

KOSAMATTAM FINANCE LIMITED
STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED MARCH 31, 2018

Amount in Lakhs

PARTICULARS	Note No	6 months ended	6 months ended	Current Year	Previous Year ended
		31/03/2018	31/03/2017	ended 31/03/2018	31/03/2017
		Audited	Audited	Audited	Audited
Revenue from Operations	20	23,428.47	18,533.71	42,364.40	34,963.20
Other Income	21	600.65	177.24	696.46	262.02
Total Revenue		24,029.12	18,710.95	43,060.86	35,225.23
Expenses:					
Employee Benefit Expense	22	3,252.18	2,618.49	5,782.24	5,012.05
Finance Costs	23	13,895.69	11,621.72	26,143.23	21,927.67
Depreciation and Amortization Expense	24	595.63	604.59	1,131.08	1,214.31
Other Expenses	25	2,781.99	2,284.94	5,117.42	4,411.40
Total Expenses		20,525.49	17,129.74	38,173.97	32,565.43
Profit before Exceptional, Extraordinary and Prior Period		3,503.62	1,581.21	4,886.89	2,659.80
Exceptional Items	26	9.32	63.82	9.32	63.82
Profit before extraordinary items, Prior Period Items and		3,494.31	1,517.39	4,877.58	2,595.98
Extraordinary Items		0.00	0.00	0.00	0.00
Profit Before Prior Period Items and Tax		3,494.31	1,517.39	4,877.58	2,595.98
Prior Period Items	27	0.00	(0.15)	0.00	-0.15
Profit Before Tax		3,494.31	1,517.54	4,877.58	2,596.13
Tax Expense:					
Current Tax		1,648.24	366.72	2,146.22	1,208.83
Tax paid for earlier years		0.00	0.00	0.00	3.85
Deferred Tax		(350.25)	0.00	(350.25)	-184.83
Profit(Loss) for the period		2,196.31	856.41	3,081.61	1,568.28
Earning per Equity Share	28				
(1) Basic		131.37	51.58	188.95	106.71
(2) Diluted		118.83	49.55	170.47	105.64
(3) Nominal Value per Share		1,000.00	1,000.00	1,000.00	1,000.00

For Kosamattam Finance Ltd.


Mathew K Cherian
Managing Director

Place: Kottayam
Date: 30/05/2018



KOSAMATTAM FINANCE LIMITED
BALANCE SHEET AS AT MARCH 31, 2018

Amount in Lakhs

PARTICULARS	Note No	March 31, 2018	March 31, 2017
		Audited	Audited
EQUITY AND LIABILITIES			
Shareholder's Funds			
Share Capital	3	20,142.49	17,142.49
Reserves and Surplus	4	13,383.39	10,301.78
Money Received against Share Warrants		0.00	0.00
Share Application Money Pending Allotment		0.00	0.00
Non-Current Liabilities			
Long-term Borrowings	5	1,18,207.88	1,09,302.14
Deferred Tax Liabilities		0.00	0.00
Other Long Term Liabilities	6	11,809.86	10,844.62
Long Term Provisions	7	92.71	63.22
Current Liabilities			
Short-term Borrowings	8	51,367.84	23,942.55
Trade Payables		0.00	0.00
Other Current Liabilities	9	63,413.56	62,980.40
Short-term Provisions	10	1,855.84	1,523.38
Grand Total		2,80,273.57	2,36,100.59
ASSETS			
Non-current Assets			
Fixed Assets			
Tangible Assets	11	11,399.11	10,813.15
Intangible Assets	12	133.67	152.81
Capital Work-in-progress	13	98.55	769.11
Intangible Assets under Development		0.00	0.00
Non-current Investments		0.00	0.00
Deferred Tax Assets (net)	14	1,272.28	922.03
Long Term Loans and Advances	15	8,928.50	17,633.26
Other Non-current Assets	16	1,174.73	10.96
Current Assets			
Current Investments		0.00	0.00
Inventories		0.00	0.00
Trade Receivables		0.00	0.00
Cash and Bank Balances	17	17,151.25	9,045.86
Short-term Loans and Advances	18	2,16,884.44	1,76,441.93
Other Current Assets	19	23,231.04	20,311.50
Grand Total		2,80,273.57	2,36,100.59

