



ANNUAL REPORT

OF

INDIA INFOLINE

ASSET MANAGEMENT COMPANY LIMITED

FY 2014-2015

DIRECTORS' REPORT

To the Members,

The Directors have pleasure in presenting the 5th Annual Report of India Infoline Asset Management Company Limited ('the Company') together with the Audited Financial Statements for the year ended March 31, 2015.

1. Financial Results:

The highlights of the financial results for the year under review are as under:

Particulars	2014-2015 (Rs.)	2013-2014 (Rs.)
Gross Total Income	38,46,67,857	11,99,71,170
Less: Expenditure	26,96,53,530	5,42,30,846
Profit /(Loss) Before Taxation	11,50,14,327	657,40,324
Less: Taxation	3,84,53,154	28,08,458
Net Profit After Tax	7,65,61,173	6,29,31,866

2. Review of Operations and Business:

During the year, India Infoline Asset Management Company Limited (IIFL AMC) under the Mutual Fund Platform launched IIFL India Growth Fund, which garnered Rs. 112.14 Crore. Also, for greater operational efficiencies and an optimal fund size towards better fund management opportunities, the Company merged IIFL Short Term Income Fund into IIFL Dynamic Bond fund and IIFL Dividend Opportunities Index Fund into IIFL India Growth Fund.

Under the Alternative Investment Fund(s) platform, the Company launched IIFL National Development Agenda Fund, Category III AIF investing into equities and IIFL Real Estate Fund Domestic Series II, investing primarily in securities issued by real estate entities, which garnered collectively Rs.530.54 Crores (till March 31, 2015).

During the year, the Company also received license from SEBI to conduct Portfolio Management Services and commenced the same business.

As on March 31, 2015 the total AUM managed by the Company under IIFL Mutual Fund, IIFL Alternative Investment Fund and PMS platform is Rs. 2205.56 Crore.

Macroeconomic Overview

FY14-15 has seen a significant improvement in macro-economic fundamentals of India. From a phase of low growth and high inflation we are slowly transitioning to a period of low inflation and improving growth. During the year twin deficit (fiscal deficit and

current account deficit) came under control, inflation (both CPI and WPI) fell substantially allowing RBI to cut rates during the second half of the year. Growth rate also improved over FY12-13 reversing 3 year trend of flat to declining growth rates.

Equity

FY 14-15 has been a good year for equities as improvement was seen in macro-economic fundamentals, falling commodity prices and hopes of reforms from a stable Modi government lead to significant rally in stocks over the year. However, the same hasn't been accompanied by improvement in earnings environment. We think earnings would improve from second half of the FY 15-16 onwards lead by easing monetary policy stance, lower commodity prices and improvement in growth. Cyclical upturn in earnings is likely to provide the next leg of growth for the markets and sustain the returns seen in the equity markets

Debt

FY 14-15 saw interest rates drifting downwards for majority of the year. A sharp moderation in both consumer and wholesale inflation and improving data on the twin deficit front, allowed RBI to cut Repo rates twice during the year resulting in fall in interest rates. We expect RBI to maintain its easing bias as growth environment is weak and inflation is under control. However, the pace of cuts is likely to be slower than initially expected as uncertain outlook on monsoon has raised concerns on the inflation front.

Future Outlook

During the current Financial Year, the Company proposes to focus on generating scale in its existing schemes under the Mutual Fund Platform. IIFL India Growth Fund, IIFL Liquid and IIFL Dynamic bond fund will concerted its efforts to raise AUMs. During the year, the Company may launch a midcap focused Mutual Fund scheme.

Under Alternative Investment Fund(s) platform, the Company proposed to launch multiple schemes under Category II AIF and Category III AIF. These schemes will give investors access to investment avenues not available under the mutual fund platform.

As an AMC, our endeavor is to provide investors access to novel products at an extremely competitive fees structure. This will enable us to differentiate ourselves from the existing large AMCs and achieve some scale.

2. Dividend:

The Directors do not recommend any final dividend for the year under consideration.

3. Transfer to Reserves:

During the FY 2014-2015, the Company has transferred an amount of Rs. 7,65,61,173/- to General Reserve.

4. Share Capital:

The total share capital of the Company has been increased from Rs. 18,50,00,000 to Rs. 32,10,00,000 during the year under review, pursuant to allotment of 1,36,00,000 equity shares of Rs.10 each to IIFL Wealth Management Limited (Holding company).

5. Details of Subsidiary: There are no subsidiaries of the Company.

6. Directors and Key Managerial Personnel:

a. Directors:

The Board consists of Ms. Homai Daruwalla, Mr. Pranab Pattanayak and Mr. Karan Bhagat. Ms. Daruwalla and Mr. Pattanayak have submitted their declaration under section 149(6) of the Companies Act, 2013 and are independent directors on the Board.

Mr. Karan Bhagat is an associate director and liable to retire by rotation.

i. Board Meetings:

The Board met six times during the year, discussed and approved various matters concerning new products, financials, appointment of director and key managerial personnel, audit reports, SEBI inspection reports and other board businesses.

ii. Committees of the Board

During the year, in accordance with the Companies Act, 2013, the Board re-constituted some of its Committees and also formed a Corporate Social Responsibility Committee. There are currently three Committees of the Board, as follows:

- Audit Committee
- Corporate Social Responsibility Committee
- Nomination and Remuneration Committee

- **Audit Committee**

The Audit Committee comprises of Ms. Homai Daruwalla, Mr. Pranab Pattanayak and Mr. Karan Bhagat. The role, terms of reference and powers of the Audit Committee are in conformity with the requirements of the Companies Act 2013 & internal policies. The Committee met four times during the year under review and discussed on financials, audit issues and appointment of auditors. All the recommendations of the Audit committee were accepted by the Board.

The terms of reference of audit committee, inter alia, includes;

- Recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- Review and monitor the auditor's independence and performance, and effectiveness of audit process;
- Approval of quarterly and annual financials and recommend the same to the Board;
- Review and comment on observation(s) of Internal Auditors and Statutory Auditors;
- Review and comment on observation(s) raised under any regulatory inspections;
- Approval or any subsequent modification of transactions of the Company with related parties;
- Scrutiny of inter-corporate loans and investments;
- Valuation of undertakings or assets of the Company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;

- **Nomination And Remuneration Committee:**

The Nomination and Remuneration Committee comprises of Ms. Homai Daruwalla, Mr. Pranab Pattanayak and Mr. Karan Bhagat. As per the provisions of Section 178 of the Companies Act, 2013, the Committee has formulated a nomination and remuneration committee policy, which is appended as "Annexure I" to this Report.

- **Corporate Social Responsibility Committee:**

As per the provision of Section 135 of Companies Act, 2013, the Company has constituted Corporate Social Responsibility Committee, consisting of Ms. Homai Daruwalla, Mr. Pranab Pattanayak and Mr. Karan Bhagat. The Committee has approved CSR Policy, under which IIFL Foundation, a public charitable trust, created by IIFL Group, will act as the principal arm which undertakes CSR initiatives, on behalf of the IIFL Group.

As per the provision of the Companies Act, 2013, the Company is eligible to expend Rs. 1.58 lac under CSR initiatives, which was not substantiated to carry out appropriate CSR activities, in the current financial year. The CSR committee proposes to carry out substantial CSR activities in financial year 2015-2016, through IIFL Foundation.

The Annual Report on CSR activities is annexed herewith as "Annexure II".

iii. Formal Annual Evaluation:

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees.

b. Key Managerial Personnel:

Mr. Prashasta Seth is the Chief Executive Officer of the Company, managing the affairs of the Company. Ms. Kavita Khatri is the Company Secretary and Ms. Priya Biswas is the Chief Financial Officer.

7. Managerial Remuneration:

For FY 2014-2015, list of employees who are in receipt of remuneration in excess of the rates or amounts as specified under sub-rule 2 of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 of Companies Act, 2013, is available for inspection at the registered office of the Company.

8. Employee Stock Option/ Purchase Scheme:

The Company does not have an employee stock option / stock purchase scheme.

9. Risk Management Policy and Internal Adequacy :

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee, Risk Management Committee and the Board of Directors of the Company.

The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. These are routinely tested and certified by Statutory as well as Internal Auditors. Significant audit observations and follow up actions thereon are reported to the Audit Committee and Board of Directors.

10. Extract of Annual Return:

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as "Annexure III".

11. Significant and Material Orders Passed by the Regulators or Courts or Tribunals Impacting the going concern status of the company:

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status and the Company's future operations.

12. Material changes and commitments affecting the financial position of the Company:

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

13. Auditors:

M/s. Sharp & Tannan Associates, Chartered Accountants, Mumbai (Firm Registration Number: 109983W), retire at the ensuing Annual General Meeting holding office as such till the conclusion of the ensuing Annual General Meeting (AGM) and being eligible have offered themselves for re-appointment. Pursuant to the provisions of Section 139 of the Companies Act, 2013 and the Rules framed there under, the Board proposes reappointment of M/s. Sharp & Tannan Associates as Statutory Auditors of the Company from conclusion of this AGM to till the conclusion of the next AGM. M/s. Sharp & Tannan Associates have furnished a certificate to the effect that the proposed re-appointment, if made, will be in accordance with the provisions of Section 139 and 141 of the Companies Act, 2013.

14. Comments on auditors' report:

There are no qualifications, reservations or adverse remarks or disclaimers made by the auditors, in their report. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

15. Secretarial Audit:

Pursuant to applicable provisions of the Companies Act, 2013, the Company is not required to undertake Secretarial Audit for the Financial Year 2014 -2015.

16. Particulars of loans, guarantees or investments under section 186:

The details of loans, guarantees or investments made are provided in the Financial Statement (Please refer Note No. 11,14 and 17 of the Financial Statement).

17. Particulars of contracts or arrangements with related parties:

The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC - 2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as "Annexure IV".

18. Energy Conservation, Technology Absorption and Foreign Exchange Earnings and Outgo:

The Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable. During the year under review the Company has not received or paid any foreign exchange.

19. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act 2013:

The Company is committed to provide a work environment that ensures every woman employee is treated with dignity and respect and afforded equitable treatment. The Company is also committed to promote a work environment that is conducive to the professional growth of its women employees and encourages equality of opportunity. The Company will not tolerate any form of sexual harassment and is committed to take all necessary steps to ensure that its women employees are not subjected to any form of harassment. There are no complaints received by the Company till date.

