



UTI RETIREMENT SOLUTIONS LIMITED

**Annual Audited Statement of
Accounts of**

*NPS Trust – A/C UTI Retirement Solutions Pension Fund
Scheme C – Tier II*

For the Financial Year 2012-13

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 C - 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, 2013, 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, 2013;
 - in the case of the Revenue Account, of the surplus of the Scheme for the year ended on that date;

Emphasis of Matter

- 7 Without modifying our opinion, we invite attention to Note 6A regarding the background of the operations wherein allotment/ redemption are made on the basis of consolidated data received by the PFM from the Central Recordkeeping Agency and the Trustee Bank as per the unbundled architecture of the National Pension System.

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.



- c. 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.
- d. 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.
- e. 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

- a. Except as stated in note no. 5E, Investments have been valued in accordance with the guidelines issued by the PFRDA.
- b. Except as stated in note no. 6A(6), Transaction and claims/fee raised by different entities are in accordance with the prescribed fee.

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

Sanjay Khemani



Sanjay Khemani
Partner

M No.: 044577

Place: Mumbai

Date: 5 JUL 2013

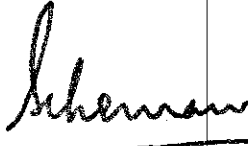

NATIONAL PENSION SYSTEM TRUST
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME C - TIER II
BALANCE SHEET AS AT MARCH 31, 2013

Particulars	Note	As at March 31, 2013	As at March 31, 2012
		₹	₹
Liabilities			
Unit Capital	1	1 09 81 292	71 82 811
Reserves and Surplus	2	40 16 835	15 02 346
Current Liabilities and Provisions	3	1 838	47 855
Total		1 49 99 965	87 33 012
Assets			
Investments	4	1 42 70 829	83 32 620
Other Current Assets	5	7 29 136	4 00 392
Total		1 49 99 965	87 33 012
Significant Accounting Policies and other explanatory notes	6		

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

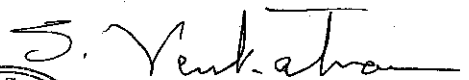

For M. M. Nissim And Co. (FRN 107122W)
Chartered Accountants

For UTI Retirement Solutions Ltd.

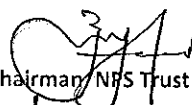
Sanjay Khemani
(Partner)
M. No. - 044577

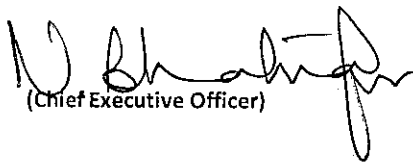

 Balram P Bhagat
(Chief Executive Officer
& Whole Time Director)



 S. Venkatraman
(Director)

Date: 5 JUL 2013
Place: Mumbai

For and on behalf of National Pension System Trust


 (Chairman, NPS Trust Board)


 (Chief Executive Officer)

Date: 04 JUL 2013
Place: New Delhi



NATIONAL PENSION SYSTEM TRUST
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME C - TIER II
REVENUE ACCOUNT FOR THE YEAR ENDED MARCH 31, 2013

Particulars	Note	Year ended March 31, 2013 ₹	Year ended March 31, 2012 ₹
Income			
Dividend			
Interest		9 34 396	5 65 773
Profit on sale/redemption of investments		46 430	47 185
Unrealized gain on appreciation in investments		3 32 158	1 26 189
Other income			
- Miscellaneous Income		44	-
Total		13 63 028	7 39 147
Expenses and Losses			
Unrealized losses in value of investments		-	-
Loss on sale/redemption of investments		-	-
Loss on inter-scheme transfer/sale of investments		-	-
Management fees		117	66
Custodian fees		877	543
Trustees Bank fees		42	1 061
CRA Fees	5 821	3 900	
Less: Amount recovered / to be recoverable on sale of units on account of CRA Charges	(5 321)	(3 900)	
Total		1 036	1 670
Surplus for the year		13 61 992	7 37 477
Appropriation			
Amount transferred to Unrealised Appreciation Reserve		3 32 158	1 26 189
Amount transferred to General Reserve		10 29 834	6 11 288
Total		13 61 992	7 37 477

Significant Accounting Policies and other explanatory notes 6

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

For M. M. Nissim And Co. (FRN 107122W)
Chartered Accountants

Sanjay Khemani
Sanjay Khemani
(Partner)
M. No. - 044577



Date: **5 JUL 2013**
Place: Mumbai

For UTI Retirement Solutions Ltd.

