

DIRECTORS' REPORT

To The Members

UTI Venture Funds Management Company Private Limited

Your Directors have pleasure in presenting the Twentieth Annual Report with the Audited Financials of the Company for the year ended 31 March 2021.

FINANCIAL ACHIEVEMENTS

(Amounts in thousands unless otherwise stated)

	Standalone		Consolidated	
	For the year ended 31 March 2021	For the year ended 31 March 2020	For the year ended 31 March 2021	For the year ended 31 March 2020
Total income	21,257	6,807	21,874	7,438
Loss / Profit before Tax	16,886	(2,914)	17,463	(4,146)
Provision for Taxation incl. Deferred Taxation and Other Comprehensive Income	4,449	598	4,449	598
Net (Loss) / Profit after Taxation	12,437	(3,512)	13,014	(4,744)
Balance of Profit brought forward	13,637	17,150	11,882	16,626
Transfer from general reserve	-	-	-	-
Profit available for appropriation	26,074	13,637	24,896	11,882
<i>Appropriations</i>				
Capital Redemption Reserve	-	-	-	-
General Reserve	(40,000)	-	-	-
Interim Dividend	-	-	-	-
Tax on Dividend	-	-	-	-
Balance carried to Balance Sheet	26,074	13,637	24,896	11,882

REVIEW OF OPERATIONS

Income

The total income for the year was INR 2,12,57,513/- as against the previous year's income of INR 68,07,372/-. The income of your Company is on account of Revenue from operations of the Company comprising of Interest income, Net Gain on fair value changes and Net gains from derecognition of financial instruments under FVTPL category.

Expenses

Your Company's total expenses for the year were INR 43,70,607/- as against INR 97,22,050/- in the previous year.

Profits

Your Company made a Profit after tax for the year amounting to INR 1,24,37,537/- as compared to previous year with loss after tax of INR 35,12,537/-.

Exceptional Items

During the year the Company did not enter into any such transactions, which would have reflected as an Exceptional item for the year.

Change in nature of business:

There was no change in the nature of business carried on by the Company during the said financial year.

Share Capital:

The authorised share capital as on 31 March 2021 was INR 6,00,00,000/-. During the year under review there was no alteration in the share capital of the Company.

The paid-up share capital as on 31 March 2021 was INR 4,55,00,000/-. During the year under review, there was no change in the paid-up share capital of the Company.

Dividend

The Board of Directors did not recommend any dividend for the financial year 2020-21.

Transfer to reserves:

The Company has not transferred any profit to reserves for the said financial year.

Information about subsidiary / Joint Venture / Associate Company:

The Company continues to be a wholly owned subsidiary of UTI Asset Management Company Limited.

UTI Private Equity Limited, Mauritius, continues to be a subsidiary of the Company.

However, UTI Private Equity Limited, Mauritius is under the process of winding up under Section 309(1) (d) Companies Act 2001.

DIRECTORS' REPORT (Contd.)

The Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures in Form AOC-1 has been enclosed as **Annexure - 1**.

During the said financial year, no other Company has become or ceased to be a subsidiary / joint venture / associate Company of the Company.

Transfer of unclaimed / unpaid dividend to Investor Education and Protection Fund:

The Company need to transfer unclaimed / unpaid dividend to the Investor Education and Protection Fund did not arise during the said financial year.

Material changes and commitments:

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which the financial statements relate and on the date of this report.

Loans, guarantees and investments:

The Company has not advanced any loan or given guarantee or provided security in connection with any loan to any person or body corporate, under Section 186 of the Act, during the said financial year.

Related party transactions:

The Company has not entered into any contract / arrangement with related parties, as referred to in Section 188 of the Act, other than those disclosed under the financial statements for the year under review.

Auditors and their report:

Chandran & Raman, Chartered Accountants, having office at – 28, 7th Main, 2nd Block, Jayanagar, Bengaluru - 560079 were appointed as the statutory auditors of the Company by C&AG pursuant to their letter dated 14 August 2020 for 2020-21. However, Office of Comptroller & Audit General of India (C&AG) vide their letter dated 8th February 2021 had informed that C&AG Audit is not applicable to the Company from 2020-21. Hence, the Chandran & Raman, Chartered Accountants will discharge the functions as Statutory Auditors instead of C&AG Auditors for 2020-21.

Furthermore, the Auditors' Report for the financial year ended, 31 March, 2021 is annexed herewith for your kind perusal and information as **Annexure -3**.

STANDALONE & CONSOLIDATED FINANCIALS:

Qualification in the Audit Report:

Following is the note of qualification placed by the statutory auditors in the Audit Report:

Attention of the members is invited to the footnote to note-4 to the Ind AS financial statements regarding fair value of investments in certain funds as at 31 March 2021 being based on estimate as per the unaudited statements provided by the funds' management. We are unable to ascertain the impact of such non-audit of the same on these Ind AS financial statements for the year ended on that date.

Board's reply:

The audit of Fund is completed after the completion of valuation of the investments, which is generally completed in the month of May, and hence the unaudited NAVs have been provided to the Auditor. However, the audited NAVs are not significantly different from the unaudited NAVs.

Emphasis of Matter:

Attention of the members is invited to footnote no 1 (a) to the Ind AS financial Statement, NO Financial Statements of the Subsidiary UTI Private Equity Limited, Mauritius has been prepared as at 31 March 2021, reliance is placed on the unaudited financials dated 26 June 2020 filed with competent authorities, the effect of net assets and net liabilities on the consolidated financial statements is NIL, our opinion is not qualified in respect of this matter.

Board's reply:

UTI Private Equity Limited has filed the winding up application on 30th June 2020. All the documents in this respect has been submitted to the registrar of the company, however the clearance in this respect is still to be received. Since the approval has not been received the last drawn financial of UTI Private Equity Limited i.e. Financial dated 26th June 2020 has been considered for Consolidation in consultation with the statutory auditors.

C&AG report:

C&AG report is not applicable to the Company from the year ended 31 March 2021 onwards.

Conservation of energy, technology absorption and foreign exchange earnings & outgo:

A. CONSERVATION OF ENERGY:

The Company is not paying rent and hence the same is not applicable.

B. TECHNOLOGY ABSORPTION:

Since the Company is carrying on fund management activity there is no absorption of technology.

C. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Foreign exchange inflow – NIL

Foreign exchange outflow – NIL

Risk Management:

Your Company has periodic assessments to identify the risk areas. A review of the potential risk is made and management is briefed on the risks in advance which enables the Company to control risk through a properly defined plan. The elements of risk threatening the Company's existence is very minimal.

Corporate Social Responsibility ("CSR"):

The Company is not covered under the mandatory provisions of CSR under the Act, for the said financial year.

Directors and Key Managerial Personnel ("KMP"):

For the financial year ended 31 March 2021, Mr. I Rahman (DIN: 01818725) Nominee Director, Mr. Surojit Saha (DIN: 06584521) Director and Mr. Rohit Gulati (DIN: 08366349) Additional Director are on the Board of your Company.

DIRECTORS' REPORT (Contd.)

Mr. K.E.C Rajakumar (DIN: 00044539) Managing Director, has resigned from his post with effect from 24 April 2020.

Mr. Venkatadri Chandrasekaran (DIN: 03126243) Managing Director, has resigned from his post with effect from 17 August 2020.

Mr. Surojit Saha (DIN: 06584521) was regularised as Director with effect from 29 June 2020.