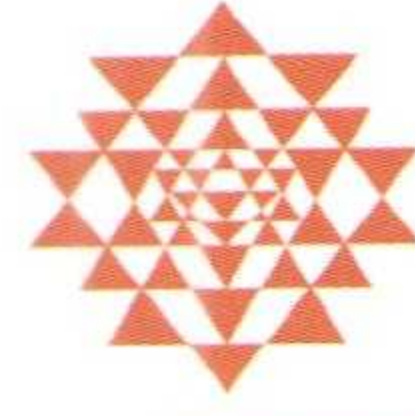
20. Directors Responsibility Statement:

Pursuant to the requirement under Section 134(5) of the Companies Act, 2013, it is hereby confirmed that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) 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 end of the financial year and of the profit and loss of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such system were adequate and operating effectively.

Acknowledgements:

We are thankful for the significant contribution made by our employees and also express our sincere thanks and appreciation to Securities and Exchange Board of India, Association of Mutual Fund of India, the Company's Bankers, Auditors and Counsels for their continued support and co-operation.



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We also acknowledge the support and the continued co-operation received from IIFL Wealth Management Limited, sponsor during the year under review. We look forward to the same going forward.

For and on behalf of the Board of Directors

Homai Daruwalla
Chairman
(DIN: 00365880)

Karan Bhagat
Director
(DIN: 03247753)

Date: May 05, 2015
Place: Mumbai

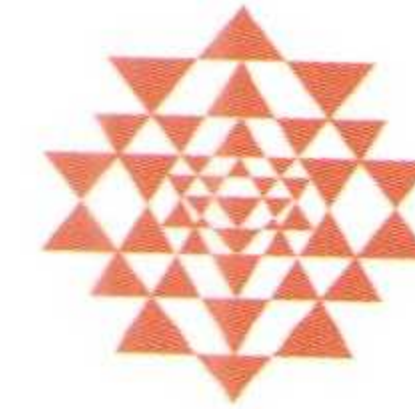
ANNEXURE I

Corporate Social Responsibility (CSR)

[Pursuant to clause (o) of sub-section (3) of section 134 of the Act and Rule 9 of the Companies (Corporate Social Responsibility) Rules, 2014]

1. A brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	The Company has in place a CSR Policy, approved by the Directors of the Company. However, the Company has not spent any amount during the current Financial Year. The CSR Policy has been uploaded on website www.iifl.com .
2. The Composition of the CSR Committee.	The CSR Committee of the Company consist of Ms. Homai Daruwalla, Mr. Pranab Pattanayak and Mr. Karan Bhagat
3. Average net profit of the company for last three financial years	Rs. 7.69 Lakhs
4. Prescribed CSR Expenditure (two per cent of the amount as in item 3 above)	Rs. 1.58 lakhs
5. Details of CSR spent during the financial year.	
a) Total amount to be spent for the financial year;	NIL
b) Amount unspent, if any;	Rs.1.58 Lakhs
c) Manner in which the amount spent during the financial year is detailed below.	NIL

CSR Project or activity identified	Sector in which the project is covered	Projects or programs Local area or other Specify the state and district where projects or programs was undertaken	Amount outlay(budget) project or programs wise	Amount spent on the projects or programs Sub heads 1.Direct expenditure on projects or programs 2. Overheads	Cumulative expenditure upto to the reporting period	Amount spent: Direct or through implementing agency
NIL						



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6. In case the company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof

The Company has focused its efforts on identifying and undertaking CSR projects that have maximum potential to create long-term social impact which will help empower and improve the quality of life of marginalized communities. The Company continues to explore more avenues, in the form of projects in the focus area, through which it can deliver societal high impact.

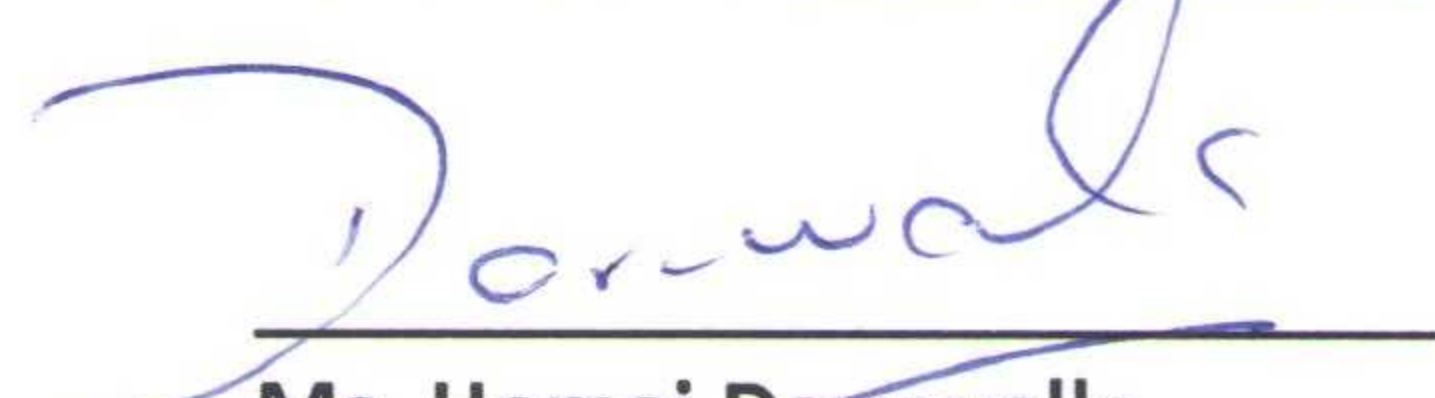
The Company aims to undertake CSR projects through selection, implementation and monitoring in a strategic and systematic manner, to ensure sustainable long-term impact. To this end, the Company's efforts for FY2014-15 focused on establishing systems and processes to enable the same. In the years to come, the Company envisages to enhance the scope of its CSR projects and incur CSR expenditure through a greater number of impact-driven projects.

The Company has not utilized accrued CSR expenses, as it is reviewing projects, to enable substantial CSR activities in Financial Year 2015-16.

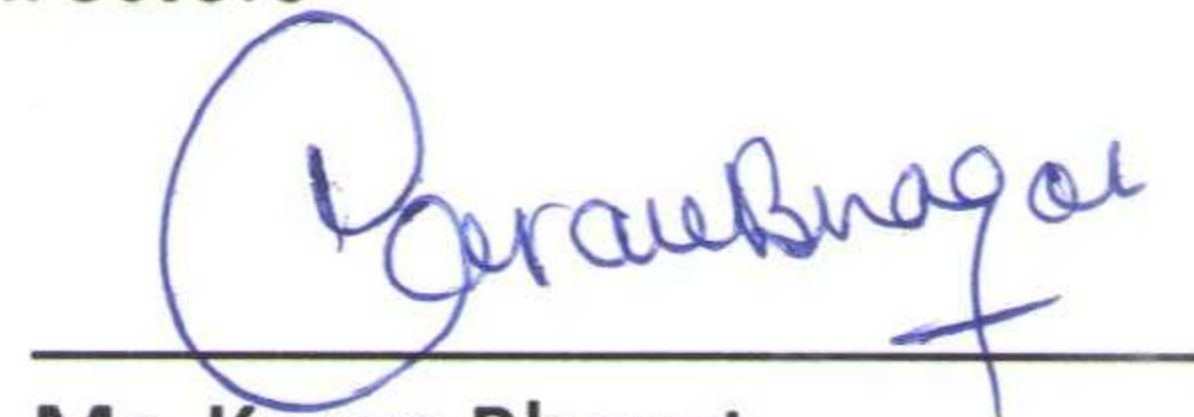
Responsibility Statement - Through this report, the Company seeks to communicate to the Ministry of Corporate Affairs, Government of India, its commitment towards CSR. The

implementation and monitoring of the Company's CSR Policy is in compliance with the CSR objectives and policies as laid down in this report. The Board of the Company and the CSR Committee is responsible for the integrity and the objectivity of all the information provided in the disclosure above. All projects reported have been selected based on careful evaluation of the extent to which they create sustainable positive outcome for marginalized segments of society.

For and on behalf of the Board of Directors



Ms. Homaj Daruwalla
Chairman
(DIN: 00365880)



Mr. Karan Bhagat
Director
(DIN: 03247753)



NOMINATION AND REMUNERATION POLICY

I. OBJECTIVE:

This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been approved by the Nomination and Remuneration Committee (the Committee) and Board of Directors.

II. DEFINITIONS:

1. "Act" means the Companies Act, 2013 and Rules framed there under, as amended from time to time.
2. "Board" means Board of Directors of the Company.
3. "Key Managerial Personnel" (KMP) means:
 - Managing Director, or Chief Executive Officer or Manager
 - Whole-time Director;
 - Chief Financial Officer;
 - Company Secretary; and such other officer as may be prescribed.
4. "Research Analysts" shall have the same meaning as defined under the SEBI (Research Analysts) Regulation, 2014 as amended from time to time.
5. "Senior Management" means the personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 / Listing agreement (wherever applicable) as may be amended from time to time shall have the meaning respectively assigned to them therein.

III. ROLE OF COMMITTEE:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- To recommend to the Board on policy on Remuneration payable to the Directors, Key Managerial Personnel, Senior Management and other employees.

- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To formulate the criteria for evaluation of Independent Directors and the Board.
- To devise a policy on Board diversity.

IV. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT:

1. Appointment Criteria and Qualifications:

- a) A person being appointed as director, KMP or in senior management should possess adequate qualification, expertise and experience for the position he / she is considered for appointment.

b) Independent Director:

(i) Qualifications of Independent Director:

An Independent director shall possess appropriate skills, experience and knowledge in one or more fields of finance, law, management, sales, marketing, administration, research, corporate governance, operations or other disciplines related to the company's business.

(ii) Positive attributes of Independent Directors:

An independent director shall be a person of integrity, who possesses relevant expertise and experience and who shall uphold ethical standards of integrity and probity; act objectively and constructively; exercise his responsibilities in a bona-fide manner in the interest of the company; devote sufficient time and attention to his professional obligations for informed and balanced decision making; and assist the company in implementing the best corporate governance practices.

