

**ICICI TRUSTEESHIP SERVICES LIMITED****2ND ANNUAL REPORT AND ACCOUNTS 2000-2001****Directors**

Sanjiv Kerkar, *Chairman*  
V. Umakanth  
Girish Mehta  
N.D. Shah

**Auditors**

C. C. Chokshi & Co.  
Chartered Accountants

**Registered Office**

ICICI Towers  
Bandra-Kurla Complex  
Mumbai - 400 051

## directors' report

**To the Members**

Your Directors have pleasure in presenting the Second Annual Report of the Company with the audited Statement of Accounts for the year ended March 31, 2001.

**FINANCIAL RESULTS**

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

	(Rupees)
	Year ended March 31,
	<b>2001</b>
Gross Income	<b>150,000</b>
Profit before tax	<b>129,171</b>
Provision for tax	<b>51,087</b>
Profit after tax	<b>78,084</b>

Your Directors do not recommend payment of dividend for the year ended March 31, 2001.

**OPERATIONAL REVIEW**

During the year under review, the Company has accepted the trusteeship of ICICI Eco-Net Fund which was established with an objective of achieving long term capital appreciation by providing financial and other assistance in the form of equity, quasi-equity, contributions, preference shares, convertible debt instruments etc. The Trust has launched ICICI Eco-Net Internet & Technology Fund, a venture capital scheme. The Trust has secured registration with the Securities & Exchange Board of India as a venture capital fund.

The Company has also been appointed as a Trustee under an Indenture of Trust executed by ICICI Prudential Life Insurance Company Limited (ICICI Prudential), during the year under review for the benefit of the assignees of endowment of life insurance policies issued by ICICI Prudential.

The Company continues to act as Trustee of ICICI Venture Capital Fund and ICICI Securities fund established during the previous Year.

**PUBLIC DEPOSITS**

During the year under review, the Company has not accepted any deposit under Section 58-A of the Companies Act, 1956.

**DIRECTORS**

In terms of the provisions of the Articles of Association of the Company, Shri Girish Mehta would retire at the ensuing Annual General Meeting and being eligible offer himself for re-appointment.

**AUDITORS**

The Auditors, M/s C.C. Chokshi & Co., Chartered Accountants, Mumbai, will retire at the ensuing Annual General Meeting. The Board at its Meeting held on May 2, 2001, has proposed their appointment as the Auditors to audit the accounts of the Company for the financial year ending March 31, 2002. You are requested to consider their appointment.

**FOREIGN EXCHANGE EARNING AND EXPENDITURE**

There was no income or expenditure in foreign currency during the period under review.

**PERSONNEL AND OTHER MATTERS**

There are no employees within the purview of Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975.

Since your Company does not own any manufacturing facility, the disclosure of information on other matters required to be disclosed in terms of Section 217 (1) (e) of the Companies Act, 1956 read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988, are not applicable and hence not given.

**DIRECTORS RESPONSIBILITY STATEMENT**

The Directors confirm:

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
2. that the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period;
3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities and;
4. that the Directors had prepared the annual accounts on a going concern basis.

**ACKNOWLEDGEMENTS**

Your Company is grateful to the Securities and Exchange Board of India for their support and advice during the period under review.

The Company would like to express its gratitude for the unstinted support and guidance received from ICICI, the parent organisation and also from other Group companies.

For and on behalf of the Board

Mumbai, May 2, 2001

SANJIV KERKAR  
*Chairman*

# auditors' report

## to the members of ICICI Trusteeship Services Limited

We have audited the attached Balance Sheet of ICICI Trusteeship Services Limited as at March 31, 2001 and also Profit and Loss account of the Company for the year ended on that date, annexed thereto and report that :

- 1) As required by the Manufacturing and Other Companies (Auditor's Report) Order, 1988, issued by the Central Government in terms of section 227(4A) of the Companies Act, 1956, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the said Order.
- 2) Further to our comments in the Annexure referred to in paragraph 1 above, we report that:
  - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as appears from our examinations of the books;
  - c) The Balance Sheet and Profit & Loss Account dealt with by this report are in agreement with the above books of account;
  - d) In our opinion, the Balance Sheet and Profit & Loss Account complies with the accounting standards referred to in section 211 (3C) of the Companies Act, 1956.