Mr. Rohit Gulati (DIN: 08366349) was appointed as Additional Director with effect from 02 December 2020.

Meetings of the Board of Directors:

The Company has held 5 (Five) Board meetings during the said financial year and the attendance details of each of the directors at the said Board Meetings are as under:

Date of the Board Meeting	Attendance of Directors				
	Mr. KEC Raja Kumar	Mr. I Rahman	Mr. Venkatadri Chandrasekaran	Mr. Surojit Saha	Mr. Rohit Gulati
24 April 2020	Present	Present	Present	Present	NA
14 July 2020	NA	Present	Present	Present	NA
14 August 2020	NA	Present	Absent	Present	NA
02 December 2020	NA	Present	NA	Present	NA
15 March 2021	NA	Present	NA	Present	Present

Deposits:

The Company has not accepted any deposits covered under Chapter V of the Act, during the said financial year.

Internal Financial Controls and their adequacy

The Company has adequate and necessary policies and procedures in place for orderly and efficient conduct of its business, safeguarding of its assets, prevention and detection of frauds and errors and for ensuring accuracy and completeness of accounting records and timely preparation of reliable financial statements.

Annual Evaluation:

The provision of section 134(3)(p) relating to Board evaluation is not applicable on the Company for 2020-21.

Independent directors and declaration:

The provisions of Section 149 pertaining to the appointment of Independent Directors do not apply to the Company.

Nomination, Remuneration and Stakeholders Relationship Committee:

The Provisions of Sec. 178(1) of the Companies Act, 2013 read with Rule 6 of the Companies (Meeting of Board and its Power) Rules, 2014 pertaining to Constitution of Nomination & Remuneration Committee is not applicable to the Company for 2020-21.

Audit Committee

The provisions of Section 177 of the Companies Act, 2013 read with Rule 6 and 7 of the Companies (Meetings of the Board and its Powers) Rules, 2013 are not applicable to the Company.

Secretarial Audit report:

The provisions of Section 204 of the Companies Act, 2013 pertaining to the Secretarial Audit do not apply to our Company.

Cost Audit:

The provisions of Section 148 of the Companies Act, 2013 pertaining to the Cost Audit do not apply to our Company.

Vigil Mechanism:

The provisions of Section 177(9) and (10) of the Companies Act, 2013 do not apply to our Company.

Shares

- Buy Back of Securities
The Company has not bought back any of its securities during the year under review.
- Sweat Equity
The Company has not issued any Sweat Equity Shares during the year under review.
- Bonus Shares
No Bonus Shares are issued during the year under review.
- Employees Stock Option Plan
The Company has not provided any Stock Option Scheme to the employees.
- Equity shares with differential voting rights:
The Company has not issued Equity Shares with differential voting rights within the meaning of Section 43(a) (ii) of Companies Act, 2013 read with rules made there under.

Significant and material orders passed by the regulators / courts / tribunals:

There are no significant orders passed by the regulators / courts / tribunals which would impact the going concern status of the Company and its future operations.

Statement on Compliance of applicable Secretarial Standards:

The Board of Directors of the Company confirms that the applicable secretarial standards have been complied with.

Complaints of sexual harassment:

No complaints of sexual harassment have been received during the said financial year.

DIRECTORS' REPORT (Contd.)

Details in respect of fraud reported by auditors:

No instances of fraud are reported by auditors pursuant to Section 143 (12) of the Companies Act, 2013.

Director's Responsibility Statement

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013 with respect to Directors Responsibility Statement, it is hereby confirmed:

- a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the financial year ended 31 March 2021 and of the profit and loss of the Company for that period;
- c) that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) that the accounts for the year ended 31 March 2021 is prepared on a 'going concern' basis;
- e) that the Company being an unlisted Company, Section 134(5)(e) of the Act does not apply.
- f) that the directors had devised proper systems to ensure compliance with the provisions.

Personnel

Your Directors wish to place on record their appreciation of the services rendered by the employees of the Company. The particulars of employees as required under rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are placed at the Annual General Meeting. In case any member is desirous of having a copy of this statement, it will be provided to him / her on request.

Acknowledgement

Relationships with members, investors of the funds under management, Reserve Bank of India, Securities and Exchange Board of India, Department of Company Affairs, other Regulatory authorities, investee companies and our bankers remained excellent during the year under review. Your Directors are grateful for the support extended by them and look forward to receiving their continued support and encouragement.

For and on behalf of the Board of Directors

Place: Mumbai

Date: 07 June 2021

Surojit Saha

Director
(DIN: 06584521)

Imtaiyazur Rahman

Nominee Director
(DIN: 01818725)

ANNEXURE – I

FORM AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

Part "A": Subsidiaries

Sl. No	01	
Name of the Subsidiary	UTI Private Equity Limited, Mauritius	
The date since when subsidiary was acquired	19 September 2005	
Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	01 April 2020 to 31 March 2021	
Reporting currency and exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	USD and the exchange rate as at 31 March 2021 for Profit & loss items and for Balance sheet items INR 73.5047/USD (RBI Rate)	
Particulars	* As on 31 March 2021 (Amounts in INR)	As on 31 March 2020 (Amounts in INR)
Share Capital	7,97,335	7,97,335
Reserves & Surplus	(12,49,579.9)	(18,65,273.32)
Total Assets	-	24,726.57
Total Liabilities	-	24,726.57
Investments	-	NIL
Turnover	-	6,57,741.98
Profit / (loss) before taxation	5,69,146.89	(99,283.23)
Provision for taxation	NIL	NIL
Profit / (loss) after taxation	5,69,146.89	(99,283.23)
Proposed Dividend	NIL	NIL
Extent of Shareholding (in percentage)	100%	100%

* UTI Private Equity Limited, Mauritius has not been prepared its financial statements as at 31 March 2021, as it is under the process of winding up as per the respective laws, applicable and figures are considered based on unaudited financials dated 26 June 2020 filed with competent authorities.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For and on behalf of Board of Directors
UTI Venture Funds Management Company Private Limited

Surojit Saha
Director
DIN: 06584521

I Rahman
Nominee Director
DIN: 01818725

Date: 07 June 2021

Place: Mumbai

DETAILS OF SHAREHOLDERS

Sl No.	Name of the shareholder and ledger folio	Address of the shareholder	No. of equity shares of INR 10/- each held at the end of the year (31 March 2021)	% of Shares held
1	UTI Asset Management Company Limited & E/11	UTI tower G n Block, Opp ICICI Bank, Bandra Kurla Complex, Bandra East, Mumbai	45,49,930	99.9986%
2	*I Rahman & E/13	E-402, Dheeraj Heritage, Recidency II, Daulat Nagar, Santacruz West Mumbai - 400054	10	0.0002%
3	*Vinay Lakhotia & E/18	Shiv Darshan CHS, Sector-12, Flat No.801, Sanpada, Navi Mumbai-400705	20	0.0004%
4	*Surojit Saha & E/19	A 403, Temple View, Raheja Township, Malad (East), Mumbai - 400097	20	0.0004%
5	*Vivek Maheshwari & E/20	C/o. UTI AMC Ltd. UTI tower G n Block, Opp ICICI Bank, Bandra Kurla Complex, Bandra East, Mumbai	20	0.0004%
TOTAL			45,50,000	100%

* Nominee Shareholders of UTI Asset Management Company Limited.

