## The Clearing Corporation of India Limited



**Financial Statements** 

2014-2015



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## Board of Directors:

Mrs. Shyamala Gopinath (Chairperson)

Mr. R. Sridharan (Managing Director)

Mrs. Shilpa Kumar

Mr. Bhavesh Zaveri

Mr. M. S. Sundara Rajan

Mr. Sankarshan Basu

Mr. V Chandrasekaran

Mr. Melwyn Rego

Mr. Sudhir Joshi

Mr. Rajendra Chitale

Mr. Rajiv Abhyankar

Mr. B. Sambamurthy

Mr. Parveen Kumar Gupta

Ms. Varsha Purandare

## Company Secretary:

Mr. O. N. Ravi

## Auditors:

M/s Lodha & Co. Chartered Accountants

## Registered and Corporate Office:

CCIL Bhavan, College Lane, Off S. K. Bole Road, Dadar (West), Mumbai-400 028

Tel: 61546200 Fax: 24326042 Website: www.ccilindia.com CIN-U65990MH2001PLC131804



## Financial Statements 2014 - 2015

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## INDEPENDENT AUDITORS' REPORT

#### TO THE MEMBERS OF

#### THE CLEARING CORPORATION OF INDIA LIMITED

#### REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying standalone financial statements of **THE CLEARING CORPORATION OF INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the 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 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,

- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015;
- (ii) in the case of the Statement of Profit and Loss, of the profit of the Company for the year ended on that date, and
- (iii) in the case of the Cash Flow Statement, of the cash flows of the Company 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 sub-section (11) of section 143 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.
- 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.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For LODHA & COMPANY

Chartered Accountants
Firm Registration No. 301051E

Sd/-R.P. Baradiya Partner

Membership No. 44101

Place: Mumbai

Date: May 13, 2015



## ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF THE CLEARING CORPORATION OF INDIA LIMITED ON THE STANDALONE FINANCIAL STATEMENTS

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we state that:

- 1. a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - b) The Company has carried out physical verification of all its fixed assets during the year. In our opinion, the frequency of verification is reasonable considering the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- 2. The Company does not have any inventory. Therefore, the provisions of the clause 4 (ii) of the Order are not applicable to the Company.
- 3. During the year, the Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- 4. In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased and sold are of the special nature in respect of which suitable alternative sources do not exist for obtaining comparable quotations, there are adequate internal control systems commensurate with the size of the Company and nature of its business for purchase of inventory, fixed assets and with regard to the sale of services. During the course of our audit, no major weakness has been noticed in the aforesaid internal control systems.
- 5. In our Opinion and according to the information and explanations given to us, the Company has not accepted any public deposits within the meaning of Section 73 to 76 or any other relevant provisions of the Act and rules framed thereunder.
- 6. According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Act for any of the activities of the Company.
- 7. a) The Company is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to the Company with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.



b) According to the records of the Company, there are no dues of Income Tax, Sales Tax, Service Tax, Customs Duty, Wealth Tax, Excise Duty, Cess which have not been deposited on account of any dispute except the following:

Name of the Statute	Nature of Dues	Period to which it relates	₹ In Lakhs	Forum where dispute is pending
The Brihanmumbai Municipal Corporation Act, 1888	Property Tax	Financial Year 2011-12 to 2014-15	550	Reply against demand raised has been filed before the Municipal Corporation of Greater Mumbai

- 8. The Company has no accumulated losses as at the end of the year and it has not incurred any cash losses in the financial year ended on that date and in the immediately preceding financial year.
- 9. In our opinion and according to the information and explanations given to us and based on the documents and records produced before us there has been no default in repayment of dues to banks. There are no dues to financial institutions or debenture holders.
- 10. According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from banks and financial institutions. Therefore, the provisions of the clause 4(x) of the Order are not applicable to the Company.
- 11. Based on the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Therefore, the provisions of the clause 4 (xi) of the Order are 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 the generally accepted auditing standards in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, noticed or reported during the year, nor have we been informed of such case by the management.

For LODHA & COMPANY

Chartered Accountants
Firm Registration No. 301051E

Sd/-

R.P. Baradiya

Partner

Membership No. 44101

Place: Mumbai Date: May 13, 2015



#### **BALANCE SHEET AS AT MARCH 31, 2015**

(F in lakhe)

			(₹ in lakhs)
	Note No.	As at 31.03.2015	As at 31.03.2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	10,000	10,000
Reserves and Surplus	3	162,551	127,663
Non-Current Liabilities			
Deferred Tax Liabilities	4	913	240
Long-Term Provisions	5	609	478
Current Liabilities			
Trade Payables	6	166	107
Other Current Liabilities	7	585,829	521,636
Short-Term Provisions	8	2,559	2,589
TOTAL	•	762,627	662,713
ASSETS	:		
Non-Current Assets			
Fixed Assets	9		
-Tangible Assets		14,976	15,169
-Intangible Assets		1,901	666
-Capital Work-in-Progress		3	3
-Intangible Assets under Development-Software		1,165	615
Non-Current Investments	10	1,000	1,000
Long-Term Loans and Advances	11	723	461
Other Non-Current Assets	12	225,474	182,068
Current Assets Current Investments	12	227 545	204 F26
Trade Receivables	13 14	337,565 3,509	304,536 2,091
Cash and Bank Balances	15	161,767	143,149
Short-Term Loans and Advances	16	101,707	41
Other Current Assets	17	14,435	12,914
TOTAL		762,627	662,713
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE FINANCIAL STATEMENTS	1-36		

For and on behalf of the Board of Directors

For and on behalf of LODHA & CO. **CHARTERED ACCOUNTANTS** Firm Reg. No. 301051E

Sd/-Shyamala Gopinath Chairperson (DIN:02362921)

Sd/-R. Sridharan Managing Director (DIN:00868787) Sd/-M.S.Sundara Rajan Director (DIN:00169775)

R.P.Baradiya **PARTNER** 

Sd/-O. N. Ravi

Deepak Chande Chief Financial Officer

Place : Mumbai Date : May 13, 2015

Company Secretary & Corporate Development Officer



#### STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

			(₹ in lakhs)
	Note No.	As at 31.03.2015	As at 31.03.2014
Revenue from Operations			
Income from Operations	18	35,512	30,384
Other Operating Revenues	19	17,501	17,861
		53,013	48,245
Other Income	20	13,160	10,018
Total Revenue		66,173	58,263
Expenses			
Employee Benefits Expense	21	3,329	3,090
Finance Costs	22	1,021	884
Depreciation and Amortization Expense	23	1,019	1,908
Other Expenses	24	4,550	3,503
Total Expenses		9,919	9,385
Profit Before Tax for the year		56,254	48,878
Tax Expense			
- Current Tax		18,469	16,611
- Deferred Tax		673	20
- Tax Adjustments relating to earlier years		(93)	-
Profit After Tax for the year		37,205	32,247
Earnings per Equity Share:			
-Basic		73.39	63.50
-Diluted		73.39	63.50
(Equity Share of face value of ₹ 10 each)			
SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE FINANCIAL STATEMENTS	1-36		

As per our attached report of even date

For and on behalf of LODHA & CO.

CHARTERED ACCOUNTANTS

Firm Reg. No. 301051E

Sd/-

R.P.Baradiya PARTNER

Place: Mumbai
Date: May 13, 2015

Signatures to the Financial Statements and Notes thereon For and on behalf of the Board of Directors

Sd/- Sd/- Shyamala Gopinath R. Sridharan

Shyamala Gopinath Chairperson Managing Director (DIN:02362921) (DIN:00868787)

Sd/-O. N. Ravi Company Secretary &

Corporate Development Officer

Sd/-M.S.Sundara Rajan Director (DIN:00169775)

Sd/-

Deepak Chande Chief Financial Officer



## CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

		(₹ in lakhs
	2014-15	2013-14
(A) CASH FLOW FROM OPERATING ACTIVITIES		
PROFIT BEFORE TAX	56,254	48,878
Add: Adjustments for:		
Depreciation and Amortization Expense	1,019	1,908
Wealth Tax (included under Rates & Taxes)	10	10
Interest on Taxes	37	12
Less: Adjustments for :		
Interest Income on Investments made out of Own Funds	12,095	9,347
Provision Written Back	15	16
Profit/(Loss) on Sale of Fixed Asset (net)	6	2
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	45,204	41,443
Adjustments for :		
(Increase)/ Decrease in Non Current Assets / Current Assets	(44,062)	(69,016)
Increase/(Decrease) in Non Current Liabilities / Current Liabilities	64,278	70,980
CASH GENERATED FROM OPERATIONS	65,420	43,407
Direct Taxes paid	(18,659)	(16,875
NET CASH FROM/(USED IN) OPERATING ACTIVITIES (A)	46,761	26,532
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(2,609)	(2,155)
Sale of Fixed Assets	6	2
Interest Income on Investments made out of Own Funds	11,110	8,113
Purchase of Government of India Treasury Bills out of Own Funds	(4,140)	(4,673)
Placement of Fixed Deposits with Banks made out of Own Funds	(125,410)	(108,147)
Redemption of Fixed Deposits with Banks made out of Own Funds	106,616	82,251
Sale/Redemption of Investments out of Own Funds	4,673	-
NET CASH FROM/(USED IN) INVESTING ACTIVITIES (B)	(9,754)	(24,609)



#### CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

(₹ in Lakhs)

		(< in takns)
	2014-15	2013-14
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Dividend/Dividend Distribution Tax paid	(2,252)	(890)
NET CASH FROM/(USED IN) FINANCING ACTIVITIES (C)	(2,252)	(890)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	34,755	1,033
CASH AND CASH EQUIVALENTS		
OPENING BALANCE	12,793	11,760
CLOSING BALANCE		
Before adjustment of unrealised foreign exchange	47,209	12,382
Unrealised Foreign Exchange Restatement in Cash and Cash Equivalents	339	411
	47,548	12,793
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	34,755	1,033

#### Note:

The above Cash Flow Statement has been prepared using the indirect method as per Accounting Standard AS-3.

As per our attached report of even date

For and on behalf of LODHA & CO.

**CHARTERED ACCOUNTANTS** Firm Reg. No. 301051E

R.P.Baradiya **PARTNER** 

Place : Mumbai Date : May 13, 2015 Signatures to the Financial Statements and Notes thereon

For and on behalf of the Board of Directors Sd/-Sd/-

Shyamala Gopinath R. Sridharan Chairperson (DIN:02362921)

Managing Director (DIN:00868787)

Sd/-M.S.Sundara Rajan Director (DIN:00169775)

Sd/-Sd/-O. N. Ravi

Company Secretary & Corporate Development Officer Deepak Chande Chief Financial Officer



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### **NOTE 1: SIGNIFICANT ACCOUNTING POLICIES**

#### Nature of Operations:

The Clearing Corporation of India Limited ('the Company') provides clearing and settlement services for the transactions in the Money Market, Government Securities Market, Foreign Exchange Market, etc. and carries out related activities. The Company acts as a central counterparty for the trades executed by its members and extends settlement guarantee in terms of the Bye-laws, Rules and Regulations for various types of operations. The Company is authorized as a Payment System provider under 'The Payment and Settlement Systems Act, 2007' by Reserve Bank of India.

#### Significant Accounting Policies:

#### (a) Basis of preparation of Financial Statements:

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006, and relevant provisions of the Companies Act. The financial statements have been prepared under the historical convention on accrual basis.

The preparation of financial statements requires the management to make estimates and assumptions that have been considered in the reported amounts of assets and liabilities (including current liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in preparation of the financial statements as prudent and reasonable. Future results could differ from these estimates.

#### (b) Revenue Recognition:

- (i) Revenue from Services is recognized as and when the Service is performed as per the relevant agreements.
- (ii) Non-refundable one time membership fee is recognised as income in the year in which respective settlement operations commence or in the year in which the membership of the applicant is approved, whichever is later.
- (iii) In case of investment in discounted securities/instruments the discount is accrued over the period to maturity and included in Income from Investments.
- (iv) Dividend Income is recognized when the right to receive is established.
- (v) Other Revenue Income is recognised as and when there is a reasonable certainty of ultimate realisation.

#### (c) Fixed Assets and Depreciation:

 (i) Fixed assets are stated at cost which comprises of purchase price, freight, duties, taxes, cost of installation and other incidental expenses incurred towards acquisition and installation of such assets.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

- (ii) Expenses incurred towards acquisition or development of software by an external vendor is capitalized as Computer Software.
- (iii) Depreciation on Tangible assets is provided on Straight Line Method (SLM) over the useful lives of assets as prescribed under Part C of Schedule II of the Companies Act 2013 except for the following:
  - a) Assets whose cost is ₹5,000 or less are fully written off in the year of acquisition, and;
  - b) Furniture and fittings (Chairs), which are depreciated over 5 Years.

