



UTI RETIREMENT SOLUTIONS LIMITED

Annual Audited Statement of Accounts of
NPS Trust – A/C UTI Retirement Solutions
Pension Fund Scheme E – Tier II
For the Financial Year 2013-14

Registered Office:

UTI Towers 'Gn' Block,
Bandra – Kurla Complex
Bandra (East)
Mumbai-400051
66786731 / 6449

INDEPENDENT AUDITORS' REPORT

To,
The Trustees,
National Pension System Trust

Report on Financial Statements

- 1 We have audited the accompanying financial statements of **NPS Trust - A/C UTI Retirement Solutions Scheme E - Tier II** (Scheme) under the National Pension System Trust (NPS Trust) managed by UTI Retirement Solutions Ltd. (PFM) which comprise of the Balance Sheet as at March 31, 2014, and the Revenue Account for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

- 2 Management of the PFM, in accordance with the Pension Fund Regulatory and Development Authority (PFRDA) Guidelines and the Investment Management Agreement (IMA) with the NPS Trust, is responsible for the preparation of these financial statements that give a true and fair view of the financial position and financial performance of the Scheme in accordance with the accounting standards referred to in sub-section (3C) of Section 211 of the Companies Act, 1956, to the extent made applicable by PFRDA to Scheme. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. These financial statements are also approved by the NPS Trust on the recommendation of the Board of Directors of the PFM.

Auditor's Responsibility

- 3 Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.



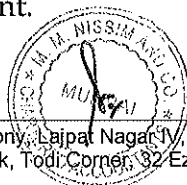
- 4 An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the PFM's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.
- 5 We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

- 6 In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by PFRDA (Preparation of Financial Statements and Auditors Report of Schemes under National Pension System) Guidelines 2012 and give a true and fair view in conformity with the accounting principles generally accepted in India:
- in the case of the Balance Sheet, of the state of affairs of the Scheme as at March 31, 2014;
 - in the case of the Revenue Account, of the surplus of the Scheme for the year ended on that date;

Emphasis of Matter

- 7 As explained in Note No. 6A giving background of the Scheme regarding unbundled architecture, wherein PFM receives consolidated funds and does not have access to the individual subscribers' data. Based on the individual subscribers' data and break-up of balance in bank accounts provided to us by the CRA, without modifying our opinion, we invite attention to the followings:
- ₹ 219,038 is lying with Trustee Bank as on 31st March, 2014 (Previous Year: Not available) the units in respect of which have been allotted in the next financial year on receipt of funds by the PFM. Accordingly, the subscription received pending allotment as well as balances with bank are understated by the said amount.
 - 188.8899 Units, valued at ₹ 2,453 as on 31st March 2014 (Previous Year: Not available) is lying in the name of "CRA Billing Account" maintained by CRA. As explained by CRA, this represents units redeemed on 28-03-2014 by CRA towards its charges, funds in respect of which has not been claimed from PFM, which has been paid by the PFM in the next financial year. Accordingly, the unit capital and unit premium as well as current liabilities are overstated by the said amount.

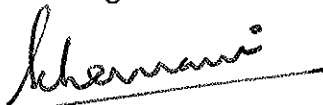


- c. 0.5097 Units, valued at ₹ 7 as on 31st March 2014 (Previous Year: Not available) termed as "residual units", which are not allotted to any investor and represents rounding off differences. The PFRDA, vide its letter dated 26th May, 2014, has advised the redemption of residual units in the case of other scheme and transfer the proceeds to the Investor Awareness Fund. However, this does not have any material impact on Financial Statements.