For **UTI Venture Funds Management Company Private Limited**

Surojit Saha
Director
(DIN: 06584521)

INDEPENDENT AUDITOR'S REPORT

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF UTI VENTURE FUNDS MANAGEMENT COMPANY PRIVATE LIMITED

Qualified Opinion

We have audited the accompanying consolidated Ind AS financial statements of UTI Venture Funds Management Company Private Limited ("the Company") and its wholly owned subsidiary- UTI Private Equity Limited (earlier known as UTI Private Equity Advisors Private Limited) (together referred as the "Group"), which comprise the Consolidated Balance Sheet as at 31 March 2021, the Consolidated Statement of Profit and Loss, the Consolidated Statement of Changes in Equity and Consolidated Statement of Cash flows for the year then ended and notes to the Ind AS financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matters described in the *Basis for Qualified Opinion* section of our report, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 (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 Group as at 31 March 2021, Statement of Profit & loss, changes in equity and its cash flows for the year ended on that date.

Basis for Qualified Opinion

- a. Attention of the members is invited to the footnote to note-4 to the Ind AS financial statements regarding fair value of investments in certain funds as at 31 March 2021 being based on estimate as per the unaudited statements provided by the funds' management. We are unable to ascertain the impact of such non-audit of the same on these Ind AS financial statements for the year ended on that date.

Emphasis of Matter :

- b. Attention of the members is invited to footnote no 1(a) to the Ind AS financial Statement, NO Financial Statements of the Subsidiary UTI Private Equity Limited, Mauritius has been prepared as at 31st March 2021, reliance is placed on the unaudited financials dated 26th June 2020 filed with competent authorities, the effect of net assets and net liabilities on the consolidated financial statements is NIL, our opinion is not qualified in respect of this matter.

We conducted our audit in accordance with Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by

the ICAI and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

Information Other than the Standalone Financial Statements and Auditor's Report Thereon

Management has informed us that the Board's report, any annexure thereto and any other information that would be furnished by the Company in its annual report have not yet been finalized and have not been received and reviewed by us in accordance with Standards on auditing 720 and accordingly do not express any opinion thereon.

Responsibility of Management for Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flows of the Group in accordance with Ind AS 34 and the accounting principles generally accepted in India, including any other Ind AS applicable. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate implementation and maintenance of accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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

INDEPENDENT AUDITOR'S REPORT (Contd.)

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 Ind AS financial statements.

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

- Identify and assess the risks of material misstatement of the Ind AS 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group'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 Ind AS 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements:

1. As required by section 143 (3) of the Act, except for the possible effects of the matter described in the basis of the qualified opinion paragraph above, 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 Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014.
 - e. On the basis of the written representations received from the directors as on 31 March 2021 taken on record by the Board of Directors, none of the directors of the Company are disqualified as on 31 March 2021 from being appointed as a director in terms of section 164 (2) of the Act.
 - f. Since the Company is a private limited company, the group consisting of its subsidiary being a foreign company, their turnover as per last audited financial statements is less than INR 50 crores and their borrowings from banks and financial institutions at any time during the year is less than INR 25 crores, the group is exempted from getting an audited opinion with respect to the adequacy of the financial controls over financial reporting of the company and the operation effectiveness of such control vide Ministry of Corporate Affairs notification No.(G.S.R.583E) dated June 13, 2017.
 - g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:
In our opinion and to the best of our information and according to the explanations given to us, no remuneration was paid by the Company to its directors during the year.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its consolidated financial statements.

INDEPENDENT AUDITOR'S REPORT (Contd.)

- 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 outstanding as at 31 March 2021 which required to be transferred, to the Investor Education and Protection Fund by the Company.
2. In terms of directions under section 143(5) of the Act by the Office of the Principal Director of Commercial Audit and Ex-Officio Member, Audit Board, Hyderabad vide letter dated 05 April 2021, we further state as under relying upon the information and explanations given to us:
 - i. The Company uses Tally ERP 9.0™ package for recording its accounting transactions. We understand that processing of accounting transactions outside such IT system are minimal. Considering the limited nature of operations of the Company, we are of the opinion that implications of processing of accounting

transactions outside IT system on the integrity of the accounts may not be material.

- ii. There were no cases of restructuring of an existing loan or any waiver/write off of debts/loans/interest etc., made by a lender to the Company due to the Company's inability to repay the loan, during the year 2020-21.
 - iii. There were no funds received by the Company from Central/State agencies.

For **Chandran & Raman**
Chartered Accountants
Firm Registration No. 000571S

P R Suresh
Partner

Date: 27 April 2021
Place: Bangalore

Membership No: 027488
UDIN: 21027488AAAABJ7697

CONSOLIDATED BALANCE SHEET

AS AT 31 MARCH 2021

(Amounts in INR)

	Note No.	As at 31 March 2021	As at 31 March 2020
I. ASSETS			
(1) Financial assets			
(a) Cash and cash equivalents	3	4,23,68,641	7,73,54,735
(b) Investments	4	7,85,95,802	6,70,54,332
(c) Other financial assets		-	-
TOTAL FINANCIAL ASSETS		12,09,64,443	14,44,09,067
(2) Non - financial assets			
(a) Current tax assets (net)	5	6,79,446	5,86,299
(b) Property, plant and equipment		-	-
(c) Intangible Assets		-	-
(d) Other Non Financial assets	6	27,612	29,855
TOTAL NON FINANCIAL ASSETS		7,07,058	6,16,154
Total Assets		12,16,71,501	14,50,25,221
II. LIABILITIES AND EQUITY			
LIABILITIES			
(1) FINANCIAL LIABILITIES			
(a) Trade payable			
- total outstanding dues of micro and small enterprises (Refer Note 18)		-	-
- total outstanding dues of creditors other than micro enterprises and small enterprises		5,54,250	10,66,898
(b) Other Financial Liabilities	7	1,61,002	5,17,609
Total Financial Liabilities		7,15,252	15,84,507
(2) NON-FINANCIAL LIABILITIES			
(a) Deferred Tax Liability	22	74,87,530	30,38,161
(b) Provisions	8	6,90,000	6,48,000
Total Non-Financial Liabilities		81,77,530	36,86,161
EQUITY			
Equity Share Capital	10	4,55,00,000	4,55,00,000
Other Equity	9	6,72,78,719	9,42,54,553
		11,27,78,719	13,97,54,553
TOTAL EQUITY AND LIABILITIES		12,16,71,501	14,50,25,221

See accompanying notes forming part of the financial statements 1 to 28

For **Chandran & Raman**
Chartered Accountants
F.R.N. 000571S

P. R. Suresh
Partner
M.No. 027488

Place: Bangalore
Date: 27 April 2021

For UTI Venture Funds Management Company Private Limited

I Rahman
Director

Place: Mumbai

Surojit Saha
Director

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

FOR THE YEAR ENDED 31 MARCH 2021

(Amounts in INR)

