. Vivek D'Souza - Chief Financial Officer						
Options granted	-	5,000	10,000	10,000	-	25,000
Options exercised	-	3,333	10,000	10,000	-	23,333
Ms. Zeal Gokani - Company Secretary and Compliance Officer						
Options granted	-	-	-	-	-	-
Options exercised	-	-	-	-	-	-

As at March 31, 2018

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Fair value at grant date	17.77	25.00	30.00	33.40	50.60	
Share price at grant date	17.77	25.00	30.00	33.40	50.60	
Exercise price	17.77	25.00	30.00	33.40	50.60	
Expected volatility (weighted average volatility)	0.49	0.37	0.38	0.35	0.38	
Expected life (expected weighted average life)	0.00	0.86	0.00	1.00	0.00	
Expected dividends	0.00	0.00	0.00	0.00	0.00	
Risk-free interest rate (based on government bonds)	8.00%	8.00%	8.00%	6.57%	8.04%	
Key managerial employees						
Mr. Aneesh Hosangadi - Chief Financial Officer						
Options granted	-	-	5,000	5,000	-	10,000
Options exercised	-	-	-	-	-	-
Ms. Zeal Gokani - Company Secretary and Compliance Officer						
Options granted	-	-	-	-	-	-
Options exercised	-	-	-	-	-	-

As at 1 April 2017

Particulars	ESOP 2011	ESOP 2013	ESOP 2016	ESOP 2017	ESOP 2018	Total
Fair value at grant date	17.77	25.00	30.00	33.40	50.60	
Share price at grant date	17.77	25.00	30.00	33.40	50.60	
Exercise price	17.77	25.00	30.00	33.40	50.60	
Expected volatility (weighted average volatility)	0.49	0.37	0.38	0.35	0.38	
Expected life (expected weighted average life)	0.42	1.35	1.00	2.00	0.00	
Expected dividends	0.00	0.00	0.00	0.00	0.00	
Risk-free interest rate (based on government bonds)	8.00%	8.00%	8.00%	6.57%	8.04%	
Key managerial employees						
Mr. Aneesh Hosangadi - Chief Financial Officer						
Options granted	-	-	5,000	5,000	-	10,000
Options exercised	-	-	-	-	-	-

E) Amount recognised in P&L. (Refer note no 22)

36. Expenditure in foreign currency:

Particulars	As at March 31, 2019	As at March 31, 2018
Membership & Subscription	14	22

37. Earnings in foreign currency :

Particulars	As at March 31, 2019	As at March 31, 2018
Income from Investment Banking services	14	239

38. Dues to micro, small and medium enterprises :

There are no dues outstanding to micro and small enterprises as defined under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act"). Further, based on the information available, the company does not have any supplier which is registered under the MSMED Act.

39. CCCPS Conversion

Tata Securities Limited ("TSL" or "the Company") has, issued Compulsorily Convertible Cumulative Preference Shares ("CCCPS") of Rs. 10/- each on a Rights basis to Tata Capital Limited ("TCL"), the holding company. Pursuant to the terms of the issue, the CCCPS can be converted into equity shares, at the option of the CCCPS holder at any time within a period of 5 years from the date of allotment of the CCCPS or mandatorily converted into Equity Shares after the expiry of 5 years from the date of allotment, at the Fair Value.

The Company had appointed Fortress Capital Management Services Private Limited ("Fortress") for determining the Fair Value of the Equity Shares of the Company. According to the Valuation Report issued by Fortress which was approved and adopted by the Board of Directors at its Meeting held on January 25, 2019, the Fair Value of the Equity Shares of the Company was determined at Rs. 63.71 per share, using the Discounted Cash Flow Method.

It was noted that the Board of Directors of TCL had, at its Meeting held on January 28, 2019, approved the amendment to the terms of issuance of CCCPS, for converting any fractions arising, upon conversion of CCCPS into Equity Shares to be rounded off to the next highest number. The details of 1,50,00,000 CCCPS of Rs. 10/- each to be converted into Equity Shares of the Company, are as under:

Sr No	Date of allotment	ISIN	No of CCCPS	Amount in Rs.	Coupon Rate	Full / Partial Conversion
1	26.03.2014	INE404G03019	1,500,000	150,000,000	8.5 % p.a.	Full Conversion

Pursuant to the authority granted at the respective Board Meetings in connection with the above issue of CCCPS to any two of the Key Managerial Personnel or Directors of the Company, acting jointly, 1,50,00,000, 8.5% CCCPS of Rs. 10/- each, be and are hereby converted into 23,54,419 Equity Shares of Rs. 10/- each, at a fair value of Rs. 63.71 per equity share. Fraction arising out of the above conversion of CCCPS into Equity Shares has been rounded off to the highest number.

Particulars	Pre Conversion	Conversion	Post Conversion
Paid-up Share Capital: - Equity Share Capital	38,294,180	23,544,190	61,838,370
- CCCPS	150,000,000	(150,000,000)	-

The CCCPS issued by the Company, entitled its holders a dividend on a cumulative basis, calculated at a fixed rate of 8.50 % per annum on the face value of the CCCPS commencing from the date of allotment. Pursuant to the terms of the issue, dividend on CCCPS shall be paid by the Company, to the extent that the Company has funds lawfully available for payment of the same and it shall be paid first out of and to the extent of profits available for distribution. In view of the accumulated losses of the Company, no dividend was paid.

40. Capital Management :

The Company is a trading member of National Stock Exchange of India (NSE) and of Bombay Stock Exchange (BSE), Depository Participant of Central Depository Services (India) Limited (CDSL) and of National Securities Depository Limited (NSDL). The Company has to maintain the minimum networth as prescribed by SEBI, Stock Exchanges and Depositories. The networth is monitored by Company on half yearly basis. Minimum networth to be maintained is Rs.10 crore

As per our report on even date

For BSR & Co. LLP

Chartered Accountants

Firm Registration No: 101248W/W-100022

For and on behalf of the Board of Directors

Manoj Kumar Vijai
Partner
Membership No : 046882

Rajiv Sabharwal
Chairman
DIN: 00057333

N. J. Driver
Director
DIN: 00025025

Udaya Rao
Manager

Place : Mumbai
Date : April 26, 2019

Vivek D'Souza
Chief Financial Officer

Zeal Gokani
Company Secretary
& Compliance Officer