Report on Other Legal And Regulatory Requirements

- 8 As required by the PFRDA (Preparation of Financial Statements and Auditors Report of Schemes under National Pension System) Guidelines 2012, as amended, we report that:
- We have obtained all information and explanations which to the best of our knowledge and belief were necessary for the purpose of the audit.
 - The Balance Sheet and Revenue account of the Scheme are in agreement with the books of account of the Scheme.
 - In our opinion, proper books of account of the Scheme, as required by the PFRDA have been maintained by the PFM so far as appears from our examination of those books.
 - In our opinion, all transaction expenses in excess of the limits contractually agreed to / approved by the PFRDA are borne by the PFM and are not charged to the NAV of the Scheme.
 - In our opinion the Balance Sheet and Revenue Account of the Scheme dealt with by this report comply with the Accounting Standards notified under the Companies Act, 1956 to the extent made applicable by PFRDA.
- 9 We further certify that
- Except as stated in note no. 6D, Investments have been valued in accordance with the guidelines issued by the PFRDA.
 - Transaction and claims/fee raised by different entities are in accordance with the prescribed fee except that the case of fees claimed by CRA. We are unable to verify the same in view of unbundled architecture explained in note no. 6A.

For M. M. NISSIM AND CO.
Chartered Accountants
Firm Registration No. 107122 W



Sanjay Khemani
Partner

M No.: 044577

Place: MUMBAI

Date: 12 JUN 2014




UTI RETIREMENT SOLUTIONS LIMITED
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME E - TIER II
BALANCE SHEET AS AT MARCH 31, 2014

Particulars	Note	As at March 31, 2014 ₹	As at March 31, 2013 ₹
Liabilities			
Unit Capital	1	2 55 55 288	1 77 27 928
Reserves and Surplus	2	77 11 428	14 87 385
Current Liabilities and Provisions	3	78 161	506
Total		3 33 44 877	1 92 15 819
Assets			
Investments	4	3 33 22 021	1 90 97 307
Other Current Assets	5	22 856	1 18 512
Total		3 33 44 877	1 92 15 819
Significant Accounting Policies and other explanatory notes	6		

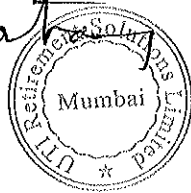
This is the Balance Sheet referred to in our report of even date.

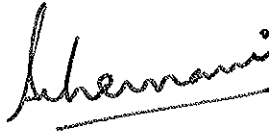
For UTI Retirement Solutions Limited

For M. M. Nissim And Co.
Chartered Accountants
Firm Registration No.: 107122W


Balram P Bhagat
Chief Executive Officer
& Whole Time Director


S. Venkatraman
Director





Sanjay Khemani
Partner
M. No. - 044577




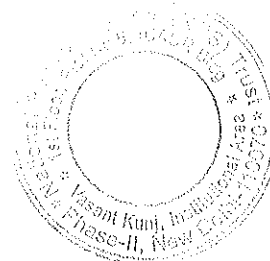
Date : 22/04/2014
Place : Mumbai

Date : 22 JUN 2014
Place : MUMBAI

For and on behalf of National Pension System Trust


G. N. Bajpai
(Chairman, NPS Trust Board)
Date : 12 JUN 2014
Place : Mumbai


Nagendra Bhatnagar
(Chief Executive Officer & Trustee)




UTI RETIREMENT SOLUTIONS LIMITED
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME E - TIER II
REVENUE ACCOUNT FOR THE YEAR ENDED MARCH 31, 2014

Particulars	Note	Year ended March 31, 2014 ₹	Year ended March 31, 2013 ₹
Income			
Dividend		2 94 103	2 500
Profit on sale/redemption of investments		8 01 898	17 51 251
Unrealized gain on appreciation in investments		40 80 583	-
Other income			
- Refund of Securities Transaction Tax		-	9 021
- Miscellaneous Income		1 518	-
Total		51 78 102	17 62 772
Expenses and Losses			
Unrealized losses in value of investments		-	8 70 854
Loss on sale/redemption of investments		45 257	7 084
Management fees		50 097	151
Custodian fees		1 540	21
Trustees Bank fees		19	54
CRA Fees	9 379	8 689	
Less: Amount recovered / recoverable on sale of units on account of CRA Charges	(9 379)	(8 689)	
Depository and settlement charges		40	-
Total		96 953	8 78 164
Surplus for the year		50 81 149	8 84 608
		50 81 149	8 84 608
Appropriation			
Amount transferred to Unrealised Appreciation Reserve		31 19 071	-
Amount transferred to General Reserve		19 62 078	8 84 608
Total		50 81 149	8 84 608
Significant Accounting Policies and other explanatory notes	6		

This is the Revenue Account referred to in our report of even date.

