KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

(*a body corporate constituted by the Kerala Infrastructure Investment Fund Act, 1999 (as amended by the Kerala Infrastructure Investment Fund (Amendment) Act, 2016) and incorporated on November 11, 1999 in Kerala*)

Registered Office: 2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001 | Corporate Office: 2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001

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INFORMATION MEMORANDUM AND PRIVATE PLACEMENT OFFER LETTER BY WAY OF PRIVATE PLACEMENT (THE "ISSUE") BY KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (THE "ISSUER") FOR ISSUE OF UNSECURED, RATED, REDEEMABLE, TAXABLE, LISTED NON-CONVERTIBLE DEBENTURES COMPRISING SEVEN STRPPs 'A' THROUGH 'G' OF A FACE VALUE OF INR 1,00,000/- (INDIAN RUPEES ONE LAKH ONLY) EACH ("FACE VALUE") (WITH EACH BOND CARRYING A FACE VALUE OF INR 7,00,000 (INDIAN RUPEES SEVEN LAKH ONLY), FOR AMOUNTS UP TO INR 500,01,00,000 (INDIAN RUPEES FIVE HUNDRED CRORE AND ONE LAKH ONLY), WITH A GREEN-SHOE OPTION TO RETAIN OVERSUBSCRIPTION OF UP TO INR 349,93,00,000 (INDIAN RUPEES THREE HUNDRED FORTY NINE CRORE AND NINETY THREE LAKH ONLY), SUCH THAT THE AGGREGATE ISSUE SIZE OF THE DEBENTURES DOES NOT EXCEED AN AMOUNT OF INR 849,94,00,000 (INDIAN RUPEES EIGHT HUNDRED FORTY NINE CRORE AND NINETY FOUR LAKH ONLY) ("DEBENTURES"). THIS ISSUANCE WOULD BE UNDER THE ELECTRONIC BOOK MECHANISM FOR ISSUANCE OF DEBT SECURITIES ON PRIVATE PLACEMENT BASIS AS PER SEBI CIRCULAR SEBI/HO/DDHS/P/CIR/2021/613 DATED 10 AUGUST 2021 (AS AMENDED FROM TIME TO TIME) ("SEBI OPERATIONAL CIRCULAR") ISSUED BY SEBI UNDER SEBI (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021 (AS AMENDED FROM TIME TO TIME). THE ISSUER INTENDS TO USE BSE LIMITED ("BSE") ELECTRONIC BIDDING PLATFORM ("BSE-BOND EBP") FOR THIS ISSUE. THIS INFORMATION MEMORANDUM IS BEING UPLOADED ON THE BSE BOND- EBP TO COMPLY WITH THE SEBI OPERATIONAL CIRCULAR READ WITH THE OPERATIONAL GUIDELINES FOR ISSUANCE OF SECURITIES ON PRIVATE PLACEMENT BASIS THROUGH THE ELECTRONIC BOOK MECHANISM ISSUED BY BSE DATED 28 DECEMBER 2022 (AS AMENDED FROM TIME TO TIME) AND AN OFFER WILL BE MADE TO SUCCESFUL BIDDERS IN ACCORDANCE WITH THE APPLICABLE LAW

THIS INFORMATION MEMORANDUM DATED MARCH 19, 2024 ("INFORMATION MEMORANDUM") IS PREPARED IN CONFORMITY WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE

SECURITIES) REGULATIONS, 2021 ISSUED VIDE NOTIFICATION NO. SEBI/LAD-NRO/GN/2021/39 DATED 9 AUGUST 2021 AS AMENDED FROM TIME TO TIME.

NEITHER THE ISSUER NOR ANY OF ITS MEMBERS HAVE BEEN DECLARED AS A WILFUL DEFAULTER.

This Information Memorandum contains relevant information and disclosures required for issue of the Debentures. The issue of the Debentures comprised in the Issue and described under this Information Memorandum has been authorised by the Issuer through resolution passed by the members of the board of the Issuer on February 6, 2024.

GENERAL RISKS

Investment in debt and debt related securities involves a degree of risk and Investors should not invest any funds in the debt instruments, unless they understand the terms and conditions and can afford to take the risks attached to such investments. For taking an investment decision, potential Investors must rely on their own examination of the Issuer, the Issue, this Information Memorandum including the risks involved. As the issue is being made on a private placement basis, the Debentures have not been recommended or approved by SEBI nor does SEBI guarantee the accuracy or adequacy of this document. Investment in debt and debt related securities involves a degree of risk and Investors are advised to take an informed decision and consider with their advisers, of the suitability of the Debentures in the light of their particular financial circumstances and investment objectives and risk profile, and of all information set forth in this Information Memorandum, including the Part 4 (*Risk Factors*), before investing.

CREDIT RATING

The Debentures have been rated:

(a) Provisional IND AA (CE) with stable outlook by India Ratings and Research Private Limited for an amount up to INR 850,00,00,000 (Indian Rupees Eight Hundred Fifty Crores) vide its rating letter dated March 6, 2024.
(b) ACUITE Provisional AA (CE) with stable outlook by Acuité Ratings & Research Limited for an amount up INR 850,00,00,000 (Indian Rupees Eight Hundred Fifty Crores) vide its rating letter dated March 14, 2024.

Instruments with the above rating are considered to have a high degree of safety regarding timely service of financial obligations. Such instruments carry low credit risk.

The above ratings are not a recommendation to buy, sell or hold securities and Investors should take their own decisions. The ratings may be subject to revision or withdrawal at any time by the assigning rating agencies and the ratings should be evaluated independently of any other rating. The rating agencies have the right to suspend, withdraw the rating at any time on the basis of new information etc. Please refer to **Annexure B** (*Rating Letters of the Credit Rating Agencies along with rating rationale*) of this Information Memorandum for rationale for the above ratings.

LISTING

The Debentures offered through this Information Memorandum are initially proposed to be listed on the Wholesale Debt Market ("**WDM**") Segment of the BSE. The Issuer, with prior notice to the Debenture Trustee, may get the Debentures listed on other material stock exchanges as it deems fit. The Issuer shall comply with the requirements of the listing agreement to the extent applicable to it on a continuous basis. The Issuer intends to use electronic book mechanism as available on the website of the BSE.

ISSUE PROGRAMME		
ISSUE OPENING DATE	**ISSUE CLOSING DATE**	**PAY-IN DATE/DATE OF EARLIEST CLOSING OF THE ISSUE**
March 22, 2024	March 22, 2024	March 26, 2024

DETAILS ABOUT ELIGIBLE INVESTORS

The eligible Investors are: (a) resident individuals; (b) Hindu Undivided Family; (c) trust; (d) limited liability partnerships; (e) partnership firm(s); (f) portfolio managers registered with SEBI; (g) association of persons; (h) companies and bodies corporate including public sector undertakings; (i) scheduled commercial banks; (j) regional rural banks; (k) financial institutions; (l) insurance companies; (m) mutual funds; (n) foreign portfolio investors (if permitted under applicable law); and (o) any other investor eligible to invest in these Debentures in accordance with applicable law.

COUPON	COUPON PAYMENT FREQUENCY	REDEMPTION DATE	REDEMPTION AMOUNT
9.10%	Quarterly, Beginning June 26, 2024	March 26, 2024	INR 1,00,000 per Debenture

The Issue shall be subject to the provisions of the Kerala Infrastructure Investment Fund Act, 1999 as amended by the Kerala Infrastructure Investment Fund (Amendment) Act, 2016 (the "**KIIF Act**"). The terms and conditions of this Information Memorandum filed with the BSE and any other material stock exchanges, as applicable, and other terms and conditions as may be incorporated in the Debenture Trust Deed and other documents in relation to each such Issue. The present issue of Debentures is not underwritten.

THESE DEBENTURES TO BE ISSUED DO NOT FORM PART OF NON-EQUITY REGULATORY CAPITAL MENTIONED UNDER CHAPTER V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE AND LISTING OF NON-CONVERTIBLE SECURITIES) REGULATIONS, 2021, AS AMENDED.

OTHER DETAILS OF THE ISSUE

COMPLIANCE OFFICER	PROMOTER
Shri. Sabareeswar Thampan	**State Government of Kerala**
Tel No. 9645544074	**Tel No. 04712336576**
Email: co.fa@kiifb.org	**Email: Osgadibmc@gmail.com**

DETAILS OF KEY INTERMEDIARIES		
DEBENTURE TRUSTEE TO THE ISSUE	**REGISTRAR TO THE ISSUE**	**CREDIT RATING AGENCIES**

CATALYST TRUSTEESHIP LIMITED Address: GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Kothrud, Pune – 411 038. Tel No. +91 20 66807200 Fax No: +91 (022) 49220505 Email: dt@ctltrustee.com Contact Person: Mr. Umesh Salvi	**CAMEO CORPORATE SERVICES LIMITED** Address: Subramanian Building, #1, Club House Road, Chennai 600 002 - India. Tel No. 044 – 40020710/044 - 2846 0390 Fax No: Nil Website Address: https://cameoindia.com Email: cameo@cameoindia.com Contact Person: Mr. RD Ramaswamy	**INDIA RATINGS AND RESEARCH PRIVATE LIMITED** Address: Wockhardt Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai – 400051. Tel No. +91 22 4000 1700; +91 22 4035 6125 Fax No: +91 22 4000 1701 Email: infogrp@indiaratings.co.in Contact Person: Mr. Suyash Gangwal **ACUITÉ RATINGS & RESE ARCH LIMITED** Address: 708, Lodha Supremus Lodha iThink Techno Campus, Kanjurmarg (East), Mumbai 400 042. Tel No. +91 2249294000; + 022-49294011 Fax No: - Nil Email: info@acuite.in Contact Person: Ms. Varsha Bist

TABLE OF CONTENTS

PART 1: DISCLAIMERS 1
PART 2: DEFINITIONS AND ABBREVIATIONS 7
PART 3: FORWARD LOOKING STATEMENTS 14
PART 4: RISK FACTORS 16
PART 5: ISSUE DETAILS 22
PART 6: DETAILS OF THE ISSUER AND ISSUE 40
PART 7: STATUTORY AND REGULATORY DISCLOSURES- SEBI NCS REGULATIONS 55
PART 8: DISCLOSURES AS PER THE SEBI DT OPERATIONAL CIRCULAR 101
PART 9: ISSUE PROCEDURE 103
PART 10: DECLARATION 112

PART 1: DISCLAIMERS

ISSUER'S DISCLAIMER

The distribution of this Information Memorandum and the Issue, to be initially listed on the WDM segment of the BSE, is being made strictly on a private placement basis. This Information Memorandum is not intended to be circulated to any person other than eligible Investors. Multiple copies hereof or of any Information Memorandum given to the same entity shall be deemed to be given to the same person and shall be treated as such. It does not constitute and shall not be deemed to constitute an offer or an invitation to subscribe to the Debentures to the public of India in general. This Information Memorandum should not be construed to be a prospectus or a statement in lieu of prospectus under applicable law. Apart from this Information Memorandum, no offer document or prospectus has been or will be prepared in connection with the offering of the Debentures or in relation to the Issuer nor is such a prospectus required to be registered under applicable laws.

This Information Memorandum has been prepared in conformity with the SEBI NCS Regulations and the rules thereunder.

This Information Memorandum has been prepared to provide general information about the Issuer to potential Investors to whom it is addressed and who are willing and eligible to subscribe to the Debentures. This Information Memorandum does not purport to contain all the information that any potential eligible Investor may require. Neither this Information Memorandum nor any other information supplied in connection with the Debentures is intended to provide the basis of any credit or other evaluation and any recipient of this Information Memorandum should not consider such receipt a recommendation to purchase any Debentures. Each eligible Investor contemplating purchasing any Debentures should make its own independent investigation of the financial condition and affairs of the Issuer, and its own appraisal of the creditworthiness of the Issuer as well as the structure of the Issue. Potential Investors should consult their own financial, legal, tax and other professional advisors as to the risks and investment considerations arising from an investment in the Debentures and should possess the appropriate resources to analyse such investment and the suitability of such investment to such Investor's particular circumstances. It is the responsibility of the potential Investors to also ensure that they will sell these Debentures in strict accordance with this Information Memorandum, the Debenture Trust Deed and applicable laws, so that the sale does not constitute an offer to the public in terms of applicable law. Neither the intermediaries nor their agents nor advisors associated with the Issue undertake to review the financial condition nor affairs of the Issuer during the life of the arrangements contemplated by this Information Memorandum or have any responsibility to advise any eligible Investor or potential eligible Investors on the Debentures of any information coming to the attention of any other intermediary.

The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to the Issuer and the Issue, that the information contained in this Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect. The Issuer has no side letter with any debt securities holder except the ones disclosed in this Information Memorandum. Any covenants later added shall be disclosed on the stock exchange website where the Debentures are listed. No person has been authorised to give any information or to make any representation not contained or incorporated by reference in this Information

Memorandum or in any material made available by the Issuer to any potential Eligible Investor pursuant hereto and, if given or made, such information or representation must not be relied upon as having been authorised by the Issuer. The legal advisors to the Issuer and any other intermediaries and their agents or advisors associated with the Issue have not separately verified the information contained herein. Accordingly, no representation, warranty or undertaking, express or implied, is made and no responsibility is accepted by any such legal advisors or intermediary as to the accuracy or completeness of the information contained in this Information Memorandum or any other information provided by the Issuer. Accordingly, the legal advisors to the Issuer and other intermediaries associated with the Issue shall have no liability in relation to the information contained in this Information Memorandum or any other information provided by the Issuer in connection with the Issue.

The Issuer does not undertake to update the Information Memorandum to reflect subsequent events after the date of the Information Memorandum and thus it should not be relied upon with respect to such subsequent events without first confirming its accuracy with the Issuer.

Neither the delivery of this Information Memorandum nor any Issue made hereunder shall, under any circumstances, constitute a representation or create any implication that there has been no change in the affairs of the Issuer since the date hereof.

Recipients shall not be entitled to use any of the information otherwise than for the purpose of deciding whether or not to invest in the Debentures.

This Information Memorandum and the contents hereof and thereof are restricted only for the intended recipient(s) who have been addressed directly and specifically through a communication by the or on behalf of the Issuer and only such recipients are eligible to apply for the Debentures. All Investors are required to comply with the relevant regulations/guidelines applicable to them for investing in this Issue. The contents of this Information Memorandum and any other information supplied in connection with this Information Memorandum or the Debentures are intended to be used only by those potential Investors to whom it is distributed. It is not intended for distribution to any other person and should not be reproduced by them or the disseminated recipient.

Invitations, offers and allotment of the Debentures shall only be made pursuant to this Information Memorandum. You may not be and are not authorised to (1) deliver this Information Memorandum or any other information supplied in connection with this Information Memorandum or the Debentures to any other person; or (2) reproduce this Information Memorandum or any other information supplied in connection with this Information Memorandum or the Debentures in any manner whatsoever. Any distribution or reproduction of this Information Memorandum in whole or in part or any public announcement or any announcement to third parties regarding the contents of this Information Memorandum or any other information supplied in connection with this Information Memorandum or the Debentures. Failure to comply with this instruction may result in a violation of the SEBI NCS Regulations or other applicable laws of India and other jurisdictions. This Information Memorandum has been prepared by the Issuer for providing information in connection with the proposed Issue described in this Information Memorandum.

Each person receiving this Information Memorandum acknowledges that such person has been afforded an opportunity to request and to review and has received all additional information considered by it to be necessary to verify the accuracy of or to supplement the information herein and such person has not relied on any intermediary associated with the Issue in connection with its investigation of the accuracy

of such information or its investment decision. Each person in possession of this Information Memorandum should carefully read and retain this Information Memorandum. However, each such person in possession of this Information Memorandum is not to construe the contents of this Information Memorandum as investment, legal, accounting, regulatory or tax advice, and such persons in possession of this Information Memorandum should consult with their own advisors as to all legal, accounting, regulatory, tax, financial and related matters concerning an investment in the Debentures.

Investors are advised to read the risk factors carefully before taking an investment decision in this Issue. For taking an investment decision, investors must rely on their own examination of the Issuer and the offer including the risks involved. The Debentures have not been recommended or approved by any regulatory authority in India, including the SEBI nor does SEBI guarantee the accuracy or adequacy of this Information Memorandum. Specific attention of investors is invited to the statement of 'Risk factors' under the Part 4 (*Risk Factors*) of this Information Memorandum.

The Issue will be a domestic issue restricted to India and no steps have been taken or will be taken to facilitate the Issue in any jurisdictions other than India. This Information Memorandum is not intended for distribution to, or use by, any person or entity in any jurisdiction or country where distribution or use of such information would be contrary to law or regulation. This Information Memorandum does not constitute, nor may it be used for or in connection with, an offer or solicitation by anyone in any jurisdiction in which such offer or solicitation is not authorised or to any person to whom it is unlawful to make such an offer or solicitation. Persons into whose possession this Information Memorandum comes are required to inform themselves about and to observe any such restrictions. This Information Memorandum is made available to Investors in the Issue on the strict understanding that it is confidential and may not be transmitted to others, whether in electronic form or otherwise.

DISCLAIMER IN RESPECT OF JURISDICTION

The Issue will be made to the Investors as specified under "Eligible Investors" of this Information Memorandum, who shall be specifically approached by the Issuer. This Information Memorandum does not constitute an offer to sell or an invitation to subscribe to the Debentures offered hereby to any person to whom it is not specifically addressed. Any disputes arising out of this Issue will be subject to the jurisdiction of the courts of Thiruvananthapuram. This Information Memorandum does not constitute an offer to sell or an invitation to subscribe to the Debentures herein, in any jurisdiction and to any person to whom it is unlawful to make an offer or invitation in such jurisdiction.

DISCLAIMER CLAUSE OF SEBI

As per the provisions of the SEBI NCS Regulations, it is not stipulated that a copy of this Information Memorandum has to be filed with or submitted to the SEBI for its review/approval. It is to be distinctly understood that this Information Memorandum should not in any way be deemed or construed to have been approved or vetted by SEBI and that this Issue is not recommended or approved by SEBI. SEBI does not take any responsibility either for the financial soundness of any proposal for which the Debentures are issued/ proposed to be issued, or for the correctness of the statements made or opinions expressed in this Information Memorandum.

DISCLAIMER CLAUSE OF THE BSE

As required, a copy of this Information Memorandum has been submitted to BSE Limited. It is to be distinctly understood that the aforesaid submission or hosting the same on the website of BSE in terms of the SEBI NCS Regulations, should not in any way be deemed or construed to mean that this

Information Memorandum has been cleared or approved by BSE; nor does it in any manner warrant, certify or endorse the correctness or completeness of any of the contents of this Information Memorandum; nor does it warrant that the Issuer's Debentures will be listed or will continue to be listed on the BSE; nor does it take any responsibility for the financial or other soundness of the Issuer, its members, its management or any scheme or project of the Issuer.

Every person who desires to apply for or otherwise acquire any securities of the Issuer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against BSE whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

DISCLAIMER CLAUSE OF THE CREDIT RATING AGENCIES

All credit ratings assigned are subject to certain limitations and disclaimers. Please read these limitations and disclaimers on the website of the Credit Rating Agencies. In addition, rating definitions and the terms of use of such ratings are available on the public website of the Credit Rating Agencies. Published ratings, criteria, and methodologies are available from this site at all times. Code of conduct, confidentiality, conflicts of interest, affiliate firewall, compliance, and other relevant policies and procedures may also apply.

Ratings are opinions on credit quality and are not recommendations to sanction, renew, disburse or recall the concerned bank facilities or to buy, sell or hold any security. The Credit Rating Agencies has based its ratings on information obtained from sources believed by it to be accurate and reliable. The Credit Rating Agencies does not, however, guarantee the accuracy, adequacy or completeness of any information and is not responsible for any errors or omissions or for the results obtained from the use of such information. Most entities whose bank facilities or instruments are rated by the Credit Rating Agencies have paid a credit rating fee, based on the amount and type of bank facilities/instruments. Further, in this connection, please also refer to the copies of the rating letter, press release and the rating rationale issued by the Credit Rating Agencies in respect of the rating for the Debentures provided in **Annexure B** (*Rating Letters of the Credit Rating Agencies along with rating rationale*) to this Information Memorandum.

DISCLAIMER CLAUSE OF THE ARRANGER

The Issuer has authorized M/s PRP Professional Edge Associates Private Limited, as the arranger to the Issue (the "**Arranger**"), to distribute, in accordance with applicable law, this Information Memorandum in connection with the proposed transaction outlined in it (the "**Transaction**") and the Debentures.

Nothing in this Information Memorandum constitutes an offer of securities for sale in any other jurisdiction where such offer or placement would be in violation of any law, rule or regulation.

The Issuer has prepared this Information Memorandum and the Issuer is solely responsible for its contents. The Issuer will comply with all laws, rules and regulations and has obtained all regulatory, governmental and corporate approvals for the issuance of the Debentures. All the information contained in this Information Memorandum has been provided by the Issuer or is publicly available information, and such information has not been independently verified by the Arranger. No representation or warranty, expressed or implied, is or will be made, and no responsibility or liability is or will be accepted, by the Arranger or its affiliates for the accuracy, completeness, reliability, correctness or

fairness of this Information Memorandum or any of the information or opinions contained therein, and the Arranger hereby expressly disclaims, to the fullest extent permitted by law, any responsibility for the contents of this Information Memorandum and any liability, whether arising in tort or contract or otherwise, relating to or resulting from this Information Memorandum or any information or errors contained therein or any omissions therefrom. By accepting this Information Memorandum, you agree that the Arranger will not have any such liability.

You should carefully read and retain this Information Memorandum. However, you are not to construe the contents of this Information Memorandum as investment, legal, accounting, regulatory or tax advice, and you should consult with your own advisors as to all legal, accounting, regulatory, tax, financial and related matters concerning an investment in the Debentures.

DISCLAIMER OF THE DEBENTURE TRUSTEE

Unless as required under applicable law, the Debenture Trustee does not undertake to review the financial condition or affairs of the Issuer during the life of the arrangements contemplated by this Information Memorandum and does not have any responsibility to advise any Investor or prospective Investor in the Debentures of any information available with or subsequently coming to the attention of the Debenture Trustee, its agents or advisors except as specifically provided for in the Debenture Trust Deed.

The Debenture Trustee has not separately verified the information contained in this Information Memorandum, accordingly no representation, warranty or undertaking express or implied, is made and no responsibility is accepted by Debenture Trustee as to the accuracy or any other information provided by the Issuer. Accordingly, the Debenture Trustee associated with the Issue shall have no liability in relation to the information contained in this Debenture Trustee or any other information provided by the Issuer in connection with this Issue.

The Debenture Trustee, "ipso facto" does not have the obligations of the Issuer or a principal debtor or a guarantor as to the monies paid / invested by the Investors for the Debentures.

CONFIDENTIALITY

The information and data contained herein is submitted to each recipient of this Information Memorandum on a strictly private and confidential basis. By accepting a copy of this Information Memorandum or any other information supplied in connection with this Information Memorandum or the Debentures, each recipient agrees that neither it nor any of its employees or advisors will use the information contained herein for any purpose other than evaluating the specific transactions described herein or will divulge to any other party any such information. This Information Memorandum or any other information supplied in connection with this Information Memorandum or the Debentures must not be photocopied, reproduced, extracted or distributed in full or in part to any person other than the recipient without the prior written consent of the Issuer.

CAUTIONARY NOTE

The Investors have confirmed that they, (i) are knowledgeable and experienced in financial and business matters, have expertise in assessing credit, market and all other relevant risk and are capable of evaluating, and have evaluated, independently the merits, risks and suitability of purchasing the Debentures; (ii) understand that the Issuer has not provided, and will not provide, any material or other information regarding the Debentures, except as included in this Information Memorandum, (iii) have

not requested the Issuer to provide it with any such material or other information, (iv) have not relied on any investigation that any person acting on their behalf may have conducted with respect to the Debentures, (v) have made their own investment decision regarding the Debentures based on their own knowledge (and information they have or which is publicly available) with respect to the Debentures or the Issuer, (vi) have had access to such information as deemed necessary or appropriate in connection with purchase of the Debentures, (vii) are not relying upon, and have not relied upon, any statement, representation or warranty made by any person, including, without limitation, the Issuer, and (viii) understand that, by purchase or holding of the Debentures, they are assuming and are capable of bearing the risk of loss that may occur with respect to the Debentures, including the possibility that they may lose all or a substantial portion of their investment in the Debentures, and they will not look to the Debenture Trustee appointed for the Debentures for all or part of any such loss or losses that they may suffer.

No person, including any employee of the Issuer, has been authorised any information or to make any representation not contained in this Information Memorandum. Any information or representation not contained herein must not be relied upon as having been authorised on behalf of the Issuer. Neither the delivery of this Information Memorandum at any time nor any statement made in connection with the offering of the Debentures shall under the circumstances imply that any information/ representation contained herein is correct at any time subsequent to the date of this Information Memorandum. The distribution of this Information Memorandum and the offer, sale, pledge or disposal of the Debentures may be restricted by law in certain jurisdictions. This Information Memorandum does not constitute an offer to sell or an invitation to subscribe to the Debentures in any other jurisdiction and to any person to whom it is unlawful to make such offer or invitation in such jurisdiction. Persons into whose possession this Information Memorandum comes are required by the Issuer to inform themselves about and observe any such restrictions.

PART 2: DEFINITIONS AND ABBREVIATIONS

In this Information Memorandum, unless the context otherwise requires, the terms defined and abbreviations expanded below shall have the same meaning as stated in this Part 2 (*Definitions and Abbreviations*). References to statutes, rules, regulations, guidelines and policies will be deemed to include all amendments and modifications notified thereto.

Further, unless otherwise indicated or the context otherwise requires, all references to the "**Issuer**" or "KIIFB" is to KERALA INFRASTRUCTURE INVESTMENT FUND BOARD. References to "we", "us" or "our" is to KERALA INFRASTRUCTURE INVESTMENT FUND BOARD, its subsidiaries, associates and joint ventures, on a consolidated basis, and references to "you" are to the prospective Investors in the Debentures.

Notwithstanding anything contained in this Information Memorandum, in case of any inconsistency or repugnancy between this Information Memorandum and the Debenture Trust Deed, the Debenture Trust Deed shall prevail.

Issue Related Terms

Term	Description
Allot/ Allotment/ Allotted	Unless the context otherwise requires or implies, the allotment of the Debentures pursuant to the Issue
Authorisation	(a) an authorisation, consent, approval, resolution, licence, exemption, filing, notarisation, lodgement or registration; or (b) in relation to anything which will be fully or partly prohibited or restricted by law or regulation if a Governmental Agency intervenes or acts in any way within a specified period after lodgement, filing, registration or notification, the expiry of that period without intervention or action.
Business Day	All days on which commercial banks in Thiruvananthapuram and Mumbai are open for business
Cess	The meaning ascribed to the term in Part 4 (*Risk Factors*).
Corpus Fund	The meaning ascribed to the term in Part 5 (*Issue Details*).
Credit Rating Agencies	India Ratings and Research Private Limited Acuité Ratings & Research Limited
Critical Rating Downgrade Event	It means the downgrade of the credit rating of the Debentures by any Credit Rating Agency, to below AA- (i.e. A+ or below) (i.e., a two-notch credit downgrade (or any subsequent credit downgrade therefrom) from the credit rating allotted at the time of issuance of the Debentures by a Credit Rating Agency).
Coupon	In INR the interest rate payable quarterly at the Coupon Rate and shall if applicable, include the step-up coupon payable at the step up coupon rate as set out in Part 5 (*Issue Details*).

Term	Description
Coupon Payment Dates	Last Business Day of every quarter, beginning, June 26, 2024
Coupon Rate	9.10% per annum (payable quarterly)
Debt Listing Agreement	The debt listing agreement, as amended from time to time, entered into by the Issuer with the BSE for the listing of the Debentures and any other recognised stock exchange to which the Issuer may apply for the listing of the Debentures subsequently after giving prior notice to the Debenture Trustee
Debentures	Unsecured, rated, listed, redeemable, taxable and non-convertible bonds, in the nature of debentures, comprising seven STRPPs 'A' through 'G' of a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each (with each bond carrying a face value of INR 7,00,000 (Indian Rupees Seven Lakh only)), for an amount up to INR 500,01,00,000 (Indian Rupees Five Hundred Crore and One Lakh only), with a green-shoe option to retain oversubscription of up to INR 349,93,00,000 (Indian Rupees Three Hundred Forty Nine Crore and Ninety Three Lakh only),such that the aggregate issue size of the Debentures does not exceed an amount of up to INR 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore and Ninety Four Lakh only).
Debenture Holder(s)	The person(s) who are, at the relevant time, the beneficial owners of the Debentures and whose names appear in the records maintained by the Depository
Debenture Trustee/Trustee	Trustee for the Debenture Holders, in this case being Catalyst Trusteeship Limited.
Debenture Trust Deed	The trust deed dated on or about the date hereof entered/to be entered into between the Debenture Trustee and the Issuer in relation to the Issue
Debenture Trustee Regulations	Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993, as amended from time to time
Deed of Guarantee	The meaning ascribed to the term in Part 5 (*Issue Details*).
Deemed Date of Allotment	The day on which the Issuer receives the Subscription Amount (which, for avoidance of doubt, shall mean the day on which the Subscription Amount is paid into the Issue Proceeds Account), and such date shall be no later than 2 (two) working days from the Issue Closing Date
Depository	NSDL and/or CDSL, as the context requires
DSRA	The meaning ascribed to the term in Part 5 (*Issue Details*).
ED Summons	The meaning ascribed to the term in Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*).
Event of Default	The meaning ascribed to the term in Part 5 (*Issue Details*).
Final Redemption Date	The date falling 10 years after the Deemed Date of Allotment

Term	Description
Finance Parties	Debenture Holders, the Debenture Trustee, and any delegate or receiver appointed by the Debenture Trustee
Financial Indebtedness	(a) monies borrowed and debit balances at banks, non-banking financial institutions. Other financial institutions; (b) any amount raised by acceptance under any acceptance credit facility or bill discounting facility (or dematerialised equivalent); (c) any amount raised pursuant to any note purchase facility or the issue of bonds, notes, debentures, loan stock or any similar instrument; (d) any derivative transaction entered into in connection with protection against or benefit from fluctuation in any rate or price including any credit support agreement in respect thereof (and, when calculating the value of any derivative transaction, only the marked to market value shall be taken into account); (e) any counter-indemnity obligation in respect of a guarantee, indemnity, bond, standby or documentary letter of credit or any other instrument issued by a bank or financial institution in respect of an underlying liability of an entity, which liability would fall within one of the other paragraphs of this definition; (f) any amount raised under any other transaction (including any forward sale or purchase agreement, sale and sale back) having the commercial effect of a borrowing under the applicable accounting principles; (g) the amount of any liability under an advance or deferred purchase agreement if one of the primary reasons behind the entry into such agreement is to raise finance; and (h) the amount of any liability for any of the items referred to in paragraphs (a) to (g) above including in respect of any guarantee or indemnity in relation thereto.
Fixed Deposit	The meaning ascribed to the term in Part 5 (*Issue Details*).
GoK/Kerala State Government	Government of Kerala
Governmental Agency	Any national, state, provincial, local or similar government, governmental, regulatory or administrative authority, branch, agency, any statutory body or commission, any regulatory or administrative authority, body, any state or other political sub-division thereof, any central bank (or similar monetary or regulatory authority) thereof, any entity exercising executive, legislative, judicial, regulatory or administrative functions of or pertaining to government or other organization to the extent that the rules, regulations and standards, requirements, procedures or orders of such authority, body or other

Term	Description
	organization have the force of Applicable law or any court, tribunal, arbitral or judicial body in India or in any other country in which the Issuer has carried on or commonly carries on activities
Information Memorandum	This Information Memorandum
INR Bonds	The meaning ascribed to the term in paragraph 18(d) of Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*).
Investors	Refers to such category of investors in respect of the Debentures: (a) resident individuals; (b) Hindu Undivided Family; (c) trust; (d) limited liability partnerships; (e) partnership firm(s); (f) portfolio managers registered with SEBI; (g) association of persons; (h) companies and bodies corporate including public sector undertakings; (i) scheduled commercial banks; (j) regional rural banks; (k) financial institutions; (l) insurance companies; (m) mutual funds; (n) foreign portfolio investors (if permitted under applicable law); and (o) any other investor eligible to invest in these Debentures in accordance with applicable law
ISIN	International Securities Identification Number
Issue	Issue by way of private placement of Debentures by the Issuer pursuant to the terms of this Information Memorandum
Issue Opening Date	March 22, 2024
Issue Closing Date	March 22, 2024
Issue Proceeds Account	Means the no lien account opened by the Issuer with Bank of Baroda, in their branch office at Palayam, bearing account number 12670100016470 and IFSC BARB0PALAYA, wherein the Subscription Amount shall be deposited by the Indian Clearing Corporation Limited as per the end use in terms of the Debenture Trust Deed and the Information Memorandum.
KIFML	Kerala Infrastructure Fund Management Limited, a company incorporated under the Companies Act, 2013, bearing corporate identification number U67110KL2018PLC055479 and having it registered office at 2nd floor, felicity Square, Statue, M.G. Road, Thiruvananthapuram, Kerala – 695001
KIIFB Bond Servicing Amount	The meaning ascribed to the term in Part 5 (*Issue Details*).
KIIFCON	KIIFCON Private Limited, a company incorporated under the Companies Act, 2013, bearing corporate identification number U74999KL2022PTC077405 and having it registered office at 7th Floor, Felicity Square, M. G. Road, Thiruvananthapuram, Kerala – 695001.
Motor Vehicles Tax	The meaning ascribed to the term in Part 4 (*Risk Factors*).

Term	Description
MTFP	Medium Term Fiscal Plan for Kerala
Pay-In Date	March 26, 2024
Permitted Investments	The meaning ascribed to the term in Part 5 (*Issue Details*).
Put Option	The meaning ascribed to the term in the Debenture Trust Deed.
Record Date	The date falling 15 (fifteen) days prior to any Due Date. In the event the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day shall be the Record Date
Required DSRA Amount	The meaning ascribed to the term in Part 5 (*Issue Details*).
Register of Beneficial Owners	The register of beneficial owners of the Debentures maintained in the records of the Depository
Registrar/Registrar to the Issue	Registrar to this Issue, in this case being Cameo Corporate Services Limited
REF	The meaning ascribed to the term in Part 5 (*Issue Details*).
Subscription Amount	An amount equivalent to the amount of the principal in respect of the Debentures which are allotted in terms of the Debenture Trust Deed and the Information Memorandum.
STRPPs/Sub-series	The STRPPs/sub-series of the Debentures comprising seven STRPPs/sub-series 'A' through 'G'
Tax/Taxes	All forms of present and future taxes (including but not limited to indirect Taxes), deductions, withholdings, duties, imposts, levies, cesses, fees, charges, social security contributions and rates imposed, levied, collected, withheld, or assessed by any Governmental Agency or other taxing authority in India or elsewhere and any interest, additional taxation penalty, surcharge, cess or fine in connection therewith
Trading Day	All trading days of the stock exchanges for non-convertible securities, excluding Saturdays, Sundays and bank holidays, as specified by SEBI.

Conventional and General Terms, Abbreviations and References to Other Business Entities

Abbreviation	Full form
BSE	BSE Limited
BSE Operational Guidelines	Operational guidelines for issuance of securities on private placement basis through an electronic book mechanism issued by BSE dated December 28, 2022, as amended
CDSL	Central Depository Services (India) Limited
Depositories Act	The Depositories Act, 1996, as amended

Abbreviation	Full form
Depository Participant/ DP	A depository participant as defined under the Depositories Act
DP ID	Depository Participant Identification Number
Financial Year/ Fiscal Year/ FY	Period of 12 months ended on 31 March of that particular year
Government / GoI	Government of the Republic of India
IT Act	The Indian Income Tax Act, 1961, as amended from time to time
KIIF Act	Kerala Infrastructure Investment Fund Act, 1999 as amended by the Kerala Infrastructure Investment Fund (Amendment) Act, 2016, as amended
NEFT	National Electronic Funds Transfer
Companies Act	The Companies Act, 2013, as amended from time to time
NSDL	National Securities Depository Limited
NSE	National Stock Exchange of India Limited
p.a.	Per annum
PAN	Permanent Account Number
RBI	The Reserve Bank of India constituted under the RBI Act
RBI Act	Reserve Bank of India Act, 1934, as amended from time to time
RoC / ROC	The Registrar of Companies, Maharashtra
RTGS	Real Time Gross Settlement
Rs./INR	Indian Rupees
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act
SEBI Act	The Securities and Exchange Board of India Act, 1992, as amended
SEBI ICDR Regulations	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended
SEBI LODR Regulations	SEBI (Listing Obligations and Disclosure Requirements), 2015, as amended
SEBI NCS Regulations	SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as may be amended from time to time and shall include any statutory amendment or re-enactment thereof from time to time
SEBI Operational Circular	SEBI circular on 'Operational Circular for issue and listing of Non-convertible Securities, Securitised Debt Instruments, Security Receipts, Municipal Debt Securities and Commercial Paper' dated 10 August 2021 bearing reference number SEBI/HO/DDHS/P/CIR/2021/613, as amended

Abbreviation	Full form
SEBI DT Operational Circular	SEBI circular on 'Operational Circular for Debenture Trustees' dated 31 March 2023 bearing reference number SEBI/HO/DDHS/P/CIR/2023/50, as amended
WDM	Wholesale Debt Market

PART 3: FORWARD LOOKING STATEMENTS

Certain statements in this Information Memorandum are not historical facts but are "forward-looking" in nature. Forward-looking statements appear throughout this Information Memorandum, including, without limitation, under Part 4 (*Risk Factors*). Forward-looking statements include statements concerning the Issuer's plans or financial performance, capital expenditure, etc. If any, the Issuer's competitive strengths and weaknesses and the trends the Issuer anticipates in the industry, along with the political and legal environment, and geographical locations, in which the Issuer operates, and other information that is not historical information.

Words such as "aims", "anticipate", "believe", "could", "continue", "estimate", "expect", "future", "goal", "intend", "is likely to", "may", "plan", "predict", "project", "seek", "should", "targets", "would" and similar expressions, or variations of such expressions, are intended to identify and may be deemed to be forward-looking statements but are not the exclusive means of identifying such statements.

By their nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and assumptions about the Issuer, and risks exist that the predictions, forecasts, projections and other forward-looking statements will not be achieved.

These risks, uncertainties and other factors include, among other things, those listed under the Part 4 (*Risk Factors*) of this Information Memorandum, as well as those included elsewhere in this Information Memorandum. Prospective Investors should be aware that a number of important factors could cause actual results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements. These factors include, but are not limited, to:

- General, political, economic, social and business conditions in Indian and other global markets;
- The Issuer's ability to successfully implement its strategy, growth and expansion plans;
- Competition in the Indian markets;
- Adverse rulings against the Issuer by courts or tribunals in the legal proceedings;
- Inability of the Issuer to employ substantial number of qualified personnel for operating its business and project operations;
- Occurrence of strikes, work stoppages and/or increased wage demands by the employees/labour employed for the Issuer's business operations, resulting in a material adverse effect on the business of the Issuer, results of operations and cash flows;
- Availability of adequate debt financing at reasonable terms;
- Inability of the Issuer to obtain or maintain adequate insurance cover for its projects;
- Performance of the Indian debt and equity markets; and
- Changes in laws and regulations applicable to body corporates in India, including foreign exchange control regulations in India.

For a further discussion of factors that could cause the Issuer's actual results to differ, please refer to the Part 4 (*Risk Factors*) of this Information Memorandum. By their nature, certain market risk disclosures are only estimates and could be materially different from what actually occurs in the future. Although the Issuer believes that the expectations reflected in such forward-looking statements are reasonable at this time, the Issuer cannot assure Investors that such expectations will prove to be correct. Given these uncertainties, the Investors are cautioned not to place undue reliance on such forward-looking statements. If any of these risks and uncertainties materialise, or if any of the Issuer's underlying assumptions prove to be incorrect, the Issuer's actual results of operations or financial condition could differ materially from that described herein as anticipated, believed, estimated or expected. All subsequent forward-looking statements attributable to the Issuer are expressly qualified in their entirety by reference to these cautionary statements. As a result, actual future gains or losses could materially differ from those that have been estimated. The Issuer undertakes no obligation to update forward-looking statements to reflect events or circumstances after the date hereof.

Forward looking statements speak only as of the date of this Information Memorandum. None of the Issuer, its members, its officers or any of their respective affiliates or associates has any obligation to update or otherwise revise any statement reflecting circumstances arising after the date hereof or to reflect the occurrence of underlying events, even if the underlying assumptions do not come to fruition.

PART 4: RISK FACTORS

The Issuer believes that the following factors may affect its ability to fulfill its obligations under the Debentures. All of these factors are contingencies which may or may not occur and the Issuer is not in a position to express a view on the likelihood of any such contingency occurring. These risks may include, among others, business aspects, equity market, bond market, interest rate, market volatility and economic, political and regulatory risks and any combination of these and other risks. Prospective Investors should carefully consider all the information in this Information Memorandum, including the risks and uncertainties described below, before making an investment in the Debentures. To obtain a complete understanding, prospective Investors should read this section in conjunction with the remaining sections of this Information Memorandum, as well as the other financial and statistical information contained in this Information Memorandum. If any of the following risks, or other risks that are not currently known or are now deemed immaterial, actually occur, the Issuer's business, results of operations and financial condition could suffer, the price of the Debentures could decline, and the eligible Investor may lose all or part of their investment. More than one risk factor may have simultaneous effect with regard to the Debentures such that the effect of a particular risk factor may not be predictable. In addition, more than one risk factor may have a compounding effect which may not be predictable. No assurance can be given as to the effect that any combination of risk factors may have on the value of the Debentures. The inability of the Issuer to pay interest, principal or other amounts on or in connection with the Debentures may occur for other reasons which may not be considered significant risks by the Issuer based on information currently available to them or which they may not currently be able to anticipate. You must rely on your own examination of the Issuer and this Issue, including the risks and uncertainties involved. The ordering of the risk factors is intended to facilitate ease of reading and reference and does not in any manner indicate the importance of one risk factor over another.

GENERAL RISKS

The Issuer's cash inflows from GoK pursuant to KIIF Act are primarily based on previous years collections of (1) cess levied on petroleum products pursuant to the additional sales tax levied on petroleum products under the Kerala General Sales Tax Act, 1963 ("**Cess**") and (2) motor vehicles tax receipts of the State of Kerala ("**Motor Vehicles Tax**").

The Issuer is incorporated for the purpose of funding infrastructure projects in Kerala and to engage in activities incidental to or related to the funding of infrastructure projects in Kerala, including ensuring the quality of infrastructure projects being financed by the Issuer. The ability of the Issuer to successfully carry out its funding operations and to fulfill its financial obligations will be partly dependent upon receiving its cash inflows from GoK pursuant to Section 7 of KIIF Act which provides for a share of the Motor Vehicles Tax and Cess collected by the Kerala State Government in the previous year to be allocated to the Issuer.

As of 29 February 2024, the Issuer had received a sum of INR 18,418.23 Crores (including initial corpus fund) from the Kerala State Government which comprised of INR 3820.03 Crore on account of Cess, INR 11,271.19 Crore on account of Motor Vehicles Tax, INR 2498.42 Crore on account of initial corpus fund and INR 828.59 Crore as an additional grant from the Kerala State Government. Any material decrease in the amount of Motor Vehicles Tax or Cess collected by the Kerala State Government may have a significant adverse impact on the Issuer's cash inflows.

The amount of Cess and Motor Vehicles Tax collected may be affected by a number of factors including:

- actual sales volume of motor vehicles;
- petrol and diesel consumption in Kerala;
- global crude prices and consequent fuel prices in India;
- affordability and efficiency of automobiles;
- increasing popularity and availability of alternative fuel powered options for automobile users;
- availability of alternative means of transportation, including rail networks and air transport;
- growth of the Indian economy and that of State of Kerala;
- adverse weather conditions; and
- seasonal holidays.

For instance, any material decrease in the actual motor vehicle sales volume compared to the forecasted motor vehicle sales volume on account of inaccurate forecasting or (any other reason) may have an adverse effect on the amount of Motor Vehicles Tax collected and consequently on the Issuer's cash inflows. Similarly, in the case of Cess, should there be a decrease in the consumption of petroleum products by consumers, there may be a significant impact on the Issuer's cash inflows.

The factors which determine Cess and Motor Vehicles Tax receipts are therefore beyond the Issuer's control. Further, any change in the applicable policies or other applicable laws which affect the category of vehicle or fuel, may lead to an increase or a decrease in the Cess and Motor Vehicles Tax collected and may affect the Issuer's cash inflows. In the event of a significant decrease in sales volumes and/or consumption of petrol and diesel, the Issuer may experience a corresponding decrease in the cash inflows received from the Kerala State Government from these sources. Such a situation, if it arises may impact the Issuer's ability to fulfill its financial obligations, unless the Kerala State Government makes appropriate alternative budgetary allocations to the Issuer as provided for in the KIIF Act.

During Covid-19 period, when the collections of Motor Vehicle Tax and Cess in the State of Kerala were impacted due to lockdowns in 2020-21, GoK provided an additional grant of INR 322.07 Crore to the Issuer for financial year 2021-22 so that the Issuer’s cash inflows (pegged to collections of Motor Vehicle Tax and Cess in 2020-21) were not impacted.

Kerala has a revenue deficit and a fiscal deficit, both of which are not expected to turn into a surplus in the near future. Any material adverse impact on Kerala's economy may have an impact on its financial operations and its ability to fulfill its obligations under the KIIF Act and as a guarantor to the Issue. Kerala's economy could be impacted by adverse economic and financial conditions.

Kerala's primary revenues are from its own tax and non-tax resources. In addition to these, Kerala receives a share of taxes levied by the Central Government and also receives grants and other financial aid from the Central Government. The Kerala State’s own tax revenue rose by 23.36% in financial year 2022-23 compared to the previous year. The Kerala State’s non-tax revenue grew by 44.50% in financial

year 2022-23 in comparison to the previous year. For financial year 2022-23, share of central taxes grew by 2.47% and total revenue receipts grew by 13.79% as against 19.49% in the previous year due to decline in central transfers, especially in grant-in-aid. Revenue expenditure and capital expenditure declined by 2.89 % & 1.51 % respectively. Revenue deficit (**RD**) and fiscal deficit (**FD**) were at 0.88% & 2.44% of Gross State Domestic Product respectively for financial year 2022-23 as against 1.96% & 3.61% in the revised budget estimates. The improvement in RD and FD in financial year 2022-23 is due to the increase in tax collections and reduction in expenditure, which is due to the sharp decline in central share.

Kerala's gross state domestic product is largely driven by the services sector which includes trade, tourism, real estate, transport and communication, while agriculture, traditional small-scale industries, mining and utilities form the other contributors. Kerala has also been characterised by a dynamic and sustained emigration pattern particularly to the Gulf Arab states and other western countries which is a result of historic, cultural, demographic and political factors. Consequently, Kerala receives a large share of the overall remittance flows to India. Therefore remittances, amongst others have played and continue to play a key role in the socio-economic development of Kerala.

During the past several years, Kerala economy had to face a series of challenges from demonetization in 2016, the Ockhi cyclone in 2017, the floods in 2018 and extreme rainfall event of 2019 and the COVID-19 pandemic.

The Kerala State initiated a series of measures to combat the adverse impact of natural disasters and COVID-19. These measures include huge investment through the Issuer and Rebuild Kerala Initiative in infrastructure projects, two packages of INR 20000 crore each to rejuvenate the economy during COVID-19, disbursal of welfare pensions, support to micro, small & medium enterprises, loan assistance schemes with the support of Kerala Finance Corporation, commercial banks and co-operative banks etc. With these measures, the economy rebounded to a growth trajectory. Kerala economy has clocked a growth rate of 17% in gross state domestic product on nominal basis and 12% in real basis for the year 2021-22. The per capita gross state domestic product is higher by 30 % as compared to the national level for the year 2021-22.

Health scares due to the outbreak of any infectious disease in Asia, India or Kerala or any other serious public health concerns relating to the region could have a negative impact on the tourism inflows.

There can be no assurance that factors such as those described above, or any other events not currently anticipated, will not negatively affect the economy and the financial condition of GoK and its ability to fulfil its obligations under the guarantee or its obligations under the KIIF Act.

The Issuer’s projects are exposed to various implementation and other risks, including risks of time and cost overruns, and uncertainties, which may adversely affect our business, financial condition, results of operations, and prospects.

The Issuer is a nodal agency in the State of Kerala for financing various Infrastructure Projects as identified by GoK and approved by the Issuer. The Issuer undertakes financing of these projects under special purpose vehicle route where the responsibility of implementation and execution of these projects remain with the concerned special purpose vehicle. The Issuer only provides the financing of these projects and also undertakes the project inspection and monitoring related work and the Issuer ensures that these projects get completed as per estimated / budgeted time and cost schedule.

However, the construction or development of these projects involves various implementation risks including construction delays, delay or disruption in supply of raw materials, delays in acquisition of land, unanticipated cost increases, force majeure events, delays in securing required licenses etc.

There is no cost over run apart from what is caused due to the change in Delhi schedule of rates amounts and goods and service tax rate changes because the projects are implemented basis the approved amount.

There are time over runs mainly due to the delay in land acquisition which is inherent in execution of infrastructure projects. However, the Issuer/GoK takes timely actions to expedite the project execution by various means which includes:

- The Issuer, being the nodal agency for infrastructure financing in the State of Kerala, as per its mandate conducts periodic monitoring of such projects including progress and quality of infrastructure developed.

- The Issuer's strong linkages with the GoK – Chief Executive Officer of the Issuer is ex-officio Secretary Finance (Infrastructure), Government of Kerala and officers of the Issuer including Joint Fund Manager, Deputy Fund Manager are officials from Government of Kerala (Finance Department), providing the Issuer with significant convening power.

- Additionally, being priority projects of GoK, these projects are periodically reviewed at member of legislative assembly member (legislative scrutiny) and department secretary levels (scrutiny by Government) to ensure timely completion.

- To provide capacity building and to equip the special purpose vehicles with new technologies and best practices, the Issuer provides necessary handholding to special purpose vehicle through Issuer's in-house Technical Resource Centre (TRC), this would in turn bring in efficiencies in execution and pre-empts any quality related issues.

RISKS IN RELATION TO THE DEBENTURES

The secondary market for non-convertible securities may be illiquid.

The non-convertible securities may be very illiquid and no secondary market may develop in respect thereof. Even if there is a secondary market for the non-convertible securities, it is not likely to provide significant liquidity. Potential Investors may have to hold the Debentures until redemption to realize any value.

Credit Risk & Rating Downgrade Risk

The Credit Rating Agencies have assigned the credit ratings to the Debentures. In the event of deterioration in the financial health of the Issuer, there is a possibility that the Credit Rating Agencies may downgrade the rating of the Debentures. In such cases, potential Investors may incur losses on revaluation of their investment or make provisions towards sub-standard/ non- performing investment as per their usual norms. Any stated credit rating of the Issuer reflects the independent opinion of the referenced rating agency as to the creditworthiness of the rated entity but is not a guarantee of credit quality of the Issuer. Any downgrading of the credit ratings of the Issuer by the Credit Rating Agencies may lower the value of the Debentures.

Changes in interest rates may affect the price of Debentures

All securities are subject to price risk. The price of such securities will vary inversely with changes in prevailing interest rates, i.e., when interest rates rise, prices of fixed income securities fall and when interest rates drop, the prices increase. The extent of fall or rise in the prices is a function of the existing coupon, days to maturity and the increase or decrease in the level of prevailing interest rates. Increased rates of interest, which frequently accompany inflation and/or a growing economy, are likely to have a negative effect on the pricing of the Debentures.

There is no assurance that the Debentures issued pursuant to this placement will be listed on Stock Exchange in a timely manner, or at all.

In accordance with Indian law and practice, permissions for listing and trading of the Debentures issued pursuant to this Issue will not be granted until after the Debentures have been issued and allotted. Approval for listing and trading will require all relevant documents to be submitted and carrying out of necessary procedures with the stock exchanges. There could be a failure or delay in listing the Debentures on the stock exchange for reasons unforeseen.

RISKS IN RELATION TO THE SECURITY CREATED IN RELATION TO THE DEBENTURES AND ANY RISKS IN RELATION TO FULL RECOVERY OF THE SECURITY IN CASE OF ENFORCEMENT

The Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations and corresponding provisions of applicable law. However, the Debentures are secured by assets as described in Part 5 (*Issue Details*) of this Information Memorandum. In respect of such security interest, enforcement of security usually takes an inordinately long period of time in India and enforcement may be subject to delays and administrative requirements. The claims and remedies available under Indian law may not be as extensive as those available in other jurisdictions. While any judgment will be made under prevailing Indian laws and regulations, no assurance can be given that the Indian courts will protect the interests of Debenture Holders in the same manner or to the same extent as would courts in other countries. As a result, it may be difficult for the Investors to effect service of process, including judgments, on the Issuer or its officers and directors, or to enforce judgments obtained in non-Indian courts against the Issuer or its officers and directors in India.

REFUSAL OF LISTING OF ANY SECURITY OF THE ISSUER DURING LAST THREE YEARS BY ANY OF THE STOCK EXCHANGES IN INDIA OR ABROAD

NIL

LIMITED OR SPORADIC TRADING OF NON-CONVERTIBLE SECURITIES OF THE ISSUER ON THE STOCK EXCHANGES

The Debentures may be very illiquid and no secondary market may develop in respect thereof. Even if there is a secondary market for the Debentures, it is not likely to provide significant liquidity. This could limit the ability of the Investor to resell them. This leads to liquidity and price risk on the Debentures.

IN CASE OF OUTSTANDING DEBT INSTRUMENTS OR DEPOSITS OR BORROWINGS:

1. ANY DEFAULT IN COMPLIANCE WITH THE MATERIAL COVENANTS SUCH AS CREATION OF SECURITY AS PER TERMS AGREED:

NIL

2. DEFAULT IN PAYMENT OF INTEREST:

NIL

3. DEFAULT IN REDEMPTION OR REPAYMENT:

NIL

4. NON-CREATION OF DEBENTURE REDEMPTION RESERVE:

Since the Issuer is not a company existing under the Companies Act, 2013, it is not required to create or maintain a debenture redemption reserve as the Companies (Share Capital and Debentures) Rules, 2014 is not applicable to it.

5. DEFAULT IN PAYMENT OF PENAL INTEREST WHEREVER APPLICABLE:

NIL

IF SECURED, ANY RISKS IN RELATION TO MAINTENANCE OF SECURITY COVER OR FULL RECOVERY OF THE SECURITY IN CASE OF ENFORCEMENT

The Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations and corresponding provisions of applicable law.

PART 5: ISSUE DETAILS

Sl No.	Particulars	Details
1.	**Security Name**	KIIFB Domestic Bonds – Series II 9.10% KERALA INFRASTRUCTURE INVESTMENT FUND BOARD 2034
2.	**Issuer**	Kerala Infrastructure Investment Fund Board, a statutory body created by the Government of Kerala under the KIIF Act
3.	**Type of Instrument**	Unsecured, Rated, Listed, Redeemable, Taxable, Non-Convertible Bonds in the form of non-convertible debentures supported by unconditional and irrevocable guarantee by the Government of Kerala as a principal debtor and not merely as a surety.
4.	**Nature of Instrument**	Unsecured
5.	**Seniority**	Senior
6.	**Mode of Issue**	Private Placement
7.	**Listing**	Proposed to be listed on the Wholesale Debt Market (WDM) Segment of BSE with the timelines of T+3 trading days as specified by the Securities and Exchange Board of India (SEBI) vide its circular dated November 30, 2022.
8.	**Rating of the Instrument**	The Debentures have been rated: (a) Provisional IND AA (CE) with stable outlook by India Ratings and Research Private Limited for an amount up to INR 850,00,00,000 (Indian Rupees Eight Hundred Fifty Crores) vide its rating letter dated March 6, 2024; and (b) ACUITE Provisional AA (CE) with stable outlook by Acuité Ratings & Research Limited for an amount up to INR 850,00,00,000 (Indian Rupees Eight Hundred Fifty Crores) vide its rating letter dated March 14, 2024.
9.	**Rating Agencies**	India Ratings and Research Private Limited and Acuite Ratings and Research Limited
10.	**Eligible Investors**	(a) resident individuals; (b) Hindu Undivided Family; (c) trust; (d) limited liability partnerships; (e) partnership firm(s); (f) portfolio managers registered with SEBI; (g) association of persons; (h) companies and bodies corporate including public sector undertakings; (i) scheduled commercial banks; (j) regional rural banks; (k) financial institutions; (l) insurance companies; (m) mutual funds; (n) foreign portfolio investors (if permitted under applicable law); and (o) any other investor eligible to invest in these Debentures in accordance with applicable law.
11.	**Base Issue Size**	Up to INR 500,01,00,000 (Indian Rupees Five Hundred Crore and One Lakh Only)

<table>
<tr><th>Sl No.</th><th>Particulars</th><th>Details</th></tr>
<tr><td>12.</td><td>Option to retain over subscription</td><td>Green shoe option to retain over-subscription up to INR 349,93,00,000 (Indian Rupees Three Hundred Forty -Nine Crore and Ninety-Three Lakhs Only)</td></tr>
<tr><td>13.</td><td>Aggregate Issue Size</td><td>Up to INR 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore and Ninety Four Lakh Only)</td></tr>
<tr><td>14.</td><td>Objects of the Issue</td><td>To augment the long term resources of the Issuer.</td></tr>
<tr><td>15.</td><td>Details of the utilization of the Proceeds</td><td>(a) Providing financing to infrastructure projects in the State of Kerala as approved by the Issuer’s board of members including but not limited to for acquisition of immoveable assets for setting up such infrastructure projects;
(b) Repayment of any financial indebtedness availed by Issuer; and
(c) Any other objectives of Issuer pursuant to the KIIF Act.</td></tr>
<tr><td>16.</td><td>Coupon Rate</td><td>The interest rate of 9.10% per annum (payable quarterly)</td></tr>
<tr><td>17.</td><td>Coupon Payment Frequency</td><td>Quarterly</td></tr>
<tr><td>18.</td><td>Coupon Type</td><td>Fixed</td></tr>
<tr><td>19.</td><td>Coupon Reset</td><td>Not applicable</td></tr>
<tr><td>20.</td><td>Day Count Basis</td><td>Actual/Actual Interest shall be computed on an “actual/actual basis”, wherein the interest period (start date to end date) includes February 29, interest shall be computed on 366 days- a-year basis.</td></tr>
<tr><td>21.</td><td>Tenor</td><td>4 – 10 years under 7 different STRPPs/sub-series as below:
<table>
<tr><th>Sub- Series</th><th>As percentage of Issue</th><th>Amount as per base issue size (INR in crore)</th><th>Redemption Dates</th></tr>
<tr><td rowspan="4">A</td><td rowspan="4">14.286%</td><td rowspan="4">71.43</td><td>June 26, 2027</td></tr>
<tr><td>September 26, 2027</td></tr>
<tr><td>December 26, 2027</td></tr>
<tr><td>March 26, 2028</td></tr>
<tr><td rowspan="2">B</td><td rowspan="2">14.286%</td><td rowspan="2">71.43</td><td>June 26, 2028</td></tr>
<tr><td>September 26, 2028</td></tr>
</table></td></tr>
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<tr><th>Sl No.</th><th>Particulars</th><th>Details</th></tr>
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<tr><td></td><td></td><td></td><td>December 26, 2028
March 26, 2029</td></tr>
<tr><td>C</td><td>14.286%</td><td>71.43</td><td>June 26, 2029
September 26, 2029
December 26, 2029
March 26, 2030</td></tr>
<tr><td>D</td><td>14.286%</td><td>71.43</td><td>June 26, 2030
September 26, 2030
December 26, 2030
March 26, 2031</td></tr>
<tr><td>E</td><td>14.286%</td><td>71.43</td><td>June 26, 2031
September 26, 2031
December 26, 2031
March 26, 2032</td></tr>
<tr><td>F</td><td>14.286%</td><td>71.43</td><td>June 26, 2032
September 26, 2032
December 26, 2032
March 26, 2033</td></tr>
<tr><td>G</td><td>14.286%</td><td>71.43</td><td>June 26, 2033
September 26, 2033
December 26, 2033
March 26, 2034</td></tr>
<tr><td>Total</td><td>100%</td><td>500.01</td><td></td></tr>
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<tr><td>22.</td><td>Redemption Date and Redemption Amount</td><td>The issue for an amount up to INR 500,01,00,000 (Indian Rupees Five Hundred Crore and One Lakh Only) with a green-shoe option to retain oversubscription of up to INR 349,93,00,000</td></tr>
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<tr><th>Sl No.</th><th>Particulars</th><th>Details</th></tr>
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(Indian Rupees Three Hundred Forty Nine Crore and Ninety Three Lakh only), such that the aggregate issue size of the Debentures does not exceed an amount of up to INR 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore and Ninety Four Lakh only) would comprise of 7 (seven) STRPPs/Sub-Series (A to G) as mentioned above of sequentially, redeemable bonds in equal quarterly amount.