	Note	Year Ended 31 March 2021	Year Ended 31 March 2020
(a) Revenue from operations	11		
i) Interest Income		14,32,234	46,55,455
ii) Net Gain/(Loss) on fair value changes		1,76,37,452	(8,73,196)
iii) Others - Net gains from derecognition of financial instruments under FVTPL category		21,87,827	22,553
Total Revenue from Operations		2,12,57,513	38,04,812
(b) Other Income	12	6,16,779	36,33,191
Total Income		2,18,74,292	74,38,003
Expenses			
Employee Benefits Expenses	13	-	13,51,534
Depreciation and Amortisation expense		-	-
Other Expenses	14	44,10,957	1,02,32,545
Total expenses		44,10,957	1,15,84,079
Profit/(Loss) before exceptional items and Tax		1,74,63,335	(41,46,076)
Exceptional item		-	-
Profit/(Loss) before tax		1,74,63,335	(41,46,076)
Tax expense:	22		
- Current tax expense for current year		-	-
- Short/(Excess) tax provision relating to earlier years		-	8,396
- Deferred tax expense/(income)		44,49,369	5,89,463
		44,49,369	5,97,859
Profit/(Loss) After Tax		1,30,13,966	(47,43,935)
* Includes provision on account of tax deducted at source not refunded			
Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurement of defined benefit plans		-	-
Deferred tax on remeasurement of defined benefit plans		-	-
Other Comprehensive Income for the year		-	-
Total Comprehensive Income for the year		1,30,13,966	(47,43,935)
Basic and diluted earnings per equity share (of INR 10/- face value)			
- before exceptional items		2.86	(1.04)
- after exceptional items		2.86	(1.04)
Weighted Average No. of Equity Shares used in above computation		45,50,000	45,50,000

See accompanying notes forming part of the financial statements 1 to 28

 For **Chandran & Raman**
 Chartered Accountants
 F.R.N. 000571S

P. R. Suresh
 Partner
 M.No. 027488

 Place: Bangalore
 Date: 27 April 2021

For UTI Venture Funds Management Company Private Limited

I Rahman
 Director

Surojit Saha
 Director

Place: Mumbai

CONSOLIDATED CASH FLOW STATEMENT

FOR THE YEAR ENDED 31 MARCH 2021

(Amounts in INR)

	Year Ended 31 March 2021	Year Ended 31 March 2020
A. Cash flows from operating activities		
Net profit/(loss) after taxation	1,30,13,966	(47,43,935)
Adjustments for:		
Provision for taxation	44,49,369	5,97,859
Depreciation	-	-
Fair value gains/losses on financial instruments	(1,76,37,452)	8,73,196
Distributed profit from venture fund	-	-
Profit on sale of Current and Non Current Investments (net)	(21,87,827)	(22,553)
Profit on sale of Fixed Assets	-	-
Provision for onerous contract	-	(35,15,953)
Provision for contingencies	-	-
Interest income on fixed deposits	(14,32,234)	(46,30,672)
Foreign exchange fluctuation adjustment of investments in FCTR	7,539	(622)
Provision for dimution/(write back) (net)	-	(1,68,00,605)
Operating profit before working capital changes	(37,86,639)	(1,14,42,680)
Adjustments for changes in working capital:		
(Increase) / Decrease in Trade receivables	-	-
(Increase) / Decrease in loans & advances	-	-
(Increase) / Decrease in other financial assets	-	-
(Increase) / Decrease in other current asset	2,243	1,00,776
Increase / (Decrease) in trade payables	(5,12,648)	(1,56,496)
Increase / (Decrease) in long term provisions	-	-
Increase / (Decrease) in short term provisions	42,000	(35,46,564)
Increase / (Decrease) in other current liabilities	(3,56,607)	(8,25,012)
Cash generated from operations	(46,11,651)	(1,46,13,854)
Income taxes paid (net of refunds)	(93,147)	(51,857)
Net cash from operating activities	(47,04,798)	(1,46,65,711)
B. Cash flows from investing activities		
Receipts from distributions from venture funds	58,55,913	7,700
Proceeds from sale of Furnitures	-	-
Proceeds from redemption of investments (mutual funds)	24,20,357	1,00,53,414
Purchase of investments (mutual funds)	-	-
Investments in fixed deposits	-	5,00,00,000
Interest received on fixed deposits	14,32,234	65,51,817
Net cash from investing activities	97,08,504	6,66,12,931
C. Cash flows from financing activities		
Dividends paid	(4,00,00,000)	-
Net cash used in financing activities	(4,00,00,000)	-
Net increase/(decrease) in cash and cash equivalents	(3,49,96,294)	5,19,47,220
Effect of foreign exchange rate changes	10,200	(45,444)
Cash and cash equivalents at the beginning of the year	7,73,54,735	2,54,52,959
Cash and cash equivalents at the end of the year	4,23,68,641	7,73,54,735

Cash-flow statement has been prepared using indirect method as envisaged by the Ind AS 7 on Statement of Cash flows

For **Chandran & Raman**
Chartered Accountants
F.R.N. 000571S

P. R. Suresh
Partner
M.No. 027488

Place: Bangalore
Date: 27 April 2021

For UTI Venture Funds Management Company Private Limited

I Rahman
Director

Surojit Saha
Director

Place: Mumbai

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

A. EQUITY SHARE CAPITAL

(Amounts in INR)

Equity Shares of INR 10/- each, Issued, Subscribed & Fully Paid Up	
As at 1 April 2019	4,55,00,000
Changes in equity share capital	-
As at 31 March 2020	4,55,00,000
As at 1 April 2020	4,55,00,000
Changes in equity share capital	-
As at 31 March 2021	4,55,00,000

B. OTHER EQUITY

(Amounts in INR)

	Reserves and Surplus					Total Other Equity
	Capital Reserve	Capital Redemption Reserve	General Reserve	Retained Earnings	FCT Reserve	
Balance as at 1 April 2019	1,90,09,046	45,00,700	5,76,94,470	1,66,26,527	12,13,189	9,90,43,932
Profit/(Loss) for the year	-	-	-	(47,43,935)	-	(47,43,935)
Changes during the year	-	-	-	-	(45,444)	(45,444)
Other comprehensive income - Remeasurement of defined benefit obligation	-	-	-	-	-	-
Balance as at 31 March 2020	1,90,09,046	45,00,700	5,76,94,470	1,18,82,592	11,67,745	9,42,54,553
For the year	-	-	-	1,30,13,966	-	1,30,13,966
Changes during the year	-	-	-	-	10,200	10,200
Dividend paid during the year	-	-	(4,00,00,000)	-	-	(4,00,00,000)
Other comprehensive income - Remeasurement of defined benefit obligation	-	-	-	-	-	-
Balance as at 31 March 2021	1,90,09,046	45,00,700	1,76,94,470	2,48,96,558	11,77,945	6,72,78,719

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2021

1.

a) Background

UTI Venture Funds Management Company Private Limited ("the Company") is a wholly owned subsidiary of UTI Asset Management Co. Ltd. The Company's business consists of managing Private Equity and Venture Funds. These consolidated financial statements relate to the Company and its wholly owned subsidiary, UTI Private Equity Limited, Mauritius (previously known as UTI Private Equity Advisors Limited, Mauritius) together referred to as the 'Group'. The financial statements of the entities in the Group used in the consolidation are drawn up to the same reporting date i.e. 31 March 2021.

b) Principles of Consolidation

The financial statements of the Company and its subsidiary (being non-integral foreign operations) have been consolidated on a line by line basis by adding together like items of assets, liabilities, income and expense. The intra-group balances, intra-group transactions and unrealized profits or losses have been eliminated fully.

On consolidation, assets and liabilities relating to the non-integral foreign operations are translated at the exchange rate prevailing on the balance sheet date. Revenue and expenses are translated at the average rates prevailing in the period. Exchange differences arising out of these translations are included in the Balance sheet under Reserves and Surplus under the nomenclature "Foreign Currency Translation Reserve on Consolidation".

Figures pertaining to the subsidiary have been reclassified wherever necessary to bring them in line with the Company's financial statements.