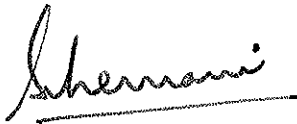
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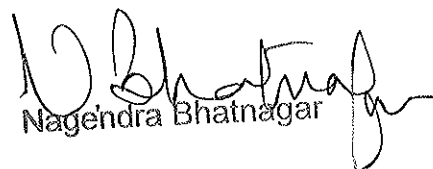
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MUMBAI

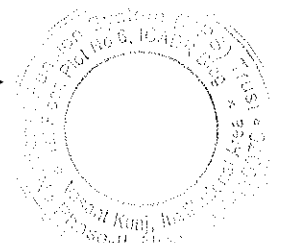
For and on behalf of National Pension System Trust


G. V. Bajpai


Nagendra Bhatnagar

(Chairman, NPS Trust Board)
Date : 12 JUN 2014
Place :

(Chief Executive Officer & Trustee)



MUMBAI

UTI RETIREMENT SOLUTIONS LIMITED
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME E - TIER II
NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2014

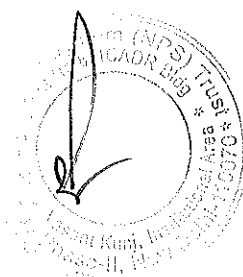
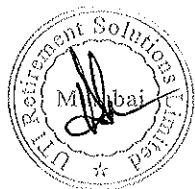
Particulars	As at March 31, 2014		As at March 31, 2013	
	No.	₹	No.	₹
Note 1				
Unit Capital (Face Value of Rs.10/- each unit)				
Initial Capital*		481		481
Unit Capital				
Outstanding at the beginning of the year	17 72 793	1 77 27 928	11 07 448	1 10 74 480
Add :Units issued during the year	9 64 928	96 49 275	8 54 770	85 47 704
Less: Units redeemed during the year	(1 82 192)	(18 21 915)	(1 89 425)	(18 94 256)
Outstanding at the end of the year	25 55 529	2 55 55 288	17 72 793	1 77 27 928
* Represents capital on the date of commencement of scheme				
Note 2				
Reserves and Surplus				
Unit Premium Reserve				
Opening Balance		10 41 102		5 16 604
Add: Premium on Units issued		14 71 891		5 80 779
Less: Premium on Units redeemed		(3 28 997)		(56 281)
Closing Balance		21 83 996		10 41 102
General Reserve				
Opening Balance		4 46 283		(4 38 325)
Add: Transfer from Revenue Account		19 62 078		8 84 608
Closing Balance		24 08 361		4 46 283
Unrealised Appreciation Account				
Opening Balance		-		-
Add: Transfer from/(to) Revenue Account		31 19 071		-
Closing Balance		31 19 071		-
Total		77 11 428		14 87 385

Note 3

Current Liabilities and Provisions

Current Liabilities

Sundry Creditors for expenses	20 270	60
Redemption Payable	57 331	441
TDS Payable	560	5
Total	78 161	506



UTI RETIREMENT SOLUTIONS LIMITED
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME E - TIER II
NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2014

Particulars	As at March 31, 2014 ₹	As at March 31, 2013 ₹
Note 4		
Investments (Long Term and Short Term)		
Equity Shares	3 08 04 392	26 54 598
Others - Mutual Fund Units	25 17 629	1 64 42 709
Total	3 33 22 021	1 90 97 307

Note 5

Other Current Assets

Balances with bank in a current account	-	1 16 512
Outstanding and accrued income	22 856	2 000
Total	22 856	1 18 512