Place: Kottayam
Date: 30/05/2018




Mathew K Cherian
Managing Director

Managing Director



INDEPENDENT AUDITORS' REPORT

To the Members of Kosamattam Finance Limited,

We have audited the accompanying financial statements of Kosamattam Finance Limited (hereinafter referred to as "the Company"), which comprises of the Balance Sheet as at 31st March, 2018, 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 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 financial statements that give a true and fair view of the financial position, financial performance and the cash flow 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.

Auditors' Responsibility

Our responsibility is to express an opinion on these 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 auditors' judgement, including the assessment of the risks of material misstatements of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls 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. 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 financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2018, and its profit and its cash flow for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016("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 1", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by the Non-Banking Financial Companies Auditors' Report (Reserve Bank) Direction, 2016, we give in "Annexure 2", an additional Audit Report addressed to the Board of Directors containing our statements on the matters specified therein.





3. As required by section 143 (3) of the Act, we report that:-
- We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - 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 and proper returns adequate for the purpose of our audit have been extracted from the branch accounts forming part of the books of accounts of the company.
 - No report on the accounts of any of the branch offices audited under sub-section (8) of Section 143 by any person, has been received by us and therefore no comments need to be made on the matter.
 - The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - In our opinion and as per our examination of the documents presented for our verification no financial transaction or matter has been identified as having an adverse effect on the functioning of the company.
 - On the basis of the written representations received from the directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of section 164 (2) of the Act.
 - In our opinion there are no qualifications, reservations or adverse remarks relating to the maintenance of accounts and other matters connected therewith.
 - With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, a separate report in "Annexure 3" is attached.
 - With respect to other matters included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors') Rules, 2014, we report that:-
 - the Company has disclosed the impact of pending litigation on its financial position in its financial statements, to the extend.
 - the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses to be provided for.
 - there were no amounts required to be transferred to the Investor Education and Protection Fund by the Company and so there is no requirement to report any delay.

Place: Kottayam
Date: 30th May, 2018



For Vishnu Rajendran & Co.
Chartered Accountants
FRN: 004741S


P.A. Joseph, Msc, FCA
M.No: 201101(Partner)

30.05.2018

**BSE Limited,
P J Towers, Dalal Street,
Mumbai-400001**

Sir/Madam,

Sub: Half yearly Communication for the half year ended 31st March 2018

Ref: Clause 52(4) of Securities and Exchange Board of India (listing obligations and disclosure requirements) Regulations, 2015.

We would like to submit the following details as required under Clause 52 (4) of Securities and Exchange Board of India (listing obligation and disclosure requirements, 2015)

- (a) **Credit Rating:** "IND BBB-" Outlook stable, Date of Change: 08.11.2016,
Date of last credit rating letter: 20.02.2018
- (b) **Debt Equity Ratio:** 6.73
- (c) (i) **Previous due date for the payment of interest: 28.02.2018**

(ii) **Previous due date for the payment of principal along with interest**

ISSUE No	Previous due date for payment of principal along with interest payment date	Previous principal along with interest payment amount (in ₹)
NCD-I	16.05.2017 (Option 5 and Option 6)	₹ 18,16,42,645 (ISIN INE403Q07052 and INE403Q07060)
NCD-II	12.08.2017 (Option 5 and Option 6)	₹ 51,22,49,428 (ISIN INE403Q07128 and INE403Q07136)
NCD-III	07.02.2018 (Option 5)	₹ 48,59,64,000 (ISIN INE403Q07193)
NCD-IV	16.03.2018 (Option 5)	₹ 56,38,78,000 (ISIN INE403Q07243)
NCD-V	31.05.2017 (Option 2 and Option 3)	₹ 96,47,85,014 (ISIN INE403Q07284 and INE403Q07292)
NCD-VI	14.03.2018 (Option 3)	₹ 5,53,49,000 (ISIN INE403Q07359)
NCD-VII	14.07.2017 (Option 1)	₹ 47,77,91,695 (ISIN INE403Q07417)
NCD-VIII	28.03.2018 (Option 2 and Option 3)	₹ 43,90,66,050 (ISIN INE403Q07508 and INE403Q07516)
NCD-IX	08.03.2018 (Option 1)	₹ 24,85,23,717 (ISIN INE403Q07557)