Amortization of Intangible Assets is based on Internal technical assessment/advice. Intangible asset whose cost is ₹5,000 or less are fully written off in the year of acquisition.

The Estimated useful life of assets considered for providing depreciation/amortization are as under:

Asset	Useful Life (In Years)
Buildings- Residential	60
Buildings - Office	60
Computer Systems - Hardware	3-6
Electrical Installations and Equipment	10
Furniture and fittings	5-10
Office Equipment	5
Computer Software	3

#### (d) Investments:

- (i) Current investments are carried at the lower of the cost and fair value.
- (ii) Long term investments are stated at cost less amortised premium.

#### (e) Employee Benefits:

Short term Employee Benefits are estimated and provided for. Post Employment Benefits and Other Long term Employee Benefits are treated as follows:

#### (i) <u>Defined Contribution plans:</u>

- (a) Provident Fund: The provident fund plan is operated by Regional Provident Fund Commissioner (RPFC) and the contribution thereof is paid/provided for.
- (b) Superannuation Fund: Superannuation benefit for the eligible employees is covered by Superannuation Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for.

Contributions to the defined contribution plans are charged to Statement of Profit & Loss for the respective financial year.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### (ii) Defined Benefits plans:

Gratuity: Gratuity for employees is covered by Gratuity Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for. Provision for Gratuity is made as per actuarial valuation as at the end of the year.

Actuarial gains/losses at the end of the year accrued to the defined benefit plans are taken to the Statement of Profit & Loss for the respective financial year and are not deferred.

#### (iii) Other Long Term Benefits:

Long term compensated absences: Provision for Leave encashment is made on the basis of actuarial valuation as at the end of the year.

#### (f) Income Tax:

Provision for current tax is made on the basis of relevant provisions of the Income tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable/virtual certainty that these would be realised in future.

#### (g) Foreign Currency Transactions:

Revenue Transactions in foreign currency are recorded at the rate of exchange in force at the date of transactions. Foreign Currency assets and liabilities are stated at the rate of exchange prevailing at the year end and resultant gains/losses are recognized in the Statement of Profit and Loss.

#### (h) Provisions and Contingent Liabilities:

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if -

- i) the Company has a present obligation as a result of past event,
- ii) a probable outflow of resources is expected to settle the obligation and
- iii) the amount of the obligation can be reliably estimated.

Contingent Liability is disclosed in the case of -

- i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- ii) a possible obligation, unless the probability of outflow of resources is remote.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, such reimbursement is recognised to the extent of provision or contingent liability, as the case may be, only when it is virtually certain that the reimbursement will be received.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

	As at 31.03.2015		As at 31.	03.2014
NOTE 2 : SHARE CAPITAL	Number	₹ in lakhs	Number	₹ in lakhs
Authorised				
Redeemable, Non Convertible, Cumulative Preference Shares of ₹ 10 each	50,000,000	5,000	50,000,000	5,000
Equity Shares of ₹ 10 each	50,000,000	5,000	50,000,000	5,000
	100,000,000	10,000	100,000,000	10,000
Issued, Subscribed and Paid up				
8.5% Redeemable, Non Convertible,				
Cumulative Preference Shares of ₹ 10 each	50,000,000	5,000	50,000,000	5,000
Equity Shares of ₹ 10 each	50,000,000	5,000	50,000,000	5,000
TOTAL	100,000,000	10,000	100,000,000	10,000

#### Notes:

(a) There has been no change in the number of Equity Shares & Preference Shares outstanding at the beginning of the current year and the previous year.

#### (b) Rights Attached to Equity Shares

#### Voting Rights:

The Company has only one class of Equity Shares having a par value of ₹10 per share. Each Equity Shareholder is entitled to one vote per share.

#### Dividend:

The dividend recommended by the Board of Directors is subject to the approval of shareholders in the Annual General meeting and would be paid in proportion to the amount of capital paid-up on shares.

#### Winding up:

If any assets are available for distribution upon liquidation in terms of the provisions of the Act, it will be distributed in proportion to the capital paid-up or which ought to have been paid up at the commencement of winding up.

#### (c) Terms of Preference Shares

The Company has only one class of Preference Shares being Redeemable, Cumulative, Non-convertible and Non-participating Preference Shares. The shareholders have right to vote only on resolutions which directly affect their interest. The Preference Shareholders are entitled to dividend @ 8.50% p.a. and shares are redeemable on March 23, 2018.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

In the event of liquidation, Preference Shares will have preferential right of return of amount paid-up on the shares together with the arrears of cumulative preferential dividend, if any, due on the date of winding up but shall not have further right or claim over the surplus assets of the Company.

(d) Shares in the Company held by each shareholder holding more than 5 percent shares specifying the number of shares held are as follows-

	As at 31.	03.2015	As at 31.03.2014	
Name of Shareholder	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares:				
State Bank of India	13,000,000	26.00	13,000,000	26.00
Life Insurance Corporation of India	5,000,000	10.00	5,000,000	10.00
STCI Finance Limited	5,000,000	10.00	5,000,000	10.00
IDBI Bank Limited	3,750,000	7.50	3,750,000	7.50
ICICI Bank Limited	2,750,000	5.50	2,750,000	5.50
8.5% Redeemable, Non Convertible, Cumulative Preference Shares :				
The Kalupur Commercial Co-operative Bank Limited	19,000,000	38.00	19,000,000	38.00
Kotak Mahindra Bank Ltd.	8,000,000	16.00	8,000,000	16.00
The South Indian Bank Limited	5,000,000	10.00	5,000,000	10.00
	5,000,000	10.00	5,000,000	10.00
The Karur Vysya Bank Ltd.	3,000,000			
The Karur Vysya Bank Ltd. The Federal Bank Ltd.	5,000,000	10.00	5,000,000	10.00

- (e) For the period of five years immediately preceding the date of the Balance Sheet, the Company has not
  - i) Allotted any shares as fully paid up pursuant to contracts without payment being received in cash;
     or
  - ii) Allotted any shares as fully paid up bonus shares; or
  - iii) Bought back any of its Equity Shares.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 3 : RESERVES AND SURPLUS		
General Reserve		
Opening Balance	39,232	30,732
Add: Transferred from Surplus	18,500	8,500
Closing Balance	57,732	39,232
Settlement Reserve Fund {Refer Note below}		
Opening Balance	84,000	64,000
Add: Transferred from Surplus	16,057	20,000
Closing Balance	100,057	84,000
Surplus		
Opening Balance	4,431	2,936
Add: Net Profit After Tax transferred from Statement of Profit & Loss	37,205	32,247
Amounts available for Appropriation	41,636	35,183
Appropriations:		
- Proposed Dividend on Equity Shares	1,500	1,500
- Proposed Dividend on Preference Shares	425	425
- Dividend Distribution Tax	392	327
- Transfer to General Reserve	18,500	8,500
- Transfer to Settlement Reserve Fund	16,057	20,000
Closing Balance	4,762	4,431
TOTAL	162,551	127,663

#### Note:

Settlement Reserve Fund represents amounts set aside from the Profits of the Company from time to time as may be considered appropriate by the Board of Directors, to ensure that there are sufficient assigned financial resources which may be utilized for meeting claims in relation to any default, consequences of operational failures and any loss on account of settlement bank failure or of failure of any bank/institution with which investments are made or which operates as custodian for such investments. Bank Deposits/Current Investments amounting to \$84,000 lakhs (Previous year - \$64,000 lakhs) are earmarked for this purpose.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 4 : DEFERRED TAX LIABILITIES		
Deferred Tax Liabilities		
Arising out of timing difference in depreciation	1,285	657
Less: Deferred Tax Assets		
Arising out of timing difference in respect of expenses allowable on payment basis	272	44.7
	372	417
TOTAL	913	240
NOTE 5 : LONG TERM PROVISIONS		
Provision for Employee Benefits	609	478
TOTAL	609	478
NOTE 6 : TRADE PAYABLES		
Due to Creditors other than Micro and Small Enterprises	160	101
Due to Micro and Small Enterprises {Refer Note 34}	6	6
TOTAL	166	107
NOTE 7 : OTHER CURRENT LIABILITIES		
Due to Clearcorp Dealing Systems (India) LtdSubsidiary Company	180	9
Creditors for Capital Expenses {Refer Note (a) below}	988	1,156
Interest Accrued but not Due	1,765	1,530
Deposits from Members {Refer Note (b) below}	581,858	517,832
Statutory Dues payable	388	546
Other payables {Refer Note (c) below}	650	563
TOTAL	585,829	521,636

#### Notes:

- (a) Creditors for Capital Expenses includes ₹7 lakhs ( Previous year ₹6 lakhs ) due to Micro and Small Enterprises {Refer Note 34}
- (b) "Deposits from Members' represents collaterals received in the form of cash. Total collaterals received from members and outstanding at the end of the year are as under:



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

				()	
Particulars	Cash		Govt. Securities #	Guarantees	
Securities Settlement	218,160		3,026,573		
	(206,327)		(2,581,086)		
Forex Settlement	323,017	*		75,109	**
	(272,483)	*		(72,120)	**
CBLO Settlement	33,312		25,656,955	265,000	@
	(38,922)		(21,586,019)	(265,000)	@
Default Fund - Forex Forwards	7,369		173,815		
	(100)		(113,555)		
Total	581,858		28,857,343	340,109	_
	(517,832)		(24,280,660)	(337,120)	
=					=

Figures in brackets represent amount outstanding as at the end of the previous year.

The Collaterals received in the form of cash have been invested as under and are included in respective accounts:

		(₹ in lakhs)
	As on 31.03.2015	As on 31.03.2014
US Government Treasury Bills (under Current Investments)	284,055	264,342
Government of India Treasury Bills (under Current Investments)	49,370	35,521
Balance in Bank Accounts		
- In Current Accounts	41,364	10,169
- In Deposit Accounts	207,069	207,800
	581,858	517,832
<del>-</del>		

<sup>#</sup> Collaterals received in the form of Government Securities are held by the Company under it's Constituent Subsidiary General Ledger (CSGL) Account with Reserve Bank of India.

<sup>\*</sup> Equivalent to US Dollars 5,16,078 thousands (Previous year - US Dollars 4,53,384 thousands).

<sup>\*\*</sup> Represents facility extended by Royal Bank of Scotland PLC to State Bank of India (SBI) amounting to USD 1,20,000 thousands (Previous year - USD 1,20,000 thousands), exclusively for SBI's obligations towards the Company, undertaking to meet liability arising out of any default by SBI in CLS Settlement Operations.

The Company has accepted Bank Guarantees as additional collaterals

<sup>(</sup>c) Other payables includes ₹3 lakhs (Previous year - Nil) due to Micro and Small Enterprises {Refer Note 34}



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 8 : SHORT TERM PROVISIONS		
Provision for Employee Benefits	242	337
Proposed Dividends	1,925	1,925
Provision for Dividend Distribution Tax	392	327
TOTAL	2,559	2,589



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

**NOTE 9: FIXED ASSETS** 

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		Gross Block	Block		1	Accumulated Depreciation	preciation		Net Block
Particulars	Opening Balance	Additions	Disposal	Closing Balance	Opening Balance	Depreciation for the year	On Disposals	Closing Balance	As on 31.03.2015 (31.03.2014)
Tangible Assets									
Freehold Land	1,320			1,320		•			1,320
	(1,320)	•	•	(1,320)	•	•	•	•	(1,320)
Buildings - Residential	1,139			1,139	168	17		185	954
	(1,139)	•	•	(1,139)	(149)	(19)	•	(168)	(126)
Buildings - Office	11,370			11,370	499	171		0/9	10,700
	(11,370)	•	•	(11,370)	(314)	(185)	•	(466)	(10,871)
Computer Systems Hardware	3,038	416	73	3,381	2,337	162	73	2,426	955
	(2,390)	(629)	(31)	(3,038)	(2,241)	(127)	(31)	(2,337)	(701)
Furniture and fittings	575	9		581	346	39		385	196
	(547)	(28)	(0)	(575)	(238)	(108)	(0)	(346)	(229)
Electrical Installations and Equipement	1,557	9	8	1,555	831	26	8	920	635
	(1,541)	(16)	•	(1,557)	(529)	(301)		(831)	(726)
Office Equipment	998	6	10	865	514	145	10	649	216
	(862)	(6)	(3)	(866)	(360)	(158)	(3)	(514)	(351)
Total	19,864	437	16	20,210	4,695	631	91	5,234	14,976
	(19,169)	(729)	(34)	(19,864)	(3,831)	(898)	(34)	(4,695)	(15,169)
Intangible Assets									
Computer Software	7,879	1,623	•	9,502	7,213	389	•	7,602	1,901
	(6,771)	(1,108)	•	(7,879)	(6,203)	(1,010)	•	(7,213)	(999)
Total	7,879	1,623	•	9,502	7,213	389	•	7,602	1,901
	(6,771)	(1,108)	•	(7,879)	(6,203)	(1,010)	•	(7,213)	(999)
Grand Total	27,743	2,060	91	29,712	11,908	1,020	91	12,836	16,877
	(25,940)	(1,837)	(34)	(27,743)	(10,033)	(1,908)	(34)	(11,908)	(15,835)

## Notes:

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<sup>1</sup> Freehold Land represents allocated cost of land related to Company's office building at Dadar (Mumbai), the conveyance for which is yet to be executed in favour of the Company.