2. SIGNIFICANT ACCOUNTING POLICIES

a) Basis of Preparation of Financial Statements

The Financial Statements comply in all material aspects with Indian Accounting Standards notified under section 133 of the Companies Act, 2013 ("the Act") in terms of Indian Accounting Standard Rules, 2015 and relevant provisions of the act.

The Financial Statements upto and including the year ended 31st March, 2018 were prepared in accordance with the Accounting Standards notified under Companies (Accounting Standard) Rules, 2006 and other relevant provisions of the Act.

b) Use of Estimates

The preparation of financial statements require the management of the Company to make estimation, judgements and assumptions that effect 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 during the period. Examples of such estimates include NAV of investments, provision for accrued contribution to defined benefit obligation, useful life of Property, Plant and Equipments, provision for onerous contracts and contingencies. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements. Actual results may differ from those estimates. Any revision to accounting estimate is recognized prospectively in the current and future periods.

c) Property, Plant and Equipment and Intangible Assets

Property, plant and equipment are stated at cost of acquisition less accumulated depreciation, and impairment losses, if any. The cost of acquisition is inclusive of duties, freight and other incidental expenses related to acquisition and installation of the assets. Subsequent expenditure related to an item of Property, Plant and Equipment is added to its book value, only if it increases the future benefits from existing asset beyond its previously assessed standard of performance. Capital work in progress is stated at cost.

The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Gains or losses arising from disposal of Property, Plant and Equipments are measured as the differences between the net disposal proceeds and carrying amount of asset and are recognized in the Statement of Profit and Loss when the asset is disposed.

The Company provides depreciation on Property, plant & equipment in the manner prescribed in schedule II to Companies Act, 2013 on straight line method (SLM) on pro-rata basis, based on prescribed useful life of assets which are as under:

Computer equipment- 3 years

Furniture & Fixtures- 10 years

Office Equipment- 5 years

Leasehold improvements are amortised over the period of lease.

Intangible assets acquired separately are measured on initial recognition at cost. Such cost includes purchase price, borrowing cost, and cost directly attributable to bringing the asset to its working condition for the intended use. Thereafter intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

Softwares are amortised over a period of 3 years on straight line method (SLM) on pro-rata basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal value and the carrying amount of the asset and are recognised in the Statement of Profit & Loss.

d) Financials Instruments

I. FINANCIAL ASSETS (OTHER THAN INVESTMENTS IN SUBSIDIARIES)

All financial assets are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

Accordingly, initial recognition of investments in mutual funds and venture funds are recognized at fair value.

Interest-free security deposits are measured at Amortized Cost which shall be the present value of all expected future repayments discounted at prevailing market rates.

As per IND AS 109, Financial Assets have to be measured as follows:

a) *Financial assets carried at Amortised Cost (AC)*

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Accordingly, rent deposits given to Landlords which are interest free have also been given similar treatment.

b) *Financial assets at Fair Value Through Other Comprehensive Income (FVTOCI)*

A financial asset is measured at FVTOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

c) *Financial assets at Fair Value Through Profit or Loss (FVTPL)*

A financial asset which is not classified in any of the above categories is measured at FVTPL. Accordingly investments in mutual funds & venture funds will be measured at fair value through profit & loss.

II. FINANCIAL ASSETS - INVESTMENTS IN SUBSIDIARIES

According to IND AS, the Company has following options to account for the above subsidiaries:

- a. At cost as per IND AS 27
- b. At Fair Value through Profit & Loss or Other Comprehensive Income as per IND AS 109

Accordingly, the Company has accounted for its investments in subsidiaries at cost

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

Impairment of financial assets

In accordance with Ind AS 109, the company applies expected credit loss (ECL) model for measurement and recognition of impairment loss on trade receivables and investments.

III. FINANCIAL LIABILITIES

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

As per Ind AS 32, a financial liability is any liability that is a contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial assets & liabilities with another entity under conditions that are potentially unfavourable to the entity.

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition of financial liabilities

A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

e) Transactions in foreign currency

Company's functional currency is Indian Rupees (INR). Transactions in foreign currency are accounted for at the rate of exchange prevailing at the date of the transaction. Exchange differences, if any, arising out of transactions settled during the year are recognized in the Statement of Profit and Loss.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

f) Revenue recognition

Income from management fees is recognised when they contractually accrue except when collectability is in doubt.

Dividend income from investments is accounted when the right to receive dividends is established. Interest and other income are accounted on accrual basis.

g) Employee Benefits

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 as an expense during the period when the employees render the services.

Defined benefit plans

Gratuity, which is a defined benefit scheme, is not funded and the cost of providing services is determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Statement of Other Comprehensive Income (OCI) in the period in which they occur. Past service cost is recognised immediately. 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.

h) Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

i) Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively. Current income tax for the current and prior periods are measured at the amount expected to be paid to the taxation authorities based on the taxable income for that period. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the balance sheet date.

Deferred income tax is recognized on temporary differences at the balance sheet date between the tax bases of assets

and liabilities and their carrying amounts for financial reporting purposes, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilized.

The carrying amount of deferred income tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized.

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

i) Contingencies and Provisions

In accordance with Ind AS 37, provisions are recognized when there is a present obligation as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Contingent liabilities are not recognized in books of accounts. They are disclosed by way of notes, unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognized in financial statements. However, when the realization of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate. A contingent asset is disclosed, only where an inflow of economic benefits is probable.

The Company estimates the unavoidable costs of meeting its obligation under a contract(s) which exceed the economic benefits expected to be received under it and recognises the same. Provision are validated every year and excess/short provision are adjusted in the statement of profit and loss.

k) Impairment of assets (other than financial assets)

At each Balance Sheet date, the management reviews the carrying amounts of assets to determine whether

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

there is any indication that those assets were impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss. In assessing value in use, the estimated future cash flows expected from the continuing use of the asset and from its disposal are discounted to their present value using a pre-tax discount rate that reflects the current market assessments of time value of money and the risks specific to the asset. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss.

Reversal of impairment loss is recognized immediately as income in the Statement Profit and Loss.

l) Fair value hierarchy

Fair value hierarchy:

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

m) Segment Reporting

The company is primarily engaged in the investment management business. Company's chief operating decision makers review the company's operation as a whole and no different segments have been identified for this purposes and accordingly, no the Company do not have more than one operating segments as per Ind AS 108 'Operating Segments'. Hence there is no separate reporting requirement.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

3. CASH AND CASH EQUIVALENTS

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Cash in Hand	-	-
Balance with bank in current account	66,14,030	7,73,54,735
Balance with bank in deposit account (less than 3 months)	3,57,54,611	-
TOTAL	4,23,68,641	7,73,54,735

4. INVESTMENTS (UNQUOTED)

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Investments in Equity Instruments (at cost)		
a. Investment in Ascent India Ltd, Mauritius (Nil (As at 31 March 2020, 100) Management shares of USD 1 each)	-	7,539
Investments in Units of Mutual Fund (at fair value through profit or loss)		
UTI Credit Risk Fund - Direct Growth Plan (315,569.178 (as at 31 March 2020 - 315,569.178) units)	43,11,543	51,31,764
Investments in Units of Fund (at fair value through profit or loss)		
a. Investment in Ascent India Fund - III* (1,750.050 (As at 31 March 2020 - 1,750.050) Class D Units of INR 100/- each)	2,36,392	1,97,846
b. Investment in Ascent India Fund - III* (437,211.760 (As at 31 March 2020 - 495,770.890) Class C Units of INR 100/- each)	7,40,47,867	6,17,17,183
TOTAL	7,85,95,802	6,70,54,332
Aggregate amount of unquoted investments	7,85,95,802	6,70,54,332

* Fair value of units in Ascent India Fund III are based on estimated/unaudited statements.