- e) On the basis of the written representations received from the directors as on March 31, 2001, and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on March 31, 2001 from being appointed as a Director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
- f) In our opinion, to best of our information and according to the explanations given to us, the said accounts read with the notes thereon give the information required by the Companies Act, 1956, in the manner so required, and give a true and fair view:
  - (i) in the case of the Balance Sheet, of the state of affairs of the Company as on 31st March, 2001. and
  - (ii) in the case of the Profit and Loss Account, of the profit for the year ended on that date.

For C. C. CHOKSHI & CO.  
*Chartered Accountants*

P. R. BARPANDE  
*Partner*

*Mumbai, May 2, 2001*

## annexure to the auditors' report

### (referred to in paragraph 1 of our report of even date)

1. The Company did not have any fixed assets and hence items (i) and (ii) of clause (A) are not applicable to the Company.
2. The nature of the Company's activities is such that requirements of items (iii), (iv), (v), (vi), (x), (xi), (xii), (xiv), and (xvi) of clause (A) of paragraph 4 of the Order are not applicable to the Company.
3. We are informed that there are no companies, firms or other parties listed in the Register maintained under Section 301 of the Companies Act, 1956, and/or Companies under the same management as defined under sub-Section (1B) of Section 370 of the Companies Act, 1956. Hence, items (vii) and (viii) of clause A are not applicable to the Company.
4. The Company has not given any loans or advances in the nature of loan to any party.
5. The Company has not accepted any deposits from the public during the year.
6. As the Company has neither the paid-up capital exceeding Rs. 25 lakh at the commencement of the financial year nor the turnover, the question of adequacy of the internal audit system does not arise.
7. The Company did not have any employee and hence the provisions of items (xvii) of clause A of paragraph 4 of the Order do not apply to the Company.
8. According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, wealth tax, sales tax, custom duty and excise duty were outstanding as on March 31, 2001, for a period of more than six months from the date they become payable.
9. According to the information and explanations given to us no personal expenses have been charged to Revenue Account.
10. The Company is not an Industrial company as defined under the Sick Industrial Companies (Special Provisions) Act, 1985.
11. The nature of service activities carried on by the Company does not require a system of recording receipts, issues, and consumption of materials and stores and allocation of materials consumed and labour to jobs. Further, the question of having the system of authorization and internal control on issue of stores and allocation of stores and labour does not arise.

For C. C. CHOKSHI & CO.  
*Chartered Accountants*

P. R. BARPANDE  
*Partner*

*Mumbai, May 2, 2001*



# balance sheet profit and loss account



as at March 31, 2001

for the year ended March 31, 2001

	Schedule	Rupees	March 31, 2000	Schedule	Rupees	March 31, 2001
<b>SOURCES OF FUNDS</b>				<b>INCOME</b>		
<b>Shareholders' Funds</b>				Trusteeship fees <span style="float:right">150,000</span>		
Share Capital	1	8,000	8,000	(Tax Deducted at Source Rs. 8,250)		
Reserves and Surplus	2	<u>78,084</u>	—	<u>150,000</u>		
		<b>86,084</b>	<b>8,000</b>	<b>EXPENDITURE</b>		
Corpus fund (Refer Note 1)		<u>1,000</u>	—	Audit Fees <span style="float:right">6,300</span>		
		<b>87,084</b>	<b>8,000</b>	(Including Service Tax Rs. 300)		
<b>APPLICATION OF FUNDS</b>				Preliminary expenses written off 5 <span style="float:right">14,529</span>		
<b>Current Assets</b>	3	<b>196,000</b>	<b>8,000</b>	Profit Before Tax <span style="float:right">129,171</span>		
Less: Current Liabilities	4	<u>167,032</u>	<u>33,275</u>	Provision for Taxation <span style="float:right">51,087</span>		
Net Current Assets		<b>28,968</b>	<b>(25,275)</b>	Balance carried to Balance Sheet <span style="float:right">78,084</span>		
<b>Miscellaneous Expenditure</b>	5	<b>58,116</b>	<b>33,275</b>	Accounting Policies and		
(to the extent not written off or adjusted)		<u>87,084</u>	<u>8,000</u>	Notes to Accounts 6		
<b>Accounting Policies and Notes to Accounts</b>	6					