Cost of building under "Building - Residential" includes ₹14,000 paid towards 14 shares of ₹1,000 each of an Apartment Condominium. 7

<sup>3 &</sup>quot;0" denotes amount less than ₹1 lakh

<sup>4</sup> Figures in brackets represent corresponding amounts in the previous year.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 10 : NON CURRENT INVESTMENTS		
LONG TERM, TRADE, UNQUOTED (AT COST):		
Investment in Equity instruments		
-Wholly Owned Subsidiary Clearcorp Dealing Systems (India) Limited		
1,00,00,000 equity shares of ₹10 each, fully paid up	1,000	1,000
TOTAL	1,000	1,000
NOTE 11: LONG TERM LOANS AND ADVANCES		
(Unsecured, Considered Good)		
Capital Advances	-	0 *
Security Deposits {Refer Note below}	65	65
Advance Tax (Net of Provision)	658	396
TOTAL	723	461

#### Note:

'Security Deposits' includes a deposit of ₹38 lakhs (Previous year - ₹38 lakhs), paid by the Developers of Office Premises at Dadar to The Municipal Corporation of Greater Mumbai for basement area, yet to be transferred in the name of the Company.

#### **NOTE 12: OTHER NON CURRENT ASSETS**

Bank Deposits with original maturity of more than 12 months {Refer Note (a) & (b) below}	225,420	181,960
Interest Accrued on Deposits with Banks	3	3
Service Tax Input Credit	-	76
Prepaid Expenses	51	29
TOTAL	225,474	182,068

#### Notes:

- (a) Bank Deposits with original maturity of more than 12 months includes deposits amounting to ₹57,420 lakhs (Previous year ₹39,860 lakhs) earmarked for Settlement Reserve Fund.
- (b) Bank Deposits with original maturity of more than 12 months includes deposits amounting to ₹49,600 lakhs (Previous year ₹41,500 lakhs) marked as lien by the various banks against overdraft limits sanctioned by them. The total overdraft limits sanctioned by these banks amounts to ₹43,544 lakhs (Previous year ₹36,175 lakhs). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).

<sup>\*</sup> denotes amount less than ₹1 lakh



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

QUOTED: Investment in  Note: Details  Sr. Inv  No. Investment Securities  (i) US Government ( Fair Value Previous ye  (ii) Government Bills ( Fair Value)	JRRENT INVESTA n Government Se s of Current Inve	curities {Refer	Note below}			As at .03.2015	As 31.03.	
QUOTED:  nvestment in  Note: Details  Sr. Inv  No. Investment Securities  (i) US Government ( Fair Value Previous ye  (ii) Government Bills ( Fair Value), Previous ye  (iii) Government ( Fair Value), Previous ye  (iv) Government ( Fair Value), Previous ye  ( Fair Value), Pr	n Government Se	TOTAL stments	Note below}				30	)4,536
Investment in  Note: Details  Sr. No.  Investment Securities  (i) US Government ( Fair Value Previous ye  (ii) Government Bills ( Fair Value) Lakhs, Previous ye	s of Current Inve	TOTAL stments	Note below}				30	)4,536
Investment Securities  (i) US Government (Fair Value Previous ye)  (ii) Government Bills (Fair Value) Lakhs, Previous		stments						
Investment Securities  (i) US Government (Fair Value Previous ye)  (ii) Government Bills (Fair Value) (Fair V		-				337,565	30	4,536
Investment Securities  (i) US Government (Fair Value Previous ye  (ii) Government Bills (Fair Value) Lakhs, Previous (III)	vestment	No. of Shar						
(i) US Government (Fair Value Previous ye (ii) Government Bills (Fair Value), Previous ye (iii) Government Bills (Fair Value), Previous			es / Units	Quoted / Unquoted	Partly Paid / Fully paid		ount lakhs)	Whether stated at Cost
(i) US Government (Fair Value Previous year) (ii) Government Bills (Fair Value), Previous year)		As at 31.03.2015	As at 31.03.2014			As at 31.03.2015	As at 31.03.2014	
(Fair Value Previous ye (ii) Governmen Bills (Fair Value) lakhs, Previous	ts in Government							
Bills (Fair V	ment Treasury Bills e ₹2,84,137 lakhs, ear ₹2,64,398 lakhs)	4,540,000	4,400,000	Quoted	Fully paid	284,055	264,342	Cost
,	nt of India Treasury Value ₹56,212 rious year - ₹41,468	5,72,81,250	42,599,500	Quoted	Fully paid	53,510	40,194	Cost
		TOTAL				337,565	304,536	
	ent in Governme earmarked for Se		-	des Treasu	ry Bills amo	unting to ₹990	O lakhs (Previo	ous year -
					31.	As at .03.2015	As 31.03.	
	RADE RECEIVABL Considered Good							
		g for a period le	ess than six mo	onths from	the	3,509		2,091
	ables outstanding due for paymen					3,509		2,091



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 15 : CASH AND BANK BALANCE		
(A) Cash and Cash Equivalents		
Balances with Banks		
in Current Accounts	43,707	12,692
in Deposit Accounts (original maturity of upto 3 months)	3,840	100
	47,547	12,792
Cash on Hand	1	1
	47,548	12,793
(B) Other Bank Balances		
Bank Deposits with original maturity upto 3 months {Refer Note (a) below}	1,500	-
Bank Deposits with original maturity of more than 3 months but upto		
12 months {Refer Note (b) and (c) below}	112,719	130,356
	114,219	130,356
TOTAL	161,767	143,149

#### Notes:

- (a) Bank Deposits with original maturity upto 3 months includes deposits amounting to ₹1,500 lakhs (Previous year Nil) marked as lien by a bank against overdraft limit sanctioned. The overdraft limits sanctioned by this bank amounts to ₹1,350 lakhs (Previous year Nil). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).
- (b) Bank Deposits with original maturity of more than 3 months but upto 12 months includes bank deposits amounting to ₹25,590 lakhs (Previous year ₹22,655 lakhs) earmarked for Settlement Reserve Fund.
- (c) Bank Deposits with original maturity of more than 3 months but upto 12 months includes deposits amounting to ₹26,200 lakhs (Previous year ₹3,500 lakhs) marked as lien by various banks against overdraft limits sanctioned by them. The total overdraft limits sanctioned by these banks amounts to ₹24,540 lakhs (Previous year ₹3,075 lakhs). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		, (₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 16: SHORT TERM LOANS AND ADVANCES		
(Unsecured, Considered Good)		
Advances to suppliers and Others	109	41
TOTAL	109	41
NOTE 17 : OTHER CURRENT ASSETS		
Interest Accrued on Deposits with Banks	11,066	11,224
Interest Accrued on Current Investments	2,681	1,297
Service Tax Input Credit	331	166
Prepaid Expenses	254	179
Others	103	48
TOTAL	14,435	12,914
	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 18: INCOME FROM OPERATIONS (Refer Note 28)		
Transaction Charges -Securities Settlement	26,801	23,289
Transaction Charges -CBLO Settlement	2,203	1,883
Transaction Charges -Forex Settlement	3,612	3,241
Transaction Charges -CLS Settlement	1,051	1,084
Trade Processing Charges- Trade Repository	158	-
Portfolio Compression Charges	168	202
Forex Forward Charges	1,392	554
Membership Fees Other fees and charges	11 116	10 121



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 19 : OTHER OPERATING REVENUES		
Interest / Income on investments made out of Operational Funds		
-Income on Current Investments	4,089	1,292
-Interest on Fixed Deposits with Banks	19,821	23,514
	23,910	24,806
Less: Interest Paid on Deposits from Members	6,409	6,945
TOTAL	17,501	17,861
NOTE 20 : OTHER INCOME		
Interest / Income on Investments made out of Own Funds		
-Income on Current Investments	390	297
-Interest on Fixed Deposits with Banks	11,705	9,050
	12,095	9,347
Profit on Sale of Fixed Assets (net)	6	2
Net Profit on Foreign Currency Transaction and Translation	1	-
Business Support Charges from Subsidiary Company	620	617
Others {Refer Note below}	438	52
TOTAL	13,160	10,018
Note: Others include ₹379 lakhs (Previous year Nil) received from Reservel relating to earlier years towards Trade Repository system.	erve Bank of India being	reimbursement of costs
NOTE 21: EMPLOYEE BENEFITS EXPENSE (Refer Note 28)		
Salaries	2,722	2,470
Contributions to Provident and Other Funds	436	444
Staff Welfare Expenses	171	176

3,329

3,090

**TOTAL** 



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs) For the year ended For the year ended 31.03.2015 31.03.2014 **NOTE 22: FINANCE COST** Interest on Taxes 37 12 Line of Credit Commitment Charges 984 872 **TOTAL** 1,021 884 NOTE 23: DEPRECIATION AND AMORTIZATION EXPENSE Depreciation on Tangible Assets 630 898 Amortisation of Intangible Assets 389 1,010 **TOTAL** 

#### Note:

Pursuant to the Companies Act, 2013 ("the Act") coming into effect from 1st April, 2014, the Company has realigned the remaining useful life of its fixed assets in accordance with the provisions prescribed under Schedule II to the Act. Accordingly, assets which have written down value as at 01.04.2014 (net of residual value) is being depreciated over the revised remaining useful lives. Consequently, the depreciation and amortization expense for the year ended 31st March, 2015 is lower by ₹620 lakhs (net of deferred tax ₹320 lakhs).

1,019

1,908



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

		(₹ in lakhs)
	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 24: OTHER EXPENSES		
(Refer Note 28)		
Power and Fuel	432	373
Rent	1	14
Repairs and Maintenance -Buildings	102	87
Repairs and Maintenance -Computer Systems and Equipment	1,106	983
Repairs and Maintenance -Others	91	80
Insurance	12	10
Rates and Taxes	265	214
Communication Expenses	226	198
CLS Settlement Charges	796	812
Net Loss on Foreign Currency Transaction and Translation	-	4
CSR Expense - Contribution to Prime Minister's National Relief Fund	765	-
Professional Fees	188	195
Payment to Auditors:		
- Audit Fees	7	6
- Tax Audit Fees	3	2
- Taxation Matters	1	4
- Certification Fees	2	1
- Reimbursement of Expenses	0 *	0 *
Others	553	520
TOTAL	4,550	3,503
	.,,,,,	
NOTE 25 : CONTINGENT LIABILITIES AND COMMITMENTS		(₹in lakhs)
Particulars	As at 31.03.2015	As at 31.03.2014
(i) Contingent Liabilities		
(a) Cases where litigations are pending before the various Courts of Law	-	-
(h) Other disputed matters (other than in Courts of Law):		
(b) Other disputed matters(other than in Courts of Law):		
Property Tax	550	-
(ii) <u>Commitments</u>		
Estimated amount of contracts remaining to be executed	4.400	
on capital account and not provided for	1,603	58
TOTAL	2,153	58
* denotes amount less than ₹1 lakh		



## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

		(₹ in lakns)
	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 26 : EARNINGS IN FOREIGN EXCHANGE		
Interest on Deposits with Banks	8	2
Income on US Government Treasury Bills	177	213
Pre-funding Handling Charges	0 *	0 *
Datafeed Charges	21	20
Miscellaneous Receipts	0 *	1
TOTAL	206	236
NOTE 27: VALUE OF IMPORTS AND EXPENDITURE IN FO	OREIGN CURRENCY	
Value of Imports on CIF basis	129	-
Expenditure in Foreign Currency :		
- Interest paid to Members	178	215
- CLS Settlement Charges	798	816
- Other Expenditure	96	46
TOTAL	1,201	1,077

