

**BARODA BNP PARIBAS ASSET MANAGEMENT INDIA PRIVATE LIMITED**  
**(Formerly BNP Paribas Asset Management India Private Limited)**

**CIN: U65991MH2003PTC142972**

**Regd. Office: Crescenzo, 7th floor, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051.**

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**DIRECTORS' REPORT**

Dear Members,

Your Directors hereby submit the 19<sup>th</sup> Annual Report on the business and operations of your Company together with the Audited statement of Accounts for the Financial Year ended March 31, 2022 (FY 2022).

Pursuant to Composite scheme of Amalgamation under Sections 230 to 232 and other applicable provisions, of the Companies Act, 2013 and as approved under National Company Law Tribunal (NCLT) order dated February 12, 2021, amalgamation of Baroda Asset Management India Limited (Baroda AMC) into BNP Paribas Asset Management India Private Limited (BNPP AMC) was completed on March 14, 2022. Post amalgamation, the AMC has been renamed as Baroda BNP Paribas Asset Management India Private Limited. Bank of Baroda (BOB) and BNP Paribas Asset Management Asia Limited (BNPP Asia) holds 50.1% and 49.9% equity share capital respectively of the Surviving AMC. The right to administer and manage all the schemes of the erstwhile BNP Paribas Mutual Fund (BNPP MF) were transferred to Baroda BNP Paribas Mutual Fund (formerly known as Baroda Mutual Fund). Financials of Baroda BNP Paribas Asset Management India Private Limited are placed herein below:-

**1. FINANCIAL HIGHLIGHTS:**

(Amount in Rs.)

Particulars	April 1, 2021 to March 31, 2022	April 1, 2020 to March 31, 2021
Total Income	1,032,301,672	476,056,547
Total Expenses	1,257,136,354	526,410,921
<b>Profit/(Loss) before Tax</b>	<b>(224,834,682)</b>	<b>(50,354,374)</b>
Provision for Tax (including Current and Deferred Tax)	(10,75,741)	-
<b>Profit/(Loss) after Tax</b>	<b>(22,37,58,941)</b>	<b>(50,354,374)</b>

During the year under review, gross revenue rose to Rs. 103.23 crores over the previous year of Rs. 47.60 crores. The costs and expenses stood at Rs. 125.71 crores over the previous year of Rs. 52.64 crores. Consequently, the Pre-tax loss was Rs. 22.48 crores as against Pre-tax loss of Rs. 5.03 crores during the previous financial year.

**2. APPROPRIATIONS**

In view of the losses incurred by the Company for the year under consideration, no amount has been transferred to reserves.

**3. DIVIDEND:**

We do not recommend paying a dividend on equity shares of the Company for the financial year under consideration.

#### **4. STATE OF COMPANY'S AFFAIRS:**

Your Company is registered with Securities and Exchange Board of India (SEBI) to act as an Asset Manager to the Schemes of Baroda BNP Paribas Mutual Fund (“the Fund”) (erstwhile Baroda Mutual Fund) under the SEBI (Mutual Funds) Regulations, 1996. Further, your Company also provides services as a Portfolio Manager under SEBI (Portfolio Managers) Regulations, 2020. The operational highlights for the two lines of businesses i.e. Mutual Fund and Portfolio Management are as follows.:

#### **OPERATIONAL HIGHLIGHTS:**

##### **Mutual Fund:**

Baroda BNP Paribas Mutual Fund (‘the Fund’) (erstwhile Baroda Mutual Fund) commenced its operations in November 21, 1994. As on March 31, 2022, the Fund manages 28 Schemes with Net Assets under Management (NAUM) of Rs. 19,648.88 crores, registering an increase of ~12.3%, from Rs. 17,493.17 crores as on March 31, 2021. The range of Schemes include of Equity, Debt and Hybrid schemes.

##### **Portfolio Management:**

Your Company has been providing Portfolio Management Services since September 26, 2006. As on March 31, 2022, the Company does not have any clients under PMS and Net Assets under Management (NAUM) is Nil. The Portfolio Manager also provides Advisory Services to offshore clients. The NAUM of Advisory Services was Rs. 2,058.34 crores as on March 31, 2022 as against Rs. 2,507 crores as on March 31, 2021.

#### **5. FUTURE OUTLOOK:**

The economy revived in 2021 after the pandemic induced lows of 2020. We have seen a return of consumption as well as a resumption of services in 2021. FY 2022 was a good year for Indian equity markets as well. Further, government revenue and tax collections have been buoyant in FY 2022. Incidentally, GST collections have been buoyant in 2022 so far with collections consistently topping 1.4 lakh crores for the past several months. Indian GDP grew by 8.7% in FY 2022 after contracting 6.6% in FY 21. The outlook for FY 2023 remains strong with expectations of strong GDP growth of about 7.5%, placing India amongst the fastest growing major economies. This is notwithstanding the headwinds of rising inflation, higher energy process and global geopolitical instability. The government has enough fiscal space to kickstart the economy; the budget has allocated Rs 7.5 lakh crore for capex in FY 23. This would help start the virtuous cycle of investment, employment, consumption, and growth.

FY 2022 is the year of the Indian retail investor in the equity markets. While FIIs have been significant sellers in the 2nd half of FY 22, Indian mutual funds and other domestic institutions have been net buyers in the equity markets. Correspondingly, we have seen the rise of retail individual participation in the equity markets. This is evident in the increasing number of demat accounts being opened as well as the record SIP flows into mutual funds. SIP flows have topped 12,000 crores in May 2022. Mutual Fund folios have also increased substantially with passive funds - both debt and equity, seeing massive interest. The number of accounts in these funds has increased by more than 2.5 times in FY 2022.

FY2022 was the “back to the office” year for a large part of the Indian workforce. However, the “phygital” model of working and business is here to stay for large parts of the economy – both locally and globally. This paradigm shift is going to have a far reaching and long-lasting impact on both, the society and economy.

We believe, the medium outlook for India continues to remain quite strong, with sustained strong economic growth forecasted over the medium term. The political ambition in India is to achieve USD 5 trillion economy, in the next 5 years, which calls for over double-digit economic growth per year for the next 5 years. This target is achievable and may require the current pro-growth policies of the government and its focus on infrastructure spending & reforms to continue. The global environment is also supportive as the new global economic growth cycle, may be is emerging out of the large infrastructure and climate change investments envisaged in the US, EU and other advanced economies. India is on the right side of the global block, with the potential to become the new global manufacturing base, providing viable option to MNCs for their China+1 strategy.

The National Infrastructure Pipeline suggest significant increase in capex and infrastructure spending in India, post the pandemic. According to the Government, the national infrastructure pipeline aims to boost the economy to create more employment opportunity in different sectors, provide better infrastructure for all sectors, enhance ease of living for its citizens and make growth more inclusive. The pipeline is expected to enable better project preparation, reducing aggressive bids/failure in project delivery and promote enhanced access to sources of finance as a result of a boost in investor confidence. In the forthcoming years, Private sector is also expected to enhance growth capex and capacity creation to fulfill pent-up demand and exports boom, which the country is witnessing.

The unique Unified Payments Interface (UPI) for cashless digital payments has quickly emerged as the fastest growing and popular method of digital transactions accounting for half of the overall digital payments in India. Through UPI, India leapfrogs over a cards based payment system, straight to the more efficient digital system. The rapid spread of smartphones has enabled FinTech firms to enroll a large number of customers & merchants for UPI-based payments. Fintechs (payment banks, broking platforms, neobanks, wealth-tech/insurtech players) are helping to widen the horizon for financial services in India. Fintech companies provide banking services to the rural areas and unbanked masses of the country in a cost effective manner. The growth in digital payments and data generation has now set the stage for innovative and scalable solutions across lending, insurance, investing and wealth management.

### **Mutual Fund Industry Overview:**

The Average Assets managed by the Indian mutual fund industry have grown from Rs. 32.2 trillion in FY 2021 to Rs. 37.7 trillion in FY 2022. That represents a 17.2% growth in assets over the last one year. As on March 31, 2022, the active equity schemes have the largest number of folios of approximately 859 lakh, which constitutes nearly 66.4% share of the total number of folios. This is followed by hybrid schemes with 114 lakh folios and debt schemes with 73 lakh folios. Passive funds (including index funds and ETFs) have 172 lakh folios, increasing by 2.6 times in FY 2022. The remaining folios are in solution-oriented and other schemes. The proportionate share of equity-oriented schemes (includes equity and balanced schemes) is now 48% of the industry assets in FY 2022, up from 35% in FY 2021. The share of fixed income oriented schemes (debt, liquid, and money market) is 35% in FY 2022, down from 42% in FY 2021 of industry assets. Individual investors now hold a higher share compared to FY 2021, i.e. 57.2% in FY 2022 compared with 53.8% in FY 2021. Institutional investors account for 42.7% of the assets, of which corporates are almost 97%. The rest are Indian and foreign institutions and banks.

### **Distribution Network:**

Baroda BNP Paribas Asset Management India Private Limited ('the AMC') has 15,177 empanelled distributors as on March 31, 2022 as against 13,319 as on March 31, 2021, a growth of 14% mainly attributed towards empanelment of Individual Mutual fund distributors the concept of virtual RM and digital way of business in the last year.

**Investor Education Activity:**

During the FY 2022, your Company carried out various investor education programs, primarily through digital media, since physical programs were not feasible due to the pandemic. These were focused on helping existing and prospective investors break myths and barriers around mutual fund products and educate them about this investment vehicle.

**New Initiatives:**

Leading up to the merger, the following initiatives were continued to engage investors and distributors throughout the year.

- **Distributor Targeted Advertising Program (Cobranding facility):**

With the introduction of the Distributor Targeted Advertising Program (D-TAP) mobile app, IFAs and Distributors have had the ability to easily personalise / co-brand content (Images) related to BNPPMF products and Investor Education and Awareness with just a few clicks. The app also provides an abundance of content for reference (in image, PDF & video form) and easy sharing with the distributors' clients.

- **Year-Round Digital Content Creation and Marketing:**

Throughout FY 2022, there was impetus on creation and distribution of Digital Content related to products, market, investor awareness and education as well as public interest. Video, Email and Chat based messages contributed to a large proportion of the content. The Fund's social media properties were used extensively for distribution.

- **Expanded Social Media Presence:** Post the merger, your Company expanded its presence on three more widely used social media platforms, namely Instagram, Twitter & Linked.

**Future Plans of the AMC**

The merger of Baroda AMC with BNP Paribas AMC became effective March 14, 2022 with Baroda BNP Paribas AMC as the new joint venture with Average Assets Under Management (including advisory) of more than 21,000 Crores (as on March 31, 2022)

Baroda BNP Paribas Mutual Fund aims to build on the strengths and the scale provided by the merger. Our aim is to deliver strong performance, by offering diverse and innovative investment solutions, combined with impeccable service to our investors to help fulfil their financial goals.

The company seeks to further strengthen its sales and distribution capabilities by adding locations and people to its existing sales network. We would be strengthening both, the breadth and depth, of the team as we develop distribution through our parent – Bank of Baroda, as well as third party distribution channels.

The AMC also plans to launch new products to address the remaining product gaps in its MF offering. These new funds would be across equity, debt, hybrid and other categories.

**Expanding the scope of Investor and Partner Engagement:**

- Your AMC is in the process of adding more elements like PDF & Video cobranding to widen the content network available to the Partner, via the Web-Based cobranding platform.
- More webinars will be conducted to leverage the power of technology and further engage the investor and distributor community on various topics ranging from the Fund products to investor education and awareness.
- The scope and scale of initiatives conducted for Brand Visibility, Product Awareness and Investor Education will be expanded on the five social media platforms where your Company has official presence.

**6. BOARD OF DIRECTORS AND AUDIT COMMITTEE MEETINGS:**



## • BOARD OF DIRECTORS:

The Members are requested to note the following changes (pre and post merger) in the composition of the Board of Directors of the Company (“the Board”) during the financial year under consideration:

1. Mr. Chandan Bhattacharya tendered his resignation as a director of the Company with effect from July 17, 2021.
2. Ms. Aparna Sharma was appointed as the Additional Director with effect from July 17, 2021.
3. Mr. Sharad Kumar Sharma and Mr. Rakesh Vengayil tendered their resignation as directors of the Company at the Board Meeting held on March 14, 2022.
4. Mr. Vikramaditya Singh Khichi, Mr. Joydeep Dutty Roy, Mr. David Vaillant, Mr. Vincent Trouillard-Perrot, Mr. Sethuram Iyer Neelakantan and Mr. Nagesh Alai were appointed as an Additional Directors on March 14, 2022.
5. Mr. Vikramaditya Singh Khichi was appointed as the Chairman of the Board with effect from March 14, 2022.

As on date, the constitution of the Board is as follows:

Name of Director	Designation
Mr. Vikramaditya Singh Khichi	Associate Director & Chairman
Mr. Sethuram Iyer Neelakantan	Independent Director *
Mr. Sanjay Sachdev	Independent Director *
Ms. Aparna Sharma	Independent Director *
Mr. Nagesh Alai	Independent Director *
Mr. David Vaillant	Associate Director
Mr. Joydeep Dutty Roy	Associate Director
Mr. Vincent Trouillard-Perrot	Associate Director

\* Independent Directors according to the requirements of SEBI (Mutual Funds) Regulations, 1996.

In terms of Section 161 of the Companies Act, 2013, it is proposed to regularise appointment of Mr. Vikramaditya Singh Khichi, Mr. David Vaillant, Ms. Aparna Sharma, Mr. Joydeep Dutta Roy, Mr. Vincent Trouillard-Perrot, Mr. Nagesh Alai and Mr. Sethuram Iyer Neelakantan as a Director at the forthcoming Annual General Meeting of your Company.

## • AUDIT COMMITTEE:

The Audit Committee acts as a link between the statutory and internal auditors and the Board. Its purpose is to assist the Board in fulfilling its oversight responsibilities of monitoring financial reporting processes, reviewing the Company’s established systems and processes for internal financial controls, governance and statutory activities.

Your Company is not required to constitute an Audit Committee pursuant to the provisions of Section 177 of the Companies Act, 2013. However, for obtaining operational efficiency and ensuring compliance with various applicable laws and regulations, your Board has constituted an Audit Committee.

As on date, the constitution of the Audit Committee is as follows:-

Name of Member	Designation
Mr. Sethuram Iyer Neelakantan^	Independent Director * & Chairman
Mr. Sanjay Sachdev	Independent Director *
Mr. Nagesh Alai^	Independent Director *
Mr. Joydeep Dutta Roy^	Associate Director

Mr. Vincent Trouillard-Perrot <sup>^</sup>	Associate Director
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\* Independent Directors according to the requirements of SEBI (Mutual Funds) Regulations, 1996.

<sup>^</sup> He was appointed as Member of the Audit Committee with effect from March 14, 2022.

## • BOARD AND AUDIT COMMITTEE MEETINGS:

The Members are informed that the Board met 7 times during the FY 2022 i.e. on April 29, 2021, July 16, 2021, September 01, 2021, October 25, 2021, February 21, 2022 and twice on March 14, 2022 and the Audit Committee met 4 times during the FY 2022 i.e. on April 29, 2021, July 16, 2021, October 25, 2021 and February 21, 2022.