(d) (i) Next due date for the payment of interest: 30.04.2018

(ii) Next due date for payment of principal along with interest

ISSUE No	Next due date for payment of principal along with interest payment date	Next principal along with interest payment amount (in Rs.)
NCD-I	16.11.2019 (Option 7)	₹ 22,17,16,000 (ISIN INE403Q07078)
NCD-II	12.06.2020 (Option 7)	₹ 26,51,66,000 (ISIN INE403Q07144)
NCD-III	07.05.2020 (Option 6 and Option 7)	₹ 43,25,89,000 (ISIN INE403Q08019 and INE403Q08027)
NCD-IV	16.07.2018 (Option 6)	₹ 46,78,57,500 (ISIN INE403Q07250)
NCD-V	30.11.2018 (Option 4)	₹ 55,27,58,000 (ISIN INE403Q07300)
NCD-VI	14.02.2019 (Option 4 and Option 5)	₹ 1,15,64,07,220 (ISIN INE403Q07367 and INE403Q07375)
NCD-VII	08.06.2018 (Option 2 and Option 3)	₹ 23,20,48,000 (ISIN INE403Q07425 and INE403Q07433)
NCD-VIII	28.09.2019 (Option 4 and Option 5)	₹ 1,12,82,67,197 (ISIN INE403Q07524 and INE403Q07532)
NCD-IX	31.07.2018 (Option 2 and Option 3)	₹ 53,03,92,603 (ISIN INE403Q07565 and INE403Q07573)
NCD-X	13.06.2018 (Option 1)	₹ 25,70,34,683 (ISIN INE403Q07631)
NCD-XI	03.10.2018 (Option 1)	₹ 32,61,13,743 (ISIN INE403Q07706)
NCD-XII	12.02.2019 (Option 1)	₹ 36,36,91,020 (ISIN INE403Q07789)

(e) Debenture redemption Reserve: ₹ 95,23,05,652.30/- (f) Net worth: ₹3,35,23,02,396.30/- (g) Net profit after tax: ₹ 30,81,60,733.64/- (h) Earning per share: 188.95 (Basic), 170.47 (Diluted)

Kindly take it on record
Yours faithfully,

For Kosamattam Finance Ltd.

Mathew K. Cherian
Managing Director



May 30, 2018

To,
Mr. Sreenath P.
Company Secretary & Compliance Officer,
Kosamattam Finance Limited,
Kosamattam Mathew K. Cherian Building,
Market Junction, M. L. Road,
Kottayam, Kerala- 686001

Dear Sir,

Sub: Certificate of Debenture Trustee under Regulation 52(5) of SEBI (LODR) Regulations, 2015 for March 31, 2018.

In compliance of the requirements of Chapter V, Regulation 52, Sub – Regulation (4) and (5) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for Non – Convertible Debt Securities we would like to state as under:

We, Vistra ITCL (India) Limited (formerly known as IL&FS Trust Company Limited), are acting as a Debenture Trustee for the Public Issue of Secured, Redeemable, Non-convertible Debentures (the “NCDs”) aggregating to Rs. 2830 crores of Kosamattam Finance Limited. (‘Company’)


With reference to above, we have received the following documents and have noted its contents without verification:

1. Audited Profit and Loss results and Balance Sheet as on March 31, 2018.
2. Independent Auditor’s Report of Financial Statements dated May 30, 2018.
3. Information required as per Regulation 52(4) of SEBI (LODR) Regulations, 2015 dated May 30, 2018

This certificate has been signed and issued by us based on the documents (mentioned above) provided by you.

Thanking You

Yours sincerely,
For Vistra ITCL (India) Limited
(Formerly known as IL&FS Trust Company Limited)


Jatin Chopani
Compliance Officer

Place: Mumbai