<sup>\*</sup> denotes amount less than ₹1 lakh



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### **NOTE 28:**

Revenue from Operations and Expenses are net of the amounts shared with the subsidiary and other recoveries as mentioned below:

	(₹ in lakhs)
For the year ended 31.03.2015	For the year ended 31.03.2014
1,129	912
309	203
1	2
1,439	1,117
-	-
5	4
5	4
-	39
118	77
1	1
119	117
	31,03.2015  1,129 309 1 1,439  - 5 5 - 118 1

#### **NOTE 29: EMPLOYEE BENEFITS - GRATUITY**

In terms of the Company's gratuity plan, on leaving of service every employee who has completed atleast five years of service gets a gratuity computed at the rate of 30 days of last drawn salary for each completed year service. The Gratuity Scheme of the Company is funded with Life Insurance Corporation of India (LIC) in the form of qualifying insurance policy. In accordance with the Accounting Standard on employee benefits (AS 15) revised 2005 notified by the Companies (Accounting Standards) Rules 2006, following disclosures have been made which is based on Actuarial Valuation provided by Independent Actuary/LIC.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

Gratuity			
Description	2014-15	2013-14	
A. Amount recognised in the Statement of Profit and Loss for the year			
- Current Service Cost	65	53	
- Interest Cost	65	36	
- Expected Return on Plan Assets	(50)	(43)	
- Net actuarial (Gain) / Loss recognized during the year	111	190	
- Total Expenses recognized in the Statement of Profit and Loss	191	236	
B. Actual Return on Plan Assets			
- Actual Return of Plan Assets	61	43	
C. Amount recognised in the Balance Sheet			
- Present Value of Obligation	(945)	696	
- Fair Value of Plan Assets	1003	572	
- Funded status {surplus / (deficit)}	57	(124)	
- Net Asset/(Liability) recognized in the Balance Sheet	57	(124)	
D. Change in Present Value of Obligation			
- Present Value of Obligation at the beginning of the year	696	451	
- Current Service Cost	65	53	
- Interest Cost	65	36	
- Benefits paid	(3)	(34)	
- Actuarial (Gain) / Loss on Obligation	123	190	
- Present Value of Obligation at the end of the year	946	696	
E. Change in Plan Assets			
- Fair Value of Plan Assets at the beginning of the year	572	466	
- Expected Return on Plan Assets	50	43	
- Contributions Made	372	97	
- Benefits Paid	(3)	(34)	
- Actuarial Gains / (Loss) on Plan Assets	12	-	
- Fair Value of Plan Assets at the end of the year	1003	572	
F. Major categories of Plan Assets as a percentage of total plan	100% Insurance Policy		
G. Actuarial Assumptions			
- Discount Rate	8.00%	8.00%	
- Expected Rate of Return on assets	8.00%	8.75%	
- Employee Attrition Rate	3%	1%-3%	
- Mortality Rate/Table	Indian Assured Lives Mortality (2006-08)	LIC(1994-96) Ultimate	
- Future salary increase	8.00%	8.00%	

#### Notes:

(a) Disclosure with respect to experience adjustments to Plan Assets and Liabilities has not been furnished as the relevant data is not readily available.



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

- (b) Actuarial Valuation has been done using Projected Unit Credit Method.
- (c) Estimated amount of contribution to be made in the next financial year ₹101 lakhs (Previous year ₹124 lakhs).

#### (d) Amounts Recognised as Expense:

#### (i) Defined Contribution Plan

- (1) Employer's Contribution to Provident Fund amounting to ₹151 lakhs (Previous year ₹131 lakhs) has been included in Note 21 under Contribution to Provident Fund and Other Funds.
- (2) Employer's Contribution to Superannuation Fund amounting to ₹75 lakhs (Previous year ₹60 lakhs) has been included in Note 21 under Contribution to Provident Fund and Other Funds.

#### (ii) Defined Benefit Plan

Gratuity cost amounting to ₹191 lakhs (Previous year - ₹236 lakhs) has been included in Note 21 under Contribution to Provident and Other Funds.

#### NOTE 30: BASIC AND DILUTED EARNINGS PER SHARE

Basic and Diluted Earning Per Share is calculated as under:

Particulars		2014-15	2013-14
(i)	Net profit as per Profit & loss A/c (₹ in lakhs)	37,205	32,247
(ii)	Dividend on Preference Capital & Dividend Distribution tax thereon (₹ in lakhs)	512	497
(iii)	Net Profit attributable to Equity Shareholders (₹ in lakhs)	36,693	31,750
(iv)	Number of Equity Shares outstanding at the beginning of the year	50,000,000	50,000,000
(v)	Number of Equity Shares outstanding at the end of the year	50,000,000	50,000,000
(vi)	Weighted Average Number of Equity Shares outstanding during the year	50,000,000	50,000,000
(vii)	Nominal value of Equity shares (Amt. in ₹)	10.00	10.00
(viii)	Basic and Diluted Earnings Per share (Amt. in ₹)	73.39	63.50



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### NOTE 31: RELATED PARTIES DISCLOSURES:

#### (A) List of Related Parties and their relationship

(i) Party where control exists

Clearcorp Dealing Systems (India) Limite&ubsidiary

(ii) Other parties with whom the Company has entered into transactions during the year in the ordinary course of the business

#### Party having Substantial Interest

State Bank of India

#### **Key Management Personnel**

Mr. R. Sridharan - Managing Director

Mr.O.N.Ravi - Company Secretary & Corporate Development Officer

Mr. Deepak Chande - Chief Financial Officer (w.e.f 25.08.2014)

#### (B) Details of transactions entered into during the year:

(₹ in lakhs)

Nature of Relationship	Subsidiary	Party having substantial interest	Key Management Personnel
Particulars			
Income from Operations		1,389 (876)	
Business Support Charges	697		
	(617)		
Reimbursement/Sharing of expenses - (Receipt)	150		
	(82)		
Rent for residential Accomodation - (Receipt)	9		
	(9)		
Interest on deposits from members		182 <i>(114)</i>	
Operational Income shared	1,617		
	(1,117)		
Remuneration			
- Mr. R. Sridharan			44 (40)
- Mr.O. N.Ravi			86 (65)
- Mr. Deepak Chande			36 (-)



#### NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

Nature of Relationship	Subsidiary	Party having substantial interest	Key Management Personnel		
Outstanding Balance as at the year end:	Outstanding Balance as at the year end:				
Receivable		87 (38)			
Payable	180	54			
	(9)	(60)			
Collaterals outstanding - Cash		16,353 (18,607)			
Collaterals outstanding - Securities (at face value) {Refer Note (d) below}		13,69,638 (20,57,538)			
Collaterals outstanding - Guarantees  {Refer Note (e) below}		75,109 (72,120)			
Investment in equity shares	1,000				
	(1,000)				
Payable					
- Mr. R. Sridharan			3 (1)		
- Mr.O.N.Ravi			1 (3)		
- Mr. Deepak Chande			1 (-)		

#### Notes:

- (a) Figures in brackets represent corresponding amounts in the previous year.
- (b) Transactions with Subsidiary are in respect of common operations and in accordance with the terms of agreements entered into in this regard.
- (c) Transactions with State Bank of India in the nature of banker-customer relationship have been excluded.
- (d) Collaterals received in the form of Government Securities are held under Constituent Subsidiary General Ledger (CSGL) Account with Reserve Bank of India.
- (e) Collaterals outstanding Guarantees represent USD 1,20,000 thousands (Previous year USD 1,20,000 thousands).
- $(f) \qquad \text{The amounts are inclusive of Service Tax wherever applicable.}$
- (g) No amounts have been written off / provided for or written back during the year in respect of amounts due from or to related parties.
- (h) The above related party information has been disclosed to the extent such parties have been identified by the Company. This has been relied upon by the Auditors.



# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

# NOTE 32 : DISCLOSURE IN RESPECT OF DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN EXPOSURE

- (a) During the year the Company has not entered into any transaction of Derivative Financial Instrument.
- (b) Following are the particulars of material foreign currency exposures not hedged by any derivative instrument:

	As at 31.	.03.2015	As at 31.03.2014		
PARTICULARS	Amount in US Dollars (in Thousands)	Amount in INR (₹ in lakhs)	Amount in US Dollars (in Thousands)	Amount in INR (₹ in lakhs)	
ASSETS					
US Govt. Treasury Bills	453,828	284,055	439,839	264,342	
Bank Balance in Current Accounts	62,327	39,011	13,624	8,188	
Accrued Interest on US T Bills	79	49	178	107	
Total	516,234	323,115	453,641	272,637	
LIABILITIES					
Deposits from Members	516,078	323,017	453,384	272,483	
Interest payable to Members	143	89	142	85	
Bank Charges Payable	147	92	115	69	
Creditors for Capital Expenses	180	113	-	-	
Total	516,548	323,311	453,641	272,637	
Net Assets / (Liabilities)	(314)	(196)	-	-	

# **NOTE 33:**

The Company's operations fall into a single business segment comprising of facilitating 'Clearing and Settlement of securities/ foreign exchange/money market instruments' and activities incidental thereto, and all it's operations are carried out in India. However the Company has while preparing the consolidated financial statements disclosed the segment information to the extent applicable as required under the said Accounting Standard.



# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### **NOTE 34:**

The details of dues to suppliers registered as micro/small enetrprises with the appropriate authority under the Micro, Small and Medium Enterprises Development Act, 2006 ("MSMED Act") as at the year end 31.03.2015 are as follows:

(₹ in lakhs)

		As	As at 31.03.2015		As at 31.03.2014		2014
	Particulars	Included in Trade Payables	Included in Other Payables	Included in Creditors for Capital Expenses	Included in Trade Payables	in Other	Included in Creditors for Capital Expenses
(a)	Principal amount remaining unpaid at the end of Accounting year.	6	3	7	6	-	6
(b)	Amount of interest paid in terms of 16 of the MSMED Act.	-		-	-		-
(c)	The amount of interest due and payable for the period of delay in making payment.	-		-	-		-
(d)	The amount of interest accrued and remaining unpaid at the end of each accounting year	-		-	-		-
(e)	Interest due & payable even in succeeding years	-		-	-		-

The Company has compiled the above information based on the status submitted by the suppliers under the said Act.

#### <u>NOTE 35</u>

Disclosure under Schedule III of the Companies Act, 2013, has been given to the extent applicable.

# **NOTE 36:**

Place: Mumbai

Previous year's figures have been regrouped, reclassified and rearranged to conform to current year's presentation, wherever necessary.

For and on behalf of the Board of Directors

Sd/- Sd/- Sd/-

Shyamala Gopinath
Chairperson
(DIN:02362921)

R. Sridharan
Managing Director
(DIN:00868787)

M.S.Sundara Rajan
Director
(DIN:00169775)

Sd/- Sd/-

O. N. Ravi
Company Secretary & Deepak Chande
Chief Financial Officer

Date : May 13, 2015 Corporate Development Officer



#### Form AOC-I

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

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

Part "A": Subsidiaries (₹ in lakhs)

	·	(\tan\ii)
Sr. No.	Particulars	
1.	Name of the subsidiary	Clearcorp Dealing Systems (India) Limited
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	N.A.
4.	Share capital	1,000
5.	Reserves & surplus	3,095
6.	Total assets	4,586
7.	Total liabilities	491
8.	Investments	-
9.	Turnover	2,904
10.	Profit before taxation	1,279
11.	Provision for taxation	382
12.	Profit after taxation	897
13.	Proposed Dividend	-
14.	% of shareholding	100
Notes:		
1.	Names of subsidiaries which are yet to commence operations	None
2.	Names of subsidiaries which have been liquidated or sold during the year.	None

# Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures					
1.	Name of Associates/Joint Ventures None				
2.	Latest audited Balance Sheet Date	N.A.			
3.	Shares of Associate/Joint Ventures held by the company on the year end				
	i. No.	N.A.			
	ii. Amount of Investment in Associates/Joint Venture	N.A.			
	iii. Extend of Holding %	N.A.			



#### Form AOC-I

(Pursuant to first proviso to sub-section (3) of Section 129 read with rule 5 of Companies (Accounts) Rules, 2014) Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(₹ in lakhs)

Sr. No.	Particulars	
4.	Description of how there is significant influence	N.A.
5.	Reason why the associate/joint venture is not consolidated	N.A.
6.	Networth attributable to Shareholding as per latest audited Balance Sheet	N.A.
7.	Profit / Loss for the year	
	i. Considered in Consolidation	N.A.
	ii. Not Considered in Consolidation	N.A.