Details of Board and Audit Committee meetings attended by the Directors during the financial year ended March 31, 2022 are as below:

Sr. No.	Name of the Director	Board meetings attended (out of 7 meetings held)	Audit Committee meetings attended (out of 4 meetings held)
1.	Mr. Chandan Bhattacharya	2*	2*
2.	Mr. Sanjay Sachdev	7	4
3.	Mr. Sharad Sharma	7	4
4.	Mr. Rakesh Vengayil	6	3
5.	Ms. Aparna Sharma	5@	2@
6.	Mr. Vikramaditya Singh Khichi	1	<sup>^</sup> N.A
7.	Mr. Sethuram Iyer Neelakantan	1	Nil
8.	Mr. Nagesh Alai	1	Nil
9.	Mr. David Vaillant	1	<sup>^</sup> N.A
10.	Mr. Joydeep Dutty Roy	1	Nil
11.	Mr. Vincent Trouillard-Perrot	1	Nil

\*Mr. Chandan Bhattacharya tendered his resignation as a director of the Company with effect from July 17, 2021.

@Ms. Aparna Sharma was appointed as Additional Director in the board meeting held on July 16, 2021 w.e.f. July 17, 2021. She attended the meeting held on July 16, 2021 as a proposed director.

#Mr. Sharad Sharma and Mr. Rakesh Vengayil partially attended one of the meeting held on March 14, 2022 at which they tendered their resignation as a director to the Board.

Mr. Vikramaditya Singh Khichi, Mr. Joydeep Dutty Roy, Mr. David Vaillant, Mr. Vincent Trouillard-Perrot, Mr. Sethuram Iyer Neelakantan and Mr. Nagesh Alai were appointed as Additional Directors on March 14, 2022.

<sup>^</sup>N.A. - Not Applicable as Mr. Vikramaditya Singh Khichi and Mr. David Vaillant, as they were not members of the Audit Committee.

Mr. Sethuram Iyer Neelakantan, Mr. Nagesh Alai, Mr. Joydeep Dutty Roy and Mr. Vincent Trouillard-Perrot were appointed as Member of the Audit Committee with effect from March 14, 2022.

## 7. DIRECTORS' RESPONSIBILITY STATEMENT:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory auditors and external consultant(s) and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2022.

Accordingly, pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of its knowledge, confirms that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a 'going concern' basis; and
- (e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **8. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS:**

There are no significant material orders passed by the Regulators / Courts which would impact the going concern status of the Company and its future operations.

#### **9. BOARD'S INDEPENDENCE:**

The Board of your Company has Independent Directors according to the requirement of SEBI (Mutual Funds) Regulations, 1996. Your Company is not required to appoint Independent Directors pursuant to Section 149(7) of the Companies Act, 2013.

All the Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Act. The Board is of the opinion that the Independent Directors of the Company hold high standards of integrity and possess requisite expertise and experience required to fulfill their duties as Independent Directors.

#### **10. NOMINATION AND REMUNERATION COMMITTEE:**

Your Company has constituted a Nomination and Remuneration Committee ("NRC") of the Board of Directors effective **March 14, 2022** under the provisions of the Shareholders Agreement dated October 11, 2019

Further, the Company is not required to constitute a Stakeholders Relationship Committee since there are less than one thousand security holders.

As on date of this report, the NRC comprises of the following members:

<b>Name of Members</b>	<b>Designation</b>
Mr. Vincent Trouillard-Perrot	Associate Director & Chairman
Mr. Joydeep Dutta Roy	Associate Director
Mr. Sethuram Iyer Neelakantan	Independent Director
Mr. Aparna Sharma	Independent Director

During the financial year ended March 31, 2022, 1 (one) meeting of the NRC was held on March 23, 2022. The status of attendance of the NRC members at this meeting was as follows:

Name of Members	Designation	Number of Meeting during FY 2021-22	
		Held	Attended
Mr. Vincent Trouillard-Perrot	Associate Director & Chairman	1	1
Mr. Joydeep Dutta Roy	Associate Director	1	1
Mr. Sethuram Iyer Neelakantan	Independent Director	1	1
Mr. Aparna Sharma	Independent Director	1	1

## 11. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:

In terms of Section 135 of Companies Act 2013, your Company pre-merger (i.e. BNP Paribas Asset Management India Private Limited) has formed a Corporate Social Responsibility (CSR) Committee to decide the activities to be undertaken, expenditure to be incurred and to monitor the performance of the CSR activities undertaken by your Company. However, as there is no average net profit of the Company for three immediately preceding financial years, your Company is not required to spend towards CSR for the FY 2022.

The Composition of the CSR Committee prior to amalgamation (before March 14, 2022) was as below:

Name	Designation / Nature of Directorship
Sharad Sharma, Managing Director & CEO (Chairman)	Managing Director & CEO
Chandan Bhattacharya*	Independent Director
Rakesh Vengayil	Associate Director

\*Mr. Chandan Bhattacharya tendered his resignation as a director of the Company with effect from July 17, 2021.

#Mr. Sharad Sharma and Mr. Rakesh Vengayil partially attended one of the meeting held on March 14, 2022 at which they tendered their resignation as a director to the Board.

As on date of this report, Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) is not required to constitute a CSR Committee as there is no average net profit of the Company for three immediately preceding financial years.

## 12. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES:

In terms of the Companies Act, 2013, the Company does not have any subsidiary or associate company other than the existing one mentioned in form MGT-9.

Pursuant to Composite scheme of Amalgamation under Sections 230 to 232 and other applicable provisions, of the Companies Act, 2013 as approved under National Company Law Tribunal (NCLT) order dated February 12, 2021, amalgamation of Baroda Asset Management India Limited (Baroda AMC) into BNP Paribas Asset Management India Private Limited (BNPP AMC), with Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) continuing to be the surviving asset management company ("Surviving AMC"). Bank of Baroda (BOB) and BNP Paribas Asset Management Asia Limited (BNPP Asia) are the shareholders holding 50.1% and 49.9% equity share capital respectively of the Surviving AMC. The right to administer and manage all the schemes of the BNP Paribas Mutual Fund (BNPP MF) are transferred to Baroda Mutual Fund including merger of schemes of BNPP MF and Baroda Mutual Fund. Accordingly, the data provided below is a consolidated number for both the entities taken together.

**13. DEPOSITS:**

Your Company has neither accepted deposits from the public nor renewed any deposits during the financial year under consideration.

**14. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS:**

The Internal Financial Controls with reference to financial statements, as designed and implemented by the Company, are adequate. During the financial year under review, no material or serious observation has been received from the Statutory Auditors of the Company for inefficiency or inadequacy of such controls.

**15. COMMENTS ON AUDITORS' REPORT:**

There are no qualifications, reservations or adverse remarks made by M/s KKC & Associates LLP (Formerly Khimji Kuverji & Co. LLP), Statutory Auditors, in their report. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Board for the financial year under consideration.

**16. EXTRACT OF ANNUAL RETURN:**

A copy of the Annual Return shall be placed on the Company's website at [www.barodabnpparibasmf.in](http://www.barodabnpparibasmf.in).

**17. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186:**

Your Company has not provided any loans and guarantees or made any investments pursuant to Section 186 of the Companies Act, 2013.

**18. RELATED PARTY TRANSACTIONS:**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company. Accordingly, the disclosure of Related Party Transactions as required pursuant to Section 134(3) (h) of the Companies Act, 2013 in Form AOC 2, prescribed in Rule 8(2) of the Companies (Accounts) Rules, 2014, is not applicable.

**19. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

As stated above in the Future Plans of the AMC, the FY 2022 witnessed the completion of the proposed amalgamation between Baroda Asset Management India Limited, a wholly-owned subsidiary of Bank of Baroda and BNP Paribas Asset Management India Private Limited, a wholly-owned subsidiary of BNP Paribas Asset Management Asia Limited, with your Company being the Surviving AMC. Post amalgamation, the new name of the entity is registered as Baroda BNP Paribas Asset Management India Private Limited.

**CHANGE IN NATURE OF BUSINESS:**

There was no change in nature of business during the year under review.

**20. AUDITORS:**

During the year, M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (Registration No. 104607W/W100166) have tendered their resignation effective February 21, 2022. In accordance with Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s. KKC & Associates LLP (Formerly Khimji Kuverji & Co. LLP), Chartered Accountants (registered with The Institute

of Chartered Accountants of India vide Registration no. LLPIN AAP-2267) have been appointed as the Statutory Auditors of the Company for the financial year 2021-22 to fill the casual vacancy caused due to resignation of M/s. Kalyaniwalla & Mistry LLP, Chartered Accountants (registered with The Institute of Chartered Accountants of India vide Registration No. 104607W/W100166) and such appointment is valid till the conclusion of next Annual General Meeting of the company at a remuneration as may be determined by the Board of Directors in consultation with the said Auditors.

## **21. SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT:**

Pursuant to the provisions of Section 204 of the Act, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Baroda Asset Management India Limited (prior to the merger) had appointed M/s. MC & Associates, Practicing Company Secretaries, to undertake the Secretarial Audit of the erstwhile Baroda Asset Management India Limited (Baroda AMC) for the period April 01, 2021 till March 13, 2022. The secretarial audit report in Form MR-3 for the erstwhile Baroda AMC is enclosed herewith as Annexure-I to this report. Pursuant to Composite scheme of Amalgamation under Sections 230 to 232 and other applicable provisions, of the Companies Act, 2013 as approved under National Company Law Tribunal (NCLT) order dated February 12, 2021, Baroda Asset Management India Limited amalgamated into BNP Paribas Asset Management India Private Limited (BNPP AMC) with effect from March 14, 2022 with Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) continuing to be the surviving asset management company.

## **22. PARTICULARS OF EMPLOYEES:**

Details of top ten Employees in terms of remuneration and Employees drawing remuneration not less than Rs. 1,02,00,000 throughout the Financial Year or for part thereof drawing remuneration not less than Rs. 8,50,000 per month or drawing remuneration in excess of that drawn by the Managing Director/Whole Time Director/Manager and holds 2% of equity shares himself/herself and/or with his/her spouse and dependent children, shall be available at the Company's registered office for inspection by the Members.

## **23. PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE:**

In accordance with the requirement of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, your Company has adopted a policy on prohibition of sexual harassment at workplace. An Internal Committee (IC) has been setup to redress complaints received regarding sexual harassment. The IC members are trained and made aware of their roles and responsibilities. Regular staff awareness sessions are conducted to generate awareness about the policy, reporting mechanism and prevention of Sexual harassment at workplace. There were no cases filed of any sexual harassment by any employee (permanent, temporary, contractual or trainees) including visitors or other non-employee during the financial year under review.

## **24. MAINTENANCE OF COST RECORDS:**

The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by your Company and accordingly, the requirement is not applicable for your Company.

## **25. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

### **A) Conservation of Energy:**

- i. the steps taken or impact on conservation of energy~:
- ii. the steps taken by the company for utilising alternate sources of energy~:

iii. the capital investment on energy conservation equipment~:

~In view of the nature of business activities of your Company, the operations of your Company do not consume high levels of energy. Adequate measures have been taken to conserve energy wherever feasible. As energy costs form a very small part of the total costs, the impact on cost is not material.

**B) Technology Absorption:**

- i. the efforts made towards technology absorption: Your Company is committed to providing value added services and a number of digital initiatives have been launched during the financial year.
- ii. the benefits derived like product improvement, cost reduction, product development or import substitution: These digital initiatives have been led by various innovative products designed for various stakeholders (distributors, investors and sales team) and have helped your Company in increasing its digital footprint with minimal costs around technology infrastructure and human resources.
- iii. in case of imported technology (imported during the last three years reckoned from the beginning of the financial year): Nil
  - (a) the details of technology imported;
  - (b) the year of import;
  - (c) whether the technology been fully absorbed;
  - (d) if not fully absorbed, areas where absorption has not taken place and the reasons thereof; and
- iv. the expenditure incurred on Research and Development: Nil.

**C) Foreign Exchange Earnings and Outgo:**

The details of Foreign Exchange earned in terms of actual inflows during the FY 2022 was Rs. 66.21 million as against Rs. 74.45 million in the previous year and the Foreign Exchange outgo in terms of actual outflows during the FY 2022 was Rs. 15.16 million as against Rs. 33.15 million in the previous year.

**26. RISK MANAGEMENT POLICY AND INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:**

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

Your Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Auditors report to the Audit Committee of the Board.

The Internal Auditors monitor and evaluate the efficacy and adequacy of an internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of the Internal Auditors, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations, if any and corrective actions thereon are presented to the Audit Committee of the Board.

**27. COMPLIANCE WITH SECRETARIAL STANDARDS:**

The Company has complied with applicable Secretarial Standards during the year under review.

**28. ACKNOWLEDGEMENT:**

The Board would like to place on record their gratitude for all the guidance and co-operation received from the Central and State Governments, Securities and Exchange Board of India (SEBI), Association of Mutual Funds in India (AMFI), Reserve Bank of India (RBI), Financial Intelligence Unit (FIU) and other valuable Regulators.

The Board would like to take this opportunity to express their appreciation towards the Company's Bankers, Custodians, Stock Exchanges, Registrar & Transfer Agents, Brokers, Distributors & Agents and other valuable associates. Further, they would like to recognize and place on record their appreciation for the contribution, dedication & commitment made by each and every employee.

We look forward to the same support & commitment from all our Stakeholders as we continue our journey towards Secured, Sustainable & Profitable Growth.

## **29. CAUTIONARY NOTE:**

The statements forming a part of the Directors' Report may contain certain forward-looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future outlook, performances, or achievements that may be expressed or implied by such forward looking statements.

For and on behalf of the Board of Directors  
**Baroda BNP Paribas Asset Management India Private Limited**  
*(Formerly BNP Paribas Asset Management India Private Limited)*

Sd/-

Sd/-

**Place: Mumbai**  
**Date: July 25, 2022**

**Mr. Joydeep Dutta Roy**  
**Director**  
(DIN: 08055872)

**Ms. Aparna Sharma**  
**Director**  
(DIN: 07132341)



**SECRETARIAL AUDIT REPORT**

**FOR THE PERIOD APRIL 01, 2021 to MARCH 13, 2022**

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]*

To,  
The Members,  
**BARODA BNP PARIBAS ASSET MANAGEMENT INDIA PRIVATE LIMITED\***

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Baroda Asset Management India Limited\*. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the BARODA ASSET MANAGEMENT INDIA LIMITED\* ("Baroda AMC") books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering 01-04-2021 to 13-03-2022 has complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined on test check basis the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial period covering 01-04-2021 to 13-03-2022 according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; - Not Applicable
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992/2015/2019;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; -Not Applicable .
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; -Not Applicable
  - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; -Not Applicable
  - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; -Not Applicable



- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and - **Not Applicable**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - **Not Applicable**
- vi. Other laws as may be applicable specifically to the company are annexed as **Annexure I**

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standard 1 and Secretarial Standard 2 issued by The Institute of Company Secretaries of India vide its notification no. 1 (SS) dated April 23rd, 2015, effective from July 1, 2015 and revised from time to time.
- ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange and National Stock Exchange with respect to units of Baroda Mutual Fund, managed by BARODA ASSET MANAGEMENT INDIA LIMITED\*, if applicable; -

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

**We further report that**

The Board of Directors of the Company was duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act by Baroda Asset Management India Limited.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

There were no instances where any Board Member dissented to the agenda matters that were presented. All matters were approved unanimously.