2. Removal:

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations there under, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

3. Retirement:

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

V. REMUNERATION:

A. Directors:

a. Executive Directors (Managing Director, Manager or Whole Time Director):

- (i) At the time of appointment or re-appointment, the Executive Directors shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) within the overall limits prescribed under the Companies Act, 2013.
- (ii) The remuneration shall be subject to the approval of the Members of the Company in General Meeting as per the requirement of the Companies Act, 2013.
- (iii) The remuneration of the Manager/ CEO/ Managing Director/ Whole Time Director is broadly divided into fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company. In determining the remuneration (including the fixed increment and performance bonus), the Committee shall consider the following:
 - the relationship of remuneration and performance benchmark;
 - balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
 - responsibility required to be shouldered , the industry benchmarks and the current trends;
 - the Company's performance vis-à-vis the annual budget achievement and individual performance.

b. Non-Executive Director:

- (i) The Non-Executive Independent Director may receive fees for attending meeting of Board or Committee thereof. Provided that the amount of such fees shall not exceed Rupees One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.
- (ii) A Non-Executive Director may be paid commission on an annual basis, of such sum as may be approved by the Board on the recommendation of the Committee.
- (iii) The Committee may recommend to the Board, the payment of commission, to reinforce the principles of collective responsibility of the Board.
- (iv) In determining the quantum of commission payable to the Directors, the Committee shall make its recommendation after taking into consideration the

overall performance of the Company and the onerous responsibilities required to be shouldered by the Director.

- (v) The total commission payable to the Directors shall not exceed prescribed limits as specified under Companies Act, 2013.
- (vi) The commission shall be payable on prorata basis to those Directors who occupy office for part of the year.

B. KMP & Senior Managerial Personnel:

The remuneration to the KMP and Senior Management Personnel will be based on following guidelines:

- a. maintaining a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company;
- b. compensation should be reasonable and sufficient to attract retain and motivate KMP and senior management;
- c. Remuneration payable should comprise of a fixed component and a performance linked variable based on the extent of achievement of individual performance vis-a-vis overall performance of the company;
- d. Remuneration shall be also considered in form of long term incentive plans for key employees, based on their contribution, position and length of service, in the nature of ESOPS/ESPS.

C. Research Analysts:

- (i) The compensation of all individuals employed as Research Analyst shall be reviewed, documented and approved at least annually by the Committee
- (ii) While approving the compensation of the Research Analysts, the Committee shall not consider:
 - a. Any specific merchant banking or investment banking or brokerage services transaction which might have happened because of the services of the Research Analyst; and
 - b. Any contribution made by the Research Analyst to the Company's investment banking or merchant banking or brokerage services business other than that of preparing and / or providing research reports.

VI. EVALUATION:

The Committee shall carry out evaluation of performance of every Director at regular interval (yearly). The Committee shall also formulate and provide criteria for evaluation of Independent Directors and the Board as a whole, if applicable.

VII. OTHER DETAILS:

Membership

The Committee shall consist of minimum 3 non-executive directors, majority of them being independent. The Chairperson of the Committee shall be an Independent Director. The Chairperson of the Company shall not be a Chairman of the Committee. The term of the Committee shall be continued unless terminated by the Board of Directors.

Frequency of Meetings

The meeting of the Committee shall be held at such regular intervals as may be required. The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

Secretary

The Company Secretary of the Company shall act as Secretary of the Committee. In absence of Company Secretary, the Committee may designate any other officials or any of the members of the Committee who shall act a Secretary of the Committee.

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. Registration and other details:

i) CIN:	U74900MH2010PLC201113
ii) Registration Date	22-Mar-10
iii) Name of the Company	India Infoline Asset Management Company Limited
iv) Category / Sub-Category of the Company	Public Limited Company, Limited by Shares
v) Address of the Registered office and contact details	IIFL Centre, 6th Floor, Kamala City, S. B. Marg, Lower Parel (West) Mumbai - 400013
vi) Whether listed company Yes / No	No
vii) Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime Pvt. Ltd. No.C-13, Pannalal Silk Mills Compound, Lal Bahadur Shastri Road, Bhandup West, Mumbai, Maharashtra 400078

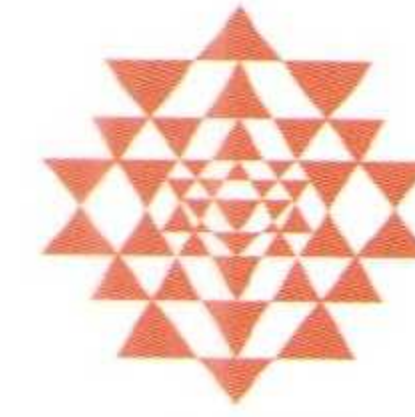
II. Principal business activities of the company:

All the business activities contributing 10 % or more of the total turnover of the company are:-

Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
Asset Management	6599	100%

III. Particulars of holding, subsidiary and associate companies:

Name and Address of The company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable section
IIFL Wealth Management Limited	U74140MH2008PLC177884	Holding Company	100%	2(46)



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IV. Share holding pattern (Equity Share Capital Breakup as percentage of Total Equity):

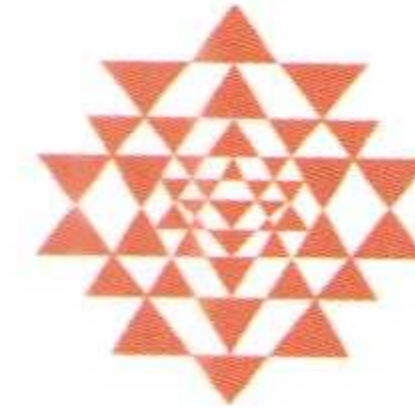
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (01 st April 2014)				No. of Shares held at the end of the year (31 st March 2015)			
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares
A. Promoters								
(1) Indian	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-
b) Central Government	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-
d) Bodies Corporate	1,84,99,994	6	1,85,00,000	100	3,20,99,994	6	3,21,00,000	100
e) Banks / FI	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-
Sub-total (A) (1):-	-	-	-	-	-	-	-	-
(2) Foreign	-	-	-	-	-	-	-	-
a) NRIs - Individuals	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-
Sub-total (A) (2):-	-	-	-	-	-	-	-	-
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	18,499,994	6	18,500,000	100	32,099,994	6	32,100,000	100
B. Public Shareholding								
1. Institutions								
a) Mutual Funds	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-
2. Non-Institutions								
a) Bodies Corp.	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-



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ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	18,499,994	6	18,500,000	100	32,099,994	6	32,100,000	100



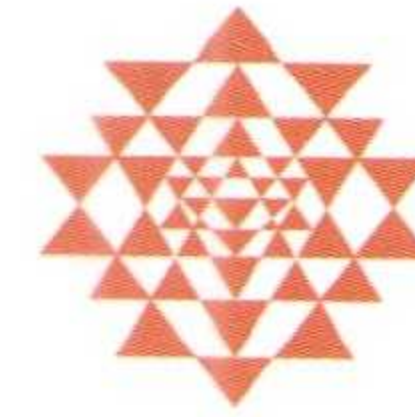
ASSET MANAGEMENT

ii) Shareholding of Promoters

Shareholder's Name	Share holding at the beginning of the year (01 st April 2014)			Share holding at the end of the year (31 st March 2015)			% change in share holding during the year
	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
IIFL Wealth Management Limited	1,85,00,000	100	NIL	3,21,00,000	100	NIL	42.37%
Total	1,85,00,000	100	Nil	3,21,00,000	100	Nil	42.37%

iii) Change in Promoters' Shareholding (please specify, if there is no change)

	Shareholding at the beginning of the year (01 st April 2014)		Cumulative Shareholding during the year (31 st March 2015)	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	1,85,00,000	100%	1,85,00,000	100%
Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	June 10, 2014 – 1,36,00,000 Equity Shares of Rs. 10 each were allotted to IIFL Wealth Management Limited at Rs. 25 Per Share			
At the end of the year	3,21,00,000	100%	3,21,00,000	100%



ASSET MANAGEMENT

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs)*:

For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. Of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	-	-	-	-
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	-	-	-	-
At the End of the year (or on the date of separation, if separated during the year	-	-	-	-

*IIFL Wealth Management Limited holds 100% of the shares of the company.

v) Shareholding of Directors and Key Managerial Personnel*:

For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	--	-	-	-
Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
At the End of the year	-	-	-	-

v. **Indebtedness:**

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

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
• Addition				
• Reduction				
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

vi. **Remuneration of directors and Key Managerial Personnel:**

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Particulars of Remuneration	Name of MD/WTD/Manager	Total amount
Gross salary	-	-
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-
Stock Option	-	-
Sweat Equity	-	-
Commission	-	-
- as % of profit		
-others, specify		

Others, please specify	-	-
Total (A)	-	-
Ceiling as per the Act	-	-

The Company has not appointed any Managing Director, Whole Time Director or Manager during the year.

B. Remuneration to other directors:

Particulars of Remuneration	Name of Directors			Total Amount
	Ms. Homai Daruwalla	Mr. Pranab Pattanayak	Mr. Karan Bhagat	
Independent Directors				
Fee for attending board/ committee meetings (Sitting Fee)	1,90,000	2,10,000	-	4,00,000
Commission*	5,00,000	5,00,000	-	10,00,000
Total (1)	6,90,000	7,10,000	-	14,00,000
Other Non-Executive Directors	-	-	-	-
Fee for attending board /committee meetings	-	-	-	-
Commission	-	-	-	-
Total (2)	-	-	-	-
Total (B)=(1+2)	6,90,000	7,10,000	-	14,00,000
Total Managerial Remuneration**	5,00,000	5,00,000		10,00,000
Overall Ceiling as per the Act	1. Sitting Fee – Maximum 1 lac per meeting 2. Directors Remuneration: Rs. 22.97 lacs, i.e. 3 % of the Net Profit of the Company calculated as per section 198 of Companies Act, 2013.			