Each of the STRPPs/Sub-Series ‘A’ to STRPPs/Sub-Series ‘G’ would be redeemed in 4 (four) equal quarterly installments of 14.286% of the aggregate issue size, with redemption of STRPPs/Sub-Series ‘A’ commencing from the end of 13th quarter, STRPPs/Sub-Series ‘B’ commencing from the end of 17th quarter and so on.

The tenor for the Debentures shall be 4 – 10 years under 7 different STRPPs/sub-series as below:

<table>
<tr><th>STRPPs/Sub - Series</th><th>As percentage of Issue</th><th>Amount as per base issue size (INR in crore)</th><th>Redemption Dates</th></tr>
<tr><td>A</td><td>14.286%</td><td>71.43</td><td>June 26, 2027
September 26, 2027
December 26, 2027
March 26, 2028</td></tr>
<tr><td>B</td><td>14.286%</td><td>71.43</td><td>June 26, 2028
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March 26, 2030</td></tr>
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</td></tr>
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Sl No.	Particulars	Details			
		D	14.286%	71.43	June 26, 2030 September 26, 2030 December 26, 2030 March 26, 2031
		E	14.286%	71.43	June 26, 2031 September 26, 2031 December 26, 2031 March 26, 2032
		F	14.286%	71.43	June 26, 2032 September 26, 2032 December 26, 2032 March 26, 2033
		G	14.286%	71.43	June 26, 2033 September 26, 2033 December 26, 2033 March 26, 2034
		Total	100%	500.01	
23.	**Redemption Premium/ Discount**	At par of INR 1 Lakh per Debenture under each STRPPs/Sub-Series			
24.	**Issuer Price**	Through BSE EBP			
25.	**Face Value**	INR 1 Lakh per Debenture under each STRPPs/Sub-Series			
26.	**Issue Premium/ Discount**	Not applicable			
27.	**Discount at which security is issued and the effective yield as a result of such discount.**	Not applicable			

Sl No.	Particulars	Details
28.	**Put option Date**	Applicable in case of rating downgrade event as mentioned below under the serial number 59 against the particular "Step Up Coupon Rate".
29.	**Put option Price**	Applicable in case of rating downgrade event as mentioned below under the serial number 59 against the particular "Step Up Coupon Rate".
30.	**Call Option Date**	Not applicable
31.	**Call Option Price**	Not applicable
32.	**Put Notification Time**	Applicable in case of rating downgrade event as mentioned below under the serial number 59 against the particular "Step Up Coupon Rate".
33.	**Call Notification Time**	Not applicable
34.	**Minimum Application**	1 Debenture and in multiple of 1 Debenture thereafter
35.	**Issue Opening Date**	March 22, 2024
36.	**Issue Closing Date**	March 22, 2024
37.	**Pay-in Date**	March 26, 2024
38.	**Deemed date of allotment**	March 26, 2024
39.	**Settlement Mode of the instrument**	Dematerialised only
40.	**Trading Mode of the instrument**	Dematerialised only
41.	**Disclosure of Interest/Dividend / redemption dates**	As mentioned in cash flows, please refer paragraph 25(c) of Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*).
42.	**Business Day Convention**	"Business Day"/ "Working Day" means all days on which commercial banks in Thiruvananthapuram and Mumbai are open for business. If the coupon payment date falls on a Sunday or a holiday, the coupon payment shall be made on the next working day. However, the dates of the future payments would continue to be as per the schedule originally stipulated in the offer document. If the maturity date of the debentures, falls on a Sunday or a holiday, the redemption proceeds shall be paid on the previous working day along with interest accrued on the Debentures until but excluding the date of such payment. If a leap year (i.e. February 29) falls during the tenor of the debentures, then the number of days shall be reckoned as 366 days (actual/ actual day count convention) for the entire year.

Sl No.	Particulars	Details
43.	**Record Date**	15 days prior to each Coupon Payment Date and Redemption Date. In the event the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day will be considered as the Record Date.
44.	**Depository**	National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)
45.	**Description regarding Security (where Applicable) including type of security (movable/immovable/tangible etc.), type of charge (pledge/ hypothecation/ mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the bond holder over and above the coupon rate as specified in the Trust Deed and disclosed in the Offer Document/ Information Memorandum**	The Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations and corresponding provisions of applicable law. The Debentures shall be supported by unconditional and irrevocable guarantee by the Government of Kerala as a principal debtor and not merely as a surety. However, the Debentures shall be secured by: (a) Hypothecation over DSRA and all the amounts credited / to be credited therein (b) Hypothecation over KIIFB Bond Servicing Account and all the amounts credited / to be credited therein (c) Security interest over the Permitted Investments (d) Hypothecation in the form of lien over the Fixed Deposit. Further, the Debentures shall also be credit enhanced by an undertaking with respect to the Corpus Fund.
46.	**Minimum Subscription**	Not applicable.
47.	**Option to retain oversubscription amount (Amount)**	Green shoe option to retain over-subscription up to INR 349,93,00,000 (Indian Rupees Three Hundred Forty -Nine Crore and Ninety-Three Lakhs Only)
48.	**Interest on application money**	Not applicable.
49.	**Debt Service Reserve Account**	The Issuer would be required to open a designated escrow account i.e., "Debt Service Reserve Account" to maintain the Required DSRA Amount exclusively for the benefit and charged in favour of the Debenture Trustee (on behalf of the bond holders) **("DSRA")**. The DSRA would be in the form of cash or cash equivalent (investment in Permitted Investments).
50.	**Required DSRA Amount**	An amount equivalent to the interest obligation of one succeeding quarter and principal redemption amount of one quarter ("**Required DSRA Amount**"). The Issuer would need to

Sl No.	Particulars	Details
		maintain the Required DSRA Amount on rolling basis and the initial Required DSRA Amount so calculated would need to be deposited at least one day prior to the Pay-in Date. Although redemption shall start from the 13th quarter, the DSRA of one quarter principal redemption amount starting from 13th Quarter along with the interest obligation of one succeeding quarter shall be created upfront only.
51.	**Corpus Fund**	Issuer is having a corpus fund of INR 3327.01 Crore as on the date of this Information Memorandum and amounts in the corpus fund has been invested in State Special Treasury Savings Bank Account for which the Issuer has absolute beneficial ownership ("**Corpus Fund**"). The Issuer would give an undertaking that they would not impair this Corpus Fund in any way during the tenor of the Debentures provided that the Corpus Fund shall be utilized/impaired only to the extent of replenishment of DSRA impairment or other requirements of the Debenture issuance as stipulated below. Provided that, if situation arises to replenish the DSRA from the Corpus Fund for the 3rd consecutive quarter, the Debenture Trustee shall issue notice to the Issuer on the immediately next day after the payout date (i.e. T+1) to repay the entire outstanding amount of the Debentures including principal and/or interest from the Corpus Fund within 7 days from the date of such notice, failing which it shall be construed as an Event of Default. Further, the Issuer would need to give an unconditional and irrevocable undertaking that in the event of DSRA getting impaired for meeting any Debenture servicing requirement on any payout date (T), the Issuer would arrange to release requisite funds from the Corpus Fund to fully reinstate the DSRA within 5 days from the date of notice served by Debenture Trustee to the Issuer on T+1 to fully replenish the DSRA from the Corpus Fund i.e. T+6. Further, in case any Investor exercises the put option as mentioned below as mentioned below under the serial number 60 against the particular "Step Up Coupon Rate", the Issuer shall repay the full outstanding amount to the Investor(s) exercising their put option in relation to the Debentures including principal and interest from the said Corpus Fund within 7 days from the date of closure of the timelines of 30 days given to the Investors for exercising the put option, failing which the same will be construed as an Event of Default. Further, in case of cross default/acceleration under agreements for any financial indebtedness of the Issuer or its subsidiaries,

Sl No.	Particulars	Details
		issuer shall repay to the Investors the entire amount of the outstanding Debentures from the Corpus Fund within 7 days from the date of occurrence of such cross default/acceleration under agreements, failing which it shall constitute an Event of Default for the Debentures. Further, the said Corpus Fund shall be utilized proportionately towards requirements of the present Debenture issue of 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore Ninety Four Lakh only), Original Issuance Bonds, Re-issuance Bonds, Green Bond Issuance and any further bond issuances and the aggregate amount of such total bond issuances including the present Debentures issuance shall be up to the maximum of 80% of the outstanding Corpus Fund. In case of any further enhancement of Corpus Fund (i.e., in excess of INR 3327.01Crore), the Issuer shall be free to borrow through bonds up to 80% of the enhanced value of Corpus Fund over and above present stipulated limit.
52.	**KIIFB Bond Servicing Account**	The Issuer would be required to open a designated escrow account "KIIFB Bond Servicing Account" exclusively for the benefit and charged in favour of the Debenture Trustee (on behalf of the Investors) for remitting the payments to be made by the Issuer to the Investors in respect of the Debentures. ("**KIIFB Bond Servicing Account**")
53.	**Daily Transfer of Funds to KIIFB Bond Servicing account**	Daily allocation of Motor Vehicle Tax and Cess pursuant to section 7 of KIIF Act is being received by the Issuer into its "Collection Account" bearing account name Kerala Infrastructure Investment Fund Board and account number 39351427592 (IFSC Code: SBIN0070028) maintained with the collection bank i.e., State Bank of India, Trivandrum City branch (as on the date of this Information Memorandum) during the 9 Months period commencing from 1st April till 31st December every year on a regular basis. The Issuer would, starting from the 1st day of each quarterly servicing cycle remit, by way of irrevocable standing instruction to the collection bank, on every working day, an amount equivalent to 2% of the aggregate servicing requirement for such quarterly servicing cycle of the outstanding Debentures to the KIIFB Bond Servicing Account until the Required DSRA amount for the said quarter is fully built in the KIIFB Bond Servicing Account. For the period of 1st January to 31st March the Issuer, by way of standing instruction, shall transfer an upfront amount on 1st January each year to the KIIFB Bond Servicing Account

Sl No.	Particulars	Details
		equivalent to the amount required towards the aggregate daily transfer amounts for the said period. The said irrevocable standing instruction shall be given upfront by the Issuer to the bank for the entire tenure of the Debentures i.e. 10 years. On the first day of every quarterly payment cycle, Issuer shall also maintain a fixed deposit in a scheduled public commercial bank, at least to the extent of the interest obligation on immediately succeeding quarterly payout date and principal redemption amount of one quarter and create/maintain charge/lien on the same in favour of the Debenture Trustee at all the times ("**Fixed Deposit**"). Although redemption shall start from the 13th quarter, the Fixed Deposit of one quarter principal redemption amount starting from 13th Quarter along with the interest obligation of one succeeding quarter shall be created upfront only. The initial Fixed Deposit shall be created one day before the pay-in date. The Debenture Trustee would have an irrevocable authorization from the Issuer to liquidate an amount out of the said Fixed Deposit to the extent of any shortfall in the KIIFB Bond Servicing Account, 7 days prior to any quarterly servicing date i.e. T-7 day. The said Fixed Deposit shall be created by the Issuer from the receivables of the Issuer from allocation of Motor Vehicles Tax and Cess.
54.	**Permitted Investments**	The funds in the KIIFB Bond Servicing Account and DSRA till such time being utilized would be allowed to be invested in permitted investments in fixed deposits with Scheduled Commercial Banks and units of Debt Mutual Fund Schemes of highest possible investment grade rating as defined below ("**Permitted Investments**"): (a) Fixed deposits with nationalized/ public sector banks featuring in the top 10 public sector undertaking banks in terms of total asset size and having either short term rating of A1+ or a long-term rating of AAA; (b) Fixed Deposits with private sector banks featuring in the top 10 private sector banks in terms of total asset size and having short term rating of A1+ and a long-term rating of AAA; and (c) Investments in units of debt mutual funds schemes of highest possible investment grade rating.

Sl No.	Particulars	Details
		These investments would be made and liquidated by the Debenture Trustee as per the instruction of the Issuer from time to time.
55.	**Collateral Support Structure**	The Debentures would have further collateral support by way of unconditional and irrevocable guarantee as a continuing obligation by the Government of Kerala.
56.	**Structured Payment Mechanism**	The Issuer would be required to adequately fund the KIIFB Bond Servicing Account through periodic transfer of funds received by it from Motor Vehicles Tax and Cess allocation. The Issuer would, starting from the 1st day of each quarterly servicing cycle remit, by way of irrevocable standing instruction to the collection bank, on every working day an amount equivalent to 2% of the aggregate servicing requirement for such quarterly servicing cycle of the outstanding Debentures to the KIIFB Bond Servicing Account until the Required DSRA Amount for the said quarter is fully built in the KIIFB Bond Servicing Account. The Debenture Trustee shall independently monitor the amounts required for servicing of the Debentures (principal and/or interest as the case may be) in the KIIFB Bond Servicing Account, 7 days prior to the relevant servicing date (T-7). The Debenture Trustee should independently monitor the adequacy of availability of such fund in the KIIFB Bond Servicing Account, 7 days prior to the relevant servicing date (T-7), and in case of any inadequacy, fund the same through liquidation of the Fixed Deposit to the extent of such shortfall. However, if due to any reason, it is not possible to fully fund the KIIFB Bond Servicing Account by T-5th day, the Debenture Trustee should advise the Issuer to immediately bridge the shortfall, under intimation to the GoK. In the event of shortfall still persisting on T-3rd day, the Debenture Trustee would transfer the requisite funds from the DSRA to bridge the gap. This event of DSRA impairment should be immediately notified to the GoK by the Debenture Trustee on the next day.
57.	**Remedial Action Consequential to Impairment of DSRA**	In case of any event, on any payout date (T) leading to the funds available in DSRA being lower than the Required DSRA Amount, a notice would be served to the Issuer by the Debenture Trustee on the next day (T + 1) to fully replenish the DSRA impairment through transfer of requisite amount from the Corpus Fund within 5 days (T + 6). In the event of DSRA not getting fully reinstated, the Debenture Trustee would notify the Kerala State Government about its

Sl No.	Particulars	Details
		intention for invocation of the guarantee if the shortfall is not fully bridged within the next 21 days (T + 27). If the irregularity continues beyond the above timeline, the Debenture Trustee shall invoke the GoK's Guarantee on the next day (T + 28) to the extent of such shortfall in DSRA from the stipulated level. The Deed of Guarantee would specifically provide obligation on the part of the GoK to fund the shortfall in DSRA when called upon by the Debenture Trustee, as per the above stipulated timeline. If the guarantee obligations are not met by GoK within 30 days of Guarantee invocation, it would be construed as an 'Event of Default'.
58.	**Guarantor**	Government of Kerala/GoK
59.	**Step Up Coupon Rate**	In case of any rating downgrade, the Issuer shall inform the Debenture Trustee of the rating downgrade on the immediately next calendar day. 25 basis points as step up coupon for rating downgrade (by any one of the rating agencies), from rating at the time of issuance, of every notch. For avoidance of doubt it is clarified that in case, credit rating available from each of the rating agencies are different, the lowest credit rating available shall be considered for the purpose of levying the step up coupon. Any rating downgrade below AA- (i.e. A+ or below) (i.e., a two-notch credit rating downgrade (or any subsequent credit rating downgrade therefrom) from the credit rating allotted at the time of issuance of the Debentures by a rating agency) will give each Investor, the right to either exercise additional 25 bps step up coupon rate or exercise the put option for premature redemption subject to applicable laws and regulations. In case rating is downgraded below AA- (i.e. A+ or below) (i.e., a two-notch credit rating downgrade (or any subsequent downgrade therefrom) from the credit rating allotted at the time of issuance of the Debentures by a rating agency), each Investor can exercise the put option within 30 days from the date the Issuer informs Debenture Trustee of the rating downgrade. The Issuer shall repay the full outstanding amount of the Debentures to such Investors exercising the put option, including principal and interest from the said Corpus Fund within 7 days from the date of closure of said timelines of 30 days, failing which the same will be construed as an event of default. Further, in respect of the Investors that do not exercise the put option as set out above, existing step-up coupon shall be enhanced by

Sl No.	Particulars	Details
		additional 25 basis points on the Debentures held by such Investors. It is clarified that such higher coupon rates would be effective only from the date of downgrade. In case post downgrade of rating, any upgrade in future will have rates reversed effective from the date of such upgrade, subject to minimum initial coupon rate. For avoidance of doubt it is clarified that in the event that a Critical Rating Downgrade Event occurs before the expiry of 1 (one) year from the Deemed Date of Allotment and continues to exist/subsist on the day immediately following the expiry of 1 (one) year from the Deemed Date of Allotment, the Debenture Holders shall have the right to exercise their Put Option within 30 (thirty) calendar days from the expiry of 1 (one) year from the Deemed Date of Allotment in the manner set out in the Debenture Documents as if such Critical Rating Downgrade Event occurred after expiry of one year from the Deemed Date of Allotment i.e., on the day immediately following the expiry of 1 (one) year from the Deemed Date of Allotment.
60.	**Cross Default / Acceleration**	In case of cross default/acceleration under agreements for any financial indebtedness of the Issuer or its subsidiaries, Issuer shall repay to the Investors, the entire amount of the outstanding Debentures from the Corpus Fund within 7 days from the date of occurrence of such cross default/acceleration under agreements, failing which it shall constitute an Event of Default for the Debentures.
61.	**Events of Default**	As is set out in the Debenture Trust Deed and shall include, without limitation, the following events (each an "**Event of Default**"): (a) Non-payment of any Debenture servicing obligation on due date. (b) Failure to adequately restore the DSRA within stipulated timelines. (c) Failure to list or cessation of listing of the Debentures on the BSE. (d) Insolvency, reorganization, liquidation, suspension of payment of debts, winding up, illegality, cessation of business by the Issuer. (e) Any insolvency, liquidation or dissolution petition filed against the Issuer which is not discharged or stayed or withdrawn within 5 calendar days.

Sl No.	Particulars	Details
		(f) Breach of covenants and such breach is not cured within 7 working days. (g) Breach of any of the terms of the Debenture Documents by the Issuer and such breach is not cured within 7 working days. (h) Repudiation of any Debenture Document. (i) Illegality for the Issuer to perform any of its obligations under the Debenture Document. (j) Any material act of fraud, embezzlement, misstatement, misappropriation or siphoning off of Issuer funds or revenues or any other act having a similar effect being committed by the management or an officer of the Issuer. (k) Representations or warranties are found to be untrue or misleading when made or at the time of repetition during the term of the Debentures, which representations or warranties are by nature required to be repeated at any time during the term and is not cured within 15 working days. (l) Inability of the Issuer to pay entire outstanding amount of Debentures, in case of cross default/ acceleration under agreements for indebtedness of the Issuer or any of their subsidiaries, from the Corpus Fund within 7 days from the date of occurrence of such cross default/acceleration. (m) Winding up of the Issuer, including initiation of any proceedings. (n) In case the rating is withdrawn or suspended, except where the step-up happens or step-up rights are exercised by the Investors. (o) Any material adverse event, as defined in the Debenture Documents and such default is not cured within 15 working days. (p) If the guarantee obligations are not met by the GoK within 30 days of guarantee invocation, it would be construed as an Event of Default. (q) Failure to repay the entire outstanding amount of the Debentures from the Corpus Fund within 7 days from the stipulated timelines, in the situation of replenishment of DSRA from the Corpus Fund arises for the 3rd consecutive quarter.

Sl No.	Particulars	Details
		(r) Failure to repay the full outstanding amount of the Debenture Holders, exercising the put option, from the Corpus Fund within 7 days from the stipulated timelines.
62.	**Covenants of the issue**	Covenants customary to transactions of this nature including, but not limited to: (a) Information covenants; (b) Authorisations; (c) Repayment; (d) Status and Business; (e) Compliances; (f) Accounts; (g) Arm's length transactions; (h) Taxes; (i) Financial Covenants; (j) Use of proceeds; (k) Listing; (l) Further assurances; (m) Compliance with laws; (n) Filings with the stock exchange; (o) Issuance of Debentures. as more particularly detailed in the Debenture Trust Deed. Further, the following key covenants are also *inter alia* provided in the Debenture Documents: (a) Unconditional and irrevocable guarantee from the Government of Kerala, for timely servicing of the Debentures. (b) DSRA and a fixed deposit to the extent of fully covering the servicing requirement of one quarter as liquidity support. (c) Corpus Fund covenant for replenishing any impairment of the DSRA, and repayment/redemption on downgrade in credit rating of the Debentures below AA- (i.e. A+ or below) and/or on occurrence of a cross default/acceleration in respect of the Issuer (as enumerated above under the serial number 51 against the particular "Corpus Fund"). (d) Stipulation for invocation of the Deed of Guarantee for

Sl No.	Particulars	Details
		impairment in the DSRA to a level below the servicing requirement for the immediate servicing quarter.
63.	**Financial Covenants**	The Issuer shall ensure that, in respect of any Relevant Period, the Liability Service Coverage Ratio for such Relevant Period shall not be less than 1.1 times. For the purposes of this serial number 63 (*Financial Covenants*): "**Liability Service Coverage Ratio**" means the ratio of FC Cash flow to Liability Service; "**Relevant Period**" means the period ending 12 months from the end of each financial quarter; "**FC Cash flow**" means, with respect to any Relevant Period, the aggregate of (a) share of motor vehicle Taxes and cess levied on petroleum products received by the Issuer pursuant to KIIF Act; (b) any other amount appropriated by the GoK for the Issuer's sole usage; (c) any other payments to the Issuer other than proceeds from any Financial Indebtedness; and (d) the total amount of cash and cash equivalent investments controlled by the Issuer at the beginning of the Relevant Period, excluding any DSRA and sinking fund or any other debt servicing account of similar intent (except those created towards the Financial Indebtedness of the Issuer payable during the Relevant Period); and "**Liability Service**" means, with respect to the Relevant Period, the aggregate of (a) all scheduled payments (including balloon payments) on account of principal and interest and other charges on all Financial Indebtedness, as applicable; and (b) any payment made or required to be made to any debt service account under the terms of any agreement providing for any Financial Indebtedness.
64.	**Remedies**	In the event of occurrence of the event of default mentioned above, the Debenture Trustee shall give a final notice to the Issuer and the GoK clearly stating its intention to invoke the security interest and enforce its rights under the Deed of Guarantee: (a) for events of default where cure period is provided as above and is not cured within the stipulated cure period; and (b) for all other events of default, a period of not more than 3 working days from the date of such notice. Upon continuation of such event, beyond the time stipulated above, the Debenture Trustee shall invoke the security interest and the guarantee of the GoK on the next day.

Sl No.	Particulars	Details
		The invocation of security interest and the guarantee for any default would cover the entire liabilities remaining outstanding in these Debentures. Further, the Debenture Trustee shall be able to exercise such other rights and remedies as set out in the Debenture Trust Deed.
65.	**Conditions for breach of covenants (as specified in Debenture Trust Deed)**	Breach of any covenants other than those in respect of a payment default would have a cure period of 7 working days beyond which it would be construed as an event of default (EOD).
66.	**Creation of Recovery Expense Fund**	As per the regulation 11 of the SEBI NCS Regulations, the Issuer has created the recovery expense fund ("**REF**") for an amount equivalent to 0.01% of the final issue size subject to a maximum amount of INR 25 lakhs in the manner specified by SEBI and have informed the Debenture Trustee about the same. An amount equal to 0.01% of the relevant issue size subject to a maximum amount of INR 25 lakhs shall be utilized towards the REF with the BSE as per the time lime prescribed by the SEBI.
67.	**Roles and responsibilities of Debenture Trustee**	In accordance with applicable law and the Debenture Documents
68.	**Governing Law and Jurisdiction**	The Debentures are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of the Courts at the city of Thiruvananthapuram only.
69.	**Default Interest Rate**	In the event of delay in the payment of interest amount and/ or principal amount on the due date(s), the Issuer shall pay additional interest of 2.00% per annum in addition to the respective Coupon Rate payable on the Debentures, on such amounts due, for the defaulting period.
70.	**Delay in Listing**	ln case of delay in listing of the debt securities with the timelines of T+3 trading days as specified by SEBI vide its circular dated 30 November, 2022, the Issuer shall pay penal interest of 1% per annum over the coupon rate for the period of delay to the debenture holder (i.e. from date of allotment to the date of listing).
71.	**Delay in Execution of Trust Deed/ Security Creation (where applicable)**	In case of delay in execution of Debenture Trust Deed and security documents, the Issuer will refund the subscription with agreed rate of interest or will pay penal interest of at least 2% per annum to the debenture holders, over and above the agreed coupon rate till these conditions are complied with at the option of the bond holder.

Sl No.	Particulars	Details
72.	**Debenture Documents/Transaction Documents**	Debenture Trust Deed, guarantee issued by Government of Kerala ("**Deed of Guarantee**"), deed of hypothecation, debenture trustee agreement, this Information Memorandum and such other document designated as 'Debenture Document' under the Debenture Trust Deed.
73.	**Conditions Precedent**	As per the Third Schedule of the Debenture Trust Deed
74.	**Conditions Subsequent**	As per the Fourth Schedule of the Debenture Trust Deed
75.	**Risk Factors**	As specified in part 4 (Risk Factors) of this Information Memorandum
76.	**Trustees**	Catalyst Trusteeship Limited
77.	**Registrar**	Cameo Corporate Services Limited

Notes:

(a) If there is any change in Coupon Rate pursuant to any event including lapse of certain time period or downgrade in rating, then such new Coupon Rate and events which lead to such change should be disclosed.

(b) The list of documents which has been executed in connection with the issue and subscription of the Debentures shall be annexed.

(c) While the Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations, they are to be secured and guaranteed as per the terms set out above.

(d) The Issuer shall provide granular disclosures in their placement memorandum, with regards to the "Object of the Issue" including the percentage of the issue proceeds earmarked for each of the "object of the issue

PART 6: DETAILS OF THE ISSUER AND ISSUE

I.	**GENERAL INFORMATION**	
(i)	Name of the Issuer	Kerala Infrastructure Investment Fund Board (KIIFB)
(ii)	CIN	Not Applicable
(iii)	Address	*Registered Office:* 2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001 *Corporate office:* 2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001
	Telephone with STD	0471-2780900
	Fax No.	Nil
	E-mail id.	financeadmin@kiifb.org
	Website:	https://kiifb.org/
(iv)	Date of incorporation of the Issuer	November 11, 1999
(v)	Business carried on by the Issuer and its subsidiaries with details of branches or units, if any.	Kerala Infrastructure Investment Fund Board is the major infrastructure financing arm of the Government of Kerala and it has so far approved 1108 major infrastructure projects worth INR 85,872.57 crore for financing. These projects span across various sectors including Roads, Bridges, Water Supply Schemes, IT Parks, Industrial Parks, Power Distribution, Hospitals, Schools, Higher Education, General Education, Cultural Complex etc. The Issuer has one associate company viz., KIFML in which it holds equity shareholding of 42.69%. KIFML, an asset management company having its operations in Trivandrum was promoted by Kerala Infrastructure Investment Fund Board (KIIFB) in 2018 as a public limited company. KIFML has been appointed as the Investment Manager (IM) to Kerala Innovation Fund- a proposed Government Sponsored sector agnostic Venture Capital Fund to activate the rapid growth of small-scale enterprises and start-ups in Kerala or having significant majority of their operations in Kerala. KIFML is already managing an infrastructure fund- Kerala Infrastructure Fund (KIF) sponsored by KIIFB as a Category II AIF under SEBI's AIF Regulations. KIF is a Kerala focused Private Equity Fund which seeks to identify, create and invest into quality infrastructure opportunities in Kerala State and to benefit from the strong focus of the government on infrastructure development over the coming years. KIIFCON is a private limited company and is a wholly owned subsidiary of KIIFB for providing consultancy services for infrastructure projects.
(vi)	Brief particulars of the	KIIFB is headed by the Chief Executive Officer who also acts as the Fund Manager of KIIFB. The Board is the highest decision-making body of

<table>
<tr><td></td><td>management of the Issuer</td><td>KIIFB and comprises the Chief Minister, the Finance Minister, the Chief Executive Officer, key bureaucrats and independent members. The Finance (Infrastructure) Department is the administrative department of KIIFB, which is directly under the control of the Additional Chief Secretary (Finance), with an additional Secretary and Joint Secretary amongst others. The Additional Secretary and Joint Secretary also function as the Joint Fund Manager and Deputy Fund Manager of KIIFB, respectively.

KIIFB benefits from having the Fund Trustee Advisory Commission (FTAC), an independent committee constituted to ensure transparency in the functioning of KIIFB. It acts as the trustee of the Fund and is responsible for ensuring that all investments of the Fund serve the purpose and intent of the KIIF Act and that there are no diversions of the funds available to KIIFB. The FTAC comprises three to five members including a chairperson. The members of the FTAC are experts with experience at national or international levels in the fields of banking, financial regulation, financial markets, administration or economics.

KIIFB has the following operating divisions which report to CEO, KIIFB (i) the finance and administration division; (ii) the project appraisal division; (iii) the inspection authority; (iv) the ESG Wing and (v) the internal audit wing</td></tr>
<tr><td>(vii)</td><td>Names, Addresses, and Occupations of members of the Issuer</td><td>
<table>
<tr><th>Name & Designation</th><th>Occupation</th><th>Address</th><th>Members of the Issuer since</th></tr>
<tr><td>Shri. Pinarayi Vijayan
Chairperson</td><td>Hon'ble Chief Minister of Kerala</td><td>3rd Floor, North Block, Government Secretariat, Thiruvananthapuram.)</td><td>25/05/2016</td></tr>
<tr><td>Shri. K. N. Balagopal
Vice-Chairperson</td><td>Hon'ble Minister for Finance</td><td>4th Floor, North Block, Government Secretariat, Thiruvananthapuram</td><td>20/05/2021</td></tr>
<tr><td>Dr. V Venu IAS
Member</td><td>Chief Secretary, Government of Kerala</td><td>Government Secretariat, Thiruvananthapuram.</td><td>01/07/2023</td></tr>
<tr><td>Shri. KG Sanal Kumar
Member</td><td>Law Secretary, Government of Kerala</td><td>Government Secretariat, Thiruvananthapuram.</td><td>03/08/2023</td></tr>
<tr><td>Shri. Rabindra Kumar Agarwal IAS
Member</td><td>Principle Secretary-Finance</td><td>Finance Department, Govt. Secretariat, Thiruvananthapuram</td><td>01/08/2023</td></tr>
</table>
</td></tr>
</table>

		Dr. R. Ramachandran Member	Vice-Chairman, State Planning Board	Kerala State Planning Board, Thiruvananthapuram.	19/08/2016
		Prof. Sushil Khanna Independent Member	Professor - Economics and Finance, IIM,Calcutta	IIM Calcutta Hemant Mukhupadhyay Sarani Keyatala, Calcutta-700029.	19/09/2016
		Sri. Salim Gangadharan Independent Member	Former Regional Director, Reserve Bank of India, Thiruvananthapuram	C-26, RNP Lane, Near Jawahar Nagar, Vellayambalarn, Sasthmangalam P.O., Thiruvananthapuram-695010.	19/09/2016
		Sri. J.N. Gupta Independent Member	Former Executive Director, SEBI and Managing Director at Stakeholders Empowerment services	B 204, Muktangan, Upper Govind Nagar, Malad East, Mumbai 400097	19/09/2016
		Sri. Radhakrishanan Nair Independent Member	Former Executive Director, SEBI	J1403, Raheja Vistas, Raheja Vihar, Chandivali, Powai, Mumbai - 400072	31/10/2016
		Dr. Ajay Kumar Independent Member	Former Defense Secretary , Govt of India	Bungalow No 7, New Moti Bag, Sarojini Nagar, South West Delhi 110023	08/06/2023
		Shri. T .S Vijayan Independent Member	Former Chairman, Insurance Regulatory and Development Authority of lndia -IRDAI &Former	Sunnyvale, TC 8/725(1), Thirumala, Thiruvananthapuram-695 006.	18/03/2020

			Chairman Life Insurance Corporation or India		
		Dr. K. M. Abraham CFA, IAS (Retd.), CEO & Member Secretary	Chief Principal Secretary to the Chief Minister of Kerala, Former Chief Secretary to Government of Kerala, Former Whole Time Member of Securities and Exchange Board of India -SEBI & Executive Vice Chair Person, Kerala Development and Innovation Strategic Council	B 4 Lower, Millenium Apartments, Jagathy, Thycaud P O, Thiruvananthapuram, Kerala, 695014	19/08/2016
(viii)	Management's perception of risk factors	As per Part 4 (*Risk Factors*) of the Information Memorandum			
(ix)	Details of default, if any, including therein the amount involved, duration of default and present status, in repayment of – (i) Statutory Dues (ii) Debentures and Interest thereon (iii) Deposits and Interest thereon (iv) Loans from any Bank or Financial institution	Nil			

	and any interest thereon	
(x)	Names, designation, address and phone no., email ID of the nodal/compliance officer of the Issuer, if any, for the private placement offer process	Name: Shri. Sabareeswar Thampan Designation: Compliance Officer Kerala Infrastructure Investment Fund Board (KIIFB) 2nd floor, Felicity Square, MG Road, Statue , Thiruvananthapuram -695001 Phone No.: 9645544074 Email: co.fa@kiifb.org
(xi)	Any default in annual filing of the Issuer under the Companies Act, 2013 or the rules made thereunder	Not applicable
II.	**PARTICULARS OF THE OFFER**	
(i)	Financial Position of the Issuer for the last 3 financial years	Please refer to **Annexure E** (*Financial Statements*).
(ii)	Date of passing of resolution authorizing the offer of securities	Resolution of the board of members of the Issuer passed on February 6, 2024.
(iii)	Date of passing of resolution in the general meeting, authorizing the offer of securities;	Not applicable
(iv)	Kinds of securities offered (i.e. whether share or debenture) and class of security; the total number of shares or other	Unsecured, rated, listed, redeemable, taxable and non-convertible bonds, in the nature of debentures, comprising seven STRPPs/sub-series 'A' through 'G' of a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each (with each bond carrying a face value of INR 7,00,000 (Indian Rupees Seven Lakh only)), for an amount up to INR 500,01,00,000 (Indian Rupees Five Hundred Crore And One Lakh only), with a green-shoe option to retain oversubscription of up to INR 349,93,00,000 (Indian Rupees Three Hundred Ninety Three Crore And Ninety Four Lakh only), such that the aggregate issue size of the Debentures does not exceed an amount of up to INR

	securities to be issued	849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore and Ninety Four Lakh only)
(v)	Price at which the security is being offered including the premium, if any, along with justification of the price	Through BSE EBP
(vi)	Name and address of the valuer who performed valuation of the security offered, and basis on which the price has been arrived at alongwith the report of the registered valuer	Not applicable
(vii)	Relevant date with reference to which the price has been arrived at Relevant date means a date at least thirty days prior to the date on which the general meeting of the Issuer is scheduled to be held	Not applicable.
(viii)	The class or classes of persons to whom the allotment is proposed to be made	(a) resident individuals; (b) Hindu Undivided Family; (c) trust; (d) limited liability partnerships; (e) partnership firm(s); (f) portfolio managers registered with SEBI; (g) association of persons; (h) companies and bodies corporate including public sector undertakings; (i) scheduled commercial banks; (j) regional rural banks; (k) financial institutions; (l) insurance companies; (m) mutual funds; (n) foreign portfolio investors (if permitted under applicable law); and (o) any other investor eligible to invest in these Debentures in accordance with applicable law.

(ix)	Intention of members to subscribe to the offer (applicable in case they intend to subscribe to the offer)	Not applicable.
(x)	The proposed time within which the allotment shall be completed	Issue opening date: March 22, 2024 Issue closing date: March 22, 2024 Pay-in Date: March 26, 2024 Deemed date of allotment: March 26, 2024
(xi)	The names of proposed allottees and the percentage of post private placement capital that may be held by them	Not applicable.
(xii)	The change in control, if any, in the Issuer, that would occur consequent to the private placement	Not applicable
(xiii)	The number of persons to whom allotment on preferential basis/private placement/rights issue has been made during the year, in terms of number of securities as well as price	Separately provided below in paragraph 18(c) of Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*).
(xiv)	The justification for the allotment proposed to be made for consideration	To be discovered through BSE EBP.

	other than cash together with valuation report of the registered valuer	
(xv)	Amounts which the Issuer intends to raise by way of the proposed offer of securities	Up to 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore Ninety Four Lakh only)
(xvi)	Terms of raising of securities: duration, if applicable, rate of dividend or rate of interest, mode of payment and repayment	Please refer to Part 5 (*Issue Details*) of this Information Memorandum.
(xvii)	Proposed time schedule for which this Information Memorandum is valid	Issue opening date: March 22, 2024 Issue closing date: March 22, 2024 Pay-in Date: March 26, 2024
(xviii)	Purposes and objects of the offer	(a) Providing financing to infrastructure projects in the State of Kerala as approved by Issuer's board of members including but not limited to for acquisition of immoveable assets for setting up such infrastructure projects; (b) Repayment of any financial indebtedness availed by Issuer; and (c) Any other objectives of Issuer pursuant to the KIIF Act.
(xix)	Contribution being made by the members either as part of the offer or separately in furtherance of such objects	NIL
(xx)	Principal terms of assets charged as security, if applicable	Please refer to Part 5 (*Issue Details*) of this Information Memorandum.
(xxi)	The details of significant and	Not applicable

<table>
<tr><td></td><td>material orders passed by the regulators, courts and tribunals impacting the going concern status of the Issuer and its future operations</td><td></td></tr>
<tr><td>(xxii)</td><td>The pre-issue and post-issue shareholding pattern of the Issuer</td><td>Not applicable, as the Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any shares.</td></tr>
<tr><td>III</td><td>Mode of payment for subscription</td><td>In line with SEBI Operational Circular read with the BSE Operational Guidelines, the payment must be made through RTGS to the Designated Bank Account of Indian Clearing Corporation Limited

<table>
<tr><td>Name of Bank</td><td>HDFC BANK</td></tr>
<tr><td>IFSC Code</td><td>HDFC0000060</td></tr>
<tr><td>Account number</td><td>ICCLEB</td></tr>
<tr><td>Name of beneficiary</td><td>INDIAN CLEARING CORPORATION LIMITED</td></tr>
</table>

<table>
<tr><td>Name of Bank</td><td>ICICI Bank Ltd.</td></tr>
<tr><td>IFSC Code</td><td>ICIC0000106</td></tr>
<tr><td>Account number</td><td>ICCLEB</td></tr>
<tr><td>Name of beneficiary</td><td>INDIAN CLEARING CORPORATION LTD</td></tr>
</table>

<table>
<tr><td>Name of Bank</td><td>YES BANK</td></tr>
<tr><td>IFSC Code</td><td>YESB0CMSNOC</td></tr>
<tr><td>Account number</td><td>ICCLEB</td></tr>
<tr><td>Name of beneficiary</td><td>INDIAN CLEARING CORPORATION LTD</td></tr>
</table>
</td></tr>
<tr><td>IV</td><td colspan="2">DISCLOSURES WITH REGARD TO INTEREST OF MEMBERS, LITIGATION ETC.</td></tr>
<tr><td>(i)</td><td>Any financial or other material interest of the</td><td>NIL</td></tr>
</table>

<table>
<tr><td></td><td>members in the offer and the effect of such interest in so far as it is different from the interests of other persons.</td><td></td></tr>
<tr><td>(ii)</td><td>Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the Issuer during the last three years immediately preceding the year of the circulation of this Information Memorandum and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed.</td><td>NIL</td></tr>
<tr><td>(iii)</td><td>Remuneration of the members (during the current and last three financial years).</td><td>The Issuer has only paid sitting fees to identified members in respect of the meetings of the board of members of the Issuer, as detailed below:
<table>
<tr><th>Year</th><th>Sushil Khanna</th><th>JN Gupta</th><th>Salim Gangadharan</th><th>Sudipto Mundle</th><th>TS Vijayan</th><th>Radhakrishnan Nair</th><th>C P Chandrashekhar</th></tr>
<tr><td>2019-20</td><td>INR</td><td>INR</td><td>INR</td><td>INR</td><td>-</td><td>INR</td><td>-</td></tr>
</table></td></tr>
</table>

			120,000.00	60,000.00	60,000.00	60,000.00		40,000.00	
		2020-21	INR 140,000.00	INR 140,000.00	INR 140,000.00	INR 60,000.00	INR 60,000.00	INR 60,000.00	INR 60,000.00
		2021-22	INR 110,000.00	INR 100,000.00	INR 140,000.00	INR 50,000.00	INR 50,000.00	INR 50,000.00	
		2022-23	INR 120,000.00	INR 90,000.00	INR 120,000.00	INR 30,000.00	INR 60,000.00	INR 60,000.00	
		Total	**INR 490,000.00**	**INR 390,000.00**	**INR 460,000.00**	**INR 200,000.00**	**INR 170,000.00**	**INR 210,000.00**	**INR 60,000.00**
(iv)	Related party transactions entered during the last three financial years immediately preceding the year of circulation of this Information Memorandum including with regard to loans made or, guarantees given or securities provided.	NIL							
(v)	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of issue of	NIL							

	this Information Memorandum and of their impact on the financial statements and financial position of the Issuer and the corrective steps taken and proposed to be taken by the Issuer for each of the said reservations or qualifications or adverse remark	
(vi)	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act or any previous Company law in the last three years immediately preceding the year of issue of this Information Memorandum in the case of Issuer and all of its subsidiaries. Also, if there were any prosecutions filed (whether pending or not) fines imposed, compounding of offences in the last three years immediately preceding the	NIL

	year of this Information Memorandum and if so, section-wise details thereof for the Issuer and all of its subsidiaries.	
(vii)	Details of acts of material frauds committed against the Issuer in the last three years, if any, and if so, the action taken by the Issuer.	NIL
V	**FINANCIAL POSITION OF THE ISSUER**	
1.	The capital structure of the Issuer - (in INR)	Not applicable, as the Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any shares.
2.	The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration. Provided that the issuer shall also disclose the number and price at which each of the allotments were made in the last one year preceding the date of this Information Memorandum separately indicating the allotments made for considerations other than cash and the details of the consideration in each case: Not applicable, as the Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any shares.	
3	Profits of the Issuer before and after making provisions for tax, for the three financial years immediately preceding the date of issue of the private placement offer cum application letter	

Financial Year/Period	**Profits before making provision for tax (INR in crore)**	**Profits after making provision for tax (Rs in crore)**
2019-20	(171.10)	(171.10)
2020-21	(336.71)	(339.80)
Not applicable 2021-22	(562.18)	(563.53)
2022-23	(853.27)	(853.33)
2023-24 (For the	(766.00)	(729.05)

		period ending 31st December 2023)		
		Note: Net profit/ (loss) for the financial years 2019-2020, 2020-2021, 2021-2022, 2022-2023 and for the period between April 1, 2023, to December 31, 2023 was "NIL".		
4.	**Dividends declared by the Issuer in respect of the said three financial years; interest coverage ratio for last three years (Cash profit after tax plus interest paid/interest paid)**	*Dividends declared:* Not applicable *Interest Coverage Ratio for last three years is as below:* As of 31 March, 2020- 0.57 As of 31 March 2021- 0.37 As of 31 March 2022 - 0.39 As of 31 March 2023- 0.41 As of 31 December 2023- 0.32		
5.	**A summary of the financial position of the Issuer as in the three audited balance sheets immediately preceding the date of issue of this Information Memorandum**	Please refer to **Annexure E** (*Financial Statements*).		
6.	**Audited Cash Flow Statement for the three years immediately preceding the date of the issue of this Information Memorandum**	Please refer to **Annexure E** (*Financial Statements*).		
7.	**Any change in accounting policies during the last three years and their effect on the profits and the reserves of the Issuer.**	There has been no change in the accounting policies. The Income Recognition and Asset Classification ("**IRAC"**) norms issued by Reserve Bank of India is applicable to banks/ non-banking financial companies was being followed by the Issuer, which fact has been disclosed in significant accounting policies of the previous year (2021-2022) for the Issuer. However, since the Issuer is engaged in financing infrastructure projects with long gestation period and the revenue generation is contingent on factors beyond the control of the entity, strict adoption of the IRAC norms is considered to be impracticable and not feasible. Hence, the Issuer's members in the meeting held on July 7, 2022 resolved to discontinue the implementation of the IRAC norms for the Issuer with effect from April 1, 2021. The financial impact on the accounts on account of the above is nil.		

		Further, the board of members of the Issuer in its meeting held on February 27, 2023 approved Prudential Income Recognition, Asset Classification and Provisioning (IRACP) norms for the Issuer whereby steps are being taken for defining and implementing suitable norms for classification of loans, provisioning and recognition of income appropriate and relevant to the unique nature of activities being undertaken, for financing of infrastructure projects with long gestation period, with focused social commitment to meet the objectives in the KIIF Act.

Notes:

(a) The Issuer is not a company incorporated under the Companies Act, 2013 (as amended) and is hence not required to issue an offer letter for the private placement of Debentures in the format prescribed under the Companies Act, 2013 read with Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended from time to time.

(b) The Issuer is a body corporate constituted under the KIIF Act, and has not issued any shares. Accordingly, the disclosures in respect of the share capital of the Issuer in this Part 6 (*Details of Issuer and Issue*) state as "Not Applicable". Further the Issuer does not have directors, and is being managed by a board of members, hence disclosures in this Part 6 (*Details of Issuer and Issue*) are made in respect of such members.

PART 7: STATUTORY AND REGULATORY DISCLOSURES- SEBI NCS REGULATIONS

The Information Memorandum is prepared in accordance with the provisions of SEBI NCS Regulations and in this Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*), the Issuer has set out the details required as per Schedule II of the SEBI NCS Regulations and Applicable Law.

1. Documents Submitted to the Exchange and Debenture Trustee

The following documents along with the listing application have been / shall be submitted to the BSE and with the Debenture Trustee:

(i) The draft Information Memorandum;

(ii) A certified copy of KIIF Act;

(iii) Copy of the resolution of the board of members of the Issuer passed at their meeting held on February 6, 2024 authorizing the borrowing and authorizing the allotment of the Debentures;

(iv) Copy of the last 3 (three) years audited annual reports;

(v) Statement containing particulars of, dates of, and parties to all material contracts and agreements;

(vi) An undertaking from the Issuer stating that the necessary documents for the creation of the charge, where applicable, including the Debenture Trust Deed has been executed within the time frame prescribed in the relevant regulations / act / rules, etc. and the same would be uploaded on the website of the designated stock exchange, where the debt securities have been proposed to be listed;

(vii) Any other particulars or documents that the recognized stock exchange may call for as it deems fit; and

(viii) Due diligence certificates from the Debenture Trustee as per the format specified in Annexure II-A of Chapter II of the SEBI DT Operational Circular and Schedule IV of the SEBI NCS Regulations.

The Issuer shall submit all documents, and make necessary disclosures, in accordance with the SEBI LODR Regulations. The Issuer shall comply with the SEBI LODR Regulations and SEBI NCS Regulations.

2. ISSUER'S ABSOLUTE RESPONSIBILITY

The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to the Issuer and the Issue, which is material in the context of the Issue, that the information contained in this Information Memorandum is true and correct in all material respects and is not misleading, that the opinions and intentions expressed herein are honestly stated and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading.

3. **Details of Promoters of the Issuer:**

A complete profile of all the promoters of the Issuer, including their name, date of birth, age, personal addresses, educational qualifications, experience in the business or employment, positions/posts held in the past, directorships held, other ventures of each promoter, special achievements, their business and financial activities, photograph, Permanent Accountant Number.

The details of the promoter of the Issuer are as follows:

(a) State Government of Kerala

The Issuer is a statutory body corporate established under the KIIF Act and is controlled directly by the State Government of Kerala/GoK. The following details requisitioned in respect of 'promoters' as required under the SEBI NCS Regulations are not feasible to be provided in respect of State Government of Kerala, hence we have stated 'Not Applicable'.

(i) Date of birth: Not applicable

(ii) Age: Not applicable

(iii) Personal address: Not applicable

(iv) Educational qualifications: Not applicable

(v) Experience in the business or employment: Not applicable

(vi) Positions/posts held in the past: Not applicable

(vii) Directorships held: Not applicable

(viii) Other ventures of the promoter: Not applicable

(ix) Special achievements: Not applicable

(x) Their business and financial activities: Not applicable

(xi) Permanent Accountant Number: Not applicable

4. **A declaration confirming that the Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number of the promoter(s) (as may be applicable/available) and Permanent Account Number of members have been submitted to the stock exchanges on which the Debentures are proposed to be listed, at the time of filing the draft Information Memorandum**.

Declaration
The Issuer confirms that the Permanent Account Number, Aadhaar Number, Driving License Number, Bank Account Number(s) and Passport Number (each as may be applicable) of the promoter and Permanent Account Number of the members have been submitted to the stock

Declaration
exchanges on which the Debentures are proposed to be listed, at the time of filing the draft Information Memorandum.

5. **Details of credit rating along with the latest press release of the Credit Rating Agencies in relation to the issue and declaration that the rating is valid as on the date of issuance and listing. Such press release shall not be older than one year from the date of opening of the issue.**

India Ratings and Research Private Limited has assigned a rating of AA CE/Stable outlook to the Debentures. Instruments with the above rating are considered to have a high degree of safety regarding timely service of financial obligations. Such instruments carry low credit risk. The rating letter from India Ratings and Research Private Limited is provided in Annexure B (*Rating Letters of the Credit Rating Agencies along with rating rationale*) of this Information Memorandum. India Ratings and Research Private Limited has issued a press release of the credit rating in respect of the Debentures on March 6, 2024.

Acuité Ratings & Research Limited has assigned a rating of AA CE/Stable outlook to the Debentures. Instruments with the above rating are considered to have a high degree of safety regarding timely service of financial obligations. Such instruments carry low credit risk. The rating letter from Acuité Ratings & Research Limited is provided in Annexure B (*Rating Letters of the Credit Rating Agencies along with rating rationale*) of this Information Memorandum. Acuité Ratings & Research Limited has issued a press release of the credit rating in respect of the Debentures on March 14, 2024.

The copies of the press release and the rating rationale (not older than one year on the date of opening of the Issue) in respect of the rating for the Debentures is provided in Annexure B (*Rating Letters of the Credit Rating Agencies along with rating rationale*) to this Information Memorandum.

6. **Name(s) of the stock exchange(s) where the non-convertible securities are proposed to be listed and the details of their in-principle approval for listing obtained from these stock exchange(s).**

The Debentures are proposed to be listed on the WDM segment of the BSE. The Issuer shall comply with the requirements of the Debt Listing Agreement to the extent applicable to it on a continuous basis. The Issuer has obtained the in-principle approval for the listing of the Debentures on the WDM segment of the BSE. Please refer to **Annexure H** (*In-principle Approval of BSE*) to this Information Memorandum for a copy of the in-principle approval letter dated March 19, 2024, issued by the BSE.

The Debentures are not proposed to be listed on more than one stock exchange.

The Issuer has created/shall create the Recovery Expense Fund for a maximum limit of INR 25,00,000 (Indian Rupees Twenty-Five Lacs) in accordance with the SEBI DT Operational Circular with the BSE.

7. **Issue schedule**

Particulars	Date
Issue opening date	March 22, 2024
Issue closing date	March 22, 2024
Pay-in Date	March 26, 2024
Deemed Date of Allotment	March 26, 2024

8. **Key issue details**

Debenture Trustee	**CATALYST TRUSTEESHIP LIMITED** Address: **:** GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Kothrud, Pune – 411 038. Tel: +91 20 66807200 Fax No: +91 (022) 49220505 E-mail: dt@ctltrustee.com Contact Person: Mr. Umesh Salvi
Credit Rating Agency Acuite	**ACUITÉ RATINGS & RESEARCH LIMITED** Address: **:** 708, Lodha Supremus Lodha iThink Techno Campus, Kanjurmarg (East), Mumbai 400 042. Tel: 91 2249294000/ 022-49294011 E-mail: info@acuite.ininfo@acuite.in Website: https://www.acuite.in Contact Person: Ms. Varsha Bist
Credit Rating Agency India Ratings & Research A Fitch Group Company	**INDIA RATINGS AND RESEARCH PRIVATE LIMITED** Address: Wockhardt Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai – 400051. Tel No. +91 22 4000 1700; +91 22 4035 6125 Fax No: +91 22 4000 1701 Email: infogrp@indiaratings.co.in Contact Person: Mr. Suyash Gangwal
Registrar to the Issue	**CAMEO CORPORATE SERVICES LIMITED** Address: **:** Subramanian Building, #1, Club House Road, Chennai 600 002 - India. Tel No. 044 – 40020710/044 - 2846 0390 Fax No: Nil

	Website Address: https://cameoindia.com Email: cameo@cameoindia.com Contact Person: Mr. RD Ramaswamy
Auditors	**VARMA & VARMA CHARTERED ACCOUNTANTS** Address: TC9/1504, Galaxy SMRA -14 Sasthamangalam PO Thiruvananthapuram Kerala 695010 Tel: 0471-2727345, 0471-2727346 E-mail: trivandrum@varmaandvarma.com Website: www.varmaandvarma.com Contact Person: Mr. Krishna Nath
Legal Counsel to the Issuer TRILEGAL	**TRILEGAL** Address: One World Centre, 10th Floor, Tower 2A & 2B, Senapati Bapat Marg, Lower Parel (West), Mumbai - 400 013 Tel: +912240791000 E-mail: joseph.jimmy@trilegal.com Website: https:/trilegal.com Contact Person: Joseph Jimmy
Arranger to the Issuer	**M/s PRP Professional Edge Associates Private Limited** Address: **:** 5th Floor, Eros City Square, Rosewood City, Sector 49-50, Gurugram-122018 Tel: +91 124 4249000 E-mail: info@prpedge.com Website: www.prpedge.com Contact Person: Mr. Gaurav Kute
Guarantor to the Issue കേരള സർക്കാർ	**Government of Kerala** Address: Finance Department, Government Secretariat, Statue, Thiruvananthpuram, Kerala - 695001 Tel: 04712336576 E-mail: Osgadibmc@gmail.com Website: https://kerala.gov.in/

	Contact Person: Additional Chief Secretary to Government of Kerala, Finance Department

9. **About the Issuer**

(a) General Information

Name	:	KERALA INFRASTRUCTURE INVESTMENT FUND BOARD
Registered Office of Issuer	:	2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001
Corporate Office of Issuer	:	2nd Floor, Felicity Square, M G Road, Statue, Thiruvananthapuram – 695 001
Corporate Identification Number	:	Not applicable
Phone No.	:	0471-2780900
Contact Person	:	Mr. Sabareeswar Thampan, Compliance Officer
Email	:	co.fa@kiifb.org

(b) A brief summary of the business / activities of the Issuer and its subsidiaries with the details of the branches or units if any and its line of business.

(i) Overview

The Issuer is a body corporate constituted by the State Government under the KIIF Act on 11 November 1999, to manage the Kerala Infrastructure Investment Fund (the "**Fund**"). The Kerala Infrastructure Investment Fund Act, 1999 was amended in November 2016 by the Kerala Infrastructure Investment Fund Amendment Act, 2016 in order to further streamline the process of mobilizing funds for infrastructure development in Kerala. Pursuant to this amendment, KIIFB was restructured to (i) create the Fund Trustee and Advisory Commission (the "**FTAC**") as an independent commission to ensure that all investments by KIIFB are made in accordance with the decisions of the board of members and provisions of the KIIF Act; (ii) include a provision in the Kerala Infrastructure Investment Fund Act, 1999 that all receivables due from the State Government are transferred to the Issuer on or before the last

working day of December every year and that a percentage share of motor vehicles tax receipts and cess levied on petroleum products under the Kerala General Sales Tax Act, 1963 will be provided to KIIFB each year; and (iii) ensure that the Issuer's funds are used solely for the purposes of Kerala Infrastructure Investment Fund Act, 1999 and are not diverted from the intended purpose.

The Issuer was established with the main objective of providing investment for critical and large infrastructure projects in Kerala. It acts as the primary agency of the Kerala State Government to facilitate the development of both the physical and social infrastructure in Kerala and to assist the State Government and its agencies in the development of infrastructure in Kerala. The Issuer acts as the main agency of the State Government for scrutinizing, approving and funding major infrastructure projects. These infrastructure projects may be revenue generating or non-revenue generating.

The Issuer, is a corporation established under the KIIF Act (which is a state legislation) and owned by the Government of Kerala. It is a public sector company for the purposes of the Income Tax Act, 1961 (which defines the term 'public sector company' under Section 2(36A) of Income Tax Act, 1961 to mean any corporation established by or under any central, state or provincial legislation or a government company as defined in the Section 2(45) of the Act), and validly existing under the laws of India.

KIIFCON is a private limited company and is a wholly owned subsidiary of the Issuer for providing consultancy services for infrastructure projects.

The Issuer has one associate company viz., KIFML in which it holds equity shareholding of 42.69%. KIFML, an asset management company having its operations in Trivandrum was promoted by Kerala Infrastructure Investment Fund Board (KIIFB) in 2018 as a public limited company. KIFML has been appointed as the Investment Manager (IM) to Kerala Innovation Fund- a proposed Government Sponsored sector agnostic Venture Capital Fund to activate the rapid growth of small-scale enterprises and start-ups in Kerala or having significant majority of their operations in Kerala. KIFML is already managing an infrastructure fund- Kerala Infrastructure Fund (KIF) sponsored by KIIFB as a Category II AIF under SEBI's AIF Regulations. KIF is a Kerala focused Private Equity Fund which seeks to identify, create and invest into quality infrastructure opportunities in Kerala State and to benefit from the strong focus of the government on infrastructure development over the coming years.

(ii) Corporate Structure of the Issuer:



(iii) Project cost and means of financing, in case of funding of new projects (if applicable):

The details of all the currently approved projects of the Issuer are as below:

Department	No. of Projects Approved	Approved Amount/Project Cost (INR in Crore)	Amount Disbursed (INR in Crore)
Agriculture	1	21	12
Animal Husbandry	1	10.	-
Ayush	2	183	124
Backward Classes Development Department	1	18	-
Coastal Shipping & Inland Navigation	11	2302	78
Culture	17	477	166
Devaswom	2	139	42
Fisheries and Ports	26	522	171
Forest	4	459	265
General Education	146	3022	1862
Health & Family Welfare	74	5,757	1258
Higher Education	62	1,765	538

Home	6	225	27
Industries	1	62	4022
Information Technology	3	1,413	554
Labour & Skills	5	86	43.50
Local Self Government	23	718	161
Power	18	5,200	1,564
PWD	494	30,889	12,536
Registration	6	89	45
Revenue	2	33	17
SC/ST Development	10	182	75
Sports & YA	39	847	294
Tourism	13	592	33
Transport	3	601	51
Water Resources	96	6,720	2619
Total	**1066**	**62,331**	**26,565**

Projects under Land Acquisition Pool of ₹ 20,000 Crore			**Amount Disbursed (INR in Crore)**
PWD-NHAI	1	6,769.01	5,580.74
Industries (Under LA Pool)	6	16,108.16	-
Industrial Parks - 3 projects - ₹13988.63 Cr			2,952.58
Taking over of land from HNL - ₹200.60 Cr			145.60
Kochi - Banglore Industrial Corridor & Gift City - ₹1918.93 Cr			828.85

Total	7	22,877.17	9,507.77

The financing and funding of the aforementioned projects and future projects shall be met by the financing availed by the Issuer as set out in paragraph 18, of Part 7 (*Statutory and Regulatory Disclosures-SEBI NCS Regulations*), the proceeds of the Debentures and any other future borrowings as may be availed by the Issuer for such purpose.

10. **Financial Information**

(a) A columnar representation of the audited financial statements (i.e. Profit & Loss statement, Balance Sheet and Cash Flow statement) for a period of three completed years which shall not be more than six months old from the date of the placement memorandum or issue opening date, as applicable

(i) *Standalone financial information*

Please see below a columnar representation of the audited financial statements (i.e. Profit & Loss statement, Balance Sheet and Cash Flow statement) of the Issuer on a standalone basis for the financial years 2019-2020, 2020-2021, 2021-2022 and 2022-23 and for the period between April 1, 2023, to December 31, 2023.