We further report that during the audit period:

1. National Company Law Tribunal via order dated 12<sup>th</sup> February, 2021 notified the Composite scheme of amalgamation of Baroda Asset Management India Limited with BNP Paribas Asset Management India Private Limited and their respective shareholders.
2. \*Further with effect from March 14, 2022, Baroda Asset Management India Limited ("Baroda AMC") has been merged into BNP Paribas Asset Management India Private Limited ("BNPP AMC"), further named as **Baroda BNP Paribas Asset Management India Private Limited** with BNPP AMC acting as the asset management Company of Baroda BNP Paribas Mutual Fund (erstwhile Baroda Mutual Fund), the surviving mutual fund.



We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, the company has specific events / actions which is attached to the report as Annexure II.

For MC & Associates  
Practicing Company Secretaries

Mitlen Chawda  
FCS No: 6949  
C P No: 11625  
UDIN: F006949D000678642



*Note: Parawise details of the Audit finding, if necessary, may be placed as annexure to the report.*

Place: Mumbai

Date: July 25, 2022



Annexure I

**List of other laws applicable to the Company**

1. Securities and Exchange Board of India (Mutual Funds) Regulations, 1996
2. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
3. Securities and Exchange Board of India Act, 1992
4. Securities Contracts (Regulation) Act, 1956 ('SCRA')
5. Association of Mutual Funds in India's guidelines, circulars & directives
6. Prevention of Money-Laundering Act, 2002
7. The Depositories Act, 1996 and relevant Stock Exchange Regulations
8. Reserve Bank of India Act, 1934 and other rules, regulations and guidelines prescribed by RBI
9. Income Tax Act, 1961 and Indirect Tax Laws (Including Securities Transaction Tax)
10. Foreign Exchange Management Act, 1999 (FEMA)
11. Profession Tax Act (corporate and as applicable to branches)
12. Maharashtra Labour Welfare Fund Act, 1953
13. The Equal Remuneration Act, 1976
14. The Employment Exchanges (Compulsory Notification of Vacancies) Act, 1959
15. The Maternity Benefit Act, 1961
16. Employees Provident Funds and Miscellaneous Provisions Act, 1952
17. The Payment of Gratuity Act, 1972
18. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013
19. The Bombay Shops and Establishment Act, 1948
20. The Information Technology Act, 2000
21. The Emblems and Names (Prevention of Improper Use) Act, 1950
22. Income Tax Act, 1961
23. Service Tax Act/Rules/Regulations
24. The Payment of Bonus Act, 1965
25. The Employees State Insurance Act, 1948
26. The Bombay Stamp Act, 1958
27. Indian Stamp Act, 1899
28. Indian Registration Act, 1908
29. Negotiable Instruments Act, 1881
30. Employees Compensation Act, 1923
31. The Payment of Wages Act, 1936
32. Trade Marks Act, 1999
33. Indian Copyright Act, 1957
34. Indian Contract Act, 1872
35. Competition Act, 2002
36. The Subsistence Allowance Act, 1981
37. The Minimum Wages Act, 1948 with (Central) Rules 1950
38. The Bombay Labour Welfare Fund Act 1953



## Annexure II

## List of Specific Events

Sr. No.	Remarks	Board of Directors Approval/ Noting date	Members Approval date
1.	To consider and approve the launch of Baroda Business Cycle Fund.	April 26, 2021.	N. A
2.	To consider and approve remuneration paid/payable to Mr. Anthony Heredia, Chief Executive Officer ("CEO") and Whole Time Director ("WTD") of the Company for the year 2021-2022	May 25, 2021.	July 22, 2021
3.	Approval and recommending to the Board of Directors of Baroda Trustee India Private Limited ("Trustee Company") change in the asset allocation pattern and consequent changes in the fundamental attributes of Baroda Credit Risk Fund ("BCFR")	May 25, 2021	N. A
4.	Approving the appointment of Mr. Suresh Soni as Chief Executive Officer and Key Personnel of the Company with effect from August 03, 2021	June 24, 2021.	N. A
5.	Approval for modification to the Board Report for the Financial Year ended March 31, 2021.	June 24, 2021.	N. A
6.	Approval for change in the benchmark index of Baroda Banking & PSU Bond Fund of Baroda Mutual Fund.	June 24, 2021	N. A
7.	Approving the change in the exit load structure for the following schemes: *Baroda Credit Risk Fund * Baroda Dynamic Bond Fund *Baroda Treasury Advantage Fund	July 17, 2021.	N. A
8.	Retirement of Mr. Mahesh Mehrotra as Director with effect from July 22, 2021	-	July 22, 2021
9.	Retirement of Mr. Anthony Heredia as Whole Time Director and Chief Executive Officer with effect from August 3, 2021	-	July 22, 2021
10.	Considering and approving the following with respect to the product proposal in relation to the merger transactions of the Company: *Merger of Baroda Large Cap Fund with that and into BNP Paribas Large Cap Fund. * Merger of Baroda Mid Cap Fund with that and into BNP Paribas Mid Cap Fund * Merger of BNP Paribas Multicap Fund with that and into Baroda Multicap Fund.	October 27, 2021	N. A
11.	Resignation of Mr. Rajneesh Sharnia as Director with effect from August 1, 2021	October 27, 2021	N.A
12.	Consider and approve appointment of Mr. Umang Shah as the Compliance Officer of Baroda Asset Management India Limited with effect from July 22, 2021	Circular Resolution no. 70 dated July 23, 2021 noted at board meeting held on October 27, 2021	N. A
13.	To consider and approve appointment of Mr.	Circular Resolution no.	-



Sr. No.	Remarks	Board of Directors Approval/ Noting date	Members Approval date
	Purshotam as an Additional Non-Executive (Associate) Director on the Board of the Company and to approve his induction to the committee of the Company.	77 dated September 24, 2021 noted at board meeting held on October 27, 2021.	
14.	Approving and recommending to the board of directors of Baroda Trustee India Private Limited ("Trustee Company") change in the fundamental attributes of Baroda Liquid Fund ("BLF") (An open ended liquid scheme), scheme of Baroda Mutual Fund ("Baroda MF")	January 25, 2022.	N. A
15.	Resignation of Ms. Pooja Bagadia, Company Secretary and Key Managerial Personnel of Baroda AMCs, w.e.f. from November 10, 2021.	January 25, 2022.	N. A
16	Considering and approving the additional amalgamation expenses relating to merger with BNP Paribas Asset Management India Private Limited	February 28, 2022.	N. A
17	Noting of the SEBI Approvals for change in control, merger of schemes and change in fundamental attributes of schemes of Baroda Mutual Fund.	February 28, 2022.	N. A
18	Noting of the effective date of merger and key associated activities.	February 28, 2022.	N. A

This report is to be read with our letter of even date which is annexed as Annexure- III and forms an integral part of this report.





Annexure-III

Date: July 25, 2022

To,

The Board of Directors,

**BARODA BNP PARIBAS ASSET MANAGEMENT INDIA PRIVATE LIMITED**

Crescenzo, 7<sup>th</sup> Floor, Plot No. C 38/39, G Block,  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400051.

Dear Sirs, Madam,

The Secretarial Audit report for the period 01-04-2021 to 13-03-2022, of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices that we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the monitoring of adequate systems, procedures, Board processes and compliance mechanism.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Thanking you.

Yours faithfully,

For MC & Associates

Practicing Company Secretaries



Miten Chawda

FCS No: 6949

C P No: 11625



## Independent Auditor's Report

To  
The Members of

Baroda BNP Paribas Asset Management India Private Limited  
(Formerly known as BNP Paribas Asset Management India Private Limited)

## Report on the audit of the Standalone Financial Statements

### Opinion

1. We have audited the accompanying Standalone Financial Statements of Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) ("the Company"), which comprise the standalone balance sheet as at 31 March 2022, the standalone statement of profit and loss, and standalone statement of cash flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information ("the Standalone Financial Statements").
2. 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 Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2022, and its loss and its cash flows for the year then ended.

### Basis for Opinion

3. We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act, and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Standalone Financial Statements.

### Emphasis of Matter

4. We draw attention to note no.23 of Standalone Financial Statements relating to Composite Scheme of Amalgamation (the Scheme) of the Company with Baroda Asset Management India Limited (transferor company) from the appointed date being 1 April 2019, taking effect from effective date being 14 March 2022 and consequent recognition of items of assets, liabilities, revenue, expenses and resultant goodwill in pursuance of the Scheme and related disclosures pertaining thereto. Our opinion is not modified in respect of this matter.



## Other Information

5. The Company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the Standalone Financial Statements and our auditors' report thereon. The Other Information is expected to be made available to us after the date of this auditor's report
6. Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.
7. In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## Management's responsibility for the Standalone Financial Statements

8. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the state of affairs, loss and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards ("AS") specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.
9. In preparing the Standalone Financial Statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
10. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## Auditor's responsibilities for the audit of the Standalone Financial Statements

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

12. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
  - 12.1. Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - 12.2. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to Standalone Financial Statements in place and the operating effectiveness of such controls.
  - 12.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
  - 12.4. Conclude on the appropriateness of the management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
  - 12.5. Evaluate the overall presentation, structure, and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## Other Matters

15.
  - 15.1. The comparative financial information of the Company for the year ended 31 March 2021, included in the Standalone financial statements, are based on the previously issued statutory financial statements prepared in accordance with section 133 of the Act, which were audited by the then statutory auditors namely Kalyaniwala & Mistry LLP, Chartered Accountants (Firm Registration No.104607W/W100166) for the year ended 31 March 2021 whose report dated 29

April 2021 expressed an unmodified opinion on those financial statements. Our opinion is not modified in respect of this matter.

- 15.2. The financial information of the Company for the period from 1 April 2021 to 13 March 2022 (the period) have been covered by Agreed Upon Procedures under the frame work of SRS 4400 on 'Engagements to Perform Agreed-upon Procedures regarding Financial Information' carried by its outgoing auditors namely Kalyaniwalla & Mistry LLP, Chartered Accountants (Firm Registration No.104607W/W100166) vide their report dated 20 July 2022. In forming our opinion on Standalone Financial Statements, we have considered the findings in the said report of the outgoing auditors. Our opinion is not modified in respect of this matter.

## **Report on Other Legal and Regulatory Requirements**

16. As required by the Companies (Auditor's Report) Order, 2020 ("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" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
17. As required by Section 143(3) of the Act, we report that:
- 17.1. 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.
- 17.2. 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.
- 17.3. The standalone balance sheet, the standalone statement of profit and loss and the standalone cash flow statement dealt with by this Report are in agreement with the books of account.
- 17.4. In our opinion, the aforesaid Standalone Financial Statements comply with the AS specified under Section 133 of the Act.
- 17.5. On the basis of the written representations received from the directors as on 31 March 2022 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2022 from being appointed as a director in terms of Section 164(2) of the Act.
- 17.6. With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- 17.7. According to the records of the Company examined by us and as per the information and explanations given to us, the provision of Section 197 (16) of the Act is not applicable to the Company.
18. 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:

# kkc & associates llp

Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)

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- 18.1. The Company does not have any pending litigations which would impact its financial position.
- 18.2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 18.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- 18.4. The management has represented that, as disclosed in the note no. 24.14 to the Standalone financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by us, nothing has come to our notice that such representation contains any material misstatement.
- 18.5. The management has represented that, as disclosed in the note no. 24.14 no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries. Based on reasonable audit procedures adopted by us, nothing has come to our notice that such representation contains any material misstatement.
- 18.6. In our opinion and according to the information and explanations given to us, the Company has not declared dividend or paid dividend during the year. Hence, compliance with Section 123 of the Act by the Company does not arise.

For KKC & Associates LLP  
Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)  
Firm Registration No 105146W/W100621

**Sd/-**

Hasmukh B Dedhia  
Partner  
ICAI Membership No: 033494

UDIN: 22033494ANPJCO8002

Place: Mumbai  
Date: 25 July 2022

**Annexure “A” to the Independent Auditors’ report on the Standalone Financial Statements of Baroda BNP Paribas Asset Management India Private Limited (Formerly known BNP Paribas Asset Management India Private Limited) for the year ended 31 March 2022**

[referred to in paragraph (15) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date]

- i.
- a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment (“PPE”).  
  
(B) The Company is maintaining proper records showing full particulars of intangible assets.
  - b) Fixed assets have been physically verified during the year by the management in accordance with their annual programme of verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. According to information and explanation given to us, no material discrepancies were noticed on such verification.
  - c) According to information and explanation given to us, the Company does not have any immovable properties; hence clause (3)(i)(c) of the Order is not applicable to the Company.
  - d) In our opinion and according to the information and explanations given to us, the Company has not revalued its PPE (including Right of Use assets) or intangible assets or both during the year.
  - e) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
- (a) The Company does not have any inventory and hence reporting under clause (3)(ii) (a) of the Order is not applicable to the Company.  
  
(b) In our opinion and according to the information and explanations given to us, no working capital limits has been sanctioned during any point of time in the year to the Company, from banks or financial institutions which are secured on the basis of security of current assets; hence clause (3)(ii)(b) of the Order is not applicable to it.
- iii.
- The Company has not made investments in, or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Therefore, the requirement of clauses (3)(iii)(a) to (3)(iii)(f) of the Order are not applicable to the Company.
- iv.
- The Company has not granted any loans or provided any guarantees or securities covered under section 185 and section 186 of the Act. In respect of investments made by the Company, in our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 186 of the Act.
- v.
- In our opinion and according to the explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits from the public during the year in terms of directives issued by the Reserve Bank of India or the provisions of Sections 73 to 76 or any other

# kkc & associates llp

Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)

relevant provisions of the Act and the rules framed there under. Accordingly, clause (3)(v) of the Order is not applicable to the Company.

- vi. The Central Government has not prescribed maintenance of cost records under section 148 (1) of the Act for any of the products / services of the Company. Accordingly, clause (3) (vi) of the Order is not applicable to the Company.

vii.

- a) In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of amounts deducted / accrued in the books of account, in respect of undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, cess and any other statutory dues, as applicable to the Company, have generally been regularly deposited by the Company to/with the appropriate authorities.

According to the information and explanations given to us, there are no undisputed statutory dues payable in respect to above statutes, outstanding as at 31 March 2022 for a period of more than six months from the date they became payable.

As informed, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax are not applicable to the Company during the year under report.

- b) In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no material statutory dues referred in sub-clause (a) above which have not been deposited with the appropriate authorities on account of any disputes except for the following:

Name of the Statute	Nature of the Dues	Amount (Rs in Lakhs)	Period to which the amount relates (Assessment Year)	Forum where dispute is pending	Remarks, if any
Income Tax Act, 1961	Income Tax	9.14	2010-11	Deputy Commissioner of Income Tax	-
Income Tax Act, 1961	Income Tax	117.62	2017-18	Deputy Commissioner of Income Tax	-
Finance Act, 1994 (As amended)	Service Tax	511.47	2008-09 to 2012-13	Commissioner of Service Tax	-

- viii. In our opinion and according to the information and explanations given to us and on the basis of our examination of the records of the Company, we confirm that we have not come across any transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

- ix. (a) In our opinion, and according to the information and explanations given to us and on the basis of our examination of the records of the Company, it has not taken any loans or other borrowings. Hence clause (3) (ix) (a), (3) (ix) (c), (3) (ix) (d), (3) (ix) (e) and (3) (ix) (f) of paragraph 3 of the Order is not applicable.