②



₹



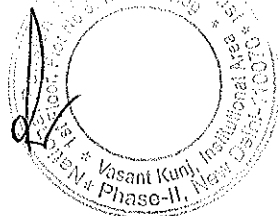
UTI RETIREMENT SOLUTIONS LIMITED

NPS Trust – A/C UTI Retirement Solutions Scheme E – Tier II

NOTE 6: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION FOR THE YEAR ENDED MARCH 31, 2014

A. Background

1. UTI Retirement Solutions Limited is appointed as a Pension Fund Manager (PFM) by the National Pension System Trust (NPS Trust) for the management of Pension Fund and for this purpose it has entered into an Investment Management Agreement (IMA). As per unbundled architecture of the NPS Trust, the main responsibility of the PFM is to manage funds in accordance with the laid down guidelines and declare NAV. As per the architecture, the NSDL e-Governance Infrastructure Ltd., being the Central Recordkeeping Agency (CRA) provides consolidated data to PFM for allotment/redemption of units and Bank of India (Axis Bank Ltd. w.e.f. July 01, 2013), being the Trustee Bank, provides/receive funds on consolidated basis in respect of such allotment/redemption.
2. CRA's responsibilities includes:
 - a. Recordkeeping, Administration and Customer service functions for NPS subscribers,
 - b. Providing Unique Permanent Retirement Account Number (PRAN) to each subscriber,
 - c. Maintaining database of all PRANs issued and recording transactions relating to each subscriber's PRAN,
 - d. PRAN Transaction Statement,
 - e. An operational interface between PFRDA and other NPS intermediaries such as Pension Funds, Annuity Service Providers, Trustee Bank etc.
 - f. CRA is responsible to resolve all queries pertaining to investors. CRA informs about the subscription and redemption to Pension Fund Managers (PFM) and also instruct Trustee Bank to credit PFM's pool account maintained with them.
3. NPS Trust has designated Stock Holding Corporation of India Ltd. (SHCIL) as the custodian, who is responsible for safe custody of securities and settlement of trades. Further, SHCIL has also been designated as valuation service provider, who is responsible for providing rates for valuation, which is used by PFM for valuation of investments.
4. Pension Fund Regulatory and Development Authority (PFRDA) has issued PFRDA (Preparation of Financial Statements and Auditor's Report



of Scheme under National Pension System) Guidelines-2012 (PFRDA guidelines), which was effective from 5th September, 2012.

5. The Trustee bank provides subscription funds on a consolidated basis for all the schemes managed by PFM and credits the same to a control account, wherefrom the funds are transferred by the PFM to the respective schemes. The PFM record receipt of funds in the respective schemes only.
6. The fees payable by CRA and trustee bank as per the architecture is charged to the scheme as claimed by CRA and trustee bank.

B. Scheme particulars

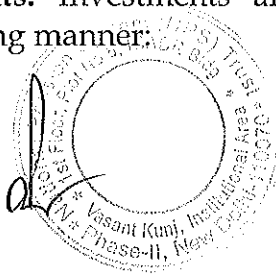
1. **Investment objective:** The investment objective of the scheme is to optimise returns.
2. **Commencement:** The Scheme commenced operations on 14 December, 2009.
3. **Investment pattern:**

Upto 28 th January 2014	Effective from 29 th January 2014
Shares of Companies which are listed in BSE or NSE and on which derivatives are available or are part of BSE Sensex or Nifty 50 Index.	Index funds/ Exchange Traded Funds that replicate the portfolio of either BSE Sensex index or NSE Nifty 50 index. Index Fund Schemes invest in securities in the same weightage comprising of an index.