Standalone Profit and Loss account

(*Rs in INR, except per share data, ratios*)

Particulars		**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
I.	**Revenue:**					
i)	Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	37,17,87,00,016	46,99,77,33,945	59,88,80,53,071	45,21,77,28,436	23,86,14,85,760
ii)	Interest income from financial assistance for revenue generating projects	4,09,15,86,139	4,65,41,04,947	2,80,24,93,442	1,41,07,30,946	60,73,59,899

Particulars		For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
iii)	Interest income from deposits and investments	99,50,52,561	1,65,18,73,748	1,29,70,80,169	1,45,63,91,695	1,90,92,48,011
iv)	Other income	1,26,73,32,532	3,28,29,748	2,54,47,403	4,08,641	2,67,73,022
	Total Revenue (I)	**43,53,26,71,249**	**53,33,65,42,387**	**64,01,30,74,085**	**48,08,52,59,718**	**26,40,48,66,692**
II.	**Expenses:**					
i)	Financing of direct cost of projects -Out of Corpus Fund	37,17,87,00,016	46,99,77,33,945	59,88,80,53,071	45,21,77,28,436	23,86,14,85,760
ii)	Employee benefits expense	5,75,02,672	7,55,77,986	7,26,95,697	5,63,90,190	4,59,68,114
iii)	Finance costs	13,17,64,09,848	14,16,96,48,958	9,14,47,01,453	5,34,93,68,408	4,01,12,49,897
iv)	Depreciation and amortization expense	7,69,80,889	11,00,03,049	11,80,52,081	12,58,67,987	11,82,24,463
v)	Other expenses	70,31,02,982	51,37,05,996	40,79,43,934	68,20,08,046	48,83,10,970
	Total expenses (II)	**51,19,26,96,407**	**61,86,66,69,935**	**69,63,14,46,236**	**51,43,13,63,067**	**28,52,52,39,204**
III.	**Profit / (Loss) (I- II)**	(7,66,00,25,158)	(8,53,01,27,548)	(5,61,83,72,151)	(3,34,61,03,349)	(2,12,03,72,512)
	Prior Period Item	-	(26,33,093)	(34,69,184)	(2,09,53,219)	40,94,05,886
	Profit / (Loss) after prior period item	(7,66,00,25,158)	(8,53,27,60,640)	(5,62,18,41,335)	(3,36,70,56,568)	(1,71,09,66,626)
IV.	**Tax expense:**					
	(1) Current tax	3,03,95,874		-	-	-
	(2) Tax for Earlier years			-	(80,32,810)	-
	(3) Deferred tax(Expense)/Income	(39,99,61,558)	(5,34,790)	(1,34,59,152)	(2,28,84,402)	-
	Less : Statutory contribution from GoK under Corpus fund	7,29,04,59,474	8,53,32,95,430	5,63,53,00,487	3,39,79,73,780	1,71,09,66,626

Particulars		For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
	utilised to meet the net loss (deficit from operations)for the year in P& L account transferred					

Standalone Balance Sheet

(*Rs in INR, except per share data, ratios*)

Particulars		For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
I.	**EQUITY AND LIABILITIES**					
1	Initial Corpus Fund	28,20,49,27,844	28,20,49,27,844	28,20,49,27,844	24,98,42,27,844	-
2	Corpus Fund - Revolving (shown on the asset side)		-	-	-	35,02,31,66,937
3	Financial assistance Reserve for self-generating assets		-	-	-	12,14,38,53,701
4	**Non-current liabilities**					
	(a) Long-term borrowings	1,58,29,65,81,609	1,43,22,57,87,446	1,26,45,46,52,813	53,04,76,19,508	49,51,64,63,333
	(b) Deferred tax liabilities (Net)		3,68,78,343	3,63,43,554	2,28,84,402	-
	(c) Other Long term liabilities	32,66,97,427	54,01,25,310	35,09,28,839	12,32,48,223	66,01,636
5	**Current liabilities**					
	(a) Short-term borrowings	37,41,19,51,707	34,49,23,44,726	6,00,00,00,000	28,39,61,83,969	5,07,53,27,159

Particulars		For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
	(b) Other current liabilities	2,07,84,91,173	1,70,58,84,481	5,78,09,10,793	4,07,92,45,348	1,18,70,98,830
		2,26,31,86,49,759	**2,08,20,59,48,149**	**1,66,82,77,63,843**	**1,10,65,34,09,294**	**1,02,95,25,11,596**
II.	**ASSETS**					
1	**Non-current assets**					
	(a) Property, plant and equipment					
	(i)Tangible assets	4,40,59,750	4,85,21,852	4,54,71,773	5,57,12,391	4,88,90,167
	(ii)Intangible assets	7,83,73,180	14,73,67,866	23,69,11,955	33,61,49,986	42,99,53,090
	(b) Non-current investments	4,25,52,390	4,25,52,390	1,67,44,940	1,67,44,940	1,00,50,000
	(c) Deferred Tax Assets (net)	36,30,83,215	-	-	-	-
	(c) Long-term loans and advances	57,11,83,97,260	48,69,46,01,269	44,12,30,82,445	23,28,15,98,143	12,14,38,53,701
	(d) Statutory contribution receivable from GoK-Non current	65,86,33,53,986	49,71,06,53,374	24,36,38,59,679	-	-
	(e) Other Non Current Assets	59,55,01,446	59,81,86,978	70,06,66,748	2,91,69,07,186	-
2	**Current assets**					
	(a) Current investments	6,95,10,34,586	10,51,75,02,904	6,00,00,00,000	6,00,00,00,000	6,00,00,00,000
	(b) Cash and cash equivalents	59,67,88,91,166.86	59,24,70,45,880	58,13,42,35,120	72,98,61,54,955	80,83,55,04,104
	(c) Short term loans and advances	6,59,41,99,909	10,57,91,70,954	9,89,95,73,193	48,47,42,472	7,58,21,545

Particulars		For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
	(d) Statutory contribution receivable from GoK-Current	28,07,75,00,000	28,09,00,00,000	22,85,34,00,000	2,86,38,29,402	-
	(e) Other current assets	91,17,02,870	53,03,44,682	45,38,17,990	1,71,15,69,819	3,40,84,38,989
		2,26,31,86,49,759	**2,08,20,59,48,149**	**1,66,82,77,63,844**	**1,10,65,34,09,294**	**1,02,95,25,11,596**

Standalone Cash Flow Statement

(*Rs in INR, except per share data, ratios*)

Particulars	For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
A. Cash flow from operating activities					
Profit before income tax	(5,86,14,45,000)	(8,53,27,60,640)	(5,62,18,41,335)	(3,36,70,56,568)	(1,71,09,66,626)
Adjustments for:					
Depreciation and amortisation expense	5,11,48,000	11,00,03,049	11,80,52,081	12,58,67,987	118224463
Interest income	(3,38,51,47,000)	(6,30,59,78,695)	(4,09,95,73,610)	(2,86,71,22,641)	-2516607910
Provision for temporary diminution	2,02,77,81,000	3,93,84,83,787	-	-	-

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
in value of securities					
Finance Cost	8,56,79,52,000	14,16,96,48,958	3,68,60,46,393	5,34,93,68,408	4011249897
Loan Asset Written off to project cost as per GoK Approval		40,55,63,580			
Fixed Assets Written off		-	11,73,398	-	-
Provision for Standard Asset	24,50,32,000				
Sundry Balances written back		5,40,33,312	(2,54,03,660)	-	-
Operating profit / (loss) before working capital changes	1,64,53,21,000	3,83,89,93,352	(5,94,15,46,733)	(75,89,42,814)	(9,81,00,176)
Changes in working capital:					
Adjustments for (increase) / Decrease in					

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
operating assets:					
Current Investments		-	-	-	(3,00,00,00,000)
Loans and Advances	1,02,65,000	17,97,393	(9,36,60,60,604)	22,84,725	(4,23,68,570)
Financial assistance made to Revenue Generating Projects(net of repayments of loan and interest thereon)	(1,57,96,65,000)	(4,59,98,58,499)	(15,66,01,29,458)	(11,54,89,50,094)	-
Other Non Current and Current Assets	-(26,81,77,000)	(3,68,70,542)	1,19,58,22,803	33,48,40,933	(2,05,04,01,078)
Adjustments for increase / (Decrease) in operating liabilities:					
Other Current/Non current Liabilities	(16,79,73,93,000)	(21,48,63,764)	67,62,49,720	45,37,03,012	73104313
Net Changes in working capital:	(16,98,96,49,000)	(1,01,08,02,061)	(29,09,56,64,271)	(11,51,70,64,238)	(5,11,77,65,511)

Particulars	For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
Cash generated from operations	(16,98,96,49,000)	(1,01,08,02,061)	(29,09,56,64,271)	(11,51,70,64,238)	(5,11,77,65,511)
Net income tax (paid) / refunds	(2,58,46,000)	7,13,55,989	(14,94,62,055)	(15,21,80,813)	(38,62,75,036)
Net cash from/ (used in) operating activities (A)	**(17,01,54,95,000)**	**(93,94,46,073)**	**(29,24,51,26,326)**	**(11,66,92,45,051)**	**(5,50,40,40,547)**
	B. Cash flow from investing activities				
Purchase of PPE (including changes in CWIP)	(15,33,000)	(2,35,09,039)	(1,08,83,939)	(3,88,87,106)	(34,02,00,341)
(Purchase) / disposal proceeds of Investments		(2,58,07,450)	-	(66,94,940)	(50,000)
Sale proceeds of PPE		-	11,37,108	-	-
Financial Assistance made to revenue generating projects		-	-	-	(8,41,19,69,552)
Interest income received out of	71,86,19,000	1,65,18,73,748	1,29,70,80,169	1,45,63,91,695	2516607910

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
fixed deposit					
Investment in Govt Securities	(1,12,98,71,000)	(4,51,75,02,904)	-		
Net cash from/ (used in) investing activities (B)	**(41,27,85,000)**	**(2,91,49,45,646)**	**1,28,73,33,338**	**1,41,08,09,649**	**(6,23,56,11,983)**
	C. Cash flow from financing activities				
Loans from :-					
(i) Banks and Financial Institutions	9,20,00,22,000	47,32,04,77,258	78,58,73,84,299	26,22,99,39,458	22514758662
(ii) Bonds	1,53,87,00,000	2,64,33,00,000	2,86,48,20,000	2,39,89,00,000	1146600000
(iii) Pravasi Dividend Scheme	26,80,86,000	35,20,61,497	1,07,37,60,684	1,23,76,56,860	565800000
(iv) Green Domestic Bonds	3,00,02,00,000				
Loans repaid during the year	(3,46,31,76,000)	(9,39,67,59,398)	(30,23,66,15,647)	(65,84,00,000)	-
Statutory contribution from GoK	18,69,46,15,000	24,78,76,35,476	20,57,97,11,681	21,72,85,50,000	22000000000

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
Additional Financial Support for Infrastructure Development		-	3,22,07,00,000	-	-
CSR and PTA fund	(94,39,000)	4,36,29,612	17,56,81,024	41,24,88,064	-
Recoupment by way of Statutory contribution from Govt of Kerala from Corpus Fund for direct project cost (other than NABARD)	(29,23,19,52,000)	(46,12,91,29,944)	(58,55,75,71,315)	(44,56,93,64,196)	(22,95,59,80,479)
Interest received during the period from Deposits made out of corpus fund	22,67,36,000	11,63,70,592	41,45,30,576	1,42,80,41,956	2047517608
Finance cost paid	8,43,10,91,000	(13,49,62,15,035)	(3,68,60,46,393)	(5,15,03,61,649)	-3986484214
Fund utilised for	(34,90,10,000)	(1,27,41,67,581)	(1,33,04,81,755)	(64,83,64,240)	-905505281

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
NABARD Projects					
Net cash from/ (used in) financing activities (C)	**8,30,58,73,000**	**4,96,72,02,478**	**13,10,58,73,154**	**2,40,90,86,253**	**20,42,67,06,296**
Net increase (decrease) in cash and cash equivalents (A+B+C)	(9,12,24,07,000)	1,11,28,10,760	(14,85,19,19,834)	(7,84,93,49,149)	8687053766
Cash and cash equivalents at the beginning of the financial year	59,24,70,47,000	58,13,42,35,120	72,98,61,54,955	80,83,55,04,104	72,14,84,50,338
Cash and cash equivalents at end of the year	**50,12,46,40,000**	**59,24,70,45,880**	**58,13,42,35,120**	**72,98,61,54,955**	**80,83,55,04,104**

Please also refer to **Annexure E** (*Financial Statements*) for more information.

(ii) *Consolidated financial information*: Not Applicable

(b) Key Operational and Financial Parameters

(i) *Standalone Key Operational and Financial Parameters*:

Please see below the key operational and financial parameters of the Issuer for the financial years 2019-2020, 2020-2021 and 2021-2022, 2022-2023 and for the period between April 1, 2023 to December 31, 2023 on a standalone basis.

(*Amt. in INR, except ratios*)

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
Balance sheet:					
Net Fixed Assets (including intangible assets)	12,24,32,930	19,58,89,718	28,23,83,728	39,18,62,376	47,88,43,257
Current Assets	1,02,21,33,28,532	1,08,96,40,64,420	97,34,10,26,302	84,04,62,96,648	90,31,97,64,638
Non-Current Assets (other than net fixed assets)	1,23,98,28,88,297	99,04,59,94,011	69,20,43,53,812	26,21,52,50,269	1,00,50,000
Total Assets	**2,26,31,86,49,759.67**	**2,08,20,59,48,149**	**1,66,82,77,63,842**	**1,10,65,34,09,294**	**90,80,86,57,895**
Non-Current Liabilities:	**1,58,62,32,79,035.78**	**1,43,80,27,91,098**	**1,26,84,19,25,206**	**53,19,37,52,134**	**49,52,30,64,969**
Financial	1,58,29,65,81,609	1,43,22,57,87,446	1,26,45,46,52,813	53,04,76,19,508	49,51,64,63,333
Provisions					
Deferred Tax Liabilities (net)		3,68,78,343	3,63,43,554	2,28,84,402	
Other Non-Current Liabilities	32,66,97,427	54,01,25,310	35,09,28,839	12,32,48,223	66,01,636
Current Liabilities:	**39,49,04,42,879.64**	**36,19,82,29,207**	**11,78,09,10,793**	**32,47,54,29,316**	**6,26,24,25,989**
Financial	37,41,19,51707	34,49,23,44,726	6,00,00,00,000	28,39,61,83,969	5,07,53,27,159
Provisions					
Current Tax Liabilities (net)					

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
Other Current Liabilities	2,07,84,91,173	1,70,58,84,481	5,78,09,10,793	4,07,92,45,348	1,18,70,98,830
Total Liabilities	**2,26,31,86,49,759**	**2,08,20,59,48,149**	**1,38,62,28,35,999**	**85,66,91,81,450**	**55,78,54,90,958**
Equity (including other equity & non-controlling interest)	28,20,49,27,844	28,20,49,27,844	28,20,49,27,844	24,98,42,27,844	35,02,31,66,937
Total Equity and Liabilities	**28,20,49,27,844**	**2,08,20,59,48,149**	**1,66,82,77,63,843**	**1,10,65,34,09,294**	**90,80,86,57,895**
Profit & Loss					
Total Revenue from operations	5,08,66,38,700.49	6,30,59,78,695	4,09,95,73,610	2,86,71,22,641	2,51,66,07,910
Other Income	1,26,73,32,532	3,28,29,748	2,54,47,403	4,08,641	2,67,73,022
Total Expenses (including exceptional item)	14,01,39,96,390.53	14,86,89,35,990	9,74,33,93,165	6,21,36,34,631	4,66,37,53,444
Total Comprehensive Income:	**-7,66,00,25,158**	-8,53,01,27,548	**-5,61,83,72,152**	**-3,34,61,03,349**	**-2,12,03,72,512**
Profit/Loss		-	-	-	-
Other Comprehensive Income		-	-	-	-
Profit/Loss after Tax		**-**	**-**	**-**	**-**
Earning per Equity shares		-	-	-	-
Basic & Diluted		-	-	-	-
Continuing Operations		-	-	-	-
Discontinued Operations		-	-	-	-
Continuing & Discontinued Operations		-	-	-	-

Particulars	For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
Cashflow					
Net cash generated from operating activities		**(93,94,46,073)**	-29,24,51,26,327	-11,66,92,45,051	-5,50,40,40,547
Net cash used in / generated from investing activities		**(2,91,49,45,646)**	1,28,73,33,338	1,41,08,09,649	-6,23,56,11,983
Net cash used in financing activities		**4,96,72,02,478**	13,10,58,73,154	2,40,90,86,253	20,42,67,06,296
Cash and cash equivalents		59,24,70,45,880	58,13,42,35,120	72,98,61,54,955	80,83,55,04,104
Net Cash Flow as per statement of cash flows		1,11,28,10,760	-14,85,19,19,835	-7,84,93,49,149	8,68,70,53,766
Balance as per statement of cash flows		**59,24,70,45,880**	58,13,42,35,120	72,98,61,54,955	80,83,55,04,104
Additional Information					
Net worth	28,20,49,27,844.00	28,20,49,27,844	28,20,49,27,844	24,98,42,27,844	35,02,31,66,937
Cash and Cash Equivalents	59,67,88,91,167	59,24,70,45,880	58,13,42,35,120	72,98,61,54,955	80,83,55,04,104
Current Investments	6,95,10,34,586	10,51,75,02,904	6,00,00,00,000	6,00,00,00,000	6,00,00,00,000
Net Sales	5,08,66,38,700	6,30,59,78,695	4,09,95,73,610	2,86,71,22,641	2,51,66,07,910
EBIDTA	4,32,60,33,046	571,66,94,712	3,64,09,12,200	2,10,81,79,827	2,41,85,07,734

Particulars	**For the period between April 1, 2023 to December 31, 2023**	**For the financial year 2022-2023**	**For the financial year 2021-2022**	**For the financial year 2020-2021**	**For the financial year 2019-2020**
EBIT	4,24,90,52,158	5,60,66,91,663	3,52,28,60,118	1,98,23,11,840	2,30,02,83,271
Dividend Amounts	Nil	Nil	NIL	NIL	NIL
Long Term debt to working capital	1.95	1.98	1.48	1.03	0.59
Current Liability ratio – Current liabilities/Non-current liability	0.01	0.25	0.09	0.61	0.13
Assets Under Management	Not Applicable	Not Applicable	Not applicable	Not applicable	Not applicable
Off Balance Sheet Assets	Not Applicable	Not Applicable	Not applicable	Not applicable	Not applicable
Total Debts to Total assets	0.86	0.85	0.79	0.74	0.53
Debt Service Coverage Ratio	0.02	0.03	0.03	0.03	0.04
Interest Income	5,08,66,38,700	6,30,59,78,695	4,09,95,73,610	2,86,71,22,641	2,51,66,07,910
Interest Expenses	13,17,64,09,848	14,16,96,48,958	9,14,47,01,453	5,34,93,68,408	4,01,12,49,897
Interest service coverage ratio	0.32	0.39	0.39	0.37	0.37
Interest service coverage ratio - PAS4	0.42	0.40	0.40	0.39	0.60
Provisioning and Write-offs	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable
Bad Debt to Account Receivable Ratios	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable
Gross NPA (%)	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable
Net NPA (%)	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable

Particulars	For the period between April 1, 2023 to December 31, 2023	For the financial year 2022-2023	For the financial year 2021-2022	For the financial year 2020-2021	For the financial year 2019-2020
Tier I Capital Adequacy Ratio (%)	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable
Tier II Capital Adequacy Ratio (%)	Not Applicable	Not applicable	Not applicable	Not applicable	Not applicable

Please also refer to **Annexure E** (*Financial Statements*) for more information.

(ii) *Consolidated Key Operational and Financial Parameters*: Not applicable

11. **Debt: Equity Ratio of the Issuer:**

Before the Issue	Not applicable
After the Issue	Not applicable

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any equity shares.

12. **Details of any other contingent liabilities of the Issuer based on the last audited financial statements including amount and nature of liability**

Nature of liability	As at 31 December 2023	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021
Income Tax Assessment	INR 1.90 Crore and INR 0.32 Crores	INR 1.90 Crore and INR 0.32 Crore	INR 0.32 Crore	NIL
Invoice Raised by vendor pending approval by Management	INR 34.04 Crore	INR 10.60 Crores	NIL	NIL
Total	INR 36.26 Crore	INR 12.82 Crore	INR 0.32 Crore	NIL

13. **Brief history of the Issuer since its incorporation giving details of its following activities:**

(i) **Details of Share Capital**:

Share Capital	**Amount (in Rs.)**
Authorised share capital	Not applicable
Issued, Subscribed and paid- up share capital	Not applicable

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any shares.

(ii) **Changes in its capital structure as at last quarter end, for the last 3 (three) years:**

Date of change (AGM/EGM)	**Particulars**
Not applicable	Not applicable

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any shares.

(iii) **Equity share capital history of the Issuer, for the last 3 (three) years**:

Not applicable.

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any equity shares.

(iv) **Details of any Acquisition or Amalgamation with any entity in the last 1 year**:

NIL

(v) **Details of any Reorganisation or Reconstruction in the last 1 year**:

NIL

14. **Details of the Shareholding of the Issuer as on the latest quarter end as per the format specified under the listing regulations**:

Not applicable

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any equity shares.

15. **List of top 10 holders of Equity Shares of the Issuer as at the latest quarter end**

Not applicable.

***Note*:** The Issuer is a body corporate viz., a board constituted under KIIF Act and has not issued any equity shares.

16. **Following details regarding the directors of the "Company"**:

(i) **Details of the current directors of the "Company"**

As per the SEBI NCS Regulations (as applicable), particulars as identified therein are to be disclosed in respect of "current directors of the Company". However, the Issuer is a body corporate in the nature of a board constituted under the KIIF Act and as per its constitution and KIIF Act, it does not have any directors and the Issuer is governed by a board of members. Accordingly, we have provided the relevant details of the Issuer's members below.

S. No.	Name, Designation	Age (in years)	Address	Date of Appointment	Whether wilful defaulter (Yes/No)
1	Shri. Pinarayi Vijayan Chairperson	78	3rd Floor, North Block, Government Secretariat, Thiruvanantha puram.	25/05/2016	No
2	Shri. K. N. Balagopal Vice-Chairperson	60	4th Floor, North Block, Government Secretariat, Thiruvanantha puram	20/05/2021	No
3	Dr. V Venu IAS Member	59	Government Secretariat, Thiruvanantha puram.	01/07/2023	No
4	Shri. KG Sanal Kumar Member	56	Government Secretariat, Thiruvanantha puram.	03/08/2023	No
5	Shri. Rabindra Kumar Agarwal Member	54	Finance Department, Govt. Secretariat, Thiruvanantha puram	01/08/2023	No

S. No.	Name, Designation	Age (in years)	Address	Date of Appointment	Whether wilful defaulter (Yes/No)
6	Dr. R. Ramachandran Member	70	Kerala State Planning Board, Thiruvananthapuram.	19/08/2016	No
7	Prof. Sushil Khanna Independent Member	72	IIM Calcutta Hemant Mukhupadhyay Sarani Keyatala, Calcutta-700029.	19/09/2016	No
8	Sri. Salim Gangadharan Independent Member	70	C-26, RNP Lane, Near Jawahar Nagar, Vellayambalarn, Sasthmangalam P.O., Thiruvananthapuram-695010	19/09/2016	No
9	Sri. J.N. Gupta Independent Member	69	B 204, Muktangan, Upper Govind Nagar, Malad East, Mumbai 400097	19/09/2016	No
10	Sri. Radhakrishanan Nair Independent Member	68	J1403, Raheja Vistas, Raheja Vihar, Chandivali, Powai, Mumbai - 400072	31/10/2016	No
11	Dr. Ajay Kumar	61	Bungalow No 7, New Moti	08/06/2023	No

S. No.	Name, Designation	Age (in years)	Address	Date of Appointment	Whether wilful defaulter (Yes/No)
	Independent Member		Bag, Sarojini Nagar, South West Delhi 110023		
12	Shri.T.S Vijayan Independent Member	70	Sunnyvale, TC 8/725(1), Thirumala, Thiruvananthapuram-695 006.	18/03/2020	No
13	Dr. K. M. Abraham CFA, IAS (Retd.), CEO & Member Secretary	66	B 4 Lower, Millenium Apartments, Jagathy, Thycaud P O, Thiruvananthapuram, Kerala, 695014	19/08/2016	No

(ii) **Details of change in "directors" since last three financial years and current financial year**

As per the SEBI NCS Regulations (as applicable), particulars as identified therein are to be disclosed in respect of "change in "directors". However, the Issuer is a body corporate in the nature of a board constituted under the KIIF Act and as per its constitution and KIIF Act, it does not have any directors and the Issuer is governed by a board of members. Accordingly, we have provided the relevant details of change in its members.

Sl. No.	Name and designation	Date of appointment	Date of cessation, if applicable	Date of resignation, if applicable	Remarks
1	Shri. CP Chandrasekhar Independent Member	19/09/2016	Not Applicable	02/06/2021	Not Applicable

Sl. No.	Name and designation	Date of appointment	Date of cessation, if applicable	Date of resignation, if applicable	Remarks
2	Dr. TM Thomas Isaac	25/05/2016	03/05/2021	Not Applicable	Former Minister for Finance
3	Dr. Vishwas Mehta	31/05/2020	28/02/2021	Not Applicable	Former Chief Secretary
4	Shri. Tom Jose	01/07/2018	31/05/2020	Not Applicable	Former Chief Secretary
5	Shri. Aravind Babu	07/06/2019	31/05/2021	Not Applicable	Former Law Secretary
6	Shri. Rajesh Kumar Singh, IAS	14/01/2022	22/09/2022	Not Applicable	Former Finance Secretary
7	Shri. K. N. Balagopal	03/05/2021	Not Applicable	Not Applicable	Current Finance Minister
8	Shri. V. Hari Nair	01/06/2022	31/07/2023	Not Applicable	Former Law Secretary
9	Shri. Bishwanath Sinha IAS	23/09/2022	30/06/2023	Not Applicable	Former Finance Secretary
10	Dr. V. P. Joy IAS	01/03/2021	31/06/2023	Not Applicable	Former Chief Secretary
11	Dr. Sudipto Mundle	31/10/2016	Not Applicable	26/08/2023	Not Applicable
12	KG Sanal Kumar	03/08/2023	Not Applicable	Not Applicable	Current Law Secretary
13	Dr. Rabindra Kumar Agarwal	01/08/2023	Not Applicable	Not Applicable	Current Finance Secretary
14	Dr. Ajay Kumar	08/06/2023	Not Applicable	Not Applicable	Independent Member

17. Following details regarding auditors of the Issuer

(i) **Details of the auditor of the Issuer:**

Name of the Auditor	Address	Auditor Since
Varma & Varma Chartered Accountants	TC9/1504, Galaxy SMRA -14, Sasthamangalam PO Thiruvananthapuram, Kerala 695010	28/04/2020

(ii) **Details of change in auditors of the Issuer during the last three years**

Nil.

18. **Details of following liabilities of the Issuer as the end of the last quarter or if available, a later date:**

(a) **Details of Outstanding Secured Loan Facilities:**

Nil.

(b) **Details of Outstanding Unsecured Loan Facilities:**

Name of the Lender	Type of Facility	Amount Sanctioned (INR Crores)	Principal Amount Outstanding (INR Crores)	Repayment Date / Schedule
NABARD-NIDA (Tranche 1)	Term Loan	565	344.58	12 Years including 2 years moratorium
State Bank of India	Term Loan	1000	687.32	10 Years including 2 years moratorium
Indian Bank	Term Loan	500	365.73	12 Years including 2 years moratorium
Union Bank of India	Term Loan	500	333.33	10 Years including 2 years moratorium
Masala Bond	Bond	2150	2150	5 years
Syndicate Bank (Canara)	Term Loan	200	160	12 Years including 2 years moratorium
Corporation Bank (UBI)	Term Loan	250	210.42	12 Years including 2 years moratorium
Bonds to KSFE Ltd	Bond	1453.92	1161.67	Ranging from 3 years to 6 Years

Name of the Lender	Type of Facility	Amount Sanctioned (INR Crores)	Principal Amount Outstanding (INR Crores)	Repayment Date / Schedule
Pravasi Dividend Scheme	Loan	329.20	329.20	NA (Subject to conditions of the scheme)
NABARD-NIDA (Tranche 2)	Term Loan	1061.73	769.23	15 Years including 2 years moratorium
REC Ltd- I	Term Loan	2268.27	1697.02	7 Years including 2 Year moratorium
Bank of Baroda (Tranche 1)	Term Loan	750	726.56	10 Years including 2 years moratorium
Indian Bank (Tranche 2)	Term Loan	500	487.40	12 Years including 2 years moratorium
Bank of Maharashtra	Term Loan	1000	1000	12 Years including 2 years moratorium
Bank of Baroda (Tranche 2)	Term Loan	1250	1250	10 Years including 2 years moratorium
Bank of India	Term Loan	700	700	12 Years including 2 years moratorium
Canara Bank	Term Loan	500	500	12 Years including 2 years moratorium
HUDCO	Term Loan	1000	500	15 Years including 2 years moratorium
ICICI Bank Ltd	Term loan	300	175	5 years including 1 year moratorium
Kerala Financial Corporation	Term Loan	1000	916.69	7 years including 1 year moratorium
REC Ltd- II	Term Loan	1248.88	550.53	7 years including 2 year moratorium

Name of the Lender	Type of Facility	Amount Sanctioned (INR Crores)	Principal Amount Outstanding (INR Crores)	Repayment Date / Schedule
REC Ltd- III	Term Loan	228.65	102.78	7 years including 2 year moratorium
REC Ltd- IV	Term Loan	160.73	21.27	7 years including 2 year moratorium
REC Ltd- V	Term Loan	807.19	487.34	7 years including 2 year moratorium
Kotak Mahindra Bank Ltd	Term Loan	100	100	5 years including 2 year moratorium
HUDCO	Term Loan	2000	1400	15 Years including 2 years moratorium
HUDCO	Term Loan	800	800	15 Years including 1 Year moratorium
REC Ltd VI	Term Loan	675.51	605.03	7 years including 2 year moratorium
TOTAL		**22793.42**	**18,681.89**	

(c) **Details of outstanding non-convertible securities:**

Sr. No.	Series of NCS	Tenor/ Period of Maturity	Coupon	Amount	Date of allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
1	1/2019	5 years	9.723	INR 2,150 Crore	29/03/2019	29/03/2024	"BB-" by S&P Global Ratings and "BB" from Fitch Ratings Inc	Secured	Secured by first ranking exclusive charge over debt service account and sinking fund and guaranteed by

Sr. No.	Series of NCS	Tenor/ Period of Maturity	Coupon	Amount	Date of allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
									GoK's guarantee
2	KIIFB Green Bonds Series-I 8.49% KERALA INFRASTRUCTURE INVESTMENT FUND BOARD 2033 ("**Green Bond Issuance**")	4-10 Years under 7 different STRPPs A though G	8.49	300.02 Crore	03/07/2023	02-10-2026 to 04/07/2033	AA (CE) by India Ratings and Research Ltd and Acuite Research Ltd	Unsecured	Unsecured, Rated, Listed, Redeemable, Taxable, Non-Convertible Green Bonds in the form of non-convertible debentures supported by unconditional and irrevocable guarantee by the Government of Kerala as a principal debtor and not merely as a surety.

Sr. No.	Series of NCS	Tenor/ Period of Maturity	Coupon	Amount	Date of allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
3	KIIFB Domestic Bonds 8.95% KERALA INFRASTRUCTURE INVESTMENT FUND BOARD 2033 ("**Original Issuance Bonds**")	4-10 Years under 7 different STRPPs A though G	8.95	1002.96 Crore	22/12/2023	22/03/2027 to 22/12/2033	AA (CE)/ Stable by India Ratings and Research Ltd and Acuite Research Ltd	Unsecured	Unsecured, Rated, Listed, Redeemable, Taxable, Non-Convertible bonds in the form of non-convertible debentures supported by unconditional and irrevocable guarantee by the Government of Kerala as a principal debtor and not merely as a surety.
	KIIFB Domestic Bonds 8.95% KERALA INFR	4-10 Years under 7 different STRPPs A though G	8.95	497 Crore	18/01/2023	22/03/2027 to 22/12/2033	AA (CE)/ Stable by India Ratings and Research Ltd	Unsecured	Unsecured, Rated, Listed, Redeemable, Taxable, Non-Convertible

Sr. No.	Series of NCS	Tenor/ Period of Maturity	Coupon	Amount	Date of allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	ASTRUCTURE INVESTMENT FUND BOARD 2033 (re-issue under ISINs: INE658F08086, INE658F08128, INE658F08110, INE658F08102, INE658F08094, INE658F08144 and INE658F08136)						and Acuite Research Ltd		bonds in the form of non-convertible debentures supported by unconditional and irrevocable guarantee by the Government of Kerala as a principal debtor and not merely as a surety.

Sr. No.	Series of NCS	Tenor/ Period of Maturity	Coupon	Amount	Date of allotment	Redemption Date/ Schedule	Credit Rating	Secured / unsecured	Security
	("**Re-issuance Bonds**")								

(d) **List of Top 10 holders of non-convertible securities of the Issuer in terms of value (in cumulative basis)**

(i) **INR Bonds**

The Issuer has issued 9.723 per cent. fixed rate synthetic senior secured guaranteed notes for amounts aggregating up to INR 21,500,000,000 pursuant to a trust deed dated 19 September 2018 ("**INR Bonds**"). The INR Bonds are listed on Singapore Exchange Securities Trading Limited and London Stock Exchange's International Securities Market.

The INR Bonds are held in dematerialised form in the clearing systems (Euroclear Banking SA/NV and Clearstream Luxembourg) via a custodian who will themselves have an account with the clearing system. The beneficial interests in the INR Bonds are held by custodians. Given the INR Bonds are traded over the counter in the secondary market on a daily basis, it is not possible to verify with any certainty the holder of the INR Bonds at any given point in time. Hence, we are unable to list the 10 holders of the INR Bonds.

(ii) **Green Bonds**

The Green Bonds are held by multiple investors and as they are listed securities, there are subject to frequent transfers on a daily basis, it is not possible to verify with any certainty the holder of the Green Bonds at any given point in time. Hence, we are unable to list the 10 holders of the Green Bonds.

(iii) **Original Issuance Bonds and Re-issuance Bonds**

The Original Issuance Bonds and Re-issuance Bonds are held by multiple investors and as they are listed securities, there are subject to frequent transfers on a daily basis, it is not possible to verify with any certainty the holder of the Original Issuance Bonds and Re-issuance Bonds at any given point in time. Hence, we are unable to list the 10 holders of the Original Issuance Bonds and Re-issuance Bonds.

(e) **Details of Commercial Paper / Certificate of Deposit as at the end of the last quarter:**

Nil.

(f) **Details of rest of the borrowing (if any including hybrid debt like FCCB, Optionally Convertible Debentures / Preference Shares) of the Issuer not already covered above as at the end of last quarter:**

Nil.

19. **Details of any outstanding borrowings taken/ debt securities issued for consideration other than cash, whether (i) in whole or part, (ii) at a premium or discount, or (iii) in pursuance of an option or not:**

Nil.

20. **Details of all default/s and/or delay in payments of interest and principal of any kind of term loans, debt securities and other financial indebtedness including corporate guarantee issued by the Issuer, in the past 3 years including the current financial year:**

Nil.

21. **Any material event/ development or change having implications on the financials/credit quality (e.g. any material regulatory proceedings against the Issuer/promoters, litigations resulting in material liabilities, corporate restructuring event etc.) at the time of issue which may affect the issue or the investor's decision to invest / continue to invest in the non-convertible securities:**

(a) Enforcement Directorate Investigation

In connection with the INR Bonds, the Directorate of Enforcement ("**ED**") had issued several summons to the Issuer's officials from February 3, 2021 onwards ("**Summons**"). The Summons have been issued under Section 37 of the Foreign Exchange Management Act, 1999, read with Section 131(1) of the Income Tax Act, 1961 and Section 30 of the Civil Procedure Code, 1908. The Issuer and its officials have complied with the requirements under the Summons and have provided all information requisitioned by the ED. Till date, no formal complaint has been filed by the ED against the Issuer.

In this connection, the Issuer has filed a writ petition bearing number 26228 of 2022 before the Hon'ble High Court of Kerala for quashing the Summons and to restrict the ED from undertaking any action pursuant to the Summons. The Hon'ble High Court of Kerala by way of order dated October 11, 2022 in the writ petition has restricted ED from issuing further summons and the matter is currently sub-judice. The Hon'ble High Court of Kerala vide order dated December 14, 2023, partly allowed the writ petition and set aside the summons issued by ED to the officials of the Issuer.

Subsequently, ED has issued summons to the Issuer's officials on January 5, 2024 and February 7, 2024 and the Issuer has filed a writ petition bearing number 1377 of 2024 before the Hon'ble High Court of Kerala challenging such summons.

(b) Directorate General of GST Intelligence investigation

In connection with the INR Bonds, the Directorate General of GST Intelligence has issued a show cause notice dated May 18, 2022 to the Issuer, requesting the Issuer to provide the reason for not paying service tax on the services received by it from foreign entities under Sections 73 and 50 of the Central Goods and Service Tax Act, 2017, Section 20 of the Integrated Goods and Service Tax Act, 2017 and corresponding provisions of the Kerala State Goods and Service Tax Act, 2017. The Issuer responded to the notice vide its letter dated April 29, 2023 and appeared in the personal hearing on May 2, 2023 conducted by the Additional Commissioner of Central Goods and Service Tax and Central Excise, Thiruvananthapuram ("**AC GST**") stating that the concerned services were non-taxable under applicable law. The orders from the AC GST passed an order on November 23, 2023 in which the proposals made vide the show cause notice dated May 18, 2022 were confirmed without considering the Issuer's arguments conclusively (in the Issuer's opinion). The order of the AC GST has been challenged by the Issuer in appeal before the Appellate Commissioner on February 28, 2024.

(c) Any litigation or legal action pending or taken by a Government Department or a statutory body during the last three years immediately preceding the year of the issue of prospectus against the promoter of the Issuer:

Nil.

22. **Details of default and non-payment of statutory dues:**

Nil.

23. **Debenture Trustee:**

The Debenture Trustee for the Issue of Debentures proposed to be issued under this Information Memorandum shall be Catalyst Trusteeship Limited. The Debenture Trustee has given its written consent for its appointment as debenture trustee and inclusion of its name in the form and context in which it appears in this Information Memorandum for the Issue of Debentures. The Debenture Trustee has given their consent to the Issuer to act as trustee for the Debenture Holders under the Securities and Exchange Board of India (Debenture Trustee) Regulations, 1993.

The consent letter dated March 5, 2024 from the Debenture Trustee is attached as **Annexure C** (*Consent of Debenture Trustee*) to this Information Memorandum.

24. **If the security is backed by a guarantee or letter of comfort or any other document / letter with similar intent, a copy of the same shall be disclosed. In case such document does not contain detailed payment structure (procedure of invocation of guarantee and receipt of payment by the investor along with timelines), the same shall be disclosed in the offer document**

The Debentures are guaranteed by an irrevocable and unconditional guarantee issued by the Government of Kerala. Copies of the government orders dated March 7, 2024, issued by Government of Kerala approving the extension of such unconditional and irrevocable guarantee is annexed as **Annexure F** (*Guarantee Details*) to this Information Memorandum.

25. **Disclosure of Cash flow with date of interest/dividend/ redemption payment as per day count convention:**

(a) **The day count convention for dates on which the payment in relation to non-convertible securities which need to be made:** Actual/Actual.

(b) **Procedure and time schedule for allotment and issuance of securities:**

Issue opening date: March 22, 2024

Issue closing date: March 22, 2024

Pay-in Date: March 26, 2024

Deemed date of allotment: March 26, 2024

(c) Cash flow emanating from the non-convertible securities by way of illustration:

(i) On considering the aggregate issue size i.e., up to INR 849,94,00,000 (Indian Rupees Eight Hundred Forty Nine Crore Ninety Four Lakh Only)

Days in Year	Days	Dates	A	B	C	D	E	F	G	Total
		Issue Price per Bond	100000	100000	100000	100000	100000	100000	100000	700000
			100000	100000	100000	100000	100000	100000	100000	700000
Issue Date		26/03/2024								
Value Date		26/03/2024	-100000	-100000	-100000	-100000	-100000	-100000	-100000	-700000
Acc. Int.	0	26/03/2024	0	0	0	0	0	0	0	0
365	92	26/06/2024	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	92	26/09/2024	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	91	26/12/2024	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	15,881.37
365	90	26/03/2025	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	15,706.85
365	92	26/06/2025	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	92	26/09/2025	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	91	26/12/2025	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	15,881.37
365	90	26/03/2026	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	15,706.85
365	92	26/06/2026	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	92	28/09/2026	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	2,293.70	16,055.89
365	91	28/12/2026	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	15,881.37
365	90	26/03/2027	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	15,706.85

Days in Year	Days	Dates	A	B	C	D	E	F	G	Total
365	91	25/06/2027	27,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	40,881.37
365	91	24/09/2027	26,701.58	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	40,314.18
365	91	24/12/2027	26,134.38	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	2,268.77	39,746.99
366	91	24/03/2028	25,567.19	2,262.57	2,262.57	2,262.57	2,262.57	2,262.57	2,262.57	39,142.60
366	94	26/06/2028		27,337.16	2,337.16	2,337.16	2,337.16	2,337.16	2,337.16	39,022.95
366	92	26/09/2028		26,715.57	2,287.43	2,287.43	2,287.43	2,287.43	2,287.43	38,152.73
366	91	26/12/2028		26,131.28	2,262.57	2,262.57	2,262.57	2,262.57	2,262.57	37,444.13
365	90	26/03/2029		25,560.96	2,243.84	2,243.84	2,243.84	2,243.84	2,243.84	36,780.14
365	92	26/06/2029			27,293.70	2,293.70	2,293.70	2,293.70	2,293.70	36,468.49
365	92	26/09/2029			26,720.27	2,293.70	2,293.70	2,293.70	2,293.70	35,895.07
365	91	26/12/2029			26,134.38	2,268.77	2,268.77	2,268.77	2,268.77	35,209.45
365	90	26/03/2030			25,560.96	2,243.84	2,243.84	2,243.84	2,243.84	34,536.30
365	92	26/06/2030				27,293.70	2,293.70	2,293.70	2,293.70	34,174.79
365	92	26/09/2030				26,720.27	2,293.70	2,293.70	2,293.70	33,601.37
365	91	26/12/2030				26,134.38	2,268.77	2,268.77	2,268.77	32,940.68
365	90	26/03/2031				25,560.96	2,243.84	2,243.84	2,243.84	32,292.47
365	92	26/06/2031					27,293.70	2,293.70	2,293.70	31,881.10
365	92	26/09/2031					26,720.27	2,293.70	2,293.70	31,307.67
365	91	26/12/2031					26,134.38	2,268.77	2,268.77	30,671.92
366	91	26/03/2032					25,565.64	2,262.57	2,262.57	30,090.78
366	91	25/06/2032						27,262.57	2,262.57	29,525.14
366	91	24/09/2032						26,696.93	2,262.57	28,959.49
366	91	24/12/2032						26,131.28	2,262.57	28,393.85
365	91	25/03/2033						25,567.19	2,268.77	27,835.96
365	91	24/06/2033							27,268.77	27,268.77
365	94	26/09/2033							26,757.67	26,757.67

Days in Year	Days	Dates	A	B	C	D	E	F	G	Total
365	91	26/12/2033							26,134.38	26,134.38
365	88	24/03/2034							25,548.49	25,548.49
		TOTAL	**132,971.92**	**142,113.84**	**151,209.18**	**160,309.18**	**169,413.86**	**178,476.57**	**187,584.38**	**1,122,078.93**

26. **Disclosures pertaining to wilful defaulter:**

If the Issuer or its promoter or members is declared wilful defaulter:

Name of the bank declaring the entity as a wilful defaulter	Not applicable
The year in which the entity is declared as a wilful defaulter	Not applicable
Outstanding amount when the entity is declared as a wilful defaulter	Not applicable
Name of the entity declared as a wilful defaulter	Not applicable
Steps taken, if any, for the removal from the list of wilful defaulters	Not applicable
Other disclosures, as deemed fit by the issuer in order to enable investors to take informed decisions	Not applicable
Any other disclosure as specified by SEBI	Not applicable

27. **Undertaking by the Issuer**

(i) "Investors are advised to read the risk factors carefully before taking an investment decision in this issue. For taking an investment decision, investors must rely on their own examination of the issuer and the offer including the risks involved. The securities have not been recommended or approved by the any regulatory authority in India, including the Securities and Exchange Board of India (SEBI) nor does SEBI guarantee the accuracy or adequacy of this document. Specific attention of investors is invited to the statement of 'Risk factors' under the section 'General Risks' of Part 4 (*Risk Factors*) of this Information Memorandum."

(ii) "The Issuer, having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to the issuer and the issue, that the information contained in the offer document is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which make this document as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect."

(iii) "The Issuer has no side letter with any debt securities holder except the one(s) disclosed in the offer document/placement memorandum. Any covenants later added shall be disclosed on the stock exchange website where the debt is listed."

28. **Other Details:**

(i) **Creation of Debenture Redemption Reserve - relevant legislations and applicability**

Not applicable as the Issuer is not a company incorporated under the Companies Act, 2013.

(ii) **Issue / instrument specific regulations:**

(a) Securities Contracts (Regulation) Act, 1956;

(b) Securities and Exchange Board of India Act, 1992;

(c) The Depositories Act, 1996;

(d) Securities and Exchange Board of India (Issue and Listing of Non-

(e) Convertible Securities) Regulations, 2021;

(f) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;

(g) the Securities and Exchange Board of India (Debenture Trustees) Regulations, 1993;

(h) KIIF Act; and

(i) all other relevant laws (including rules, regulations, clarifications, notifications, directives, circulars as may be issued by the Securities Exchange Board of India, and any statutory, regulatory, judicial, quasi-judicial authority).

(iii) **Default in Payment:**

Please refer to serial number 69 against the particular "Default Interest Rate", under the Part 5 (*Issue Details*) of this Information Memorandum.

(iv) **Delay in Listing:**

In case of delay in listing of the Debentures beyond 3 (three) trading days from the Issue Closing Date, the Issuer shall pay penal interest of 1% (one percent) per annum over and above the Coupon Rate for the period of delay (i.e. from the date of allotment to the date of listing), to the Investors.

(v) **Delay in allotment of securities:**

The allotment shall happen in accordance with applicable laws within 1 (one) or 2 (two) business days from the Issue Closing Date (as per the settlement cycle chosen by the Issuer). In the event of failure to do so, the Issuer shall pay interest for the delayed period as per the provision specified by regulatory authority from time to time.

(vi) **Issue Details:**

Please refer to Part 5 (*Issue Details*) of this Information Memorandum

(vii) **Application process:**

Please refer to Part 9 (*Issue Procedure*) of this Information Memorandum.

(viii) **Disclosure prescribed under PAS-4 of Companies (Prospectus and Allotment of Securities), Rules, 2014 but not contained in this schedule, if any:**

Not applicable, as the Issuer is not a company incorporated under the Companies Act, 2013.

(ix) **Project details: gestation period of the project; extent of progress made in the project; deadlines for completion of the project; the summary of the project appraisal report (if any), schedule of implementation of the project:**

The Issue proceeds shall be used for providing financing to various infrastructure projects in the State of Kerala as approved by the board members of the Issuer from time to time.

29. **Disclosure regarding Security**

While the Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations, they are to be secured and guaranteed as per the terms set out in Part 5 (*Issue Details*) of this Information Memorandum

PART 8: DISCLOSURES AS PER THE SEBI DT OPERATIONAL CIRCULAR

Sr. No.	Particulars	Details
1.	Security free from encumbrance*	While the Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations, they are to be secured and guaranteed as per the terms set out in Part 5 (*Issue Details*) of this Information Memorandum, and such security is free from all encumbrances.
2.	Information on consents/permissions required for creation of further charges on assets.	Not applicable
3.	Terms and conditions of the Debenture Trustee Agreement including fees charged by the Debenture Trustee, details of security to be created and process of due diligence carried out by the Debenture Trustee.	Catalyst Trusteeship Limited has agreed to act as the debenture trustee for the Debenture Holders. The copy of the consent letter from Catalyst Trusteeship Limited to act as debenture trustee for and on behalf of the holders of Debentures is annexed as **Annexure C** (*Consent of Debenture Trustee*) to this Information Memorandum. **Fees charged by the Debenture Trustee:** The Issuer entered into a Debenture Trustee Agreement with Catalyst Trusteeship Limited on March 15, 2024, for appointing Catalyst Trusteeship Limited as the Debenture Trustee for the Issue on such terms as contained therein. The details of agreed fees in this regard has been set out in consent letter from Catalyst Trusteeship Limited to act as debenture trustee for and on behalf of the holders of Debentures annexed as **Annexure C** (*Consent of Debenture Trustee*) to this Information Memorandum. **Details of security to be created:** The Debentures are not "secured debt securities" for the purposes of the SEBI NCS Regulations, they are to be secured and guaranteed as per the terms set out in Part 5 (*Issue Details*) of this Information Memorandum, and such security is free from all encumbrances. **Process of due diligence carried out by the Debenture Trustee:** The Debenture Trustee, either through itself or its agents /advisors/consultants, has/ shall carry out requisite diligence as per applicable laws. The Issuer shall provide all assistance to the Debenture Trustee as may be required in this regard. **Role and Responsibilities of the Debenture Trustee:** As provided in the Debenture Documents and required under applicable law.
4.	Due diligence certificate as per the format in	The due diligence certificate dated March 16, 2024 issued by the Debenture Trustee is attached as **Annexure G (***Due diligence*

Sr. No.	Particulars	Details
	Annexure II-A of Chapter II of the SEBI DT Operational Circular.	*certificate as per the format in annexure II-A of chapter II of the SEBI DT Operational Circular)* to this Information Memorandum.
5.	Disclaimers under the SEBI DT Operational Circular	(i) The charge created by Issuer shall be registered with sub-registrar, Registrar of Companies, CERSAI, Depository etc., as applicable, within 30 days of creation of such charge. In case the charge is not registered anywhere or is not independently verifiable, then the same shall be considered a breach of covenants/terms of the issue by the Issuer. (ii) Before making the application for listing of the Debentures, the Issuer shall create charge as specified in this Information Memorandum, in favour of the Debenture Trustee and also execute the Debenture Trust Deed with the Debenture Trustee; and (iii) The Stock Exchange shall list the Debentures only upon receipt of a due diligence certificate as per the format specified in Schedule IV of the SEBI NCS Regulations read with SEBI DT Operational Circular.
6.	Any additional covenant (including any side letter, accelerated payment clause etc.)	As per the terms set out in Part 5 (*Issue Details*) of this Information Memorandum

****The Debentures shall be considered as secured only if the Security/charged asset, as the case maybe, is registered with the relevant sub-registrar and Registrar of Companies or CERSAI or Depository etc., as applicable, or is independently verifiable by the Debenture Trustee.***

PART 9: ISSUE PROCEDURE

The Issuer proposes to Issue the Debentures on the terms set out in this Information Memorandum and other Debenture Documents. The Debentures being offered pursuant to this Information Memorandum are subject to the provisions of the SEBI NCS Regulations, SEBI Operational Circular, the KIIF Act, and the terms of this Information Memorandum and other terms and conditions as may be incorporated in the Debenture Trust Deed. This Part 9 (*Issue Procedure*) applies to all potential Investors.

Notwithstanding anything contained in the Information Memorandum, in case of any inconsistency or repugnancy between the Information Memorandum and the Debenture Trust Deed, the Debenture Trust Deed shall prevail.

We confirm that the Mechanism adopted in compliance with Regulation 13 of the Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992. Further:

(a) We would like to disclose to all the stakeholders including but not limited to potential Investors that, KIIFB has appointed PRP Professional Edge Associates Private Limited as Arranger to the Issue;

(b) We further would like to disclose that lead managers/ merchant bankers/ arranger either directly or through its affiliates or it associates or its subsidiaries may invest in the proposed issue through EBP mechanism in transparent manner; and

(c) EBP mechanism is adopted to ensure fair, objective, and unbiased opportunity to all investors.

Since the aggregate issue size during this financial year now crosses INR 100,00,00,000 (Indian Rupees One Hundred Crores), the Issuer will use Electronic Book Provider mechanism for the incremental private placement as per the SEBI Operational Circular.

All Investors are required to comply with the relevant regulations/ guidelines applicable to them for investing in this issue of Debentures.

How to bid

All eligible Investors will have to register themselves with BSE-BOND platform offered by BSE for participating in electronic book building mechanism. Investors should refer the operating guidelines for issuance of debt securities on private placement basis through an electronic book mechanism as available on the website of BSE.

Right to accept or reject bids

The Issuer reserves its full, unqualified and absolute right to accept or reject any bid(s), in part or in full, without assigning any reason thereof and to make provisional / final allocations at its absolute discretion.

Provisional/ Final allocation

Post completion of bidding process, the Issuer will upload the provisional allocation on the BSE-BOND EBP platform. Post receipt of Investor details, the Issuer will upload the final allocation file on the BSE-BOND EBP platform.

Minimum Application Size

The bids for the Debentures submitted on the BSE-BOND platform must be in compliance with applicable law including the BSE Operational Guidelines, and are required to be for a minimum of one bond of each STRPPs/sub-series, i.e., series 'A' through 'G' of a Debenture of a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each aggregating to INR 7,00,000/- (Indian Rupees Seven Lakh only) and multiples of 1 (one) bond of each STRPPs/sub-series, i.e., series 'A' through 'G' of a Debenture of a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each aggregating to INR 7,00,000/- (Indian Rupees Seven Lakh only) thereafter.

Who can Apply

Nothing in this Information Memorandum shall constitute and/or deem to constitute an offer or an invitation to an offer, to be made to the public or any section thereof through this Information Memorandum and this Information Memorandum and its contents should not be construed to be a prospectus nor a statement in lieu of prospectus and does not constitute an offer to the public generally to subscribe to or otherwise acquire the debt securities issued by the Issuer.

This Information Memorandum and the contents hereof or thereof are restricted for only the intended recipient(s) who have been addressed directly through a communication by the Issuer and only such recipients are eligible to apply for the Debentures.

The following categories of Investors together constitute "**Eligible Investors**":

(a) resident individuals; (b) Hindu Undivided Family; (c) trust; (d) limited liability partnerships; (e) partnership firm(s); (f) portfolio managers registered with SEBI; (g) association of persons; (h) companies and bodies corporate including public sector undertakings; (i) scheduled commercial banks; (j) regional rural banks; (k) financial institutions; (l) insurance companies; (m) mutual funds; (n) foreign portfolio investors (if permitted under applicable law); and (o) any other investor eligible to invest in these Debentures in accordance with applicable law

All Eligible Investors and subsequent Debenture Holders (who shall purchase the Debentures in the secondary market) are required to consult their own advisors in investing in the Debentures and comply with the relevant rules/regulations/guidelines/notifications applicable to them for investing in the Debentures.

Participation by potential Investors in the Issue proposed to be issued under this Information Memorandum may be subject to statutory and/or regulatory requirements applicable to them in connection with subscription to Indian securities by such categories of persons or entities. The bidders ought to seek independent legal and regulatory advice in relation to the laws applicable to them.

Minimum Subscription

As the Issue under this Information Memorandum will be made on private placement basis, the requirement of minimum subscription shall not be applicable to the Issue and therefore the Issuer shall not be liable to refund the subscription(s)/ proceed(s) in respect of Issue in the event of the total Issue collection falling short of the proposed Issue size or certain percentage of the proposed Issue size.

Mode of Payment

Payment should be made by the deadline specified by the BSE. Successful bidders should do the funds pay-in to the following bank account of the Indian Clearing Corporation Limited ("**Designated Bank Account**"):

Name of Bank	HDFC BANK
IFSC Code	HDFC0000060
Account number	ICCLEB
Name of beneficiary	INDIAN CLEARING CORPORATION LIMITED

Name of Bank	ICICI Bank Ltd.
IFSC Code	ICIC0000106
Account number	ICCLEB
Name of beneficiary	INDIAN CLEARING CORPORATION LTD

Name of Bank	YES BANK
IFSC Code	YESB0CMSNOC
Account number	ICCLEB
Name of beneficiary	INDIAN CLEARING CORPORATION LTD

Successful bidders must do the funds pay-in, in totality, to the Designated Bank Account up to 10:30 am on the Pay-In Date ("**Pay-in Time**"). Successful bidders should ensure to do the funds pay-in from their same bank account which is updated by them in the BSE Bond– EBP Platform while placing the bids. In case of mismatch in the bank account details between BSE Bond – EBP Platform and the bank account from which payment is done by the successful bidder, the payment would be returned back. Provided that, in case of bids made by the Arranger on behalf of Eligible Investors, funds pay-in shall be made from the bank account of such Eligible Investor.

Note: In case of failure of any successful bidder to complete the funds pay-in by the Pay-in Time or the funds are not received in the Indian Clearing Corporation Limited's Designated Bank Account by the Pay-in Time for any reason whatsoever, the bid will liable to be rejected and the Issuer and/or the Arranger shall not be liable to the successful bidder. Funds pay-out would be made by Indian Clearing Corporation Limited to the bank account of the Issuer. The entire amount of INR 1,00,000 per Debenture is payable on the Pay-in Date. The bids to subscribe to the Debentures submitted on the BSE Bond – EBP Platform should be for the number of Debentures applied for by the Eligible Investor.

Additional details:

Manner of bidding in the issue	Closed bidding
Manner of allotment in the issue	Multiple yield allotment
Manner of settlement in the issue	Through clearing corporation (ICCL)
Settlement cycle	T+2

The date of subscription shall be the date of realisation of proceeds of subscription money in the Designated Bank Account, as listed above.

Basis of Allotment and Schedule for Allotment

The Issuer reserves the sole and absolute right to allot the Debentures to any bidder. The unutilised portion of the application money in respect of which Debentures are not allotted will be refunded to the applicant by electronic transfer to the bank account notified by the applicant. In case the cheque payable at par facility is not available, the Issuer reserves the right to adopt any other suitable mode of payment. The Issuer will allot the Debentures to the Investors' dematerialised account within the timelines permitted under applicable law.

Right to Accept or Reject Bids

The board of members, the committee of members and/or any other authorised officials of the Issuer reserves its full, unqualified and absolute right to accept or reject any bids for subscription to the Debentures, in part or in full, without assigning any reason thereof.

Notwithstanding anything stated elsewhere, the Issuer reserves the right to accept or reject any bids, in part or in full, without assigning any reason. Subject to the aforesaid, in case of over subscription, priority will be given to Investors on a first come first serve basis.

Interest on Application Money

Not applicable.

Refunds

For Investors whose bids have been rejected or allotted in part, refund orders will be dispatched within 7 (seven) days from the Deemed Date of Allotment of the Debentures.

In case the Issuer has received money from bidders for Debentures in excess of the aggregate of the proposed subscription money relating to the Debentures in respect of which allotments have been made, the registrar/relevant person shall upon receiving instructions in relation to the same from the Issuer repay the moneys to the extent of such excess, if any.

Issue of Debentures in Dematerialised Form

The Debentures will be issued in dematerialised form within 2 (two) Trading Days from the Pay-in Date. The Issuer has made arrangements with the Depositories for the Issue in dematerialised form. The successful bidders will hold the Debentures in dematerialised form in accordance with the provisions of Depositories Act. The Issuer shall take necessary steps to credit the Debentures allotted to the relevant Depository account of the successful bidder. All provisions relating to issue, allotment, transfer, transmission etc. in respect of the Debentures as prescribed under the Depositories Act will be applicable to the Debentures issued in dematerialised form.

If the Debentures issued are held in dematerialised form, then no action is required on the part of the Debenture Holders for redemption purposes and the redemption proceeds will be paid by cheque/fund

transfer/RTGS to those Debenture Holders whose names appear on the list of beneficiaries provided by the Depository to the Issuer. The names would be in accordance with the Depository's records on the relevant record date fixed for the purpose of redemption. All such Debentures will be simultaneously redeemed through appropriate debit corporate action.