(b) According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority or any other lender.

- x. (a) The Company did not raise money by way of initial public offer or further public offer (including debt instruments) during the year.
- (b) The Company has not made any preferential allotment / private placement of shares / fully / partly / optionally convertible debentures during the year.

Accordingly, clause (3)(x)(a) and (3)(x)(b) of the Order is not applicable to the Company.

- xi. (a) In our opinion and according to the information and explanations given to us, there has been no fraud by the Company or any fraud on the Company that has been noticed or reported during the year.
- (b) In our opinion and according to the information and explanations given to us, no report under sub-section (12) of section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.
- xii. (a) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, clause (3)(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with Sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone Financial Statements as required by the applicable accounting standards.
- xiv. (a) In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.
- (b) We have considered the internal audit reports of the Company issued till date, for the period under audit.
- xv. In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Accordingly, clause (3)(xv) of the Order is not applicable to the Company, and hence provisions of section 192 of the Act, are not applicable to the Company.
- xvi. (a) In our opinion, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause (3)(xvi)(a) of the Order is not applicable to the Company.
- (b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid CoR from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- (c) The Company is not a CIC as defined in the regulations made by Reserve Bank of India
- (d) The Group has no CIC as part of the Group.
- xvii. The Company has incurred cash losses in the financial year Rs. 1317.14 Lakhs, and in the immediately preceding financial year Rs. 437.16 Lakhs.

# kkc & associates llp

Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)

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- xviii. There has been resignation of the statutory auditors during the year and we have taken into consideration the issues, objections or concerns raised by the outgoing auditors.
- xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- xx. According to the information and explanations given to us and on the basis of the records of the Company examined by us, during the year Section 135 of the Act is not applicable to the Company. Accordingly, clause (3)(xx) of the Order is not applicable to the Company.
- xxi. According to the information and explanations given to us and on the basis of the records of the Company examined by us, the preparation of consolidated financial statements under the Act is not applicable to the Company. Accordingly, clause (3)(xxi) of the Order is not applicable to the Company.

For KKC & Associates LLP  
Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)  
Firm Registration No 105146W/W100621

**Sd/-**

Hasmukh B Dedhia  
Partner  
ICAI Membership No: 033494

UDIN: 22033494ANPJCO8002

Place: Mumbai  
Date: 25 July 2022



**Annexure “B” to the Independent Auditors’ report on the Standalone Financial Statements of Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) for the year ended 31 March 2022**

(Referred to in paragraph “16 (f)” under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

**Report on the Internal Financial Controls with reference to the Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013.**

**Opinion**

1. We have audited the internal financial controls with reference to the Standalone Financial Statements of Baroda BNP Paribas Asset Management India Private Limited (Formerly known BNP Paribas Asset Management India Private Limited) (“the Company”) as at 31 March 2022 in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.
2. In our opinion, the Company has, in all material respects, an adequate internal financial controls with reference to the Standalone Financial Statements and such internal financial controls were operating effectively as at 31 March 2022, based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“the Guidance Note”).

**Management’s responsibility for Internal Financial Controls**

3. The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor’s responsibility**

4. Our responsibility is to express an opinion on the Company’s internal financial controls with reference to the Financial Statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing (“SA”), prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to the Financial Statements. Those SAs and the Guidance Note require that we comply with the ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to the Financial Statements were established and maintained and whether such controls operated effectively in all material respects.
5. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to the Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to the Financial Statements included obtaining an understanding of internal financial controls with reference to the Financial Statements, assessing the risk that a material weakness exists, and testing and evaluating the design

and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error.

6. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to the Standalone Financial Statements.

## **Meaning of Internal Financial Controls with reference to the Standalone Financial Statements**

7. A company's internal financial controls with reference to the Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to the Financial Statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company ; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the Standalone Financial Statements.

## **Inherent Limitations of Internal Financial Controls with reference to the Standalone Financial Statements**

8. Because of the inherent limitations of internal financial controls with reference to the Financial Statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to the Financial Statements to future periods are subject to the risk that the internal financial controls with reference to the Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For KKC & Associates LLP  
Chartered Accountants  
(formerly Khimji Kunverji & Co LLP)  
Firm Registration No 105146W/W100621

**Sd/-**

Hasmukh B Dedhia  
Partner  
ICAI Membership No: 033494

UDIN: 22033494ANPJCO8002

Place: Mumbai  
Date: 25 July 2022

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Balance sheet

as at 31 March 2022

(Currency: Rs in Lakhs)

Particulars	Note No	31-Mar-22	31-Mar-21
<b>I. EQUITY AND LIABILITIES</b>			
<b>Shareholder's Funds</b>			
(a) Share capital	3	21,588.31	10,773.23
(b) Reserves and surplus	4	(5,485.92)	(1,843.92)
<b>Non-Current Liabilities</b>			
(a) Other long term liabilities	5	405.50	32.17
(b) Long term provisions	6	484.40	125.62
<b>Current Liabilities</b>			
(a) Trade payables	7		
(A) total outstanding dues of micro enterprises and small enterprises		16.50	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		1,433.62	434.23
(b) Other current liabilities	8	1,241.11	574.70
(c) Short-term provisions	9	340.20	277.24
<b>Total</b>		<b>20,023.72</b>	<b>10,373.27</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
(a) Property, Plant and Equipment and Intangibles Assets	10		
(i) Property, Plant & Equipment		349.38	124.19
(ii) Intangible assets		1,626.37	11.80
(iii) Capital work-in-progress		0.84	8.37
(b) Non-current investments	11	1,979.05	856.27
(c) Long term loans and advances	12	1,336.61	1,290.45
<b>Current assets</b>			
(a) Current investments	13	8,507.45	7,011.35
(b) Trade receivables	14	976.96	558.69
(c) Cash and cash equivalent	15	4,803.80	13.90
(d) Short-term loans and advances	16	441.93	498.25
(e) Other current assets	17	1.33	-
<b>Total</b>		<b>20,023.72</b>	<b>10,373.27</b>

See accompanying notes to the financial statements.

1, 1A, 2 &  
23 to 27

In terms of our report attached.

### KKC & Associates LLP

Chartered Accountants

(Formerly Khimji Kunverji & Co LLP)

Firm Registration No 105146W/W100621

For and on behalf of the Board of Directors

### Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

Sd/-

Joydeep Dutta Roy

Director

DIN - 08055872

Sd/-

Aparna Sharma

Director

DIN - 07132341

Sd/-

Hasmukh B. Dedhia

Membership No: 033494

Mumbai

Sd/-

Suresh Soni

Chief Executive Officer

Mumbai

25-Jul-2022

Sd/-

Vivek Kudal

Chief Operating Officer &  
Chief Financial Officer

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Statement of profit and loss for the year ended 31 March 2022

(Currency: Rs in Lakhs)

Particulars	Note No	31-Mar-22	31-Mar-21
Revenue from operations	18	9,717.60	4,173.95
Other income	19	605.42	586.61
<b>Total Income</b>		<b>10,323.02</b>	<b>4,760.56</b>
<b>Expenditure</b>			
Employee benefit expenses	20	5,753.49	2,669.17
Finance costs	21	0.98	0.42
Depreciation and amortisation expense	10	931.21	66.39
Other Expenses	22	5,885.69	2,528.13
<b>Total Expenses</b>		<b>12,571.37</b>	<b>5,264.11</b>
<b>Loss before tax</b>		<b>(2,248.35)</b>	<b>(503.55)</b>
<b>Tax expense</b>			
- Current year Income Tax		-	-
- Tax relating to prior years		(10.76)	-
<b>Loss for the year</b>		<b>(2,237.59)</b>	<b>(503.55)</b>
Earning per equity share ( Face value Rs. 10) Basic and Diluted		<b>(1.04)</b>	<b>(0.47)</b>

See accompanying notes to the financial statements.

1, 1A, 2 &  
23 to 27

In terms of our report attached.

### KKC & Associates LLP

Chartered Accountants

(Formerly Khimii Kunverii & Co LLP)

Firm Registration No 105146W/W100621

For and on behalf of the Board of Directors

**Baroda BNP Paribas Asset Management India Private Limited**

(Formerly known as BNP Paribas Asset Management India Private Limited)

Sd/-

Joydeep Dutta Roy

**Director**

DIN - 08055872

Sd/-

Aparna Sharma

**Director**

DIN - 07132341

Sd/-

**Hasmukh B. Dedhia**

Membership No: 033494

Sd/-

Suresh Soni

**Chief Executive Officer**

Place : Mumbai

Date : 25-07-2022

Sd/-

Vivek Kudal

**Chief Operating Officer &  
Chief Financial Officer**

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

Rs. In Lakhs

**Cash Flow Statement for the year ended March 31, 2022**

Particulars	31-Mar-22	31-Mar-21
<b>A. Cash Flows From Operating Activities:</b>		
Loss before tax	(2,248.35)	(503.54)
<b>Adjustments for:</b>	(2,248.35)	(503.54)
Depreciation and Amortisation	931.21	66.39
Fixed Assets write off / Loss on sale of FA	45.32	-
Finance Cost	0.98	0.42
Earlier year Excess Tax provision reversal	10.76	-
Interest on bank deposit	(16.35)	(0.08)
Profit on sale on investments	(542.22)	(431.35)
Proceeds on sale of fixed assets (net)	-	(0.22)
Loss on sale of fixed assets (net)	-	-
Unrealised Foreign Exchange (gain) / loss	-	(0.01)
<b>Operating loss before working capital changes</b>	<b>(1,818.65)</b>	<b>(868.39)</b>
<b>Changes in working capital :</b>		
Adjustments for (increase) / decrease in operating assets:		
Trade Receivables	(418.27)	71.47
Long-term loans and advances	(46.71)	(285.22)
Short-term loans and advances	56.33	252.32
Adjustments for increase / (decrease) in operating liabilities:		
Trade Payables	1,015.90	59.52
Other long-term liabilities	373.33	24.39
Other current liabilities	666.40	71.99
Long-term provisions	358.78	(4.98)
Short-term provisions	62.97	(122.44)
<b>Cash from / (used in) from Operations</b>	<b>250.08</b>	<b>(801.34)</b>
Taxes (net of refund)	0.55	1,267.40
<b>Net cash from / (used in) Operating Activities (A)</b>	<b>250.63</b>	<b>466.06</b>
<b>B. Cash flows from Investing Activities:</b>		
Capital expenditure on fixed assets, including capital advances	(345.88)	(75.21)
Proceeds from sale of fixed assets	14.80	0.22
Purchase of investments	(61,375.00)	(13,450.34)
Proceeds from sale of investments	66,572.55	13,058.34
Interest Received	-	0.08
Merger related Transactions (Non Cash)	(341.24)	-
Investment in Fixed Deposit	(4,770.00)	-
<b>Net cash from / (used in) Investing Activities (B)</b>	<b>(244.77)</b>	<b>(466.90)</b>
<b>C. Cash flows from Financing Activities:</b>		
Interest on Bank Deposit	15.02	-
Finance Costs	(0.98)	(0.42)
<b>Net cash from (used in) Financing Activities (C)</b>	<b>14.04</b>	<b>(0.42)</b>
<b>Net Increase in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>19.90</b>	<b>(1.27)</b>
<b>Cash and cash equivalents at the beginning of the year</b>	<b>13.90</b>	<b>15.17</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>33.80</b>	<b>13.90</b>

Pursuant to the scheme of amalgamation, there have been no discharge by means of cash and cash Equivalent

In terms of our report attached.

**KKC & Associates LLP**  
Chartered Accountants  
(Formerly Khimji Kunverji & Co LLP)  
Firm Registration No 105146W/W100621

For and on behalf of the Board of Directors

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

Sd/-

Jovdeep Dutta Roy  
**Director**  
DIN - 08055872

Sd/-

Aparna Sharma  
**Director**  
DIN - 07132341

Sd/-

**Hasmukh B. Dedhia**  
Membership No: 033494

Sd/-

Suresh Soni  
**Chief Executive Officer**

Sd/-

Vivek Kudal  
**Chief Operating Officer &  
Chief Financial Officer**

Place : Mumbai  
Date : 25-07-2022

Place : Mumbai  
Date : 25-07-2022

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement

*for the year ended 31 March 2022*

(Currency: Indian rupees)

### 1 Background

Baroda BNP Paribas Asset Management India Private Limited ('BBNPP AMC') (Formerly known as BNP Paribas Asset Management India Private Limited), a private limited company incorporated under the Companies Act, 1956, has been appointed as Asset Management Company of Baroda BNP Paribas Mutual Fund ('BBNPP MF') by the Trustee Company vide Investment Management Agreement dated March 14, 2022 executed between Baroda BNP Paribas Trustee India Private Limited ('BBNPP Trustee') (Formerly known as Baroda Trustee India Private Limited) and BBNPP AMC.

Erstwhile ABN AMRO Asset Management (India) Limited was a company incorporated under the Companies Act, 1956 on November 4, 2003. ABN AMRO Asset Management (India) Limited had been appointed as Asset Management Company of ABN AMRO Mutual Fund (Now known as Baroda BNP Paribas Mutual Fund) by the Trustee vide Investment Management Agreement (IMA) dated April 15, 2004, and executed between ABN AMRO Trustee (India) Private Limited and ABN AMRO Asset Management (India) Limited. SEBI had approved ABN AMRO Asset Management (India) Limited to act as the Asset Management Company of the ABN AMRO Mutual Fund vide its letter No. IMD/YK/11091/2004 dated May 28, 2004.

Due to changes in minority shareholding, the Company was converted into a Private Limited Company and was named as ABN AMRO Asset Management (India) Private Limited vide fresh Incorporation Certificate dated June 20, 2008. Consequent to the global restructuring of ABN AMRO, ABN AMRO Asset Management had become a part of Fortis Investment Management resulting in indirect change in the control of AMC. Subsequently, name of ABN AMRO Asset Management (India) Private Limited had been changed to Fortis Investment Management (India) Private Limited vide fresh Incorporation Certificate dated September 19, 2008.

Pursuant to global restructuring of Fortis group and indirect change in the control of AMC, name of Fortis Investment Management (India) Private Limited has been changed to BNP Paribas Asset Management India Private Limited vide fresh Incorporation Certificate dated October 18, 2010. SEBI vide its letter no. OW/YE/23202/2010 dated October 12, 2010 has conveyed its no-objection to the indirect change in control of Fortis Investment Management (India) Private Limited.