* Payable subject to approval of shareholders

** Total commission paid to directors

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Particulars of Remuneration	Key Managerial Personnel			
	Mr. Prashasta Seth -CEO	Mr. Ashutosh Naik -Company Secretary	Ms. Priya Biswas -CFO	Total
Gross salary				
(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,42,21,432	39,79,344	33,11,796	2,15,12,572
(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	28,572	16,356	21,600	66,528
(c) Profits in lieu of salary under section 17(3) Income tax Act, 1961	Nil	Nil	Nil	Nil
Stock Option	Nil	Nil	Nil	Nil
Sweat Equity	Nil	Nil	Nil	Nil
Commission				
- as % of profit	Nil	Nil	Nil	Nil
- others	Nil	Nil	Nil	Nil
Total	1,42,50,004	39,95,700	33,33,396	2,15,12,572

vii. Penalties / Punishment/ Compounding of offences:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. Company					
Penalty			NIL		
Punishment					
Compounding					
B. Directors					
Penalty			NIL		
Punishment					
Compounding					
C. Other Officers In Default					
Penalty			NIL		
Punishment					
Compounding					

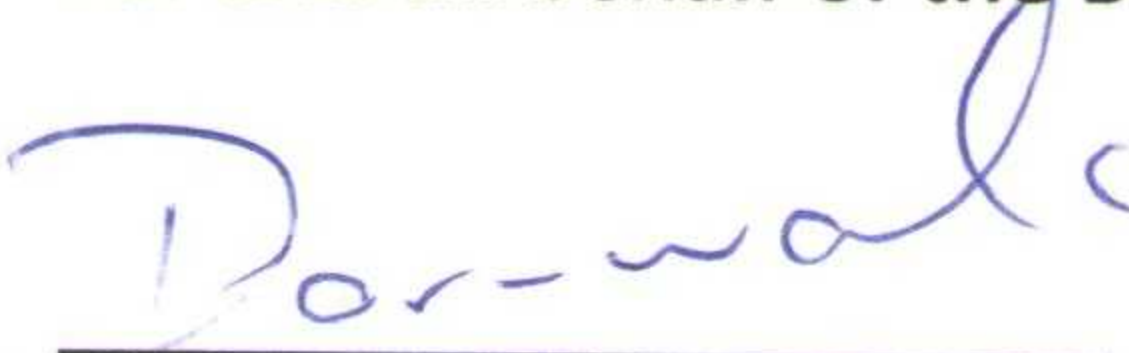
ANNEXURE IV

Details of Related Party Transactions: - Form AOC -2

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

1. Details of contracts or arrangements or transactions not at arm's length basis:					
(a) Name(s) of the related party and nature of relationship:					NIL Transactions
(b) Nature of contracts/arrangements/transactions					
(c) Duration of the contracts / arrangements/transactions					
(d) Salient terms of the contracts or arrangements or transactions including the value, if any					
(e) Justification for entering into such contracts or arrangements or transactions					
(f) date(s) of approval by the Board					
(g) Amount paid as advances, if any:					
(h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188					
2. Details of material contracts or arrangement or transactions at arm's length basis					
Name(s) of the related party and nature of relationship	Nature of contracts/arrangements/ transactions	Duration of the contracts /arrangement/transaction	Salient terms of the contracts or arrangements or transactions including the value, if any:	Date(s) of approval by the Board	Amount paid as advances
India Infoline Finance Limited	Deployment of Surplus Funds to India Infoline Finance Limited for an amount not exceeding Rs. 30 Crore.	On demand	The company has deployed the surplus funds at an interest rate of 12% p.a. for an amount not exceeding Rs. 30 crore.	May 07, 2014	-

For and on behalf of the Board of Directors



Ms. Homai Daruwalla
Chairman
(DIN: 00365880)



Mr. Karan Bhagat
Director
(DIN: 03247753)



Independent Auditor's Report

To the Members of India Infoline Asset Management Company Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of India Infoline Asset Management Company Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2015, and the Statement of Profit and Loss, and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the Standalone financial statements

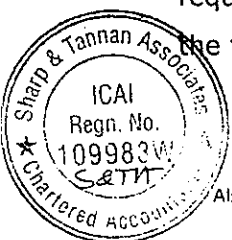
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (the 'Act') with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. 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.

Auditor's responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

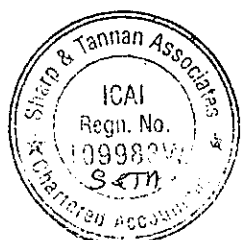
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 (the 'Order') issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this report are in agreement with the books of account;
 - (d) In our opinion, the aforesaid standalone 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 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position in its financial statements refer note no 28 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company

For Sharp and Tannan Associates
Chartered Accountants
Firm's Registration No.:109983W
By the hand of



Parthiv S Desai
Partner
Membership No.: 042624

Place: Mumbai
Date: 5th May, 2015

Annexure to the Auditors' Report

The Annexure referred to in our report to the members of India Infoline Asset Management Company Limited ("the Company") for the year ended 31 March 2015. We report that:

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

(b) As explained to us, these fixed assets have been physically verified by the management in accordance with a phased programme of verification which in our opinion, is reasonable, having regard to the size of the Company and nature of its assets. The frequency of physical verification is reasonable and no material discrepancies were noticed on such verification.

2. The Company is not carrying on any manufacturing or trading activity. Therefore, Paragraph 3 (ii) (a), (b) and (c) of the Order are not applicable to the Company.

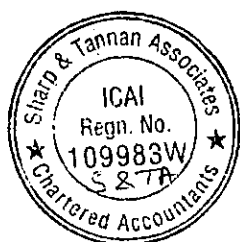
3. The Company has granted loan to two company covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

(a) In the case of loan granted to the company listed in the register maintained under section 189 of the Act, the borrower has been regular in the payment of the interest as stipulated. The terms of arrangement do not stipulate any repayment schedule and the loan are repayable on demand. Accordingly, Paragraph 3 (iii) (a) of the Order is not applicable in respect of repayment of the principal amount.

(b) There is no overdue amount in excess of Rs.1 lakh in respect of loan granted to Company listed in the register maintained under Section 189 of the Companies Act, 2013.

4. In our opinion and according to the information and explanations given to us, there are adequate internal control systems commensurate with the size of the Company and nature of its business, for purchase of fixed assets and for sale of services. Further, on the basis of our examination of the books and records of the Company, and according to the information and explanations given to us, we have neither come across nor have we been informed of any continuing failure to correct major weaknesses in the aforesaid internal control systems.

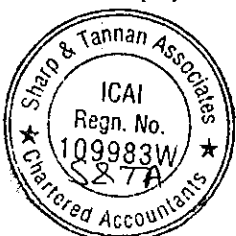
5. The Company has not accepted any deposits during the year from the public to which the directives issued by Reserve Bank of India and the provisions of Section 73 to 76 and any other relevant provisions of the Act and the rules framed thereunder apply.



6. As per the information and explanations given to us, in respect of the class of industry the Company falls under, the maintenance of cost records has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013. Therefore, Paragraph 3 (vi) of the Order is not applicable to the Company.
7. (a) According to the information and explanations given to us and the records of the Company examined by us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues as applicable to the Company, with the appropriate authorities. There were no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues as applicable to the Company outstanding as at 31st March 2015 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and records of the Company examined by us, there are no cases of non-deposit with the appropriate authorities of disputed dues income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess.

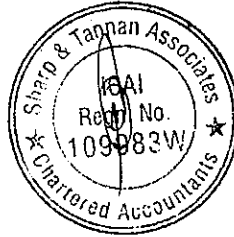
(c) According to the information and explanations given to us, there is no amount required to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and the rules made thereunder.
8. At the end of the financial year, the Company has neither accumulated losses nor has incurred cash loss during the financial year covered by our audit, and in the immediately preceding financial year.
9. As the Company has not borrowed from financial institution or bank or debenture holders during the year Therefore, Paragraph 3 (ix) of the Order is not applicable to the Company.
10. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions. Accordingly, the Paragraph 3 (x) of the Order is not applicable.
11. The Company has not availed any term loan during the period. Therefore, Paragraph 3 (xi) of the Order is not applicable to the Company.



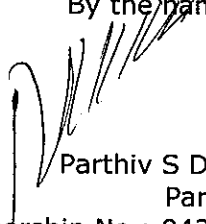
12. During the course of our examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any material fraud on or by the Company noticed or reported during the year, nor have we been informed of such case by management.

For Sharp and Tannan Associates
Chartered Accountants
Firm's Registration No.: 109983W

By the hand of



Place: Mumbai
Date: 5th May, 2015


Parthiv S Desai
Partner
Membership No.: 042624

**STANDALONE FINANCIALS OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
BALANCE SHEET AS AT MARCH 31, 2015**

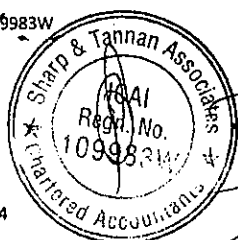
(Amount in ₹)

Particulars	Note No.	As at March 31, 2015	As at March 31, 2014
EQUITY AND LIABILITIES			
(1) Shareholder's funds			
(a) Share Capital	3	321,000,000	185,000,000
(b) Reserve and Surplus	4	286,019,960	5,458,788
(c) Money received against share warrants			
Sub total		607,019,960	190,458,788
(2) Share application money pending allotment			
		-	-
(3) Non Current Liabilities			
(a) Long-term borrowings		-	-
(b) deferred tax liabilities (Net)		-	-
(c) Other Long-term liabilities		-	-
(d) Long-term provisions	5	3,686,638	2,151,403
Sub total		3,686,638	2,151,403
(4) Current liabilities			
(a) Short-term borrowings		-	-
(b) Trade payables	6	8,117,061	1,737,395
(c) Other current liabilities	7	60,533,516	4,146,084
(d) Short-term provisions	8	21,429,301	5,393,967
Sub total		90,079,878	11,277,446
TOTAL		700,786,476	203,887,637
ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	9	155,516	1,468,460
(ii) Intangible assets	10	2,989,029	-
(iii) Capital Work -in-progress		-	1,817,010
(iv) Intangible assets under development		-	-
Sub total		3,144,545	3,285,470
(b) Non-current investments	11	727,300	500,000
(c) Deferred tax assets (Net)	12	2,157,822	1,759,961
(d) Long-term loans & advances	13	12,912,430	11,044,455
(e) Other non-current assets		-	-
Sub total		15,797,552	13,304,416
(2) Current assets			
(a) Current investments	14	224,398,604	50,014,607
(b) Inventories		-	-
(c) Trade receivables	15	102,063,389	1,389,790
(d) Cash and Cash equivalents	16	1,573,878	18,727,093
(e) Short-term loans & advances	17	350,505,032	117,166,261
(f) Other current assets	18	3,303,476	-
Sub total		681,844,379	187,297,751
TOTAL		700,786,476	203,887,637
See accompanying notes forming a part of standalone financial statements	1 - 32		