5. CURRENT TAX ASSETS

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Advance Income Tax (Net of provisions)	6,79,446	5,86,299
TOTAL	6,79,446	5,86,299

6. OTHER NON FINANCIAL ASSETS

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Prepaid Expenses	27,612	29,855
TOTAL	27,612	29,855

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

7. OTHER FINANCIAL LIABILITIES

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Statutory dues	1,61,002	5,17,609
TOTAL	1,61,002	5,17,609

8. PROVISIONS

(Amounts in INR)

Particulars	As at 31 March 2021	As at 31 March 2020
Other provisions (Refer Note 20)	6,90,000	6,48,000
TOTAL	6,90,000	6,48,000

9. OTHER EQUITY

(Amounts in INR)

Particulars		As at 31 March 2021	As at 31 March 2020
Capital Reserve	(A)	1,90,09,046	1,90,09,046
Capital Redemption Reserve	(B)	45,00,700	45,00,700
General Reserve			
Opening Balance		5,76,94,470	5,76,94,470
Less: Dividend Paid		(4,00,00,000)	-
Closing Balance	(C)	1,76,94,470	5,76,94,470
Retained Earnings			
Opening Balance		1,18,82,592	1,66,26,527
Add: Total Comprehensive income for the period/year		1,30,13,966	(47,43,935)
Closing Balance	(D)	2,48,96,558	1,18,82,592
Foreign Currency Translation Reserve on Consolidation			
Opening Balance		11,67,745	12,13,189
Add: Additions during the year		10,200	(45,444)
Closing Balance	(E)	11,77,945	11,67,745
TOTAL (A + B + C + D + E)		6,72,78,719	9,42,54,553

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

10. SHARE CAPITAL

(Amounts in INR)

Particulars	As at	
	31 March 2021	31 March 2020
a) Authorised Share Capital	6,00,00,000	6,00,00,000
6,000,000 Equity Shares with voting rights of INR 10/- each		
b) Issued, Subscribed & Fully Paid Up	4,55,00,000	4,55,00,000
[4,550,000 Equity Shares with voting rights (Previous Year - 4,550,000) of INR 10/- each fully paid-up]		
Refer Note 10A and Note 10B below		
	4,55,00,000	4,55,00,000

Terms/rights to attached equity shares :

The Company has only one class of Equity share, having a par value of INR 10/- . Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company, the holders of the equity shares will be entitled to receive any of the remaining assets of the company , after distribution of all preferential amount . However, as on date no such preferential amount exists. The distribution will be in proportion to number of equity shares held by the shareholders.

10A. MOVEMENT IN THE OUTSTANDING EQUITY SHARES WITH VOTING RIGHTS DURING THE YEAR

(Amounts in INR)

Particulars	As at 31 March 2021		As at 31 March 2020	
	Number	Value INR	Number	Value INR
Shares outstanding at the beginning of the year	45,50,000	4,55,00,000	45,50,000	4,55,00,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	45,50,000	4,55,00,000	45,50,000	4,55,00,000

10B. DETAILS OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES IN THE COMPANY

(Amounts in INR)

	As at 31 March 2021		As at 31 March 2020	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
UTI Asset Management Co. Ltd (including 70 shares held by their nominees)	45,50,000	100%	45,50,000	100%

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

11. REVENUE FROM OPERATIONS

(Amounts in INR)

Particulars	Year Ended 31 March 2021	Year Ended 31 March 2020
(i) Interest Income		
Interest on Bank Deposit	14,32,234	46,30,672
Interest on Income Tax Refund	-	24,783
	14,32,234	46,55,455
(ii) Net Gain/(Loss) on financial instruments at fair value through profit or loss		
Changes in fair value of investments on marked-to-market (unrealised)	1,76,37,452	(8,73,196)
	1,76,37,452	(8,73,196)
(iii) Others - Net gains from Investments		
Profit on sale of Investments (net)	21,87,827	22,553
	21,87,827	22,553

12. OTHER INCOME

(Amounts in INR)

Particulars	Year Ended 31 March 2021	Year Ended 31 March 2020
Excess provision written back	6,16,779	30,02,560
Other Non Operating Income	-	6,30,631
TOTAL	6,16,779	36,33,191

13. EMPLOYEE BENEFITS EXPENSE

(Amounts in INR)

Particulars	Year Ended 31 March 2021	Year Ended 31 March 2020
Salaries and Allowances	-	12,96,000
Gratuity	-	55,534
TOTAL	-	13,51,534

14. OTHER EXPENSES

(Amounts in INR)

Particulars	Year Ended 31 March 2021	Year Ended 31 March 2020
Travelling & Conveyance	-	6,18,236
Repairs and Maintenance - others	-	4,62,000
Legal & Professional Expenses	38,35,372	88,54,688
Rates & Taxes	2,60,450	12,52,774
Staffing Expenses	-	9,07,206
Other provision	42,000	42,000
Directors Sitting Fees	1,00,000	4,20,000
Insurance Charges	89,562	1,42,532
Provision for /(Reversal of) Onerous Contracts (net)	-	(35,15,953)
Corporate social responsibility expenditure	-	9,45,000
Other General Expenses	83,573	1,04,062
TOTAL	44,10,957	1,02,32,545

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

15. COMMITMENT AND CONTINGENCIES

(Amounts in INR)

Particulars	31 March 2021	31 March 2020
Contingent Liabilities		
Towards non-registration as an NBFC with RBI as per section 45(IA) of RBI Act, 1934 up to 31 March 2018	5,00,000	5,00,000

16. RELATED PARTIES

a) Names of the related parties

Holding Company	UTI Asset Management Co. Ltd.
Key Management Personnel ('KMP-1')	Mr. K. E. C. Rajakumar (upto 31 March 2020)
Key Management Personnel ('KMP-2')	Mr. Surojith Saha (w.e.f 1 April 2020)
Administrator and Secretary of the component	IQ EQ Fund Services (Mauritius) Ltd

b) The disclosures in respect of Related Party Transactions

(Amounts in INR)

Nature of Transaction	Key Management Personnel-1		Holding Company		Administrator and Secretary of the component	
	2020-21	2019-20	2020-21	2019-20	2020-21	2019-20
i) Transactions during the year						
Remuneration*	-	4,78,654	-	-	-	-
Interim Dividend Paid	-	-	4,00,00,000	-	-	-
Administration, secretarial and director fees					12,92,416	41,14,253
Reimbursement of expenses					-	-
ii) Outstanding Balances on the year end						
Receivable					-	-
Investments	-	-	-	-	-	-

In addition to the above,

- (a) in connection with the management of Ascent India Fund, the Company has mutually agreed with Ascent Capital Advisors India Private Limited that the fund operation expenses till the liquidation of the fund are to be equally borne by the Company and the latter referred party. In view of this, an arrangement has been made to incur certain specific expenses of the fund directly by each of the companies. Such expenses incurred during the year has been accounted under legal and professional charges in statement of profit or loss.
- (b) The Company has purchased and redeemed the following investments in UTI Mutual Fund where the holding company is its assets manager.