ABN AMRO Asset Management (India) Private Limited (now BNP Paribas Asset Management India Private Limited) had received an approval from SEBI vide its letter No. IMD/SP/67987 dated May 29, 2006 for rendering services as Portfolio Manager under SEBI (Portfolio Managers) Rules and Regulations, 1993 under Registration no. PM/INP000001728. The AMC has commenced Portfolio Management Business with effect from September 26, 2006. Rendering the portfolio management services is not in conflict of interest with the activities of the Mutual Fund. Subsequent to the indirect change in control of Fortis Investment Management (India) Private Limited, SEBI has granted fresh registration in the name of BNP Paribas Asset Management India Private Limited vide its letter No. IMD/DOF-1/MT/OW/25642/2010 dated October 28, 2010 for rendering services as Portfolio Manager under SEBI (Portfolio Managers) Rules and Regulations, 1993 under Registration No. PM/INP000003716.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## **Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

### Composite scheme of Amalgamation ('the Scheme)

1A Further, pursuant to Composite scheme of Amalgamation under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 as approved under National Company Law Tribunal (NCLT) order dated February 12, 2021 (Order), the following events came into effect from appointed date being April 1, 2019 from March 14, 2022, being the date of Order was filed with the Registrar of Companies:

1. Amalgamation of Baroda Asset Management India Limited (Baroda AMC) into BNP Paribas Asset Management India Private Limited (BNPP AMC), with Baroda BNP Paribas Asset Management India Private Limited (Formerly known as BNP Paribas Asset Management India Private Limited) continuing to be the surviving asset management company (AMC) with BNP Paribas Asset Management Asia Limited (BNPP Asia) and Bank of Baroda (BOB) as the shareholders holding 49.9% and 50.1% respectively of the equity share capital of the Surviving AMC.
2. Amalgamation of BNP Paribas Trustee India Private Limited (BNPP TC) into Baroda Trustee India Private Limited (Baroda TC), with Baroda BNP Paribas Trustee India Private Limited (Formerly known as Baroda Trustee India Private Limited) continuing to be the surviving trustee company (TC) with BNP Paribas Asset Management Asia Limited (BNPP Asia) and Bank of Baroda (BOB) as the shareholders holding 49.9% and 50.1% respectively of the equity share capital of the Surviving Trustee Company.

Handover of trusteeship and transfer of right to administer and manage all the schemes of the BNP Paribas Mutual Fund (BNPP MF) to Baroda BNP Paribas Mutual Fund (Formerly known as Baroda Mutual Fund) ("Surviving MF"), including merger of schemes of BNPP MF and Baroda Mutual Fund.

Further, amalgamation of Baroda Asset Management India Limited into BNP Paribas Asset Management India Private Limited amounts to Change in Status/Constitution in terms of Regulation 2(d) of SEBI (Portfolio Managers) Regulations, 2020 and not tantamount to Change in control in terms of Regulation 2(e) of SEBI (Portfolio Managers) Regulations, 2020.

**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**2 Significant accounting policies**

**2.1 Basis of accounting and preparation of financial statements**

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Companies (Accounting Standards) Rules 2021, amended and the relevant provisions of the Companies Act, 2013 ("the 2013 Act"). The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

**2.2 Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

In the Cash Flow Statement, cash and cash equivalents include cash in hand, demand deposits and short term deposits with banks with original maturities of three months or less from the date of acquisition and other short-term highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

**2.3 Use of estimates**

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialize.

**2.4 Property, Plant and Equipment, Intangible Assets and depreciation**

- a) Tangible Fixed Assets are carried at cost of acquisition less accumulated depreciation and impairment. Cost includes freight, duties, taxes and incidental expenses related to the acquisition and installation of the assets.
- b) Intangible assets comprising of computer software are stated at cost of acquisition, including any cost attributable for bringing the asset to its working condition, less accumulated amortisation. Any technology support cost or annual maintenance cost of such software is charged annually to the Statement of Profit and Loss.
- c) Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.



**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**2 Significant accounting policies (Continued)**

- d) The Company provides pro-rata depreciation under straight line method from the date the asset is put to use and for any asset sold, until the last date of sale.
- e) Depreciation is calculated considering the useful life of asset as per schedule II of the Companies Act 2013 or any shorter useful life as estimated by the management in the table given below.

Class of asset	Rate of depreciation	Estimated Useful life
Furniture and fixtures	20%	5 years
Office equipment	20%	5 years
Copyrights	12.5%	8 years
Computers including computer software	33.33%	3 years
Leasehold improvements	Over the period of lease or useful life, whichever is shorter	

- f) Fixed Assets individually costing Rs.5,000 or less are fully depreciated in the year of purchase / acquisition.
- g) The Computers and Computer Software are depreciated / amortised on straight line basis over the useful life and leasehold improvements are depreciated over the period of lease or useful life, whichever is shorter.

There is change in the estimated useful life of computers from 5 years to 3 years. On account of above change additional depreciation of Rs. 25.27 Lakhs charged to the Statement of Profit & Loss for the year ended 31 March 2022.

**2.5 Impairment of Assets**

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognised in the Statement of profit and loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

The recoverable amount is greater of net selling price and their value in use. Value in use is arrived at by discounting the future cash flow to their present value based on an appropriate discounting factor.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

## 2 Significant accounting policies (Continued)

### 2.6 Revenue Recognition

#### Investment management fees

Investment management fees are recognised net of Indirect tax on an accrual basis as a percentage of the average daily net assets of the schemes of Baroda BNP Paribas Mutual Fund (excluding on investments made by the Company in the schemes, intra-scheme investments and schemes investment in fixed deposits), such that it does not exceed the expense limit prescribed by the Securities and Exchange Board of India ('SEBI') (Mutual Funds) Regulations, 1996 and any further amendments (the 'Regulations') or offer document of the respective schemes.

#### Portfolio Management fees

Portfolio management fees are recognized net of indirect tax on an accrual basis in accordance with the respective terms of contract between the company and Portfolio Management scheme ('PMS') clients.

#### Advisory fees

Advisory fees are recognized on an accrual basis in accordance with the respective terms of the agreement/arrangements with the counter parties.

#### Other income

Interest income is recognized on time proportion basis taking into account the amount outstanding and applicable interest rate and accounted on accrual basis.

Purchase and sale of investments is recorded on the trade date. The profit / loss on sale of investments is recognised in the Statement of profit and loss on the trade date. Profit or loss on sale of investments is determined using weighted average cost method.

### 2.7 Scheme related expenses

Annual recurring expenses relating to schemes of the Fund which are in excess of TER accruals in the schemes, are borne by the Company.

Expenses incurred directly by the Company for schemes are recognised in statement of Profit and Loss under respective heads.

As per AMFI circular No. 71/2017-18 dated March 23, 2018, interest cost on borrowing to the extent of portfolio yield for the day should be borne by the borrowing scheme and the excess interest cost shall be borne by AMC.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 2 Significant accounting policies (Continued)

#### 2.8 Brokerage Expenses

Brokerage on fixed maturity plans (FMPs) if any is amortized over the term of the respective FMP. Brokerage on Long Term Equity Fund (erstwhile Tax Advantage Plan - ELSS) is amortized over the three year mandatory lock in period.

All advance brokerages except Systematic Investment Plan ('SIP') advance brokerage paid on all open ended schemes are amortized over their exit load / claw back period, if applicable. SIP advance brokerage paid on all open ended schemes are amortized over 36 months. The unamortized portion of the brokerage is carried forward as prepaid expense.

Upfront Brokerage paid on Portfolio Management Schemes (PMS) is amortized over the exit load period of the PMS scheme. All other brokerage payments are charged to the Statement of Profit and Loss when incurred

W.e.f. October 22, 2018 – All brokerage & scheme related expenses are being booked in scheme books and scheme expenses include trail brokerage

#### 2.9 Investments

Investments are classified as Current or Non-current based on intention of the management at the time of purchase.

Long term investments are carried at carrying cost less diminution in value other than temporary in nature, determined separately for each individual investment.

Current investments are carried at the lower of cost and market value. Any reduction in the carrying amount and any reversals of such reductions are charged or credited to the Statement of profit and loss. The comparison of cost and market value is done separately for each individual investment.

The cost of Investment includes purchase price, directly attributable acquisition charges and reduced by recovery of cost, if any.

Purchase and sale of investments is recorded on the trade date. The profit / loss on sale of investments is recognized in the Statement of profit and loss on the trade date. Profit or loss on sale of investments is determined using weighted average cost method.

#### 2.10 Earning per share

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of Equity shares outstanding during the year.

Diluted earnings per share reflect the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the period/year. Diluted earnings per share is computed using the weighted average number of equity shares and dilutive potential equity shares outstanding at the year end.

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**2 Significant accounting policies (Continued)**

**2.11 Employee benefits**

Employee benefits include provident fund, gratuity fund, and compensated absences.

**Defined contribution plans**

The Company's contribution to provident fund is considered as defined contribution plan and is charged as an expense based on the amount of contribution required to be made and when services are rendered by the employees.

**Defined benefit plans**

For defined benefit plans in the form of gratuity fund the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise is amortized on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost, as reduced by the fair value of scheme assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the schemes.

**Short-term employee benefits**

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

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

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

**Long-term employee benefits**

Employee benefits which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized as a liability valued by actuary at the present value of the defined benefit obligation as at the balance sheet date less the fair value of the plan assets, if any out of which the obligations are expected to be settled.

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**2 Significant accounting policies (Continued)**

**2.12 Taxation**

Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred Tax

Deferred tax is recognized on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognized for all timing differences. Deferred tax assets are recognized for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realized. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realize the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their reliability.

**2.13 Transactions in foreign currency**

Foreign currency transactions are recorded at the rate of exchange prevailing on the date of the transactions. Exchange difference, if any, arising out of foreign exchange transactions settled during the year are recognized as income or expense in the Statement of profit and loss.

Monetary assets and liabilities denominated in foreign currencies as at the balance sheet date are translated at the closing exchange rate on that date. The exchange differences, if any, are recognized in the Statement of profit and loss.

Non-monetary items outstanding at the Balance sheet date are reported using exchange rates at the date of the transactions.

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**2 Significant accounting policies (Continued)**

**2.14 Provisions and contingencies**

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.

Contingent Assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise to the asset and recognized in the period in which the change occurs.

**2.15 Goods and Service Tax Input Credit**

Goods and Service Tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is no uncertainty in availing / utilizing the credits.

**2.16 Operating Cycle**

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

**2.17 Operating lease**

Leases of assets under which all the risks and benefits of ownership are effectively retained by the lessor are classified as operating leases. Amount due under the operating leases are charged to the Statement of Profit and Loss, on a straight - line basis over the lease term in accordance with Accounting Standard 19 on 'Leases' as specified under Section 133 of the Companies Act, 2013, read with Companies (Accounting Standards) Rules, 2006. Initial direct costs incurred specifically for operating leases are recognised as expense in the year in which they are incurred.

**2.18 Transfer Pricing**

The company has a comprehensive system of maintenance of information and documents required by transfer pricing legislation under section 92-92F of the Income-tax Act, 1961. The management is of the opinion that all international transactions are at arm's length so that the above legislation will not have any impact on the financial statements, particularly on the amount of tax expense and that of provision for taxes.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	As at 31 March 2022	As at 31 March 2021
<b>3 Share capital</b>		
Authorised 30,00,00,000 (Previous year : 21,50,00,000) equity shares of Rs.10/- each	30,000.00	21,500.00
	<u>30,000.00</u>	<u>21,500.00</u>
Issued, subscribed and paid-up * 21,58,83,057 (Previous year : 10,77,32,274) equity shares of Rs.10/- each	21,588.31	10,773.23
	<u>21,588.31</u>	<u>10,773.23</u>

### 3.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Name of Share Holders	As at 31 March, 2022		As at 31 March, 2021	
	No. of Shares	Amount	No. of Shares	Amount
Outstanding at the beginning of the year	10,77,32,274.00	10,773	10,77,32,274.00	10,773
No. of Shares allotted during the year	10,81,50,783.00	10,815		
Outstanding at the end of the year	21,58,83,057.00	21,588	10,77,32,274.00	10,773

\*Pursuant to the shareholders agreement dated October 11, 2019 executed between Bank of Baroda & BNP Paribas Asset Management Asia Ltd, the Company has issued 10,81,50,783 equity shares of Rs. 10 each to the shareholders of the transferor company Baroda Asset Management India Ltd on appointed date 1st April 2019 in terms of the Scheme from March 14, 2022.

Name of Share Holders	As at 31 March, 2022		As at 31 March, 2021	
	No. of Shares	% held	No. of Shares	% held
Bank of Baroda and its nominees	10,81,50,783.00	50.10%	-	-
BNP Paribas Asset Management Asia Limited and its nominees	10,77,32,274.00	49.90%	10,77,32,274.00	100.00%
<b>Total</b>	<b>21,58,83,057.00</b>	<b>100.00%</b>	<b>10,77,32,274.00</b>	<b>100.00%</b>

### 3.3 The details of Promoters shareholding of Equity Shares is set out below:

Name of Share Holders	No. of Shares		No. of Shares	
	No. of Shares	% held	No. of Shares	% held
Bank of Baroda and its nominees	10,81,50,783.00	50.10%	-	-
BNP Paribas Asset Management Asia Limited and its nominees	10,77,32,274.00	49.90%	10,77,32,274.00	100.00%
<b>Total</b>	<b>21,58,83,057.00</b>	<b>100.00%</b>	<b>10,77,32,274.00</b>	<b>100.00%</b>

### 3.4 Detail of shares held by holding company.

Name of Share Holders	As at 31 March, 2022		As at 31 March, 2021	
	No. of Shares	% held	No. of Shares	% held
Bank of Baroda and its nominees	10,81,50,783.00	50.10%	-	-
BNP Paribas Asset Management Asia Limited and its nominees	-	-	10,77,32,274.00	100.00%
<b>Total</b>	<b>10,81,50,783.00</b>	<b>50.10%</b>	<b>10,77,32,274.00</b>	<b>100.00%</b>

### 3.5 Rights, Preference, Restriction attached to Equity Shares

The Company has only one class of shares referred to as equity shares having Face Value of Rs. 10 each. Each holder of equity share is entitled to one vote per share. The holders of equity shares are entitled to dividend, if any, proposed by the Board of Directors and approved by Shareholders at the Annual General Meeting. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The distribution will be in proportion to the number of equity shares held by the shareholders.

### 3.6 During the period of 5 years immediately preceding the Balance Sheet date, the Company has issued equity shares without payment being received in cash pursuant to the Scheme.