As per our attached report of even date

For Sharp & Tannan Associates
Chartered Accountants
Firm's Registration No. 109983W
By the hand of

Parthiv S. Desai
Partner
Membership No.: C42624



For and on behalf of the Board of Directors

Homal Daruwalla
Chairman
(DIN: 00365880)

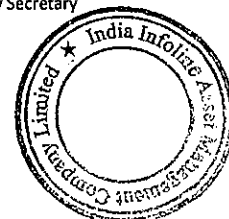
Karan Bhagat
Director
(DIN: 03247753)

Place : Mumbai
Date : May 5, 2015

Prashasta Seth
Chief Executive Officer

Priya Biswas
Chief Financial Officer

Kavita Khatri
Company Secretary



**STANDALONE FINANCIALS OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON MARCH 31, 2015**

(Amount in ₹)

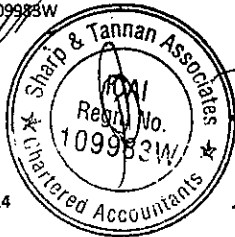
Particulars	Note No.	2014-2015	2013-2014
INCOME :			
Revenue from Operations	19	341,579,630	110,450,233
Other Income	20	43,088,227	9,520,937
Total Revenue		384,667,857	119,971,170
EXPENSES :			
Employee cost	21	71,893,123	27,015,103
Administration and other expenses	22	196,175,732	25,871,678
Finance Cost		-	-
Depreciation	23	1,584,675	1,344,065
Provision & Write off		-	-
Total Expenditure		269,653,530	54,230,846
Profit before tax		115,014,327	65,740,324
Tax expenses :			
Current tax		29,756,578	13,715,984
Deferred tax expenses		(397,860)	(1,759,961)
MAT Credit Gains		9,147,565	(9,147,565)
Short / (excess) provision for income tax		(53,128)	-
Total Tax Expenses		38,453,155	2,808,458
Profit (loss) for the period		76,561,172	62,931,866
Earnings Per Share - Basic	24	2.58	3.45
Earnings Per Share - Diluted	24	2.58	3.45
Face Value Per Share		10.00	10.00
See accompanying notes Forming a Part of Standalone Financial Statements	1 - 32		

As per our attached report of even date

For Sharp & Tannan Associates
Chartered Accountants

Firm's Registration No. 109983W
By the hand of

Parthiv S. Desai
Partner
Membership No.: 042624



Place : Mumbai
Date : May 5, 2015

For and on behalf of the Board of Directors

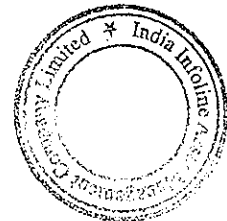
Homai Daruwalla
Chairman
(DIN: 00365880)

Pranasta Seth
Chief Executive Officer

Karan Bhagat
Director
(DIN: 03247753)

Priya Biswas
Chief Financial Officer

Kavita Khatri
Company Secretary



STANDALONE FINANCIALS OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

(Amount in ₹)

Particulars	2014-2015	2013-2014
A. Cash flows from operating activities		
Net profit before taxation and extraordinary item	115,014,327	65,740,324
Adjustments for:		
Depreciation	1,584,675	1,344,065
Provision of Gratuity	213,291	643,882
Provision of Leave Encashment	195,943	531,249
Operating profit before working capital changes	117,008,236	68,259,520
Changes in working Capital :		
(Increase)/ Decrease Trade receivables	(100,673,600)	(585,344)
(Increase)/ Decrease Other Current Assets	(3,303,476)	-
(Increase)/ Decrease Short term Loan & advances	(233,338,772)	(112,804,086)
(Increase)/ Decrease Long term Loan & advances	(1,867,975)	3,273,484
Increase/ (Decrease) Trade Payable	6,379,666	1,737,395
Increase/ (Decrease) Other current liabilities	56,387,432	2,020,799
Increase/ (Decrease) Short term Provisions	15,626,100	(2,399,318)
Increase/ (Decrease) Long term Provisions	1,535,235	(325,334)
Cash generated from operations	(142,247,152)	(40,822,884)
Cash flow before extraordinary item	(142,247,152)	(40,822,884)
Net income tax(paid) / refunds	(38,851,015)	(13,715,984)
Net cash from operating activities (A)	(181,098,168)	(54,538,868)
B. Cash flows from investing activities		
Sale / (Purchase) of fixed assets (includes intangible assets)	(1,443,750)	(625,000)
Sale / (Purchases) of current investment	(227,300)	-
Sale / (Purchases) of current investment	(174,383,997)	34,485,393
Net cash from investing activities (B)	(176,055,047)	33,860,393
C. Cash flows from financing activities		
Proceeds from issuance of share capital	136,000,000	10,000,000
Proceeds from issuance of Securities Premium	204,000,000	-
Net cash used in financing activities (C)	340,000,000	10,000,000
Net Increase in cash and cash equivalents (A+B+C)	(17,153,215)	(10,678,475)
Reconciliation of Cash & cash equivalents with the Balance Sheet:		
Cash and Cash Equivalents		
Opening Cash on hand and balances with banks	18,727,093	29,405,568
Closing Cash on hand and balances with banks	1,573,878	18,727,093
Net Increase/(Decrease) in Cash and Cash Equivalents	(17,153,215)	(10,678,475)

See accompanying notes Forming a Part of Standalone Financial Statements Note No. 1-32

As per our attached report of even date

For Sharp & Tannan Associates

Chartered Accountants

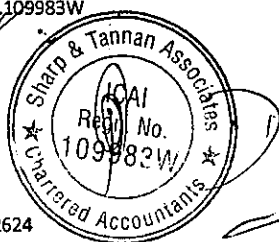
Firm's Registration No. 109983W

By the hand of,

Parthiv S. Desai

Partner

Membership No.: 042624



For and on behalf of the Board of Directors

Homal Deruwalla

Chairman

(DIN: 00365880)

Karan Bhagat

Director

(DIN: 03247753)

Place : Mumbai

Date : May 5, 2015

Prashasta Seth
Chief Executive Officer

Priya Biswas

Chief Financial Officer

Kavita Khatri

Company Secretary



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED

Notes forming part of the financial statements for the year ended on March 31, 2015

Note 1. Corporate Information:

India Infoline Asset Management Company Limited ("the Company") was incorporated on March 22, 2010. In order to integrate the fund management business and asset management business, the entire equity shareholding of the Company held by IIFL Holdings Limited (earlier known as India Infoline Limited) was transferred to its subsidiary IIFL Wealth Management Limited (IIFL Wealth), on October 18, 2013. Accordingly, IIFL Wealth holds the entire share capital of IIFL AMC and also acts as Sponsor to IIFL Mutual Fund. The said restructuring was within the IIFL Group, effected pursuant to SEBI NOC letter dated October 17, 2013 and did not amount to any change in controlling interest of the Company. The Company is registered with Securities and Exchange Board of India (SEBI) under the SEBI (Mutual Funds) Regulations, 1996 ('the Regulations') and the principal activity is to act as an investment manager to 'IIFL Mutual Fund'.

Pursuant to Regulations 24(b) of the Regulation, SEBI gave its No Objection to the Company to undertake Investment Management and Advisory Services to pooled assets including Alternative Investment Funds / Offshore Funds and to undertake Portfolio Management Services. Pursuant to the same the Company acts as Investment Manager to Alternative Investments Funds and Venture Capital Fund.

During the financial year the Company obtained Portfolio Management services license from Securities Exchange Board of India (SEBI) and has commenced the said services.

Note 2. Significant Accounting Policies:

2.1 Basis of preparation of financial statements:

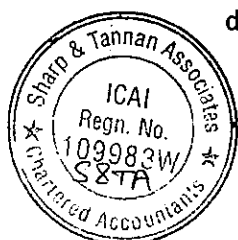
The financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with all material aspects of the applicable accounting standards as prescribed under section 133 of Companies Act, 2013 (Act) read with Rule 7 of the Companies (Accounts) rules, 2014, the provisions of the Act (to the extent applicable or to the extent notified). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year by the Company.

2.2 Use of Estimates:

The preparation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. The management believes that the estimates used in the preparation of financial statements are prudent and reasonable. Difference between the actual result and estimates are recognized in the period in which the results are known / materialized.

2.3 Fixed assets and Depreciation:

Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment loss, if any thereon. Depreciation is charged using the straight line method based on the useful life of fixed assets as estimated by the management as specified below. Depreciation is charged from the month in which new assets are put to use. No depreciation is charges from the month in which assets are sold. Individual assets / group of similar assets costing up to ₹5,000 has been depreciated in full in the year of purchase. Lease hold land is depreciated on a straight line basis over the lease hold period. In the case of transfer of used fixed assets from group companies, depreciation is charged over the remaining useful life of the assets.



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Estimated useful life of the assets is as under:

Class of assets	Useful life in years
Buildings*	20
Computers*	3
Electrical*	5
Office equipment	5
Furniture and fixtures*	5
Vehicles*	5
Software	3

* For these class of assets, based on internal assessment and independent technical evaluation carried out by external valuers the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful lives for these assets is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act 2013.

2.4 Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made, are classified as current investments. All other Investments are classified as non – current investments. Current investments are stated at lower of cost or market / fair value. Non – current investments are carried at cost. Provision for diminution in value of non – current investments is made, if in the opinion of the management such diminution is other than temporary For investment in Mutual funds, the net Assets value (NAV) declare by the Mutual Funds at the balance sheet date is considered as the fair value.

2.5 Provisions, Contingent Liabilities and Contingent Assets:

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

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

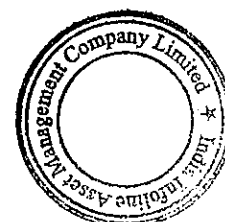
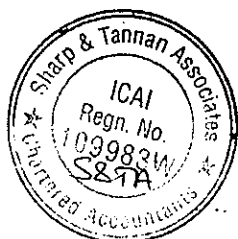
Contingent Assets are neither recognized nor disclosed in the financial statements.

2.6 Taxation:

Tax expense comprises current and deferred tax. Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India.

Income Tax

Provision for current tax is computed based on estimated tax liability computed after adjusting for allowance, disallowance and exemptions in accordance with the applicable tax laws.