4. Contributions to the Scheme by the investors are withdrawable without any lock in period.

C. Significant Accounting Policies

1. **Basis of Accounting:** The Scheme maintains books of account on an accrual basis under the historical cost convention, as modified for investments, which are 'marked-to-market'.
2. **Investments:**
 - a. Investments are accounted on trade date.
 - b. Cost is determined on the basis of weighted average cost.
 - c. Rights/Bonus entitlements, if any, are accounted on ex-right/ex-bonus date of the principal stock exchange.
3. **Valuation of investments:** Investments are valued using the price determined in the following manner:



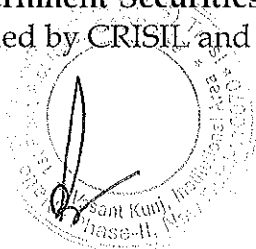
a. Equity:

- i. When a security is traded on National Stock Exchange (NSE) on a valuation day, the last quoted closing price at which it was traded on the NSE .
- ii. When on a valuation day, a security has not been traded on NSE, the value at which it is traded on BSE is used.
- iii. **Right entitlement:**
 - a. **Traded:** Right entitlement is valued at the closing market price on the valuation day.
 - b. **Non-traded:** Right entitlement is valued at the difference of the closing market price of the original equity share on the valuation day and the offer price multiplied by the ratio of Right Entitlement.

b. Debentures, corporate bonds, commercial papers and certificate of deposits:

- i. Traded securities are valued at NSE weighted average traded price on that day.
- ii. Securities not traded on a valuation day with residual maturity over 60 days are valued on a yield to maturity basis, which is arrived at by adding spreads of relevant tenor, rating and industry over the benchmark yield.
- iii. The spread used are average of spreads provided by CRISIL and ICRA.
- iv. Securities not traded on a valuation day with residual maturity up to 60 days are valued at last traded price plus the difference between the redemption value and last traded price, spread uniformly over the remaining maturity period of the instrument.
- v. Securities purchased by way of private placement are valued at cost for a period of fifteen days beginning from the date of purchase.
- vi. Only Callable Bonds (single/multiple call options), which are callable by the issuer, are valued at lowest value on each call option date.
- vii. Only Puttable Bonds (single/multiple put options), which are puttable by the investor, are valued at highest value on each put option date.
- viii. Securities with both Put and Call option (single/multiple) on the same day is deemed to mature on the Put/Call option day and is valued accordingly.
- ix. Partly paid bonds are valued at cost till it is fully paid.
- x. Perpetual bond with single/multiple call options are valued at lowest price on each option date.

c. Central and State Government Securities: Securities are valued at the average of prices provided by CRISIL and ICRA.



net assets. The basis of management fees and aggregate management fees on average daily net asset is as under:

Management Fees % p.a.*		Management Fees	
Current Year	Previous Year	Current Year	Previous Year
0.0009% - up to 11/08/13 0.25% - w.e.f. 12/08/13	0.0009%	₹ 50,097	₹ 151

* excluding service tax

G. **Purchase/Sale of Investments:** The aggregate value of purchase and sales of investments during the year and expressed as a percentage of average daily net asset are as under:

₹ in Crores

Current Year				Previous Year			
Purchase	%	Sales	%	Purchase	%	Sales	%
27.20	1044.81	26.26	1008.70	9.27	624.92	8.57	577.31

H. The aggregate value of non-traded investments (other than Government Securities) where investments have been valued "in good faith" exceed 5% of the NAV as at 31st March, 2014 is ₹ 251.50. (Previous Year ₹ NIL).

I. **Net Asset Value:**

	Current Year	Previous Year
As on 31 st March *	₹ 13.0175	₹ 10.8390
On last business day (28.03.2014 / 28.03.2013)	₹ 12.9864	₹ 10.7759

* NAV not declared, being a non - business day

J. **Income and Expenditure:** The total income and expenditure for the year as a percentage of the scheme's average net assets are as under:

Current Year				Previous Year			
Income		Expenditure		Income		Expenditure	
₹ in Crores	%	₹ in Crores	%	₹ in Crores	%	₹ in Crores	%
0.52	19.89	0.01	0.37	0.18	11.88	0.09	5.92

K. **Other disclosures:**

Particulars	Current Year	Previous year
Contingent liabilities	Nil	Nil
Non performing investments- Carrying value	Nil	Nil
Non performing investments- Market value	Nil	Nil
Brokerage, custodial fees and other charges to entities where PFM or its subsidiaries or its major shareholders have substantial interest	Nil	Nil




L. Investment in associates and group companies: ₹ Nil (Previous year: ₹ Nil)


M. Portfolio: Industry wise classification where industry exposure % to total exposure in investment category $\geq 5\%$ is given in Annexure A.