(Amounts in INR)

Name of the Fund	Balance as at 1 April 2020	Amount invested	Amount redeemed	Balance as at 31 March 2021
UTI Credit Risk Fund - Direct Growth Plan	49,48,535	-	2,32,530	47,16,005

All the amounts indicated above are at their cost and redemption value and fair value adopted for recognition as per Ind AS have not been reckoned for this purpose

No amount is/has been written off or written back during the year in respect of dues from/to related parties

The information relating to related parties has been determined to the extent such parties have been identified on the basis of information provided by the company which has been relied upon by the Auditors

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

17. LEGAL & PROFESSIONAL EXPENSE INCLUDE AMOUNT PAID/PAYABLE TO AUDITORS TOWARDS

(Amounts in INR)

Particulars	Year Ended 31 March 2021	Year Ended 31 March 2020
Audit Fees*	4,00,000	9,58,418
Other Matters*	25,000	2,05,000
	4,25,000	11,63,418

*net of GST

18.

There were no dues outstanding to Micro and Small enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006 as at 31 March 2021. The information regarding micro and small enterprises has been determined based on information collected by management on enquiries made with the vendors, which have been relied upon by the auditors.

19.

All the employees of the holding Company have resigned as at 31 March 2020 and their claims in relation to retirement benefits have already been discharged by the Company. In the opinion of the management no liability towards employee benefits such as Provident Fund/Gratuity liability is due or payable. Hence no provision thereof is made in the financial statements.

20.

Other provisions in note 8 and 14 refers to provision made for estimated compounding fees payable on delayed filing of forms Annual Performane Report (APR) and Overseas Direct Investments (ODI)

21.

Disclosure in respect of movement of provisions made as required by Ind AS 37

Particulars	Provision for Onerous Contract	Provision for Compounding fees
Opening balance as at 1 April 2019	35,15,953	6,06,000
Less: Provision withdrawn on account of actual expenses incurred	(35,15,953)	-
Add: Provision made during the year	-	42,000
Balance as at 31 March 2020	-	6,48,000
Less: Provision withdrawn on account of actual expenses incurred (April 2020 to September 2020)	-	-
Add: Provision made during the period April 2020 to March 2021	-	42,000
Closing Balance as at 31 March 2021	-	6,90,000

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

22. INCOME TAXES

The major components of income tax expense for the year ended 31 March 2021 and 31 March 2020 are:

Statement of profit and loss:

Profit or loss section

Particulars	(Amounts in INR)	
	31 March 2021	31 March 2020
Current income tax:		
Current income tax charge	-	-
Taxes of prior years	-	8,396
Deferred tax:		
Relating to origination and reversal of temporary differences	44,49,369	5,89,463
Income tax expense reported in the statement of profit or loss	44,49,369	5,97,859

OCI section

Deferred tax related to items recognised in OCI during the year:

Net loss/(gain) on remeasurement of defined benefit plans

Income tax charged to OCI

Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31 March 2021 and 31 March 2020:

Accounting profit before income tax	1,74,63,335	(41,46,076)
Less: Reduction in loss on consolidation (loss of subsidiary net of consolidation adjustments)	5,76,430	(12,31,399)
Profit of the parent company	1,68,86,905	(29,14,677)
Enacted income tax rate in India	25.17%	25.17%
Tax at the applicable tax rate	42,50,096	(7,33,566)
Minimum alternate tax recognised at 18.5% plus cess	-	-
Provision recognised for prior years' shortfall	-	8,396
Expenses not allowed/(Unrealised incomes allowed) under Income Tax Act	(44,36,351)	(5,14,468)
Timing differences allowed under IT Act on payment basis	1,70,902	12,48,034
DTL not recognised on losses on account of lack of future taxable business income	-	-
Timing differences considered for DTL	44,49,369	5,89,463
Income tax expense recorded in the books	44,34,016	5,97,859
Components of deferred tax expense (income) recognised in Statement of profit and loss and Other comprehensive income:		
Property, Plant and Equipment and Intangible assets	10,376	20,784
Fair valuation of financial instruments	44,38,993	(5,72,485)
Provision for onerous contract	-	9,78,138
Provision for Gratuity	-	1,63,026
Total	44,49,369	5,89,463

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

Deferred tax assets/(liabilities) as at 31 March 2021 is in relation to:

(Amounts in INR)

Particulars	As at 31 March 2020	Recognised in profit and loss	Recognised in other comprehensive income	Recognised directly in equity	As at 31 March 2021
Property, Plant and Equipment and Intangible assets	69,123	(10,376)	-	-	58,747
Fair valuation of financial instruments	(31,07,283)	(44,38,993)	-	-	(75,46,276)
	(30,38,160)	(44,49,369)	-	-	(74,87,529)

Deferred tax assets/(liabilities) as at 31 March 2020 is in relation to:

(Amounts in INR)

Particulars	As at 1 April 2019	Recognised in profit and loss	Recognised in other comprehensive income	Recognised directly in equity	As at 31 March 2020
Property, Plant and Equipment and Intangible assets	89,907	(20,784)	-	-	69,123
Fair valuation of financial instruments	(36,79,768)	5,72,485	-	-	(31,07,283)
Provision for onerous contract	9,78,138	(9,78,138)	-	-	-
Provision for Gratuity	1,63,026	(1,63,026)	-	-	-
	(24,48,697)	(5,89,463)	-	-	(30,38,160)

23. FINANCIAL RISK MANAGEMENT

The Group has an exposure to the following risks arising from financial instruments: Credit Risk, Liquidity Risk and Market Risk

A. Risk Management Framework:

The parent company's board of directors has the overall responsibility for the establishment and oversight of company's risk management framework. The company's risk management policies are established to identify and analyze the risks faced by the company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and company's activities.

B. Credit Risk:

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities and from its investing activities, including deposits with banks and financial institutions and other financial instruments. The carrying amount of the financial assets represents the maximum credit risk exposure.

Financial Instruments & cash deposits: The Investments of the company are primarily in units mutual funds promoted by Group's parent company and in venture funds managed by the Company/other company.

All the investments in mutual funds have money market instruments and corporate bonds as underlying investments. These bonds and money market instruments are subject to credit risk of the issuer and also subject to interest rate risk. These units can be redeemed at their then Net Assets Value (NAV) minus exit load, if any. These underlying investments are monitored by Asset Management Company set-up by the parent company. No specific monitoring of the underlying investments are made by the Company.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

Following is the exposure of the Company towards credit risk:

(Amounts in INR)

Particulars	Carrying Amount (31 March 2021)	Contractual Cashflows	
		Less than 1 year	1-3 years
Investments	7,85,95,802	7,85,95,802	-
Trade Receivables	-	-	-
Cash and Cash Equivalents	4,23,68,641	4,23,68,641	-
Bank balance other than cash and cash equivalents	-	-	-
Loans	-	-	-
Other Financial Assets	-	-	-
	12,09,64,443	12,09,64,443	-

	Carrying Amount (31 March 2020)	Contractual Cashflows	
		Less than 1 year	1-3 years
Investments	6,70,54,332	6,70,54,332	-
Trade Receivables	-	-	-
Cash and Cash Equivalents	7,73,54,735	7,73,54,735	-
Bank balance other than cash and cash equivalents	-	-	-
Loans	-	-	-
Other Financial Assets	-	-	-
	14,44,09,067	14,44,09,067	-

C. Liquidity Risk

Liquidity risk is the risk that the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company does not have any material financial liabilities exposed towards liquidity risk other than trade payables to be settled within 1 year

(Amounts in INR)

Carrying amount of Trade payables as at	31 March 2021	31 March 2020
Payable within 1 year	5,54,250	10,66,898

D. Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans, investments and deposits with banks.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's financial instruments being investments in mutual funds. Investments in mutual funds are subject to interest rate risk, depending on the market interest rate prevailing, which in turn will affect the value of underlying investments in corporate bonds and money market securities. Increase in interest rate prevailing in the market will decrease market value of the underlying securities and vice versa, particularly for long duration securities. These investments are monitored by Asset Management body set-up by the Group's parent company. No specific monitoring of the underlying investments are made by the Company. Deposits with banks carry fixed interest rates.