The list of beneficiaries as of the relevant Record Date setting out the relevant beneficiaries' name and account number, address, bank details and depositary participant's identification number will be given by the Depository to the Issuer and the Registrar. Based on the information provided above, the Issuer/Registrar will dispatch the cheque for interest / coupon payments to the beneficiaries. If permitted, the Issuer may transfer payments required to be made in relation to any by electronic transfer of funds/RTGS, to the bank account of the Debenture Holders for redemption and interest/ coupon payments.

Deemed Date of Allotment

All benefits relating to the Debentures will be available to the Debenture Holders from the Deemed Date of Allotment. The actual allotment of Debentures may take place on a date other than the Deemed Date of Allotment. The Issuer reserves the right to keep multiple allotment date(s)/ deemed date(s) of allotment at its sole and absolute discretion without any notice. The Deemed Date of Allotment may be changed (advanced/ postponed) by the Issuer at its sole and absolute discretion.

Payment on Redemption

In respect of the Debentures held in dematerialised form, payment of the redemption amount will be made by the Issuer to the beneficiaries in accordance with the beneficiary list provided by the Depositories as on the Record Date. The Debentures shall be taken as discharged on payment of the redemption amount by the Issuer to the beneficiaries in accordance with the beneficiary list by making payment electronically to the bank account notified by the beneficiary in accordance with applicable law. Such payment will be a legal discharge of the liability of the Issuer towards the Debenture Holders. On such payment being made, the Issuer will inform the Depositories and accordingly the account of the Debenture Holders with Depositories will be adjusted.

Currency of Payment

All obligations under the Debentures including yield, are payable in Indian Rupees only.

Deduction of Tax at source on interest on the Debentures

(a) Interest on the Debentures issued pursuant to this Issue is subject to deduction of income Tax under the provisions of the Income Tax Act, 1961 **("IT Act")** or any other statutory modification or re-enactment thereof, as applicable. The Debenture Holders desirous of claiming non-deduction or lower deduction of Tax at source under applicable laws, as the case may be, shall be required to submit the declaration/ certificates as per format prescribed under applicable laws with the Issuer and the Registrar to the Issue ("**RTA**") at the below mentioned address on or prior to the relevant Record Date for payment of interest on the Debentures:

Particulars	**Contact Details of the Issuer**	**Contact Details of the RTA**

Name	Kerala Infrastructure Investment Fund Board	Cameo Corporate Services Limited
Correspondence Address	2nd Floor, Felicity Square, Mg Road, Thiruvananthapuram 695001, Kerala (India)	5th Floor, Subramanian Building No.1 Club House Road Chennai 600002 Tamil Nadu India
Contact Person	Sabareeswar Thampan	Mohanavalli.E
Designation	Compliance Officer	Asst.Manager
E-mail ID	Co.Fa@Kiifb.Org	Mohana@Cameoindia.Com Investor1@Cameoindia.Com
Tel. No.	0471-2780900	044 - 400 20780752
Fax No.	Na	Na
Link for online submission	Https://Kiifb.Org/Certupld.Jsp	Https://Investors.Cameoindia.Com/

(b) In case of non-receipt of such prescribed declaration/ certificate from the Debenture Holders claiming non-deduction or lower deduction of Tax at source under applicable laws, on or prior to the relevant Record Date, the Issuer shall make Tax deduction at source deductions in accordance with the prescribed rates prior to credit of interest on Debentures.

(c) Income Tax is deductible at source at the rate of 10% on interest on the Debentures held by resident Indians in accordance with Section 193 of the IT Act. In cases where interest is to be paid to an individual or hindu undivided family ("**HUF**") (being the Debenture Holder) is less than Rs. 5,000 and interest is to be paid by way of account payee cheque then the relevant Debenture Holder may seek non deduction of Tax at source on the interest on Debentures by submitting the prescribed declaration/certificates with the Issuer and the RTA at the aforesaid address on or prior to the relevant Record Date.

(d) In case of Debenture Holder who is a resident individual or resident HUF claiming non-deduction or lower deduction of Tax at source under section 193 of the IT Act, as the case may be, the Debenture Holder should furnish either (a) a declaration (in duplicate) in the prescribed form i.e. (i) Form 15H which can be given by individuals who are of the age of 60 years or more (ii) Form 15G which can be given by all Debenture Holders (other than companies and firms), or (b) a certificate, from the relevant assessing officer which can be obtained by all Debenture Holders (including companies and firms) by making an application in the prescribed form i.e. Form No. 13.

(e) Debenture Holders may seek/ may be granted, as the case may be, non-deduction or lower deduction of Tax at source in following instances under the IT Act:

(i) When the relevant assessing officer issues a certificate on an application by a Debenture Holder on satisfaction that the total income of the Debenture Holder justifies no/lower deduction of Tax at source as per the provisions of Section 197(1) of the IT Act; and that a valid certificate is filed by the Debenture Holder with the Issuer before the Record Date for payment of interest;

(ii) When the resident Debenture Holder with Permanent Account Number ("**PAN**") (not being a company or a firm) submits a declaration as per the provisions of section 197A(1A) of the IT Act in the prescribed Form 15G verified in the prescribed manner to the effect that the Tax on his estimated total income of the financial year in which such income is to be included in computing his total income will be NIL. However, under section 197A(1B) of the IT Act, Form 15G cannot be submitted nor considered for exemption from Tax deduction at source if the dividend income referred to in section 194, interest on securities, interest, withdrawal from National Savings Scheme and income from units of mutual fund or of Unit Trust of India as the case may be or the aggregate of the amounts of such incomes credited or paid or likely to be credited or paid during the financial year in which such income is to be included exceeds the maximum amount which is not chargeable to income Tax;

(iii) Senior citizens, who are 60 or more years of age at any time during the financial year, enjoy the special privilege to submit a self-declaration in the prescribed Form 15H for non-deduction of Tax at source in accordance with the provisions of section 197A(1C) of the IT Act even if the aggregate income credited or paid or likely to be credited or paid exceeds the maximum amount not chargeable to Tax, provided that the Tax due on the estimated total income of the year concerned will be NIL;

(iv) All mutual funds registered under Securities and Exchange Board of India are exempt from Tax on all their income, including income from investment in Debentures under the provisions of Section 10 (23D) of the IT Act in accordance with the provisions contained therein. Further, as per the provisions of section 196 of the IT Act, no deduction of Tax shall be made by any person from any sums payable to mutual funds specified under Section 10(23D) of the IT Act, where such sum is payable to it by way of interest or dividend in respect of any securities or shares owned by it or in which it has full beneficial interest, or any other income accruing or arising to it;

(v) For any Debentures held by foreign institutional investors/ foreign portfolio investors/ qualified foreign investors, interest on Debentures may be eligible for concessional Tax rate of 5% (plus applicable surcharge and health and education cess) for interest referred under Section 194LD applicable in respect of rupee denominated bonds of an Indian entity between June 1, 2013 and July 1, 2023 provided such rate does not exceed the rate as may be notified by the Governmental Agency. Further, in case where section 194LD is not applicable, the interest income earned by foreign institutional investors/ foreign portfolio investors should be chargeable to Tax at the rate of 20% under section 115AD of the IT Act. Tax shall be deducted u/s. 196D of the IT Act on such income at 20%. Where double taxation avoidance agreement is applicable to the payee, the rate of Tax deduction shall be lower of rate as per double taxation avoidance agreement or 20%, subject to the conditions prescribed therein;

(vi) Interest payable to Life Insurance Corporation, General Insurance Corporation and any other insurers are exempted from deductions of tax at source under Section 193 of the IT Act;

(vii) Interest payable to entities falling under the list of entities exempted from Tax deduction at source by the circular no. 18/2017 by Central Board of Direct Taxes (whose income is unconditionally exempt under Section 10 of the IT Act and who are also statutorily not required to tile return of income as per Section 139 of the IT Act);

(viii) Any other specific exemption available to any other category of investors under the IT Act.

(f) In case(s) where the Debentures Holder(s) do not submit the declaration/ certificates as per format prescribed under applicable laws with the Issuer and the RTA at the specified address on or prior to the relevant Record Date for payment of interest on the Debentures, the Issuer shall not be liable to refund the applicable amount of Tax deducted at source and the Debenture Holders would be required to directly take up with the Tax authorities for refund, if any.

(g) Exercise of any rights, privileges and obligations as set out above in sub-paragraphs (a) to (f) above under this paragraph '*Deduction of Tax at source on interest on the Debentures*' of Part 9 (*Issue Procedure*) from time to time by the Debenture Holders, Debenture Trustee and / or the Issuer (as may be applicable) shall at all times be subject to applicable law (including but not limited to provisions on timelines for submission of documents).

Transfers

The Debentures shall be transferable freely to all classes of investors eligible to purchase these Debentures subject to applicable law and the rules and regulations governing their investments. Subject to the foregoing, the Debentures may be transferred and/or transmitted in accordance with applicable law. The Debentures held in dematerialised form shall be transferred subject to and in accordance with the rules/procedures as prescribed by depositories and the relevant depository participants of the transfer or transferee and any other applicable laws and rules notified in respect thereof. The transferee(s) should ensure that the transfer formalities are completed prior to the Record Date. In the absence of the same, coupon will be paid/redemption will be made to the person, whose name appears in the register of Debenture Holders maintained by the Depositories. In such cases, claims, if any, by the transferees would need to be settled with the transferor(s) and not with the Issuer.

Provided further that nothing in this Part 9 (*Issue Procedure*) shall prejudice any power of the Issuer to register as Debenture Holder, any person to whom the right to any Debenture has been transmitted by operation of law.

The normal procedure followed for transfer of securities held in dematerialized form shall be followed for transfer of these Debentures held in electronic form. The transferor should give delivery instructions containing details of the transferee's depository participant account to his depository participant. The Issuer undertakes that there will be a common transfer form/procedure for transfer of debentures.

The Debentures shall be issued only in dematerialised form in compliance with the provisions of the Depositories Act, 1996 (as amended from time to time), any other applicable regulations (including of any relevant stock exchange) and these conditions. No physical certificates of the Debentures would be issued.

Notwithstanding anything contained herein, no Debenture shall be transferred to any person who is not eligible under applicable law to hold the Debentures.

Title

The person for the time being appearing in the Register of Beneficial Owners maintained by the Depository shall be treated for all purposes by the Issuer, the Debenture Trustee, the Depositories and all other persons dealing with such person as the holder thereof and its absolute owner for all purposes.

Right of the Issuer to Purchase and Re-sell Debentures

The Issuer may, subject to applicable laws, at any time and from time to time, purchase Debentures issued under this Information Memorandum at discount, at par or premium in the open market. Such Debentures, at the option of the Issuer, be cancelled, held or resold at such a price and on such terms and conditions as the Issuer may deem fit and as permitted by applicable laws.

Debenture Trustee

The Issuer has appointed Catalyst Trusteeship Limited as the Debenture Trustee for the Issue. All the rights and remedies of the Debenture Holders shall vest in and shall be exercised by the Debenture Trustee without referring to the Debenture Holders. All Debenture Holders are deemed to have irrevocably given their authority and consent to Catalyst Trusteeship Limited to act as their Debenture Trustee and for doing such acts and signing such documents to carry out their duty in such capacity. Any payment by the Issuer to the Debenture Trustee on behalf of the Debenture Holders shall discharge the Issuer *pro tanto* to the Debenture Holders. The Debenture Trustee shall carry out its duties and shall perform its functions in accordance with all applicable laws and regulations including without limitation the SEBI NCS Regulations and the Debenture Trustee Regulations as well as the Debenture Trust Deed and this Information Memorandum, with due care, diligence and loyalty. Resignation/retirement of the Debenture Trustee shall be in accordance with terms of the Debenture Trust Deed entered into/to be entered between the Issuer and the Debenture Trustee and a notice in writing to the Debenture Holders shall be provided for the same.

The Debenture Trustee shall ensure disclosure of all material events on an ongoing basis. The Debenture Trustee will protect the interest of the Debenture Holders on the occurrence of an event of default by the Issuer in regard to timely payment of interest and repayment of principal and they will take necessary action at the Issuer's cost as provided in the Debenture Trust Deed.

Rights of Debenture Holders

The Debenture Holders shall not be entitled to any right and privileges of members other than those available to them under applicable law. The Debentures shall not confer upon the holders the right to receive notice(s) or to attend and to vote at any general meeting(s) of the members of the Issuer.

Sharing of Information

The Issuer may, at its option, but subject to applicable laws, use on its own, as well as exchange, share or part with any financial or other information about the Debenture Holders available with the Issuer, with its subsidiaries and affiliates and other banks, financial institutions, credit bureaus, agencies, statutory bodies, as may be required and neither the Issuer nor its subsidiaries and affiliates nor their agents shall be liable for use of the aforesaid information.

PART 10: DECLARATION

Declaration by the Issuer

The Issuer hereby declares that this Information Memorandum contains full disclosure in accordance with SEBI NCS Regulations and provisions of applicable law.

The Issuer also confirms that this Information Memorandum does not omit disclosure of any material fact which may make the statements made therein, in the light of the circumstances under which they are made, misleading. The Information Memorandum also does not contain any false or misleading statement. The Issuer accepts no responsibility for the statements made otherwise than in this Information Memorandum or in any other material issued by or at the instance of the Issuer and that anyone placing reliance on any other source of information would be doing so at his own risk.

The Issuer declares that all the relevant provisions of the relevant regulations or guidelines issued by SEBI and other applicable laws have been complied with and no statement made in this Information Memorandum is contrary to the provisions of the regulations or guidelines issued by SEBI and other applicable law, as the case may be.

Declaration and attestation by the Members

(a) The Issuer has complied with the provisions of the Securities Contracts (Regulation) Act, 1956, the SEBI Act, Companies Act 2013 (as applicable), KIIF Act and the rules and regulations made thereunder;

(b) The compliance with the SEBI Act and rules do not imply that payment of interest or repayment of any non-convertible securities, is guaranteed by the Central Government;

(c) the monies received under the offer shall be used only for the purposes and objects indicated in the Information Memorandum; and

(d) whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the promoter.

(e) the disclosure document has been prepared as per Schedule II of SEBI (Issue and Listing of Non- Convertible Securities) Regulations, 2021 on a comply and explain basis. Any additional information as required by the stock exchanges shall be furnished and the compliance shall be ensured within timelines for the Chapter VA of the SEBI (Issue and Listing of Non- Convertible Securities) Regulations, 2021.

I am authorised by the board of members of the Issuer by way of the resolution dated February 6, 2024 of the board of members of the Issuer to sign this form and declare that all the requirements under applicable law thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with.

Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is in accordance with the original records maintained by the members of the Issuer.

General risk
Investment in non-convertible securities involve a degree of risk and investors should not invest any funds in such securities unless they can afford to take the risk attached to such investments. Investors are advised to take an informed decision and to read the risk factors carefully before investing in this offering. For taking an investment decision, investors must rely on their examination of the issue including the risks involved in it. Specific attention of investors is invited to statement of risk factors contained under the Part 4 (*Risk Factors*) of this Information Memorandum. These risks are not, and are not intended to be, a complete list of all risks and considerations relevant to the non-convertible securities or investor's decision to purchase such securities.

It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.

Signed by:

Name: Dr. KM Abraham
Designation: CEO & Member Secretary
DIN: DIN-05178826
Date: March 19, 2024
Place: Thiruvananthapuram

Dr. K. M. ABRAHAM CFA
Chief Executive Officer
& Fund Manager
Kerala Infrastructure Investment Fund Board

ANNEXURE A: RESOLUTIONS AUTHORISING THE ISSUE

KERALA INFRASTRUCTURE INVESTMENT FUND BOARD
(A Statutory Body under Finance Department, Government of Kerala)
Finance and Administration Division
website: www.kiifb.kerala.gov.in
Defining the Future

KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (KIIFB)

Circular Resolution No.3/2024

Dated 06/02/2024

Issuance of Domestic Bonds.

a. **Status Report of Domestic Bond**

The 46th General Body of KIIFB had approved the broad terms of the issue and transaction structure for raising INR 1500 Cr (including a green shoe option of 500cr) by issuing " Generic Domestic Bonds".

The Board vide the foregoing resolution had also approved the term sheet for the Domestic Bonds. Board further authorized the Investment Management Committee ("IMC") to:

- Approve any changes in the transaction documents including the terms and conditions of the Green Domestic Bonds,
- Finalize and approve the final coupon / interest rate of the proposed Green Domestic Bonds,
- Approve the fees to be paid to the arrangers,
- Approve the allotment of the Green Domestic Bonds (or any part thereof); and
- Take all other actions as may be required pursuant to the foregoing and to do all such acts, deeds, matters and things as may be required in respect of the Green Domestic Bonds.

Subsequently the IMC held on 30th November 2023, had approved the final term sheet and approved the appointment of M/S Trust Investment Advisors Pvt Ltd, M/S AK Capital Services Limited and M/S Tipsons Consultancy Services Pvt Ltd as

the arrangers for the issue of Domestic Bonds for a minimum commitment amount of Rs. 500 Crores at a coupon rate of 8.95% (quarterly coupon) and arranger fee of Rs. 0.84% of the issue size.

The Bidding was held on Electronic Bidding Platform of Bombay Stock Exchange on 21/12/2023. However, even though the bidding was conducted in the EBP platform of BSE was for Rs.1499.96 Cr, one of the investors to whom allocation was made for Rs 497 Cr during the EBP bidding process did not honor their commitment and KIIFB got a settlement amount of Rs 1002.99745 Cr only.

Later vide circular resolution No.2/2023 dated 22/12/2023, the IMC has passed resolution for the allotment of 1,00,296 debentures, each of face value of Rs. 1,00,000/- aggregating to Rs. 1,002,96,00,000/- (Rupees Thousand Two Crores and Ninety Six Lakhs only) to the debenture holders. The issue was listed in the BSE on 27/12/2023.

In respect of the balance 497 Crores, basis the discussion among the arrangers and KIIFB management , it was mutually decided to do a reissuance for the remaining amount of Rs 497 Cr under the reissuance of ISIN mode. The bidding on EBP platform for the same was done on 16/01/ 2024.

Later vide circular resolution No.2/2024 dated 17/01/2024, the IMC has passed resolution for the allotment of 49,700 debentures, each of face value of Rs. 1,00,000/- aggregating to Rs. 497,00,00,000 (Indian Rupees Four Hundred Ninety Seven Crore Only) to the debenture holders. The issue was listed in the BSE on 19/01/2024.

Resolution of the Board :-

The board took note of the status.

b. Issuance of 2nd Series Generic Domestic Bonds.

Basis the borrowing plan approved by the Board of Rs 10,000 Cr for FY 24, it is proposed that KIIFB may issue second series of Generic Domestic Bond for raising up to Rs.850/- Crores with the same transaction structure as approved by the board. It is proposed to raise another 850 Crores with the same robust transaction structure (same as the one approved by the 46th Board for which a credit

rating of AA was obtained from India Ratings and Acuite) to ensure a competitive pricing for the following end-use.

(a) providing financing to infrastructure projects in the State of Kerala as approved by KIIFB's board of members including but not limited to for acquisition of immoveable assets for setting up such infrastructure projects;
(b) repayment of any financial indebtedness availed by KIIFB; and
(c) any other objectives of KIIFB pursuant to the KIIF Act, 1999 (as amended).

A draft term sheet indicating the broad terms and the transaction structure of the proposed generic domestic bond is enclosed as **Annexure- 3** for Board's kind perusal and approval.

Once the proposal is approved, KIIFB shall initiate the other documentation work such as preparation of information memorandum, other bond documents et al, and initiate the hiring of relevant third parties/ intermediaries to the issue including Legal Counsel, RTA, Trustee, et al.

It is proposed to appoint Bank of Baroda, as the account bank, Trilegal as the Legal Counsel, M/S Catalyst Trusteeship Ltd as the Trustee and M/S Cameo Corporate Services Ltd as the Registrar for the proposed transaction being the third parties engaged for the domestic bonds recently issued by KIIFB .

Also it is proposed to engage India Ratings & Research and Acuite Ratings & Research who have rated the domestic bonds of KIIFB as rating agencies given the transaction structure is the same.

It may be noted that the indicative pricing of the Generic Bond will be known closer to the issuance date based on inputs from the market participants and conditions prevailing in the financial markets. Further, to ensure price discovery of the coupon and arrangers fee, KIIFB shall adopt the same competitive process as was followed in case of the recent Domestic Bond Issuance.

Resolution of the Board :-

1. The Board approved the issuance of unsecured, rated, listed, redeemable, taxable, non-convertible bonds in the nature of debentures in one or multiple tranches, comprising seven sub-series of a face value of INR 1,00,000/- (Indian Rupees One Lakh only) each, up to INR 850 Crores.
2. The Board approved the term sheet for the proposed domestic bonds.
3. Authorized the Chief Executive Officer to engage all required market intermediaries like Trustee, Legal Counsel, RTA, et al for the proposed Domestic Bonds.
4. Authorized Chief Executive Officer to engage India Ratings & Research and Acuite Ratings & Research as rating agencies.
5. The Board approved the admission of the Debentures in the depository system of Central Depository Services (India) Limited ("CDSL") and/or National Securities Depository Limited ("**NSDL**", collectively, "**Depository**") for issuance of Domestic Bonds in dematerialized form.
6. The Board approved that the Domestic Bonds shall be secured by security interest created by the Board on inter alia identified escrow accounts viz, KIIFB bond servicing account, debt service reserve account, upfront fixed deposit and permitted investments therefrom and guaranteed by a guarantee issued by the Government of Kerala for the benefit of holders of the Domestic Bonds.
7. The Board approved to open the escrow account(s) viz., KIIFB bond servicing account and debt service reserve account required in connection with the Domestic Bonds and to appoint Bank of Baroda, as the account bank (the "**Account Bank**") for operation of the escrow account(s) and to make payment of mutually agreed remuneration to the Account Bank.
8. The Board approved listing of the Domestic Bonds with BSE Limited and approve the payment of fees for the issuance and listing of the Domestic Bonds.
9. The Board authorized CEO to appoint any other intermediaries, for the proposed issuance of the Domestic Bonds.
10. The Board approved the appointment of the compliance officer, KIIFB as a compliance officer for compliance related to regulatory/statutory issues and for redressal of any pre-issue/post-issue investor problems/ grievances such

as non-credit of letters of allotment / bond certificates in the demat account, non-receipt of refund orders, interest warrants, etc, for the proposed issuance of the Domestic Bonds;

11. The Board authorized jointly and severally, the Chief Executive Officer or the Joint Fund Manager (in the absence of Chief Executive Officer) to:

(a) negotiate, finalize, execute, make amendments, sign and submit all necessary papers, certificates, affidavits, declarations, memorandum of understanding, undertakings and all necessary transaction documents (including but not limited to an information memorandum, debenture trust deed, accounts agreement, debenture trustee agreement, deed of hypothecation and other undertakings in respect of the Domestic Bonds including with the relevant intermediaries;

(b) draw-up, finalize and sign on behalf of the Board the financial statements/disclosure document/information memorandum/offer document and other documents for the bond issue and file the same with Securities and Exchange Board of India and/or BSE Limited as may be required;

(c) enter into any agreements with Depository and Registrar and Transfer Agent for the dematerialization of Debentures;

(d) obtain prior approvals, consents and authorisations from relevant third parties and other governmental authorities including the stock exchanges, the Securities and Exchange Board of India and undertaking any acts required in connection with the procedure of electronic book mechanism for issuance of the Domestic Bonds;

(e) sign, file and submit the necessary forms with other relevant governmental authorities and intermediaries;

(f) do all such acts, deeds, matters and things as may be required and to sign all such papers and documents as may be necessary to implement the decision and/or as may be required from the Board in respect of the Domestic Bonds and/are as are incidental thereto; and;

(g) to pay stamp duty as per the applicable laws including statutes and regulations;

(h) provide a certified true copy of these resolutions to any person who may

rely upon it and be requested to act thereupon.

Signature of authorized person:

Sr. No.	Name of the Authorized Signatory	Designation	Specimen Signature
1.	Dr. K M Abraham	Chief Executive Officer	
2.	Shri. S Manoj	Joint Fund Manager	

12. The Board also authorized the Investment Management Committee to:

(a) approve any changes in the transaction documents including the terms and conditions of the Domestic Bonds;

(b) finalize and approve the final coupon / interest rate of the proposed Domestic Bonds;

(c) approve the fees to be paid to the arrangers

(d) approve the allotment of the Domestic Bonds (or any part thereof); and

(e) take all other actions as may be required pursuant to the foregoing and to do all such acts, deeds, matters and things as may be required in respect of the Domestic Bonds.

KANDATHIL MATHEW ABRAHAM

Digitally signed by KANDATHIL MATHEW ABRAHAM
Date: 2024.02.07 16:25:38 +05'30'

Term Sheet of Kerala Infrastructure Investment Fund Board (KIIFB) Bond Issue

Security Name	**"KIIFB Domestic Bonds -Series II"**
Issuer	Kerala Infrastructure Investment Fund Board, a statutory body created by the Government of Kerala under the Kerala Infrastructure Investment Fund Act, 1999
Type of Instrument	Unsecured, Rated, Listed, Redeemable, Taxable, Non-Convertible Bonds in the form of non-convertible debentures supported by Unconditional & Irrevocable Guarantee by the Government of Kerala as a principal debtor & not merely as a surety (**Debentures**).
Nature of Instrument	Unsecured
Seniority	Senior
Mode of Issue	Private Placement
Listing	Proposed on the Wholesale Debt Market (WDM) Segment of BSE with the timelines of T+3 trading days as specified by the Securities and Exchange Board of India (SEBI) vide its circular dated 30th November, 2022.
Rating of the Instrument	Provisional IND AA(CE)/Stable by India Ratings & Research Pvt Ltd ACUITE Provisional AA (CE) by Acuite Ratings & Research Ltd
Rating Agencies	India Ratings & Research Pvt Ltd Acuite Ratings & Research Ltd
Base Issue Size	Rs. 500.01 Crores
Option to retain over subscription	Rs.349.93 Crores
Aggregate Issue Size	Rs. 849.94 Crores
Objects of the Issue	To augment the long-term resources of the Issuer

<table>
<tr><td>Details of the utilization of the Proceeds</td><td>(a) providing financing to infrastructure projects in the State of Kerala as approved by KIIFB's board of members including but not limited to for acquisition of immoveable assets for setting up such infrastructure projects;
(b) repayment of any financial indebtedness availed by KIIFB; and
(c) any other objectives of KIIFB pursuant to the KIIF Act, 1999 (as amended).</td></tr>
<tr><td>Coupon Rate</td><td>9.10%</td></tr>
<tr><td>Coupon Payment Frequency</td><td>Quarterly</td></tr>
<tr><td>Coupon Type</td><td>Fixed</td></tr>
<tr><td>Day Count Basis</td><td>Actual/Actual Interest shall be computed on an "actual/actual basis". Where the interest period (start date to end date) includes February 29, interest shall be computed on 366 days- a-year basis.</td></tr>
<tr><td>Tenor</td><td>4 – 10 years under 7 different sub-series from A to G as given below ;
<table>
<tr><th>Sub- Series</th><th>As percentage of Issue</th><th>Amount as per base issue size (INR in crore)</th><th>Redemption Dates</th></tr>
<tr><td>A</td><td>14.286%</td><td>71.43</td><td>26-06-2027
26-09-2027
26-12-2027
26-03-2028</td></tr>
<tr><td>B</td><td>14.286%</td><td>71.43</td><td>26-06-2028
26-09-2028
26-12-2028
26-03-2029</td></tr>
<tr><td>C</td><td>14.286%</td><td>71.43</td><td>26-06-2029
26-09-2029
26-12-2029
26-03-2030</td></tr>
<tr><td>D</td><td>14.286%</td><td>71.43</td><td>26-06-2030
26-09-2030
26-12-2030
26-03-2031</td></tr>
</table></td></tr>
</table>

	E	14.286%	71.43	26-06-2031 26-09-2031 26-12-2031 26-03-2032	
	F	14.286%	71.43	26-06-2032 26-09-2032 26-12-2032 26-03-2033	
	G	14.286%	71.43	26-06-2033 26-09-2033 26-12-2033 26-03-2034	
	Total	100%	500.01		

Redemption	The issue of Rs.849.94 crore would comprise of 7 Sub-Series (A to G) as mentioned above of sequentially, redeemable bonds in equal quarterly amount. Each of the Sub-Series 'A' to Sub-Series 'G' would be redeemed in 4 equal quarterly installments of 3.57% of the aggregate issue size with redemption of Sub-Series 'A' commencing from the end of 13th quarter, Sub-Series 'B' commencing from the end of 17th quarter and so on. The tenor for the Debentures shall be 4-10 years under 7 different STRPPs/ sub-series .
Redemption Premium/ Discount	NA
Issue Premium/ Discount	NA
Face Value per Bond	Face value of Rs. 7,00,000/- Per Bond comprising of 7 sub-series 'A' to 'G' with face value of Rs 1,00,000/- each.
Discount at which security is issued and the effective yield as a result of such discount.	NA
Put option Date	Applicable in case of rating downgrade event as mentioned below under "Step Up Coupon Rate" section.
Put option Price	Applicable in case of rating downgrade event as mentioned below under "Step Up Coupon Rate" section.
Call Option Date	NA
Call Option Price	NA
Put Notification Time	Applicable in case of rating downgrade event as mentioned below under "Step Up Coupon Rate" section.
Call Notification Time	NA
Issuance Mode of the instrument	Demat only

Trading Mode of the instrument	Demat only
Business Day Convention	"Business Day/Working Day" means all days on which commercial banks in Thiruvananthapuram and Mumbai are open for business. If the coupon payment date falls on a Sunday or a holiday, the coupon payment shall be made on the next working day. However, the dates of the future payments would continue to be as per the schedule originally stipulated in the offer document. If the maturity date of the debentures, falls on a Sunday or a holiday, the redemption proceeds shall be paid on the previous working day along with interest accrued on the bonds until but excluding the date of such payment. If a leap year (i.e. February 29) falls during the tenor of the debentures, then the number of days shall be reckoned as 366 days (actual/ actual day count convention) for the entire year.
Record Date	15 days prior to each Coupon Payment Date and Redemption Date. In the event the Record Date falls on a day which is not a Business Day, the immediately succeeding Business Day will be considered as the Record Date.
Depository	National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)-
Description regarding Security (where Applicable) including type of security (movable/immovable/tangible etc.), type of charge (pledge/ hypothecation/ Mortgage etc.), date of creation of security/ likely date of creation of security, minimum security cover, revaluation, replacement of security, interest to the bond holder over and above the coupon rate as specified in the Trust Deed and	Unsecured. Supported by Unconditional & Irrevocable Guarantee by the Government of Kerala as a principal debtor & not merely as a surety. However, the bonds shall be secured by: - Hypothecation over Debt Service Reserve Account II and all the amounts credited / to be credited therein - Hypothecation over KIIFB Bond Servicing Account II and all the amounts credited / to be credited therein - Security Interest over the Permitted Investments - Hypothecation in the form of lien over the Fixed Deposit- The bonds shall also be credit enhanced by an undertaking with respect to the Corpus Fund.

disclosed in the Offer Document/ Information Memorandum	
Debt Service Reserve Account	The Issuer would be required to open a designated escrow account - "Debt Service Reserve Account" to maintain the required deb service reserve amount (**DSRA**) exclusively for the benefit and charged to the Debenture Trustee (on behalf of the bond holders). "Required DSRA Amount" – An amount equivalent to the interest obligation of one succeeding quarter & principle redemption amount of one quarter. The issuer would need to maintain the Required DSRA Amount on rolling basis and the initial DSRA amount so calculated would need to be deposited atleast one day prior to the date of pay in. Although redemption shall start from the 13th quarter, the DSRA of one quarter principle redemption amount starting from 13th Quarter along with the interest obligation of one succeeding quarter shall be created upfront only. The DSRA would be in the form of cash or cash equivalent (investment in Permitted Instruments).
Corpus Fund	Issuer is having a corpus fund of INR 3327.01 Cr Cr as on the date of this term sheet and amounts in the corpus fund has been invested in State Special Treasury Savings Bank Account for which the issuer has absolute beneficial ownership. The Issuer would give an undertaking that they would not impair this corpus fund in any way during the tenor of the debentures provided that the corpus fund shall be utilized/ impaired only to the extent of replenishment of Debt Service Reserve Account impairment or other requirements of the bond issuance as stipulated below. Provided that, if situation arises to replenish the Debt Service Reserve Account II from the corpus fund for the 3rd consecutive quarter, the debenture trustee shall issue notice to the Issuer on the immediately next day after the payout date (i.e. T+1) to repay the entire outstanding amount of the debentures including principal and/or interest from the corpus fund within 7 days from the date of such notice, failing which it shall be construed as an Event of Default. Further, the Issuer would need to give an unconditional and irrevocable undertaking that in the event of Debt Service Reserve

	Account II getting impaired for meeting any debenture servicing requirement on any payout date (T), the Issuer would arrange to release requisite funds from the corpus to fully reinstate the Debt Service Reserve Account II within 5 days from the date of notice served by Debenture Trustee to KIIFB on T+1 to fully replenish the Debt Service Reserve Account II from the corpus fund i.e. T+6. Further, in case any bond holder exercises the put option as mentioned below under step up coupon section, KIIFB shall repay the full outstanding amount to the bond holders excising their put option in relation to the bonds including principal and interest from the said corpus fund within 7 days from the date of closure of the timelines of 30 days given to the bond holders for excising the put option, failing which the same will be construed as an event of default. Further, in case of Cross default/Acceleration under agreements for any financial indebtedness of the issuer or its subsidiaries, issuer shall repay to the bond holders the entire amount of the outstanding bonds from the corpus fund within 7 days from the date of occurrence of such cross default/acceleration under agreements, failing which it shall constitute an Event of Default (EOD) for the bonds. – Further, the said corpus fund shall be utilized proportionately towards requirements of the present bond issue of Rs.849.94 Crores, domestic bond issuance of Rs. 1499.96 Crores, green bond issuance of Rs. 300.02 crore and any further bond issuances and the aggregate amount of such total bond issuances including the present bond issuance shall be up to the maximum of 80% of the outstanding corpus fund. In case of any further enhancement of corpus fund (i.e., in excess of INR 3327.01 Cr Cr), KIIFB shall be free to borrow through bonds up to 80% of the enhanced value of corpus fund over & above present stipulated limit.
Escrow Account/KIIFB Bond Servicing Account	The Issuer would be required to open a designated escrow account - "KIIFB Bond Servicing Account I" exclusively for the benefit and charged to the Debenture Trustee (on behalf of the bond holders).
Daily Transfer of Funds to KIIFB Bond Servicing account	Daily allocation of Motor Vehicle Tax and Petroleum cess pursuant to section 7 of KIIF Act is being received by KIIFB into the "Collection Account" maintained with the collection bank during the 9 Months period commencing from 1st April till 31st December every year on a regular basis. The Issuer would, starting from the 1st day of each quarterly servicing cycle remit, by way of irrevocable standing instruction to the collection bank, on every working day, an amount equivalent to 2% of the aggregate servicing requirement for such quarterly

	servicing cycle of the outstanding bonds to the KIIFB Bond Servicing Account II until the required debt servicing amount for the said quarter is fully built in the KIIFB Bond Servicing Account II. For the period of 1st January to 31st March the issuer, by way of standing instruction, shall transfer an upfront amount on 1st January each year to the KIIFB Bond Servicing Account II equivalent to the amount required towards the aggregate daily transfer amounts for the said period. The said irrevocable standing instruction shall be given upfront by the Issuer to the bank for the entire tenure of the bonds i.e. 10 years. On the first day of every quarterly payment cycle, Issuer shall also maintain a Fixed Deposit in a Scheduled Public Commercial Bank, at least to the extent of the interest obligation on immediately succeeding quarterly payout date & principle redemption amount of one quarter and create/maintain charge/lien on the same in favour of the Debenture Trustee at all the times. Although redemption shall start from the 13th quarter, the DSRA of one quarter principle redemption amount starting from 13th Quarter along with the interest obligation of one succeeding quarter shall be created upfront only. The initial FD shall be created one day before the pay-in date. The Debenture Trustee would have an irrevocable authorization from the Issuer to liquidate an amount out of the said Fixed Deposit to the extent of any shortfall in the KIIFB Bond Servicing Account II, 7 days prior to any quarterly servicing date i.e. T-7 day. The said Fixed Deposit shall be created by the Issuer from the receivables of the Issuer from allocation of MVT & Petroleum cess.
Permitted Investments	The funds in the KIIFB Bond Servicing Account and Debt Service Reserve Account II till such time being utilized would be allowed to be invested in permitted investments in Fixed Deposits with Scheduled Commercial Banks and units of Debt Mutual Fund Schemes of highest possible investment grade rating as defined below: • Fixed Deposits with nationalized/ Public Sector banks featuring in the top 10 PSU banks in terms of total asset size and having either short term rating of A1+ or a long-term rating of AAA • Fixed Deposits with private sector banks featuring in the top 10 private sector banks in terms of total asset size and having short term rating of A1+ and a long-term rating of AAA

	• Investments in units of debt mutual funds schemes of highest possible investment grade rating. These investments would be made & liquidated by the Debenture Trustee as per the instruction of the Issuer from time to time.
Collateral Support Structure	The bonds would have further collateral support by way of Unconditional & Irrevocable guarantee as a continuing obligation by the Government of Kerala.
Structured Payment Mechanism	The Issuer would be required to adequately fund the KIIFB Bond Servicing Account through periodic transfer of funds received by it from MVT and Petroleum cess allocation. The Issuer would, starting from the 1st day of each quarterly servicing cycle remit, by way of irrevocable standing instruction to the collection bank, on every working day an amount equivalent to 2% of the aggregate servicing requirement for such quarterly servicing cycle of the outstanding bonds to the KIIFB Bond Servicing Account II until the required debt servicing amount for the said quarter is fully built in the KIIFB Bond Servicing Account II. The Debenture Trustee shall independently monitor the amounts required for servicing of the bonds (principal and/or interest as the case may be) in the KIIFB Bond Servicing Account II 7 days prior to the relevant servicing date (T-7). The Debenture Trustee should independently monitor the adequacy of availability of such fund in the KIIFB Bond Servicing Account II 7 days prior to the relevant servicing date (T-7), and in case of any inadequacy, fund the same through liquidation of the Fixed Deposit to the extent of such shortfall. However, if due to any reason, it is not possible to fully fund the KIIFB Bond Servicing Account II by T-5th day, the Debenture Trustee should advise the Issuer to immediately bridge the shortfall, under intimation to the State Government. In the event of shortfall still persisting on T-3rd day, the Debenture Trustee would transfer the requisite funds from the Debt Service Reserve Account II to bridge the gap. This event of Debt Service Reserve Account II impairment should be immediately notified to the Government of Kerala by the Debenture Trustee on the next day.
Remedial Action Consequential to Impairment of DSRA	In case of any event, on any payout date (T) leading to the funds available in Debt Service Reserve Account II being lower than the "Required DSRA Amount" (as defined above in Debt Service Reserve Account section), a notice would be served to KIIFB by the Debenture Trustee on the next day (T + 1) to fully replenish the Debt Service Reserve Account II impairment through transfer

	of requisite amount from the corpus fund within 5 days (T + 6). In the event of Debt Service Reserve Account II not getting fully reinstated, the Debenture Trustee would notify the state government about its intention for invocation of the guarantee if the shortfall is not fully bridged within the next 21 days (T + 27). If the irregularity continues beyond the above timeline, the Debenture Trustee shall invoke the State Government Guarantee on the next day (T + 28) to the extent of such shortfall in Debt Service Reserve Account II from the stipulated level. The Deed of Guarantee would specifically provide obligation on the part of the State Government to fund the shortfall in Debt Service Reserve Account II when called upon by the Debenture Trustee, as per the above stipulated timeline. If the Guarantee obligations are not met by the State Government within 30 days of Guarantee invocation, it would be construed as an Event of Default.
Guarantor	Government of Kerala
Step Up Coupon Rate	In case of any rating downgrade, the Issuer shall inform the Debenture Trustee of the rating downgrade on the immediately next calendar day. 25 basis points as step up coupon for rating downgrade (by any one of the rating agencies), from rating at the time of issuance, of every notch. For avoidance of doubt it is clarified that in case, credit rating available from each of the rating agencies are different, the lowest credit rating available shall be considered for the purpose of levying the step up coupon. Any rating downgrade below (AA-)(a two-notch credit rating downgrade or any subsequent credit downgrade therefrom from the credit rating allotted at the time of issuance of the bonds by a rating agency) will give each bond holder the right to either exercise additional 25 bps step up coupon rate or exercise the put option for premature redemption subject to applicable laws and regulations. In case rating is downgraded below (AA-), a two- notch credit rating downgrade (or any subsequent downgrade therefrom) from the credit rating allotted at the time of issuance of the bonds by a rating agency), each bond holder can exercise the put option within 30 days from the date the Issuer informs Debenture Trustee of the rating downgrade. For avoidance of doubt it is clarified that in the event that rating downgrade below AA- (i.e., A+ or below), occurs before the expiry of 1 (one) year from the deemed date of allotment of the Debentures and continues to exist/subsist on the day immediately following the expiry of 1 (one) year from the deemed date of allotment of the Debentures, the Debenture Holders shall have the right to exercise their put option within 30 days from expiry of 1 (one) year from the deemed date of allotment of the Debentures in the manner set out in thedebenture

	documents as if such rating downgrade event occurred after expiry of one year from the deemed date of allotment of the Debentures i.e on the day immediately following the expiry of 1 (one) year from the deemed date of allotment of the Debentures. KIIFB shall repay the full outstanding amount of the bonds to such bond holders exercising the put option, including principal and interest from the said corpus fund within 7 days from the date of closure of said timelines of 30 days, failing which the same will be construed as an event of default. Further, in respect of the bond holders that do no exercise the put option as set out above, existing step-up coupon shall be enhanced by additional 25 basis points on the bonds held by such bond holders. It is clarified that such higher coupon rates would be effective only from the date of downgrade. In case post downgrade of rating, any upgrade in future will have rates reversed effective from the date of such upgrade, subject to minimum initial coupon rate.
Cross Default / Acceleration	In case of Cross default/Acceleration under agreements for any financial indebtedness of the issuer or its subsidiaries, issuer shall repay to the bond holders the entire amount of the outstanding bonds from the corpus fund within 7 days from the date of occurrence of such cross default/acceleration under agreements, failing which it shall constitute an Event of Default (EOD) for the bonds.
Events of Default	a. Non-payment of any bond servicing obligation on due date. b. Failure to adequately restore the Debt Service Reserve Account II within stipulated timelines; c. Failure to list or cessation of listing of the NCDs on the BSE; d. Insolvency, reorganization, liquidation, suspension of payment of debts, winding up, illegality, cessation of business by the Issuer; e. Any insolvency, liquidation or dissolution petition filed against the Issuer/ Pledgor/ Put Option Provider which is not discharged or stayed or withdrawn within 5 calendar days.; f. Breach of covenants and such breach is not cured within 07 Working days, g. Breach of any of the terms of the Transaction Documents by the Issuer and such breach is not cured within 07 working days; h. Repudiation of any Transaction Document, i. Illegality for the Issuer to perform any of its obligations under the Transaction Document, j. Any material act of fraud, embezzlement, misstatement, misappropriation or siphoning off of Issuer funds or revenues or any other act having a similar effect being committed by the management or an officer of the Issuer,

	k. Representations or Warranties are found to be untrue or misleading when made or at the time of repetition during the term of the bonds, which Representations or Warranties are by nature required to be repeated at any time during the term and is not cured within 15 working days, l. Inability of the issuer to pay entire outstanding amount of bonds, in case of Cross default/ acceleration under agreements for indebtedness of the Issuer or any of their subsidiaries, from the corpus fund within 7 days from the date of occurrence of such cross default/acceleration. m. Winding up of the Issuer, including initiation of any proceedings. n. In case the rating is withdrawn or suspended, except where the step-up happens or step-up rights are exercised by the Bond holders, o. Any material adverse event, as defined in the Transaction Documents and such default is not cured within 15 working Days. p. If the Guarantee obligations are not met by the State Government within 30 days of Guarantee invocation, it would be construed as an Event of Default. q. Failure to repay the entire outstanding amount of the bonds from the corpus fund within 7 days from the stipulated timelines, in the situation of replenishment of Debt Service Reserve Account II from the corpus fund arises for the 3rd consecutive quarter. r. Failure to repay the full outstanding amount of the bond holder, exercising the put option, from the corpus fund within 7 days from the stipulated timelines. Other events more particularly set out in the Debenture Trust Deed
Remedies	In the event of occurrence of the event of default mentioned above, the Debenture Trustee shall give a final notice to the Issuer and the State Government clearly stating its intention to invoke the Security and enforce its rights under the Deed of Guarantee: (a) for events of default where cure period is provided as above and is not cured within the stipulated cure period; and (b) for all other events of default, a period of not more than 3 working days from the date of such notice. Upon continuation of such event, beyond the time stipulated above, the Debenture Trustee shall invoke the Security and the Guarantee of the State Government on the next day. The invocation of Security and Guarantee for any default would cover the entire liabilities remaining outstanding in these bonds.
Creation of Recovery	As per the newly-introduced regulation 26(7), the Issuer has

Expense Fund	created the recovery expense fund ("**REF**") for an amount equivalent to 0.01% of the final issue size subject to a maximum amount of INR 25 lakhs in the manner specified by SEBI and have inform the Debenture Trustee about the same. An amount equal to 0.01% of the relevant issue size subject to a maximum amount of INR 25 lakhs shall be utilized towards the REF with the BSE/NSE as per the time lime prescribed by the SEBI.
Roles and responsibilities of Debenture Trustee	In accordance with applicable law and the Transaction Documents
Governing Law and Jurisdiction	The bonds are governed by and shall be construed in accordance with the existing laws of India. Any dispute arising thereof shall be subject to the jurisdiction of the Courts at the city of Thiruvananthapuram only.
Default in Payment	In the event of delay in the payment of interest amount and/ or principal amount on the due date(s), the Issuer shall pay additional interest of 2.00% per annum in addition to the respective Coupon Rate payable on the bonds, on such amounts due, for the defaulting period.
Delay in Listing	ln case of delay in listing of the debt securities with the timelines of T+3 trading days as specified by the Securities and Exchange Board of India (SEBI) vide its circular dated 30th November, 2022, the Issuer shall pay penal interest of 1% p.a. over the coupon rate for the period of delay to the bond holder (i.e. from date of allotment to the date of listing)
Delay in Execution of Trust Deed/ Security Creation (where applicable)	In case of delay in execution of Trust Deed and Charge documents, the Issuer will refund the subscription with agreed rate of interest or will pay penal interest of atleast 2% p.a. to the bond holders, over and above the agreed coupon rate till these conditions are complied with at the option of the bond holder.
Risk Factors	As specified in part 4 (*Risk Factors*) of the Information Memorandum to be filed by KIIFB with BSE.
Trustees	M/S Catalyst Trusteeship Ltd
Registrar	M/S Cameo Corporate Services Ltd

ANNEXURE B: RATING LETTERS OF THE CREDIT RATING AGENCIES ALONGWITH RATING RATIONALE

Rating Letter - Intimation of Rating Action

Scan this QR Code to verify authenticity of this rating

Letter Issued on : March 14, 2024
Letter Expires on : February 15, 2025
Annual Fee valid till : February 15, 2025

KERALA INFRASTRUCTURE INVESTMENT FUND BOARD
3, TC 26/56, FELICITY SQUARE,
MG ROAD, STATUE, THIRUVANANTHAPURAM,
Trivandrum 695001
KERALA

Kind Attn.: Mr. KM ABRAHAM, CHIEF EXECUTIVE OFFICER (Tel. No.8547497773)

Sir / Madam,

Sub.: Rating(s) Assigned - Debt Instruments of KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Please note that the current rating(s) and outlook, instrument details, and latest rating action for the aforementioned instrument are as under:

	Long Term Instruments	Short Term Instruments
Total Rated Quantum (Rs. Cr.)	0.00	0.00
Quantum of Enhancement (Rs. Cr.)	850.00	0.00
Rating(s)	ACUITE Provisional AA (CE)	Not Applicable
Outlook	Stable	Not Applicable
Most recent Rating Action(s)	Assigned	Not Applicable
Date of most recent Rating Action(s)	March 14, 2024	Not Applicable
Rating Watch	Not Applicable	Not Applicable

Acuit® reserves the right to revise the rating(s), along with the outlook, at any time, on the basis of new information, or other circumstances which Acuit® believes may have an impact on the rating(s). Such revisions, if any, would be appropriately disseminated by Acuit® as required under prevailing SEBI guidelines and Acuit® ís policies.

This letter will expire on **February 15, 2025** or on the day when Acuit® takes the next rating action, whichever is earlier. It may be noted that the rating(s) is subject to change anytime even before the expiry date of this letter. Hence lenders / investors are advised to visit https://www.acuite.in/ OR scan the QR code given above to confirm the current outstanding rating(s).

Acuit® will re-issue this rating letter on **February 16, 2025** subject to receipt of surveillance fee as applicable. If the rating(s) is reviewed before **February 15, 2025**, Acuit® will issue a new rating letter.

Please note that under extant SEBI regulations and as per the terms of the rating agreement, once a rating is accepted and outstanding, the issuer is required to promptly furnish the íNo Default Statementí on the first working day of every month.

Sd/-
Chief Rating Officer

This is a system generated document. No signature is required.

Annexures: A. Details of the Rated Instrument

Annexure A. Details of the rated instrument			
Instruments	**Scale**	**Amt. (Rs. Cr)**	**Rating Assigned (Outlook) | Rating Action**
Proposed Bond	Long-term	850.00	ACUITE Provisional AA (CE) (Stable) | Assigned
Total Quantum Rated		**850.00**	-

DISCLAIMER

An Acuit® rating does not constitute an audit of the rated entity and should not be treated as a recommendation or opinion that is intended to substitute for a financial adviser's or investor's independent assessment of whether to buy , sell or hold any security. Acuit® ratings are based on the data and information provided by the issuer and obtained from other reliable sources. Although reasonable care has been taken to ensure that the data and information is true, Acuit® , in particular, makes no representation or warranty, expressed or implied with respect to the adequacy, accuracy or completeness of the information relied upon. Acuit® is not responsible for any errors or omissions and especially states that it has no financial liability whatsoever for any direct, indirect or consequential loss of any kind arising from the use of its ratings.Acuit® ratings are subject to a process of surveillance which may lead to a revision in ratings as and when the circumstances so warrant. Please visit our website (www.acuite.in) for the latest information on any instrument rated by Acuit® , Acuit® ís rating scale and its definitions.

Any inadvertent omission or error in the rating letter which is discovered or brought to the notice of Acuite shall be rectified as soon as reasonably practicable not later than 48 hours of such discovery or notice. Such error or omission shall not render Acuite liable to any person for any kind of loss or damage including, but not limited to, any special, incidental, indirect or consequential damages caused by errors or omissions, provided such omission or error is rectified as soon as possible after discovery/notice.

Acuite RATINGS & RESEARCH

Press Release

March 14, 2024

KERALA INFRASTRUCTURE INVESTMENT FUND BOARD
Rating Assigned and Reaffirmed

Product	Quantum (Rs. Cr)	Long Term Rating	Short Term Rating
BOND	497.00	ACUITE AA | CE | Stable | Assigned | Provisional To Final	-
BOND	1302.98	ACUITE AA | CE | Stable | Reaffirmed	-
BOND	850.00	Provisional | ACUITE AA | CE | Stable | Assigned	-
BOND	0.02	Provisional | ACUITE AA | CE | Stable | Reaffirmed	-
Total Outstanding	2650.00	-	-

Rating Rationale

Acuite has reaffirmed the long-term rating of **ACUITE AA (CE) (read as ACUITE double A (Credit Enhancement))** to the Rs.1302.98 Cr. unsecured non- convertible bonds of KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (KIIFB). The outlook is **'Stable'.**

Acuité has converted the provisional rating on the Rs. 497 Cr. unsecured non- convertible bonds of KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (KIIFB) to final and assigned the long term rating of **'ACUITE AA (CE)' (read as ACUITE double A (Credit Enhancement))**. The outlook is **'Stable'.**

Acuite has reaffirmed the long term rating of **Provisional ACUITE AA (CE) (read as Provisional ACUITE double A (Credit Enhancement))** to the Rs.0.02 Cr. unsecured non- convertible bonds of KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (KIIFB). The outlook is **'Stable'.**

Acuite has assigned the long term rating of **Provisional ACUITE AA (CE) (read as Provisional ACUITE double A (Credit Enhancement))** to the Rs.850 Cr. unsecured non- convertible bonds of KERALA INFRASTRUCTURE INVESTMENT FUND BOARD (KIIFB). The outlook is **'Stable'.**

The conversion from provisional rating to the final rating reflects the fulfilment of the appointment of a SEBI registered debenture trustee, execution of debenture trust deed, receipt of the final term sheet and confirmation from trustee regarding compliance.

The conversion of provisional rating of proposed bond Rs 850.02 Cr. of KIIFB to final rating is subject to:

- Appointment of a SEBI registered Debenture Trustee
- Execution of Debenture Trust Deed
- Receipt of the final term sheet and confirmation from trustee regarding the compliance with all the terms and condition of term sheet

Rationale for the rating

The rating factors in the strategic importance of KIIFB to the Government of Kerala (GoKe), as it acts as the nodal agency for infrastructure development in the state of Kerala. The rating also considers the complete ownership of the GoKe and the strength of the board of KIIFB with the Chief Minister as the chairperson and also include the finance minister, chief secretary, and other civil servants and experts. The rating also takes in to consideration the constitution of the Fund Trustee Advisory Commission (FTAC) which monitors the financial stability and fund utilisation of KIIFB. GoKe has to make the necessary budgetary allocations to ensure KIIFB's revenue stream. Transfers from

GoKe to KIIFB are as provided for in Section 7 of KIIF Act (as amended in 2016). As per Section 7, GOKe shall make budgetary allocations equivalent to share of MVT and entire quantum of fuel cess collected in the state in the previous year. As per the KIIF Act 2016, all the borrowings made by KIIFB are guaranteed by GoKe.
The final rating derives its strength from the structure, the escrow and payment mechanisms, DSRA and FD and also the corpus fund of ~Rs.3327.01 Cr, all of which will be utilised only for the issue and hence assure enough liquidity till the complete redemption of the issue.
The rating is partially offset by the financial constraints and widening revenue and fiscal deficits of the Government of Kerala. Also, since KIIFB lends at the average cost of borrowings and also provides fund for the social development of the state in the form of grants, profitability will remain impacted.

About the company

Kerala Infrastructure Investment Fund Board (KIIFB) was established as the principal funding arm of Government of Kerala on 11.11.1999 by the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000). Through various functions provided in the act, KIIFB aims to channel funds for critical and large public infrastructure projects in Kerala. Comprehensive modifications to the Act have been enacted through the Kerala Infrastructure Investment (Amendment) Act, 2016. With the expanded scope and structure provided under the amended Act, KIIFB is now mobilising and channelling funds for facilitating planned, hassle-free, and sustainable development of both physical and social infrastructure, including major land acquisition needs that are integral to development and ensure all round wellbeing and prosperity , using financial instruments approved by the Securities & Exchange Board of India (SEBI) and the Reserve Bank of India (RBI).
KIIFB was established with the main objective of providing investment for critical and large infrastructure projects in Kerala. It acts as the primary agency of the state government to facilitate the development of both the physical and social infrastructure in Kerala and to assist the state government and its agencies in the development of infrastructure in Kerala. KIIFB acts as the main agency of the state government for scrutinising, approving, and funding major infrastructure projects. These infrastructure projects may be revenue generating or non-revenue generating.

Unsupported Rating

Acuite A+/Stable
(Post notch up in view of the support from Government of Kerala)

Analytical Approach

Acuite has considered the standalone financial and operational figures of KIIFB and further notched it up for the support from Government of Kerala and the credit enhancement and structured payment mechanisms in place for the issue.

Key Rating Drivers

Strength

Support from the government of kerala
KIIFB is the nodal agency for infrastructure development for the Government of Kerala. KIIFB was established with the main objective of providing investment for critical and large infrastructure projects in Kerala. It acts as the primary agency of the state government to facilitate the development of both the physical and social infrastructure in Kerala and to assist the state government and its agencies in the development of infrastructure in Kerala. It is fully owned by GoKe. The GoKe further extends its support in the form of board representation with the Chief Minister as the chairperson, the Finance Minister, the chief secretary, key bureaucrats, and independent members. Further, all the borrowings made by KIIFB are guaranteed by GoKe as per the KIIF Act. GoKe has to make the necessary budgetary allocations to ensure KIIFB's revenue stream. Transfers from GOKe to KIIFB are as provided for in Section 7 of KIIF Act (as amended in 2016). As per Section 7, GOKe shall make budgetary allocations equivalent to the share of MVT and the entire quantum of fuel cess collected in the state in the previous year. These revenues come to KIIFB on a daily basis and fully by the month of December in every financial year, so that there are no liquidity crunches at the end of the financial year affecting the cashflows. The GoKe may also make any additional grants or loans to KIIFB so that KIIFB defrays its debt liabilities as per the KIIF Act.

Close monitoring by FTAC
The Fund Trustee and Advisory Commission (FTAC) monitors the financial stability and fund utilisation by KIIFB closely. It acts as the trustee to ensure that all investments of the fund serve the purpose and intent of the KIIF Act.The commission consists of eminent members like Shri. Vinod Rai, Chairman , Shri. R.A. Sankara Narayanan and Smt. Uma Shankar. FTAC issues a " Fidelity Certificate " every six months certifying that the application of funds and the investment of surplus funds are in conformity with the Act and KIIFB has adequate resources to meet debt obligations arising in the next 6 months.

Strength of the structure of the issue
The structure will be closely monitored by the DT and DSRA and FD mechanisms are also in place. The tenure of the bond is ten years, and the principal redemption will start in year four. The issuer would create a DSRA for an amount equivalent to the interest obligation of one succeeding quarter and the principal redemption amount of one quarter. The issuer would need to maintain the required DSRA amount on a rolling basis, and the initial DSRA amount so calculated would need to be deposited at least one day prior to the date of pay in. On the first day of every quarterly payment cycle, Issuer shall also maintain a fixed deposit in a scheduled public commercial bank, at least to the extent

of the interest obligation on the immediately succeeding quarterly payout date & principal redemption amount of one quarter, and create, maintain, charge/lien on the same in favour of the Debenture Trustee at all times. The current structure provides for two quarters of interest and repayment obligations through the DSRA and FD mechanisms upfront.
The escrow mechanism is in place for the bond servicing account, where daily credit equivalent to 2% of the upcoming servicing requirement will happen, from the daily credit of petroleum and MVT Cess share from GoKe. For the last quarter of the financial year, the entire servicing requirement will be transferred upfront at the beginning of the quarter.
Further, there is the corpus fund amounting to Rs. 3327.01 Cr. which will only be used for the replenishment of DSRA or redemption of the issue during any windfall event. The corpus fund has to be maintained till the end of the issue period.
The DT will check the availability of funds on the T-7th day and recover any shortfalls through the liquidation of the FD. If the shortfall still remains on the T-5th day, DT will ask the issuer to bridge the shortfall immediately. If the shortfall persists on the T-3rd day, the DT will transfer the funds from the DSRA to bridge the gap. The DSRA utilisation should be notified to the GoKe by the next day. If the impairment of DSRA is not fully replenished on the payout day, on T+1th day, DT will ask the issuer to replenish the DSRA from the corpus fund by T+ 6th day. If the DSRA is not cured on that day, the DT will inform the GoKe its intention to invoke the guarantee if the DSRA is not replenished in next 21 days. If the DSRA is not replenished by T+27th day, DT will invoke the state guarantee. The GoKe has the obligation to replenish the DSRA within the next 30 days. If the DSRA is not replenished on the T+58th day, it will be considered as an event of default.

Weakness

State of the financial health of Government of Kerala
Since the operations of KIIFB are supported by the GoKe and the revenue stream of KIIFB also derives from the GoKe, the high revenue and fiscal deficits of Government of Kerala can disrupt the operations of KIIFB. GoKe revenue deficit for FY23 (RE) stood at 2% of the GSDP with the fiscal deficit for FY23(RE) at 3.6% of the GSDP. The debt of the GoKe stood at 37.2% of the GSDP for FY23(RE) and interest obligations at 19.3% of the revenue receipts for FY23 (RE).Going forward, the ability of the GoKe to improve its financial stability and the central government's intervention in state borrowing limits will be key monitorables.