#### Notes:

1.	Names of associates or joint ventures which are yet to commence operations.	None
2.	Names of associates or joint ventures which have been liquidated or sold during the year.	None

For and on behalf of the Board of Directors

Sd/- Sd/- Sd/-

Shyamala Gopinath<br/>Chairperson<br/>(DIN:02362921)R. Sridharan<br/>Managing Director<br/>(DIN:00868787)M.S.Sundara Rajan<br/>Director<br/>(DIN:00169775)

Sd/-

O. N. RaviDeepak ChandeCompany Secretary &Chief Financial Officer

Place : Mumbai Company Secretary & Corporate Development Officer

The Clearing Corporation of India Limited, 2014-2015

Sd/-



# INDEPENDENT AUDITORS' REPORT

#### TO THE MEMBERS OF

#### THE CLEARING CORPORATION OF INDIA LIMITED

#### REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

#### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of THE CLEARING CORPORATION OF INDIALIMITED ("the Parent Company") and its subsidiary collectively referred to as 'the Group, which comprise the Consolidated Balance Sheet as at 31st March, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information. This being the first year of applicability with regard to preparation of the consolidated financial statements, opening balances and previous years' figures have been considered based on Management Certification provided to us.

# Management's Responsibility for the Consolidated Financial Statements

The Parent Company's Board of Directors is responsible for the preparation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and cash flows of the Group 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. The respective Board of Directors of the Companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Parent Company, as aforesaid.

# Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated financial statements based on our audit. While conducting the 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 consolidated financial statements are free from material misstatement.



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent Company's preparation of the consolidated 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 Parent Company has 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 Parent Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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,

- (a) in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at 31st March, 2015;
- (b) in the case of the Consolidated Statement of Profit and Loss, of the profit of the Group for the year ended on that date, and
- (c) in the case of the Consolidated Cash Flow Statement, of the cash flows of the Group 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 sub-section (11) of section 143 of the Act, based on the comments in the auditors' reports of the Parent Company and its Indian subsidiary, 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, to the extent applicable, 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 of the aforesaid consolidated financial statements.
  - b) In our opinion, proper books of account as required by law relating to preparation of aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books.
  - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of consolidated financial statements.



- d) In our opinion, the aforesaid Consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of the written representations received from the directors of the Parent Company and its subsidiary company as on 31st March, 2015 taken on record by the Board of Directors of the Parent Company and its subsidiary company, none of the directors of the Group's companies are disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.
- 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 Group does not have any pending litigations which would impact its consolidated financial position.
  - (ii) The Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Parent Company and its subsidiary.

For LODHA & COMPANY

Chartered Accountants Firm Registration No. 301051E

Sd/-

R.P. Baradiya

Partner

Membership No. 44101

Place: Mumbai

BHNEXURE, REFERRED TO IN PARAGRAPH 1 UNDER THE HEADINGO "REPORT ON OTHER LEGAL AND



# REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF THE CLEARING CORPORATION OF INDIA LIMITED ON THE CONSOLIDATED FINANCIAL STATEMENTS

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we state that:

- 1. (a) The Parent Company and its Indian subsidiary has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
  - (b) The Parent Company and its Indian subsidiary has carried out physical verification of all its fixed assets during the year. In our opinion, the frequency of verification is reasonable considering the size of the Parent Company and its Indian subsidiary and the nature of its assets. No material discrepancies were noticed on such verification.
- 2. The Parent Company and its Indian subsidiary do not have any inventory. Therefore, the provisions of the clause 4 (ii) of the Order are not applicable to the Company.
- During the year, the Parent Company and its Indian subsidiary has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- 4. In our opinion and according to the information and explanations given to us, having regard to the explanation that some of the items purchased and sold are of the special nature in respect of which suitable alternative sources do not exist for obtaining comparable quotations, there are adequate internal control systems commensurate with the size of the Parent Company and its Indian subsidiary and nature of its business for purchase of inventory, fixed assets and with regard to the sale of services. During the course of our audit, no major weakness has been noticed in the aforesaid internal control systems.
- 5. In our Opinion and according to the information and explanations given to us, the Parent Company and its Indian subsidiary has not accepted any public deposits within the meaning of Section 73 to 76 or any other relevant provisions of the Act and rules framed thereunder.
- 6. According to the information and explanations given to us, the maintenance of cost records has not been prescribed by the Central Government under Section 148(1) of the Act for any of the activities of the Parent Company and its Indian subsidiary.
- 7. a) The Parent Company and its Indian subsidiary is generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to the Parent Company and its Indian subsidiary with the appropriate authorities. No undisputed amounts payable in respect of the aforesaid statutory dues were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.
  - b) According to the records of the Company, there are no dues of Income Tax, Sales Tax, Service Tax, Customs Duty, Wealth Tax, Excise Duty, Cess which have not been deposited on account of any dispute except the following:
- 8. The Parent Company and its Indian subsidiary has no accumulated losses as at the end of the year and it



Name of the Statute	Nature of Dues	Period to which it relates	₹ In Lakhs	Forum where dispute is pending
The Brihanmumbai Municipal Corporation Act, 1888	Property Tax	Financial Year 2011 - 12 to 2014-15	550	Reply against demand raised has been filed before the Municipal Corporation of Greater Mumbai
The Finance Act, 1994	Service Tax	October-2009 to June -2012	167	Reply to show cause cum demand notice will be filed before the Commissioner of Service Tax - Audit-II (Mumbai)

has not incurred any cash losses in the financial year ended on that date and in the immediately preceding financial year.

- 9. In our opinion and according to the information and explanations given to us and based on the documents and records produced before us there has been no default in repayment of dues to banks. There are no dues to financial institutions or debenture holders.
- 10. According to the information and explanations given to us, the Parent Company and its Indian subsidiary has not given any guarantee for loans taken by others from banks and financial institutions. Therefore, the provisions of the clause 4 (x) of the Order are not applicable to the Parent Company and its Indian subsidiary.
- 11. Based on the information and explanations given to us by the management, the Parent Company and its Indian subsidiary have not obtained any term loans during the year. Therefore, the provisions of the clause 4 (xi) of the Order are not applicable to the Parent Company and its Indian subsidiary.
- 12. During the course of our examination of the books and records of the Parent Company and its subsidiary, carried out in accordance with the generally accepted auditing standards in India and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Parent Company and its subsidiary, noticed or reported during the year, nor have we been informed of such case by the management.

For LODHA & COMPANY

Chartered Accountants Firm Registration No. 301051E

Sd/-

R.P. Baradiya

Partner

Membership No. 44101

Place: Mumbai Date: May 13, 2015



# CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2015

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			(₹ in lakhs
	Note No.	As at 31.03.2015	As at 31.03.2014
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	10,000	10,000
Reserves and Surplus	3	165,646	129,861
Non-Current Liabilities			
Deferred Tax Liabilities	4	966	148
Long-Term Provisions	5	743	577
Current Liabilities			
Trade Payables	6	205	126
Other Current Liabilities	7	585,838	521,755
Short-Term Provisions	8	2,635	2,697
TOTAL		766,033	665,164
ASSETS			
Non-Current Assets			
Fixed Assets	9		
-Tangible Assets		14,993	15,187
- Intangible Assets		2,933	830
-Capital Work-in-Progress		3	3
-Intangible Assets under Development-Software		1,389	1,319
Long-Term Loans and Advances	10	759	461
Other Non-Current Assets	11	225,771	182,566
Current Assets			
Current Investments	12	337,565	304,536
Trade Receivables	13	3,708	2,222
Cash and Bank Balances	14	164,094	144,906
Short-Term Loans and Advances	15	128	45
Other Current Assets	16	14,690	13,089
TOTAL		766,033	665,164

SIGNIFICANT ACCOUNTING POLICIES AND NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1-30

As per our attached report of even date

For and on behalf of *LODHA & CO*.

**CHARTERED ACCOUNTANTS** 

Firm Reg. No. 301051E

Sd/-

R.P.Baradiya

**PARTNER** 

Place : Mumbai

Date : May 13, 2015

Signatures to the Financial Statements and Notes thereon For and on behalf of the Board of Directors

Sd/- Sd/-

Shyamala Gopinath R. Sridharan

Chairperson Managing Director (DIN:02362921) (DIN:00868787)

Sd/-

O. N. Ravi

Company Secretary & Corporate Development Officer

Sd/-

M.S.Sundara Rajan Director

(DIN:00169775)

Sd/-

Deepak Chande

Chief Financial Officer



# STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2015

			(₹ in lakhs
	Note No.	As at 31.03.2015	As at 31.03.2014
Revenue from Operations			
Income from Operations	17	38,416	32,715
Other Operating Revenues	18	17,501	17,861
		55,917	50,576
Other Income	19	12,766	9,626
Total Revenue Expenses		68,683	60,202
Employee Benefits Expense	20	3,882	3,622
Finance Costs	21	1,039	886
Depreciation and Amortization Expense	22	1,199	2,177
Other Expenses	23	5,030	3,872
Total Expenses		11,150	10,557
Profit Before Tax for the Year		57,533	49,645
Tax Expense			
- Current Tax		18,737	16,873
- Deferred Tax		818	11
- Tax Adjustments relating to earlier years		(124)	-
Profit After Tax for the year		38,102	32,761
Earnings per Equity Share:			
-Basic		75.18	64.53
-Diluted (Equity Share of face value of ₹ 10 each)		75.18	64.53
SIGNIFICANT ACCOUNTING POLICIES AND NO	TES 1-30		
TO THE CONSOLIDATED FINANCIAL STATEMEN	NTS		
<b>As per our attached report of even date</b> For and on behalf of	_	nancial Statements an the Board of Director	
LODHA & CO. CHARTERED ACCOUNTANTS Firm Reg. No. 301051E	Sd/- Shyamala Gopinath Chairperson	Sd/- R. Sridharan Managing Director	Sd/- M.S.Sundara Rajan Director

Sd/-R.P.Baradiya **PARTNER** 

Place : Mumbai Date : May 13, 2015 Chairperson (DIN:02362921)

(DIN:00868787) Sd/-O. N. Ravi

Company Secretary & Corporate Development Officer

Director (DIN:00169775)

Sd/-Deepak Chande Chief Financial Officer



# CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakh
	2014-15	2013-14
A) CASH FLOW FROM OPERATING ACTIVITIES		
PROFIT BEFORE TAX	57,533	49,645
Add: Adjustments for:		
Depreciation and Amortization Expense	1,200	2,177
Wealth Tax (included under Rates & Taxes)	10	10
Interest on Taxes	55	14
Less: Adjustments for :		
Interest Income on Investments made out of Own Funds	12,323	9,55
Provision Written Back	19	10
Profit/(Loss) on Sale of Fixed Asset (net)	6	
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	46,450	42,27
Adjustments for :		
(Increase)/ Decrease in Non Current Assets / Current Assets	(44,131)	(69,075
Increase/(Decrease) in Non Current Liabilities / Current Liabilities	64,185	71,06
CASH GENERATED FROM OPERATIONS	66,504	44,26
Direct Taxes paid	(18,940)	(17,147
NET CASH FROM/(USED IN) OPERATING ACTIVITIES (A)	47,564	27,118
(B) CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(3,177)	(2,667
Sale of Fixed Assets	6	, ,
Interest Income on Investments made out of Own Funds	11,315	8,31
Purchase of Government of India Treasury Bills out of Own Funds	(4,140)	(4,673
Placement of Fixed Deposits with Banks made out of Own Funds	(128,185)	(110,697
Redemption of Fixed Deposits with Banks made out of Own Funds	108,946	84,52
Sale/Redemption of Investments out of Own Funds	4,673	
NET CASH FROM/(USED IN) INVESTING ACTIVITIES (B)	(10,562)	(25,194



# CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	2014-15	2013-14
(C) CASH FLOW FROM FINANCING ACTIVITIES		
Dividend/Dividend Distribution Tax paid	(2,252)	(890)
NET CASH FROM/ (USED IN) FINANCING ACTIVITIES (C)	(2,252)	(890)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	34,750	1,034
CASH AND CASH EQUIVALENTS		
OPENING BALANCE	12,825	11,791
CLOSING BALANCE		
Before adjustment of unrealised foreign exchange	47,236	12,414
Unrealised Foreign Exchange Restatement in Cash and Cash Equivalents	339	411
	47,575	12,825
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	34,750	1,034

# Note:

The above Cash Flow Statement has been prepared using the indirect method as per Accounting Standard AS-3.

As per our attached report of even date For and on behalf of

LODHA & CO.