### 3.7 During the period of 5 years the company has not issued bonus shares and has not bought back any equity shares

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	As at 31 March 2022	As at 31 March 2021
<b>4 Reserves and surplus</b>		
Balance in the statement of Profit and Loss		
Balance at the beginning of the year	(1,843.92)	(1,340.38)
Add : Profit of Baroda Asset Management India Limited FY 2019-20	84.90	-
Add : Profit of Baroda Asset Management India Limited FY 2020-21	176.41	-
Less : Merger related Adjustments	(1,665.72)	-
Profit/(Loss) for the year	(2,237.59)	(503.54)
Balance at the end of the year	(5,485.92)	(1,843.92)
	<u>(5,485.92)</u>	<u>(1,843.92)</u>
Merger related Adjustments includes Goodwill amortisation impact of FY 2019-20 & FY 2020-21 of Rs. 1,624.68 Lakhs and investment revaluation impact of Rs. 41.04 Lakhs on account of the Composite Scheme of Amalgamation ('the Scheme')		
<b>5 Other long term liabilities.</b>		
Lease Equalisation	93.13	32.17
Bonus Payable	312.37	-
	<u>405.50</u>	<u>32.17</u>
<b>6 Long term provisions</b>		
Gratuity	397.90	122.80
Compensated Absences	86.50	2.82
	<u>484.40</u>	<u>125.62</u>
<b>7 Trade payables</b> (Refer Note 24.10)		
Total outstanding dues of micro enterprises and small enterprises	16.50	-
Total outstanding dues of creditors other than micro enterprises and small enterprises :	1,433.62	434.23
Payment to Vendor	983.02	118.47
Accrued expenses	465.59	315.76
Payable to Mutual Fund	-	-
Advance received from PMS Investors	1.51	-
	<u>1,450.12</u>	<u>434.23</u>
<b>Note 7.1</b>		
(a) There is no amount of Interest payable u/s 16 of MSME Act, 2006 and there is no overdue of principal & interest to the supplier covered under MSME Act.		
(b) The above information has been determined to the extent such parties have been identified on the basis of information available with the company and the same has been relied upon by the auditors.		
<b>8 Other current liabilities</b>		
Statutory dues [Net of GST Input credit Rs 156.70 Lakhs, PY 84.30 Lakhs]	482.22	404.15
Bonus payable	754.84	169.03
Lease Equalisation	4.05	1.52
	<u>1,241.11</u>	<u>574.70</u>
<b>9 Short-term provisions</b>		
Provision for Employee Benefits		
Gratuity	58.63	14.15
Compensated Absences	18.48	-
Provision for Fringe Benefit Tax	-	0.01
Provision for Tax	263.09	263.09
	<u>340.20</u>	<u>277.24</u>



# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs. In Lakhs)

### 10 Property, Plant and Equipment

Description	Gross block				Depreciation				Net block	
	As at 1 April 2021	Additions	Deductions	As at 31 March 2022	As at 1 April 2021	For the year	Deductions	As at 31 March 2022	As at 31 March 2022	As at 31 March 2021
Tangible										
Computers *	409.95 (395.79)	328.60 (14.17)	372.58 -	365.97 (409.95)	367.36 (328.75)	67.31 (24.74)	366.15 -	68.52 (353.49)	297.45 (56.46)	56.46 -
Furniture and fixtures	58.23 (58.23)	2.07 -	4.20 -	56.10 (58.23)	56.38 (55.21)	2.08 (0.92)	4.39 -	54.07 (56.14)	2.03 (2.10)	2.10 -
Office equipment*	182.98 (123.07)	46.42 (60.64)	137.20 (0.73)	92.20 (182.98)	121.56 (104.99)	23.32 (16.25)	102.43 (0.73)	42.45 (120.51)	49.75 (62.47)	62.47 -
Leaseholds improvements	123.39 (136.69)	-	11.37 (13.30)	112.02 (123.39)	120.23 (121.80)	3.01 (11.73)	11.37 (13.30)	111.87 (120.23)	0.15 (3.16)	3.16 -
Total Tangible assets (A)	774.55 (713.78)	377.09 (74.80)	525.35 (14.03)	626.10 (774.56)	665.53 (610.76)	95.72 (53.64)	484.34 (14.03)	276.91 (650.37)	349.38 (124.19)	124.19 -
Intangible - other than internally generated										
Goodwill		2,437.02		2,437.02		812.34		812.34	1,624.68	
Computer Software	176.69 (176.69)	0.88	54.68	122.89 (176.69)	165.99 (153.50)	22.89 (12.50)	66.82	122.06 (165.99)	0.83 (10.69)	10.69 -
Copyrights	2.03 (2.03)			2.03 (2.03)	0.93 (0.67)	0.25 (0.25)		1.18 (0.93)	0.85 (1.11)	1.11 -
Total Intangible assets (B)	178.72 (178.72)	2,437.90 -	54.68 -	2,561.95 (178.72)	166.92 (154.17)	835.49 (12.75)	66.82 -	935.58 (166.92)	1,626.37 (11.80)	11.80 -
Total (A+B)	953.27	2,814.99	580.03	3,188.05	832.45	931.21	551.16	1,212.49	1,975.75	135.99
Previous year	(892.50)	(74.80)	(14.03)	(953.28)	(764.93)	(66.39)	(14.03)	(817.29)	(135.99)	

Note 1) Figures in brackets pertain to Previous Year.

2) \*\* The Company has scrapped some of its old office equipment's and computers and handed over the same to MPCB / CPCB authorised E-waste disposable facilitator.

Details of Fixed Assets of Baroda Asset Management India Limited as of 13 March 2022 is given below. These assets have been scrapped/merged into Baroda BNP Paribas Asset Management India Private Limited as on 14th March, 2022

Description	Gross block				Depreciation				Net block	
	As at 1 April 2021	Additions	Deductions	As at 13 March 2022	As at 1 April 2021	For the year	Deductions	As at 13 March 2022	As at 13 March 2022	As at 31 March 2021
Tangible										
Computers *	367.01	1.27	343.94	24.33	349.28	11.97	342.08	19.17	5.16	17.73
Furniture and fixtures	51.88	1.70	51.58	2.00	51.24	1.17	51.29	1.12	0.89	0.65
Office equipment*	116.82	0.34	115.98	1.18	107.36	4.47	110.92	0.91	0.26	9.46
Leaseholds improvements	140.41	-	140.41	-	140.41	-	140.41	-	-	-
Total Tangible assets (A)	676.12	3.30	651.90	27.32	648.28	17.61	644.70	21.20	6.32	27.83
Intangible - other than internally generated										
Computer Software	148.62	-	148.62	-	135.78	12.14	147.92	-	-	12.84
Total Intangible assets (B)	148.62	-	148.62	-	135.78	12.14	147.92	-	-	12.84
Total (A+B)	824.73	3.30	800.52	27.32	784.06	29.75	792.61	21.20	6.32	40.67

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	As at 31 March 2022	As at 31 March 2021
<b>11 Non-current investments (at cost)</b>		
<b>Investment in Mutual Fund units (Unquoted, Trade)</b>		
330,000.000 (Previous year: NIL) Units of Baroda BNP Paribas Credit Risk Fund- Plan B Growth of Rs. 10 each	49.27	-
394,164.973 (Previous year: 206,149.013) Units of Baroda BNP Paribas Dynamic Bond Fund - Plan B Growth of Rs. 10 each	118.50	50.00
175,619.652 (Previous year: NIL) Units of Baroda BNP Paribas Gilt Fund- Plan B Growth of Rs. 10 each	52.56	-
6,250.490 (Previous year: 2,340.319) Units of Baroda BNP Paribas Liquid Fund- Plan B Growth of Rs. 1.000 each	117.19	50.00
248,340.840 (Previous year: 220,190.038) Units of Baroda BNP Conservative Hybrid Fund - Plan B Growth of Rs. 10 each	57.47	48.90
479,197.924 (Previous year: 312,320.416) Units of Baroda BNP Paribas Short Duration Fund- Plan B Growth of Rs. 10 each	79.75	50.00
762,879.309 (Previous year: 445,434.298) Units of Baroda BNP Paribas Medium Duration Fund - Plan B Growth of Rs. 10 each	108.59	50.00
130,043.164 (Previous year: 140,173.816) Units of Baroda BNP Paribas Multi Cap Fund - Plan B Growth of Rs. 10 each	116.78	50.00
375,969.957 (Previous year: 206,868.018) Units of Baroda BNP Paribas Mid-Cap Fund - Plan B Growth of Rs. 10 each	107.19	50.00
101,234.641 (Previous year: 71,828.760) Units of Baroda BNP Paribas Large Cap Fund- Plan B Growth of Rs. 10 each	79.81	50.00
220,271.941 (Previous year: NIL) Units of Baroda BNP Paribas Banking And Financial Services Fund - Plan B Growth of Rs. 10 each	53.86	-
259,194.987 (Previous year: 166,588.925) Units of Baroda BNP Paribas ELSS - Plan B Growth of Rs. 10 each	85.39	50.00
5,000 (Previous year: NIL) Units of Baroda Ultra Short Duration Fund - Plan B Growth of Rs. 1.000 each	53.49	-
1,158,816.964 (Previous year: 476,174.242) Units of Baroda BNP Paribas Balance Advantage Fund - Direct Growth of Rs. 10 each	129.69	47.77
10,006.519 (Previous year: 4,996.444) Units of Baroda BNP Paribas Overnight Fund - Direct Growth of Rs. 1000 each	100.00	50.00
5,000 (Previous year: NIL) Units of Baroda BNP Paribas Money Market Fund - Direct Plan Growth of Rs. 1000 each	50.00	-
500,000 (Previous year: NIL) Units of Baroda BNP Paribas Equity Saving Fund - Direct Plan Growth of Rs. 10 each	50.00	-
3,131.710 (Previous year: 3,131.710) Units of Baroda Treasury Advantage Fund- Plan B Growth of Rs. 1,000 each (Segregated Portfolio) (Refer Note 11.2)	-	-
330,000.000 (Previous year: 330,000.000) Units of Baroda Credit Risk Fund- Plan B Growth of Rs. 10 each (Segregated Portfolio) (Refer Note 11.2)	-	-
499,975.001 (Previous year: NIL) Units of Baroda BNP Paribas Large and Mid Cap Fund- Direct Plan Growth of Rs. 10 each	50.00	-
499,975.001 (Previous year: NIL) Units of Baroda BNP Paribas Banking and PSU Bond Fund- Direct Plan Growth of Rs. 10 each	50.00	-
499,975.001 (Previous year: NIL) Units of Baroda BNP Paribas Business Cycle Fund- Direct Plan Growth of Rs. 10 each	50.00	-
504,449.468 (Previous year: NIL) Units of Baroda BNP Paribas Funds Aqua Fund- Direct Plan Growth of Rs. 10 each	50.00	-
499,500.500 (Previous year: 499,500.500) Units of Baroda BNP Paribas Arbitrage Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00
332,367.253 (Previous year: 332,367.253) Units of Baroda BNP Paribas Corporate Bond Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00
498,653.635 (Previous year: 498,653.635) Units of Baroda BNP Paribas Focused Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00
498,653.635 (Previous year: 498,653.635) Units of Baroda BNP Paribas India Consumption Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	As at 31 March 2022	As at 31 March 2021
<b>Investment in Mutual Fund units (Unquoted, Trade)</b>		
235,628.988 (Previous year: 235,628.988) Units of Baroda BNP Paribas Low Duration Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00
498,907.393 (Previous Year 498,907.393) units of Baroda BNP Paribas Aggressive Hybrid Fund- Direct Plan Growth of Rs. 10 each	50.00	50.00
Total	<u>1,909.54</u>	<u>846.67</u>
<b>Investment in Equity Instruments (Unquoted)</b>		
5,99,100 (Previous year Nil) Equity shares of Rs. 10 each fully paid up of AMC Repo Clearing Limited	59.91	-
5,00,000 (Previous year 5,00,000) Equity shares of Rs. 1 each fully paid up of MF Utilities India Private Limited	9.60	9.60
Total	<u>69.51</u>	<u>9.60</u>
The aggregate book value and market value of investments is as follows.		
Unquoted investments in Mutual Funds		
- Aggregate book value	<b>1,909.54</b>	846.67
- Aggregate market value	<b>2,968.97</b>	1,349.04
Unquoted investments in Equity Shares		
- Aggregate book value	<b>69.51</b>	<b>9.60</b>

- 11.1 Market value of investments in unquoted Mutual Funds represents Net Asset Value (NAV) of units issued by the Mutual Fund.
- 11.2 The company has seed capital investment in Mutual fund schemes of Baroda BNP Paribas Mutual Fund as per Regulation 28(5) of SEBI (Mutual Fund) Regulations, 1996. The Mutual Fund had enabled Segregation of Portfolio in some of its schemes during the year, duly following the process as stipulated in SEBI circular no. SEBI/HO/IMD/DF2/CIR/P/2018/160 dated 28.12.2018. The Mutual Fund segregated portfolio in two schemes - Baroda Credit Risk Fund & Baroda Treasury Advantage Fund, as one of the holdings in the portfolio of the said schemes was marked down to Zero consequent to rating action on the instrument. All the unitholders in the scheme were allotted units equal to their holding, consequent to such segregation, with the value of units being zero. The Company, as an investor in the scheme was also allotted units under the segregated portfolio. The segregated units were allotted on 06/03/2020. Therefore, apart from holding units originally allotted, the Company also holds units under the segregated portfolio as of March 31, 2022.
- 11.3 Book value of investments of Baroda Asset Management India Limited added in investment schedule pursuant to the Scheme.  
Book value of investments 906.81
- 11.4 The company has investment in Share capital of AMC Repo Clearing Limited and MF Utilities India Private Limited. Investment in Equity shares of AMC Repo Clearing Limited is in the name of Baroda Asset Management India Limited which was transferred to the Company as result of Amalgamation process and Equity share capital of MF Utilities India Private Limited is in the name of erstwhile name of the company BNP Paribas Asset Management India Private Limited.

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	As at 31 March 2022	As at 31 March 2021
<b>12 Long term loans and advances</b>		
(Unsecured, Considered good)		
Security Deposits	439.04	393.19
Advance tax [net of provisions Rs 838.71 Lakhs (P.Y Rs. 694.14 Lakhs)]	886.24	886.79
Fringe Benefit Tax	0.13	0.14
Prepaid Expenses	11.20	10.33
	<u>1,336.61</u>	<u>1,290.45</u>
<b>13 Current investments</b>		
Mutual Fund units (Unquoted, Non trade)		
50,630.122 (Previous year: NIL) units of Baroda BNP Paribas Liquid Fund Growth -Plan B of Rs. 1,000 each	1,089.32	-
44,594.008 (Previous year: NIL) units of Baroda BNP Paribas Money market Fund Growth of Rs. 1,000 each	499.98	-
52,317.076 (Previous year: NIL) units of Baroda BNP Paribas Ultra short duration Fund Growth -Plan B of Rs. 1,000 each	650.80	-
17,892,387.591 (Previous year: 20,847,467.311 ) units of Baroda BNP Paribas Low duration Fund Growth -Plan B of Rs. 10 each	6,267.35	7,011.35
	<u>8,507.45</u>	<u>7,011.35</u>
Unquoted investments in Mutual Funds		
- Aggregate book value	8,507.45	7,011.35
- Aggregate market value	8,694.34	7,020.70
13.1 Market value of investments in unquoted Mutual Funds represents Net Asset Value (NAV) of units issued by the Mutual Fund.		
13.2 Book value of investments of Baroda Asset Management India Limited added in investment schedule pursuant to the Scheme.		
Book value of investments	6,538.32	
<b>14 Trade receivables</b>		
(Refer Note 24.11)		
Management fees receivable	976.96	558.69
	<u>976.96</u>	<u>558.69</u>
<b>15 Cash and cash equivalents</b>		
A- Cash and cash equivalents		
Cash in hand	2.77	2.97
Balance with banks	31.03	10.93
<b>Total Cash &amp; Cash Equivalent</b>	33.80	13.90
<b>B-Other bank balances</b>	4,770.00	-
(Term Deposit with maturity less than one year)	-	-
<b>Total</b>	<u>4,803.80</u>	<u>13.90</u>
<b>16 Short-term loans and advances</b>		
Advances to vendors	120.37	
Prepaid expenses	158.43	50.59
Other receivable	0.25	-
Security Deposits	162.88	49.60
Advances to Related Parties	-	55.23
Balances with Government Authorities	-	
-Goods & Service Tax input credit receivable	-	297.26
-Others	-	44.52
Others	-	1.04
	<u>441.93</u>	<u>498.25</u>
<b>17 Other current assets</b>		
Interest accrued but not due on bank deposits	1.33	-
	<u>1.33</u>	<u>-</u>

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

	Current Year	Previous Year
<b>18 Revenue from operations</b>		
Management fee	9,055.52	3,429.45
Investment advisory and research fee	662.08	744.50
	<u>9,717.60</u>	<u>4,173.95</u>
<b>19 Other income</b>		
Interest on Bank deposits	16.35	0.08
Profit on sale of current investment	542.22	431.35
Profit on sale on asset	-	0.22
Interest on income tax refund	18.69	112.94
Other Non operating Income	28.16	42.02
	<u>605.42</u>	<u>586.61</u>
<b>20 Employee benefit expenses</b>		
Salaries, bonus and allowances	5,232.04	2,520.59
Contribution to provident fund	194.47	85.25
Staff welfare	128.81	43.30
Gratuity expense	142.44	20.03
Recruitment and consultancy charges	55.73	-
	<u>5,753.49</u>	<u>2,669.17</u>

The following disclosures have been set out in accordance with the requirement of Accounting Standard 15 on "Employee Benefits" as specified under Section 133 of the Companies Act, 2013, read with Companies (Accounting Standards) Rules 2021, amended.