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



S. Venkatraman
S. Venkatraman
(Director)

For and on behalf of National Pension System Trust

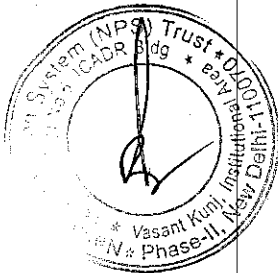
(Chairman, NPS Trust Board)
(Chairman, NPS Trust Board)
Date: **04 JUL 2013**
Place: New Delhi

(Chief Executive Officer)
(Chief Executive Officer)



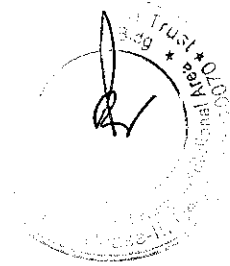
NATIONAL PENSION SYSTEM TRUST
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME C - TIER II
NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2013

Particulars	As at March 31, 2013		As at March 31, 2012	
	No.	₹	No.	₹
Note 1				
Unit Capital (Face Value of Rs.10/- each unit)				
Initial Capital*		38		38
Unit Capital				
Outstanding at the beginning of the year	7 18 281	71 82 811	3 38 077	33 80 773
Add :Units issued during the year	4 88 624	48 86 239	4 19 790	41 97 895
Less: Units redeemed during the year	(1 08 776)	(10 87 758)	(39 586)	(3 95 857)
Outstanding at the end of the year	<u>10 98 129</u>	<u>1 09 81 292</u>	<u>7 18 281</u>	<u>71 82 811</u>
* Represents capital on the date of commencement of scheme				
Note 2				
Reserves and Surplus				
Unit Premium Reserve				
Opening Balance		6 57 661		1 67 700
Add: Premium on Units issued		14 44 651		5 47 591
Less: Premium on Units redeemed		(2 92 154)		(57 630)
Closing Balance		<u>18 10 158</u>		<u>6 57 661</u>
General Reserve				
Opening Balance		7 18 496		1 07 207
Add: Transfer from Revenue Account		10 29 834		6 11 289
Closing Balance		<u>17 48 330</u>		<u>7 18 496</u>
Unrealised Appreciation Account				
Opening Balance		1 26 189		-
Add: Transfer from Revenue Account		3 32 158		1 26 189
Closing Balance		<u>4 58 347</u>		<u>1 26 189</u>
Total		<u>40 16 835</u>		<u>15 02 346</u>
Note 3				
Current Liabilities and Provisions				
Current Liabilities				
Sundry Creditors for expenses		265		668
Book Overdraft		-		46 656
Redemption Payable		1 545		515
TDS Payable		28		16
Total		<u>1 838</u>		<u>47 855</u>



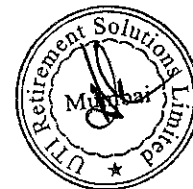
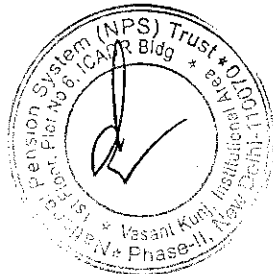
NATIONAL PENSION SYSTEM TRUST
 NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME C - TIER II
 NOTES ANNEXED TO AND FORMING PART OF THE BALANCE SHEET AS AT MARCH 31, 2013

Particulars	As at March 31, 2013 ₹	As at March 31, 2012 ₹
Note 4		
Investments (Long Term and Short Term)		
Debentures and Bonds Listed/Awaiting Listing	1 42 53 557	79 89 551
Others - Mutual Fund Units	17 272	3 43 069
Total	1 42 70 829	83 32 620
Note 5		
Other Current Assets		
Balances with bank in a current account	1 05 518	-
Contracts for sale of investments	-	13 010
Outstanding and accrued income	6 23 818	3 87 382
Total	7 29 136	4 00 392



ANNEXURE A: SUPPLEMENTARY INVESTMENT PORTFOLIO INFORMATION AND INDUSTRYWISE CLASSIFICATION
 Industry wise classification where industry exposure % to total exposure in investment category >= 5%
NPS TRUST - A/C UTI RETIREMENT SOLUTIONS SCHEME C - TIER II **3/31/2013**