As per our Report of even date attached

For C. C. CHOKSHI & CO.  
Chartered Accountants

P. R. BARPANDE  
Partner

Mumbai, May 2, 2001

For and on behalf of the Board

SANJIV KERKAR  
Chairman

GIRISH MEHTA  
Director

V. UMAKANTH  
Director

N.D. SHAH  
Director

# schedules

## forming part of the Accounts

	(Rupees)	March 31, 2000	(Rupees)	March 31, 2000
<b>SCHEDULE - 1</b>				
<b>SHARE CAPITAL</b>				
<b>Authorized</b>				
1,000,000 Equity Shares of Rs. 10 each	<u>10,000,000</u>	<u>10,000,000</u>		
<b>Issued, Subscribed and Paid up</b>				
800 Equity Shares of Rs. 10 each paid up	<u>8,000</u>	<u>8,000</u>		
All the above Equity Shares are held by ICICI Limited (the holding Company) and its nominees.				
<b>SCHEDULE - 2</b>				
<b>RESERVES AND SURPLUSES</b>				
Profit and Loss Account	<u>78,084</u>	—		
	<u>78,084</u>	—		
<b>SCHEDULE - 3</b>				
<b>CURRENT ASSETS</b>				
<b>BANK BALANCE</b>				
Bank Balances with Scheduled Bank - in Current Account (Refer Note 1)	<u>150,750</u>	<u>8,000</u>		
<b>LOANS AND ADVANCES</b>				
Advance Payment of Income Tax, etc.	<u>45,250</u>	—		
	<u>196,000</u>	<u>8,000</u>		
<b>SCHEDULE - 4</b>				
<b>CURRENT LIABILITIES AND PROVISIONS</b>				
<b>CURRENT LIABILITIES</b>				
Sundry Creditors	<u>115,945</u>	<u>33,275</u>		
<b>PROVISIONS</b>				
Provision for Income Tax	<u>51,087</u>	—		
	<u>167,032</u>	<u>33,275</u>		
<b>SCHEDULE - 5</b>				
<b>MISCELLANEOUS EXPENDITURE</b> (to the extent not written off or adjusted)				
Preliminary Expenses	<u>72,645</u>	<u>33,275</u>		
Less: 1/5 written off for the year	<u>14,529</u>	—		
	<u>58,116</u>	<u>33,275</u>		
<b>SCHEDULE - 6</b>				
<b>ACCOUNTING POLICIES AND NOTES TO ACCOUNTS</b>				
<b>1. Method of Accounting</b>				
The Accounts are prepared in accordance with accounting principles generally accepted in India. The Company follows the accrual method of accounting.				
<b>2. Preliminary Expenses</b>				
Preliminary Expenses towards the incorporation of the Company are treated as Miscellaneous Expenditure and will be written off to the Profit and Loss Account over a period of 5 years from the year in which the Company commences operations.				
<b>NOTES TO ACCOUNTS</b>				
1. The Company has received a corpus fund of Rs. 1,000 from ICICI Prudential Life Insurance Company Ltd. towards acting as trustee for a scheme of the said insurance company. According to the direction of the said Insurance company the said amount is deposited in the bank and shown under Schedule 3.				
2. Previous year figures have been disclosed in respect of the Balance Sheet only since the Company did not commence the operations last year and no Profit and Loss account was prepared last year.				

**Statement pursuant to Part IV, Schedule VI to the Companies Act, 1956**  
**Balance Sheet Abstract and Company's General Business Profile**

**1. Registration Details**

Registration No.         
 State Code    
 Balance Sheet Date          
 Date Month Year

**2. Capital raised during the year**

(Amount in Rupees)

Public Issue

N I L

Bonus Issue

N I L

Rights Issue

N I L

Private Placement

N I L

**3. Position of Mobilization and Deployment of Funds**

(Amount in Rupees)

Total Liabilities

2 5 4 1 1 6

Total Assets

2 5 4 1 1 6

**Sources of Funds**

Paid-up Capital

8 0 0 0

Reserves & Surplus

7 9 0 8 4

Secured Loans

N I L

Unsecured Loans

N I L

**Application of Funds**

Net Fixed Assets

N I L

Loans and Investments

N I L

Net Current Assets and Advances

2 8 9 6 8

Miscellaneous Expenditure

5 8 1 1 6

**4. Performance of the Company**

(Amount in Rupees)

Turnover (Gross Income)

1 5 0 0 0 0

Total Expenditure

2 0 8 2 9

Profit before Tax

1 2 9 1 7 1

Profit after Tax

7 8 0 8 4

Earnings per Share in Rupees

9 7 . 6

Dividend Rate %

N I L

**5. Generic Names of three Principal Products/Services of the Company**

**Trustees for Funds**

Item Code

N . A

For and on behalf of the Board

SANJIV KERKAR  
 Chairman

V. UMAKANTH  
 Director

GIRISH MEHTA  
 Director

N.D. SHAH  
 Director

Mumbai, May 2, 2001