**CHARTERED ACCOUNTANTS** Firm Reg. No. 301051E

Sd/-

R.P.Baradiya **PARTNER** 

Place : Mumbai Date : May 13, 2015 Signatures to the Financial Statements and Notes thereon

For and on behalf of the Board of Directors Sd/-Sd/-

R. Sridharan Shyamala Gopinath Chairperson Managing Director (DIN:02362921)

(DIN:00868787)

Sd/-

Sd/-

Director

M.S.Sundara Rajan

(DIN:00169775)

Sd/-Deepak Chande Company Secretary & Chief Financial Officer Corporate Development Officer

O. N. Ravi



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### NOTE 1: SIGNIFICANT ACCOUNTING POLICIES TO THE CONSOLIDATED FINANCIAL STATEMENTS (CFS)

The Consolidated Financial Statements relates to The Clearing Corporation of India Limited ("the Company" or "the Parent Company") and its wholly owned subsidiary Clearcorp Dealing Systems (India) Limited ("the Subsidiary Company"), collectively referred to as "the Group"

#### Significant Accounting Policies:

# (a) <u>Basis of preparation of Consolidated Financial Statements</u>:

The consolidated financial statements of the Company and its wholly owned subsidiary have been prepared to comply in all material respects with the Accounting Standards notified by the Companies (Accounting Standards) Rules, 2006, and relevant provisions of the Companies Act. The financial statements have been prepared under the historical convention on accrual basis.

The preparation of financial statements requires the management to make estimates and assumptions that have been considered in the reported amounts of assets and liabilities (including current liabilities) as of the date of the consolidated financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in preparation of the consolidated financial statements as prudent and reasonable. Future results could differ from these estimates.

#### (b) Principles of consolidation:

The consolidated financial statements of the Parent Company and the Subsidiary have been prepared in accordance with the consolidation procedures prescribed under AS 21 'Consolidated Financial Statements'.

The consolidated financial statements have been prepared on the following basis:

- (i) The financial statements of the Parent Company and the Subsidiary have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses after eliminating intra-group balances / transactions and resulting profits in full.
- (ii) The consolidated financial statements are presented, to the extent possible, in the same format as that adopted by the Parent Company for its standalone financial statements.
- (iii) The consolidated financial statements are prepared using uniform accounting policies across the Group.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

#### (c) Particulars of the Subsidiary:

Name of the Company	Subsidiary w.e.f	Counrty of incorporation	Percentage of voting rights as on 31.03.2015	Reporting date	Financial Statements	Relationship
Clearcorp Dealing Systems (India) Limited	11.07.2003	India	100%	31.03.2015	Audited	Subsidiary

# (d) Revenue Recognition:

- (i) Revenue from Services is recognized as and when the Service is performed as per the relevant agreements.
- (ii) Non-refundable one time membership fee is recognised as income in the year in which respective settlement operations commence or in the year in which the membership of the applicant is approved, whichever is later.
- (iii) In case of investment in discounted securities/instruments the discount is accrued over the period to maturity and included in Income from Investments.
- (iv) Dividend Income is recognized when the right to receive is established.
- (v) Other Revenue Income is recognised as and when there is a reasonable certainty of ultimate realisation.

# (e) Fixed Assets and Depreciation:

- (i) Fixed assets are stated at cost which comprises of purchase price, freight, duties, taxes, cost of installation and other incidental expenses incurred towards acquisition and installation of such assets.
- (ii) Expenses incurred towards acquisition or development of software by an external vendor is capitalized as Computer Software.
- (iii) Depreciation on Tangible assets is provided on Straight Line Method (SLM) over the useful lives of assets as prescribed under Part C of Schedule II of the Companies Act 2013 except for the following:
  - a) Assets whose cost is ₹5,000 or less are fully written off in the year of acquisition, and;
  - b) Furniture and fittings (Chairs), which are depreciated over 5 Years.

Amortization of Intangible Assets is based on Internal technical assessment/advice. Intangible asset whose cost is ₹5,000 or less are fully written off in the year of acquisition.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

The Estimated useful life of assets considered for providing depreciation/amortization are as under:

Asset	Useful Life (In Years)
Buildings- Residential	60
Buildings - Office	60
Computer Systems - Hardware	3-6
Electrical Installations and Equipment	10
Furniture and fittings	5-10
Office Equipment	5
Computer Software	3

# (f) Investments:

- (i) Current investments are carried at the lower of the cost and fair value.
- (ii Long term investments are stated at cost less amortised premium.

# (g) Employee Benefits:

Short term Employee Benefits are estimated and provided for. Post Employment Benefits and Other Long term Employee Benefits are treated as follows:

# (i) Defined Contribution plans:

- (a) Provident Fund: The provident fund plan is operated by Regional Provident Fund Commissioner (RPFC) and the contribution thereof is paid/provided for.
- (b) Superannuation Fund: Superannuation benefit for the eligible employees is covered by Superannuation Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for.

Contributions to the defined contribution plans are charged to Statement of Profit & Loss for the respective financial year.

# (ii) <u>Defined Benefits plans:</u>

Gratuity: Gratuity for employees is covered by Gratuity Scheme with Life Insurance Corporation of India and the contribution thereof is paid/provided for. Provision for Gratuity is made as per actuarial valuation as at the end of the year.

Actuarial gains/losses at the end of the year accrued to the defined benefit plans are taken to the Statement of Profit & Loss for the respective financial year and are not deferred.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

# (iii) Other Long Term Benefits:

Long term compensated absences: Provision for Leave encashment is made on the basis of actuarial valuation as at the end of the year.

# (h) Income Tax:

Provision for current tax is made on the basis of relevant provisions of the Income tax Act, 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable/virtual certainty that these would be realised in future.

#### (i) Foreign Currency Transactions:

Revenue Transactions in foreign currency are recorded at the rate of exchange in force at the date of transactions. Foreign Currency assets and liabilities are stated at the rate of exchange prevailing at the year end and resultant gains/losses are recognized in the Statement of Profit and Loss.

# (j) Provisions and Contingent Liabilities:

Provisions are recognised for liabilities that can be measured only by using a substantial degree of estimation, if -

- i) the Group has a present obligation as a result of past event,
- ii) a probable outflow of resources is expected to settle the obligation and
- iii) the amount of the obligation can be reliably estimated.

Contingent Liability is disclosed in the case of -

- i) a present obligation arising from a past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- ii) a possible obligation, unless the probability of outflow of resources is remote.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, such reimbursement is recognised to the extent of provision or contingent liability, as the case may be, only when it is virtually certain that the reimbursement will be received.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

	As at 31.	03.2015	As at 31.0	03.2014
NOTE 2 : SHARE CAPITAL	Number	₹ in lakhs	Number	₹ in lakhs
Authorised Redeemable, Non Convertible, Cumulative Preference Shares of ₹10 each	50,000,000	5,000	50,000,000	5,000
Equity Shares of ₹10 each	50,000,000	5,000	50,000,000	5,000
	100,000,000	10,000	100,000,000	10,000
Issued, Subscribed and Paid up 8.5% Redeemable, Non Convertible, Cumulative Preference Shares of ₹10 each	50,000,000	5,000	50,000,000	5,000
Equity Shares of ₹10 each	50,000,000	5,000	50,000,000	5,000
TOTAL	100,000,000	10,000	100,000,000	10,000

#### Notes:

(a) There has been no change in the number of Equity Shares & Preference Shares outstanding at the beginning of the current year and the previous year.

# (b) Rights Attached to Equity Shares

#### Voting Rights:

The Company has only one class of Equity Shares having a par value of ₹10 per share. Each Equity Shareholder is entitled to one vote per share.

#### Dividend:

The dividend recommended by the Board of Directors is subject to the approval of shareholders in the Annual General meeting and would be paid in proportion to the amount of capital paid-up on shares.

# Winding up:

If any assets are available for distribution upon liquidation in terms of the provisions of the Act, it will be distributed in proportion to the capital paid-up or which ought to have been paid up at the commencement of winding up.

#### (c) Terms of Preference Shares

The Company has only one class of Preference Shares being Redeemable, Cumulative, Non-convertible and Non-participating Preference Shares. The shareholders have right to vote only on resolutions which directly affect their interest. The Preference Shareholders are entitled to dividend @ 8.50% p.a. and shares are redeemable on March 23, 2018.

In the event of liquidation, Preference Shares will have preferential right of return of amount paid-up on the shares together with the arrears of cumulative preferential dividend, if any, due on the date of winding up but shall not have further right or claim over the surplus assets of the Company.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(d) Shares in the Company held by each shareholder holding more than 5 percent shares specifying the number of shares held are as follows-

_	_			
Name of Shareholder	As at 31.0	3.2015	As at 31.0	3.2014
Name of Shareholder	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Equity Shares:				
State Bank of India	13,000,000	26.00	13,000,000	26.00
Life Insurance Corporation of India	5,000,000	10.00	5,000,000	10.00
STCI Finance Limited	5,000,000	10.00	5,000,000	10.00
IDBI Bank Limited	3,750,000	7.50	3,750,000	7.50
ICICI Bank Limited	2,750,000	5.50	2,750,000	5.50
8.5% Redeemable, Non Convertible, Cumulative Preference Shares :				
The Kalupur Commercial Co-operative Bank Limited	19,000,000	38.00	19,000,000	38.00
Kotak Mahindra Bank Ltd.	8,000,000	16.00	8,000,000	16.00
The South Indian Bank Limited	5,000,000	10.00	5,000,000	10.00
The Karur Vysya Bank Ltd.	5,000,000	10.00	5,000,000	10.00
The Federal Bank Ltd.	5,000,000	10.00	5,000,000	10.00
Yes Bank Ltd.	5,000,000	10.00	5,000,000	10.00

<sup>(</sup>e) For the period of five years immediately preceding the date of the Balance Sheet, the Company has not

i) Allotted any shares as fully paid up pursuant to contracts without payment being received in cash; or

ii) Allotted any shares as fully paid up bonus shares; or

iii) Bought back any of its Equity Shares.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

327

8,500

20,000

6,605

129,861

	As at 31.03.2015	As at 31.03.2014
NOTE 3 : RESERVES AND SURPLUS		
General Reserve		
Opening Balance	39,256	30,756
Add: Transferred from Surplus	18,500	8,500
Closing Balance	57,756	39,256
Settlement Reserve Fund {Refer Note below}		
Opening Balance	84,000	64,000
Add: Transferred from Surplus	16,057	20,000
Closing Balance	100,057	84,000
Surplus		
Opening Balance	6,605	4,596
Add: Net Profit After Tax transferred from Statement of Profit & Loss	38,102	32,761
Amounts available for Appropriation	44,707	37,357
Appropriations :		
- Proposed Dividend on Equity Shares	1,500	1,500
- Proposed Dividend on Preference Shares	425	425

# Notes:

- Dividend Distribution Tax

**Closing Balance** 

- Transfer to General Reserve

- Transfer to Settlement Reserve Fund

**TOTAL** 

Settlement Reserve Fund represents amounts set aside from the Profits from time to time as may be considered appropriate by the Board of Directors, to ensure that there are sufficient assigned financial resources which may be utilized for meeting claims in relation to any default, consequences of operational failures and any loss on account of settlement bank failure or of failure of any bank/institution with which investments are made or which operates as custodian for such investments. Bank Deposits/Current Investments amounting to ₹84,000 lakhs (Previous year - ₹64,000 lakhs) are earmarked for this purpose.

392

18,500

16,057

7,833

165,646



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs
	As at 31.03.2015	As at 31.03.2014
NOTE 4 : DEFERRED TAX LIABILITIES		
Deferred Tax Liabilities		
Arising out of timing difference in depreciation	1,392	657
<u>Less: Deferred Tax Assets</u>		
Arising out of timing difference in respect of expenses allowable on payment basis	426	509
TOTAL	966	148
NOTE 5 : LONG TERM PROVISIONS		
Provision for Employee Benefits	743	577
TOTAL	743	577
NOTE 6 : TRADE PAYABLES		
Due to Creditors other than Micro and Small Enterprises	199	120
Due to Micro and Small Enterprises	6	6
TOTAL	205	126
NOTE 7 : OTHER CURRENT LIABILITIES		
Creditors for Capital Expenses {Refer Note (a) below}	1,092	1,199
Interest Accrued but not Due	1,765	1,530
Deposits from Members {Refer Note (b) below}	581,858	517,832
Statutory Dues payable	435	579
Other payables {Refer Note (c) below}	688	615
TOTAL	585,838	521,755

# Notes:

(a) Creditors for Capital Expenses includes ₹7 lakhs ( Previous year ₹6 lakhs ) due to Micro and Small Enterprises.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(b) 'Deposits from Members' represents collaterals received in the form of cash. Total collaterals received from members and outstanding at the end of the year are as under:

received from members and outsta		,	(₹ in lakhs)	
Particulars	Cash	Govt. Securities #	Guarantees	
Securities Settlement	218,160	3,026,573		
	(206,327)	(2,581,086)		
Forex Settlement	323,017		75,109	**
	(272,483)		(72,120)	**
CBLO Settlement	33,312	* 25,656,955	265,000	@
	(38,922)	* (21,586,019)	(265,000)	@
Default Fund - Forex Forwards	7,369	173,815		
	(100)	(113,555)		
TOTAL	581,858	28,857,343	340,109	
	(517,832)	(24,280,660)	(337,120)	

Figures in brackets represent amount outstanding as at the end of the previous year.