Industry and Company Particulars	Quantity	Market Value (₹)	% to Net Asset	% to invt. category
DEBENTURES & BONDS				
AUTO ANCILLARIES				
MRF LTD	10,000	1,042,933	6.95	7.32
		1,042,933	6.95	7.32
BANKING				
AXIS BANK	10,000	1,019,345	6.80	7.15
		1,019,345	6.80	7.15
FINANCE				
HOUSING DEVELOPMENT FINANCE CORPORATION LTD.	20,000	2,040,949	13.61	14.32
INFRASTRUCTURE LEASING & FINANCIAL SERVICES LIMITED	19,000	1,918,347	12.79	13.46
POWER FINANCE CORPORATION LIMITED	10,000	1,001,812	6.68	7.03
TATA SONS LIMITED	20,000	2,021,853	13.48	14.18
		6,982,961	46.56	48.99
SOFTWARE				
INFOTEL BROADBOND	10,000	1,003,163	6.69	7.04
		1,003,163	6.69	7.04
METALS INDUSTRY				
TATA STEEL LTD	10,000	956,506	6.38	6.71
		956,506	6.38	6.71
OIL, GAS AND PETROLEUM PRODUCTS				
RELIANCE GAS TRANSPORTATION INFRASTRUCTURE LTD	10,000	1,077,731	7.19	7.56
		1,077,731	7.19	7.56
PESTICIDES				
UNITED PHOSPHORUS LTD.	20,000	2,170,918	14.47	15.23
		2,170,918	14.47	15.23
TOTAL DEBENTURES & BONDS		14,253,557	14,998,128.44	100.00



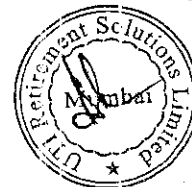
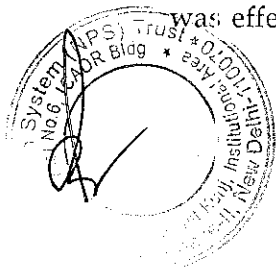
NATIONAL PENSION SYSTEM TRUST

NPS Trust - A/C UTI Retirement Solutions Scheme C - Tier II

NOTE 6: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION FOR THE YEAR ENDED MARCH 31, 2013

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, being the Trustee Bank, provides/receives 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. Prior to that, the accounting policies



followed by the scheme were in accordance with the SEBI (Mutual Fund) Regulations, 1996. As per clarification, the PFRDA guidelines have been applied prospectively and accordingly the figures of the previous year are not comparable with that of the current year. Since the changes in the accounting policy are necessitated by the PFRDA guidelines, the same has not been considered as change in the accounting policy.

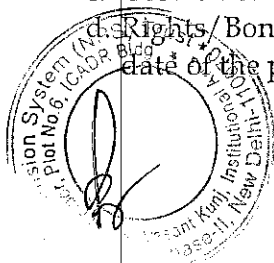
5. The Trustee bank provides subscription funds on a consolidated basis for all the schemes managed by PFM and credits the same to a scheme's account, wherefrom the funds are transferred by the PFM to the respective schemes. The PFM record receipt of funds in the respective schemes only.
6. The fees 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:**
 - (a) Liquid Funds of AMCs regulated by SEBI
 - (b) Fixed Deposits of scheduled commercial Banks
 - (c) Debt securities with maturity of not less than 3 years tenure issued by Bodies Corporate including scheduled commercial Banks and Public Financial Institutions (as defined in Sec. 4 (A) of the Companies Act.
 - (d) Credit Rated Public Financial Institutions/PSU Bonds
 - (e) Credit Rated Municipal Bonds/Infrastructure Bonds
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. The cost includes service tax on brokerage.
 - c. Cost is determined on the basis of weighted average cost.
 - d. 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.

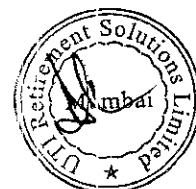
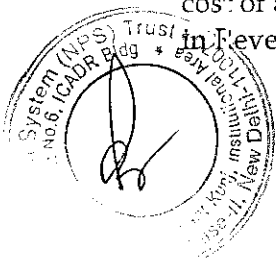
b. Debentures, corporate bonds, commercial papers and certificate of deposits:

- 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.

d. Mutual fund units: Mutual fund units are valued at the latest available/previous day's NAV from AMFI website

4. Appreciation/Depreciation, as the case may be, in the value of the securities at the year-end have been computed for the Scheme, whereby the aggregate market value of all investments taken together is compared with aggregate cost of acquisition. The change in net appreciation/depreciation is recognised in Revenue Account.

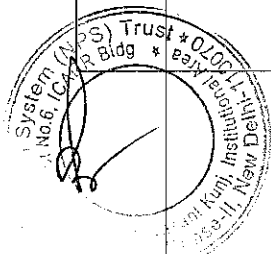


5. **Income Recognition:**
 - a. Dividend income is accrued on the "ex-dividend" date.
 - b. Interest on interest bearing and other fixed income investments is recognised on a day to day basis as it is earned. On purchase of such investments, interest paid for the period from the last interest due date up to the date of purchase is not treated as a cost of purchase but is treated as interest recoverable. Similarly, interest received at the time of sale for the period from the last interest due date up to the date of sale is not treated as part of sale value but is treated as interest recovered.
 - c. Other income of miscellaneous nature is accounted for when there is certainty of collection.
6. **Computation of Net Asset Value (NAV):** The NAV of the units is determined by dividing the net assets, including investments recognised and valued as per the accounting policies, by the number of outstanding units on the valuation date.
7. **Unit Premium Reserve:** Difference between the issue/redemption price and face value of units is credited/debited to Unit Premium Reserve.