Assessment of Adequacy of Credit Enhancement (Applicable only for CE Ratings)

Acuite believes that the DSRA structure, FD and escrow mechanism in the bond servicing account along with the corpus fund and guarantee by the GoKe will help in maintaining ample liquidity and mitigating any risk in repayment of the issue.

ESG Factors Relevant for Rating

KIIFB created its ESG policy in 2021. The main objective of this policy is to address any of the ESG risks and impacts in the projects and make them ESG sustainable for KIIFB and its stakeholders and development partners. KIIFB is committed to adopting global standards and principles of responsible investing, and integrating ESG criteria into its investment approach and decision-making processes. Further, KIIFB also encourages Special Purpose Vehicles (SPVs) or Project Implementation Agencies (PIAs) to manage risks responsibly by working beyond regulatory requirements and moving towards enhanced social value creation. As part of this, KIIFB has adopted a nine step mechanism that includes due diligence, monitoring, and grievance redressal mechanisms to ensure proper ESG standards are maintained in each of its projects and the policy is updated as per the latest trends.
KIIFB has a strong internal governance system in place. KIIFB is headed by the Chief Executive Officer, who also acts as the fund manager of KIIFB. The Board is the highest decision-making body of KIIFB and comprises the Chief Minister, the Finance Minister, the Chief Executive Officer, key bureaucrats, and independent members. The board consists of 13 members, out of whom 6 are independent members.

Rating Sensitivity

- Changes in GoKe support
- Changes in financial health of GoKe
- Non adherence to the payment structure, for this particular issue
- Deterioration in DSRA, FD or corpus fund or invocation of guarantee, for this particular issue

All Covenants (Applicable only for CE & SO Ratings)

KIIFB is subject to the below mentioned financial covenant among other covenants as stipulated by the KIIF Act and various term sheets.

- The Issuer shall ensure that, in respect of any Relevant Period, the Liability Service Coverage Ratio for such Relevant Period shall not be less than 1.1 times.

"Liability Service Coverage Ratio" means the ratio of FC Cash flow to Liability Service; "Relevant Period" means the period ending 12 months from the end of each financial quarter; "FC Cash flow" means, with respect to any Relevant Period, the aggregate of
(a) share of motor vehicle Taxes and cess levied on petroleum products received by the Issuer pursuant to KIIF Act;
(b) any other amount appropriated by the GoK for the Issuer's sole usage;

(c) any other payments to the Issuer other than proceeds from any Financial Indebtedness; and
(d) the total amount of cash and cash equivalent investments controlled by the Issuer at the beginning of the Relevant Period, excluding any DSRA and sinking fund or any other debt servicing account of similar intent (except those created towards
the Financial Indebtedness of the Issuer payable during the Relevant Period); and
"Liability Service" means, with respect to the Relevant Period, the aggregate of
(a) all scheduled payments (including balloon payments) on account of principal and interest and other charges on all Financial
Indebtedness, as applicable; and
(b) any payment made or required to be made to any debt service account under the terms of any agreement providing for any Financial Indebtedness.

Covenants customary to transactions of this nature including, but not limited to:
(a) Information covenants;
(b) Authorisations;
(c) Repayment;
(d) Status and Business;
(e) Compliances;
(f) Accounts;
(g) Arm's length transactions;
(h) Taxes;
(i) Financial Covenants;
(j) Use of proceeds;
(k) Listing;
(l) Further assurances;
(m) Compliance with laws;
(n) Filings with the stock exchange;
(o) Issuance of Debentures.
as more particularly detailed in the Debenture Trust Deed.
Further, the following key covenants are also inter alia provided in the Debenture Documents:
(a) Unconditional and irrevocable guarantee from the Government of Kerala, for timely servicing of the Debentures.
(b) DSRA and a fixed deposit to the extent of fully covering the servicing requirement of one quarter as liquidity support.
(c) (c) Corpus Fund covenant for replenishing any
impairment of the DSRA, and repayment/redemption on downgrade in credit rating of the Debentures below 'AA-' (i.e., A+ or
below) and/or on occurrence of a cross default/acceleration in respect of the Issuer (as enumerated above under the serial number 54 against the particular "Corpus Fund").
(d) Stipulation for invocation of the Deed of Guarantee for impairment in the DSRA to a level below the servicing requirement for the immediate servicing quarter.

Liquidity Position

Adequate

KIIFB has maintained adequate liquidity with Rs. 3,578 Cr. Of Cash and cash equivalent and investments in MF. Also, with the ~Rs. 3327 Cr corpus fund along with the FD and DSRA, there is adequate liquidity maintained for the issue.

Outlook: Stable

Acuite believes that KIIFB will maintain 'stable' outlook for the near to medium term. The outlook may be changed to 'positive' if there is considerable improvement in the revenue stream or profitability. The outlook may be changed to 'negative' if the revenue stream gets affected due to the financial constraints of GoKe or any shortfall in the liquidity buffers earmarked for the issue.

Other Factors affecting Rating

None

Key Financials - Standalone / Originator

Particulars	Unit	FY23 (Actual)	FY22 (Actual)
Total Assets	Rs. Cr.	20,820.60	16,682.78
Total Income*	Rs. Cr.	3,886.69	5,486.84
PAT	Rs. Cr.	(853.33)	(563.53)
Net Worth	Rs. Cr.	2,820.49	2820.49

Return on Average Assets (RoAA)	(%)	(4.55)	(4.06)
Return on Average Net Worth (RoNW)	(%)	(30.25)	(21.19)
Debt/Equity	Times	6.3	4.85
Gross NPA	(%)	-	-
Net NPA	(%)	-	-

**Total income equals to Net Interest Income plus other income*

Status of non-cooperation with previous CRA (if applicable):
Not Applicable

Any other information
Supplementary disclosures for Provisional Ratings
A. Risks associated with the provisional nature of the credit rating
In case there are material changes in the terms of the transaction after the initial assignment of the provisional rating and post the completion of the issuance (corresponding to the part that has been issued) Acuite will withdraw the existing provisional rating and concurrently, assign a fresh final rating in the same press release, basis the revised terms of the transaction.

B. Rating that would have been assigned in absence of the pending steps/ documentation
The rating would be equated to the standalone rating of the entity: **ACUITE A+/ Stable**

C. Timeline for conversion to Final Rating for a debt instrument proposed to be issued:
The provisional rating shall be converted into a final rating within 90 days from the date of issuance of the proposed debt instrument. Under no circumstance shall the provisional rating continue upon the expiry of 180 days from the date of issuance of the proposed debt instrument. Policy of Acuite for Provisional Rating: https://www.acuite.in/provisional-ratings.htm

Applicable Criteria
• Application Of Financial Ratios And Adjustments: https://www.acuite.in/view-rating-criteria-53.htm
• Default Recognition: https://www.acuite.in/view-rating-criteria-52.htm
• Explicit Credit Enhancements: https://www.acuite.in/view-rating-criteria-49.htm
• Non-Banking Financing Entities: https://www.acuite.in/view-rating-criteria-44.htm

Note on complexity levels of the rated instrument
In order to inform the investors about complexity of instruments, Acuité has categorized such instruments in three levels: Simple, Complex and Highly Complex. Acuite' s categorisation of the instruments across the three categories is based on factors like variability of the returns to the investors, uncertainty in cash flow patterns, number of counterparties and general understanding of the instrument by the market. It has to be understood that complexity is different from credit risk and even an instrument categorized as 'Simple' can carry high levels of risk. For more details, please refer Rating Criteria "Complexity Level Of Financial Instruments" on www.acuite.in.

Rating History

Date	Name of Instruments/ Facilities	Term	Amount (Rs. Cr)	Rating/Outlook
11 Jan 2024	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	143.28	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Proposed Bond	Long Term	83.60	ACUITE Provisional AA (CE) | Stable (Reaffirmed)
	Proposed Bond	Long Term	413.42	ACUITE Provisional AA (CE) | Stable (Reaffirmed)
02 Nov 2023	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Reaffirmed)
	Proposed Bond	Long Term	800.00	ACUITE Provisional AA (CE) | Stable (Assigned)
	Proposed Bond	Long Term	699.98	ACUITE Provisional AA (CE) | Stable (Reaffirmed)
30 Sep 2023	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)

	Bond	Long Term	42.86	ACUITE AA (CE) | Stable (Assigned)
	Proposed Bond	Long Term	699.98	ACUITE Provisional AA (CE) | Stable (Reaffirmed)
28 Sep 2023	Proposed Bond	Long Term	1000.00	ACUITE Provisional AA (CE) | Stable (Assigned)
25 May 2023	Proposed Bond	Long Term	1000.00	ACUITE Provisional AA (CE) | Stable (Assigned)

Annexure - Details of instruments rated

Lender's Name	ISIN	Facilities	Date Of Issuance	Coupon Rate	Maturity Date	Quantum (Rs. Cr.)	Complexity Level	Rating
Not Applicable	INE658F08037	Bond	03 Jul 2023	8.49	02 Jul 2027	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08011	Bond	03 Jul 2023	8.49	03 Jul 2028	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08045	Bond	03 Jul 2023	8.49	03 Jul 2029	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08029	Bond	03 Jul 2023	8.49	03 Jul 2030	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08052	Bond	03 Jul 2023	8.49	03 Jul 2031	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08078	Bond	03 Jul 2023	8.49	02 Jul 2032	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08060	Bond	03 Jul 2023	8.49	04 Jul 2033	42.86	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08086	Bond	22 Dec 2023	8.95	22 Dec 2027	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08128	Bond	22 Dec 2023	8.95	22 Dec 2028	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08110	Bond	22 Dec 2023	8.95	22 Dec 2029	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08102	Bond	22 Dec 2023	8.95	22 Dec 2030	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08094	Bond	22 Dec 2023	8.95	22 Dec 2031	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08144	Bond	22 Dec 2023	8.95	22 Dec 2032	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08136	Bond	22 Dec 2023	8.95	22 Dec 2033	143.28	Simple	ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	INE658F08144	Bond	22 Dec 2023	8.95	22 Dec 2032	57.12	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08086	Bond	22 Dec 2023	8.95	22 Dec 2027	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08128	Bond	22 Dec 2023	8.95	22 Dec 2028	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08110	Bond	22 Dec 2023	8.95	22 Dec 2029	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final

Not Applicable	INE658F08102	Bond	22 Dec 2023	8.95	22 Dec 2030	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08094	Bond	22 Dec 2023	8.95	22 Dec 2031	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08144	Bond	22 Dec 2023	8.95	22 Dec 2032	13.88	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	INE658F08136	Bond	22 Dec 2023	8.95	22 Dec 2033	71.00	Simple	ACUITE AA | CE | Stable | Assigned | Provisional To Final
Not Applicable	Not avl. / Not appl.	Proposed Bond	Not avl. / Not appl.	Not avl. / Not appl.	Not avl. / Not appl.	0.02	Simple	Provisional | ACUITE AA | CE | Stable | Reaffirmed
Not Applicable	Not avl. / Not appl.	Proposed Bond	Not avl. / Not appl.	Not avl. / Not appl.	Not avl. / Not appl.	850.00	Simple	Provisional | ACUITE AA | CE | Stable | Assigned

Contacts

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About Acuité Ratings & Research
Acuité is a full-service Credit Rating Agency registered with the Securities & Exchange Board of India (SEBI). The company received RBI Accreditation as an External Credit Assessment Institution (ECAI) for Bank Loan Ratings under BASEL-II norms in the year 2012. Acuité has assigned ratings to various securities, debt instruments and bank facilities of entities spread across the country and across a wide cross section of industries. It has its Registered and Head Office in Kanjurmarg, Mumbai.

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India Ratings & Research
A Fitch Group Company

FitchGroup

To,
Ajosh Krishna Kumar
AGM
Kerala Infrastructure Investment Fund Board
2nd floor, Felicity Square, Koder Ln, Palayam,
Thiruvananthapuram, Kerala 695001

March 06, 2024

Dear Sir/Madam,

Re: Rating Letter for NCD of Kerala Infrastructure Investment Fund Board

India Ratings and Research (Ind-Ra) has taken the following rating actions on Kerala Infrastructure Investment Fund Board's (KIIFB) non-convertible debentures (NCDs):

Instrument Type	Size of Issue (million)	Rating assigned along with Outlook/ Watch	Rating Action
Proposed NCDs#,$	INR8,500	Provisional IND AA(CE)/Stable	Assigned
NCDs*,^,$	INR17,999.8 (reduced from INR18,000)	IND AA(CE)/Stable	Affirmed
Unsupported rating	-	IND A-/Stable	Affirmed

The rating on the proposed NCDs is provisional and is contingent upon execution of certain documents and/ occurrence of certain steps.

$ Credit ratings with (CE) suffix indicates that the instruments are supported by an external explicit credit enhancement.

* Details in Annexure

^ The issuer did not proceed with INR0.2 million issuance.

In issuing and maintaining its ratings, India Ratings relies on factual information it receives from issuers and underwriters and from other sources India Ratings believes to be credible. India Ratings conducts a reasonable investigation of the factual information relied upon by it in accordance with its ratings methodology, and obtains reasonable verification of that information from independent sources, to the extent such sources are available for a given security.

The manner of India Ratings factual investigation and the scope of the third-party verification it obtains will vary depending on the nature of the rated security and its issuer, the requirements and practices in India where the rated security is offered and sold, the availability and nature of relevant public information, access to the management of the issuer and its advisers, the availability of pre-existing third-party verifications such as audit reports, agreed-upon procedures letters, appraisals, actuarial reports, engineering reports, legal opinions and other reports provided by third parties, the availability of independent and competent third-party verification sources with respect to the particular security or in the particular jurisdiction of the issuer, and a variety of other factors.

Users of India Ratings ratings should understand that neither an enhanced factual investigation nor any third-party verification can ensure

that all of the information India Ratings relies on in connection with a rating will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to India Ratings and to the market in offering documents and other reports. In issuing its ratings India Ratings must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings can be affected by future events or conditions that were not anticipated at the time a rating was issued or affirmed.

India Ratings seeks to continuously improve its ratings criteria and methodologies, and periodically updates the descriptions on its website of its criteria and methodologies for securities of a given type. The criteria and methodology used to determine a rating action are those in effect at the time the rating action is taken, which for public ratings is the date of the related rating action commentary. Each rating action commentary provides information about the criteria and methodology used to arrive at the stated rating, which may differ from the general criteria and methodology for the applicable security type posted on the website at a given time. For this reason, you should always consult the applicable rating action commentary for the most accurate information on the basis of any given public rating.

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It will be important that you promptly provide us with all information that may be material to the ratings so that our ratings continue to be appropriate. Ratings may be raised, lowered, withdrawn, or placed on Rating Watch due to changes in, additions to, accuracy of or the inadequacy of information or for any other reason India Ratings deems sufficient.

Nothing in this letter is intended to or should be construed as creating a fiduciary relationship between India Ratings and you or between India Ratings and any user of the ratings.

In this letter, “India Ratings” means India Ratings & Research Pvt. Ltd. and any successor in interest.

We are pleased to have had the opportunity to be of service to you. If we can be of further assistance, please email us at infogrp@indiaratings.co.in

Sincerely,

India Ratings



Dr Devendra Pant
Senior Director

Annexure: Facilities Breakup

Annexure: ISIN

Instrument	ISIN	Date of Issuance	Coupon Rate	Maturity Date	Ratings	Outstanding/Rated Amount(INR million)
NCDs*	INE658F08037	03/07/2023	8.49	02/07/2027	IND AA(CE)/Stable	428.6
NCDs*	INE658F08011	03/07/2023	8.49	03/07/2028	IND AA(CE)/Stable	428.6
NCDs*	INE658F08045	03/07/2023	8.49	03/07/2029	IND AA(CE)/Stable	428.6
NCDs*	INE658F08029	03/07/2023	8.49	03/07/2030	IND AA(CE)/Stable	428.6
NCDs*	INE658F08052	03/07/2023	8.49	03/07/2031	IND AA(CE)/Stable	428.6
NCDs*	INE658F08078	03/07/2023	8.49	02/07/2032	IND AA(CE)/Stable	428.6
NCDs*	INE658F08060	03/07/2023	8.49	04/07/2033	IND AA(CE)/Stable	428.6
NCDs	INE658F08086	22/12/2023	8.95	22/12/2027	IND AA(CE)/Stable	2142.8
NCDs	INE658F08128	22/12/2023	8.95	22/12/2028	IND AA(CE)/Stable	2142.8
NCDs	INE658F08110	22/12/2023	8.95	21/12/2029	IND AA(CE)/Stable	2142.8
NCDs	INE658F08102	22/12/2023	8.95	20/12/2030	IND AA(CE)/Stable	2142.8
NCDs	INE658F08094	22/12/2023	8.95	22/12/2031	IND AA(CE)/Stable	2142.8
NCDs	INE658F08144	22/12/2023	8.95	22/12/2032	IND AA(CE)/Stable	2142.8
NCDs	INE658F08136	22/12/2023	8.95	22/12/2033	IND AA(CE)/Stable	2142.8

* NCDs are green bonds. As per NSDL records, the issue size of each green bond is INR1,428.5 million, which is on the basis of issue size of INR10,000.0 million. However, KIIFB has raised INR3,000.2 million (seven strips of INR428.6 million). KIIFB has taken up this matter with NSDL.
Source: KIIFB, NSDL



India Ratings Assigns Kerala Infrastructure Investment Fund Board's Proposed NCDs 'Provisional IND AA(CE)'/ Stable; Affirms Existing Ratings

Mar 06, 2024 | Development Authority

India Ratings and Research (Ind-Ra) has taken the following rating actions on Kerala Infrastructure Investment Fund Board's (KIIFB) non-convertible debentures (NCDs):

Details of Instruments

Instrument Type	Date of issuance	Coupon Rate (%)	Maturity Date	Size of Issue (million)	Rating assigned along with Outlook/ Watch	Rating Action
Proposed NCDs#,$	-	-	-	INR8,500	Provisional IND AA(CE)/ Stable	Assigned
NCDs*,^,$	-	-	-	INR17,999.8 (reduced from INR18,000)	IND AA(CE)/Stable	Affirmed
Unsupported rating	-	-	-	-	IND A-/Stable	Affirmed

The rating on the proposed NCDs is provisional and is contingent upon execution of certain documents and/ occurrence of certain steps. Please refer to section DISCLOSURES FOR PROVISIONAL RATING for additional details as per Securities Exchange Board of India's (SEBI) Master Circular dated 6 July 2023.
$ Credit ratings with (CE) suffix indicates that the instruments are supported by an external explicit credit enhancement. Please refer to section DISCLOSURES FOR CE RATING for additional details as per SEBI Master Circular.
* Details in Annexure I
^ The issuer did not proceed with INR0.2 million issuance.

Analytical Approach

Ind-Ra classifies KIIFB as a dependent entity of the government of Kerala (GoKe) under its rating of Public Sector Entities criteria. The NCD rating draws comfort from the credit profile of the GoKe, which has extended an unconditional and irrevocable guarantee for the debt issuance. The bond rating is notched up on the basis of the pledged revenue, the strength of the structured payment mechanism based on the draft term sheet, and the likely adequate debt service coverage.

Detailed Rationale of the Rating Action

Ind-Ra has affirmed the existing bond rating based on the continued strong legal and financial linkages between KIIFB and GoKe and notched them up based on the structured payment mechanism, which is working as it was hypothesised. The collections from the unrestricted pledged receivables, in the form of motor vehicle tax (MVT) and cess on petroleum receipts, allocated to KIIFB by the GoKe, are in line with Ind-Ra's expectations. Resultantly, neither DSRA has been used nor the GoKe guarantee and DSRA guarantee have been invoked.

Ind-Ra has rated the proposed NCDs at the same level as the existing ones on the basis that the same structured payment mechanism will be followed for them.

Ind-Ra takes comfort from the unconditional, irrevocable and continuing pre-default guarantee agreement executed between the GoKe and KIIFB, which will remain in force and effect until the NCDs are fully redeemed. The guarantee is also available to replenish DSRA, if it is utilised to meet debt payment obligations. Basis the pre-default guarantee and enforceability of the guarantee, Ind-Ra has assigned a CE suffix to the NCD rating and the base rating of the transaction is linked to the credit profile of GoKe for the existing bonds.

The NCDs' rating is further notched up based on the transaction structure. The rating also factors in the legal and financial strengths of the transaction structure, which will be monitored and controlled by the debenture trustee (DT). The payment mechanism of existing bonds is backed by a bond servicing account (BSA), a pre-funded (initial DSRA to be created one day before the pay-in date) one-quarter DSRA and a fixed deposit (FD) sufficient to meet one-quarter debt payment obligations throughout the bond tenor. The DSRA and FDs are liened in favour of the trustee and can be used only for debt servicing.

List of Key Rating Drivers

Strengths

- Adequacy of pledged revenue
- DSRA and corpus fund
- Structured payment mechanism
- Transaction structural features
- DSRA shortfall guarantee from GoKe
- GoKe's ownership and control of KIIFB

Weaknesses

- Potential revenue risk during an adverse economic situation
- Kerala's moderate economic performance
- Moderate fiscal position of state

Detailed Description of Key Rating Drivers

Adequacy of Pledged Revenue: Ind-Ra expects the pledged revenue to comfortably meet the debt service obligations of the bonds throughout the tenor. Under the transaction structure, the MVT and petroleum cess received in KIIFB's collection account, on a daily basis, during April to December every year, will be deposited in KIIFB's BSA. The interest servicing and repayment of the bonds will be made from the build-up of such allocated cash flows, through regular transfers, in the bond servicing escrow account. Ind-Ra expects the revenue pledged to adequately provide a minimum cover of 1.2x of its debt service payments under the rating case scenario without using liquidity buffers in the medium term. The NCDs will be issued at a fixed rate of interest that mitigates the interest rate risk.

The transfer to BSA will be done in a manner such that the amount required for servicing the NCDs gets fully built-up at least seven days prior to the quarterly servicing date. The MVT and cess allocation by the GoKe increased at a CAGR of 11% during FY20-FY24. The GoKe is required to ensure that the funds allocated to KIIFB grow at least 10% yoy. For any shortfall in cash flow during a financial year, the structure draws support from the statutory obligation of the government to cover the shortfall under the KIIF Act 2016.

DSRA and Corpus Fund: A one-quarter DSRA and an FD sufficient to meet one-quarter debt payment obligations throughout the bond tenor were created one day before the pay-in date for the existing green bonds and it has been created for the subsequent series of bonds as well. In case of the proposed bonds - one-quarter of DSRA and an FD sufficient to meet one quarter of debt payment obligations throughout the bond tenor will be created one day before the pay-in date. Also, the terms of the proposed bonds are same as the existing set of bonds, basis the draft term sheet and draft NCD documents. The corpus fund has been enhanced to INR33,270 million as of February 2024 from INR28,204.90 million to adhere to the condition that the bond issuance is kept at maximum of 80% of the corpus fund.

Structured Payment Mechanism: Ind-Ra expects the structured payment mechanism overseen by the trustees to protect the interest of bond holders. As per the draft documents received from the management, the structure remains the same for the

proposed bonds as well. Under the structured payment mechanism, from the first day of each quarterly servicing cycle, an amount equivalent to 2% of the aggregate quarterly servicing requirement of the outstanding bonds will be transferred to KIIFB's BSA, by way of an irrevocable standing instruction to the collection bank, until the required debt servicing amount is fully built up (pay-out date (T)) T-7 days before the due date of the payment. This transfer will continue on each working day from April to December. For the period of 1 January to 31 March, KIIFB shall transfer an upfront amount on 1 January each year to KIIFB's BSA. The upfront amount will be equivalent to the amount required towards the aggregate daily transfer amounts for the said period.

The DT would monitor the adequacy of the availability of funds in the BSA, and in case of any inadequacy, would fund the same through liquidation of the FD to the extent of such shortfall (T-7 days). In case of a shortfall in the BSA by T-5 day, the DT would advise KIIFB to immediately bridge the shortfall, under intimation to the state government. If the shortfall persists on T-3 day, the DT would transfer the requisite funds from the DSRA to bridge the gap.

In case the funds available in the DSRA are lower than the servicing requirement for the immediate next servicing date (T + 91), the DT would serve a notice to KIIFB on T+ 1 day to fully replenish the DSRA impairment through the transfer of requisite amount from the corpus fund within T+6 days.

Transaction Structural Features: The bonds are secured by an exclusive charge on KIIFB's BSA, the DSRA account and the FD in favour of the DT. The GoKe has unconditionally and irrevocably guaranteed the bonds raised by KIIFB; the guarantee is continuing in nature and through the tenor of the bonds for the principal and interest. KIIFB has extended an unconditional and irrevocable undertaking that in the event of DSRA is utilised for meeting any debt servicing requirement for the NCDs, it would arrange to release the requisite amount from the corpus fund to replenish the DSRA. As per the undertaking, KIIFB would not impair this corpus fund in any way during the tenor of the NCDs and an amount of INR33,270.10 million (at end-February 2024) would always be maintained as the corpus to fully reinstate the DSRA. There would be no charge or lien on the corpus fund in favour of the DT. However, the DT would monitor the corpus fund. The corpus fund was enhanced in FY24 for a further fund raise through the NCDs route.

In case of cross default/acceleration under agreements (subject to relevant cure periods) for any financial indebtedness of KIIFB or its subsidiaries, KIIFB would repay bond holders the entire amount of the outstanding bonds from the corpus fund within seven days from the date of occurrence of such cross default/acceleration, failing which it shall constitute an event of default for the bond.

GoKe's Ownership and Control of KIIFB: Ind-Ra has classified KIIFB as a dependent public sector entity under its Rating of Public Sector Entities criteria. The GoKe exercises significant control over KIIFB's policy objective and governs the composition and functioning of the board. Moreover, KIIFB is fully owned by the GoKe. The government has enacted the necessary legislation to enable the board to mobilise funds for the infrastructure development of Kerala. The GoKe also exercises significant control over the working of KIIFB through its board, which comprises senior state government officials along with independent members. As per section 7 of Kerala Infrastructure Investment Fund (Amendment) Act, 2016 on Budgetary Allocation for repayment, the GoKe from time to time will provide in its annual budget the expenses incurred for the payment of annuity and other obligations of KIIFB in the form of MVT and petroleum cess. The GoKe may further make grants, loans and advances available to the fund as it may deem fit.

DSRA Shortfall Guarantee from GoKe: The GoKe has extended a guarantee to fund any DSRA shortfall within the specified timeline. In the event of the DSRA not getting fully reinstated by T+6 days, the DT would notify the state government about its intention for an invocation of the guarantee if the shortfall is not fully bridged by T+27 days. The deed of guarantee would specifically provide obligation on the part of the GoKe to fund the shortfall in the DSRA when called upon by the DT, as per the above stipulated timeline. If the guarantee obligations are not met by the GoKe within 30 days of the guarantee invocation, it would be construed as an event of default, as per the terms of the transaction. Ind-Ra, in its analysis, has stressed the GoKe's credit profile by considering a sizeable portion of the guarantee to devolve. As per Ind-Ra's analysis, the guarantor, even in the stress scenario, is likely to meet all the guaranteed debt obligations.

Kerala's Moderate Economic Performance: The share of agriculture and industry in the state economy is lower while that of services is higher than their respective shares in the national economy. The share of industry in Kerala was lower at 28.9% than 30.2% of the national level in FY23. The share of services was higher at 62.6% than the sector's share in the national economy of 54.4% in FY23. With a CAGR of 4.3%, Kerala's economy grew slower than the nation's gross value-added (GVA) growth rate of 5.6% during FY12-FY23. The state's contribution to the national economy was 3.8% in FY23 (FY12: 4.1%).

Moderate Fiscal Position of State: Kerala's revenue deficit as per the revised estimate (RE) of FY24 has been kept at 2.1% of the gross state domestic product (GSDP), same as that of FY24 budget estimate (BE), due to stronger nominal GSDP growth. This would also lead to an improvement in the fiscal account. The fiscal deficit has been estimated to moderate to 3.4% of GSDP in FY24RE (FY24BE: 3.5%). For FY25, the state government expects the revenue deficit to be 2.1% and the fiscal deficit to be 3.4% of GSDP. The debt of the state has been budgeted at 34.2% of GSDP in FY25 which would be higher than the corresponding indicative debt estimate of 32.8% of GSDP for the state governments, as per the 15th financial commission (FC). The guarantees stood at INR503.7 billion, growing 13.5% in FY23, and once included in the state debt, the combined liabilities of the state stood at

39.4% of GSDP in FY23 (FY21: 43.2%).

Potential Revenue Risk during Adverse Economic Situation: Ind-Ra does not rule out the possibility of a reduction of MVT due to adverse economic situation, which may pan out during the bond tenor, and a reduction in petroleum cess due to a shift to electrical vehicles. However, the liquidity buffers by way of the FD and DSRA and an unconditional, irrevocable and continuing guarantee by the GoKe towards DSRA replenishment under the transaction structure mitigate the risk from inadequate cash flows for debt payments. Ind-Ra believes the GoKe would ensure the budgetary allocation to KIIFB by way of MVT and cess is adequate to meet its debt servicing obligations and fund infrastructure development activity.

Liquidity

Adequate

Liquidity is supported by daily transfers of MVT and petroleum cess, which are escrowed for debt servicing. KIIFB had surplus liquidity of INR28,000 million by way of the corpus fund at FYE23 (audited). The total liquidity available with KIIFB, including cash and bank balances, DSRA deposits for existing debt, corpus fund and investments, was INR65,000 million at FYE23. The NCDs benefit from the liquidity buffers by way of a one-quarter pre-funded DSRA and an FD to the extent of interest obligations of one succeeding quarter and a principal redemption amount of one quarter upfront that would be maintained throughout the tenure of the NCDs.

In accordance with the terms of the structure, a one quarter DSRA and one-quarter debt payment obligations in the form of the FD worth INR1,045.42 million each have been created (for all existing bonds). This is equivalent of one-quarter debt payment obligations that are required to be maintained throughout the tenor of the NCDs.

The corpus fund can be utilised for replenishing the DSRA, put option on a critical rating downgrade notice, cross default mandatory redemption and early redemption (in the event that the issuer is required to replenish any shortfall in the DSRA for the third consecutive quarter). Ind-Ra expects the cash debt service coverage ratio (DSCR) for FY24 to be comfortably above 1.3x of the debt service payments based on the rating case scenario (FY23: 3.13x; FY22: 2.49x, including liquidity buffers such as cash and bank balances and investments).

Rating Sensitivities

Positive: Any improvement in the credit profile of the GoKe will be positive for the ratings.

Negative: The following developments could, individually or collectively, lead to a negative rating action:

- deterioration in the credit profile of the GoKe;
- the minimum DSCR falling below 1.2x for two consecutive years during the bond tenor;
- continuous dipping into liquidity buffers for two consecutive quarters;
- the invocation of the GoKe's guarantee; and
- a failure or breach to comply with Securities and Exchange Board of India's listing requirements with regard to timely disclosure on a sustained basis.

Disclosures for CE Rating

1) UNSUPPORTED RATING

Ind-Ra has affirmed the unsupported rating at 'IND A-'/Stable.

ANALYTICAL APPROACH

The NCD rating is supported by the credit profile of the GoKe, the nature of the pledged revenue, the strength of the structured payment mechanism based on the draft term sheet and the likely adequate debt service coverage ratio.

DETAILED RATIONALE OF THE RATING ACTION

Ind-Ra has classified KIIFB as a dependent public sector entity under its Rating of Public Sector Entities criteria. The unsupported rating considers the legal status of the entity, the significant control exercised by the GoKe over its policy objective; and the composition and functioning of the board.

LIST OF KEY RATING DRIVERS

Strength

· GoKe's ownership and control of KIIFB

Weakness

· Potential revenue risk during adverse economic situation

· Kerala's moderate economic performance

· Moderate fiscal position of state

RATING SENSITIVITIES

Positive: Any improvement in the credit profile of the GoKe will be positive for the ratings.

Negative: A negative rating action could result, individually or collectively, from the following

- a weakening of the linkages with the GoKe
- deterioration in the GoKe's credit profile

2) INSTRUMENT COVENANTS

The issuer shall ensure that, in respect of any relevant period, the liability service coverage ratio for such relevant period shall not be less than 1.1x. The liability service coverage ratio means the ratio of FC cash flow to liability service.

FC cash flow means, with respect to any relevant period, the aggregate of: (a) a share of MVT and cess levied on petroleum products received by the issuer pursuant to KIIF Act; (b) any other amount appropriated by the GoKe for the issuer's sole usage; (c) any other payments to the issuer other than proceeds from any financial indebtedness; and (d) the total amount of cash and cash equivalent investments controlled by the issuer at the beginning of the relevant period, excluding any DSRA and sinking fund or any other debt servicing account of similar intent.

Liability service means, with respect to the relevant period, the aggregate of: (a) all scheduled payments (including balloon payments) on account of principal and interest and other charges on all financial indebtedness, as applicable; and (b) any payment made or required to be made to any debt service account under the terms of any agreement providing for any financial indebtedness.

3) ADEQUACY OF CE STRUCTURE

DSRA Shortfall Guarantee from GoKe: The GoKe has extended a guarantee to fund a DSRA shortfall within the specified timeline. In the event of the DSRA not getting fully reinstated by T+6 days, the DT would notify the state government about its intention for an invocation of the guarantee if the shortfall is not fully bridged by T+27 days. The deed of guarantee would specifically provide obligation on the part of the GoKe to fund the shortfall in the DSRA the when called upon by the DT, as per the above stipulated timeline. If the guarantee obligations are not met by the GoKe within 30 days of guarantee invocation, it would be construed as an event of default, as per terms of the transaction. Ind-Ra, in its analysis, has stressed the GoKe's credit profile by considering a sizeable portion of the guarantee to devolve. As per Ind-Ra's analysis, the guarantor, even in the stress scenario, is likely to meet all the guaranteed debt obligations.

2) **State Government Guarantee:** The guarantee is unconditional and irrevocable and is a continuing obligation. The guarantee will remain in force and effect until the NCDs are fully redeemed.

Ind-Ra, in its analysis, has stressed the GoKe's credit profile by considering a sizeable portion of the guarantee to devolve. As per Ind-Ra's analysis, the guarantor, even in the stress scenario, is likely to meet all the guaranteed debt obligations.

Disclosures for Provisional Rating

1) RATING THAT WOULD HAVE BEEN ASSIGNED IN ABSENCE OF THE PENDING STEPS/ DOCUMENTATION

Ind-Ra would have assigned IND A-/Stable in absence of the pending steps/documentation.

2) PENDING STEPS/ DOCUMENTATION CONSIDERED WHILE ASSIGNING PROVISIONAL RATING AND RISKS

ASSOCIATED WITH THE PROVISIONAL NATURE OF THE CREDIT RATING:

S.no.	Pending Critical Documentation while Affirming Provisional Rating*	Risks Associated with Provisional Nature of Credit Rating in the Absence of Completed Documentation or Change in Documentation
1	Final term sheet	In the absence of executed documents or the final executed documents deviate from the draft documents submitted at the time of provisional rating, the transaction structure would be weak.
2	Debenture trust deed	
3	Deed of guarantee	
4	Accounts agreement	
5	Creation of DSRA and fixed deposit	Non-creation of DSRA and fixed deposit would increase the vulnerability to cashflow mismatches and the risk of timely debt servicing.
6	Deed of hypothecation	In the absence of executed documents or the final executed documents deviate from the draft documents submitted at the time of provisional rating, the transaction structure would be weak.

*Additionally, any other relevant documents executed for the transaction should be provided to the agency.

3) VALIDITY PERIOD

The final rating, upon the receipt of executed documents consistent with the draft documents, shall be assigned within 90 days from the date of issuance of the instrument. The provisional rating may be extended by another 90 days, subject to Ind-Ra's policy, if the execution of the documents is pending.

ESG Issues

ESG Factors Minimally Relevant to Rating: Unless otherwise disclosed in this section, the ESG issues are credit neutral or have only a minimal credit impact on KIIFB, due to either their nature or the way in which they are being managed by the entity. For more information on Ind-Ra's ESG Relevance Disclosures, please click here. For answers to frequently asked questions regarding ESG Relevance Disclosures and their impact on ratings, please click here.

About the Company

KIIFB, a body corporate created by the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000), came into existence on 11 November 1999 as the principal funding arm of the GoKe. The main objective of KIIFB is to provide investments for critical and large infrastructure projects in the state. Later, comprehensive modifications to the Act have been made through the KIIF (Amendment) Act, 2016. With the expanded scope and structure, KIIFB dynamically mobilises funds for the infrastructure development of Kerala. This also includes major land acquisition needs for infrastructure development. KIIFB resorts to the advanced financial instruments approved by the Securities and Exchange Board of India and the Reserve Bank of India to ensure the development of sustainable infrastructure in Kerala.

KEY FINANCIAL INDICATORS

KIIFB

Particulars (INR billion)	FY22	FY23
Revenues	64.01	53.34
Expenditure	69.63	61.87
EBITDA margins (%)	5.69	10.77
Debt/EBITDA(x)	36.38	24.92
Source: KIIFB, Ind-Ra		

GoKe

as % of GSDP	FY24RE	FY25BE
Revenue balance	-2.10	-2.10

Fiscal balance	-3.40	-3.40
Total debt	34.30	34.20
Source: GoKe FY25 Budget, Ind-Ra		

Status of Non-Cooperation with previous rating agency

Not applicable

Rating History

Instrument Type	Current Rating/Outlook			Historical Rating/Outlook				
	Rating Type	Rated Limits (million)	Rating	27 December 2023	10 November 2023	7 July 2023	5 June 2023	3 May 2023
NCDs	Long-term	INR26,499.8	IND AA(CE)/Stable	IND AA(CE)/ Stable	IND AA(CE)/ Stable	IND AA(CE)/ Stable	Provisional IND AA(CE)/ Stable	Provisional IND AA(CE)/ Stable
Unsupported rating	Long-term	-	IND A-/Stable	IND A-/ Stable	IND A-/ Stable	IND A-/ Stable	IND A-/ Stable	IND A-/ Stable

Complexity Level of the Instruments

Instrument Type	Complexity Indicator
NCDs	Moderate

Note: The complexity indicator has been assigned as moderate because of the pre-default guarantee agreement executed between the GoKe and KIIFB.

For details on the complexity level of the instruments, please visit https://www.indiaratings.co.in/complexity-indicators.

APPLICABLE CRITERIA

Local and State Government Rating Criteria

Rating of Public Sector Entities

Evaluating Corporate Governance

Policy for Credit Enhanced (CE) Ratings

Policy on Provisional Ratings

The Rating Process

Annexure

Instrument	ISIN	Date of	Coupon	Maturity	Size of Issue	Rating/

		Issuance	Rate (%)	Date	(million)	Outlook
NCDs*	INE658F08037	3 July 2023	8.49	2 July 2027	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08011	3 July 2023	8.49	3 July 2028	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08045	3 July 2023	8.49	3 July 2029	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08029	3 July 2023	8.49	3 July 2030	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08052	3 July 2023	8.49	3 July 2031	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08078	3 July 2023	8.49	2 July 2032	INR428.6	IND AA(CE)/ Stable
NCDs*	INE658F08060	3 July 2023	8.49	4 July 2033	INR428.6	IND AA(CE)/ Stable
NCDs	INE658F08086	22 December 2023	8.95	22 December 2027	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08128	22 December 2023	8.95	22 December 2028	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08110	22 December 2023	8.95	21 December 2029	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08102	22 December 2023	8.95	20 December 2030	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08094	22 December 2023	8.95	22 December 2031	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08144	22 December 2023	8.95	22 December 2032	INR2,142.8	IND AA(CE)/ Stable
NCDs	INE658F08136	22 December 2023	8.95	22 December 2033	INR2,142.8	IND AA(CE)/ Stable
TOTAL					INR17,999.80	

***** NCDs are green bonds. As per NSDL records, the issue size of each green bond is INR1,428.5 million, which is on the basis of issue size of INR10,000.0 million. However, KIIFB has raised INR3,000.2 million (seven strips of INR428.6 million). KIIFB has taken up this matter with NSDL.

Source: KIIFB, NSDL

Contact

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Ind-Ra currently maintains coverage of corporate issuers, financial institutions (including banks and insurance companies), finance and leasing companies, managed funds, urban local bodies and project finance companies.

Headquartered in Mumbai, Ind-Ra has seven branch offices located in Ahmedabad, Bengaluru, Chennai, Delhi, Hyderabad, Kolkata and Pune. Ind-Ra is recognised by the Securities and Exchange Board of India, the Reserve Bank of India and National Housing Bank.

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For more information, visit www.indiaratings.co.in.

Solicitation Disclosures

Additional information is available at www.indiaratings.co.in. The ratings above were solicited by, or on behalf of, the issuer, and therefore, India Ratings has been compensated for the provision of the ratings.

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ANNEXURE C: CONSENT OF DEBENTURE TRUSTEE

CATALYST
Believe in yourself... Trust us!

CL/DEB/23-24/2077 **Date : 05-Mar-2024**

To,
Ajosh Krishnakumar ,
Kerala Infrastructure Investment Fund Board,
3, TC 26/56, Felicity Square, MG Road,
Statue, THIRUVANANTHAPURAM,
Thiruvananthapuram,
Kerala, India 695001.

Dear Sir/ Madam,

Re: Consent to act as a Debenture Trustee for Private Placement of Unsecured, Rated, Listed, Redeemable, Taxable, Fully Paid, Non-Convertible Bonds in the form of non-convertible debentures aggregating upto ₹ 850.00 Crores.

We refer to your letter dated 28.02.2024, requesting us to convey our consent to act as the Debenture Trustee for captioned issue of Debentures.

We hereby convey our acceptance to act as Debenture Trustees for the said issue Debentures, subject to execution of Debenture Trustee Agreement as per Regulation 13 of SEBI (Debenture Trustee) Regulations, 1993, thereby agreeing to execute Debenture Trust Deed and to create the security if applicable within the timeline as per relevant Laws / Regulations and in the Offer Document / Information Memorandum / Disclosure Document / Placement Memorandum and company agreeing / undertaking to comply with the provisions of SEBI (Debenture Trustee) Regulations, 1993, SEBI (Issue and Listing o f Non-Convertible Securities) Regulations 2021, SEBI (Listing Obligations & Disclosure Requirements) Regulation 2015, Companies Act, 2013 and Rules thereunder and other applicable laws as amended from time to time.

Fee Structure for the proposed transaction will be as per annexure A.

Assuring you of the best professional services.
Thanking you.

Yours faithfully,

Name : Saish Bhayye

Designation : Assistant Manager

Annexure A

Fee Structure for transaction CL/DEB/23-24/2077

PERTICULARS	AMOUNT
Acceptance fees (one-time, non-refundable, payable on our appointment)	₹ 49,000.00
Annually Trusteeship Fees (Amount/Percentage)	₹ 49,000.00

Annually Fees are payable in advance each year from date of execution till termination of the transaction. Pro-rata charges would apply for the first year till FY end, as applicable. The taxes on above fee structure are payable at applicable rates from time to time.

All out of pocket expenses incurred towards legal fees, travelling, inspection charges, etc shall be levied and re-imbursed on actual basis.

Please return the second copy this letter duly signed by Authorized Officer from your company.

Yours Faithfully,

For Catalyst Trusteeship Limited

Name : Saish Bhayye

Designation : Assistant Manager

We accept the above terms.

For Kerala Infrastructure Investment Fund Board

Name :

Designation :

ANNEXURE D: CONSENT OF REGISTRAR TO THE ISSUE

CAMEO

CAMEO CORPORATE SERVICES LIMITED

Ref: CAM/DIR/KIIFB/Debentures/2023-24

11th March,2024

TO WHOMSOEVER IT MAY CONCERN

We understand that our client Kerala Infrastructure Investment Fund Board had appointed us as Registrar and Transfer Agent for their proposed issue of Domestic Bonds to the extent of Rs.850 Cr.

We have no objection for the company including our name as Registrar and Transfer Agents in the information Memorandum.

For Cameo Corporate Services Ltd

Sreepriya.K

VP & Company Secretary

"Subramanian Building", 1, Club House Road, Chennai - 600 002.
Ph : 28460390 (5 Lines), 40020700, E-mail : investor@cameoindia.com Website : www.cameoindia.com
CIN No. : U67120TN1998PLC041613

Varma & Varma
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To
The Members of Kerala Infrastructure Investment Fund Board,
Thiruvananthapuram

Opinion

We have audited the financial statements of Kerala Infrastructure Investment Fund Board (hereinafter referred to as the 'Board'), which comprise the Balance Sheet as at March 31st 2021, the Profit and Loss account and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying financial statements give a true and fair view of the state of affairs of the Board as at March 31, 2021, and of its Nil loss and its cash flows for the year then ended in accordance with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) issued by ICAI. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Board in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the following matters described in the Notes to accounts of the financial statements:

(i) As stated in Note No.4.2 to the accounts, crediting of interest received of Rs. 142,80,41,956 attributable to funds invested out of corpus/statutory contribution received from GoK directly to the corpus fund - revolving account based on resolution of the board taken in the preceding year is in line with the provisions of KIIFB Act, which stipulates that corpus fund (including interest thereon) has to be used exclusively for meeting the objectives of the Act. The above amounts has been worked out pro rata in the proportion of cash inflow from statutory contribution from GoK received during the year and additional loans received from various sources as per the cash flow statement.

T.C.9/2610-1, E-3, "Sahasraram", Elankom Gardens, Sasthamangalam, Thiruvananthapuram - 695010
Tel : 0471-2727345, 2727346, Email : trivandrum@varmaandvarma.com

(ii) As stated in Note No 27 to the accounts,

(a) Interest income amounting to Rs.85,76,20,484 is recognised at an estimated rate (being at a rate applicable for other comparable cases or based on the interest rates agreed upon at the time of sanction of loan) on loans given for revenue generating projects for which agreements are pending to be entered into fixing the rate of interest.

(b) Interest rate would be fixed on entering into loan agreement only upon reaching 40% stage of disbursement as per the terms of the tripartite agreement. On facts of the case, many of the projects financed with long gestation period are yet to be completed as at the year end. As per the terms of the loan sanctioned, the repayment of principal and interest commences on completion of moratorium period. There have been certain significant time overrun on some of the projects due to the impact of covid 19. The interest is payable by the borrower regardless of completion of project and is also not contingent on the project earning any revenue.

(iii) As stated in Note No 8.2 to the accounts, balances under Sundry creditors for expense include an amount of Rs. 4,68,35,097 which are subject to confirmation/reconciliation and adjustment, if any, required which will be done in succeeding year on reconciliation. As stated in Note No 16.2 to the accounts, balance in advances and receivable includes an amount of Rs.1,40,61,748 due from vendors for goods/services subject to reconciliation which includes an amount of Rs.1,40,19,729/- outstanding for more than one year.

(iv) As stated in Note No 25 to the accounts, C&AG in their report under Section 14 of C&AG Act for the period from 1.1.2016 to 31.3.2020 has taken a view that cost incurred on development of Software for KSFE Pravasi Chity cannot be accounted under intangible asset due to control of software being vested with KSFE. According to the management, on facts of the case the ownership and control is vested with KIIFB only and entire economic benefits of the scheme is shared by KIIFB. Hence the aggregate cost of development of software amounting to Rs 18,47,51,211 (including Rs.1,49,61,625 incurred during the year) is treated as intangible asset based on consideration of proposal by the Board at its 31st meeting held on 30.11.2017. It was explained that the agreement with KSFE would be entered into fixing other terms and conditions as stipulated in Memorandum of Agreement (MoA) in due course.

Our opinion is not modified in respect of these matters.

T.C.9/2610-1, E-3, "Sahasraram", Elankom Gardens, Sasthamangalam, Thiruvananthapuram - 695010
Tel : 0471-2727345, 2727346, Email : trivandrum@varmaandvarma.com

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How addressed in Audit
The Board did not have a formal internal audit system in force during the year for conducting verification of transactions to ensure adherence to laid down procedures and also to ensure the effectiveness of internal control/checks with regard to various segment of activities/ operations. There was also no standard operating procedures in force during the year.	We have obtained an understanding of the Board's internal control system. We tested the design, implementation and operating effectiveness and also carried out substantive audit procedures on a sample basis of the Board's significant internal controls which are critical to financial reporting. We also tested key automated and manual internal controls relevant to the audit that would materially impact the financial statements and no material deficiencies have been noted on such verification. Further, as stated in Note No 35 to the financial statements, the Board has considered the need of internal audit and tendering process for appointment of Internal auditor is initiated during the year on the basis of risk based internal audit framework got prepared by a firm of chartered accountants. Standard operating procedures for carrying out transactional activities have also been prepared and duly approved by the board, which will be implemented in the year 2021-22.
As stated in Note no 4.2 to the accounts, Interest income received of Rs. 142,80,41,956 in respect of investment out of surplus funds of Corpus fund/statutory contribution has been credited to corpus fund – revolving as per resolution of the Board taken during the preceding year.	Since interest earned out of investment of corpus funds/statutory contribution is to be exclusively used for meeting the objectives of the Act, it partakes the same nature as the fund and is therefore to be credited to fund account only. Such interest has been arrived on pro rata basis by identifying the source of funds from cash flow.

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As stated in Note No. 27 to the financial statements, (i) Interest income amounting to Rs.85,76,20,484 is recognised on loans given for revenue generating projects at an estimated rate (applicable to comparable loans or based on the interest rates agreed upon at the time of sanction of loan) in respect of which agreements are pending to be entered into. (ii) As per tripartite agreement entered into between KIIFB, SPV and respective Administrative Department, the loan agreement fixing the rate of interest is to be executed only upon completion of 40% of the project disbursement. On facts of the case, many of the projects financed with long gestation period are yet to be completed as at the year end. As per the terms of the loan sanctioned, the repayment of principal and interest commences on completion of moratorium period. There has been certain significant time overrun on some of the projects due to the impact of covid 19. Interest is payable by the borrower as per terms of agreement as above regardless of completion of project and is also not contingent on the project earning any revenue.	The estimated rate of 9% (applicable in most of the cases) or rate agreed in the terms is applied based on assessment of management with reference to rate applicable for comparable loans for which loan agreement has been entered. Actual rate on entering into agreement could vary. At this stage, on accrual concepts income has been taken credit for as stated in Note (i) above.

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Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the state of affairs, results of operations and cash flows of the Board in accordance with the accounting principles generally accepted in India. 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.

In preparing the financial statements, management is responsible for assessing the Board'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 management either intends to liquidate the Board or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Board's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Board's internal control.

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- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 Board'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 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 Board to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

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.

Report on Other Legal & Regulatory Requirements

1. We report that:

   (a) 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.

   (b) In our opinion, proper books of account as required by law have been kept by the Board so far as it appears from our examination of those books.

   (c) The Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

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(d) The rupee denominated borrowings shown under Liabilities in the said Balance sheet represent external borrowings under Masala Bonds availed by KIIFB, in the year 2018-2019 and outstanding on 31st March 2021, which are fully secured by the sovereign guarantee issued by the Government of Kerala and have the required approval of the Reserve Bank of India under the Foreign Exchange Management Act 1999. As explained to us by the management of KIIFB, on other legal issues relating to the said borrowings, as per the legal opinion received from a renowned jurist and legal expert, the issue of Masala bonds made for the borrowings by KIIFB as above, is neither illegal nor is in violation of any law, which, being a legal matter, no opinion is expressed thereon.

(e) In our opinion, the aforesaid financial statements comply with the Accounting Standards issued by the Institute of Chartered Accountants of India.

for Varma and Varma
Chartered Accountants
FRN.004532S

C.G.Pankajakshan
Partner
Membership No.020512
UDIN :21020512AAAACG4441

Thiruvananthapuram
Dated :07.08.2021

T.C.9/2610-1, E-3, "Sahasraram", Elankom Gardens, Sasthamangalam, Thiruvananthapuram - 695010
Tel : 0471-2727345, 2727346, Email : trivandrum@varmaandvarma.com

Kerala Infrastructure Investment Fund Board

2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001

Balance Sheet as at 31st March 2021

Amounts in Rs.

	Particulars	Note No.	As at 31-03-2021	As at 31-03-2020
I.	**EQUITY AND LIABILITIES**			
1	Share Capital	1	-	-
2	Reserves & Surplus	2	-	-
3	Initial Corpus Fund	3	24,98,42,27,844	24,98,42,27,844
4	Corpus Fund - Revolving	4	-	22,18,27,92,794
5	**Non-current liabilities**			
	(a) Long-term borrowings	5	53,04,76,19,508	49,51,64,63,334
	(b) Deferred tax liabilities (Net)	11	2,28,84,402	-
	(c) Other Long term liabilities	6	12,32,48,223	66,01,636
6	**Current liabilities**			
	(a) Short-term borrowings	7	28,39,61,83,969	5,07,53,27,159
	(b) Other current liabilities	8	4,07,92,45,348	1,18,70,98,830
			1,10,65,34,09,294	**1,02,95,25,11,597**
II.	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and equipment	9		
	(i)Tangible assets		5,57,12,391	4,88,90,167
	(ii)Intangible assets		33,61,49,986	42,99,53,090
	(b) Non-current investments	10	1,67,44,940	1,00,50,000
	(c) Deferred tax assets (net)	11	-	-
	(d) Long-term loans and advances	12	23,28,15,98,143	12,14,38,53,701
	(e) Other Non Current Assets	13	2,91,69,07,186	1,41,07,98,355
2	**Current assets**			
	(a) Current investments	14	6,00,00,00,000	6,00,00,00,000
	(b) Cash and cash equivalents	15	72,98,61,54,955	80,83,55,04,104
	(c) Short term loans and advances	16	48,47,42,472	7,58,21,545
	(d) Statutory contribution receivable from GoK	4	2,86,38,29,402	-
	(e) Other current assets	17	1,71,15,69,819	1,99,76,40,635
			1,10,65,34,09,294	**1,02,95,25,11,597**

Notes forming part of financial statements **I , II & 1-36**

The accompanying notes form an integral part of the financial statements

AUDITORS' REPORT

As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 07.08.2021

Kerala Infrastructure Investment Fund Board

2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001

Profit and Loss Account for the year ended 31.03.2021

Amounts in Rs.

Particulars	Note No.	For the Year Ended 31-03-2021	For the Year Ended 31-03-2020
I. Revenue:			
i) Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	20	45,21,77,28,436	23,86,14,85,760
ii) Interest income from financial assisstance for revenue generating projects		1,41,07,30,946	60,73,59,899
iii) Interest income from deposits and investments	18	1,45,63,91,695	1,90,92,48,011
iv) Other income	19	4,08,641	2,67,73,022
Total Revenue (I)		**48,08,52,59,718**	**26,40,48,66,692**
II. Expenses:			
i) Financing of direct cost of projects -Out of Corpus Fund	20	45,21,77,28,436	23,86,14,85,760
ii) Employee benefits expense	21	5,63,90,190	4,59,68,114
iii) Finance costs	22	5,34,93,68,408	4,01,12,49,897
iv) Depreciation and amortisation expense	9	12,58,67,987	11,82,24,463
v) Other expenses	23	68,20,08,046	48,83,10,970
Total expenses (II)		**51,43,13,63,067**	**28,52,52,39,204**
III. Profit / (Loss) (I- II)		(3,34,61,03,349)	(2,12,03,72,512)
Prior Period Item	24	(2,09,53,219)	40,94,05,886
Profit / (Loss) after prior period item		(3,36,70,56,568)	(1,71,09,66,626)
IV. Tax expense:			
(1) Current tax		-	-
(2) Tax for Earlier years	33	(80,32,810)	-
(3) Deferred tax(Expense)/Income	11	(2,28,84,402)	-
Less : Statutory contribution from GoK under Corpus fund utilised to meet the net loss (deficit from operations)for the year in P& L account transferred		3,39,79,73,780	1,71,09,66,626
V. Net Profit / (Loss) for the Year		-	-

Notes forming part of financial statements **I , II & 1-36**

The accompanying notes form an integral part of the financial statements

AUDITORS' REPORT

As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.08.2021

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Cash Flow Statement for the year ended 31.03.2021

Amounts in Rs.

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
A. Cash flow from operating activities		
Profit before income tax	(3,36,70,56,568)	(1,71,09,66,626)
Adjustments for:		
Depreciation and amortisation expense	12,58,67,987	11,82,24,463
Interest income	(2,86,71,22,641)	(2,51,66,07,911)
Finance Cost	5,34,93,68,408	4,01,12,49,897
Operating profit / (loss) before working capital changes	(75,89,42,814)	(9,81,00,177)
Changes in working capital:		
Adjustments for (increase) / Decrease in operating assets:		
Current investments	-	(3,00,00,00,000)
Loans and Advances	22,84,725	(4,23,68,570)
Financial assistance made to Revenue Generating Projects	(11,54,89,50,094)	(8,41,19,69,552)
Other Non Current and Current Assets	33,48,40,933	(1,44,30,41,178)
Adjustments for increase / (Decrease) in operating liabilities:		
Other Current Liabilities	45,37,03,012	7,31,04,312
Net Changes in working capital:	(11,51,70,64,238)	(12,92,23,75,164)
Cash flow from exceptional items	-	-
Cash generated from operations	(11,51,70,64,238)	(12,92,23,75,164)
Net income tax (paid) / refunds	(15,21,80,813)	(38,62,75,036)
Net cash from/ (used in) operating activities (A)	**(11,66,92,45,051)**	**(13,30,86,50,200)**
B. Cash flow from investing activities		
Purchase of PPE (including changes in CWIP)	(3,88,87,106)	(34,02,00,341)
(Purchase)/ disposal proceeds of Investments	(66,94,940)	(50,000)
Interest income received	1,45,63,91,695	1,90,92,48,011
Net cash from/ (used in) investing activities (B)	**1,41,08,09,649**	**1,56,89,97,670**
C. Cash flow from financing activities		
Loans from :-		
(i) Banks and Financial Institutions (Net)	25,57,15,39,458	22,51,47,58,662
(ii) Bonds	2,39,89,00,000	1,14,66,00,000
(ii) Pravasi Dividend Scheme	1,23,76,56,860	56,58,00,000
Statutory contribution from GoK	21,72,85,50,000	22,00,00,00,000
CSR and PTA fund	41,24,88,064	-
Recoupment by way of Statutory contribution from Govt of Kerala from Corpus Fund for direct project cost (other than NABARD)	(44,56,93,64,196)	(22,95,59,80,479)
Interest received during the period from Deposits made out of corpus fund	1,42,80,41,956	2,04,75,17,608
Finance cost paid	(5,15,03,61,649)	(3,98,64,84,214)
Fund utilised for Nabard Projects	(64,83,64,240)	(90,55,05,281)
Net cash from/ (used in) financing activities (C)	**2,40,90,86,253**	**20,42,67,06,296**
Net increase (decrease) in cash and cash equivalents (A+B+C)	(7,84,93,49,149)	8,68,70,53,766
Cash and cash equivalents at the beginning of the financial year	80,83,55,04,104	72,14,84,50,338
Cash and cash equivalents at end of the year	**72,98,61,54,955**	**80,83,55,04,104**

Notes:

1. The above cash flow statement has been prepared under indirect method prescribed in AS 3 "Cash Flow Statements ".
2. Components of cash and cash equivalents

Balances with banks		
Cash in Hand	5,654	10,000
Balance with Treasury	22,07,62,564	35,92,46,219
Term Deposits	24,18,31,54,878	43,91,10,11,664
Other deposit, savings and current accounts	23,59,80,04,015	11,58,10,08,377
Other Bank balance in Treasury Accounts	24,98,42,27,844	24,98,42,27,844
	72,98,61,54,955	**80,83,55,04,104**

Notes forming part of financial statements **1, II & 1-36**

The accompanying notes form an integral part of the financial statements

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.08.2021

AUDITORS' REPORT
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Notes To Financial Statements for the year ended 31st March, 2021

All amounts in Rs. except for specifically stated

NOTE-I

GENERAL INFORMATION

Kerala Infrastructure Investment Fund Board (KIIFB referred to as the Board) was established on 11.11.1999 under the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000) with the main objective of financing the investment in critical and large infrastructure projects in the State of Kerala. Comprehensive modification of the Act and Scheme has been made through an amendment Ordinance in August 2016. With new strategy and structure, the Board aims to dynamically mobilise funds for the infrastructure development of Kerala including major land acquisition needs of the State. The Board has recourse to the advanced financial instruments appeoved by SEBI / RBI and is expected to promote substantial development of sustainable infrastructure in the State.