The Collaterals received in the form of cash have been invested as under and are included in respective accounts:

(₹ in lakhs)

	As on 31.03.2015	As on 31.03.2014
US Government Treasury Bills (under Current Investments)	284,055	264,342
Government of India Treasury Bills (under Current Investments) Balance in Bank Accounts	49,370	35,521
- In Current Accounts	41,364	10,169
- In Deposit Accounts	207,069	207,800
	581,858	517,832

<sup>#</sup> Collaterals received in the form of Government Securities are held under Constituent Subsidiary General Ledger (CSGL) Account with Reserve Bank of India.

<sup>\*</sup> Equivalent to US Dollars 5,16,078 thousands (Previous year - US Dollars 4,53,384 thousands).

<sup>\*\*</sup> Represents facility extended by Royal Bank of Scotland PLC to State Bank of India (SBI) amounting to USD 1,20,000 thousands (Previous year USD 1,20,000 thousands), exclusively for SBI's obligations towards the Company, undertaking to meet liability arising out of any default by SBI in CLS Settlement Operations.

The Company has accepted Bank Guarantees as additional collaterals

<sup>(</sup>c) Other payables includes ₹3 lakhs ( Previous year - Nil ) due to Micro and Small Enterprises



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015 (₹ in lakhs)

		(K III takiis)
	As at 31.03.2015	As at 31.03.2014
NOTE 8 : SHORT TERM PROVISIONS		
Provision for Employee Benefits	318	442
Provision for Taxation (Net of Advance)	-	3
Proposed Dividends	1,925	1,925
Provision for Dividend Distribution Tax	392	327
TOTAL	2,635	2,697



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

1.1	NOTE 9: FIXED ASSETS			,			,			(₹ in lakhs)
			Gross Block	Block			Accumulated Depreciation	epreciation		Net Block
	Particulars	Opening Balance	Additions	Disposal	Closing Balance	Opening Balance	Depreciation for the year	On Disposals	Closing Balance	As on 31.03.2015 (31.03.2014)
La	Tangible Assets									
ш	Freehold Land	1,320 (1,320)			1,320 (1,320)					1,320 (1,320)
	Buildings - Residential	1,139		-	1,139	168	17 (19)	-	185 (168)	954 (971)
	Buildings - Office	11,370		-	11,370	499 (314)	171 (185)	-	670 (499)	10,700 (10,871)
	Computer Systems Hardware	3,146 (2,487)	423 (690)	73 (31)	3,496 (3,146)	2,428 (2,306)	170 (153)	73	2,525 (2,428)	971 (718)
	Furniture and fittings	577 (549)	(28)	(0)	583 (577)	347 (238)	39 (108)	0)	386 (347)	197 (230)
	Electrical Installations and Equipment	1,557 (1,541)	6 (16)	8 -	1,555 (1,557)	831 (529)	97 (301)	8 -	920 (831)	635 (726)
	Office Equipment	866 (862)	(9) 6	10 (3)	(998)	514 (360)	145 (158)	10 (3)	649 (515)	216 (351)
	Total	19,974 (19,268)	444 (740)	91 (34)	20,327 (19,974)	4,787 (3,896)	639 (924)	91 (34)	5,334 (4,787)	14,993 (15,187)
	Intangible Assets Computer Software	10,292 (8,823)	2,663 (1,469)		12,955 (10,292)	9,462 (8,209)	561 (1,253)		10,023 (9,462)	2,933 (830)
	Total	10,292 (8,823)	2,663 (1,469)		12,955 (10,292)	9,462 (8,209)	561 (1,253)		10,023 (9,462)	2,932 (830)
	Grand Total	30,266 (28,091)	3,107 (2,209)	91 (34)	33,282 (30,266)	14,249 (12,104)	1,200 (2,177)	91 (34)	15,357 (14,249)	17,926 (16,017)

Notes:

<sup>1</sup> Freehold Land represents allocated cost of land related to office building at Dadar (Mumbai), the conveyance for which is yet to be executed in favour of the Parent Company.

<sup>2</sup> Cost of building under "Building - Residential" includes ₹14,000 paid towards 14 shares of ₹1,000 each of an Apartment Condominium.

<sup>3 &</sup>quot;0" denotes amount less than ₹1 lakh

<sup>4</sup> Figures in brackets represent corresponding amounts in the previous year.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	As at 31.03.2015	As at 31.03.2014
NOTE 10: LONG TERM LOANS AND ADVANCES (Unsecured, Considered Good)		
Capital Advances	-	0 *
Security Deposits {Refer Note below}	65	65
Advance Tax (Net of tax Provision)	694	396
TOTAL	759	461

#### Note:

'Security Deposits' includes a deposit of ₹38 lakhs (Previous year - ₹38 lakhs), paid by the Developers of Office Premises at Dadar to The Municipal Corporation of Greater Mumbai for basement area, yet to be transferred in the name of the Parent Company.

# **NOTE 11: OTHER NON CURRENT ASSETS**

Bank Deposits with original maturity of more than 12 months {Refer Note (a),(b) and (c) below}	225,715	182,385
Interest Accrued on Deposits with Banks	5	5
Service Tax Input Credit	-	147
Prepaid Expenses	51	29
TOTAL	225,771	182,566

#### Notes:

- (a) Bank Deposits with original maturity of more than 12 months includes deposits amounting to ₹57,420 lakhs (Previous year ₹39,860 lakhs) earmarked for Settlement Reserve Fund.
- (b) Bank Deposits with original maturity of more than 12 months includes deposits amounting to ₹49,600 lakhs (Previous year ₹41,500 lakhs) marked as lien by the various banks against overdraft limits sanctioned by them. The total overdraft limits sanctioned by these banks amounts to ₹43,544 lakhs (Previous year ₹36,175 lakhs). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).
- (c) Bank Deposits with original maturity of more than 12 months comprises of deposits amounting to ₹50 lakhs (Previous Year ₹50 lakhs) kept with Bank of Baroda, under lien in favour of Forex Dealers Association of India (FEDAI).

<sup>\*</sup> denotes amount less than ₹1 lakh



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

							(	(₹ in lakhs
					As at 31.03	.2015	As at 31.0	3.2014
QU	TE 12: CURRENT INVESTM DTED : estment in Government Se		r Note below	}		337,565		304,536
		TOTAL		_		337,565		304,536
Note	e : Details of Current Inves	stments						
Sr. No.	Investment	No. of Sha	res / Units	Quoted / Unquoted	Partly Paid / Fully paid	Amount	: (₹in lakhs)	Whether stated at Cost
		As at 31.03.2015	As at 31.03.2014			As at 31.03.2015	As at 31.03.2014	
	Investments in Government Securities							
(i)	US Government Treasury Bills (Fair Value ₹2,84,137 lakhs, Previous year ₹2,64,398 lakhs)	4,540,000	4,400,000	Quoted	Fully paid	284,055	264,342	Cost
(il)	Government of India Treasury Bills ( Fair Value ₹56,212 lakhs, Previous year - ₹41,468 lakhs )	E 72 04 2E0	42 500 500	Ousted	Fully maid	E2 E40	40.404	Cont
	, , ,	5,72,81,250	42,599,500	Quoted	Fully paid	53,510	40,194	Cost

# NOTE 13: TRADE RECEIVABLES

(Unsecured, Considered Good)

TOTAL	3,708	2,222
Trade Receivables outstanding for a period less than six months from the date they are due for payment	3,708	2,222



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015 (₹ in lakhs)

		(\ III takii
	As at 31.03.2015	As at 31.03.2014
NOTE 14: CASH AND BANK BALANCE		
(A) Cash and Cash Equivalents		
Balances with Banks		
in Current Accounts	43,734	12,724
in Deposit Accounts (original maturity of upto 3 months)	3,840	100
	47,574	12,824
Cash on Hand	1	1
	47,575	12,825
(B) Other Bank Balances		
Bank Deposits with original maturity upto 3 months {Refer Note (a) below}	1,500	-
Bank Deposits with original maturity of more than 3 month but upto 12 months {Refer Note (b) and (c) below}	s 115,019	132,081
	116,519	132,081
TOTAL	164,094	144,906

#### Notes:

- (a) Bank Deposits with original maturity upto 3 months includes deposits amounting to ₹1500 lakhs (Previous year Nil) marked as lien by a bank against overdraft limit sanctioned. The overdraft limits sanctioned by this bank amounts to ₹1,350 lakhs (Previous year Nil). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).
- (b) Bank Deposits with original maturity of more than 3 months but upto 12 months includes bank deposits amounting to ₹25,590 lakhs (Previous year ₹22,655 lakhs) earmarked for Settlement Reserve Fund.
- (c) Bank Deposits with original maturity of more than 3 months but upto 12 months includes deposits amounting to ₹26,200 lakhs (Previous year ₹3,500 lakhs) marked as lien by various banks against overdraft limits sanctioned by them. The total overdraft limits sanctioned by these banks amounts to ₹24,540 lakhs (Previous year ₹3,075 lakhs). Outstanding Overdraft as on 31.03.2015 Nil (Previous year Nil).



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs) As at 31.03.2015 As at 31.03.2014 NOTE 15: SHORT TERM LOANS AND ADVANCES (Unsecured, Considered Good) 128 45 Advances to suppliers and Others 45 128 TOTAL **NOTE 16: OTHER CURRENT ASSETS** Interest Accrued on Deposits with Banks 11,194 11,328 Interest Accrued on Current Investments 2,681 1,297 Service Tax Input Credit 433 219 **Prepaid Expenses** 279 197 Others 103 48 14,690 13,089 TOTAL For the year ended For the year ended 31.03.2015 31.03.2014 NOTE 17: INCOME FROM OPERATIONS Transaction Charges - Clearing & Settlement 35,058 30,051 Transaction Charges - Trading 2,539 2,055 819 609 Other fees and charges **TOTAL** 32,715 38,416



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

		(₹ in lakhs)
	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 18: Other Operating Revenues		
Interest / Income on investments made out of Operational Fu	nds	
-Income on Current Investments	4,089	1,292
-Interest on Fixed Deposits with Banks	19,821	23,514
	23,910	24,806
Less: Interest Paid on Deposits from Members	6,409	6,945
TOTAL	17,501	17,861
NOTE 19: Other Income		
Interest / Income on Investments made out of Own Funds		
-Income on Current Investments	619	503
-Interest on Fixed Deposits with Banks	11,705	9,050
	12,324	9,553
Profit on Sale of Fixed Assets (net)	6	2
Net Profit on Foreign Currency Transaction and Translation	1	-
Others {Refer Note below}	435	71
TOTAL	12,766	9,626

#### Note:

'Others' include ₹379 lakhs (Previous year Nil) received from Reserve Bank of India being reimbursement of costs relating to earlier years towards Trade Repository system.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs

	(₹ in lakhs)
For the year ended 31.03.2015	For the year ended 31.03.2014
3,185	2,883
490	531
207	208
3,882	3,622
55	14
984	872
1,039	886
638	924
561	1,253
1,199	2,177
	31.03.2015  3,185 490 207  3,882  55 984  1,039

# Note:

Pursuant to the Companies Act, 2013 ("the Act") coming in to effect from 1st April,2014, the Group has realigned the remaining useful life of its fixed assets in accordance with the provisions prescribed under Schedule II to the Act. Accordingly, assets which have written down value as at 01.04.2014 (net of residual value) is being depreciated over the revised remaining useful lives. Consequently, the depreciation and amortization expense for the year ended 31st March, 2015 is lower by ₹ 696 lakhs (net of deferred tax ₹356 lakhs).