Deferred Tax

Deferred income taxes reflect the impact of timing differences between taxable income and accounting income originating during the current year and reversal of timing differences for the earlier years. Deferred tax is measured using the tax rate and the tax laws enacted or substantively enacted at the Balance Sheet date. The deferred tax asset is recognised or unrecognised, to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available. At each reporting date, the Company re-assesses unrecognised deferred tax assets. Deferred tax liability is recognised as and when arises.

Minimum Alternate Tax (MAT)

MAT credit asset is recognized where there is convincing evidence that the asset can be realized in future. MAT credit assets are reviewed at each balance sheet date and written down or written up to reflect the amount that is reasonably certain to be realised.

2.7 Revenue Recognition:

Revenue is recognized to the extent it is probable that the economic benefits will flow to the company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized.

- Investment Management fees are accounted on accrual basis.
- Distribution Fee/Commission is recognized on accrual basis in accordance with the terms agreed with the counter party.

2.8 Other Income Recognition:

- Interest Income is recognized on accrual basis.
- Dividend income is recognized when the right to receive payment is established.
- Capital Gain/ Loss is recognized on the date of trade

2.9 Employee Benefits:

The company's contribution towards Provident Fund and Family Pension Fund, which are defined contribution, are accounted for on an accrual basis and recognised in the Statement of Profit & loss.

The Company has provided "Compensated Absences" on the basis of actuarial valuation. Gratuity is post employment benefit and is in the nature of defined benefit plan. The Liability recognized in the Balance Sheet in respect of gratuity is the present value of defined benefit obligation at the Balance Sheet date together with the adjustments for unrecognized actuarial gain or losses and the past service costs. The defined benefit obligation is calculated at or near the Balance Sheet date by an independent actuary using the projected unit credit method.

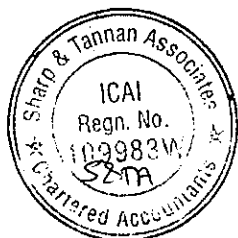
2.10 Scheme Related Expenses:

(a) Fund Expenses:

Expenses of schemes of IIFL Mutual Fund in excess of the stipulated limits as per SEBI (Mutual Fund) Regulations, 1996 and expenses incurred directly on behalf of schemes of IIFL Mutual Fund are charged to the Statement of Profit and Loss Account.

(b) New Fund Offer Expenses:

Open-ended fund: - Expenses relating to new open-ended fund offers of IIFL Mutual Fund are charged to the Statement of Profit and Loss in the year in which they are incurred.



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Closed-ended fund: - Expenses relating to new Closed-ended fund offers of IIFL Mutual Fund are amortized over the period of scheme tenor.

2.11 Operating Leases:

Lease rentals in respect of operating lease arrangements are charged to the Statement of Profit & loss in accordance with Accounting Standard 19 – Leases, issued by the Institute of Chartered Accountants of India.

2.12 Preliminary Expenses

Preliminary Expenses are written off in same financial year in which they are incurred.

2.13 Earnings per Share:

Basic earnings per share for equity shareholders have been calculated by dividing the Net Profit after Tax or loss by the weighted average number of equity shares outstanding during the period.

The diluted earnings per share for equity shareholders have been computed by dividing the Net Profit after Tax or loss by the weighted average number of shares after giving dilutive effect of all potential Equity shares.

Note 3. Share Capital:

(a) The Authorized, Issued, Subscribed and fully paid up share capital comprises of equity shares having a par value of ₹ 10/- as follows (Amount in ₹)

Authorized :	As at March 31, 2015	As at March 31, 2014
3,25,00,000 Equity Shares of ₹ 10 each (P.Y. 2,00,00,000)	325,000,000	200,000,000
Issued, Subscribed and Paid-up :		
3,21,00,000 (P.Y. 1,85,00,000) Equity Shares of ₹ 10 each fully paid	321,000,000	185,000,000
Total	321,000,000	185,000,000

(b) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

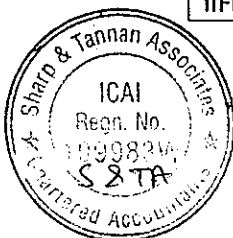
Particulars	As at March 31, 2015		As at March 31, 2014	
	Numbers	Amount	Numbers	Amount
At the beginning of the year	18,500,000	185,000,000	17,500,000	175,000,000
Add: Issued during the year	13,600,000	136,000,000	1,000,000	10,000,000
Outstanding at the end of the year	32,100,000	321,000,000	18,500,000	185,000,000

(c) Terms/rights attached to equity shares

The company has only one class of shares referred to as equity shares having a par value of ₹10/- each. Each holder of equity shares is entitled to one vote per share.

(d) Details of shares held by holding company and their subsidiaries:

Particulars	As at March 31, 2015		As at March 31, 2014	
	Numbers	% Holding	Numbers	% Holding
IIFL Wealth Management Limited	321,000,000	100%	185,000,000	100%



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

(e) Details of shareholders holding more than 5% shares in the company:

IIFL Wealth Management Limited	321,000,000	100%	185,000,000	100%
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Note 4. Reserve and Surplus:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Securities Premium Account		
Opening balance : As per last financial statement	-	-
Addition during the year	204,000,000	-
Closing balance	204,000,000	-
Surplus/(deficit)in the statement of Profit and Loss		
Opening balance : As per last financial statement	5,458,788	(57,473,078)
Addition Profit/(Loss) during the Year	76,561,172	62,931,866
Closing balance	82,019,960	5,458,788
Total	286,019,960	5,458,788

Note 5. Long Term Provisions:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Provision for employee benefits:		
- Provision for Gratuity	2,940,631	1,625,272
- Provision for Leave Encashment	746,007	526,131
Total	3,686,638	2,151,403

Note 6. Trade Payables:

(Amount in ₹)

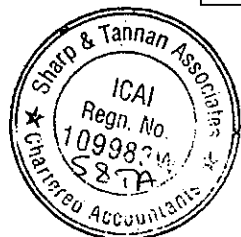
Particulars	As at March 31, 2015	As at March 31, 2014
Outstanding dues of micro & small enterprises	-	-
Outstanding dues of creditors other than micro & small enterprises	8,117,061	1,737,395
Total	8,117,061	1,737,395

Trade payable includes ₹ Nil (previous year - ₹ Nil) payable to "suppliers" referred under the Micro, Small and Medium Enterprises Development Act, 2006. No Interest has been paid/is payable by company during the year to "Suppliers" referred under the act. The aforementioned is based on the response received by the Company to its inquiries with suppliers with regards to applicability under the said act.

Note 7. Other Current Liabilities:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Book Overdraft	19,161,822	-
Accrued Salaries & Benefits	2,647,521	2,591,264
Contractually reimbursable expenses	-	673
Statutory Liabilities Payable	22,660,721	1,518,394
Income received in advance	15,609,952	-
Other Liabilities Payables	453,500	35,753
Total	60,533,516	4,146,084



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Note 8. Short Term Provisions:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
(a) Provision for employee benefits:		
- Provision for Leave encashment	132,552	158,865
- Provision for Gratuity	190,819	229,535
- Bonus Payable	20,009,864	3,006,799
(b) Others:		
- Provision for expenses	1,096,066	1,998,768
Total	21,429,301	5,393,967

Note 9. Tangible Assets:

(Amount in ₹)

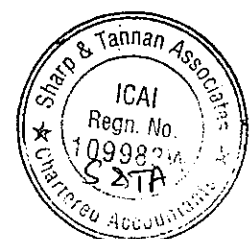
Particulars	Furniture & Fixture	Office Equipment	Computer	Total
Cost or valuation as at April 01, 2014	6,329,094	280,436	706,617	7,316,147
Additions	-	-	-	-
Deductions/Adjustments during the year	-	-	-	-
As at March 31, 2015	6,329,094	280,436	706,617	7,316,147
Depreciation				-
Upto April 01, 2014	4,923,939	220,083	703,665	5,847,687
Depreciation	1,265,820	45,156	1,968	1,312,944
Deductions/Adjustments during the year	-	-	-	-
Upto March 31, 2015	6,189,759	265,239	705,633	7,160,631
Net Block as at March 31, 2015	139,335	15,197	984	155,516
Net Block as at March 31, 2014	1,405,155	60,353	2,952	1,468,460

Note 10. Intangible Assets:

(Amount in ₹)

Particulars	Amount
Software/Intangible assets	
Cost or valuation as at April 01, 2014	-
Additions	3,260,760
Deductions/Adjustments during the year	-
As at March 31, 2015	3,260,760
Depreciation	
Upto April 01, 2014	-
Depreciation	271,731
Deductions/Adjustments during the year	-
Upto March 31, 2015	271,731
Net Block as at March 31, 2015	2,989,029
Net Block as at March 31, 2014	-

Note: Capital Work in Progress ₹ NIL, Last Year ₹ 1,817,010, Pertain to Assets not yet capitalized.