The Board is a body corporate established under an Act of Government of Kerala (KIIFB ACT 1999) exclusively for undertaking sub-sovereign functions of financing the key infrastructure projects in the State of Kerala and all activities are done in pursuance of the above objective only.

The rupee denominated Masala Bond of the Board backed by the Guarantee of Govt of Kerala is listed in the London Stock Exchange and Singapore Stock Exchange.

NOTE-II

SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The Financial Statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and Accounting Standard issued by Institute of Chartered Accountants of India.

b. The Board follows Mercantile System of Accounting and recognizes significant items of income and expenditure on accrual basis, except to the extent otherwise stated in the notes.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period.

C. PROPERTY, PLANT AND EQUIPMENT

(a) Tangible Assets: The Gross carrying amount of Property, Plant & Equipment have been accounted on cost model, and cost comprises of purchase price, duties, levies and any direct attributable costs of bringing the assets to its working condition for the intended use.

Depreciation: Depreciation has been provided on Written down Value Method at the rates prescribed in appendix to the Income Tax Rules.

(b) Intangible Asset

Intangible Assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortisation and impairment, if any.

Amortisation: Amortisation has been provided for on Written down Value Method on assets (other than masala bond expenses and issue expense for KSFE) at the rates prescribed in appendix to the Income Tax Rules. In respect of expenditure incurred towards issuance of Masala Bond and expenditure towards issue for KSFE Bond, the same is amortised over a period 5 years being the period during which the benefits are expected to materialise.

D. PRIOR PERIOD ADJUSTMENTS

As per **AS 5 "Net profit or Loss for the period, Prior Period Items and Changes in Accounting Policies"**,

(i) Prior period adjustments represent entries for correction of errors or omissions and as such are shown separately in the Notes annexed to and forming part of Accounts.

(ii) Extra-ordinary items are those material adjustments necessitated by circumstances which though related to prior periods are determined in the current period and as such are shown separately in the Notes annexed to and forming part of Accounts.

E. REVENUE RECOGNITION

In line with the prescriptions in **AS 9 on Revenue Recognition"**, revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection as per the assessment of the management.

Interest income on fixed deposits is recognised proportionately based on periods for which amounts are outstanding and the interest rate applicable.

Interest generated from the investments made out of the corpus funds received are credited to the corpus fund as such interest is to be mandatorily used for the objectives of the Act and hence forms a part of statutory contribution accounted under Corpus Fund.

Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into. In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at rates as per comparable loan agreements entered into with other parties as per the estimate of the management or at the interest rates agreed upon at the time of sanction of loan as the case may be.

F. CORPUS FUND- Revenue Recognition and Accounting of Utilisation

The initial corpus fund representing capital investment of State Government in the Board comprises initial corpus received vide Government order.

The revolving/ corpus funds represents the funds received every year from Government of Kerala as part of statutory contribution provided for in the State budget under financial support for infrastructure development as stated in Section 3(1A) r.w.s Section 7 of KIIFB Act, 2016 towards the objectives based on resolution of the general body (the Board). The amounts utilised towards direct cost of projects are recouped from the revolving/ corpus Fund for the year and amount so utilised are shown as contra item in the P&L a/c to reflect the activities undertaken to meet the objectives as per the Act.

G. INVESTMENTS

As per **AS 13 "Accounting for Investments "**, Current Investments are carried at the lower of cost or quoted / fair value, computed category-wise. Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary. Investments that are readily realisable and intended to be held for not more than 12 months from the date of acquisition are classified as current investment. All other investments are classified as non-current investments.

H. BORROWING COST

As per **AS 16 "Borrowing Costs"**, Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

I. INCOME RECOGNITION AND ASSET CLASSIFICATION NORMS

Amounts shown under long term loans represents finance assistance to revenue generating projects. Loans are classified as performing and non-performing and provision for non-performing assets is made in accordance with the Income Recognition and Asset Classification (IRAC) norms applicable to financial institutions as a matter of prudence. Interest Income on non performing assets is recognised on cash basis only. Loan assets are classified as non performing in cases where instalments of loan and interest is overdue for more than 90 days. Being entity engaged in long term financing of infrastructural projects, adhoc provision is not made on standard assets.

J. ACCOUNTING FOR TAXES ON INCOM

Income Tax is accounted in accordance with Accounting Standard on Accounting for Taxes on Income (AS-22), which include Current Taxes and Deferred Taxes. Provision for Current Tax is made in accordance with the provisions of The Income Tax Act, 1961. Deferred Tax assets/ liabilities representing timing differences between accounting income and taxable income are recognized to the extent considered capable of being reversed in subsequent years by applying tax rate substantively enacted as at the end of the year. Deferred tax assets are recognised only to the extent there is reasonable certainty that sufficient future taxable income will be available, except that Deferred Tax Assets arising due to unabsorbed depreciation and losses are recognised if there is a virtual certainty that sufficient future taxable income will be available to realise the same.

K. CASH FLOW STATEMENT

Cash flows from operating activities are prepared using the indirect method, whereby net profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

L. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

As per **AS 29 "Provisions, Contingent Liabilities and Contingent Assets"**, Provisions are recognised when the Board has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provissons are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates. Contingent Liabilities are not recognised but are disclosed in notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

M. EMPLOYEE BENEFITS

Provision of **AS 15 "Employee Benefits"**, has been considered while Preparation of Financial Statements

(i) Short Term Employee Benefits - All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and recognized in the period in which the employee renders the related service.

(ii) Defined contribution plan and Defined benefit plan - The Board does not have any defined contribution plan and defined benefit plan as detailed in Note No 21.1 to the financial statements.

Note - 1

Share Capital	**As at 31.03.2021**	**As at 31.03.2020**
Fund from Contingency Fund of Government of Kerala		
Opening Balance	-	75,00,000
Less : Transferred to Corpus Fund	-	(75,00,000)
Closing Balance	-	-

Note - 2

Reserves & Surplus	**As at 31.03.2021**	**As at 31.03.2020**
Opening Balance		4,21,94,213
Add : Profit for the year	-	-
Less : Additional income tax for the year 2017-18	-	-
Add : Deferred tax asset/ (liability) till 31.03.2018	-	-
Deferred tax asset reversed		
Less :	-	(4,66,40,941)
Less : Transferred to Corpus Fund	-	44,46,728
Closing Balance	-	-

2.1 Balance in Reserves and Surplus is transferred to Corpus fund as per 39th General body decision during the P.Y. 2019-20.

Note -3

Initial Corpus Fund	**As at 31.03.2021**	**As at 31.03.2020**
Initial corpus fund for Major Infrastructural Development Projects	24,98,42,27,844	24,98,42,27,844
	24,98,42,27,844	**24,98,42,27,844**

3.1 The initial Corpus fund of Rs 24,98,42,27,844/- represents fund received towards initial corpus fund for Major Infrastructural Development Projects as per GoK Govt. Orders - G.O (Ms) No 16/2016/Plg. dated 30.03.2016 and G.O (Ms) No 18/2017/Plg. dated 30.03.2017. The amount is kept separately in government treasury account, on interest free basis.

Note - 4

Corpus Fund - Revolving

	As at 31.03.2021	As at 31.03.2020
A. Fund from Contingency Fund of Government of Kerala	75,00,000	75,00,000
Total -(A)	**75,00,000**	**75,00,000**
B. Corpus fund by way of statutory contribution from GoK		
Opening Balance	59,13,25,70,780	35,08,94,99,900
Add: Statutory contribution received during the year	21,72,85,50,000	22,00,00,00,000
Add: Allotment of funds under LAC-ADS	40,41,00,000	-
Add: Allotment of funds under PTA & CSR Fund	83,88,064	-
Add : Interest received during the period from Deposits made out of corpus fund (Refer Note 4.2)	1,42,80,41,956	2,04,75,17,608
Add : Transfer from Reserve & Surplus Account	-	(44,46,728)
Closing Balance of funds available for utilisation	**82,70,16,50,800**	**59,13,25,70,780**
Utilisation of Corpus Fund		
i) Funds Utilised for financing of direct project cost as at year end (see Note 4.4 below)	(80,46,40,39,797)	(35,24,63,11,360)
ii) Fund Utilised for financial assistance by way of long term loans to revenue generating projects as at year end (see Note 4.5 below)	(23,69,28,03,795)	(12,14,38,53,701)
iii) Deficit from operations in P & L a/c recouped (see Note 4.6 below)	(5,10,89,40,406)	(1,71,09,66,626)
Total-(B)	**(26,56,41,33,197)**	**10,03,14,39,093**
C. Reserve for financial assistance to revenue generating projects		
Financial assistance for revenue generating projects adjusted as per contra	23,69,28,03,795	12,14,38,53,701
Total-(C)	**23,69,28,03,795**	**12,14,38,53,701**
Total (A)+(B)+(C)	**(2,86,38,29,402)**	**22,18,27,92,794**
Less: Transferred to statutory contribution receivable from GoK	**(2,86,38,29,402)**	-
	-	**22,18,27,92,794**

4.1 The corpus fund represents capital investment of State Government in the Board to meet its long term/short term capital requirements for financing the infrastructure projects in the State as per the objectives in the KIIFB Act, 1999 as amended by amendment act of 2016.
The revolving/ corpus funds are received on an annual basis towards financial support for Infrastructure Development by way of statutory contribution being share of KIIFB from Cess on petrol and share of KIIFB from Motor Vehicle Tax as per KIIFB Act.

4.2 Interest generated from the investments made out of the corpus funds received are credited to the corpus fund as such interest is to be mandatorily used for the objectives of the Act and hence forms a part of statutory contribution accounted under Corpus Fund. Such interest amounting to Rs. 1,42,80,41,956/- relatable to deposits made out of statutory contribution has been determined prorata in the proportion of cash inflow from statutory contribution and fresh loans received as per the cash flow statement.

4.3 The net loss in Profit and Loss account for the year of Rs. 3,39,79,73,780/- representing utilisation of Corpus Fund for meeting the expenses in relation to the administration of the fund has been recouped from the Corpus Fund by transferring an amount equal to the net loss for the year from operations from Corpus Fund to P&L a/c.

4.4	**Particulars of Fund Utilised out of Corpus Fund / Statutory contribution for direct project cost**	**As at 31.03.2021**	**As at 31.03.2020**
	Opening Balance	35,24,63,11,360	10,38,13,01,646
	Add : Transfer from opening balance of NABARD Projects asset shown as recoverable in earlier years	-	1,00,35,23,954
	Add: Utilised during the year for financing of direct project cost (See Note 20)	45,21,77,28,436	23,86,14,85,760
	Closing Balance	**80,46,40,39,797**	**35,24,63,11,360**

4.4.1 The Board received an amount of Rs.565,00,00,000/- as loan funds sanctioned by NABARD under NIDA assistance scheme during the preceding years for developement of 16 roads in 4 districts of Kerala. Out of the above loan funds, an amount of Rs.255,73,93,475 /- has been incurred towards the project cost upto the year end and have been set off against statutory contribution since the repayment of the loan would be made out of statutory contribution as per agreed repayment schedule.

4.5	**Particulars of Fund Utilised out of Corpus Fund / statutory contribution for financial assistance to revenue generating projects**	**As at 31.03.2021**	**As at 31.03.2020**
	Opening Balance	12,14,38,53,701	3,73,18,84,149
	Add : Financial assistance given during the year	11,54,89,50,094	8,41,19,69,552
	Closing Balance	**23,69,28,03,795**	**12,14,38,53,701**

4.6	**Deficit in operations in P & L a/c recouped**		
	Accumulated deficit as at beginning of the year	(1,71,09,66,626)	-
	Current Year profit/(Loss)	(3,39,79,73,780)	(1,71,09,66,626)
	Closing Balance	**(5,10,89,40,406)**	**(1,71,09,66,626)**

Note -5

Long Term Borrowings		**As at 31.03.2021**	**As at 31.03.2020**
Unsecured Loans			
(a)	KSFE Pravasi Bond (Note 5.1)	3,60,31,80,000	1,20,42,80,000
(b)	Masala Bond (Note 5.2)	21,50,00,00,000	21,50,00,00,000
(c)	KNRKWB under Pravasi dividend scheme (Note 5.3)	1,80,34,56,860	56,58,00,000
(d)	Loan From Banks and Financial Institutions (Note 5.3)		
	i. Loan From NABARD	4,88,18,00,000	5,45,62,00,000
	ii. Loan From SBI	10,00,00,00,000	8,00,00,00,000
	iii. Loan From Union Bank	7,39,58,33,333	6,50,00,00,000
	iv. Loan From Indian Bank	4,91,60,00,000	5,00,00,00,000
	v. Loan From Canara Bank	2,01,32,49,315	2,00,00,00,000
	Total A	**56,11,35,19,508**	**50,22,62,80,000**
Less: Current Maturity of loan shown under Other Current Liabilities:			
	i. Loan From NABARD	57,44,00,000	57,44,00,000
	ii. Loan From Union Bank	63,75,00,000	5,20,83,333
	iii. Loan From Indian Bank	50,40,00,000	8,33,33,333
	iv. Loan from SBI	1,25,00,00,000	-
	v. Loan from Canara Bank	10,00,00,000	-
	Total B	**3,06,59,00,000**	**70,98,16,666**
	Total (A-B)	**53,04,76,19,508**	**49,51,64,63,334**

Note -5.1

KSFE Pravasi Bond

KIIFB had issued Security Bonds & Deposit Bonds to KSFE Ltd. Security bonds carry the interest rate of that for FDs (of similar tenure) at Government Treasury prevailed during the time of issue of the Bonds and the rate offered by Deposit Bond is 0.10% higher than Security bond. Exclusive Government orders are also been issued in this regard. These bonds are also backed by the Guarantee of the State to the extent of Bond Outstanding.

Note -5.2

Masala Bond @ 9.723%

KIIFB had raised an amount of Rs. 2150 crore through overseas Rupee denominated Bond offering (Masala Bond) with the due approval of Reserve Bank of India as required under Foreign exchange management Act 1999 in the year 2018-19. The Board has also ensured compliance with approvals or permissions, if any required from other regulatory authority or Government under other relevant laws /regulations as stated in the letter of RBI in due consultation with eminent jurist and legal expert.These 5 year tenure bonds were issued at a coupon rate of 9.723% p.a .The interest has to be serviced on semi-annual basis and the principal amount at the end of the Bond period. This bond offering is also backed by sovereign guarantee for the repayment of its interest and principal amount by the Government of Kerala.

Note -5.3

Loan From Banks and Financial Institution and other lenders

i. KIIFB has availed Loan from various Public Sector Banks and Financial Institution duly backed by Guarantee of Government of Kerala as mandated by the KIIF Act, 1999 and subsequent amendment Act of 2016 passed by the Legislature. Also, specific Government Orders regarding these Guarantees have also been issued. There is no tangible security for the loans. Except in the case of Loan from Kerala Non Residents Keralites' Welfare Board (KNRKWB) under Pravasi dividend scheme, all other loans are guaranteed by GoK.

ii. The details of the term loans and the terms of repayment are as follows:

Sl No	Name of lender	Sanction Date	Amount Sanctioned (in INR Crores)	Tenure and Interest Rate (%)	Repayment Terms
1	State Bank of India	15-12-2018	1000	10 Years with 2 years moratorium Interest Rate of 7.7%	In 32 equal quarterly instalments of Term Loan availed within 18 months of first disbursement and commencing after a moratorium of 24 months from the date of first disbursement.
2	Indian Bank	19-12-2018	500	12 Years with 2 years moratorium Interest Rate of 7.7%	Repayable in 120 monthly instalments of Rs.4.20 Crore each besides interest charged on monthly rests after an initial holiday period of 2 years. Interest to be serviced as and when debited including during holiday period. Total door to door tenure is 12 years.

3	Union Bank of India	15-02-2020	250	10 Years with 2 years moratorium Interest Rate of 7.5%	The Term loan to be repaid in 120 equal monthly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced as and when due whether debited or not.
		29-12-2018	500	10 Years with 2 years moratorium Interest Rate of 7.45%	The Term loan to be repaid in 96 equal instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
4	NABARD	24-03-2017	200.8	12 Years including 2 Years moratorium Interest Rate of 9%	12 Years including 2 Years moratorium. Principal to be repaid in 40 quarters.
			364.2	12 Years including 2 Years moratorium Interest Rate of 8.8%	
5	Canara Bank	29-08-2019	200	10 Years with 2 years moratorium Interest Rate of 7.8%	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
6	KNRKWB under Pravasi dividend scheme	19-12-2019	56.58	3 Years Interest Rate of 9%	The repayment commences after 3 years from date of disbursement.

Note-6

Other Long term liabilities	**As at 31.03.2021**	**As at 31.03.2020**
Interest Accrued on Loan From KNRKWB under Pravasi dividend scheme	12,32,48,223	66,01,636
	12,32,48,223	**66,01,636**

Note- 7

Short Term Borrowings	**As at 31.03.2021**	**As at 31.03.2020**
Secured, Repayable on Demand		
Overdraft from Banks (on the security by Lien on Fixed Deposits)	28,39,61,83,969	5,07,53,27,159
	28,39,61,83,969	**5,07,53,27,159**
7.1 **Name of the Bank**	**Amount outstanding**	**Amount outstanding**
Bank of Baroda	-	1,38,00,00,000
Union Bank of India	3,33,00,50,478	3,69,53,27,159
Canara Bank	19,29,88,01,578	-
Indian Bank	60,01,82,219	-
Axis Bank	3,38,70,04,924	-
HDFC Bank	1,78,01,44,770	
	28,39,61,83,969	**5,07,53,27,159**

Note-8

Other Current Liabilities	**As at 31.03.2021**	**As at 31.03.2020**
Current maturity of long term borrowing :		
i. Loan From NABARD	57,44,00,000	57,44,00,000
ii. Loan From Union Bank	63,75,00,000	5,20,83,333
iii. Loan From Indian Bank	50,40,00,000	8,33,33,333
iv. Loan from SBI	1,25,00,00,000	-
v. Loan from Canara Bank	10,00,00,000	-
Sundry Creditors for Expenses (Note 8.1 and 8.2)	38,82,03,532	5,79,45,435
Guarantee Commission Payable	40,78,27,721	37,24,86,887
Statutory Liabilities	3,65,55,808	1,07,14,076
Interest on Masala Bond Payable	1,71,81,740	1,71,81,740
Interest on KSFE Bond Payable	6,30,82,365	1,89,54,026
Interest on Term Loan Payable	9,76,03,182	-
Interest on OD payable	28,91,000	-
Total	**4,07,92,45,348**	**1,18,70,98,830**

8.1 Sundry creditors for expenses does not include bills raised by Rail India Technical and Economic Services (RITES) for work done up to 31/03/2021 amounting to Rs. 4,27,21,265 which are pending to be approved by the Board . (Details disclosed in Note 28 relating to claims not acknowledged as debt).

8.2 Sundry creditors for expense include an amount of Rs. 4,68,35,097 which are subject to confirmation/reconciliation and adjustment if any, required will be done in succeeding year on reconciliation

Note - 9

Written down balance of Property, Plant and Equipment	**As at 31.03.2021**	**As at 31.03.2020**
Tangible assets	5,57,12,391	4,88,90,167
Intangible assets	33,61,49,986	42,99,53,090
	39,18,62,376	**47,88,43,257**

* Refer Note -9 Property,Plant and Equipment and Depreciation statement

Note-10

Non-current investments	**As at 31.03.2021**	**As at 31.03.2020**
Investment in Kerala Infrastructure Fund Management Limited (unquoted)	1,00,50,000	1,00,50,000
Shares Pending Allotment- Kerala Infrastructure Fund Management Limited	66,94,940	-
Total	**1,67,44,940**	**1,00,50,000**

10.1 Kerala Infrastructure Fund Management Limited is a Company formed under Companies Act, 2013 formed with main objective of Fund Management services. The additional shares of 6,69,494 at Rs. 10 each amounting to Rs.66,94,940 subscribed during the year was pending to be allotted as on 31.03.2021. The allotment was completed subsequently on 07-04-2021.

Note-11

Deferred Tax Asset

Particulars	**As at 31.03.2021**	**As at 31.03.2020**
Opening Balance	-	4,66,40,941
Add : Deferred Tax Asset /(Liability) for the year	(2,28,84,402)	
Less : Reversal/ write off of deferred tax asset by transfer to Corpus Fund	-	(4,66,40,941)
Closing Deferred Tax Asset /(liability)	**(2,28,84,402)**	-

Components of Deferred Tax	**As at 31.03.2021**	**As at 31.03.2020**
Deferred Tax Liability : A		
On ICDS adjustment on revenue recognition	57,86,72,166	-
On excess of net book value over Income Tax Written Down Value of Property, Plant & Equipment	7,17,58,886	-
	65,04,31,052	-
Deferred Tax Asset : B		
On business loss and unabsorbed depreciation	**62,75,46,650**	-
Net Deferred tax liability (A-B)	**2,28,84,402**	-

Note-12

Long Term Loans & Advances (Unsecured considered good)	**As at 31.03.2021**	**As at 31.03.2020**
Financial assistance made to Revenue Generating Projects (contra by credit to Financial assistance Reserve for revenue)	23,28,15,98,143	12,14,38,53,701
Total	**23,28,15,98,143**	**12,14,38,53,701**

12.1 All the above balances are standard assets as at the Balance Sheet Date as loans have not fallen due for payment. There is also moratorium for payment of interest on the above.

Note- 13

Other Non Current Assets	**As at 31.03.2021**	**As at 31.03.2020**
Project spending towards NABARD Projects	-	1,00,35,23,954
Less : Transfer to funds utilised	-	(1,00,35,23,954)
TDS paid for AY 2020-21 (Pending Assessment)	30,64,80,680	39,38,97,781
TDS Credit (A.Y. 2021-22) (Refer Note 30)	23,15,65,104	-
Accrued Interest on Loans for projects	2,37,88,61,402	1,01,69,00,574
Total	**2,91,69,07,186**	**1,41,07,98,355**

Note -14

Current Investments at cost	**As at 31.03.2021**	**As at 31.03.2020**
SBI Mutual Funds	6,00,00,00,000	6,00,00,00,000
Total	**6,00,00,00,000**	**6,00,00,00,000**

14.1 Net Asset Value as at year end is : Rs 663,06,82,439/-(PY : Rs 620,72,77,428/-)

Note -15

Cash and Cash Equivalents	**As at 31.03.2021**	**As at 31.03.2020**
Cash on Hand	5,654	10,000
Balance with Treasury	22,07,62,564	35,92,46,219
Balance with Banks		
in Term Deposits	24,18,31,54,878	43,91,10,11,664
in Sweep Accounts	23,04,99,36,658	9,77,13,23,666
in Savings account and current account	54,80,67,357	1,80,96,84,711
	48,00,19,27,111	**55,85,12,76,260**
Other bank balance		
Balance with Treasury (Refer Note 15.1)	**24,98,42,27,844**	**24,98,42,27,844**
Total	**72,98,61,54,955**	**80,83,55,04,104**

15.1 Other bank balance represents initial Corpus fund of Rs 24,98,42,27,844/- kept separately in government treasury account.

Note-16

Short Term Loans and Advances	**As at 31.03.2021**	**As at 31.03.2020**
Deposits	50,61,226	43,62,426
Advances and other Receivables (refer note 16.1 & 16.2)	6,84,75,594	7,14,59,119
Current maturity of Financial assistance made to Revenue Generating Projects (contra by credit to Financial assistance Reserve for revenue)	41,12,05,652	-
Total	**48,47,42,472**	**7,58,21,545**

16.1 Advance and other receivables include an amount of Rs.1,19,99,473 receivable from SPV (Kerala Road Fund Board) for the purchase of vehicle. As per the GO Rt. No.4511/2020/fin dated 06.08.2020 it was directed to recoup the said advance from the centage payable to SPV. The same is pending to be adjusted as at the year end since the centage claim has not raised so far by the SPV. The testing equipments, which is to be provided with vehicles amounting to Rs.2,69,24,123 which have been already handed over and being used by SPV, are yet to be written off to the individual project cost at this stage, since the order for procurement of items is pending to be executed in full and final decision on allocation of cost to the respective projects can be taken only after the same . The same is now shown under advances and receivables, pending decision of the management to allocate to the respective projects for which the above vehicles have been procured and allotted for use.

16.2 Balance in advances and receivable includes an amount of Rs.1,40,61,748/- due from vendors for goods/services which is subject to reconciliation which includes an amount of Rs.1,40,49,729/- outstanding for more than one year.

Note-17

Other Current Assets	**As at 31.03.2021**	**As at 31.03.2020**
Prepaid Expenses	29,37,473	10,27,050
Accrued Interest on Deposits	1,65,98,62,229	1,99,66,13,585
Current maturity of Accrued Interest on Loans for projects	4,87,70,117	-
Total	**1,71,15,69,819**	**1,99,76,40,635**

Note-18

Interest income from deposits and investments	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Interest earned during the year(refer note 27)	2,88,44,33,651	3,95,67,65,619
Less : Interest received during the period from Deposits made out of corpus fund	(1,42,80,41,956)	(2,04,75,17,608)
	1,45,63,91,695	**1,90,92,48,011**

Note-19

Other income	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Interest on IT Refund	-	1,04,632
Income received under Asian Bond Grant Scheme from Monetary Authority of Singapore for Masala Bond	-	2,04,13,837
Other Income	4,08,641	62,54,553
Total	**4,08,641**	**2,67,73,022**

Note - 20

Financing of direct cost of projects -Out of Corpus Fund	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
General Education	2,89,39,35,918	8,77,71,10,402
Public Works	33,20,31,60,268	7,19,99,17,678
Water Resources	2,89,61,63,120	2,49,41,25,410
Medical	1,17,85,57,982	1,09,66,70,107
Other Projects	2,46,38,34,450	1,31,49,05,651
NABARD Project	64,83,64,240	90,55,05,281
Centage/ Additional Centage	1,24,89,99,544	2,07,32,51,231
Allocation of Expenses towards Projects	68,47,12,914	-
	45,21,77,28,436	**23,86,14,85,760**

20.1 Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications by the management. Centages payable to SPV as per Government Order is consistently accounted for on cash basis and in line with the above, payable as at 31.03.2021 represented by claims by way of invoices received upto 31.03.2021 amounting to Rs. 14,10,89,386 has not provided for as at the close of the year. Since the expenses is allocated to project costs, which is shown as a contra item in P & L a/c, this has no effect on the working results for the year (Previous Year Rs.4,56,40,274).

20.2 Expenses towards Projects includes expenses directly attributable to projects such as Technical Resource Centre expenditure, Detailed Project Report support services, Independent quality audit & design review charges, Land Acquisition unit expenses and Centage /additional centage charges which are allocated to cost of projects. However, TRC, Detailed Project Report support services, Independent quality audit & design review charges, land acquisition and centage charges aggregating to Rs. 1,62,95,16,086/- are pending to be allocated to individual projects as at 31.03.2021.

20.3 Allocation of Expenses towards projects as above includes an amount of Rs 30,41,96,373 being Media cost expenses by way of advertisement and publicity and inaugural expenses incurred during the year directly relatable to various individual projects as identified by the management and duly approved by the Governing body of the Board.

Note-21

Employee Benefit Expenses	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Salary, Wages & Allowances	5,31,23,853	3,98,60,510
Employers Contribution to various Fund	6,90,969	4,68,989
Other Employee Expenses	25,75,368	56,38,615
Total	**5,63,90,190**	**4,59,68,114**

21.1 The employees in KIIFB working on contract basis do not come under the purview of the Central Provident Fund and Gratuity rules for compulsory remittance of PF and Gratuity contributions as the eligible number of such employees are less than 10. Other than through cadre posts, deputation or direct contract, KIIFB has an arrangement for obtaining necessary outsourced services through CMD. Hence the provisions of the CPF and Gratuity Act/Rules are currently not applicable to KIIFB.

Note-22

Finance Cost	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Guarantee Commission (GOK)	40,78,28,081	37,23,52,099
Interest on Loan from Banks and Financial Institution	2,52,65,86,002	1,48,59,10,015
Interest on Masala Bond	2,09,04,79,700	2,09,24,92,732
Interest on KSFE Bond	19,35,97,901	4,43,71,618
Other Interest and Finance Charge	13,08,76,724	1,61,23,433
Total	**5,34,93,68,408**	**4,01,12,49,897**

Note-23

Other Expenses	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Technical & Consultancy Charges *	10,82,50,974	15,53,07,994
Professional Fee	1,55,52,799	1,43,13,803
Promotional Expenses (Refer Note 23.1)	42,37,50,172	25,33,29,147
Meeting and Conference Expense	10,15,018	21,87,745
Repairs and Maintenance	15,91,624	1,90,261
Electricity & Water Charges	5,79,978	6,03,861
Rent and Utility Charges	1,57,22,932	1,24,77,840
Telephone & Internet Charges	3,61,387	1,65,979
Vehicle Hire Charges	84,79,658	60,65,331
Technical Resource Centre Expenses *	-	3,30,09,017
Printing and Stationery	17,74,977	22,52,165
Miscellaneous Expense	32,84,208	36,31,986
Payments to the auditor (Refer Note 23.3 below)	10,26,500	6,00,000
Software Charges	1,77,98,990	41,15,841
KSFE Software maintenance Charges	8,28,18,829	-
Membership and Subscription Fee	-	60,000
Total	**68,20,08,046**	**48,83,10,970**

* Technical Resource Centre Expenses and certain nature of technical and consultancy charges which are directly attributable to project cost are classified and accounted under Financing of direct cost of projects - Out of Corpus Fund.

23.1 During the year the Board has incurred promotional expenses amounting to Rs 44,23,72,112 in the course of administration of fund for building up public awareness about KIIFB's Projects based on powers vested on it under KIIFB Act 1999 as amended by amendment Act of 2016 which has been duly approved by the Governing Body of the Board including excess expenses of Rs.31,76,246 incurred over budget provision made. The details of promotional expenditure incurred during the year debited to P&L a/c is as under.

Amount in Rs.

Sl.No	Nature of Expenditure	2020-21	2019-20
1	Kerala Nirmithi Program	80,08,898	13,60,72,529
2	TV ad programmes, Newspaper ads, Railway Jingles and digital	32,17,29,468	6,20,78,214
3	Social Media activities	9,53,49,133	4,53,24,043
4	Advertisement in publications ,pull outs ,FM Radio & Others	1,72,84,613	98,54,361
	Net expenses charged in P&L(incl.prior period expenses in Note 24)	**44,23,72,112**	**25,33,29,147**

23.2 Further, other expenses incurred under various expenses heads includes an amount aggregating to Rs 9,92,17,000/- being the actual expenditure incurred in excess of the operational budget, which has been duly approved by the Board.

23.3 Details of Payments to the Auditor **Amount in Rs.**

Particulars	For the year ended 31.03.2021	For the year ended 31.03.2020
Statutory Audit fees	7,20,000	6,00,000
Tax Audit fees (including fee for previous year)	2,18,000	-
Other taxation services	88,500	-
Total	**10,26,500**	**6,00,000**

Note - 24

Prior Period Item	**For the year ended 31.03.2021**	**For the year ended 31.03.2020**
Prior Period Income -		
Interest income from Project Loans	-	40,95,40,674
Prior Period Expenditure -		
Advertisement & Promotion Expenses	1,86,21,940	
Software Subscription and Manpower Cost	23,31,279	
Guarantee Commission	-	1,34,788
Total	**(2,09,53,219)**	**40,94,05,886**

Note - 25

During the year, KIIFB had incurred an expenditure of Rs. 1,49,61,625 for development of software and Rs. 8,28,18,829 for maintenance, hosting and value adding charges. In accordance with the Memorandum of Agreement (MoA) entered into between KIIFB and KSFE, the parties shall enter into a separate agreement covering the terms of repayment of the expenses incurred by KIIFB towards development of the Pravasi Chitty software and incidental charges. According to the management, though the software is being used by KSFE, the ownership is vested with KIIFB and entire economic benefits of the scheme are shared by KIIFB also, as envisaged in MoA. Due to the on going development activity, the separate agreement for recovery is pending to be executed. At this stage, the cost for development of software is treated as intangible asset based on consideration of proposal by the Board and other maintenance, hosting and value adding charges are charged to P&L. The management of KIIFB did not agree with the audit observation of C&AG that the control of the software is with KSFE only, on a detailed consideration of the facts of the case.

Note - 26

The Board has put in place a system/process of computation of Asset Liability Management which is currently undergoing Beta Version test and is in the process of being further improved upon, tested and stabilised.

Note -27

Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into. Such loan agreement are entered upon reaching 40% stage of disbursement as per the terms of the tripartite agreement between KIIFB ,The SPV and the concerned Govt department . In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at interest rates as per comparable loan agreements entered into with other parties or at the interest rates agreed upon at the time of sanction of loan, as the case may be, as per the estimate of the management. Such interest income recognised as per the management estimate is Rs. 85,76,20,484. On facts of the case, many of the projects financed with long gestation period are yet to commence as at the year end. As per the terms of the loan sanctioned the repayment of principal and interest commences on completion of moratorium period and it is not contingent on the project earning any revenue. There have been certain significant time overrun on some of the projects due to the impact of covid 19 but interest is payable on completion of moratorium period regardless of project completion or whether project is earning revenue or not.

Note - 28

Claims not acknowledged as Debt : M/s RITES, the consultant engaged during the year for independent quality review, design review and providing assistance in empanelment of supervision consultants has raised a total claim of Rs. 5,02,44,708 which is pending to be approved/accepted by the Board as on date and hence represent claims not acknowledged as debt by the board.

Note -29

Commitments - KIIFB sponsored the Kerala Infrastructure Fund (KIF) as AIF (Alternate Investment Fund) registered with SEBI in April 2019. As per SEBI regulations, the sponsor of the fund must commit a minimum of 2.5% or Rs. 5 crores of the fund size and maintain the said minimum amount as continuing interest of the sponsor towards sponsor's commitment, as required under Regulation 10(d) of the AIF regulations, during the term of the Fund. As per the draft PPM submitted to SEBI, the Fund size of KIF is indicated as Rs 3000 Cr (Rs. 1500 crore with green shoe option of Rs. 1500 crore)
The 38 the General Body has decided the capital commitment as 10% of the fund size subject to a maximum of 300 crores.

Note -30

Reconciliation of Form 26 AS (as per Income Tax Act,1961) and Book of accounts - Reconciliation of Income and TDS credit as per Form 26AS with books of accounts is pending to be done since Form 26AS in the Income tax webportal is yet to be updated with the entries for the quarter ended 31.3.2021.

Note - 31

Income tax demand of Rs 1,12,57,446 was raised for AY 2018-19 under limited scrutiny assessment against which appeal has been filed. The demand amount of Rs 32,24,636 is on account of erroneous computation in the assessment order for which rectification has been filed and has not been paid or provided for in positive anticipation of a favourable order . The balance demand of Rs 80,32,810 has been paid and written off to Profit & Loss account though the matter has been contested on appeals before higher authorities on a due consideration of the grounds of appeal raised.

Note - 32

Related Party Disclosures in accordance with AS-18

Name of the Related Party	Nature of relationship	For the year ended 31.03.2021	For the year ended 31.03.2020
Dr. K.M. Abraham, CFA, IAS	CEO and Member Secretary	39,60,000	37,15,250
Shri. Vikramjit Singh, IPS	Deputy Managing Director (w.e.f March 2020)	23,63,626	1,85,003
Shri. Satyajit Rajan, IAS	Additional CEO (w.e.f May 2021)	-	-
Kerala Infrastructure Fund Management Limited-Share application pending allotment	Associate company	66,94,940	-

Note - 33

Segment Reporting

The Board is operating only in one segment in providing funds for investment for critical and large infrastructure projects in the State of Kerala and hence there are no other separate reportable business and geographical segment.

Note - 34

Impact of Covid – 19 on the Accounts - Serious disruptions to trade, business and industry have been caused by the adverse impact of Covid-19 pandemic from March 2020 onward and this is still continuing. Though there could be certain consequential delays in the financing and implementation of major infrastructure projects, being financed by the Board, on account of the above, this does have any material impact in the financial position i.e, on the assets and liabilities position as at 31.03.2021, as per assessment of the management.



Note - 35

Internal Audit System / standard operating procedures - During the year 2020-21, there was no system of internal audit of transactions in the Board. However internal checks and inbuilt controls have been in force to effectively monitor and safeguard the best interests of the Board, including from a propriety angle. The Board has considered the need of internal audit and tendering process for appointment of Internal auditor is initiated during the year on the basis of risk based internal audit framework got prepared by a firm of chartered accountants. Standard operating procedures for carrying out transactional activities have also been prepared and duly approved by the board, which will be implemented in the year 2021-22.

Note -36

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER
Thiruvananthapuram

AUDITORS' REPORT
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No.020512

Place : Thiruvananthapuram
Date : 07.08.2021

Note 9

Property, Plant and Equipment and Depreciation Statement For the period 01-04-2020 to 31-03-2021

PARTICULARS		GROSS BLOCK					DEPRECIATION/AMORTISATION				NET BLOCK	
SL. No.	ITEM	As on 01.04.2020	Additions		Sale/ Adjustment during the period	Total As on 31.03.2021	Rate %	As on 01.04.2020	For the Period	Sale/ Adjustment during the period	Up to 31.03.21	WDV As On 31.03.2021	WDV As On 31.03.2020
			Before 01.10.2020	on/After 01.10.2020									
A	Tangible Asset												
1	Air Cooler	5,430			-	5,430	10	5,404	3	-	5,407	23	26
	(Previous Year)	*(5,430)*				*(5,430)*		*(5,401)*	*(0.003)*		*(5,404)*	*(26)*	*(26)*
2	Computer	1,49,55,571	7,88,610	47,89,247	-	2,05,33,428	40	80,63,865	40,29,976	-	1,20,93,841	84,39,587	68,91,706
	(Previous Year)	*(98,93,744)*	*(7,65,114)*	*(42,96,713)*		*(1,49,55,571)*		*(49,01,632)*	*(31,62,233)*		*(80,63,865)*	*(68,91,706)*	*(49,92,112)*
3	Communication Equipme	3,77,559			-	3,77,559	40	3,06,858	28,280	-	3,35,138	42,421	70,701
	(Previous Year)	*(3,77,559)*				*(3,77,559)*		*(2,59,724)*	*(47,134)*		*(3,06,858)*	*(70,701)*	*(1,17,835)*
4	Furniture & Fittings	50,74,689	1,10,802	1,36,526	-	53,22,017	10	9,19,342	4,33,441	-	13,52,784	39,69,234	41,55,347
	(Previous Year)	*(28,06,219)*	*(20,63,932)*	*(2,04,538)*		*(50,74,689)*		*(4,69,000)*	*(4,50,342)*		*(9,19,342)*	*(41,55,347)*	*(23,37,218)*
5	Photostat Machine	1,72,409			-	1,72,409	40	1,39,593	13,126	-	1,52,720	19,689	32,816
	(Previous Year)	*(1,72,409)*				*(1,72,409)*		*(1,17,716)*	*(21,877)*		*(1,39,593)*	*(32,816)*	*(54,693)*
6	Printer	2,96,354	-	37,298	-	3,33,652	40	1,77,625	54,951	-	2,32,576	1,01,076	1,18,729
	(Previous Year)	*(2,96,354)*				*(2,96,354)*		*(98,472)*	*(79,153)*		*(1,77,625)*	*(1,18,729)*	*(1,97,882)*
7	Plant & Machinery	2,24,94,368	32,41,721	1,39,995	-	2,58,76,084	15	27,97,918	34,51,225	-	62,49,143	1,96,26,941	1,96,96,450
	(Previous Year)	*(80,06,059)*		*(1,44,88,309)*		*(2,24,94,368)*		*(6,00,454)*	*(21,97,464)*		*(27,97,918)*	*(1,96,96,450)*	*(74,05,695)*
8	Electrical Equipment	21,78,631	-	14,396	-	21,93,027	10	2,61,162	1,92,467	-	4,53,629	17,39,398	19,17,469
	(Previous Year)	*(4,81,096)*	*(16,97,535)*			*(21,78,631)*		*(48,110)*	*(2,13,052)*		*(2,61,162)*	*(19,17,469)*	*(4,32,986)*
9	Vehicle	69,61,005			-	69,61,005	15	13,68,992	8,38,802	-	22,07,794	47,53,211	55,92,013
	(Previous Year)	*(61,03,900)*		*(8,57,105)*		*(69,61,005)*		*(4,57,793)*	*(9,11,199)*		*(13,68,992)*	*(55,92,013)*	*(56,46,107)*
10	Computer & Accessories	38,32,909	1,45,404	88,91,204	-	1,28,69,517	40	15,33,164	27,56,301	-	42,89,464	85,80,053	22,99,745
	(Previous Year)	-	*(38,32,909)*			*(38,32,909)*		-	*(15,33,164)*		*(15,33,164)*	*(22,99,745)*	-
11	Interior Decoration	90,06,376	-	11,96,957	-	1,02,03,333	10	8,91,212	8,71,364	-	17,62,576	84,40,757	81,15,164
	(Previous Year)	*(34,12,586)*		*(55,93,790)*		*(90,06,376)*		*(3,00,293)*	*(5,90,919)*		*(8,91,212)*	*(81,15,164)*	*(31,12,293)*
	TOTAL	6,53,55,301	42,86,537	1,52,05,623	-	8,48,47,461		1,64,65,135	1,26,69,936	-	2,91,35,071	5,57,12,391	4,88,90,167
		(3,15,55,356)	*(83,39,490)*	*(2,54,40,455)*	-	*(6,53,55,301)*		*(72,58,595)*	*(92,06,540)*		*(1,64,65,135)*	*(4,88,90,167)*	*(2,42,96,702)*

PARTICULARS		GROSS BLOCK					DEPRECIATION/AMORTISATION				NET BLOCK	
SL. No.	ITEM	As on 01.04.2020	Additions		Sale/ Adjustment during the period	Total As on 31.03.2021	Rate %	As on 01.04.2020	For the Period	Sale/ Adjustment during the period	Up to 31.03.21	WDV As On 31.03.2021	WDV As On 31.03.2020
			Before 01.10.2020	on/After 01.10.2020									
B	Intangible Asset												
1	Software for KSFE Pravasi Chit	16,97,89,586	1,37,41,690	12,19,935	-	18,47,51,211	25	4,23,19,922	3,54,55,330	-	7,77,75,252	10,69,75,958	12,74,69,663
	(Previous Year)	(7,51,04,493)	(3,73,36,927)	(5,73,48,166)		(16,97,89,586)		(93,88,062)	(3,29,31,860)		(4,23,19,922)	(12,74,69,663)	(6,57,16,431)
2	Software TRC	85,89,870	44,33,321	-	-	1,30,23,191	25	13,31,637	29,22,888	-	42,54,526	87,68,665	72,58,233
	(Previous Year)	-	(20,63,220)	(65,26,642)		(85,89,870)		-	(13,31,637)		(13,31,637)	(72,58,233)	-
3	Other Software	92,75,961		-	-	92,75,961	25	30,82,037	15,48,481	-	46,30,518	46,45,443	61,93,924
	(Previous Year)	(44,99,321)		(47,76,640)		(92,75,961)		(18,13,502)	(12,68,535)		(30,82,037)	(61,93,924)	(26,85,819)
4	Expenses on Issuance of Masala Bond	24,73,13,909		-	-	24,73,13,909		4,98,99,325	4,94,62,782	-	9,93,32,107	14,79,81,802	19,74,44,584
	(Previous Year)	(11,68,01,419)	(12,41,57,311)	(63,55,179)		(24,73,13,909)		(1,92,002)	(4,96,77,323)		(4,98,69,325)	(19,74,44,584)	(11,66,09,416)
5	Expenses on issue of KSFE Bond	11,90,42,844	-	-	-	11,90,42,844		2,74,36,158	2,38,08,569	-	5,12,64,727	6,77,78,117	9,15,86,686
	(Previous Year)	(5,12,06,543)		(6,78,36,301)	-	(11,90,42,844)		(36,47,589)	(2,38,08,569)	-	(2,74,56,158)	(9,15,86,686)	(4,75,38,954)
	TOTAL	55,40,12,170	1,81,75,011	12,19,935	-	57,34,07,116		12,40,59,080	11,31,98,050	-	23,72,57,130	33,61,49,986	42,99,53,090
		(24,76,11,776)	(16,35,17,466)	(14,28,42,928)	-	(55,40,12,170)		(1,50,41,155)	(10,90,17,924)		(12,40,59,080)	(42,99,53,090)	(23,75,70,620)
	TOTAL	61,93,67,472	2,24,61,548	1,64,25,558	-	65,82,54,577	-	14,05,24,215	12,58,67,987	-	26,63,92,201	39,18,62,376	47,88,43,257
		(27,91,67,232)	(17,19,16,956)	(16,82,83,383)	-	(61,93,67,472)		(2,22,99,750)	(11,82,24,464)		(14,05,24,215)	(47,88,43,257)	(25,68,67,322)

Note 9.1 The management estimates that the future economic benefit from the expenditure towards issue of Masala Bond and issue of KSFE Bond will accrue to the Board over the period of the Bond being 5 years. Accordingly, such expenditure are treated as Intangible Asset and amortised over 5 years.

9.2 The property, plant and equipment and the intangible assets are purchased using the corpus fund and loan received. However, the amount is not deducted from the gross value of assets or no separate deferred income is recognised for an amount equivalent to the cost of asset in accordance with AS-12 Accounting for Government Grants, since the break up details of assets acquired out of corpus fund/loans have not been maintained.

9.3 The system of maintenance of a formal Fixed Asset register showing full particulars of assets in various locations and physical verification of fixed assets is in the process of implementation. Physical verification of fixed assets and reconciliation of values with asset register is pending to be done and adjustments if any required on such verification would be made in the succeeding year on completion of this process. Based on the management assessment of the internal controls in place over physical possession and available records regarding details of fixed assets, no material discrepancies are expected to arise on physical verification of fixed assets.

Varma & Varma
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT

To
The Members of Kerala Infrastructure Investment Fund Board,
Thiruvananthapuram

Opinion

We have audited the financial statements of Kerala Infrastructure Investment Fund Board (hereinafter referred to as 'KIIFB'), which comprise the Balance Sheet as at March 31st 2022, the Profit and Loss account and the Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying financial statements give a true and fair view of the state of affairs of the KIIFB as at March 31, 2022, and of its Nil profit/loss and its cash flows for the year then ended in accordance with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) issued by ICAI. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of KIIFB in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the said Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the following matters described in the Notes to accounts of the financial statements:

The interest income recognised during the year includes such income recognised based on the following facts and circumstances:

(i) During the year Kerala Infrastructure Investment Fund Board (KIIFB) has revised the method of charging interest to the rate of Average Cost of Domestic Borrowings (ACDB) reset every 6 months in a calendar year with monthly compounding of interest for entire revenue generating projects from the procedure followed in the preceding year of fixed rate under simple interest method except for loans given to Kerala State Film Development Corporation (KSFDC) aggregating to Rs.9,94,29,168/- which is charged at original agreement rate . The agreements already entered in to in respect of loans aggregating to Rs.1930,28,21,727/-, stipulating interest at fixed rate are pending to be amended to incorporate the revised method adopted in the current year as stated above for reasons stated in Note no.17.1 to the financial statements.

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(ii) Interest income recognised includes an amount of Rs.171,99,06,910/- for which original loan agreements are pending to be executed (including cases which have exceeded 40% stage of disbursement noted in (iv) below) and the revenue recognised is based on rates charged on comparable loan agreements with other borrowers (whose rate has been revised during the year to floating ACDB rates) or at rates agreed at the time of sanction of the loan. Change in method of estimating interest income for projects as noted above constitutes a revision in the method of making estimate by the management and as a result, the income recognised during the year is higher by Rs.19,38,56,268/- as compared to previous year as detailed in Note no.17.4 to the financial statements.

(iii) Interest income has been recognised on revenue generating projects also in cases where there has been significant time over run on implementation of the projects financed by such loans due to impact of Covid, as detailed in Note no.17.2 to the financial statements since it is not contingent on the project earning any revenue.

(iv) Loan agreements are pending to be executed with four SPVs to whom loans have been disbursed and have outstanding loans aggregating to Rs.2256,54,47,448/-, although more than 40% stage of disbursement as per the terms of Tripartite Agreement between KIIFB, SPV and the concerned Government department has been exceeded requiring execution of such loan agreement, as stated in Note no.17.3 to the financial statements.

(v) As stated in Note No 17.5, the balance in the loan account of KSIDC Ltd as at 31.03.22 amounting to Rs 3,93,84,83,787/- (including interest of Rs.92,67,79,726/- taken credit for upto 31.03.2021) for the Project Bio 360 Life science Park-Phase II land acquisition Trivandrum is subject to confirmation. At the General body meeting held on 07.07.2022, decision was taken to work out a resolution plan for facilitating recovery of the loan and interest charged by restructuring the project implementation suitably. Due to complexities involved and consequential delay anticipated in the implementation of the resolution plan, interest income for the year amounting to Rs.65,24,79,378/- has not been taken credit for as matter of prudence.

(vi) As stated in Note 27.2 to the financial statements, the TDS taken Credit in the books of account amounting to Rs.3,75,77,143 relate to TDS deducted on interest income by banks in the financial year 2019-20 which is not reflected in Form 26AS and is pending reconciliation.

(vii) As stated in Note 24.2 to the financial statements, payments made to KSIE Ltd (an intermediary agency engaged by KIIFB for procuring multiple supply of goods and services from third parties) during the year amounts to Rs 23,78,54,025 based on the terms of agreed work order issued on KSIE Ltd explained to be on competitive basis and the invoices submitted by the said company.

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(viii) As stated in Note No. II(I), the meeting of the General Body of KIIFB held on 7.7.2022 has decided to reverse wef 01-04-2021 the decision taken by it in prior years to voluntarily adopt the Income Recognition and Asset Classification (IRAC) norms issued by RBI applicable to banks and NBFCs. As stated in the above note, steps are being taken by KIIFB for defining and implementing suitable norms for classification of loans, provisioning and recognition of income appropriate and relevant to the unique nature of activities being undertaken, for financing of infrastructure projects with long gestation period, with focused social commitment to meet the objectives in the KIIF Act 1999(as amended by Act of 2016).

Our opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How addressed in Audit
During the year, KIIFB has decided to change the method of fixing the rate of interest and charge at the Average Cost of Domestic Borrowing (ACDB) of KIIFB reset every six months in a calendar year with monthly compounding for entire revenue generating projects (other than loan given to KSFDC) which was earlier accounted at a fixed rate under simple interest method. However, terms of loan agreement executed in prior years with fixed interest rate are pending to be revised by amending the interest rate to floating method at ACDB rate as stated above.	Revenue has been recognized at the interest rate of ACDB for entire revenue generating projects for which agreement was executed (other than loan given to KSFDC) on accrual basis. According to the management, in respect of projects for which loan agreement is already executed, the revision in rate of interest is to be incorporated through amendment agreements which will be done in due course. Such changes in rate of interest used for revenue recognition have been duly disclosed in Note 17 to the financial statements.
(i) In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at interest rates as per comparable loan agreements entered into with other parties or at the interest rates agreed upon at the time of sanction of loan, as the case may be, as per the estimate of the management.	As per the principles defined in AS 9 Revenue recognition, KIIFB has recognized interest income on accrual basis during the year at the rates charged to other comparable borrowers pending execution of the loan agreements. This is considered reasonable and is duly disclosed in Note no.17 to the financial statements.

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(ii) The interest income recognised includes an amount of Rs.1,71,99,06,910 for which original loan agreement is pending to be executed as stated in the preceding para (including four cases aggregating to Rs 22,56,54,47,448 where 40% disbursement has been exceeded as per note (iii) below). During the year, in respect of the above cases, there is a change in method of estimating interest income from fixed rate-simple interest to floating rate of ACDB compounded, as stated in Note no 17.1 to the accounts, consequent to such change agreed upon in cases where loan agreements have been already entered in to. The amendments are however pending to be effected in such loan agreements for the change in rate as above. Consequent to such change of income recognised in the above cases is higher by Rs.19,38,56,268/-.	Recognition of interest revenue for projects for which original loan agreement is not yet executed is based on the consistent management practice of recognising revenue by using the rates of comparable projects for which original loan agreement is already executed. (for which interest rate is pending revision as stated in Note 17.1 to accounts) According to the management, in respect of projects for which agreement is not entered yet, any change in the rate of interest on revision which is not expected to be material shall be accounted for in the year in which such agreement is entered into.
(iii) As per tripartite agreement entered into between KIIFB, SPV and respective Administrative Department, the loan agreement fixing the rate of interest is to be executed only upon completion of 40% of the project disbursement. Loan agreements are pending to be executed with four parties for loan outstanding aggregating to Rs.2256,54,47,448 which has disbursements exceeding 40% stage.	The management has given a representation that active steps are underway in entering into loan agreement with the parties to whom disbursement has exceeded 40% stage and that there will be no material impact on the income or asset recognised due to this delay.
On facts of the case, many of the projects financed with long gestation period are yet to be completed as at the year end. As per the terms of the loan sanctioned, the repayment of principal and interest commences on completion of moratorium period. There has been certain significant time overrun on some of the projects due to the impact of covid 19. Interest is payable by the borrower as per terms of agreement as above regardless of completion of project and is also not contingent on the project earning any revenue.	Income has been recognized based on the terms of the loan sanctioned and there is no significant doubt as to realization at this stage. Facts have been duly disclosed in the financial statements.

TC 9/1504, Galaxy, SMRA-14, Sasthamangalam P O, Thiruvananthapuram-695010
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Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the state of affairs, results of operations and cash flows of KIIFB in accordance with the accounting principles generally accepted in India. 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.

In preparing the financial statements, management is responsible for assessing KIIFBs ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate KIIFB or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing KIIFBs financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of KIIFBs internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

TC 9/1504, Galaxy, SMRA-14, Sasthamangalam P O, Thiruvananthapuram-695010
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- Conclude on the appropriateness of 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 KIIFBs 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 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 KIIFB to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

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.

Report on Other Legal & Regulatory Requirements

1. We report that:

(a) 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.

(b) In our opinion, proper books of account as required by law have been kept by KIIFB so far as it appears from our examination of those books.

(c) The Balance Sheet, Profit and Loss account and the Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

TC 9/1504, Galaxy, SMRA-14, Sasthamangalam P O, Thiruvananthapuram-695010
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(d) The rupee denominated borrowings shown under Liabilities in the said Balance sheet represent external borrowings under Masala Bonds availed by KIIFB, in the year 2018-2019 and outstanding on 31st March 2022, which are fully secured by the sovereign guarantee issued by the Government of Kerala and have the required approval of the Reserve Bank of India under the Foreign Exchange Management Act 1999. As explained to us by the management of KIIFB, on other legal issues relating to the said borrowings, as per the legal opinion received from a renowned jurist and legal expert, the issue of Masala bonds made for the borrowings by KIIFB as above, is neither illegal nor is in violation of any law, which, being a legal matter, no opinion is expressed thereon.

(e) In our opinion, the aforesaid financial statements comply with the Accounting Standards issued by the Institute of Chartered Accountants of India in all material aspects.

For Varma and Varma
Chartered Accountants
FRN.004532S

C.G.Pankajakshan
Partner
Membership No.020512
UDIN: 22020512AMUFMW6A16

Place : Thiruvananthapuram
Date : 11.07.2022

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Tel : 0471-2727345, 2727346, Email : trivandrum@varmaandvarma.com

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Balance Sheet as at 31.03.2022

(Figures in Rupees)

	Particulars	Note No.	As at 31.03.2022	As at 31.03.2021
I.	**EQUITY AND LIABILITIES**			
1	Initial Corpus Fund	1	28,20,49,27,844	24,98,42,27,844
2	Corpus Fund - Revolving (shown on the asset side)	2	-	-
3	**Non-current liabilities**			
	(a) Long-term borrowings	3	1,26,45,46,52,813	53,04,76,19,508
	(b) Deferred tax liabilities (Net)	9	3,63,43,554	2,28,84,402
	(c) Other Long term liabilities	4	35,09,28,839	12,32,48,223
4	**Current liabilities**			
	(a) Short-term borrowings	5	6,00,00,00,000	28,39,61,83,969
	(b) Other current liabilities	6	5,78,09,10,793	4,07,92,45,348
			1,66,82,77,63,843	**1,10,65,34,09,294**
II.	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and equipment	7		
	(i)Tangible assets		4,54,71,773	5,57,12,391
	(ii)Intangible assets		23,69,11,955	33,61,49,986
	(b) Non-current investments	8	1,67,44,940	1,67,44,940
	(c) Deferred tax assets (net)- shown as liability	9	-	-
	(d) Long-term loans and advances	10	44,12,30,82,445	25,66,04,59,545
	(e) Statutory contribution receivable from GoK-Non current	2	24,36,38,59,679	-
	(f) Other Non Current Assets	11	70,06,66,748	53,80,45,784
2	**Current assets**			
	(a) Current investments	12	6,00,00,00,000	6,00,00,00,000
	(b) Cash and cash equivalents	13	58,13,42,35,120	72,98,61,54,955
	(c) Short term loans and advances	14	9,89,95,73,193	53,35,12,589
	(d) Statutory contribution receivable from GoK-Current	2	22,85,34,00,000	2,86,38,29,402
	(e) Other current assets	15	45,38,17,990	1,66,27,99,702
			1,66,82,77,63,843	**1,10,65,34,09,294**
	Notes forming part of financial statements		I , II & 1-33	

The accompanying notes form an integral part of the financial statements

AUDITOR'S REPORT
As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.07.2022

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 11.07.2022

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Profit and Loss Account for the year ended 31.03.2022

(Figures in Rupees)

Particulars	Note No.	For the Year Ended 31.03.2022	For the Year Ended 31.03.2021
I. Revenue:			
i) Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	19	59,88,80,53,071	45,21,77,28,436
ii) Interest income from financial assistance for revenue generating projects	17	2,80,24,93,442	1,41,07,30,946
iii) Interest income from deposits and investments	16	1,29,70,80,169	1,45,63,91,695
iv) Other income	18	2,54,47,403	4,08,641
Total Revenue (I)		**64,01,30,74,085**	**48,08,52,59,718**
II. Expenses:			
i) Financing of direct cost of projects -Out of Corpus Fund	19	59,88,80,53,071	45,21,77,28,436
ii) Employee benefits expense	20	7,26,95,697	5,63,90,190
iii) Finance costs	21	9,14,47,01,453	5,34,93,68,408
iv) Depreciation and amortisation expense	7	11,80,52,081	12,58,67,987
v) Other expenses	22	40,79,43,934	68,20,08,046
Total expenses (II)		**69,63,14,46,236**	**51,43,13,63,067**
III. Profit / (Loss) (I- II)		(5,61,83,72,151)	(3,34,61,03,349)
Prior Period Item	23	(34,69,184)	(2,09,53,219)
Profit / (Loss) after prior period item		(5,62,18,41,335)	(3,36,70,56,568)
IV. Tax expense:			
(1) Current tax		-	-
(2) Tax for Earlier years		-	(80,32,810)
(3) Deferred tax(Expense)/Income	9	(1,34,59,152)	(2,28,84,402)
Less : Statutory contribution from GoK under Corpus fund utilised to meet the net loss (deficit from operations)for the year in P& L account transferred		5,63,53,00,487	3,39,79,73,780
V. Net Profit / (Loss) for the Year		-	-

Notes forming part of financial statements I , II & 1-33

The accompanying notes form an integral part of the financial statements

AUDITOR'S REPORT

As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 11.07.2022

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.07.2022

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Cash Flow Statement for the year ended 31.03.2022

(Figures in Rupees)

Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
A. Cash flow from operating activities		
Profit before income tax	(5,62,18,41,335)	(3,36,70,56,568)
Adjustments for:		
Depreciation and amortisation expense	11,80,52,081	12,58,67,987
Interest income	(4,09,95,73,610)	(2,86,71,22,641)
Finance Cost	3,68,60,46,393	5,34,93,68,408
Fixed Assets Written off	11,73,398	-
Sundry Balances written back	(2,54,03,660)	-
Operating profit / (loss) before working capital changes	(5,94,15,46,733)	(75,89,42,814)
Changes in working capital:		
Adjustments for (increase) / Decrease in operating assets		
Loans and Advances	(9,36,60,60,604)	22,84,725
Financial assistance made to Revenue Generating Projects	(15,66,01,29,458)	(11,54,89,50,094)
Other Non Current and Current Assets	1,19,58,22,803	33,48,40,933
Adjustments for increase / (Decrease) in operating liabilities		
Other Current/Non current Liabilities	67,62,49,720	45,37,03,012
Net Changes in working capital:	(29,09,56,64,272)	(11,51,70,64,238)
Cash generated from operations	(29,09,56,64,272)	(11,51,70,64,238)
Net income tax (paid) / refunds	(14,94,62,055)	(15,21,80,813)
Net cash from/ (used in) operating activities (A)	**(29,24,51,26,327)**	**(11,66,92,45,051)**
B. Cash flow from investing activities		
Purchase of PPE (including changes in CWIP)	(1,08,83,939)	(3,88,87,106)
(Purchase)/ disposal proceeds of Investments	-	(66,94,940)
Sale proceeds of PPE	11,37,108	-
Interest income received	1,29,70,80,169	1,45,63,91,695
Net cash from/ (used in) investing activities (B)	**1,28,73,33,338**	**1,41,08,09,649**
C. Cash flow from financing activities		
Loans from :-		
(i) Banks and Financial Institutions	78,58,73,84,299	26,22,99,39,458
(ii) Bonds	2,86,48,20,000	2,39,89,00,000
(iii) Pravasi Dividend Scheme	1,07,37,60,684	1,23,76,56,860
Loans repaid during the year	(30,23,66,15,647)	(55,84,00,000)
Statutory contribution from GoK	20,57,97,11,681	21,72,85,50,000
Additional Financial Support for Infrastructure Development	3,22,07,00,000	-
CSR and PTA fund	17,56,81,024	41,24,88,064
Recoupment by way of Statutory contribution from Govt of Kerala from Corpus Fund for direct project cost (other than NABARD)	(58,55,75,71,315)	(44,56,93,64,196)
Interest received during the period from Deposits made out of corpus fund	41,45,30,576	1,42,80,41,956
Finance cost paid	(3,68,60,46,393)	(5,15,03,61,649)
Fund utilised for NABARD Projects	(1,33,04,81,755)	(64,83,64,240)
Net cash from/ (used in) financing activities (C)	**13,10,58,73,154**	**2,40,90,86,253**
Net increase (decrease) in cash and cash equivalents (A+B+C)	(14,85,19,19,835)	(7,84,93,49,149)
Cash and cash equivalents at the beginning of the financial year	72,98,61,54,955	80,83,55,04,104
Cash and cash equivalents at end of the year	**58,13,42,35,120**	**72,98,61,54,955**

Notes:

1. The above cash flow statement has been prepared under indirect method prescribed in AS 3 "Cash Flow Statements".
2. Components of cash and cash equivalents

Balances with banks		
Cash in Hand	504	5,654
Balance with Treasury	9,50,841	22,07,62,564
Term Deposits/Sweep	16,32,03,61,986	47,23,30,91,536
Other deposit, savings and current accounts	11,45,79,93,945	54,80,67,357
Other Bank balance in Treasury Accounts	28,20,49,27,844	24,98,42,27,844
In Masala Bond Sinking Fund Account	2,15,00,00,000	-
	58,13,42,35,120	**72,98,61,54,955**

Notes forming part of financial statements **1 , II & 1-33**

The accompanying notes form an integral part of the financial statements

AUDITOR'S REPORT

As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.07.2022

Thiruvananthapuram
Date : 11.07.2022

for Varma & Varma
Chartered Accountants
FRN.0045325

C.G Pankajakshan
(Partner)
M.No. 020512

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Notes to Financial Statements for the year ended 31.03.2022

All amounts in Rs. except for specifically stated

NOTE-I

GENERAL INFORMATION

Kerala Infrastructure Investment Fund Board (referred to as KIIFB) was established on 11.11.1999 under the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000) with the main objective of financing the investment in critical and large infrastructure projects in the State of Kerala. Comprehensive modification of the Act and Scheme has been made through an amendment Ordinance in August 2016. With new strategy and structure, KIIFB aims to dynamically mobilise funds for the infrastructure development of Kerala including major land acquisition needs of the State. KIIFB has recourse to the advanced financial instruments approved by SEBI / RBI and is expected to promote substantial development of sustainable infrastructure in the State.