D. Hitherto, the Scheme was accounting net unrealised gains on appreciation in the value of investments in the Balance Sheet as an Unrealised Appreciation Reserve. During the year, pursuant to the PFRDA guidelines, the Scheme has changed the manner of recognising net unrealised appreciation by routing it through Revenue Account. The effect of the change in accounting policy has resulted in income for the year being higher by ₹ 3.32 Lakhs, though this does not have any impact either on the accumulated balance in the Reserves and Surplus or on NAV.

E. The valuation policy of the Scheme, as advised by SHCIL, is at variance with PFRDA guidelines. The details of deviation are as under:

PFRDA Guidelines	Valuation Policy
<p>1. Securities traded at a stock exchange: When a debt security (other than government security) is not traded on any stock exchange on a particular valuation day, the value at which it was traded on any other stock exchange on the earliest previous day is used, provided that such day is not more than fifteen days.</p>	<p>When such securities are not traded on a valuation day, they are valued on a yield to maturity basis if residual maturity exceeds 60 days otherwise at last valuation price plus the difference between the redemption value and last valuation price, spread uniformly over the remaining maturity period of the instrument.</p>



2. Securities not traded at a stock exchange: Thinly Traded Debt Securities (other than government securities) shall be valued in good faith.	Traded security, whether thinly traded or not, is valued at last quoted closing price on the valuation day.
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F. **CRA Fees:** The CRA fees charged to the scheme includes ₹ 1,748 which is yet to be recovered from investors by way of redemption of units which would be paid on respective due date.

G. **Investment Management Fees:** In terms of the IMA, the scheme has accrued management fees payable to PFM as a percentage of scheme's average daily 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%	0.0009%	117	66

* excluding service tax

H. **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

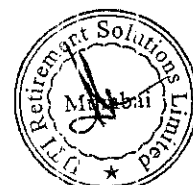
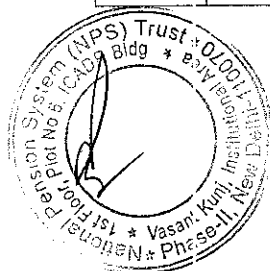
Current Year				Previous Year			
Purchase	%	Sales	%	Purchase	%	Sales	%
2.6423	2.382	09	183.25	1.51226	091.05		157.57

I. 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, 2013 is ₹ 71.47 Lakhs. (Previous Year ₹ 45.24 Lakhs).

J. **Net Asset Value:** Net Asset Value of the Scheme as on 31st March 2013 is ₹ 13.6578 per unit (as on 31st March 2012 ₹ 12.0918 per unit)

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

Income				Expenditure			
₹ in Crores		%		₹ in Crores		%	
Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year	Current Year	Previous Year
0.14	0.07	11.98	11.07	0.00	0.00	0.00	0.00



L. 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

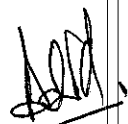
M. Investment in associates and group companies: The Scheme and all other schemes of NPS managed by the PFM has made following investment in the Associate and Group companies of the PFM:


Name of Scheme	Current year		Previous year	
	Purchase	Outstanding	Purchase	Outstanding
UTI - Money Market Fund	NIL	NIL	7,48,363	NIL

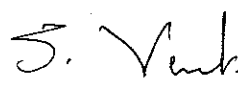
N. Portfolio: Industry wise classification where industry exposure % to total exposure in investment category $\geq 5\%$ is given in Annexure A.

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

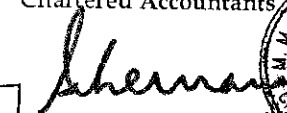
For UTI Retirement Solutions Ltd.



 Balram P Bhagat
 (CEO & Whole Time Director)
 Date:
 Place: Mumbai



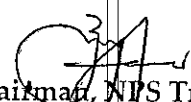

 S. Venkatraman
 (Director)

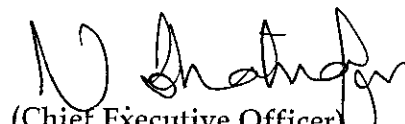
For M. M. Nissim And Co.
 (FRN 107122W)
 Chartered Accountants


 Sanjay Khemani
 (Partner) M. No. - 044577
 Date: 5 JUL 2013
 Place: Mumbai



For and on behalf of National Pension System Trust


 (Chairman, NPS Trust Board)
 Date: 04 JUL 2013
 Place: New Delhi


 (Chief Executive Officer)