N. The previous year figures are regrouped/ reclassified, wherever necessary.

For UTI Retirement Solutions Limited

For M. M. Nissim And Co.
Chartered Accountants
Firm Registration No.107122W


Balram P Bhagat
(Chief Executive Officer &
Whole Time Director)


S. Venkatraman
(Director)



Sanjay Khemani
(Partner)
M. No. 044577


Date: 22.04.2014
Place: Mumbai

Date: _____
Place: _____

MUMBAI

For and on behalf of National Pension System Trust


G. N. Bajpai
(Chairman, NPS Trust Board)
Date: 12 JUN 2014
Place: MUMBAI


Nagendra Bhatnagar
(Chief Executive Officer & Trustee)



ANNEXURE A: SUPPLEMENTARY INVESTMENT PORTFOLIO INFORMATION AND INDUSTRYWISE CLASSIFICATION

Industry wise classification where industry exposure % to total exposure in investment category

NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME E – TIER II

3/31/2014

Industry and Company Particulars	Quantity	Market Value (₹)	% to Net Asset	% to investment category
EQUITY SHARES				
MANUFACTURE OF ALLOPATHIC PHARMACEUTICAL PREPARATIONS				
CIPLA LTD.	831	318,107	0.96	1.03
DR. REDDYS LABORATORIES LTD.	358	917,876	2.76	2.98
LUPIN LTD.	565	527,230	1.58	1.71
RANBAXY LABORATORIES LTD.	2	730	0.00	0.00
SUN PHARMACEUTICAL INDUSTRIES LTD.	1,196	687,401	2.07	2.23
		2,451,344	7.37	7.95
MANUFACTURE OF CIGARETTES, CIGARETTE TOBACCO				
ITC LIMITED	5,735	2,023,595	6.08	6.57
		2,023,595	6.08	6.57
MANUFACTURE OF OTHER PETROLEUM N.E.C. (INCLUDES MANUFACTURE OF PETROLEUM JELLY, MICRO-CRYSTALLINE PETROLEUM WAX, SLACK WAX, OZOKERITE, LIGNITE WAX, PETROLEUM COKE, PETROLEUM BITUMEN AND OTHER RESIDUES OF PETROLEUM OILS OR OF OILS OBTAINED FROM BITUMINOUS MINERALS)				
RELIANCE INDUSTRIES LTD.	1,849	1,720,957	5.17	5.59
		1,720,957	5.17	5.59
MONETARY INTERMEDIATION OF COMMERCIAL BANKS, SAVING BANKS. POSTAL SAVINGS BANK AND DISCOUNT HOUSES				
AXIS BANK LTD.	419	611,950	1.84	1.99
BANK OF BARODA	812	585,249	1.76	1.90
HDFC BANK LTD.	2,112	1,581,466	4.75	5.13
ICICI BANK LTD.	1,624	2,021,961	6.08	6.56
INDUSIND BANK LTD.	1,277	640,862	1.93	2.08
KOTAK MAHINDRA BANK LTD.	23	17,964	0.05	0.06
PUNJAB NATIONAL BANK	308	229,121	0.69	0.74
STATE BANK OF INDIA	446	855,294	2.57	2.78
		6,543,867	19.67	21.24
WRITING , MODIFYING, TESTING OF COMPUTER PROGRAM TO MEET THE NEEDS OF A PARTICULAR CLIENT EXCLUDING WEB-PAGE DESIGNING				
HCL TECHNOLOGIES LIMITED	516	717,601	2.16	2.33
INFOSYS LTD.	580	1,904,024	5.72	6.18
TATA CONSULTANCY SERVICES LTD.	806	1,719,319	5.17	5.58
WIPRO LTD.	905	491,596	1.48	1.60
		4,832,540	14.53	15.69