### 20.1 Defined Contribution Plan - Provident Fund, Superannuation Fund and National Pension Scheme

The Company has recognised the following amounts in the Statement of Profit and Loss, which are included under Contributions to Provident fund,

Particulars	As at 31 March 2022	As at 31 March 2021
Employer's contribution to Provident Fund,	194.47	85.25

### 20.2 Defined Benefit Plan - Gratuity.

20.2.1 Reconciliation of opening and closing balance of the present value of defined benefit obligation for gratuity benefits is given below:

Particulars	As at 31 March 2022	As at 31 March 2021
Present Value of Obligation as at the beginning	136.94	138.13
Merger related Adjustments	254.19	-
Interest Cost	24.15	8.47
Past Service Cost (Vested Employees)	-	-
Past Service Cost (Un-vested Employees)	-	-
Current Service Cost	56.39	26.31
Benefits Paid	(77.06)	(21.22)
Actuarial (Gain) / Loss on the Obligation	61.90	(14.75)
<b>Present Value of Obligation as at the end</b>	<b>456.53</b>	<b>136.94</b>

20.2.2 Reconciliation of opening and closing Balance of Fair Value of Plan Assets

Particulars	As at 31 March 2022	As at 31 March 2021
Fair Value of Plan Assets as at the beginning	-	-
Acquisition Adjustment	-	-
Expected Return on Plan Assets	-	-
Employer's Contributions	-	-
Employee's Contributions	-	-
Benefits Paid	-	-
Actuarial Gain / (Loss) on the Plan Assets	-	-
<b>Fair Value of Plan Assets as at the end</b>	<b>-</b>	<b>-</b>

20.2.3 Reconciliation of Fair Value of Assets and Obligations

Particulars	As at 31 March 2022	As at 31 March 2021
Present Value of Obligation	456.53	136.94
Merger related Adjustments	-	-
Fair Value of Plan Assets	-	-
Unrecognized Past Service Cost	-	-
<b>Net Asset / (Liability)</b>	<b>(456.53)</b>	<b>(136.94)</b>

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

### 20.2.4 Expense recognized during the year (Under the head "Employee Benefits Expense"-Refer notes to financial statements 20)

Particulars	Current Year	Previous Year
Current Service Cost	56.39	26.31
Past Service Cost (Vested Employees)	-	
Past Service Cost (Un-vested Employees)		
Interest Cost	24.15	8.47
Expected Return on Plan Assets		
Net Actuarial (Gain) / Loss recognised in the period	61.90	(14.75)
<b>Expenses Recognised in statement of Profit and Loss</b>	<b>142.44</b>	<b>20.03</b>

### 20.2.5 Experience Adjustments

Particulars	31-Mar-22	31-Mar-21	31-Mar-20	31-Mar-19	31-Mar-18
(Gain) / Loss on Plan Liabilities	36.95				
% of Opening Plan Liabilities	8.90%				
Gain / (Loss) on Plan Assets		-	-	-	-
% of Opening Plan Assets		-	-	-	-

### 20.3 Other Employee Benefits

Provision toward liability for Leave encashment made on the basis of actuarial valuation as per Accounting Standards 15. Actuarial value of liability is Rs. 10,498,189/- (P.Y. Rs. 2,81,983/-) based upon following assumptions.

**The assumptions of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment. Actuarial assumptions used are:-**

	31 March 2022	31 March 2021
Valuation method	Projected unit credit method	Projected unit credit method
Discount rate	0.07	6.47%
Salary growth rate	0.07	3.50%
Normal retirement age	60 years	60 years
Attrition rate		
Baroda Employees	0.08	
BNP Employees	0.20	10.00%

Mortality rate	100% of IALM 2012-14	100% of IALM 2012-14
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#### Discount Rate:

The discount rate is based on the prevailing market yields of Indian government securities as at the balance sheet date for the estimated term of the obligations.

#### Salary Escalation Rate

The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statements (Continued)

(Currency: Rs in Lakhs)

### 21 Finance costs

	Current Year	Previous Year
Bank charges	0.98	0.42
	<u>0.98</u>	<u>0.42</u>

### 22 Other expenses

	Current Year	Previous Year
Rent	1,067.91	772.63
Legal and professional fees	585.03	283.42
Travelling and conveyance	93.33	12.29
Printing and stationery	159.68	11.51
Contract staff charges	1,141.43	253.43
Repairs and maintenance - others	211.41	121.15
Communication	35.04	10.42
Electricity charges	42.15	8.84
Advertisement and publicity	207.99	43.79
Information technology	1,325.09	617.09
Membership and registration fees	122.14	28.82
Director sitting fees	30.70	16.50
Marketing expenses	246.80	71.79
Insurance expenses	27.77	17.82
Fund accounting expenses	112.04	32.06
Scheme related expenses	224.08	36.85
Portfolio Management Services Expenses	6.41	49.57
Loss on foreign exchange fluctuation (net)	8.59	9.94
Postage, Freight, Couriers	50.55	67.43
SEBI and other fees	44.89	14.92
Rates and taxes	33.11	22.29
Auditors Remuneration		
- Statutory Audit Fees	13.50	8.40
- Tax Audit Fees	4.00	2.30
- For reimbursement of expenses	0.10	-
- Other services	1.50	-
Miscellaneous expenses	90.45	14.85
	<u>5,885.69</u>	<u>2,528.13</u>

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 23. Composite Scheme of Amalgamation

The Board of Directors of the BNP Paribas Asset Management India Private Limited (“BBNPP AMC” / “Transferee Company”) on October 3<sup>rd</sup>, 2019 granted its ‘in principle’ approval to the Composite Scheme of Amalgamation (‘the Scheme’) between the Company and Baroda Asset Management India Limited (“Baroda AMC” / “Transferor Company”) to merge their Asset Management and Trustee Companies in India, thereby integrate their respective businesses. The scheme was filed with National Company Law Tribunal (‘NCLT’) on February 11, 2020 in terms of provisions of Sections 230 to 232 and other applicable provisions of the Act.

Pursuant to the Scheme, the shares held by the shareholders of the Transferor Company shall stand cancelled and the Transferee Company shall issue its shares to the shareholders of the Transferor Company. Upon such issue of shares and from the effective date, the shareholders of the Transferor Company and the shareholders of the transferee Company will respectively hold 50.1% and 49.9% of the issued share capital of the Transferee Company. The share entitlement ratio is 1.1391 (One Point One Three Nine One) equity shares of INR 10/- each credited as fully paid up shares of the Transferee Company for every 1 (One) equity share of INR 10/- each fully paid-up held by such equity shareholder in the Transferor Company.

Approval from Hon’ble NCLT to the Scheme is received on March 2, 2021. Hon’ble NCLT has sanctioned the scheme w.e.f. Appointed date of April 1, 2019. As per the NCLT order, Petitioner Companies lodged certified copy of the order with Registrar of Companies within 75 days of the receipt of last of the approvals – from authorities i.e. FDI / SEBI / RBI

#### Status of Regulatory approvals

Given below is the status of various regulatory approvals in connection with the Scheme:

- Approval from Competition Commission of India (CCI) was received on December 16, 2019.
- Approval from EU Commission was received in May 2020.
- Approval of FDI was received on September 27, 2021.
- RBI – Approval from RBI received on January 5, 2022.
- SEBI – Approval was received from SEBI on January 28, 2022.

Thus, with effect from March 14, 2022 (effective date of amalgamation as per NCLT Order) the following key events/changes had taken place viz :

- (i) Merger of Baroda AMC into BNPP AMC (Baroda AMC and BNPP AMC jointly referred to as “AMCs”), with BBNPP AMC acting as the asset management company of Baroda BNP Paribas Mutual Fund (erstwhile Baroda Mutual Fund) (the surviving mutual fund),
- (ii) Merger of BNP Paribas Trustee India Private Limited into Baroda Trustee India Private Limited (“Baroda BNP Paribas TC”) [formerly Baroda Trustee India Private Limited], with Baroda BNP Paribas TC acting as the trustee company of Baroda BNP Paribas Mutual Fund,
- (iii) Change of trusteeship of the schemes of BNP Paribas Mutual Fund (“BNPP MF”) from BNPP TC to Baroda TC,



# Baroda BNP Paribas Asset Management India Private Limited

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## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

- (iv) Merger between certain schemes of erstwhile BNP Paribas Mutual Fund and erstwhile Baroda Mutual Fund, and
- (v) Change in names and fundamental attributes of certain schemes of BNP Paribas Mutual Fund and Baroda Mutual Fund.

Thus, the profit or income accruing or arising to Baroda AMC, or expenditure or losses arising or incurred by it from the appointed date are treated as the profit or income or expenditure or loss, as the case may be, of the BBNPP AMC. The Scheme has accordingly been given effect to in these accounts.

The Company has accounted for the amalgamation as amalgamation in the nature of purchase as prescribed by Accounting Standard 14 – Accounting for Amalgamation (AS-14) as per Companies (Accounting Standards) Rules, 2021. All the assets and liabilities of Transferor Company transferred to and vested in Transferee company pursuant to the scheme, at their respective fair market values at the close of business on the day immediately preceding the appointed date or the business value of the Transferor company, as decided by the Transferee company.

In terms of the scheme, the company has acquired assets having net asset value of Rs. 6,753.37 Lakhs as under:

Sr. No.	Particulars of Baroda AMC	Amount (in Rs.)
1	Non Current Assets	1,266.37
2	Current Assets	6,370.94
	<b>Total (1+2)</b>	<b>7,637.31</b>
3	Current Liabilities	-803.99
4	Non-Current Liabilities	-381.70
	<b>Total (3+4)</b>	<b>-1,185.69</b>
5	Fair Value Gain in respect of Assets	301.75
	<b>Net Asset Value</b>	<b>6,753.37</b>
	Purchase Consideration	10,815.07
	Goodwill on Amalgamation	4,061.70

The difference between Net Asset value and Purchase Consideration is considered as Goodwill on Amalgamation.

In view of the aforesaid amalgamation w.e.f. April 1, 2019, the figures of the previous year are not strictly comparable with current year.

# Baroda BNP Paribas Asset Management India Private Limited

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## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 24 Notes to accounts

#### 24.1 Related party disclosures

In accordance with Accounting Standard 18 (AS-18) on 'Related Party Disclosures' as specified under Section 133 of the Companies Act, 2013, the details pertaining to related parties are as under:

**(A) Names of related parties and their relationship with whom there are transactions during the current / previous year**

Name of the related party	Relationship
Bank of Baroda	Holding Company
BNP Paribas Asset Management Asia Limited	Joint Venturer – Investing Party (Previous Year-Holding Company)
Baroda BNP Paribas Trustee India Private Limited	Fellow Subsidiary
BNP Paribas S.A. Singapore Branch	Companies falling under the group of joint Venturer – Investing Party (Previous Year Parent Company/Branches of Parent Company/Entities under common control of that years Holding Company)
BNP Paribas S.A. India Branch	
BNP Paribas SA	
BNP Paribas India Solutions Private Limited	
BNP Paribas Wealth Management India Private Limited	

Identification of the above related parties has been performed by the Management which has been relied upon by the Auditors.

**(B) Key Management Personnel**

Mr. Suresh Soni – CEO – Baroda BNP Paribas Asset Management India Pvt. Ltd. (From March 14, 2022)

Mr. Suresh Soni – CEO – Baroda Asset Management India Ltd. (From August 03, 2021 to March 13, 2022)

Mr. Sharad Sharma – Managing Director & CEO – BNP Paribas Asset Management India Pvt. Ltd. (Till March 13, 2022)

Mr. Anthony Heredia – CEO & Director – Baroda Asset Management India Ltd. (Till August 2, 2021)

**Baroda BNP Paribas Asset Management India Private Limited**  
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**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

(C) The transactions carried out with the above related parties in the ordinary course of business are as follows:

Particulars	Name of Party	Holding Company	Joint Venturer – Investing Party	Fellow Subsidiary	Group Companies of Joint Venturer – Investing Party	Key Managerial Personnel	Total
<b><u>Transactions with related parties</u></b>							
Advisory fees	BNP Paribas Asset Management Asia Limited	-	662.08	-	-	-	662.08
		-	(744.50) <sup>1</sup>	-	-	-	(744.50) <sup>1</sup>
Other Income (Interest of Fixed Deposit)	Bank of Baroda	3.07	-	-	-	-	3.07
		-	-	-	-	-	-
Interest income (Bank interest)	BNP Paribas S.A. India Branch	-	-	-	0.06	-	0.06
Miscellaneous Income	BNP Paribas S.A. India Branch	-	-		37.33	-	37.33
		-	-		(45.15) <sup>1</sup>	-	(45.15) <sup>1</sup>
Information Technology	BNP Paribas India Solutions Private Limited	-	-	-	297.53	-	297.53
		-	-	-	(194.54) <sup>1</sup>	-	(194.54) <sup>1</sup>
Information Technology	BNP Paribas S.A. Singapore Branch	-	-		116.12	-	116.12
		-	-		(185.44) <sup>1</sup>	-	(185.44) <sup>1</sup>

**Baroda BNP Paribas Asset Management India Private Limited**  
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**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