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Note 11. Non Current Investment:

(Amount in ₹)

Particulars	As at March 31, 2015			As at March 31, 2014		
	Face Value in ₹	Quantity	Amount	Face Value in ₹	Quantity	Amount
Unquoted: Non Traded Investment:						
Investment in Equity :						
MF Utilities India Pvt. Ltd	1	500,000	500,000	1	500,000	500,000
Subtotal			500,000			500,000
Investment in AIFs:						
IIFL Income Opportunities Fund Series – Special Situation– Class C Units (NAV– ₹ 10.3422)	10	2,477.357	25,000	-	-	-
IIFL Real Estate Fund (Domestic) Series 1 - Class B Units (NAV– ₹ 10.0000)	10	230.000	2,300	-	-	-
IIFL Asset Revival Fund - Class C Units (NAV– ₹ 18.9988)	10	6,547.888	100,000	-	-	-
IIFL National Development Agenda Fund – Class C Units (NAV– ₹ 11.6705)	10	9,466.559	100,000	-	-	-
Total			727,300			500,000

Note 12. Deferred Tax (Liability)/Assets (Net):

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
On Preliminary Expenses	-	78,741
On Depreciation	1,093,442	1,050,771
On Gratuity	1,064,380	630,449
Total	2,157,822	1,759,961

Note 13. Long Term Loans and Advances:

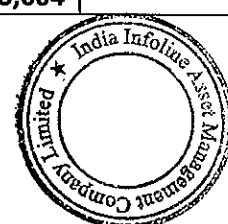
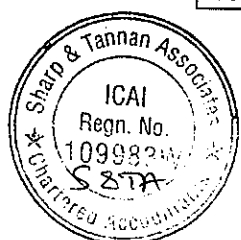
(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Other long term loans and advances	-	834,725
Advance Income Tax (Net of provision of tax ₹ 4,34,72,562 {Previous Year ₹ 1,37,15,984})	12,912,430	10,209,730
Total	12,912,430	11,044,455

Note 14. Current Investment:

(Amount in ₹)

Particulars	As at March 31, 2015		As at March 31, 2014	
	Units	Amount	Units	Amount
Non Trade Investment: Quoted				
Investment in Mutual Fund				
IIFL Liquid Fund – Direct Plan - Growth (NAV – ₹1117.7024)	16,713.271	17,340,843	50,013.492	50,014,607
IIFL Dynamic Bond Fund- Direct Plan – Growth Option (NAV – ₹ 11.5501)	563,624.612	6,115,327	-	-
IIFL India Growth Fund - Growth Fund Direct Plan (NAV – ₹ 10.9191)	533,063.447	5,330,634	-	-
Investment in Others				
CP - IIFL Realty Limited	400.000	195,611,800	-	-
Total		224,398,604		50,014,607



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Note 15. Trade Receivable:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Outstanding for a period exceeding six months		
- Considered good	-	-
- Considered doubtful	-	-
Outstanding for a period less than six months		
- Considered good	102,063,389	1,389,790
- Considered doubtful	-	-
Total	102,063,389	1,389,790

Note 16. Cash and Bank Balance:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Cash on hand	-	-
Balances with banks :		
- In Current accounts	1,573,878	18,727,093
- In Deposit accounts	-	-
Total	1,573,878	18,727,093

Note 17. Short Term Loans and Advances:

(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Unsecured , Considered good		
- Loan to Holding Company	349,275,744	114,360,004
- Advances recoverable in cash or in kind or for value to be received	11,763	-
- Unamortized Brokerage and Commission Expenses	834,724	2,604,052
- Other Loans and Advances	19,832	9,889
- Prepaid expenses	362,969	192,316
Total	350,505,032	117,166,261

Note 18. Other current assets:

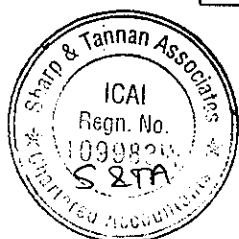
(Amount in ₹)

Particulars	As at March 31, 2015	As at March 31, 2014
Interest Accrued but not due	3,303,476	-
Total	3,303,476	-

Note 19. Revenue from Operations:

(Amount in ₹)

Particulars	2014-2015	2013-2014
Management Fees from Mutual Fund	11,709,560	8,000,421
Management Fees from AIF and Venture Fund	254,264,865	101,784,812
Management Fees from Clients	510,205	-
Set Up Fees from AIF and Venture Fund	75,095,000	665,000
Total	341,579,630	110,450,233



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED

Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Note 20 . Other Income:

(Amount in ₹)

Particulars	2014-2015	2013-2014
Interest Income	31,503,822	6,340,004
Capital Gains - Mutual Fund	10,354,315	2,798,108
Dividend Income - Mutual Fund	365,098	303,032
Interest on Income Tax Refund	50,708	79,793
Interest Income - Gold PTC	812,359	-
Miscellaneous Income	1,925	-
Total	43,088,227	9,520,937

Note 21. Employee Benefit Expenses:

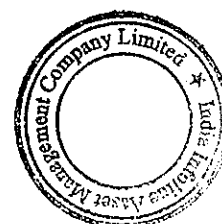
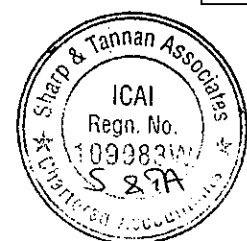
(Amount in ₹)

Particulars	2014-2015	2013-2014
Salaries and bonus	70,274,810	25,243,284
Contribution to provident and other funds **	1,117,287	529,799
Gratuity Expenses *	213,291	643,882
Staff Welfare Expenses	91,792	66,889
Leave Encashment Expenses	195,943	531,249
Total	71,893,123	27,015,103

*The Company is recognising and accruing the employee benefit as per accounting standard (AS) – 15 on "Employee Benefits" the disclosures of which are as under:

(Amount in ₹)

Assumptions	2014-2015	2013-2014
Discount rate previous year	9.14%	8.00%
Salary Escalation previous year	5.00%	5.00%
Discount rate current year	7.92%	9.14%
Salary Escalation Current year	5.00%	5.00%
Change in Benefit Obligation	2014-2015	2013-2014
Liability at the beginning of the year	1,854,807	1,210,925
Interest Cost	169,529	96,874
Current Service Cost	329,085	185,558
Liability transferred in	1,739,626	1,179,031
Liability transferred out	(6,44,044)	-
Benefit paid	(32,231)	-
Actuarial (gain)/ Loss on obligations	(2,85,322)	(817,581)
Liability at the end of the year	3,131,450	1,854,807
Amount Recognised in the Balance Sheet	2014-2015	2013-2014
Liability at the end of the year	(3,131,450)	(1,854,807)
Fair Value of Plan Assets at the end of the year	-	-
Funded Status(Surplus/ Deficit)	(3,131,450)	(1,854,807)
Amount of (Liability)/ Asset Recognised in the Balance Sheet	(3,131,450)	(1,854,807)
Expenses Recognised in the Income Statement	2014-2015	2013-2014
Current Service cost	329,085	185,558
Interest Cost	169,529	96,874



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Net Transfer In	-	1,179,031
Actuarial Gain or Loss	(285,322)	(817,581)
Expense Recognised in P & L	213,292	643,882
Balance Sheet Reconciliation		
	2014-2015	2013-2014
Opening Net liability	(1,854,807)	(1,210,925)
Expense as above	(213,292)	(643,882)
Net Transfer In	(1,739,626)	-
Net Transfer Out	644,044	-
Benefit Paid Directly by the Employer	32,231	-
(Liability)/Asset Recognised in Balance sheet	(3,131,450)	(1,854,807)

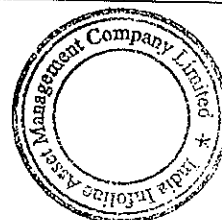
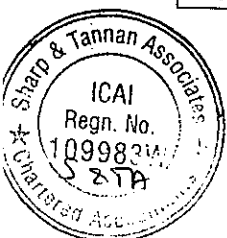
****Defined Contribution Plans:**

The Company has recognised the following amounts as an expense and included in the Employee Benefit Expenses.

Particulars	2014-2015	2013-2014
Contribution to provident & other Fund	1,117,215	513,555

Note 22. Administration and other expenses:

Particulars	2014-2015	2013-2014
Advertisement expenses	71,416	694,778
Books & Periodicals	3,852	6,072
Direct operating expenses	142,390,870	8,806,559
Exchange and statutory Charges	1,988,995	1,460,207
Bank Charges	1,053	8,045
Communication expenses	1,046,758	1,196,671
Electricity expenses	1,835,982	486,657
Legal and professional charges	5,639,659	1,890,749
Miscellaneous expenses	850	30,207
Office expenses	7,223,672	1,434,375
Subscription	259,551	438,485
Postage and courier expenses	119,826	314,164
Printing and stationery	1,942,208	809,948
Provision for doubtful debts and bad debts	122,335	-
Rent expenses	19,506,144	2,074,048
Insurance charges	464,552	385,000
Rates & taxes	84,585	3,628
Repairs and maintenance:		
- Computers	65,977	14,875
- Others	4,427	21,176
Remuneration to Auditors		
- Statutory Audit	57,500	50,000
- Out of Pocket Expenses	3,910	3,452
Software Charges/ Technology Cost	3,564,170	1,839,163
Commission & sitting fees to non executive directors	880,000	440,000
Travelling and conveyance	8,897,439	3,463,419
Total	196,175,732	25,871,678



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Note 23. Depreciation and Amortisation Expenses

(Amount in ₹)

Particulars	2014-2015	2013-2014
Depreciation on Tangible Assets (Refer Note - 9)	1,312,944	1,344,065
Amortisation of Intangible Assets (Refer Note - 10)	271,731	-
Total	1,584,675	1,344,065

Note 24. Basic and Diluted Earnings Per Share ["EPS"] computed in accordance with Accounting Standard (AS) 'Earnings per share' as prescribed by Companies (Accounting Standard) Rules, 2006.

(Amount in ₹)

Particulars		2014-2015	2013-2014
BASIC & DILUTED EARNINGS PER SHARE			
Profit/(Loss) after tax as per Statement of Profit and Loss	A	76,561,172	62,931,866
Weighted Average Number of Shares Subscribed	B	29,640,822	18,258,904
Face Value of Equity Shares (in ₹) fully paid		10.00	10.00
Basic & Diluted EPS (in ₹)	A/B	2.58	3.45

Note 25. The Company Operates from and uses the premises, infrastructure and other facilities and services as provided to it by its holding company / subsidiaries / group companies which are termed as 'Shared Services'. Hitherto, such shared services consisting of administrative and other revenue expenses paid for/by the company were identified and recovered from them based on reasonable management estimates, which are constantly refined in the light of additional knowledge gained relevant to such estimation. These expenses are recovered on an actual basis and the estimates are used only where actual were difficult to determine.

Note 26. Capital and Other Commitments:

At the balance sheet date there were outstanding commitments of capital expenditure of ₹NIL (Previous Year ₹ 13,42,990/-) out of the total contractual obligation entered during the year.

Note 27. The Company does not have any contingent liability not provided for, as on the balance sheet date.

Note 28. There are no pending litigations by and on the Company as on the balance sheet date.

Note 29. Segment reporting:

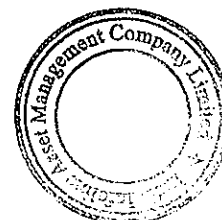
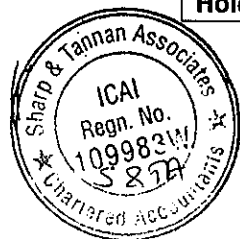
In the opinion of the management, there is only one reportable business segment as envisaged by AS 17 'Segment Reporting', as prescribed by Companies (Accounting Standard) Rules, 2006. Accordingly, no separate disclosure for segment reporting is required to be made in the financial statements of the Company. Secondary segmentation based on geography has not been presented as the Company operates primarily in India and the Company perceives that there is no significant difference in its risk and returns in operating from different geographic areas within India.