Equity price risk

Company's financial instruments subject to equity price risk are its investments in Ascent India Fund III. Investments in Ascent India fund III are monitored by Ascent Capital Advisors India Pvt Ltd. The Fund has invested in equity shares of early stage investment and growth companies. Values of these investments are subject to changes in values of underlying investments.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

24. FAIR VALUE HIERARCHY

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their level in the fair value hierarchy:

(Amounts in INR)

As at 31 March 2021	Carrying Amount			Fair Value		
	FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3
Financial Assets:						
Investments	7,85,95,802	-	7,85,95,802	43,11,543	7,42,84,259	-
Loans	-	-	-	-	-	-
Trade Receivables	-	-	-	-	-	-
Cash and cash equivalents	-	4,23,68,641	4,23,68,641	-	-	4,23,68,641
Bank balance other than cash and cash equivalents	-	-	-	-	-	-
Other financial assets	-	-	-	-	-	-
Total	7,85,95,802	4,23,68,641	12,09,64,443	43,11,543	7,42,84,259	4,23,68,641
Financial Liabilities						
Trade Payables	-	5,54,250	5,54,250	-	-	5,54,250
Other financial liabilities	-	1,61,002	1,61,002	-	-	1,61,002
Total	-	7,15,252	7,15,252	-	-	7,15,252

(Amounts in INR)

As at 31 March 2020	Carrying Amount			Fair Value		
	FVTPL	Amortised Cost	Total	Level 1	Level 2	Level 3
Financial Assets:						
Investments	6,70,54,332	-	6,70,54,332	51,31,764	6,19,22,568	-
Loans	-	-	-	-	-	-
Trade Receivables	-	-	-	-	-	-
Cash and cash equivalents	-	7,73,54,735	7,73,54,735	-	-	7,73,54,735
Bank balance other than cash and cash equivalents	-	-	-	-	-	-
Other financial assets	-	-	-	-	-	-
Total	6,70,54,332	7,73,54,735	14,44,09,067	51,31,764	6,19,22,568	7,73,54,735
Financial Liabilities						
Trade Payables	-	10,66,898	10,66,898	-	-	10,66,898
Other financial liabilities	-	5,17,609	5,17,609	-	-	5,17,609
Total	-	15,84,507	15,84,507	-	-	15,84,507

25. CAPITAL MANAGEMENT

The primary objective of the company's capital management is to maximize the shareholder value as well as to maintain investor, creditor and market confidence and to sustain future development of the company.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company is predominantly Equity financed and hence does not monitor capital by any techniques.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

26.

The following table shows an analysis of assets & liabilities analysed according to when they are expected to be recovered or settled
(Amounts in INR)

Particulars	As at 31 March 2021		
	Within 12 months	After 12 months	Total
ASSETS			
Investments	-	7,85,95,802	7,85,95,802
Trade Receivables	-	-	-
Cash and Cash Equivalents	4,23,68,641	-	4,23,68,641
Bank balance other than cash and cash equivalents	-	-	-
Loans	-	-	-
Other Financial Assets	-	-	-
Current tax assets (net)	-	6,79,446	6,79,446
Property, plant and equipment	-	-	-
Other Non Financial assets	27,612	-	27,612
Total Assets	4,23,96,253	7,92,75,248	12,16,71,501
LIABILITIES			
Total outstanding dues of micro and small enterprises	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	5,54,250	-	5,54,250
Other Financial Liabilities	1,61,002	-	1,61,002
Deferred Tax Liability	-	74,87,530	74,87,530
Provisions	-	6,90,000	6,90,000
Total Assets	7,15,252	81,77,530	88,92,782

Particulars	As at 31 March 2020		
	Within 12 months	After 12 months	Total
ASSETS			
Investments	-	6,70,54,332	6,70,54,332
Trade Receivables	-	-	-
Cash and Cash Equivalents	7,73,54,735	-	7,73,54,735
Bank balance other than cash and cash equivalents	-	-	-
Loans	-	-	-
Other Financial Assets	-	-	-
Current tax assets (net)	-	5,86,299	5,86,299
Property, plant and equipment	-	-	-
Other Non Financial assets	29,855	-	29,855
Total Assets	7,73,84,590	6,76,40,631	14,50,25,221
LIABILITIES			
Total outstanding dues of micro and small enterprises	-	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises	10,66,898	-	10,66,898
Other Financial Liabilities	5,17,609	-	5,17,609
Deferred Tax Liability	-	30,38,161	30,38,161
Provisions	-	6,48,000	6,48,000
Total Assets	15,84,507	36,86,161	52,70,668

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2021 (Contd.)

27.

Additional information as required by paragraph 2 of the General Instructions for preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013

For the year ended 31 March 2021

(Amounts in INR)

Name of the entity in the Group	Net Assets i.e., total assets minus total liabilities		Share of profit or loss		Share of other comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Holding Company						
UTI Venture Funds Management Company Private Limited	101.75%	11,47,53,999	95.57%	1,24,37,536	-	-
Subsidiary - Overseas						
UTI Private Equity Limited	-1.75%	(19,75,280)	4.43%	5,76,430	-	-
Total	100.00%	11,27,78,719	100.00%	1,30,13,966	-	-

For the year ended 31 March 2020

(Amounts in INR)

Name of the entity in the Group	Net Assets i.e., total assets minus total liabilities		Share of profit or loss		Share of other comprehensive income	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated profit or loss	Amount
Holding Company						
UTI Venture Funds Management Company Private Limited	101.83%	14,23,06,263	91.59%	(43,44,778)	-	-
Subsidiary - Overseas						
UTI Private Equity Limited	-1.83%	(25,51,710)	8.41%	(3,99,157)	-	-
Total	100.00%	13,97,54,553	100.00%	(47,43,935)	-	-

28.

The directors have, at the time of approving the financial statements, assessed the potential impact of the COVID-19 global pandemic on the Company. The coronavirus outbreak is a new emerging risk to the global economy. The Company's business may be impacted by falling revenues as a result of decreases in the NAVs of the underlying funds on which the management fees for the Company are calculated. Business continuity plans have been invoked to help ensure the safety and well-being of staff thereby retaining the ability to maintain business operations following lockdowns in India. These actions help to ensure business resilience. The situation is changing so rapidly that the full impact cannot yet be understood, but the Company will continue to monitor the situation closely.

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

For **Chandran & Rahman**
Chartered Accountants
F.R.N. 000571S

P. R. Suresh
Partner
M.No. 027488

Place: Bangalore
Date: 27 April 2021

For UTI Venture Funds Management Company Private Limited

I Rahman
Director

Surojit Saha
Director

Place: Mumbai