KIIFB is a body corporate established under an Act of Government of Kerala (KIIFB ACT 1999) exclusively for undertaking sub-sovereign functions of financing the key infrastructure projects in the State of Kerala and all activities are done in pursuance of the above objective only.

The rupee denominated Masala Bond of KIIFB backed by the Guarantee of Govt of Kerala is listed in the London Stock Exchange and Singapore Stock Exchange.

NOTE-II

SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The Financial Statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and Accounting Standard issued by Institute of Chartered Accountants of India.

b. KIIFB follows Mercantile System of Accounting and recognizes significant items of income and expenditure on accrual basis, except to the extent otherwise stated in the notes.

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period.

C. PROPERTY, PLANT AND EQUIPMENT

(a) Tangible Assets: The Gross carrying amount of Property, Plant & Equipment have been accounted on cost model, and cost comprises of purchase price, duties, levies and any direct attributable costs of bringing the assets to its working condition for the intended use.

Depreciation: Depreciation has been provided on Written down Value Method at the rates prescribed in appendix to the Income Tax Rules.

(b) Intangible Asset

Intangible Assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortisation and impairment, if any.

Amortisation: Amortisation has been provided for on Written down Value Method on assets (other than masala bond expenses and issue expense for KSFE) at the rates prescribed in appendix to the Income Tax Rules. In respect of expenditure incurred towards issuance of Masala Bond and expenditure towards issue for KSFE Bond, the same is amortised over a period 5 years being the period during which the benefits are expected to materialise.

D. PRIOR PERIOD ADJUSTMENTS

As per **AS 5 "Net profit or Loss for the period, Prior Period Items and Changes in Accounting Policies"**,

(i) Prior period adjustments represent entries for correction of errors or omissions in the preparation of financial statements of one or more prior periods and as such are shown separately in the Notes annexed to and forming part of Accounts.

(ii) Extra-ordinary items are those material adjustments that arise from events or transactions that are clearly distinct from the ordinary activity of KIIFB and are not expected to occur frequently or regularly and therefore are shown separately in the Notes annexed to and forming part of Accounts.

E. REVENUE RECOGNITION

In line with the prescriptions in **AS 9** on **Revenue Recognition"**, revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection as per the assessment of the management.

Interest income on fixed deposits is recognised time proportionately based on periods for which amounts are outstanding and the interest rate applicable.

Interest generated from the investments made out of the corpus funds received are credited to the corpus fund as such interest is to be mandatorily used for the objectives of the Act and hence forms a part of statutory contribution accounted under Corpus Fund.

Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into except to the extent otherwise disclosed in the notes to accounts. In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at rates and methodology as per comparable loan agreements entered into with other parties as per the estimate of the management or at the interest rates agreed upon at the time of sanction of loan in certain cases where ever applicable. Late payment charges, prepayment charges are recognised on a point in time basis, and are recorded when realized since the probability of collecting such monies is established when the borrower pays.

VARMA & VARMA Trivandrum Chartered Accountants

F. CORPUS FUND- Revenue Recognition and Accounting of Utilisation

The corpus fund-revolving represents the funds received every year from Government of Kerala as part of statutory contribution provided for in the State budget under financial support for infrastructure development as stated in Section 3(1A) r.w.s Section 7 of KIIFB Act, 2016 towards the objectives based on resolution of the general body and also any amounts received additionally from Government of Kerala to meet additional fund requirements as per relative government order. The amounts utilised towards direct cost of projects are recouped from the revolving/ corpus Fund for the year and amount so utilised are shown as contra item in the P&L a/c to reflect the activities undertaken to meet the objectives as per the Act. The corpus fund-revolving also includes funds received under LAC/ADS scheme and PTA/CSR Fund as per Govt.Order.

G. INVESTMENTS

As per **AS 13** "**Accounting for Investments** ", Current Investments are carried at the lower of cost or quoted / fair value, computed category-wise. Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary. Investments that are readily realisable and intended to be held for not more than 12 months from the date of acquisition are classified as current investment. All other investments are classified as non-current investments.

H. BORROWING COST

As per **AS 16 "Borrowing Costs"**, Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

I. INCOME RECOGNITION AND ASSET CLASSIFICATION NORMS

Amounts shown under long term loans represents finance assistance to revenue generating projects.

The Income Recognition and Asset Classification (IRAC) norms issued by RBI and applicable to Banks/ NBFCs which fact has been disclosed in significant accounting policies of the previous year . However, since KIIFB is engaged in financing infrastructure projects with long gestation period and the revenue generation is contingent on factors beyond the control of the entity, strict adoption of the IRAC norms is considered to be impracticable and not feasible. Hence the above decision taken by the General Body has been reversed at the meeting held on 07.07.2022 to discontinue the implementation of the IRAC Norms with effect from 01.04 2021. The financial impact on the accounts on account of the above is nil. Steps are being taken for defining and implementing suitable norms for classification of loans, provisioning and recognition of income appropriate and relevant to the unique nature of activities being undertaken, for financing of infrastructure projects with long gestation period, with focused social commitment to meet the objectives in the KIIF Act 1999(as amended by Act of 2016).

J. ACCOUNTING FOR TAXES ON INCOME

Income Tax is accounted in accordance with Accounting Standard on Accounting for Taxes on Income (AS-22), which include Current Taxes and Deferred Taxes. Provision for Current Tax is made in accordance with the provisions of The Income Tax Act, 1961. Deferred Tax assets/ liabilities representing timing differences between accounting income and taxable income are recognized to the extent considered capable of being reversed in subsequent years by applying tax rate substantively enacted as at the end of the year. Deferred tax assets are recognised only to the extent there is reasonable certainty that sufficient future taxable income will be available, except that Deferred Tax Assets arising due to unabsorbed depreciation and losses are recognised if there is a virtual certainty that sufficient future taxable income will be available to realise the same.

K. CASH FLOW STATEMENT

Cash flows from operating activities are prepared using the indirect method, whereby net profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

L. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

As per **AS 29 "Provisions, Contingent Liabilities and Contingent Assets"**, Provisions are recognised when KIIFB has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates. Contingent Liabilities are not recognised but are disclosed in notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

M. EMPLOYEE BENEFITS

Provision of **AS 15 "Employee Benefits"**, has been considered while Preparation of Financial Statements.

(i) Short Term Employee Benefits - All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and recognized in the period in which the employee renders the related service.

(ii) Defined contribution plan and Defined benefit plan - KIIFB does not have any defined contribution plan and defined benefit plan as detailed in Note No 20.1 to the financial statements.

Note - 1

Initial Corpus Fund	**As at 31.03.2022**	**As at 31.03.2021**
Initial corpus fund for Major Infrastructural Development Projects	24,98,42,27,844	24,98,42,27,844
Add: Addition to Initial Corpus Fund	3,22,07,00,000	-
	28,20,49,27,844	**24,98,42,27,844**

1.1 The initial Corpus fund of Rs 24,98,42,27,844/- represents fund received towards initial corpus fund for Major Infrastructural Development Projects as per GoK Govt. Orders - G.O (Ms) No 16/2016/Plg. dated 30.03.2016 and G.O (Ms) No 18/2017/Plg. dated 30.03.2017. The amount is kept separately in government treasury account (interest free).

1.2 During the year, in addition to statutory contribution received, financial support for infrastructure development amounting to Rs 3,22,07,00,000/- as per G.O(Rt)No. 389/2022/Fin dated 17.01.2022 was received which has been credited under Initial Corpus fund. The amount is kept separately in government treasury account, (interest free). The additional contribution is to provide funds required over and above the mandatory entitlement of tax devolution for the year 2021-22 to KIIFB to bridge the shortfall for the year in its ALM projection calculated at an annual growth of 10% over its revenues from petrol cess and share of Motor Vehicle tax. Since the amount has been credited to special treasury savings account, in the opinion of the management the same is to be treated as part of the initial corpus fund.

Note - 2
Corpus Fund - Revolving

	As at 31.03.2022	As at 31.03.2021
A. Fund from Contingency Fund of Government of Kerala	75,00,000	75,00,000
Total -(A)	**75,00,000**	**75,00,000**
B. Corpus fund by way of statutory contribution from GoK		
Opening Balance	82,70,16,50,800	59,13,25,70,780
Add: Statutory contribution received during the year	20,68,07,62,000	21,72,85,50,000
Add: Allotment of funds under LAC-ADS	15,05,80,554	40,41,00,000
Add: Allotment of funds under PTA & CSR Fund	2,51,00,470	83,88,064
Add : Interest received during the period from Deposits made out of corpus fund (Refer Note 2.2)	41,45,30,576	1,42,80,41,956
Less : Corpus fund resumed by the Govt during the year (Refer note 2.6)	(10,10,50,319)	-
Closing Balance of funds available for utilisation	**1,03,87,15,74,081**	**82,70,16,50,800**
Utilisation of Corpus Fund		
i) Funds Utilised for financing of direct project cost as at year end (see Note 2.4 below)	(1,40,35,20,92,867)	(80,46,40,39,796)
ii) Fund Utilised for financial assistance by way of long term loans to revenue generating projects as at year end (see Note 2.5 below)	(48,69,41,56,631)	(23,69,28,03,795)
iii) Deficit from operations in P & L a/c recouped (see Note 2.3 below)	(10,74,42,40,893)	(5,10,89,40,406)
Subtotal	**(1,99,79,04,90,391)**	**(1,09,26,57,83,997)**
Total-(B)	**(95,91,89,16,309)**	**(26,56,41,33,197)**
C. Reserve for financial assistance to revenue generating projects		
Financial assistance for revenue generating projects adjusted as per contra	48,69,41,56,630	23,69,28,03,795
Total-(C)	**48,69,41,56,630**	**23,69,28,03,795**
Total (A)+(B)+(C)	**(47,21,72,59,679)**	**(2,86,38,29,402)**
Less: Transferred to statutory contribution receivable from GoK (see Note 2.7 below)	**(47,21,72,59,679)**	**(2,86,38,29,402)**
	-	-

2.1 The corpus fund represents capital investment of State Government in KIIFB to meet its long term/short term capital requirements for financing the infrastructure projects in the State as per the objectives in the KIIFB Act, 1999 as amended by amendment act of 2016.
The revolving corpus fund is received on an annual basis towards financial support for Infrastructure Development by way of statutory contribution being share of KIIFB from Cess on petrol and share of KIIFB from Motor Vehicle Tax as per KIIFB Act.

2.2 Interest generated from the investments made directly out of corpus fund amounting to Rs.41,45,30,576/- are credited to the corpus fund based on resolution of the board taken in the preceding year is in line with the provisions of KIIFB Act, which stipulates that such interest is to be mandatorily used for the objectives of KIIFB and hence forms a part of statutory contribution accounted under Corpus Fund. Such interest are directly attributable to deposits made out of such contribution during the year.

2.3 **Deficit in operations in P & L a/c recouped**

	As at 31.03.2022	As at 31.03.2021
Accumulated deficit as at beginning of the year	(5,10,89,40,406)	(1,71,09,66,626)
Current Year profit/(Loss)	(5,63,53,00,487)	(3,39,79,73,780)
Closing Balance	**(10,74,42,40,893)**	**(5,10,89,40,406)**

The net loss in Profit and Loss account for the year of Rs.5,63,53,00,487/- representing utilisation of Corpus Fund for meeting the expenses in relation to the administration of the fund has been recouped from the Corpus Fund by transferring an amount equal to the net loss for the year from operations from Corpus Fund to P&L a/c.

2.4	**Particulars of Fund Utilised out of Corpus Fund / Statutory contribution for direct project cost**	**As at 31.03.2022**	**As at 31.03.2021**
	Opening Balance	80,46,40,39,796	35,24,63,11,360
	Add: Utilised during the year for financing of direct project cost (See Note 19)	59,88,80,53,071	45,21,77,28,436
	Closing Balance	**1,40,35,20,92,867**	**80,46,40,39,796**

2.4.1 KIIFB received an amount of Rs.13,65,00,00,000/-(CY-8,00,00,00,000) as loan funds sanctioned by NABARD for various specific projects. Out of the above loan funds, an amount of Rs.389,28,75,230/- has been incurred towards the project cost upto the year end and an amount of Rs.265,90,06,787/- has been disbursed as finance assistance loan to revenue generating projects upto the year end and funds utilised have been set off against statutory contribution since the repayment of the loan would be made out of statutory contribution as per agreed repayment schedule.

2.5	**Particulars of Fund Utilised out of Corpus Fund / statutory contribution for financial assistance to revenue generating projects**	**As at 31.03.2022**	**As at 31.03.2021**
	Opening Balance	23,69,28,03,795	12,14,38,53,701
	Add : Financial assistance given during the year	25,00,13,52,836	11,54,89,50,094
	Closing Balance	**48,69,41,56,631**	**23,69,28,03,795**

2.6 Corpus amount of Rs.10,10,50,319/- has been resumed by government during the year based on the G O (p) No 35/2022/Fin dated 24-03-2022 and recredited back to the treasury account subsequently on 06-04-2022.

2.7	**Particulars of Fund transferred to statutory contribution receivable from GoK**	**As at 31.03.2022**	**As at 31.03.2021**
	Current portion of statutory contribution receivable	22,85,34,00,000	2,86,38,29,402
	Non Current portion of statutory contribution receivable	24,36,38,59,679	-
		47,21,72,59,679	**2,86,38,29,402**

Note - 3

Long Term Borrowings		**As at 31.03.2021**	**As at 31.03.2021**
Unsecured Loans			
(a)	KSFE Pravasi Bond (Note 3.1)	6,46,80,00,000	3,60,31,80,000
(b)	Masala Bond (Note 3.2)	21,50,00,00,000	21,50,00,00,000
(c)	KNRKWB under Pravasi dividend scheme (Note 3.3 & 3.4)	2,87,72,17,544	1,80,34,56,860
(d)	Loan From Banks and Financial Institutions (Note 3.4)		
	i. Loan From NABARD	12,30,74,00,000	4,88,18,00,000
	ii. Loan From SBI	8,80,54,01,656	10,00,00,00,000
	iii. Loan From Union Bank	6,75,00,00,000	7,39,58,33,333
	iv. Loan From Indian Bank	9,47,28,53,655	4,91,60,00,000
	v. Loan From Canara Bank	6,91,21,83,425	2,01,32,49,315
	vi. Loan from Bank of Maharashtra	8,94,50,12,554	-
	vii. Loan from Bank of Baroda	16,50,00,00,000	-
	viii. Loan from Bank of India	5,25,00,00,000	-
	ix. Loan from REC	20,01,09,83,979	-
	x. Loan from HUDCO	5,00,00,00,000	-
	Total A	**1,30,79,90,52,813**	**56,11,35,19,508**
Less: Current Maturity of loan shown under Other Current Liabilities:			
	i. Loan From NABARD	57,44,00,000	57,44,00,000
	ii. Loan From Union Bank	87,50,00,000	63,75,00,000
	iii. Loan From Indian Bank	50,40,00,000	50,40,00,000
	iv. Loan from SBI	1,25,00,00,000	1,25,00,00,000
	v. Loan from Canara Bank	20,00,00,000	10,00,00,000
	vi. KSFE Pravasi Bond	94,10,00,000	-
	Total B	**4,34,44,00,000**	**3,06,59,00,000**
	Total (A-B)	**1,26,45,46,52,813**	**53,04,76,19,508**

Note - 3.1

KSFE Pravasi Bond

KIIFB had issued Security Bonds & Deposit Bonds to KSFE Ltd. Security bonds carry the interest rate of that for FDs (of similar tenure) at Government Treasury prevailed during the time of issue of the Bonds and the rate offered by Deposit Bond is 0.10% higher than Security bond. Exclusive Government orders are also been issued in this regard. These bonds are also backed by the Guarantee of the State to the extent of value of Bond Outstanding.

Note - 3.2

Masala Bond @ 9.723%

KIIFB had raised an amount of Rs. 2150 crore through overseas Rupee denominated Bond offering (Masala Bond) with the due approval of Reserve Bank of India as required under Foreign exchange management Act 1999 in the year 2018-19. KIIFB has also ensured compliance with approvals or permissions, if any required from other regulatory authority or Government under other relevant laws /regulations as stated in the letter of RBI in due consultation with eminent jurist and legal expert. These 5 year tenure bonds were issued at a coupon rate of 9.723% p.a. The interest has to be serviced on semi-annual basis and the principal amount at the end of the Bond period. This bond offering is also backed by guarantee given by Government of Kerala for the repayment of its interest and principal amount.

Note - 3.3

Revised Tripartite agreement is pending to be executed between KNRKWB, KIIFB and GoK by incorporating matters relating to treatment / adjustment of TDS receivable for KNRKWB.

Note - 3.4

Loan From Banks and Financial Institution and other lenders

i. KIIFB has availed Loan from various Public Sector Banks, companies and Financial Institutions duly backed by Guarantee of Government of Kerala as mandated by the KIIF Act, 1999 and subsequent amendment Act of 2016 passed by Kerala Legislature except in the case of loan from Kerala Non Residents Keralites' Welfare Board (KNRKWB) under Pravasi dividend scheme which is guaranteed by GoK to KNRKWB.

ii. The details of the term loans and the terms of repayment are as follows:

Sl No	Name of lender	Sanction Date	Amount Sanctioned (in INR Crores)	Tenure and Interest Rate (%)	Repayment Terms
1	State Bank of India	15.12.2018	1000	10 Years with 2 years moratorium Interest Rate of 7.7%	In 32 equal quarterly instalments of Term Loan availed within 18 months of first disbursement and commencing after a moratorium of 24 months from the date of first disbursement.
2	Indian Bank	19.12.2018	500	12 Years with 2 years moratorium Interest Rate of 7.7%	Repayable in 120 monthly instalments of Rs.4.20 Crore each besides interest charged on monthly rests after an initial moratorium period of 2 years. Interest to be serviced as and when debited including during holiday period. Total door to door tenure is 12 years.
		30.06.2021	500	12 Years with 2 years moratorium Interest Rate of 7.5%	
3	Union Bank of India	15.02.2020	250	12 Years with 2 years moratorium Interest Rate of 7.55%	The Term loan to be repaid in 120 equal monthly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced as and when due whether debited or not.
		29.12.2018	500	10 Years with 2 years moratorium Interest Rate of 7.55%	The Term loan to be repaid in 96 equal instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.

4	NABARD	24.03.2017	200.8	12 Years including 2 Years moratorium Interest Rate of 9%	12 Years including 2 Years moratorium. Principal to be repaid in 40 quarters.
			364.2	12 Years including 2 Years moratorium Interest Rate of 8.8%	
		27.04.2021	800	15 Years including 2 Years moratorium Interest Rate of 7.9%	15 Years including 2 Years moratorium. Principal to be repaid in 52 quarters.
5	Canara Bank	29.08.2019	200	12 Years with 2 years moratorium Interest Rate of 7.55%	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
		30.11.2021	500	12 Years with 2 years moratorium Interest Rate of 7.45%	
6	KNRKWB under Pravasi dividend scheme	19.12.2019	181.1	Interest rate @9%	Repayment in accordance with the terms of the pravasi dividend scheme
			110.2	Interest rate @8.3%	
7	Bank of India	21.12.2021	700	12 Years with 2 years moratorium Interest Rate of 7.45%	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
8	Bank of Maharashtra	26.07.2021	1000	12 Years with 2 years moratorium Interest Rate of 7.50%	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
9	Bank of Baroda	26.05.2021	750	10 Years with 2 years moratorium Interest Rate of 7.55%	The Term loan to be repaid in 32 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
		29.09.2021	1250		
10	Rural Electrification Corporation Limited	06.06.2021	4000	7 Years with 2 years moratorium Interest Rate of 8.80%	The Term loan to be repaid in 60 equal monthly instalments after initial moratorium of 2 years. In the moratorium period interest has to be serviced every month.
11	Housing and Urban Development Corporation Ltd (HUDCO)	01.09.2021	1000	15 Years with 2 years moratorium Interest Rate of 7.45%	The Term loan to be repaid in 52 equal quarterly instalments after initial moratorium of 2 years. In the moratorium period interest has to be serviced quarterly





Note - 4

Other Long term liabilities	**As at 31.03.2022**	**As at 31.03.2021**
Interest Accrued on Loan From KNRKWB under Pravasi dividend scheme	35,09,28,839	12,32,48,223
	35,09,28,839	**12,32,48,223**

Note - 5

Short Term Borrowings	**As at 31.03.2022**	**As at 31.03.2021**
Secured, Repayable on Demand		
Short Term Loan from Kotak Mahindra Bank	6,00,00,00,000	-
(Secured by pledge over Debt/Gilt Mutual Fund)		
(Maximum tenor of 180 days ,repayable on demand)		
Overdraft from Banks	-	28,39,61,83,969
(on the security by Lien on Fixed Deposits)		
	6,00,00,00,000	**28,39,61,83,969**

Note 5.1 -All overdraft accounts from banks were closed during the year.

Note - 6

Other Current Liabilities	**As at 31.03.2022**	**As at 31.03.2021**
Current maturity of long term borrowing :		
i. Loan From NABARD	57,44,00,000	57,44,00,000
ii. Loan From Union Bank	87,50,00,000	63,75,00,000
iii. Loan From Indian Bank	50,40,00,000	50,40,00,000
iv. Loan from SBI	1,25,00,00,000	1,25,00,00,000
v. Loan from Canara Bank	20,00,00,000	10,00,00,000
vi. KSFE Pravasi Bond	94,10,00,000	-
Sundry Creditors for Expenses (Note 6.1)	10,34,84,665	33,23,78,380
Guarantee Commission Payable	95,91,54,195	40,78,27,721
Statutory Liabilities	11,80,86,862	3,65,55,808
Centage Payable (Note 6.2)	10,06,88,544	5,10,67,436
Interest on Masala Bond Payable	1,71,81,740	1,71,81,740
Interest on KSFE Bond Payable	11,09,82,780	6,30,82,365
Interest on Term Loan Payable	1,98,28,460	9,76,03,182
Interest on OD payable	-	28,91,000
Salary Payable	60,27,527	39,37,716
Audit Fee Payable	10,76,020	8,20,000
Total	**5,78,09,10,793**	**4,07,92,45,348**

6.1 Sundry creditors for expenses does not include bills raised by Rail India Technical and Economic Services (RITES) for work done up to 31/03/2022 amounting to Rs.10,30,27,859/- which are pending to be approved by the Board (Details disclosed in Note 28.3 relating to Invoices pending approval).

6.2 Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications/approval of the claim by the management.

Note - 7

Written down balance of Property, Plant and Equipment	**As at 31.03.2022**	**As at 31.03.2021**
Tangible assets	4,54,71,773	5,57,12,391
Intangible assets	23,69,11,955	33,61,49,986
	28,23,83,728	**39,18,62,377**

Refer Note -7 Property, Plant and Equipment and Depreciation statement

Note - 8

Non-current investments	**As at 31.03.2022**	**As at 31.03.2021**
Investment in Kerala Infrastructure Fund Management Limited (unquoted)	1,67,44,940	1,00,50,000
Shares Pending Allotment- Kerala Infrastructure Fund Management Limited	-	66,94,940
Total	**1,67,44,940**	**1,67,44,940**

8.1 Kerala Infrastructure Fund Management Limited is a Company formed under Companies Act, 2013 formed with main objective of Fund Management services.

Note 7

Property, Plant and Equipment and Depreciation Statement For the period 01-04-2021 to 31-03-2022

PARTICULARS		GROSS BLOCK					DEPRECIATION/AMORTISATION				NET BLOCK	
SL. No.	ITEM	As on 01.04.2021	Additions		Sale/ Adjustment during the period	Total As on 31.03.2022	Rate %	As on 01.04.2021	For the Period	Sale/ Adjustment during the period	Up to 31.03.22	WDV As On 31.03.2022	WDV As On 31.03.2021
			Before 01.10.2021	on/After 01.10.2021									
A	Tangible Asset												
1	Air Cooler	5,430			-	5,430	10	5,407	2	-	5,409	21	23
	(Previous Year)	(5,430)			-	(5,430)		(5,404)	(3)	-	(5,407)	(23)	(26)
2	Computer	2,05,33,428	-	7,86,368	34,575	2,12,85,221	40	1,20,93,841	35,33,109	-	1,56,26,950	56,58,271	84,39,587
	(Previous Year)	(1,49,55,571)	(7,88,610)	(47,89,247)	-	(2,05,33,428)		(80,63,865)	(40,29,976)	-	(1,20,93,841)	(84,39,587)	(68,91,706)
3	Communication Equipme	3,77,559			-	3,77,559	40	3,35,138	16,968	-	3,52,106	25,453	42,421
	(Previous Year)	(3,77,559)			-	(3,77,559)		(3,06,858)	(28,280)	-	(3,35,138)	(42,421)	(70,701)
4	Furniture & Fittings	53,22,017	11,69,224	5,08,292	5,24,678	64,74,855	10	13,52,783	5,39,260	-	18,92,043	45,82,812	39,69,234
	(Previous Year)	(50,74,689)	(1,10,802)	(1,36,526)	-	(53,22,017)		(9,19,342)	(4,33,441)	-	(13,52,783)	(39,69,234)	(41,55,347)
5	Photostat Machine	1,72,409			-	1,72,409	40	1,52,720	7,876	-	1,60,596	11,813	19,690
	(Previous Year)	(1,72,409)			-	(1,72,409)		(1,39,593)	(13,126)	-	(1,52,720)	(19,690)	(32,816)
6	Printer	3,33,652	14,250	1,81,412	48,422	4,80,892	40	2,32,576	82,413	-	3,14,989	1,65,903	1,01,076
	(Previous Year)	(2,96,354)	-	(37,298)	-	(3,33,652)		(1,77,625)	(54,951)	-	(2,32,576)	(1,01,076)	(1,18,729)
7	Plant & Machinery	2,58,76,084	-	-	-	2,58,76,084	15	62,49,143	29,44,041	-	91,93,184	1,66,82,900	1,96,26,941
	(Previous Year)	(2,24,94,368)	(32,41,721)	(1,39,995)	-	(2,58,76,084)		(27,97,918)	(34,51,225)	-	(62,49,143)	(1,96,26,941)	(1,96,96,450)
8	Electrical Equipment	21,93,027	2,23,547	-	5,65,722	18,50,852	10	4,53,629	1,96,295	-	6,49,924	12,00,928	17,39,398
	(Previous Year)	(21,78,631)	-	(14,396)	-	(21,93,027)		(2,61,162)	(1,92,467)	-	(4,53,629)	(17,39,398)	(19,17,469)
9	Vehicle	69,61,005			-	69,61,005	15	22,07,794	7,12,982	-	29,20,776	40,40,229	47,53,211
	(Previous Year)	(69,61,005)			-	(69,61,005)		(13,68,992)	(8,38,802)	-	(22,07,794)	(47,53,211)	(55,92,013)
10	Computer & Accessories	1,28,69,517	24,93,065	-	-	1,53,62,582	40	42,89,465	44,29,247	-	87,18,712	66,43,870	85,80,053
	(Previous Year)	(38,32,909)	(1,45,404)	(88,91,204)	-	(1,28,69,517)		(15,33,164)	(27,56,301)	-	(42,89,465)	(85,80,053)	(22,99,745)
11	Interior Decoration	1,02,03,333	-	-	11,37,109	90,66,224	10	17,62,576	8,44,076	-	26,06,652	64,59,572	84,40,757
	(Previous Year)	(90,06,376)	-	(11,96,957)	-	(1,02,03,333)		(8,91,212)	(8,71,364)	-	(17,62,576)	(84,40,757)	(81,15,164)
	TOTAL	8,48,47,461	39,00,086	14,76,072	23,10,506	8,79,13,113		2,91,35,071	1,33,06,268	-	4,24,41,340	4,54,71,773	5,57,12,391
		(6,56,73,301)	(42,86,557)	(1,52,05,623)	-	(8,48,47,461)		(1,64,65,135)	(1,26,69,936)	-	(2,91,35,071)	(5,57,12,391)	(4,88,90,167)





PARTICULARS		GROSS BLOCK					DEPRECIATION/AMORTISATION				NET BLOCK	
SL. No.	ITEM	As on 01.04.2021	Additions		Sale/ Adjustment during the period	Total As on 31.03.2022	Rate %	As on 01.04.2021	For the Period	Sale/ Adjustment during the period	Up to 31.03.22	WDV As On 31.03.2022	WDV As On 31.03.2021
			Before 01.10.2021	on/After 01.10.2021									
B	**Intangible Asset**												
1	Software for KSFE Pravasi Chit	18,47,51,211	-	-	-	18,47,51,211	25	7,77,75,252	2,67,43,989	-	10,45,19,242	8,02,31,970	10,69,75,958
	(Previous Year)	*(16,97,89,586)*	*(1,37,41,690)*	*(12,19,935)*	-	*(18,47,51,211)*		*(4,25,19,922)*	*(3,54,55,330)*	-	*(7,77,75,252)*	*(10,69,75,958)*	*(12,74,69,663)*
2	Software TRC	1,30,23,191	55,07,781	-	-	1,85,30,972	25	42,54,526	35,69,112	-	78,23,638	1,07,07,334	87,68,665
	(Previous Year)	*(85,89,870)*	*(44,33,321)*	-	-	*(1,30,23,191)*		*(13,31,637)*	*(29,22,888)*	-	*(42,54,526)*	*(87,68,665)*	*(72,58,233)*
3	Other Software	92,75,961		-	-	92,75,961	25	46,30,518	11,61,361	-	57,91,879	34,84,082	46,45,443
	(Previous Year)	*(92,75,961)*		-	-	*(92,75,961)*		*(30,82,037)*	*(15,48,481)*	-	*(46,30,518)*	*(46,45,443)*	*(61,93,924)*
4	Expenses on Issuance of Masala Bond	24,73,13,909		-	-	24,73,13,909		9,93,32,107	4,94,62,782	-	14,87,94,889	9,85,19,020	14,79,81,802
	(Previous Year)	*(24,73,13,909)*		-	-	*(24,73,13,909)*		*(4,98,69,325)*	*(4,94,62,782)*	-	*(9,93,32,107)*	*(14,79,81,802)*	*(19,74,44,384)*
5	Expenses on issue of KSFE Bond	11,90,42,844	-	-	-	11,90,42,844		5,12,64,727	2,38,08,569	-	7,50,73,296	4,39,69,548	6,77,78,117
	(Previous Year)	*(11,90,42,844)*	-	-	-	*(11,90,42,844)*		*(2,74,56,158)*	*(2,38,08,569)*	-	*(5,12,64,727)*	*(6,77,78,117)*	*(9,15,86,686)*
	TOTAL	**57,34,07,116**	**55,07,781**	-	-	**57,89,14,897**		**23,72,57,130**	**10,47,45,813**	-	**34,20,02,943**	**23,69,11,955**	**33,61,49,986**
		(55,40,12,170)	*(1,81,75,011)*	*(12,19,935)*	-	*(57,34,07,116)*		*(12,40,59,080)*	*(11,31,98,059)*	-	*(23,72,57,136)*	*(33,61,49,986)*	*(42,99,53,090)*
	TOTAL	**65,82,54,577**	**94,07,867**	**14,76,072**	**23,10,506**	**66,68,28,010**	-	**26,63,92,201**	**11,80,52,081**	-	**38,44,44,283**	**28,23,83,728**	**39,18,62,377**
		(61,93,67,471)	*(2,24,61,548)*	*(1,64,25,558)*	-	*(65,82,54,577)*	-	*(14,05,24,215)*	*(12,58,67,987)*	-	*(26,63,92,201)*	*(39,18,62,377)*	*(47,88,43,257)*

Note 7.1 The management estimates that the future economic benefit from the expenditure towards issue of Masala Bond and issue of KSFE Bond will accrue to the Board over the period of the Bond being 5 years. Accordingly, such expenditure are treated as Intangible Asset and amortised over 5 years.

7.2 The property, plant and equipment and the intangible assets are purchased using the corpus fund received. However, the amount is not deducted from the gross value of assets or no separate deferred income is recognised for an amount equivalent to the cost of asset in accordance with AS-12 Accounting for Government Grants, since the break up details of assets acquired out of corpus fund/loans have not been maintained.

7.3 The system of maintenance of a formal Fixed Asset register showing full particulars of assets in various locations and physical verification of fixed assets is in the process of implementation. Physical verification of fixed assets and reconciliation of values with asset register is pending to be done and adjustments if any required on such verification would be made in the succeeding year on completion of this process. Based on the management assessment of the internal controls in place over physical possession and available records regarding details of fixed assets, no material discrepancies are expected to arise on physical verification of fixed assets.

7.4 The Net carrying value of intangible asset towards software for KSFE pravasi Chitty and expense on issue of KSFE bond amounts to Rs. 12,42,01,517/- and expenses towards software maintenance charges during the year amounting to Rs.9,86,16,057/-. The actual borrowing infused is Rs. 646.80 crores only and is perpetually growing The management estimates no impairment in the value of the asset considering the benefits out of the borrowing by issue of bonds to KSFE at reasonable rate of interest and further towards recovery of cost as per terms of MoA between KIIFB and KSFE Accordingly the value in use as per management is sufficient to cover the net carrying value of asset.

Note - 9

Deferred Tax Asset

Particulars	As at 31.03.2022	As at 31.03.2021
Opening Balance	(2,28,84,402)	-
Add : Deferred Tax Asset \(Liability) for the year	(1,34,59,152)	(2,28,84,402)
Closing Deferred Tax Asset /(liability)	**(3,63,43,554)**	**(2,28,84,402)**

Components of Deferred Tax	As at 31.03.2022	As at 31.03.2021
Deferred Tax Liability : A		
On ICDS adjustment on revenue recognition	1,15,26,92,780	57,86,72,166
On excess of net book value over Income Tax Written Down Value of Property, Plant & Equipment	5,01,16,699	7,17,58,886
	1,20,28,09,479	**65,04,31,052**
Deferred Tax Asset : B		
On business loss and unabsorbed depreciation	**1,16,64,65,925**	**62,75,46,650**
Net Deferred tax liability (A-B)	**3,63,43,554**	**2,28,84,402**

Note - 10

Long Term Loans & Advances (Unsecured considered good)	As at 31.03.2022	As at 31.03.2021
Financial assistance made to Revenue Generating Projects (contra by credit to Financial assistance Reserve for revenue)	38,89,29,57,485	23,28,15,98,143
Accrued Interest on Loans for projects	5,23,01,24,960	2,37,88,61,402
Total	**44,12,30,82,445**	**25,66,04,59,545**

Note - 11

Other Non Current Assets	As at 31.03.2022	As at 31.03.2021
TDS Credit (F.Y. 2021-22) (Refer Note 27.1)	11,39,44,033	-
Income Tax Refund Due (F.Y. 2018-19)	1,18,78,974	1,18,78,974
TDS Credit (F.Y. 2019-20)(Refer Note 27.2)	39,40,57,824	38,08,98,915
TDS Credit (F.Y. 2020-21)	18,07,85,917	14,52,67,895
Total	**70,06,66,748**	**53,80,45,784**

Note - 12

Current Investments at cost	As at 31.03.2022	As at 31.03.2021
SBI Mutual Funds (Growth Fund)	6,00,00,00,000	6,00,00,00,000
Total	**6,00,00,00,000**	**6,00,00,00,000**

12.1 Net Asset Value as at year end is : Rs 689,80,30,049/-(PY : Rs 663,06,82,439/-)

Note - 13

Cash and Cash Equivalents	As at 31.03.2022	As at 31.03.2021
Cash on Hand	504	5,654
Balance with Treasury	9,50,841	22,07,62,564
Balance with Banks		
in Term Deposits	16,31,82,99,995	24,18,31,54,878
in Sweep Accounts	20,61,991	23,04,99,36,658
in Savings account and current account	11,45,79,93,945	54,80,67,357
	27,77,93,07,276	**48,00,19,27,111**
Other bank balance		
Balance with Treasury (Refer Note 13.1)	28,20,49,27,844	24,98,42,27,844
In Masala Bond Sinking Fund Account with Axis Bank (Refer Note 13.2)	2,15,00,00,000	-
Total	**58,13,42,35,120**	**72,98,61,54,955**

13.1 Balance with treasury under other bank balances represents initial Corpus fund and additional financial support to infrastructure development of Rs 28,20,49,27,844/- kept separately in government treasury account.

13.2 Represents balance earmarked as per terms of issue of Masala Bond

13.3 Balance of Rs.42,705 in treasury account No. Escrow 14014 has been written off to profit & loss account under interest and finance charges during the year since the amount was transferred to revenue deposit as per confirmation from Treasury.





Note - 14

Short Term Loans and Advances	**As at 31.03.2022**	**As at 31.03.2021**
Deposits	85,32,369	50,61,226
Advances and other Receivables (refer note 14.1 ,14.2 & 14.3)	8,98,41,678	6,84,75,594
Current maturity of Financial assistance made to Revenue Generating Projects (contra by credit to Financial assistance Reserve for revenue)	9,80,11,99,146	45,99,75,769
Total	**9,89,95,73,193**	**53,35,12,589**

14.1 Advance and other receivables include an amount of Rs.1,19,99,473 receivable from SPV (Kerala Road Fund Board) for the purchase of vehicle. As per the GO Rt. No.4511/2020/fin dated 06.08.2020 it was directed to recoup the said advance from the centage payable to SPV. The same is pending to be adjusted as at the year end.

14.2 Advance and receivable also includes an amount of Rs.50,43,016/- receivable from KIFML as disclosed in Note No. 29.

14.3 Balance in advances and receivable includes an amount of Rs.1,48,32,879/- due from vendors for goods/services which are subject to confirmation /reconciliation out of which an amount of Rs.1,40,95,746/- is outstanding for over three years. Steps would be taken to effect reconciliation/adjustments of these balances in the succeeding years.

Note - 15

Other Current Assets	**As at 31.03.2022**	**As at 31.03.2021**
Prepaid Expenses	1,40,53,978	29,37,473
Accrued Interest on Deposits	43,97,64,012	1,65,98,62,229
Total	**45,38,17,990**	**1,66,27,99,702**

Note - 16	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Interest income from deposits and investments		
Interest earned during the year	1,71,16,10,745	2,88,44,33,651
Less : Interest received during the period from Deposits made out of corpus fund (Refer note 2.2)	(41,45,30,576)	(1,42,80,41,956)
	1,29,70,80,169	**1,45,63,91,695**

Note - 17	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Interest Income from Financial Assistance for revenue generating project	2,80,24,93,442	1,41,07,30,946
	2,80,24,93,442	**1,41,07,30,946**

17.1 Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into. Such loan agreement are entered into upon reaching 40% stage of disbursement as per the terms of the tripartite agreement between KIIFB, the SPV and the concerned Govt department. In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at interest rates as per comparable loan agreements entered into with other parties or at the interest rates agreed upon at the time of sanction of loan, as the case may be, as per the estimate of the management on simple interest basis till previous year. During the year, KIIFB has decided to charge interest income at the rate of Average Cost of Domestic Borrowing (ACDB) of KIIFB reset every six months in a calendar year with monthly compounding for entire revenue generating projects (other than loan given to KSFDC Rs .9,94,29,168/-) which was earlier accounted at a fixed rate under simple interest method. Terms of loan agreement (loan amount aggregating to Rs.19,30,28,21,727) executed in prior years with fixed interest rate are pending to be amended by changing interest rate to floating method at ACDB rate as above due to procedural formalities to be completed.

17.2 On facts of the case, many of the projects financed with long gestation period are yet to be completed as at the year end. As per the terms of the loan sanctioned the repayment of principal and interest commences on completion of moratorium period and it is not contingent on the project earning any revenue. There have been certain significant time overrun on some of the projects due to the impact of covid 19 but interest is payable on completion of moratorium period regardless of project completion or whether project is earning revenue or not.

17.3 As at the end of the year, loan agreements are pending to be executed with four parties for loan outstanding aggregating to Rs.22,56,54,47,448/- although more than 40% stage of disbursement as per the terms of the tripartite agreement between KIIFB, the SPV and the concerned Govt department has been completed.

17.4 The interest income recognised includes an amount of Rs.1,71,99,06,910/- for which original loan agreement is not executed and the revenue recognition is based on comparable loan agreements with other borrowers or at the interest rates agreed upon at the time of sanction of loan. Due to the change in the method of charging of interest income for projects where loan agreement is entered into, such similar changes in the revenue recognition of projects for which no agreement is entered constitutes a revision in the method of making estimate by the management. As a result, the income recognised during the year is higher by Rs.19,38,56,268/- compared to previous year where interest income was recognised at a fixed rate with simple interest.

17.5 The Balance in the loan account of KSIDC Ltd as at 31/03/22 amounting to Rs 3,93,84,83,787/- (including interest of Rs.92,67,79,726/- taken credit for upto 31.03.2021) for the Project Bio 360 Life science Park-Phase II land acquisition Trivandrum is subject to confirmation. At the Board meeting held on 07.07.2022, decision was taken to work out a resolution plan for facilitating recovery of the loan and interest charged by restructuring the project implementation suitably. Due to complexities involved and consequential delay anticipated in the implementation of the resolution plan, interest income for the year amounting to Rs.65,24,79,378/- has not been taken credit for as matter of prudence.





Note - 18

Other Income	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Sundry Balances Written Back*	2,54,03,660	-
Miscellaneous Income	42,609	4,07,863
Right to Information	1,134	778
Total	**2,54,47,403**	**4,08,641**

* Represents old outstanding credit balances without any claims.

Note - 19

Financing of direct cost of projects -Out of Corpus Fund	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
General Education	3,33,21,01,130	2,89,39,35,918
Public Works	40,37,84,53,981	33,20,31,60,268
Water Resources	6,33,41,67,983	2,89,61,63,120
Medical	2,22,51,60,530	1,17,85,57,982
Higher Education	1,08,17,37,637	40,32,32,295
Other Projects	3,41,36,77,825	2,06,06,02,155
NABARD Project	1,33,04,81,755	64,83,64,240
Centage/ Additional Centage	1,10,20,46,033	1,24,89,99,544
Allocation of Expenses towards Projects	69,02,26,197	68,47,12,914
	59,88,80,53,071	**45,21,77,28,436**

19.1 Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications/approval of claim by the management. Centage are allocated to project cost based on Government Order and General body approval.

19.2 Expenses towards Projects includes expenses directly attributable to projects such as Technical Resource Centre expenditure, Detailed Project Report support services, Independent quality audit & design review charges, Land Acquisition unit expenses, Testing equipments and Centage /additional centage charges which are allocated to cost of projects. However, the same are pending to be allocated to individual projects as at 31.03.2022.

Note - 20

Employee Benefit Expenses	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Salary, Wages & Allowances	6,46,85,169	5,31,23,853
Employers Contribution to various Fund	8,54,470	6,90,969
Other Employee Expenses	71,56,058	25,75,368
Total	**7,26,95,697**	**5,63,90,190**

20.1 The employees in KIIFB working on contract basis do not come under the purview of the Central Provident Fund and Gratuity rules for compulsory remittance of PF and Gratuity contributions. Other than through cadre posts, deputation or direct contract, KIIFB has an arrangement for obtaining necessary outsourced services through CMD. Hence the provisions of the CPF and Gratuity Act/Rules are currently not applicable to KIIFB.

Note - 21

Finance Cost	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Guarantee Commission (GOK)	95,91,54,554	40,78,28,081
Interest on Loan from Banks and Financial Institution	5,43,91,43,183	2,52,65,86,002
Interest on Masala Bond	2,09,04,78,400	2,09,04,79,700
Interest on KSFE Bond	41,48,53,201	19,35,97,901
Interest on Loan from KNRKWB	22,64,34,831	11,71,48,179
Other Interest and Finance Charge	1,46,37,284	1,37,28,545
Total	**9,14,47,01,453**	**5,34,93,68,408**

Note - 22

Other Expenses	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Technical & Consultancy Charges	11,26,12,974	10,82,50,974
Professional Fee	2,04,82,568	1,55,52,799
Promotional Expenses (Refer Note 22.1)	9,07,90,098	42,37,50,172
Meeting and Conference Expense	6,76,978	10,15,018
Repairs and Maintenance	4,40,747	15,91,624
Electricity & Water Charges	12,61,198	5,79,978
Rent and Utility Charges	2,28,03,051	1,57,22,932
Telephone & Internet Charges	5,21,137	3,61,387
Vehicle Hire Charges	1,01,55,589	84,79,658
Printing and Stationery	15,33,779	17,74,977
Miscellaneous Expense	49,70,969	30,87,769
Fixed Assets Written Off	11,73,398	-
Payments to the auditor (Refer Note 22.3 below)	12,69,000	10,26,500
GST on Reverse charge mechanism	2,90,48,195	-
Rates and Taxes	4,15,028	1,96,439
Software Charges	1,11,73,168	1,77,98,990
KSFE Software maintenance Charges	9,86,16,057	8,28,18,829
Total	**40,79,43,934**	**68,20,08,046**

22.1 During the year KIIFB has incurred promotional expenses amounting to Rs.12,38,31,049/- in the course of administration of fund for building up public awareness about KIIFB's Projects based on powers vested on it under KIIFB Act 1999 as amended by amendment Act of 2016 which has been duly approved in the 42nd General Body of KIIFB. The details of promotional expenditure incurred during the year debited to P&L a/c duly verified with invoices, work orders and proof of receipt of supply/ services by the nodal officer, media cell of KIIFB is as under.

Amount in Rs.

Nature of Expenditure	2021-22	2020-21
Kerala Nirmithi Program	6,24,370	80,08,898
TV ad programmes, Newspaper ads, Railway Jingles and digital	34,72,802	22,17,29,468
Social Media activities	8,90,71,191	9,53,49,133
Advertisement in publications, pull outs, FM Radio & Others	3,06,62,686	1,72,84,613
Net expenses charged in P&L(incl.prior period expenses in Note 23)	**12,38,31,049**	**44,23,72,112**
Less: Prior period Expense included above	3,30,40,951	1,86,21,940
Net amount charged to P&L during the year	**9,07,90,098**	**42,37,50,172**

22.2 Expenditure incurred under various expenses heads includes an amount aggregating to Rs.19,82,72,729 /- being the actual expenditure incurred in excess of the operational budget, which are duly approved in the General Body of KIIFB at its meeting held on 07.07.2022 along with accounts. The details are given below.

Head of Account	Actual	Prior period Expenses	Total (incl prior period)-(I)	Budget- (II)
Salaries & Allowance	7,26,95,696	9,86,392	7,36,82,088	6,20,29,209
TRC Expense	19,76,65,026	-	19,76,65,026	8,44,74,715
Utility Charge	2,28,03,051	22,46,892	2,50,49,943	1,83,30,727
Misc. Admin expense including LA unit expense	15,95,45,495	8,12,726	16,03,58,221	12,66,88,849
Promotional and advertisement expenses(shown under prior period expenses)	-	3,30,40,951	3,30,40,951	-
Total	45,27,09,268	3,70,86,961	48,97,96,229	29,15,23,500
Excess expenditure (I)-(II)			**19,82,72,729**	

22.3 Details of Payments to the Auditor **Amount in Rs.**

Particulars	For the year ended 31.03.2022	For the year ended 31.03.2021
Statutory Audit fees	8,64,000	7,20,000
Tax Audit fees	1,00,000	2,18,000
Other taxation services	3,05,000	88,500
Total	**12,69,000**	**10,26,500**

Note - 23

Prior Period Item	**For the year ended 31.03.2022**	**For the year ended 31.03.2021**
Prior Period Income -		
Reimbursement of Expenses incurred on behalf of KIFML	46,89,016	-
Rent Deposit	8,36,000	-
Interest income on TDS credit reconciliation	3,22,43,045	-
Interest income from Project Loans	-	-
Prior Period Expenditure -		
Advertisement & Promotion Expenses	3,30,40,951	1,86,21,940
Software Subscription and Manpower Cost	-	23,31,279
Rental Charges	22,46,892	-
Salaries and Allowances	9,86,392	-
Professional & Consultancy Expenses	41,50,284	-
Other Administrative Expenses	8,12,726	-
Total	**(34,69,184)**	**(2,09,53,219)**

Note - 24

24.1 During the year, KIIFB had incurred an expenditure of Rs.9,86,16,057/- for maintenance, hosting and value adding charges of KSFE Pravasi chitty software. In accordance with the Memorandum of Agreement (MoA) entered into between KIIFB and KSFE, the parties shall enter into a separate agreement covering the terms of repayment of the expenses incurred by KIIFB towards development of the Pravasi Chitty software and incidental charges. According to the management, though the software is being used by KSFE, the ownership is vested with KIIFB and entire economic benefits of the scheme are shared by KIIFB also, as envisaged in MoA. Due to the on going development activity, the separate agreement for recovery is pending to be executed. At this stage, the cost for development of software is treated as intangible asset based on consideration and approval of proposal by KIIFB and other maintenance, hosting and value adding charges are charged to P&L. The effective control of the above software vests with KIIFB. The management does not expect any impairment loss in the value of software considering the pendency of execution of agreement with KSFE for recovery of cost. Management intends to take up the matter regarding recovery of capital cost and operating/maintenance cost of software incurred from inception with KSFE at the time of finalisation and entering into agreement as noted above.

24.2 Other expenses includes an amount of Rs.19,41,52,291/- being payment towards KSIE Ltd (an intermediary agency engaged by KIIFB for procuring multiple supply of goods and services from third parties) which comprises of payment towards KSFE software maintenance charges, technical support charges, promotional expenses etc. Further an amount of Rs. 4,37,01,734/- incurred towards technical support charges and paid to KSIE Ltd has been charged to direct project cost. Above expenses are incurred as per the terms of work order issued by KIIFB from time to time based on prices quoted by KSIE Ltd on competitive basis for such goods and services. The payments for services/supplies from the third parties through KSIE have been settled on the basis of invoices submitted by KSIE relating to the above services arranged by KSIE Ltd from third party service providers.

Note - 25

KIIFB has put in place a system/process of computation of Asset Liability Management, the beta version of which has been released and is in the process of being further reviewed, tested and stabilised to be sound and fully effective. During the year, a detailed external review of the ALM system was conducted by independent IT consultants to assess the functionality and management of financial risk of KIIFB and to conduct a comprehensive scenario-based testing of the ALM System to ensure its robustness. The observations of the reviewers was duly considered by the management of KIIFB at the meeting held on 15th February 2022 and the status of ALM was taken note of by the General Body.

Note - 26

Commitments - KIIFB sponsored the Kerala Infrastructure Fund (KIF) as AIF (Alternate Investment Fund) registered with SEBI in April 2019. As per SEBI regulations, the sponsor of the fund must commit a minimum of 2.5% or Rs. 5 crores of the fund size and maintain the said minimum amount as continuing interest of the sponsor towards sponsor's commitment, as required under Regulation 10(d) of the AIF regulations, during the term of the Fund. As per the draft PPM submitted to SEBI, the Fund size of KIF is indicated as Rs 3000 Cr (Rs. 1500 crore with green shoe option of Rs. 1500 crore).

The General Body has decided the capital commitment as 10% of the fund size subject to a maximum of Rs 300 crores.

Note - 27

27.1 Reconciliation of Form 26 AS (as per Income Tax Act,1961) and Book of accounts - Reconciliation of Income for the year F.Y. 21-22 and TDS credit as per Form 26AS with books of accounts is pending to be conducted since Form 26AS in the Income tax web portal is yet to be updated with the entries for the quarter ended 31.3.2022. During the year 2020-21, interest income relatable to that year amounting to Rs 3,22,43,045 was detected on such reconciliation and this has been credited to prior period income as detailed in Note 23 to the accounts.

27.2 The TDS Credit in books of account amounting to Rs.3,75,77,143 relating to interest income from a bank for the FY 2019-20 is yet to be credited in Form 26AS and necessary steps to obtain credit will be taken in succeeding year by carrying out a detailed reconciliation of entries in books of accounts with the entries in 26AS.Due to non credit of the amount in 26AS ,the same could not be claimed in the return of income filed for AY 2020-21 relevant to FY 19-20.

Note - 28

Contingent Liability

28.1 During the previous year Income tax demand of Rs 1,12,57,446 was raised for AY 2018-19 under limited scrutiny assessment against which appeal has been filed with higher authorities and is pending disposal. The demand amount of Rs 32,24,636 is on account of erroneous computation in the assessment order for which rectification has been filed and has not been paid or provided for in positive anticipation of a favourable order. The balance demand of Rs 80,32,810 has been paid and written off to Profit & Loss account in the previous year though the matter has been contested on appeals before higher authorities as stated above on a due consideration of the grounds of appeal.

Income Tax Department has adjusted the said demand amount (Rs.1,12,57,446/-) against the Refund due for AY 2019-20 which has resulted in double payment to the extent of Rs 80,32,810 already remitted as stated as above . KIIFB is in the process of taking steps for recovery of said refund amount by filing a refund reissue application with the department. The entire amount has been carried forward under Refund due from the department in Note 11.

28.2 Income tax demand of Rs.1,90,30,459/- (including interest for delayed payment) has been raised by the DCIT -TDS u/s 201 of the Act on KIIFB by treating it as an assessee in default for non-deduction /delay in the remittance of TDS on works bills raised by contractors on SPVs/Advance payments to SPVs on the above account. The management is of the firm view that there is no liability for tax deduction in the hands of board as the privity of contract under Section 194C is between the awarder of the work (SPV) and contractor and hence TDS provisions under Chapter XVIIB are not applicable to KIIFB on such payments. The person responsible for such payment including TDS thereon is the SPV u/s 204 of the Income Tax Act is only the SPV who has awarded the work to the contractor and in whose name the work bill has been raised by contractors. KIIFB has obtained legal opinion from Senior advocate of repute on the above matter. KIIFB has also obtained stay order from Hon'ble High Court of Kerala on a writ petition filed for an interim period of six months and steps are under way to further extend the stay . The balance amount of demand has not been provided for in the accounts in positive anticipation of a favourable order on disposal of the writ petition on merits.





28.3 Invoices raised by the Vendor pending approval by the management : M/s RITES, the consultant engaged during the year for independent quality review, design review, consultancy and providing assistance in empanelment of supervision consultants has raised a total claim of Rs.10,30,27,859/- which is pending to be approved/accepted by KIIFB as on date and hence represent claims not acknowledged as debt by KIIFB and hence not provided for . The amount is reckoned as contingent liability at this stage and would be accounted for as and when approved /accepted by KIIFB.

Note - 29

Related Party Disclosures in accordance with AS-18

Name of the Related Party	Nature of relationship	Nature of Transaction	For the year ended 31.03.2022	For the year ended 31.03.2021
Dr. K.M. Abraham, CFA, IAS	CEO and Member Secretary	Salary	40,17,750	39,60,000
Shri. Vikramjit Singh, IPS	Deputy Managing Director	Salary	28,21,937	23,63,626
Shri. K.P.Purushothaman	Executive Director	Salary	16,50,000	-
Shri. Satyajit Rajan, IAS	Additional CEO (w.e.f May 2021)	Salary	26,37,097	-
Kerala Infrastructure Fund Management Limited (KIFML)	Associate company	Reimbursement of Expense (including prior period expense of Rs 46,89,016)	50,43,016	-
		Balance outstanding	50,43,016	-
		Share application pending allotment	-	66,94,940
		Carrying Value of Investment	1,67,44,940	1,00,50,000

Note - 30

Segment Reporting

KIIFB is operating only in one segment in providing funds for investment for critical and large infrastructure projects in the State of Kerala and hence there are no other separate reportable business and geographical segment.

Note - 31

Impact of Covid - 19 on the Accounts - Serious disruptions to trade, business and industry have been caused by the adverse impact of Covid-19 pandemic from March 2020 onward and this is still continuing. There are several projects which are now time over run as at the year end . Though this could result in consequential delays in the financing and implementation of major infrastructure projects being financed by KIIFB, this does not have any material impact in the financial position i.e., on the assets and liabilities position as at 31.03.2022, as per assessment of the management.

Note - 32

Internal Audit System / standard operating procedures - During the year 2021-22, an internal audit wing and an Internal audit management committee(IAMC) as approved by the general body was constituted. Concurrent Audit and Risk based Internal Audit (RBIA) was conducted by an independent chartered accountant firm. The Concurrent and RBIA has commenced from 01.08.2021. The concurrent audit and RBIA for the FY 2021-22 has been successfully completed. The concurrent audit reports till Q3 and RBIA of 9 out of 15 areas has been approved by the IAMC and the report for the quarter ended March 2022 is pending to be approved. This has been duly considered for making required/necessary adjustments in the books of accounts and also for preparation of financial statements.