Note 30. Related Party Disclosures:

Related party disclosures for the year ended March 31, 2015

a) List of Related parties:

Nature of relationship	Name of party
Ultimate Holding Company	IIFL Holdings Limited(Formerly India Infoline Limited)
Holding Company	IIFL Wealth Management Limited

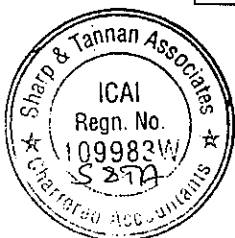


STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Fellow Subsidiaries	IIFL Distribution Services Limited (Formerly IIFL Distribution Services Private Limited) IIFL Alternate Asset Advisors Limited IIFL Investment Adviser and Trustee Services Limited (Formerly IIFL Trustee Services Limited) India Infoline Trustee Company Limited India Alternatives Advisors Private Limited IIFL (Asia) Pte Limited IIFL Inc. IIFL Private Wealth Management (Dubai) Limited IIFL Private Wealth (Mauritius) Limited IIFL Private Wealth (Suisse) SA IIFL Private Wealth Hong Kong Limited IIFL Securities Pte Limited IIFL Capital Pte Limited
Group Companies	India Infoline Limited (Formerly India Infoline Distribution Co. Limited) India Infoline Commodities Limited India Infoline Finance Limited India Infoline Media and Research Services Limited India Infoline Housing Finance Limited India Infoline Commodities DMCC India Infoline Insurance Brokers Limited India Infoline Insurance Services Limited IIFL Realty Limited IIFL Capital Limited IIFL Wealth (UK) Limited IIFL Capital Inc. India Infoline Foundation IIFL Properties Private Limited (Formerly Ultra Sign & Display Private Limited) IIFL Asset Reconstruction Limited
Key Managerial Personnel	Karan Bhagat Yatin Shah Prashasta Seth
Other related Parties	Nirmal Jain R. Venkataraman Orpheus Trading Pvt. Limited Ardent Impex Pvt. Limited

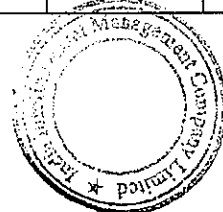
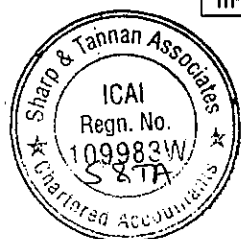
b) Significant Transaction with Related Parties (Amount in ₹)

Nature of Transaction	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Group Companies	Key Managerial Person	Total
Finance (including equity contribution in cash)						
IIFL Holdings Limited (Formerly India Infoline Limited)	-	-	-	-	-	-
	(10,000,000)	-	-	-	-	(10,000,000)
IIFL Wealth Management	-	136,000,000	-	-	-	136,000,000



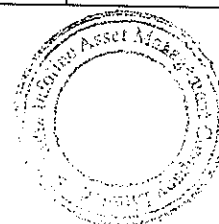
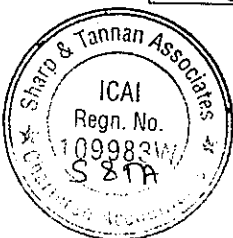
STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Nature of Transaction	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Group Companies	Key Managerial Person	Total
Limited	-	-	-	-	-	-
Securities Premium Account						
IIFL Wealth Management Limited	-	204,000,000	-	-	-	204,000,000
	-	-	-	-	-	-
Rent Expenses						
	-	-	-	-	-	-
IIFL Realty Limited	-	-	-	(900,000)	-	(900,000)
Brokerage & Commission Expenses						
India Infoline Limited (Formerly India Infoline Distribution Co. Ltd)	-	-	-	52,957	-	52,957
	-	-	-	(965,629)	-	(965,629)
IIFL Wealth Management Limited	-	540	-	-	-	540
	-	(364,214)	-	-	-	(364,214)
Management Fees Expenses						
IIFL Alternate Assets Advisors Limited	-	-	-	-	-	-
	-	-	(1,267,149)	-	-	(1,267,149)
Arranger Fees Expenses						
	-	-	-	-	-	-
IIFL Realty Limited	-	-	-	(4,271,043)	-	(4,271,043)
IIFL Wealth Management Limited	-	72,565,216	-	-	-	72,565,216
	-	-	-	-	-	-
Research Expenses						
	-	-	-	39,139,647	-	39,139,647
IIFL Realty Limited	-	-	-	-	-	-
Manpower Outsource Exp						
IIFL Distributions Services Limited (Formerly IIFL Distribution Services Pvt. Ltd)	-	-	7,867,907	-	-	7,867,907
	-	-	(690,000)	-	-	(690,000)
Management Fees – Income						
IIFL Alternate Assets Advisors Limited	-	-	-	-	-	-
	-	-	(8,325,501)	-	-	(8,325,501)
Arranger Fees Income						
IIFL Alternate Assets Advisors Limited	-	-	-	-	-	-
	-	-	(823,647)	-	-	(823,647)
Interest Income						
	-	-	-	986,302	-	986,302
India Infoline Finance Ltd	-	-	-	-	-	-
IIFL Wealth Management Limited	-	16,573,044	-	-	-	16,573,044
	-	(173,338)	-	-	-	(173,338)
Income on Commercial Paper						
	-	-	-	13,944,476	-	13,944,476
IIFL Realty Ltd	-	-	-	-	-	-



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED
Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Nature of Transaction	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Group Companies	Key Managerial Person	Total
Investment in Commercial Paper						
IIFL Realty Ltd	-	-	-	195,611,800	-	195,611,800
	-	-	-	-	-	-
Other funds received						
India Infoline Finance Limited	-	-	-	-	-	-
	-	-	-	(7,480)	-	(7,480)
India Infoline Limited (Formerly India Infoline Distribution Co. Ltd)	-	-	-	-	-	-
	-	-	-	(69,540)	-	(69,540)
IIFL Wealth Management Limited	-	47,835	-	-	-	47,835
	-	(61,552)	-	-	-	(61,552)
IIFL Distributions Services Limited (Formerly IIFL Distribution Services Pvt. Ltd)	-	-	903,413	-	-	903,413
	-	-	-	-	-	-
IIFL Alternate Asset Advisors Limited	-	-	1,111,279	-	-	1,111,279
	-	-	-	-	-	-
Other funds Paid						
IIFL Wealth Management Limited	-	818,574	-	-	-	818,574
	-	-	-	-	-	-
IIFL Realty Limited	-	-	-	-	-	-
	-	-	-	(7,955)	-	(7,955)
India Infoline Limited (Formerly India Infoline Distribution Co. Ltd)	-	-	-	288	-	288
	-	-	-	(25,335)	-	(25,335)
India Infoline Media & Research Services Ltd	-	-	-	310,536	-	310,536
	-	-	-	-	-	-
ICD Given						
IIFL Wealth Management Limited	-	220,000,000	-	-	-	220,000,000
	-	(130,000,000)	-	-	-	(130,000,000)
India Infoline Finance Ltd	-	-	-	300,000,000	-	300,000,000
	-	-	-	-	-	-
ICD Received						
IIFL Wealth Management Limited	-	-	-	-	-	-
	-	(15,796,000)	-	-	-	(15,796,000)
India Infoline Finance Limited	-	-	-	300,000,000	-	300,000,000
	-	-	-	-	-	-
Remuneration						
Prashasta Seth	-	-	-	-	13,281,250	13,281,250
	-	-	-	-	(609,375)	(609,375)
Gopinath Natrajan	-	-	-	-	-	-
	-	-	-	-	(600,000)	(600,000)
Allocation / Reimbursement of expenses Paid						
IIFL Wealth Management Limited	-	28,487,971	-	-	-	28,487,971
	-	(5,236,182)	-	-	-	(5,236,182)



STANDALONE FINANCIAL OF INDIA INFOLINE ASSET MANAGEMENT COMPANY LIMITED

Notes forming part of the financial statements for the year ended on March 31, 2015 (Continued)

Nature of Transaction	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Group Companies	Key Managerial Person	Total
India Infoline Limited (Formerly India Infoline Distribution Co. Ltd)	-	-	-	2,555,453	-	2,555,453
	-	-	-	(4,940,325)	-	(4,940,325)

c) Amount due to / from related parties (Closing Balances): (Amount in ₹)

Nature of Transaction	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Group Companies	Key Managerial Person	Total
ICD Given:						
IIFL Wealth Management Limited	-	349,275,744	-	-	-	349,275,744
	-	(114,360,004)	-	-	-	(114,360,004)
CP - Receivable						
	-	-	-	195,611,800	-	195,611,800
IIFL Realty Limited	-	-	-	-	-	-

Note :

- I Figures in bracket represents previous year figures.
- II Related parties are identified and certified by the management

Note 31. Corporate Social Responsibility :

During the financial year 2014-15, the Company could spent ₹ NIL out of the total amount of ₹ 1,58,383/- required to be spent as per section 135 of the Companies Act 2013 in respect of Corporate Social Responsibility. During the financial year 2014-15 the Company focused on establishing the system and process to identify and select CSR projects. In the years to come, the Company envisages to enhance the scope of its CSR projects and increase the quantum of CSR expenditure into greater number of impact-driven projects.

Note 32. Previous year figures have been re-grouped, re-classified & rearranged, wherever considered necessary.

As per our attached report of even date

For Sharp and Tannan Associates For and on behalf of Board of Directors

Chartered Accountants

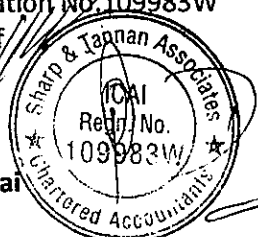
Firm's Registration No. 109983W

By the hand of

Parthiv S. Desai

Partner

Membership No. : 042624



Homai Daruwalla
Chairman
(DIN: 00365880)

Karan Bhagat

Director
(DIN: 03247753)

Place : Mumbai

Date : May 5, 2015

Prashasta Seth
Chief Executive Officer

Priya Biswas
Chief Financial Officer

Kavita Khatri
Company Secretary