Particulars	Name of Party	Holding Company	Joint Venturer – Investing Party	Fellow Subsidiary	Group Companies of Joint Venturer – Investing Party	Key Managerial Personnel	Total
<b>Information Technology</b>	<b>BNP Paribas S.A.</b>		-	-	3.58	-	3.58
			-	-	(115.17) <sup>1</sup>	-	(115.17) <sup>1</sup>
<b>Repairs and maintenance</b>	<b>BNP Paribas India Solutions Private Limited</b>	-	-	-	1.10	-	1.10
		-	-	-	(0.61) <sup>1</sup>	-	(0.61) <sup>1</sup>
<b>Portfolio Management Services Expenses</b>	<b>BNP Paribas Wealth Management India Private Limited</b>	-	-	-	25.41	-	25.41
		-	-	-	(40.08) <sup>1</sup>	-	(40.08) <sup>1</sup>
<b>Legal and professional fees</b>	<b>BNP Paribas S.A. India Branch</b>	-	-	-	1.44	-	1.44
		-	-	-	(2.50) <sup>1</sup>	-	(2.50) <sup>1</sup>
<b>Rent</b>	<b>Baroda BNP Paribas Trustee India Private Limited</b>	-	-	9.00	-	-	9.00
		-	-	(4.50) <sup>1</sup>	-	-	(4.50) <sup>1</sup>
<b>Rent</b>	<b>BNP Paribas S.A. India Branch</b>	-	-	-	41.27	-	41.27
		-	-	-	(268.30) <sup>1</sup>	-	(268.30) <sup>1</sup>
<b>Rent</b>	<b>BNP Paribas India Solutions Private Limited</b>	-	-	-	11.25	-	11.25
		-	-	-	(9.35) <sup>1</sup>	-	(9.35) <sup>1</sup>
<b>Staff welfare expenses</b>	<b>BNP Paribas S.A. Singapore Branch</b>	-	-	-	0.18	-	0.18
		-	-	-	(2.27) <sup>1</sup>	-	(2.27) <sup>1</sup>
<b>Royalty</b>	<b>Bank of Baroda</b>	5.00	-	-	-	-	5.00
		-	-	-	-	-	-
<b>Marketing Expenses</b>	<b>Bank of Baroda</b>	33.10	-	-	-	-	33.10
		-	-	-	-	-	-

**Baroda BNP Paribas Asset Management India Private Limited**  
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**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

<b>Miscellaneous Expense</b>	<b>BNP Paribas S.A. India Branch</b>	-	-	-	Nil	-	Nil
		-	-	-	(2.88) <sup>1</sup>	-	(2.88) <sup>1</sup>
<b>Finance Costs</b>	<b>BNP Paribas S.A. India Branch</b>	-	-	-	0.36	-	0.36
		-	-	-	(0.33) <sup>1</sup>	-	(0.33) <sup>1</sup>
<b>Finance Costs</b>	<b>Bank of Baroda</b>	0.01	-	-	-	-	0.01
		-	-	-	-	-	-
<b>Reimbursement of expenses (Staff welfare)</b>	<b>Bank of Baroda</b>	0.16	-	-	-	-	0.16
<b>Employee benefits expense</b>	<b>Suresh Soni</b>	-	-	-	-	171.63	171.63
	<b>Sharad Sharma</b>	-	-	-	-	330.60	330.60
		-	-	-	-	(251.09) <sup>1</sup>	(251.09) <sup>1</sup>
	<b>Anthony Heredia</b>	-	-	-	-	150.62	150.62

<b>Particulars</b>	<b>Name of Party</b>	<b>Holding Company</b>	<b>Joint Venturer – Investing Party</b>	<b>Fellow Subsidiary</b>	<b>Group Companies of Joint Venturer – Investing Party</b>	<b>Key Managerial Personnel</b>	<b>Total</b>
<b><u>Balances outstanding at the end of the year</u></b>							
<b>Trade Payable</b>	<b>BNP Paribas S.A.</b>	-	-	-	23.67	-	23.67
		-	-	-	(115.17) <sup>1</sup>	-	(115.17) <sup>1</sup>
<b>Trade Payable</b>	<b>Bank of Baroda</b>	29.87	-	-	-	-	29.87
<b>Trade Payable</b>	<b>BNP Paribas India Solutions Private Limited</b>	-	-	-	148.38	-	148.38
<b>Trade Payable</b>	<b>BNP Paribas S.A. Singapore Branch</b>	-	-	-	19.53	-	19.53
<b>Advances Outstanding</b>	<b>BNP Paribas India</b>	-	-	-	0.30	-	0.30

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

	<b>Solutions Private Limited</b>						
		-	-	-	(53.46) <sup>1</sup>	-	(53.46) <sup>1</sup>
<b>Advances Outstanding</b>	<b>Baroda BNP Paribas Trustee India Private Limited</b>	-	-	0.44	-	-	0.44
		-	-	(1.77) <sup>1</sup>	-	-	(1.77) <sup>1</sup>
<b>Balances with banks</b>	<b>BNP Paribas S.A. India Branch</b>	-	-	-	18.49	-	18.49
		-	-	-	(9.80) <sup>1</sup>	-	(9.80) <sup>1</sup>
<b>Balances with banks</b>	<b>Bank of Baroda</b>	5.59	-	-	-	-	5.59
<b>Trade Receivables</b>	<b>BNP Paribas Asset Management Asia Limited</b>	-	60.90	-	-	-	60.90
		-	(74.29) <sup>1</sup>	-	-	-	(74.29) <sup>1</sup>

<sup>1</sup>Numbers belongs to FY 20-21

**Baroda BNP Paribas Asset Management India Private Limited**  
(Formerly known as BNP Paribas Asset Management India Private Limited)

**Notes to the financial statement (Continued)**

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

**24 Notes to accounts (Continued)**

**24.2 Deferred taxation**

Particulars	As at 31 March 2022	As at 31 March 2021
<b>a) Deferred tax assets</b>		
Carried forward business losses	36.31	972.68
Unabsorbed Depreciation	31.45	16.71
Depreciation	5.98	38.42
Employee benefits	156.21	80.28
Provision disallowed	68.26	8.76
<b>Total (a)</b>	<b>298.21</b>	<b>1,116.85</b>
<b>b) Deferred tax liability</b>		
Brokerage	-	1.32
<b>Total (b)</b>	<b>-</b>	<b>1.32</b>
<b>Deferred tax assets (net) {(a)-(b)}</b>	<b>298.21</b>	<b>1,115.53</b>
<b>Deferred tax asset recognised in the balance sheet</b>	Nil	Nil

Deferred tax assets was not recognized as the company has business loss as per tax returns and absence of virtual certainty that assets can be realized in the future.

**24.3 Earnings per share**

In accordance with Accounting Standard 20 on Earnings Per Share, the computation of earnings per share is set out below:

	As at 31 March 2022	As at 31 March 2021
<b>Earning per share</b>		
Net Loss after tax attributable to equity shareholders (A) (Rs. In Lakhs)	<b>(2,237.59)</b>	(503.54)
Weighted average number of shares of face value Rs. 10 each (B) (No. in Lakhs)	<b>2,158.83</b>	1077.32
Basic / Diluted Earning per share of face value of Rs.10 for the year (A) / (B)	<b>-1.04</b>	-0.47

**24.4 Earnings in foreign exchange (on accrual basis)**

Particulars	Current Year	Previous Year
Advisory Fee Income	662.08	744.50



# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 24 Notes to accounts (Continued)

#### 24.5 Expenditure in foreign exchange (on accrual basis)

Particulars	Current Year	Previous Year
Information Technology	90.33	305.24
Training Expenses (Staff Welfare)	0.18	2.27
Subscription	53.41	23.99
Staff Welfare	7.01	-
	150.93	331.50

#### 24.6 Unhedged foreign currency exposure

Particulars	Currency	As at 31 March 2022		As at 31 March 2021	
		FCY	INR	FCY	INR
<b>Receivables</b>					
Trade Receivables	USD	0.80	60.91	1.01	74.29
<b>Payables</b>					
Provision for Expenses					
- Information Technology	SGD	0.39	21.70	0.75	40.97
- Information Technology	EURO	0.29	26.30	1.47	131.09
- Staff Welfare	EURO	0.051	4.02	0.31	23.12

**Baroda BNP Paribas Asset Management India Private Limited**  
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**Notes to the financial statement (Continued)**

*for the year ended 31 March 2022*

(Currency: Indian rupees in Lakhs)

**24.7 Capital commitments and contingent liabilities**

The company has capital commitments in respect of software amounting to Rs. 264.92 Lakhs during the current year. (Previous year : Rs. 4.72 Lakhs)

**Contingent Liabilities (to the extent not provided for)**

<b>Particulars</b>	<b>As at 31 March 2022</b>	<b>As at 31 March 2021</b>
Claims not acknowledged as debt in respect of :		
- Income-tax demand disputed by the Company The matters in dispute are under appeal	9.15	9.15
- Other claims - Service-tax demand	51.15	51.15

**24.8 Segment reporting**

The main business of the Company is to manage schemes of Baroda BNP Paribas Mutual Fund. All other activities of the Company revolve around the main business and accordingly there are no separate reportable segments, as per the Accounting Standards on Segment Reporting (AS-17) prescribe under section 133 of the Companies Act, 2013.

**24.9 Leases as Lessee**

The company has entered into cancellable operating leases arrangements for offices. Lease rentals paid for the same are charged to the Statement of Profit and Loss.

<b>Particulars</b>	<b>Current Year</b>	<b>Previous Year</b>
Lease expense for the year	<b>1,067.92</b>	772.63
Minimum Lease Payments:		
Not later than one year	<b>813.95</b>	179.58
Later than one year but not later than five years	<b>2,220.68</b>	24.12
Later than five years	-	-

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 24.10 Trade Payable (Currency: Rs in Lakhs)

Particulars	Outstanding for following periods from due date of payment				Total
	< 1 Year	1-2 years	2-3 years	> 3 year	
(i) MSME	16.50	-	-	-	16.50
(Previous year)	-	-	-	-	-
(ii) Others	1,433.62	-	-	-	1,433.62
(Previous year)	(434.23)	-	-	-	(434.23)
(iii) Disputed Dues - MSME	-	-	-	-	-
(Previous year)	-	-	-	-	-
(iv) Disputed Dues - Others	-	-	-	-	-
(Previous year)	-	-	-	-	-

### 24.11 Trade Receivable (Currency: Rs in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	< 6 Months	6 Months - 1 year	1-2 years	2-3 year	> 3 years	
(i) Undisputed Trade receivables - Considered good	976.96	-	-	-	-	976.96
(Previous year)	(558.69)	-	-	-	-	(558.69)
(ii) Undisputed Trade receivables - Considered doubtful	-	-	-	-	-	-
(Previous year)	-	-	-	-	-	-
(iii) Disputed Trade receivables - Considered good	-	-	-	-	-	-
(Previous year)	-	-	-	-	-	-
(iv) Disputed Trade receivables - Considered doubtful	-	-	-	-	-	-
(Previous year)	-	-	-	-	-	-

### 24.12 Capital work in progress (Currency: Rs in Lakhs)

CWIP	to be completed in			
	Less than 1 yr	1-2 yrs	2-3 yrs	More than 3yrs
(i) CWIP in progress	0.84	-	-	-
(Previous year)	8.37	-	-	-
(ii) CWIP temporarily suspended	-	-	-	-
(Previous year)	-	-	-	-

## Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

### Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

#### 24.13 Financial Ratios

Sr. No	Ratio	Numerator-Description	Denominator - Description	Numerator	Denominator	Ratio	% Variance	Reason for Variance */Remarks
FY 2021-22	Current Ratio	Current Assets	Current Liabilities	14,731.47	3,031.43	4.86	22.67%	Refer Note *
FY 2020-21				8,082.19	1,286.18	6.28		
FY 2021-22	Debt Equity Ratio			Not Applicable				
FY 2020-21								
FY 2021-22	Debt service coverage Ratio			Not Applicable				
FY 2020-21								
FY 2021-22	Return on Equity Ratio	Profit for the year (After Tax)	Total Equity	(2,248.35)	16,102.39	(0.14)	-147.60%	Refer Note *
FY 2020-21				(503.55)	8,929.31	(0.06)		
FY 2021-22	Inventory Turnover Ratio			Not Applicable				
FY 2020-21								
FY 2021-22	Trade Receivable Turnover Ratio	Revenue from Operations	Trade receivable at year end	9,717.60	488.48	19.89	-33.14%	Refer Note *
FY 2020-21				4,173.95	279.35	14.94		
FY 2021-22	Trade Payable Turnover Ratio			Not Applicable				
FY 2020-21								
FY 2021-22	Net capital Turnover Ratio	Revenue from Operations	Shareholders Funds	9,717.60	16,102.39	0.60	-29.10%	Refer Note *
FY 2020-21				4,173.95	8,929.31	0.47		
FY 2021-22	Net Profit Ratio	Loss before tax	Revenue from Operations	(2,248.35)	9,717.60	(0.23)	-91.78%	Refer Note *
FY 2020-21				(503.55)	4,173.95	(0.12)		
FY 2021-22	Return on capital employed	Loss before tax	Shareholders Funds	(2,248.35)	16,102.39	(0.14)	-147.60%	Refer Note *
FY 2020-21				(503.55)	8,929.31	(0.06)		
FY 2021-22	Return on Investment	Loss before tax	Share Capital	(2,248.35)	21,588.31	(0.10)	-122.82%	Refer Note *
FY 2020-21				(503.55)	10,773.23	(0.05)		

Note : Reason for variance shall be provided for any change in the ratio by more than 25% as compared to the preceding year.

\* In view of amalgamation w.e.f. 01/04/2019 i.e appointment date and effective date of 14 March 2022, the ratios of pervious year are not comparable with current year.

#### 24.14

No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

# Baroda BNP Paribas Asset Management India Private Limited

(Formerly known as BNP Paribas Asset Management India Private Limited)

## Notes to the financial statement (Continued)

for the year ended 31 March 2022

(Currency: Indian rupees in Lakhs)

### 25 *Prior year comparatives*

Previous year's figures have been regrouped / reclassified wherever necessary.

26 The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

27 The disclosure requirements to be given pursuant to Gazette notification for Amendments in Schedule III to Companies Act, 2013 dated 24 March 2021 effective from 01 April 2021 pertaining to the following matters are not applicable to the company:

- (a) Disclosure on Revaluation of property, plant and equipment and intangible assets from Registered Valuers
- (b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
- (c) Registration of charges or satisfaction with Registrar of Companies
- (d) Transactions with Crypto Currency or Virtual Currency
- (e) The company has not been declared a willful defaulter by any Bank or financial institution or other lender
- (f) As per clause (87) of section 2 and section 186(1) of the Companies Act, 2013 and Rules made there under, the company is in compliance with the number of layers as permitted under the said provisions.
- (g) There are no transactions recorded in books of accounts reflecting surrender/disclosure of income in the assessment under Income Tax Act, 1961.
- (h) Disclosures relating to Borrowings obtained on the basis of security of current assets and utilisation thereof

#### **KKC & Associates LLP**

Chartered Accountants

(Formerly Khimji Kunverji & Co LLP)

Firm Registration No 105146W/W100621

For and on behalf of the Board of Directors

**Baroda BNP Paribas Asset Management India Private Limited**

(Formerly known as BNP Paribas Asset Management India Private Limited)

Sd/-

Joydeep Dutta Roy

**Director**

DIN - 08055872

Sd/-

Aparna Sharma

**Director**

DIN - 07132341

Sd/-

**Hasmukh B. Dedhia**

Membership No: 033494

Mumbai

Sd/-

Suresh Soni

**Chief Executive Officer**

Mumbai

25-Jul-2022

Sd/-

Vivek Kudal

**Chief Operating Officer &  
Chief Financial Officer**