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

₹ in lakhs)

		(₹ in lakhs)
	For the year ended 31.03.2015	For the year ended 31.03.2014
NOTE 23: OTHER EXPENSES	_	
Power and Fuel	432	373
Rent	1	14
Repairs and Maintenance -Buildings	102	87
Repairs and Maintenance -Computer Systems and Equipment	1,332	1,208
Repairs and Maintenance -Others	91	80
Insurance	12	10
Rates and Taxes #	279	214
Communication Expenses	348	279
CLS Settlement Charges	796	812
Net Loss on Foreign Currency Transaction and Translation	-	4
Professional Fees	209	209
CSR Expense - Contribution to Prime Minister's National Relief Fu	und 779	-
Payment to Auditors	17	15
Others	632	567
TOTAL	5,030	3,872

# NOTE 24: CONTINGENT LIABILITIES AND COMMITMENTS

			(₹ in lakhs)
	Particulars	As at 31.03.2015	As at 31.03.2014
<u>(i) (</u>	Contingent Liabilities		
(a)	Cases where litigations are pending before the various Courts of Law	-	-
(b)	Other disputed matters(other than in courts of law):		
	Property Tax	550	-
	Service Tax ( net of input credit of ₹116 lakhs and including interest of ₹78 lakhs upto the end of the year)	167	-
<u>(ii)</u>	Commitments		
	Estimated amount of contracts remaining to be executed on capital account and not provided for	1,831	76
	TOTAL	2,548	76



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

# NOTE 25: EMPLOYEE BENEFITS - GRATUITY

In terms of the Group's gratuity plans, on leaving of service every employee who has completed atleast five years of service gets a gratuity computed at the rate of 30 days of last drawn salary for each completed year service. The Gratuity Scheme of the Group is funded with Life Insurance Corporation of India (LIC) in the form of qualifying insurance policy. In accordance with the Accounting Standard on employee benefits (AS 15) revised 2005 notified by the Companies (Accounting Standards) Rules 2006, following disclosures have been made which is based on Actuarial Valuation provided by Independent Actuary/LIC.

(₹ in lakhs)

Description	Gratu	Gratuity		
Description	2014-15	2013-14		
A. Amount recognised in the Statement of Profit and Loss for the year				
- Current Service Cost	76	62		
- Interest Cost	76	41		
- Expected Return on Plan Assets	(57)	(49)		
- Net actuarial (Gain) / Loss recognized during the year	117	241		
- Total Expenses recognized in the Statement of Profit and Loss	212	295		
B. Actual Return on Plan Assets				
- Actual Return of Plan Assets	70	49		
C. Amount recognised in the Balance Sheet				
- Present Value of Obligation	(804)	816		
- Fair Value of Plan Assets	1157	653		
- Funded status {surplus / (deficit)}	70	(163)		
- Net Asset/(Liability) recognized in the Balance Sheet	70	(163)		
D. Change in Present Value of Obligation				
- Present Value of Obligation at the beginning of the year	816	511		
- Current Service Cost	76	62		
- Interest Cost	76	41		
- Benefits paid	(12)	(39)		
- Actuarial (Gain) / Loss on Obligation	131	241		
- Present Value of Obligation at the end of the year	1087	816		



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015 (₹ in lakhs)

		(₹ III takiis
Description	Grat	uity
Description	2014-15	2013-14
E. Change in Plan Assets		
- Fair Value of Plan Assets at the beginning of the year	653	528
- Expected Return on Plan Assets	57	49
- Contributions Made	445	115
- Benefits Paid	(12)	(39)
- Actuarial Gains / (Loss) on Plan Assets	14	_
- Fair Value of Plan Assets at the end of the year	1157	653
F. Major categories of Plan Assets as a percentage of total plan	100% Insura	ance Policy
G. Actuarial Assumptions		
- Discount Rate	8.00%	8.00%
- Expected Rate of Return on assets	8.00%	8.75%
- Employee Attrition Rate	3%	1%-3%
- Mortality Rate/Table	Indian Assured Lives Mortality (2006-08)	LIC(1994-96) Ultimate
- Future salary increase	8.00%	8.00%

#### Notes:

- (a) Disclosure with respect to experience adjustments to Plan Assets and Liabilities has not been furnished as the relevant data is not readily available.
- (b) Actuarial Valuation has been done using Projected Unit Credit Method.
- (c) Estimated amount of contribution to be made in the next financial year ₹102 lakhs (Previous year ₹163 lakhs).
- (d) Amounts Recognised as Expense:

# (i) Defined Contribution Plan

- (1) Employer's Contribution to Provident Fund amounting to ₹175 lakhs (Previous year ₹151 lakhs) has been included in Note 20 under Contribution to Provident Fund and Other Funds.
- (2) Employer's Contribution to Superannuation Fund amounting to ₹81 lakhs (Previous year ₹65 lakhs) has been included in Note 20 under Contribution to Provident Fund and Other Funds.

# (ii) Defined Benefit Plan

Gratuity cost amounting to ₹212 lakhs (Previous year - ₹295 lakhs) has been included in Note 21 under Contribution to Provident and Other Funds.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

# NOTE 26: BASIC AND DILUTED EARNINGS PER SHARE

Basic and Diluted Earning Per Share is calculated as under:

	Particulars	2014-15	2013-14
(i)	Net profit as per Consolidated Statement of Profit & loss (₹ in lakhs)	38,102	32,761
(ii)	Dividend on Preference Capital & Dividend Distribution tax thereon (₹ in lakhs)	512	497
(iii)	Net Profit attributable to Equity Shareholders (₹ in lakhs)	37,590	32,264
(iv)	Number of Equity Shares outstanding at the beginning of the year	50,000,000	50,000,000
(v)	Number of Equity Shares outstanding at the end of the year	50,000,000	50,000,000
(vi)	Weighted Average Number of Equity Shares outstanding during the year	50,000,000	50,000,000
(vii)	Nominal value of Equity shares (Amt. in ₹)	10.00	10.00
(viii)	Basic and Diluted Earnings Per share (Amt. in ₹)	75.18	64.53

# **NOTE 27: RELATED PARTIES DISCLOSURES:**

(A) List of Related Parties and their relationship

Parties with whom transactions have been entered into during the year in the ordinary course of the business:

(i) Party having Substantial Interest

State Bank of India

(ii) Key Management Personnel

Mr. R. Sridharan - Managing Director

Mr.O.N.Ravi - Company Secretary & Corporate Development Officer

Mr. Deepak Chande - Chief Financial Officer (w.e.f 25.08.2014)



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

# (B) Details of transactions entered into during the year:

(₹ in lakhs)

Nature of Relationship	Party having substantial interest	Key Management Personnel
Particulars	·	
Income from Operations	1,417	
	(908)	
Interest on deposits from members	182	
	(114)	
Remuneration		
- Mr. R. Sridharan		44
mi. K. Shuharan		(40)
- Mr.O.N.Ravi		86
- MI.O.N.Navi		(65)
- Mr. Deepak Chande		36
- Mr. Deepak Chande		(-)
Outstanding Balance as at the year end:	·	
Receivable	89	
	(44)	
Payable	54	
	(60)	
Collaterals outstanding - Cash	16,353	
	(18,607)	
Collaterals outstanding - Securities (at face value)	13,69,638	
{Refer Note (c) below}	(20,57,538)	
Collaterals outstanding - Guarantees	75,109	
{Refer Note (d) below}	(72,120)	
Payable		
- Mr. R. Sridharan		3
		(1)
- Mr.O.N.Ravi		1
		(3)
- Mr. Deepak Chande		1
		(-)

# Notes:

- (a) Figures in brackets represent corresponding amounts in the previous year.
- (b) Transactions with State Bank of India in the nature of banker-customer relationship have been excluded.
- (c) Collaterals received in the form of Government Securities are held under Constituent Subsidiary General Ledger (CSGL) Account with Reserve Bank of India.



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

- (d) Collaterals outstanding Guarantees represent USD 1,20,000 thousands (Previous year USD 1,20,000 thousands).
- (e) The amounts are inclusive of Service Tax wherever applicable.
- (f) No amounts have been written off / provided for or written back during the year in respect of amounts due from or to related parties.
- (g) The above related party information has been disclosed to the extent such parties have been identified by the Group. This has been relied upon by the Auditors.

#### **NOTE 28:**

The disclosure in respect of Segment information as per Accounting Standard - 17 "Segment Reporting" for the year ended 31st March, 2015 is as under:

The Group has identified segments viz. Clearing and Settlement Services and Trading Services. 'Clearing and Settlement Services' comprises of facilitating 'Clearing and Settlement of securities/foreign exchange/money market instruments' and activities incidental thereto. 'Trading services' comprises of facilitating 'Trading of securities/ foreign exchange/money market instruments' and activities incidental thereto. Segments have been identified and reported taking into account nature of services, the differing risks and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Group.

(₹ in lakhs)

		2014-15			2013-14		
Particulars	Clearing & Settlement Services	Trading Services	Total	Clearing & Settlement Services	Trading Services	Total	
REVENUE							
Revenue from Operations (External)	53,013	2,904	55,917	48,245	2,331	50,576	
Total Revenue from Operations	53,013	2,904	55,917	48,245	2,331	50,576	
RESULT							
Segment Result	43,724	1,044	44,768	39,486	533	40,019	
Add: Other Income			12,766			9,626	
Profit Before Tax	43,724	1,044	57,534	39,486	533	49,645	
Tax Expense							
- Current Tax			18,737			16,873	
- Deferred Tax			818			11	
- Tax Adjustments relating to earlier years			(124)			-	
Profit After Tax			38,103			32,761	



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

		2014-15			2013-14		
Particulars	Clearing & Settlement Services	Trading Services	Total	Clearing & Settlement Services	Trading Services	Total	
OTHER INFORMATION							
Assets							
Segment Assets	761,627	4,406	766,033	661,713	3,543	665,256	
Total Assets	761,627	4,406	766,033	661,713	3,543	665,256	
Liabilities							
Segment Liabilities	589,896	491	590,387	525,041	354	525,395	
Total Liabilities	589,896	491	590,387	525,041	354	525,395	
Capital Expenditure							
Segment Capital Expenditure	2,060	1,047	3,107	1,837	372	2,209	
Total Capital Expenditure	2,060	1,047	3,107	1,837	372	2,209	
Depreciation/Amortisation							
Segment Depreciation/Amortisation	1,019	180	1,199	1,908	269	2,177	
Total Depreciation/Amortisation	1,019	180	1,199	1,908	269	2,177	



# NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015 NOTE 29: DISCLOSURE IN RESPECT OF DERIVATIVE INSTRUMENTS AND UNHEDGED FOREIGN EXPOSURE

- (a) During the year the Group has not entered into any transaction of Derivative Financial Instrument.
- (b) Following are the particulars of material foreign currency exposures not hedged by any derivative instrument:

	As at 31.	03.2015	As at 31.03.2014		
PARTICULARS	Amount in US Dollars ( in Thousands )	Amount in INR (₹in lakhs)	Amount in US Dollars ( in Thousands )	Amount in INR (₹ in lakhs)	
ASSETS					
US Govt. Treasury Bills	453,828	284,055	439,839	264,342	
Bank Balance in Current Accounts	62,327	39,011	13,624	8,188	
Accrued Interest on US T Bills	79	49	178	107	
Total	516,234	323,115	453,641	272,637	
LIABILITIES					
Deposits from Members	516,078	323,017	453,384	272,483	
Interest payable to Members	143	89	142	85	
Bank Charges Payable	147	92	115	69	
Creditors for Capital Expenses	180	113	-	-	
Total	516,548	323,311	453,641	272,637	
Net Assets / (Liabilities)	(314)	(196)	-	-	

# **NOTE 30:**

This is the first year of applicability with regard to preparation of consolidated financial statements. Accordingly, current year's presented figures are audited and previous year's presented figures are unaudited.

# For and on behalf of the Board of Directors

Sd/- Sd/- Sd/-

Shyamala Gopinath
Chairperson
(DIN:02362921)

R. Sridharan
Managing Director
(DIN:00868787)

M.S.Sundara Rajan
Director
(DIN:00169775)

Sd/- Sd/-

Place : Mumbai O. N. Ravi Deepak Chande

Date : May 13, 2015 Company Secretary & Chief Financial Officer

Corporate Development Officer



# ADDITIONAL INFORMATION TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2015

(₹ in lakhs)

	Net Assets i.e. tot total liab		Share in profit or loss		
Name of the entity in the	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	
Parent					
The Clearing Corporation Of India Limited	98	172,551	98	37,205	
Subsidiaries - Indian					
Clearcorp Dealing Systems (India) Limited	2	3,095	2	897	
Subsidiaries - Foreign					
None	-	-	-	-	
Minority Interest					
None	-	-	-	-	
Joint Ventures					
None	-	-	-	-	
TOTAL	100	175,646	100	38,101	



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