Note - 33

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07.07.2022

AUDITOR'S REPORT
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN 004532S

Thiruvananthapuram
Date : 11.07.2022

C.G Pankajakshan
(Partner)
M.No 020512

Varma & Varma
Chartered Accountants

INDEPENDENT AUDITOR'S REPORT ON STANDALONE FINANCIAL STATEMENTS

To
The Members of Kerala Infrastructure Investment Fund Board,
Thiruvananthapuram

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Kerala Infrastructure Investment Fund Board (hereinafter referred to as 'KIIFB'), which comprise the standalone Balance Sheet as at March 31st 2023, the standalone Profit and Loss account and the standalone Cash Flow Statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the accompanying standalone financial statements give a true and fair view of the state of affairs of the KIIFB as at March 31, 2023, and of its Nil profit/loss and its cash flows for the year ended on the above said date in accordance with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI).

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) issued by ICAI. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of KIIFB in accordance with the Code of Ethics issued by ICAI and we have fulfilled our other ethical responsibilities in accordance with the said Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

We draw attention to the following matters described in the Notes to accounts of the standalone financial statements:

(i) Interest income recognised during the year includes an amount of Rs.18,837.23 Lakhs for which original loan agreements are pending to be executed (including cases which have exceeded 40% stage of disbursement noted in (iii) below, interest on such borrowing for the year being Rs. 13,812.97 Lakhs and the revenue recognised is based on rates charged on comparable loan agreements with other borrowers (at rates of Average Cost of Domestic Borrowings) or at rates agreed upon at the time of sanction of the loan as mentioned in Note No 17.4 to the standalone financial statements.

TC 9/1504, Galaxy, SMRA-14, Sasthamangalam P O, Thiruvananthapuram-695010
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(ii) Interest income has been recognised on revenue generating projects in cases where there has been certain delays on implementation of the projects financed by such loans, as detailed in Note no.17.2 to the standalone financial statements since according to the management it is not contingent on the project earning any revenue. According to the management, certain inherent delays which have occured during implementation stage of infrastructure does not have adverse effect on the recovery of finance granted considering the operational model of KIIFB as detailed in Note no 10.2 and these loans are expected to be recovered from SPVs which are all government owned or controlled agencies and hence considered by the management as good and recoverable. Confirmation of balances have been obtained from loanees as at 31.03.2023

(iii) Loan agreements are pending to be executed as on date with one SPV for loan outstanding aggregating to Rs.1,47,366.90 Lakhs although more than 40% stage of disbursement (as per the terms of Tripartite Agreement between KIIFB, SPV and the concerned Government department) has been exceeded requiring execution of such loan agreement, as stated in Note no.17.3 to the standalone financial statements. As explained by the management, steps for execution of loan agreements is under process, which is pending the requisite clearance from the concerned departments of the Govt of Kerala. Such cases pending for more than one year amounts to Rs.1,18,211.37 Lakhs.

(iv) As stated in Note No.19.5, based on decision at the meeting of CEO, Principal secretary, Industries department and KSIDC officials held on 24.06.2023 it was decided to place before the general body of KIIFB, the proposal for conversion of the cost incurred on project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan upto 31.03.2021, hitherto treated as revenue generating, into non -revenue generating. The total cost of Rs.39,384.84 Lakhs has been fully provided for and transferred to project cost in the accounts for the year in anticipation and subject to approval of the General Body of KIIFB and Govt of Kerala.

(v) As stated in Note No 10.1, the meeting of the General Body of KIIFB held on 27.02.2023 has directed to take steps to frame and develop IRAC norms relevant and applicable for long term infrastructure projects based on study conducted by an external agency. Such norms prepared have been approved by the General Body at its meeting held on 27.02.2023 and amended by way of circular resolution dated 13.04.2023 thereafter. The General Body has decided to reinstate the norms w.e.f 1st April 2023 with modifications suggested to the norms which were in force upto 31.03.2021.

(vi) As stated in Note No.24, during the year KIIFB had incurred an expenditure of Rs.1,289.24 Lakhs for operating, hosting and value adding charges of KSFE Pravasi chitty software which includes mostly payments supported by invoices of intermediary agencies only to whom the services have been outsourced on a nomination basis and

invoices of end service providers have been furnished to KIIFB on a sample basis. The aggregate operating expenditure for a period of 3 years from 2020-21 to 2022-23 amounts to Rs.3,103.59 Lakhs against the original cost of Rs.3,037.94 Lakhs (Gross carrying value). We have relied on the management submission that such heavy operating cost is essentially required considering the huge capacity of the software developed. As per the MoA between KIIFB and KSFE the parties shall enter into a separate agreement covering the terms of repayment of the expenses incurred by KIIFB towards development of the Pravasi Chitty software and incidental charges which is pending at this stage. Management intends to take up the matter regarding recovery of capital cost and operating cost of software incurred from inception with KSFE at the time of finalisation and entering into agreement as noted above. There is a need to finalise the agreement on this without further delay.

(vii) As stated in Note No.2.7.1 to the standalone financial statements, the balances under statutory contribution receivable from GoK of Rs.7,78,006.59 Lakhs upto 31.03.2023 is considered good and recoverable by the management. According to the management there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 (amended by act of 2016) as such amounts are expected to be recouped from the statutory contribution receivable in future.

(viii) As per details of expenditure furnished in Note No 19.3 to the standalone financial statements, the allocation of expenses towards Projects includes cost incurred towards 'Ente Keralam' program of Rs.5,203.37 Lakhs being payment made to external agencies (as per furnished in note 19.3) to whom certain advertisements/ publicity functions have been outsourced, which in the opinion of the management, are direct expenses to be capitalised. Hence no specific provision is explained to be required for this in the budget approved by the General Body for the above expenditure which has been authorised by GoK vide GO No.4/2022/I&PRD dated 18.02.2022. This order stipulates that KIIFB shall meet the entire infrastructure facility as part of Ente Keralam program being an activity undertaken in connection with the first anniversary celebration of the Government. The above agencies including IIIC which is a Government owned institute as per GO issued have been appointed on nomination basis by the CEO subject to ratification by the general body in the ensuing meeting. Payments for each activity has been preapproved by the management and such payments are duly authenticated by management based on certain documentation authenticating supply / service received. However, invoices from end service providers have not been furnished to KIIFB. Due to practical difficulties arising out of urgency of works issue of work orders to the nominated agencies, in many cases have been done after completion of work and receipt of invoice

(ix) As stated in Note No. 22.3, Receivable written off includes an amount of Rs.140.96 Lakhs related to C-DIT (GoK Body) which was pending reconciliation for long period. As stated in Note 22.4 TDS amount on the Interest income from bankers of Rs.375.77 Lakhs being difference noted in prior years between the books of accounts and Form 26AS (being higher amount in books) has been provided for since efforts put in for such reconciliation did not yield any positive results.

Our opinion is not modified in respect of these matters.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matters	How addressed in Audit
(i) In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at interest rates as per comparable loan agreements entered into with other parties or at the interest rates agreed upon at the time of sanction of loan, as the case may be, as per the estimate of the management. The interest income recognised as per method mentioned in para (i) above is Rs. 18,837.23 Lakhs for which original loan agreement is pending to be executed (including one SPV aggregating to Rs. 13,812.97 Lakhs where 40% disbursement has been exceeded as per note (ii) below). Such costs includes amounts outstanding for more than one year Rs.1,18,211.37 Lakhs where 40% disbursement has exceeded.	As per the principles laid down in AS 9 Revenue recognition, KIIFB has recognized interest income on accrual basis for loans given for which loan agreements are pending to be executed, at the rates charged to other comparable borrowers. This is done as per confirmation given by the management as to recoverability of the amount and is duly disclosed in Note No.17 to the standalone financial statements. Recognition of interest revenue for projects for which original loan agreement is not yet executed is based on the consistent management practice of recognising revenue by using the rates of comparable projects for which original loan agreement is already executed. According to the management, in respect of projects for which agreement is not entered yet, any change in the rate of interest on revision which is not expected to be material shall be accounted for in the year in which such agreement is entered into.

Key Audit Matters	How addressed in Audit
(ii) As per tripartite agreement entered into between KIIFB, SPV and respective Administrative Department, the loan agreement fixing the rate of interest is to be executed upon completion of 40% of the project disbursement. Loan agreements are pending to be executed as on date with one SPV for loan outstanding aggregating to Rs.1,47,366.90 Lakhs which has disbursements exceeding 40% stage.	The management has given a representation that active steps are underway in entering into loan agreement with the parties to whom disbursement has exceeded 40% stage and that there will be no material impact on the income or asset recognised due to this delay.
On facts of the case, there have been certain inherent delays in respect of many of the projects financed with long gestation periods. As per the terms of the loan sanctioned, the repayment of principal and interest commences on completion of moratorium period. Interest is payable by the borrower as per terms of agreement as above regardless of completion of project and is also not contingent on the project earning any revenue. According to the management such delays in project implementation is not likely to have any adverse impact on recovery of finance granted for revenue generating projects.	Income has been recognized based on the terms of the loan sanctioned and there is no significant doubt as to realization at this stage. Facts have been duly disclosed in the standalone financial statements.
As stated in Note No. II.I under significant accounting policies and note10 to the standalone financials, the meeting of the General Body of KIIFB held on 27.02.2023 has directed to take steps to frame and develop IRAC norms relevant and applicable for long term infrastructure projects based on study conducted by an external agency.	The IRAC norms prepared have been approved by the General Body at its meeting held on 27.02.2023 and amended by way of circular resolution dated 13.04.2023 thereafter. The General Body has decided to reinstate the norms w.e.f 1st April 2023 with modifications suggested to the norms which were in force upto 31.03.2021. Facts have been duly disclosed in the standalone financial statements.

Key Audit Matters	How addressed in Audit
At the meeting of CEO, principal secretary, Industries department and KSIDC officials held on 24.06.2023 it was decided to place before the general body of KIIFB, the proposal for conversion of the the cost incurred on project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan upto 31.03.2021, hitherto treated as revenue generating into non -revenue generating project. Consequent to this the cost incurred as above has been fully provided for in the accounts of the year in anticipation of the approval of the General body and Govt of Kerala.	The total cost of Rs.39,384.84 Lakhs has been fully provided for and transferred to project cost in the accounts in anticipation and subject to approval of the General Body of KIIFB and GoK Order. No interest has been recognised on the project subsequent to 31.03.2021 pending implementation of a resolution plan. As per the minutes of the said meeting, if any commercial consideration is received on disposal of land, such sums shall be remitted to KIIFB towards the above loan and on receipt basis such sum shall be treated as revenue. The fact duly disclosed in note 19.5 to the standalone financial statement. During the special audit conducted for the period ended 31.12.2022, for SEBI listing purposes the loan was treated as good and recoverable on the basis of confirmation received from the party. The above treatment is based on decision in the meeting held on 24.06.23 referred to.
The corpus fund-revolving represents the funds received every year from Government of Kerala as part of statutory contribution provided for in the State budget under financial support for infrastructure development as stated in Section 3(1A) r.w.s Section 7 of KIIFB Act, 2016 towards the objectives based on resolution of the general body and also any amounts received additionally from Government of Kerala to meet additional fund requirements as per relative government order. The amounts utilised towards direct cost of projects are recouped from the revolving/ corpus Fund for the year and amount so utilised are shown as contra item in the P&L a/c to reflect the activities undertaken to meet the objectives as per the Act.	The balances under statutory contribution receivable from GoK as at 31.03.2023 of Rs. 7,78,006.59 Lakhs is considered good and recoverable by the management. The recoverability is based on financial operational model of KIIFB as per the KIIF Act, 1999 as such amounts are expected to be recouped from the statutory contribution receivable in future as per the operational model implemented by KIIFB as envisaged in the KIIF Act. Therefore, as per recovery model as above, which is built in to Asset Liability Management (ALM) , there is no uncertainty with regard to ultimate recovery of the above amount due from GoK as per management representation in this regard.

Key Audit Matters	How addressed in Audit
The revolving corpus fund is received on an annual basis towards financial support for Infrastructure Development by way of statutory contribution being share of KIIFB from Cess on petrol and share of KIIFB from Motor Vehicle Tax as per KIIFB Act. The balances under statutory contribution receivable from GoK as at 31.03.2023 is Rs. 7,78,006.59 Lakhs considered good and recoverable as the same would be recouped from statutory contribution receivable every year as per operational model of KIIFB.	The ALM model is placed for overseeing and monitoring at the periodical meetings of the Fund Trustee and Advisory Committee (FTAC) of KIIFB which comprises of eminent financial experts of the country having rich and wide experience in the field of financial management to safeguard the best interest of KIIFB. We have placed reliance on the surveillance being exercised utilising the technical expert knowledge of the FTAC committee in respect of sound functioning of the ALM Model.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of these standalone financial statements that give a true and fair view of the state of affairs, results of operations and cash flows of KIIFB in accordance with the accounting principles generally accepted in India. 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.

In preparing the standalone financial statements, management is responsible for assessing KIIFBs ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate KIIFB or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing KIIFBs financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

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 financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- 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.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of KIIFBs internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of 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 KIIFBs 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 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 KIIFB to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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.

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.

Report on Other Legal & Regulatory Requirements

1. We report that:

(a) 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.

(b) In our opinion, proper books of account as required by law have been kept by KIIFB so far as it appears from our examination of those books.

(c) The standalone Balance Sheet, standalone Profit and Loss account and the standalone Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

(d) The rupee denominated borrowings shown under Liabilities in the said Balance sheet represent external borrowings under Masala Bonds availed by KIIFB, in the year 2018-2019 and outstanding on 31st March 2023, which are fully secured by the sovereign guarantee issued by the Government of Kerala and have the required approval of the Reserve Bank of India under the Foreign Exchange Management Act 1999. As explained to us by the management of KIIFB, on other legal issues relating to the said borrowings, as per the legal opinion received from a renowned jurist and legal expert, the issue of Masala bonds made for the borrowings by KIIFB as above, is neither illegal nor is in violation of any law, which, being a legal matter, no opinion is expressed thereon.

(e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards issued by the Institute of Chartered Accountants of India in all material aspects.

For Varma and Varma
Chartered Accountants
FRN.004532S

C.G.Pankajakshan
Partner
Membership No.020512
UDIN: 23020512BGIZTXV7023

Place : Thiruvananthapuram
Date : 02.09.2023

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Standalone Balance Sheet as at 31.03.2023

(Figures in Lakhs)

	Particulars	Note No.	As at 31.03.2023	As at 31.03.2022
I.	**EQUITY AND LIABILITIES**			
1	Initial Corpus Fund	1	2,82,049.28	2,82,049.28
2	Corpus Fund - Revolving (shown on the asset side)	2	-	
3	**Non-current liabilities**			
	(a) Long-term borrowings	3	14,32,257.88	12,64,546.52
	(b) Deferred tax liabilities (Net)	9	368.79	363.44
	(c) Other Long term liabilities	4	5,401.25	3,509.29
4	**Current liabilities**			
	(a) Short-term borrowings	5	3,44,923.44	1,03,444.00
	(b) Other current liabilities	6	17,058.86	14,365.10
			20,82,059.50	**16,68,277.63**
II.	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and equipment and Intangible Asset	7		
	(i)Tangible assets		485.21	454.70
	(ii)Intangible assets		1,473.66	2,369.11
	(b) Non-current investments	8	425.52	167.45
	(c) Deferred tax assets (net)- shown as liability	9	-	-
	(d) Long-term loans and advances	10	4,86,946.01	4,41,230.82
	(e) Statutory contribution receivable from GoK -Non current	2	4,97,106.59	2,43,638.58
	(f) Other Non Current Assets	11	5,981.87	7,091.99
2	**Current assets**			
	(a) Current investments	12	1,05,175.02	60,000.00
	(b) Cash and cash equivalents	13	5,92,470.47	5,81,342.36
	(c) Short term loans and advances	14	1,05,791.71	98,910.41
	(d) Statutory contribution receivable from GoK -Current	2	2,80,900.00	2,28,534.00
	(e) Other current assets	15	5,303.44	4,538.21
			20,82,059.50	**16,68,277.63**
	Notes forming part of standalone financial statements	**I , II & 1-32**		

The accompanying notes form an integral part of the standalone financial statements

AUDITOR'S REPORT
As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date :

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 2/9/2023

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Standalone Profit and Loss Account for the year ended 31.03.2023

(Figures in Lakhs)

Particulars	Note No.	For the Year Ended 31.03.2023	For the Year Ended 31.03.2022
I. Revenue:			
i) Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	19	4,69,977.35	5,98,880.54
ii) Interest income from financial assistance for revenue generating projects	17	46,541.05	28,024.93
iii) Interest income from deposits and investments	16	16,518.73	12,970.80
iv) Other income	18	328.30	254.48
Total Revenue (I)		**5,33,365.43**	**6,40,130.75**
II. Expenses:			
i) Financing of direct cost of projects -Out of Corpus Fund	19	4,69,977.35	5,98,880.54
ii) Employee benefits expense	20	755.79	726.95
iii) Finance costs	21	1,41,696.48	91,447.01
iv) Depreciation and amortisation expense	7	1,100.04	1,180.51
v) Other expenses	22	5,137.11	4,079.44
Total expenses (II)		**6,18,666.77**	**6,96,314.45**
III. Profit / (Loss) (I- II)		(85,301.34)	(56,183.70)
Prior Period Item	23	(26.33)	(34.69)
Profit / (Loss) after prior period item		(85,327.67)	(56,218.39)
IV. Tax expense:			
(1) Current tax			
(2) Tax for Earlier years			
(3) Deferred tax(Expense)/Income	9	(5.35)	(134.60)
Less : Statutory contribution from GoK under Corpus fund utilised to meet the net loss (deficit from operations)for the year in P& L account transferred		85,333.02	56,352.99
V. Net Profit / (Loss) for the Year		-	-

Notes forming part of standalone financial statements — **I , II & 1-32**

The accompanying notes form an integral part of the standalone financial statements

AUDITOR'S REPORT

As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date :

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 2/9/2023

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Standalone Cash Flow Statement for the year ended 31.03.2023

(Figures in Lakhs)

Particulars	For the year ended 31.03.2023	For the year ended 31.03.2022
A. Cash flow from operating activities		
Profit before income tax	(85,327.67)	(56,218.39)
Adjustments for:		
Depreciation and amortisation expense	1,100.04	1,180.51
Interest income	(63,059.78)	(40,995.73)
Finance Cost	1,41,696.48	91,447.01
Fixed Assets Written off	-	11.73
Provision for conversion of loan into Non income generating project(incl accrua	39,384.84	-
Loan Asset converted to non income generating project- KINFRA	4,055.64	-
Receivable Written off	164.56	-
Provision for TDS Asset FY 2019-20	375.77	
Sundry Balances written back	-	(254.04)
Operating profit / (loss) before working capital changes	38,389.88	(4,828.91)
Changes in working capital:		
Adjustments for (increase) / Decrease in operating assets:		
Loans and Advances	17.98	(248.37)
Financial assistance made to Revenue Generating Projects	(45,998.59)	(2,50,013.53)
Other Non Current and Current Assets	(368.67)	11,958.23
Adjustments for increase / (Decrease) in operating liabilities:		
Other Current/Non current Liabilities	(2,148.61)	(1,68,681.37)
Net Changes in working capital:	(10,108.01)	(4,11,814.15)
Cash generated from operations	(10,108.01)	(4,11,814.15)
Net income tax (paid) / refunds	713.56	(1,494.62)
Net cash from/ (used in) operating activities (A)	**(9,394.45)**	**(4,13,308.77)**
B. Cash flow from investing activities		
Purchase of PPE (including changes in CWIP)	(235.10)	(108.84)
(Purchase)/ disposal proceeds of Investments	(258.07)	-
Sale proceeds of PPE	-	11.37
Interest income received out of fixed deposit	16,518.73	12,970.80
Investment in Govt Securities	(45,175.02)	-
Net cash from/ (used in) investing activities (B)	**(29,149.46)**	**12,873.33**
C. Cash flow from financing activities		
Loans from :-		
(i) Banks and Financial Institutions	4,73,204.78	7,85,873.84
(ii) Bonds	26,433.00	28,648.20
(iii) Pravasi Dividend Scheme	2,520.62	10,737.61
Loans repaid during the year	(93,967.60)	(3,02,366.16)
Statutory contribution from GoK	2,47,876.35	2,05,797.12
Additional Financial Support for Infrastructure Development	-	32,207.00
CSR and PTA fund	436.30	1,756.81
Recoupment by way of Statutory contribution from Govt of Kerala from Corpus Fund for direct project cost (other than NABARD)	(4,61,291.31)	(5,85,575.71)
Interest received during the period from Deposits made out of corpus fund	1,163.71	4,145.31
Finance cost paid	(1,34,962.15)	83,997.05
Fund utilised for NABARD Projects	(12,741.68)	(13,304.82)
Net cash from/ (used in) financing activities (C)	**49,672.02**	**2,51,916.25**
Net increase (decrease) in cash and cash equivalents (A+B+C)	11,128.11	(1,48,519.19)
Cash and cash equivalents at the beginning of the financial year	5,81,342.36	7,29,861.55
Cash and cash equivalents at end of the year	**5,92,470.47**	**5,81,342.36**

Notes:

1. The above cash flow statement has been prepared under indirect method prescribed in AS 3 "Cash Flow Statements".
2. Components of cash and cash equivalents

Balances with banks		
Cash in Hand	0.02	0.01
Balance with Treasury	0.01	9.51
Term Deposits/Sweep	2,86,156.72	1,63,203.62
Other deposit, savings and current accounts	24,241.38	1,14,579.94
Other Bank balance in Treasury Accounts	2,82,049.28	2,82,049.28
In Masala Bond Sinking Fund Account	23.06	21,500.00
	5,92,470.47	**5,81,342.36**

Notes forming part of standalone financial statements **I, II & 1-32**

The accompanying notes form an integral part of the standalone financial statements

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date :

Thiruvananthapuram
Date : 2/9/2023

AUDITOR'S REPORT
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.0045325

C.G Pankajakshan
(Partner)
M.No. 020512

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Notes to Standalone Financial Statements for the year ended 31.03.2023
All amounts in Lakhs except for specifically stated

NOTE-I
GENERAL INFORMATION

Kerala Infrastructure Investment Fund Board (referred to as KIIFB) was established on 11.11.1999 under the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000) with the main objective of financing the investment in critical and large infrastructure projects in the State of Kerala. Comprehensive modification of the Act and Scheme has been made through an amendment Ordinance in August 2016. With new strategy and structure, KIIFB aims to dynamically mobilise funds for the infrastructure development of Kerala including major land acquisition needs of the State. KIIFB has recourse to the advanced financial instruments approved by SEBI / RBI and is expected to promote substantial development of sustainable infrastructure in the State.

KIIFB is a body corporate established under an Act of Government of Kerala (KIIF ACT 1999) exclusively for undertaking sub-sovereign functions of financing the key infrastructure projects in the State of Kerala and all activities are done in pursuance of the above objective only.

The rupee denominated Masala Bond of KIIFB backed by the Guarantee of Govt of Kerala is listed in the London Stock Exchange and Singapore Stock Exchange.

NOTE-II
SIGNIFICANT ACCOUNTING POLICIES

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

a. The Standalone Financial Statements have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and Accounting Standard issued by Institute of Chartered Accountants of India.

b. KIIFB follows Mercantile System of Accounting and recognizes significant items of income and expenditure on accrual basis, except to the extent otherwise stated in the notes.

c. The Financial Statements are presented in INR, which is the functional currency and all values are rounded to the nearest lakhs (INR 1,00,000), except when otherwise indicated. Due to rounding, numbers presented may not add up precisely to totals provided

B. USE OF ESTIMATES

The preparation of financial statements in conformity with Indian GAAP requires judgements, estimates and assumptions to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period.

C. PROPERTY, PLANT AND EQUIPMENT

(a) Tangible Assets: The Gross carrying amount of Property, Plant & Equipment have been accounted on cost model, and cost comprises of purchase price, duties, levies and any direct attributable costs of bringing the assets to its working condition for the intended use.

Depreciation: Depreciation has been provided on Written down Value Method at the rates prescribed in appendix to the Income Tax Rules.

(b) Intangible Asset

Intangible Assets are recorded at the cost of acquisition of such assets and are carried at cost less accumulated amortisation and impairment, if any.

Amortisation: Amortisation has been provided for on Written down Value Method on assets (other than masala bond expenses and issue expense for KSFE) at the rates prescribed in appendix to the Income Tax Rules. In respect of expenditure incurred towards issuance of Masala Bond and expenditure towards issue for KSFE Bond, the same is amortised over a period 5 years being the period during which the benefits are expected to materialise.

D. PRIOR PERIOD ADJUSTMENTS

As per **AS 5 "Net profit or Loss for the period, Prior Period Items and Changes in Accounting Policies"**,

(i) Prior period adjustments represent entries for correction of errors or omissions in the preparation of financial statements of one or more prior periods and as such are shown separately in the Notes annexed to and forming part of Accounts.

(ii) Extra-ordinary items are those material adjustments that arise from events or transactions that are clearly distinct from the ordinary activity of KIIFB and are not expected to occur frequently or regularly and therefore are shown separately in the Notes annexed to and forming part of Accounts.

VARMA & VARMA

E. REVENUE RECOGNITION

In line with the prescriptions in **AS 9** on **Revenue Recognition"**, revenue is recognised only when it can be reliably measured and it is reasonable to expect ultimate collection as per the assessment of the management.

Interest income on fixed deposits is recognised time proportionately based on periods for which amounts are outstanding and the interest rate applicable.

Interest generated from the investments made out of the corpus funds received are credited to the corpus fund as such interest is to be

mandatorily used for the objectives of the Act and hence forms a part of statutory contribution accounted under Corpus Fund.

Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into except to the extent otherwise disclosed in the notes to accounts. In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at rates and methodology as per comparable loan agreements entered into with other parties as per the estimate of the management or at the interest rates agreed upon at the time of sanction of loan in certain cases where ever applicable. Late payment charges, prepayment charges are recognised on a point in time basis, and are recorded when realized since the probability of collecting such monies is established when the borrower pays.

F. CORPUS FUND- Revenue Recognition and Accounting of Utilisation

The corpus fund-revolving represents the funds received every year from Government of Kerala as part of statutory contribution provided for in the State budget under financial support for infrastructure development as stated in Section 3(1A) r.w.s Section 7 of KIIF Act, 2016 towards the objectives based on resolution of the general body and also any amounts received additionally from Government of Kerala to meet additional fund requirements as per relative government order. The amounts utilised towards direct cost of projects are recouped from the revolving/ corpus Fund for the year and amount so utilised are shown as contra item in the P&L a/c to reflect the activities undertaken to meet the objectives as per the Act. The corpus fund-revolving also includes funds received under LAC/ADS scheme and PTA/CSR Fund as per Govt.Order.

G. INVESTMENTS

As per **AS 13 "Accounting for Investments** ", Current Investments are carried at the lower of cost or quoted / fair value, computed category-wise. Long-term investments are stated at cost. Provision for diminution in the value of long-term investments is made only if such decline is other than temporary. Investments that are readily realisable and intended to be held for not more than 12 months from the date of acquisition are classified as current investment. All other investments are classified as non-current investments.

H. BORROWING COST

As per **AS 16 "Borrowing Costs"**, Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that takes necessarily substantial period of time to get ready for intended use. All other borrowing costs are charged to the Statement of Profit and Loss.

I. INCOME RECOGNITION AND ASSET CLASSIFICATION NORMS

Income recognition and asset classification norms prepared by an external agency relevant and applicable for long term infrastructure projects would be introduced w.e.f 01.04.2023 as per the decision of general body through circular resolution dated on 13.04.2023.

J. ACCOUNTING FOR TAXES ON INCOME

Income Tax is accounted in accordance with Accounting Standard on Accounting for Taxes on Income (AS-22), which include Current Taxes and Deferred Taxes. Provision for Current Tax is made in accordance with the provisions of The Income Tax Act, 1961. Deferred Tax assets/ liabilities representing timing differences between accounting income and taxable income are recognized to the extent considered capable of being reversed in subsequent years by applying tax rate substantively enacted as at the end of the year. Deferred tax assets are recognised only to the extent there is reasonable certainty that sufficient future taxable income will be available, except that Deferred Tax Assets arising due to unabsorbed depreciation and losses are recognised if there is a virtual certainty that sufficient future taxable income will be available to realise the same.

K. CASH FLOW STATEMENT

Cash flows from operating activities are prepared using the indirect method, whereby net profit or loss is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments, and items of income or expense associated with investing or financing cash flows.

L. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

As per **AS 29 "Provisions, Contingent Liabilities and Contingent Assets"**, Provisions are recognised when KIIFB has a present obligation as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to its present value and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the correct management estimates. Contingent Liabilities are not recognised but are disclosed in notes. Contingent Assets are neither recognised nor disclosed in the financial statements.

M. EMPLOYEE BENEFITS

Provision of **AS 15 "Employee Benefits"**, has been considered while Preparation of Financial Statements

(i) Short Term Employee Benefits - All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits and recognized in the period in which the employee renders the related service.

(ii) Defined contribution plan and Defined benefit plan - KIIFB does not have any defined contribution plan and defined benefit plan as detailed in Note No 20.1 to the financial statements.

Note - 1

Initial Corpus Fund	**As at 31.03.2023**	**As at 31.03.2022**
Initial corpus fund for Major Infrastructural Development Projects	2,82,049.28	2,49,842.28
Add: Addition to Initial Corpus Fund	-	32,207.00
	2,82,049.28	**2,82,049.28**

1.1 The initial Corpus fund of Rs 2,49,842.28 Lakhs represents fund received towards initial corpus fund for Major Infrastructural Development Projects as per GoK Govt. Orders - G.O (Ms) No 16/2016/Plg. dated 30.03.2016 and G.O (Ms) No 18/2017/Plg. dated 30.03.2017. The amount is kept separately in government treasury account (interest free).

1.2 During the financial year 2021-22, in addition to statutory contribution received, financial support for infrastructure development amounting to Rs 32,207/- Lakhs as per G.O(Rt)No. 389/2022/Fin dated 17.01.2022 was received which has been credited under Initial Corpus fund. The amount is kept separately in government treasury account, (interest free). The additional contribution is to provide funds required over and above the mandatory entitlement of tax devolution for the year 2021-22 to KIIFB to bridge the shortfall for the year in its ALM projection calculated at an annual growth of 10% over its revenues from petrol cess and share of Motor Vehicle tax. Since the amount has been credited to special treasury savings account, the same is to be treated as part of the initial corpus fund.

Note - 2

Corpus Fund - Revolving

	As at 31.03.2023	**As at 31.03.2022**
A. Fund from Contingency Fund of Government of Kerala	75.00	75.00
Total -(A)	**75.00**	**75.00**
B. Corpus fund by way of statutory contribution from GoK		
Opening Balance	10,38,715.75	8,27,016.51
Add: Statutory contribution received during the year	2,46,969.00	2,06,807.62
Add: Allotment of funds under LAC-ADS	30.00	1,505.81
Add: Allotment of funds under PTA & CSR Fund	406.30	251.00
Add : Interest received during the period from Deposits made out of corpus fund (Refer Note 2.2)	1,163.71	4,145.31
Add : Corpus fund resumed by the Govt returned during the year	1,010.50	-
Less : Corpus fund resumed by the Govt .during the year (Refer note 2.6)	(103.15)	(1,010.50)
Closing Balance of funds available for utilisation	**12,88,192.11**	**10,38,715.75**
Utilisation of Corpus Fund		
i) Funds Utilised for financing of direct project cost as at year end (see Note 2.4 below)	(18,73,498.29)	(14,03,520.94)
ii) Fund Utilised for financial assistance by way of long term loans to revenue generating projects as at year end (see Note 2.5 below)	(5,02,823.11)	(4,86,941.57)
iii) Deficit from operations in P & L a/c recouped (see Note 2.3 below)	(1,92,775.41)	(1,07,442.39)
Subtotal	**(25,69,096.81)**	**(19,97,904.90)**
Total-(B)	**(12,80,904.70)**	**(9,59,189.15)**
C. Reserve for financial assistance to revenue generating projects		
Financial assistance for revenue generating projects adjusted as per contra	5,02,823.11	4,86,941.57
Total-(C)	**5,02,823.11**	**4,86,941.57**
Total (A)+(B)+(C)	**(7,78,006.59)**	**(4,72,172.58)**
Less: Transferred to statutory contribution receivable from GoK (see Note 2.7 below)	**(7,78,006.59)**	**(4,72,172.58)**
	-	-

Current portion of statutory contribution receivable	2,80,900.00	2,28,534.00
Non Current portion of statutory contribution receivable	4,97,106.59	2,43,638.58
	7,78,006.59	**4,72,172.58**

2.1 The corpus fund represents capital investment of State Government in KIIFB to meet its long term/short term capital requirements for financing the infrastructure projects in the State as per the objectives in the KIIF Act, 1999 as amended by amendment act of 2016.

The revolving corpus fund is received on an annual basis towards financial support for Infrastructure Development by way of statutory contribution being share of KIIFB from Cess on petrol and share of KIIFB from Motor Vehicle Tax as per KIIFB Act.

2.2 Interest generated from the investments made directly out of corpus fund amounting to Rs.1,163.71 Lakhs are credited to the corpus fund based on resolution of the board taken in line with the provisions of KIIF Act, which stipulates that such interest is to be mandatorily used for the objectives of KIIFB and hence forms a part of statutory contribution accounted under Corpus Fund. Such interest are directly attributable to deposits made out of such contribution during the year.

2.3 **Deficit in operations in P & L a/c recouped**

	As at 31.03.2023	**As at 31.03.2022**
Accumulated deficit as at beginning of the year	(1,07,442.39)	(51,089.40)
Current Year profit/(Loss)	(85,333.02)	(56,352.99)
Closing Balance	**(1,92,775.41)**	**(1,07,442.39)**

The net loss in Profit and Loss account for the year of Rs.85,333.02 Lakhs representing utilisation of Corpus Fund for meeting the expenses in relation to the administration of the fund has been recouped from the Corpus Fund by transferring an amount equal to the net loss for the year from operations from Corpus Fund to P&L a/c.

2.4 **Particulars of Fund Utilised out of Corpus Fund / Statutory contribution for direct project cost**

	As at 31.03.2023	**As at 31.03.2022**
Opening Balance	14,03,520.94	8,04,640.40
Add: Utilised during the year for financing of direct project cost (See Note 19)	4,69,977.35	5,98,880.54
Closing Balance	**18,73,498.29**	**14,03,520.94**

2.4.1 KIIFB received an amount of Rs.1,36,500 Lakhs as loan funds sanctioned by NABARD for various specific projects. An amount of Rs. 87,259.77 Lakhs has been paid upto the reporting period of which Rs.51,670.43 Lakhs has been incurred towards the project cost and included in the above utilisation. Balance Rs 35,589.34 Lakhs has been given by way of loan for revenue generating projects.

2.5 **Particulars of Fund Utilised out of Corpus Fund / statutory contribution for financial assistance to revenue generating projects**

	As at 31.03.2023	**As at 31.03.2022**
Opening Balance	4,86,941.57	2,36,928.04
Add : Financial assistance given during the year(net of repayment)	15,881.54	2,50,013.53
Closing Balance	**5,02,823.11**	**4,86,941.57**

2.6 Corpus amount of Rs.103.15 Lakhs has been resumed by government during the year based on the Government Direction Number 1458/2023/F2 dt 30.03.2023 and recredited back to the treasury account subsequently on 04-04-2023.

2.7 **Particulars of Fund transferred to statutory contribution receivable from GoK**

	As at 31.03.2023	**As at 31.03.2022**
Current portion of statutory contribution receivable	2,80,900.00	2,28,534.00
Non Current portion of statutory contribution receivable	4,97,106.59	2,43,638.58
	7,78,006.59	**4,72,172.58**

2.7.1 The balances under statutory contribution receivable from GoK of Rs.7,78,006.59 lakhs is considered good and recoverable and there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 as such amounts are expected to be recouped from the statutory contribution receivable in future years and are incorporated in the Asset Liability Management system and represents net amount spent as per the operational model implemented by KIIFB as envisaged in the KIIF Act.

2.7.2 Current portion of statutory contribution receivable has been ascertained on the basis of Budgetary allotment of statutory contribution as per annual Finance Act 2023 of GoK and balance amount has been shown under Non Current Asset.

Note - 3

Long Term Borrowings		**As at 31.03.2023**	**As at 31.03.2022**
Unsecured Loans			
(a) Loan from KNRKWB	30,645.48		
Add: Transfer of accrued interest on maturity	1,647.31		
KNRKWB under Pravasi dividend scheme (Note 3.3, 3.4)		32,292.79	28,772.17
(b) KSFE Pravasi Bond (Note 3.1)		91,113.00	64,680.00
(c) Masala Bond (Note 3.2)		2,15,000.00	2,15,000.00
(d) Loan From Banks and Financial Institutions (Note 3.4)			
i. Loan From NABARD		1,17,330.00	1,23,074.00
ii. Loan From SBI		75,558.49	88,054.02
iii. Loan From Union Bank		58,750.00	67,500.00
iv. Loan From Indian Bank		89,758.96	94,728.54
v. Loan From Canara Bank		67,113.34	69,121.83
vi. Loan from Bank of Maharashtra		1,00,662.47	89,450.12
vii. Loan from Bank of Baroda		2,00,000.00	1,65,000.00
viii. Loan from Bank of India		70,000.00	52,500.00
ix. Loan from ICICI		20,000.00	-
x. Loan from Kotak Mahindra Bank		10,000.00	-
xi. Loan from REC		3,79,602.27	2,00,109.84
xii. Loan from KFC		1,00,000.00	-
xiii. Loan from HUDCO		1,50,000.00	50,000.00
Total A		**17,77,181.32**	**13,07,990.52**
Less: Current Maturity of loan shown under Short Term Borrowings:			
i. Loan From NABARD		10,359.38	5,744.00
ii. Loan From REC		25,893.51	-
iii. Loan from KFC		12,500.00	-
iv. Loan From Union Bank		8,750.00	8,750.00
v. Loan From Indian Bank		8,820.00	5,040.00
vi. Loan from SBI		12,500.00	12,500.00
vii. Loan from Canara Bank		3,250.00	2,000.00
viii. Loan from Bank of Baroda		14,843.75	-
ix. Loan from Bank of India		1,750.00	-
x. Loan from Bank of Maharashtra		5,000.00	-
xi. KSFE Pravasi Bond		21,256.80	9,410.00
xiii. Masala Bond		2,15,000.00	-
xiv.Loan from ICICI		5,000.00	-
Total B		**3,44,923.44**	**43,444.00**
Total (A-B)		**14,32,257.88**	**12,64,546.52**

Note - 3.1

KSFE Pravasi Bond

KIIFB had issued Security Bonds & Deposit Bonds to KSFE Ltd. Security bonds carry the interest rate of that for FDs (of similar tenure) at Government Treasury prevailed during the time of issue of the Bonds and the rate offered by Deposit Bond is 0.10% higher than Security bond. Exclusive Government orders are also been issued in this regard. These bonds are also backed by the Guarantee of the State to the extent of value of Bond Outstanding.

Note - 3.2

Masala Bond @ 9.723%

KIIFB had raised an amount of Rs. 2150 crore through overseas Rupee denominated Bond offering (Masala Bond) with the due approval of Reserve Bank of India as required under Foreign exchange management Act 1999 in the year 2018-19. KIIFB has also ensured compliance with approvals or permissions, if any required from other regulatory authority or Government under other relevant laws /regulations as stated in the letter of RBI in due consultation with eminent jurist and legal expert. These 5 year tenure bonds were issued at a coupon rate of 9.723% p.a .The interest has to be serviced on semi-annual basis and the principal amount at the end of the Bond period. This bond offering is also backed by guarantee given by Government of Kerala for the repayment of its interest and principal amount.

For the purpose of repayment of Masala Bond, the management has made investment in sinking fund and government securities as per terms of the issue. The value of such investment made is referred to in Note No 12 being Investment in Government Securities and referred to in Note No 13 being Sinking Fund Account with Axis Bank.

Note - 3.3

Revised Tripartite agreement is pending to be executed between KNRKWB, KIIFB and GoK by incorporating matters relating to treatment / adjustment of TDS receivable for KNRKWB.

Note - 3.4

Loan From Banks and Financial Institution and other lenders

i. KIIFB has availed Loan from various Public Sector Banks, scheduled banks, companies and Financial Institutions duly backed by Guarantee of Government of Kerala as mandated by the KIIF Act, 1999 and subsequent amendment Act of 2016 passed by Kerala Legislature except in the case of loan from Kerala Non Residents Keralites' Welfare Board (KNRKWB) under Pravasi dividend scheme which is guaranteed by GoK to KNRKWB.

ii. The details of the term loans and the terms of repayment are as follows:

Sl No	Name of lender	Sanction Date	Amount Sanctioned (in INR Crores)	Tenure and Interest Rate (%)	Repayment Terms
1	State Bank of India	15.12.2018	1000	10 Years with 2 years moratorium Interest Rate of 7.7% 8.2% (w.e.f 31/07/2022) 9.05% (w.e.f 31.01.2023)	In 32 equal quarterly instalments of Term Loan availed within 18 months of first disbursement and commencing after a moratorium of 24 months from the date of first disbursement.
2	Indian Bank	19.12.2018	500	12 Years with 2 years moratorium Interest Rate of 7.7% 8.3%(w.e.f 9/11/2022) 9.3% (w.e.f 31/1/2023)	Repayable in 120 monthly instalments of Rs.4.20 Crore each besides interest charged on monthly rests after an initial moratorium period of 2 years. Interest to be serviced as and when debited including during holiday period. Total door to door tenure is 12 years.

2	Indian Bank	30.06.2021	500	12 Years with 2 years moratorium Interest Rate of 7.5% 8.4%(w.e.f 9/11/2022)	Repayable in 120 monthly instalments of Rs.4.20 Crore each besides interest charged on monthly rests after an initial moratorium period of 2 years. Interest to be serviced as and when debited including during holiday period. Total door to door tenure is 12 years.
3	Union Bank of India	15.02.2020	250	12 Years with 2 years moratorium Interest Rate of 7.55% 8.95% (w.e.f 26.02.2023)	The Term loan to be repaid in 120 equal monthly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced as and when due whether debited or not.
		29.12.2018	500	10 Years with 2 years moratorium Interest Rate of 7.55% 8.7% (w.e.f 04.02.2023)	The Term loan to be repaid in 96 equal instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
4	NABARD	24.03.2017	200.8	12 Years including 2 Years moratorium Interest Rate of 9%	12 Years including 2 Years moratorium. Principal to be repaid in 40 quarters.
			364.2	12 Years including 2 Years moratorium Interest Rate of 8.8%	
		27.04.2021	800	15 Years including 2 Years moratorium Interest Rate of 7.9%	15 Years including 2 Years moratorium. Principal to be repaid in 52 quarters.
5	Canara Bank	29.08.2019	200	12 Years with 2 years moratorium Interest Rate of 7.55% 7.85%(w.e.f	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
		30.11.2021	500	12 Years with 2 years moratorium Interest Rate of 7.45% 8.35%(w.e.f 31/12/2022)	
6	KNRKWB under Pravasi dividend scheme	19.12.2019	181.1	Interest rate @9%	Repayment in accordance with the terms of the pravasi dividend scheme.
			132.8	Interest rate @8.3%	

7	Bank of India	21.12.2021	700	12 Years with 2 years moratorium Interest Rate of 7.45% 8.35%(w.e.f 24/12/2022)	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
8	Bank of Maharashtra	26.07.2021	1000	12 Years with 2 years moratorium Interest Rate of 7.50% 7.8%(w.e.f 23/09/2022)	The Term loan to be repaid in 40 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
9	Bank of Baroda	26.05.2021	750	10 Years with 2 years moratorium Interest Rate of 7.55% 8%(w.e.f 30/09/2022)	The Term loan to be repaid in 32 equal quarterly instalments after initial moratorium of 2 years. In the initial moratorium interest has to be serviced every month.
		29.09.2021	1250		
10	Rural Electrification Corporation Limited	06.06.2021	4000	7 Years with 2 years moratorium Interest Rate of 8.80%	The Term loan to be repaid in 60 equal monthly instalments after initial moratorium of 2 years. In the moratorium period interest has to be serviced every month.
11	Housing and Urban Development Corporation Ltd.(HUDCO)	01.09.2021	1000	15 Years with 2 years moratorium Interest Rate of 7.45% 8.8% (w.e.f 22.03.2023)	The Term loan to be repaid in 52 equal quarterly instalments after initial moratorium of 2 years. In the moratorium period interest has to be serviced quarterly.
		06-10-2022	2000	15 Years with 2 years moratorium Interest Rate of 8.8%	The Term loan to be repaid in 2 quarterly instalments after initial moratorium of 2 years. In the moratorium period interest has to be serviced quarterly.

12	ICICI Bank	28-01-2022	300	5 Years with 1 Year moratorium Interest Rate 7.45%	The Term loan to be repaid 8 equal semi-annual instalment after a moratorium of 1 year from date of 1st disbursement
13	Kotak Mahindra Bank	28-09-2022	100	5 year including moratorium of 2 years Interest Rate 8.4%	Moratorium shall be 2 years from the date of first Loan disbursement Loan shall be repaid by way of 36 monthly principal payments starting from month following the 2 year moratorium Interest shall be paid on monthly basis.
14	Kerala Financial Corporation (KFC)	28-06-2022	1000	7 years with 12 months moratorium Interest Rate of 7.95%	The Term loan to be repaid in 24 equal quarterly instalment commencing after a moratorium of 12 months from the date of first instalment

Note - 4

Other Long term liabilities	**As at 31.03.2023**	**As at 31.03.2022**
Interest Accrued on Loan From KNRKWB under Pravasi dividend scheme	6,374.54	3,509.29
Less: Transfer of accrued Interest to principal upon maturity	(1,647.31)	-
Retention Money Payable	674.02	-
	5,401.25	**3,509.29**

Note - 5

Short Term Borrowings	**As at 31.03.2023**	**As at 31.03.2022**
Secured, Repayable on Demand		
Short Term Loan from Kotak Mahindra Bank	-	60,000.00
(Secured by pledge over Debt/Gilt Mutual Fund)		
(Maximum tenor of 180 days ,repayable on demand)		
Total-(A)	-	**60,000.00**
Current maturity of long term borrowing :		
i. Loan From NABARD	10,359.38	5,744.00
ii. Loan From REC	25,893.51	-
iii. Loan from KFC	12,500.00	-
iv. Loan From Union Bank	8,750.00	8,750.00
v. Loan From Indian Bank	8,820.00	5,040.00
vi. Loan from SBI	12,500.00	12,500.00
vii. Loan from Canara Bank	3,250.00	2,000.00
viii. Loan from Bank of Baroda	14,843.75	-
ix. Loan from Bank of India	1,750.00	-
x. Loan from Bank of Maharashtra	5,000.00	-
xi. KSFE Pravasi Bond	21,256.80	9,410.00
xii.Masala Bond	2,15,000.00	-
xiv.Loan from ICICI	5,000.00	-
	3,44,923.44	**43,444.00**
Total (A)+(B)	**3,44,923.44**	**1,03,444.00**

Note - 6

Other Current Liabilities	**As at 31.03.2023**	**As at 31.03.2022**
Sundry Creditors for Expenses (Note 6.1)	706.50	1,034.84
Guarantee Commission Payable	13,085.45	9,591.54
Statutory Liabilities	907.02	1,180.87
Centage Payable	410.68	1,006.88
Interest on Masala Bond Payable	171.82	171.82
Interest on KSFE Bond Payable	1,515.86	1,109.83
Interest on Term Loan Payable	180.89	198.28
Interest on KNRKWB Loans	16.28	-
Salary Payable	53.70	60.28
Audit Fee Payable	10.66	10.76
Total	**17,058.86**	**14,365.10**

6.1 Sundry creditors for expenses does not include bills raised by Rail India Technical and Economic Services (RITES) for work done up to 31/03/2023 amounting to Rs.1,060.69 Lakhs which are pending to be approved by the Board .In addition to the above, an amount of Rs 211.17 Lakhs (including an amount of Rs.135.30 Lakhs more than one year) for which claims were not accepted by KIIFB which credit note has not been raised by the party.(Details disclosed in Note 28.4 relating to Invoices pending approval).

Note - 7

Written down balance of Property, Plant and Equipment & Intangible Asset	**As at 31.03.2023**	**As at 31.03.2022**
Tangible assets	485.21	454.70
Intangible assets	1,473.66	2,369.11
	1,958.87	**2,823.81**

Refer Note -7 Property, Plant and Equipment and Depreciation statement

Note - 8

Non-current investments	**As at 31.03.2023**	**As at 31.03.2022**
Investment in Associate Company - Kerala Infrastructure Fund Management Limited (unquoted)	167.45	167.45
Investment in wholly owned subsidiary company - KIIFCON Pvt Ltd (unquoted)	258.07	-
Total	**425.52**	**167.45**

8.1 Kerala Infrastructure Fund Management Limited is a Company formed under Companies Act, 2013 with main objective of Fund Management services.

8.2 KIIFCON Private Limited is a Company formed under Companies Act, 2013 as a wholly owned subsidiary of KIIFB with main objective to provide consultancy services in the fields of infrastructure and related technologies. Specific general body approval is to be taken in ensuing meeting for additional investment in KIIFCON, as per section 6(h) of KIIF Act. The value of net asset being the excess of income over expenditure earned during the pre-incorporation period of KIIFCON amounting to Rs.158.07 Lakhs was converted into equity investment as above.

Note - 9

Deferred Tax Asset

Particulars	**As at 31.03.2023**	**As at 31.03.2022**
Opening Balance	(363.44)	(228.84)
Add : Deferred Tax Asset \(Liability) for the year	(5.35)	(134.60)
Closing Deferred Tax Asset /(liability)	**(368.79)**	**(363.44)**

Components of Deferred Tax	**As at 31.03.2023**	**As at 31.03.2022**
Deferred Tax Liability : A		
On ICDS adjustment on revenue recognition	12,865.41	11,526.93
On excess of net book value over Income Tax Written Down Value of Property, Plant & Equipment	247.93	501.17
	13,113.34	**12,028.10**
Deferred Tax Asset : B		
On business loss and unabsorbed depreciation	**12,744.55**	**11,664.66**
Net Deferred tax liability (A-B)	**368.79**	**363.44**

Note - 10

Long Term Loans & Advances	**As at 31.03.2023**	**As at 31.03.2022**
(Considered good)		
Financial assistance made to Revenue Generating Projects	3,99,373.48	3,88,929.57
(contra by credit to Financial assistance Reserve for revenue)		
Accrued Interest on Loans for projects	87,572.53	52,301.25
Total-(A)	**4,86,946.01**	**4,41,230.82**
(Considered doubtful)		
Financial assistance made to Revenue Generating Projects	30,117.04	-
Accrued Interest on Loans for projects	9,267.80	-
Less : Provision for conversion of Loan into Non income generating project	(39,384.84)	-
Total-(B)	-	-
Total(A+B)	**4,86,946.01**	**4,41,230.82**

10.1 The meeting of the General Body of KIIFB held on 27.02.2023 has directed to take steps to frame and develop IRAC norms relevant and applicable for long term infrastructure projects based on study conducted by an external agency. Such norms prepared have been approved by the General Body at its meeting held on 27.02.2023 and amended by way of circular resolution dated 13.04.2023 thereafter. The General Body has decided to reinstate the norms w.e.f 1st April 2023 with modifications suggested to the norms which were in force upto 31.03.2021.

10.2 On facts of the case, in respect of many of the revenue generating projects financed, there have been certain inherent delays during implementation which according to the management does not have adverse effect on the recovery of finance granted considering the operational model of KIIFB. Moreover, since the borrowers are government owned or controlled agencies, the loans are considered by the management as good and recoverable based on confirmations from the borrowers including for land acquisition projects aggregating to Rs. 2,92,019.44 Lakhs

10.3 Out of the financial assistance to revenue generating projects an amount of Rs.44,679.68 Lakhs is secured by way of mortgage by deposit of title deed.

Note - 11

Other Non Current Assets	**As at 31.03.2023**	**As at 31.03.2022**
Considered Good		
TDS Credit (F.Y. 2022-23) Refer Note 27.1	1,094.30	-
TDS Credit (F.Y. 2021-22)	1,139.44	1,139.44
TDS Credit (F.Y. 2020-21)	-	1,807.86
TDS Credit (F.Y. 2019-20)	3,564.81	3,940.58
Income Tax Refund Due (F.Y. 2018-19)	118.79	118.79
Deposits	64.53	85.32
Total-(A)	**5,981.87**	**7,091.99**
Considered Doubtful		
TDS Credit (F.Y. 2019-20)	375.77	-
Less: Provision for TDS Asset (refer Note 22.4)	375.77	-
Total-(B)	-	
Total (A)+(B)	**5,981.87**	**7,091.99**

Note - 12

Current Investments at cost	**As at 31.03.2023**	**As at 31.03.2022**
SBI Mutual Funds (Growth Fund) refer note 12.1	60,000.00	60,000.00
Investment in Government Securities refer note 12.2	44,698.05	-
Accrued Interest on Investment in Government Securities	476.97	-
Total	**1,05,175.02**	**60,000.00**

12.1 Net Asset Value of SBI Mutual Funds as at year end is : Rs 72,787.89 Lakhs (PY : Rs 68,980.30 Lakhs-)

12.2 The market value of Investment in Government Securities and Government Strips as at reporting date is Rs.44,825.94 Lakhs Investment in Government securities are made as stipulated in the terms of Masala Bond issue. Face value/redemption value of securities at the time of maturity amounts to Rs.45,551.50 Lakhs

Note - 13

Cash and Cash Equivalents	**As at 31.03.2023**	**As at 31.03.2022**
Cash on Hand	0.02	0.01
Balance with Treasury	0.01	9.51
Balance with Banks	-	-
in Term Deposits	2,86,156.72	1,63,183.00
in Sweep Accounts	-	20.62
in Savings account and current account	24,241.38	1,14,579.94
	3,10,398.13	**2,77,793.08**
Other bank balance		
Balance with Treasury (Refer Note 13.1)	2,82,049.28	2,82,049.28
In Masala Bond Sinking Fund Account with Axis Bank (Refer Note 13.2)	23.06	21,500.00
Total	**5,92,470.47**	**5,81,342.36**

13.1 Balance with treasury under other bank balances represents initial Corpus fund and additional financial support to infrastructure development of Rs 2,82,049.28 Lakhs kept separately in government treasury account.

13.2 Represents balance earmarked as per terms of issue of Masala Bond

Note - 14

Short Term Loans and Advances	**As at 31.03.2023**	**As at 31.03.2022**
Advances and other Receivables (refer note 14.1 ,14.2)	2,342.08	898.42
Current maturity of Financial assistance made to Revenue Generating Projects (contra by credit to Financial assistance Reserve for revenue)	1,03,449.63	98,011.99
Total	**1,05,791.71**	**98,910.41**

14.1 Advance and receivable includes an amount of Rs.63.68 Lakhs receivable from KIFML and Rs. 72.48 Lakhs receivable from KIIFCON as disclosed in Note No. 29.

14.2 Advance and receivable also includes an amount of Rs 916.73 Lakhs incurred towards expenses to be recovered from Information & Public Relations Department for which claims are raised.

Note - 15

Other Current Assets	**As at 31.03.2023**	**As at 31.03.2022**
Prepaid Expenses	92.04	140.57
Accrued Interest on Deposits	5,211.40	4,397.64
Total	**5,303.44**	**4,538.21**

Note - 16	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Interest income from deposits and investments		
Interest earned during the year	17,682.44	17,116.11
Less : Interest received during the period from Deposits made out of corpus fund (Refer note 2.2)	(1,163.71)	(4,145.31)
	16,518.73	**12,970.80**

Note - 17	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Interest Income from Financial Assistance for revenue generating project	46,541.05	28,024.93
	46,541.05	**28,024.93**

17.1 Interest income on loans granted for revenue generating projects is recognised on accrual basis as per the terms of the loan agreement, wherever such agreements have been entered into. Such loan agreement are entered into upon reaching 40% stage of disbursement as per the terms of the tripartite agreement between KIIFB, the SPV and the concerned Govt department. In case of loans granted for which the loan agreement is pending to be executed, interest is recognised on accrual basis at interest rates as per comparable loan agreements entered into with other parties or at the interest rates agreed upon at the time of sanction of loan, as the case may be, as per the estimate of the management. Based on the above terms, KIIFB charges interest income at the rate of Average Cost of Domestic Borrowing (ACDB) of KIIFB reset every six months in a calendar year with monthly compounding for entire revenue generating projects (other than loan given to KSFDC of Rs. 1,551.59 Lakhs ,KSRTC of Rs.3,697.59 Lakhs and KTDC of Rs.800.24 Lakhs).

17.2 On facts of the case, many of the projects financed with long gestation period are yet to be completed as at the year end. As per the terms of the loan sanctioned the repayment of principal and interest commences on completion of moratorium period and it is not contingent on the project earning any revenue. There have been certain significant time overrun on some of the projects due to the impact of covid 19 but interest is payable on completion of moratorium period regardless of project completion or whether project is earning revenue or not.

17.3 Loan agreements are pending to be executed with one SPV as at 31.03.2023 for loan outstanding aggregating to Rs.1,47,366.90 Lakhs(which includes loan amount more than one year of Rs.1,18,211.37 Lakhs) although more than 40% stage of disbursement as per the terms of the tripartite agreement between KIIFB, the SPV and the concerned Govt department has been exceeded. Steps are under process for execution of loan agreements which is pending the requisite clearance from the concerned departments of the Govt of Kerala .

17.4 The interest income recognised includes an amount of Rs. 18,837.23 Lakhs (which represents cases dealt with in Para 17.3 above and loans with progress/ disbursements which is below 40%) for which original loan agreement is pending to be executed as at 31.03.2023. This includes interest amounting to Rs. 13,812.97 Lakhs which have exceeded 40% stage of disbursement.

Note - 18	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Other Income		
Sundry Balances Written Back	-	254.04
Miscellaneous Income	1.52	0.43
Interest on Income Tax refund	119.87	-
Income from Consultancy Division	206.91	-
Right to Information	-	0.01
Total	**328.30**	**254.48**

Note - 19 **Financing of direct cost of projects -Out of Corpus Fund**	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
General Education	23,172.82	33,321.01
Public Works	1,86,043.19	4,03,784.54
Water Resources	74,987.55	63,341.68
Medical	45,624.37	22,251.61
Higher Education	12,258.91	10,817.38
Other Projects	52,261.01	34,136.78
NABARD Project	12,741.68	13,304.82
Loan to KINFRA written off Direct project cost (Refer Note 19.4)	4,055.64	-
Provision for conversion of loan into Non income generating project(incl accrued interest) (Refer Note 19.5)	39,384.84	-
Centage/ Additional Centage	7,535.74	11,020.46
Allocation of Expenses towards Projects	11,911.60	6,902.26
	4,69,977.35	**5,98,880.54**

19.1 Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications/approval of claim by the management. Centage are allocated to project cost based on Government Order and General body approval.

19.2 Expenses towards Projects includes expenses directly attributable to projects such as Technical Resource Centre expenditure, Detailed Project Report support services, Independent quality audit & design review charges, Land Acquisition unit expenses, Testing equipment's and Centage /additional centage charges which are allocated to cost of projects. However, the same are pending to be allocated to individual projects as at 31.03.2023 from the inception.

19.3 Government of Kerala has entrusted KIIFB the work of providing the entire cost of infrastructure facility to the programmes in connection with the first anniversary celebrations of the Government 'Ente Keralam' being arranged by The Information & Public Relations Department vide GO No.4/2022/I&PRD dated 18.02.2022.

Allocation of Expenses towards Projects includes cost incurred towards 'Ente Keralam' program during the period is Rs.5,203.37 Lakhs , which consists of payments made to Indian Institute of Infrastructure & Construction (IIIC) of Rs.2,572.09 Lakhs (which is government owned institution as per GO), Kerala State Industrial Enterprise Ltd of Rs.1,380.74 Lakhs, Global Kerala Initiative of Rs.1,030.29 Lakhs and Other Parties Rs.220.25 Lakhs which are direct expenses to be capitalised.

The above agencies (including IIIC which is a government owned institute as per GO 95/2019/LBR dt.24.10.2019) have been appointed on nomination basis by the CEO pending to be ratified by the general body. Payments for each activity has been preapproved by the media cell and such payments are duly authenticated by media cell based on requisite documentation authenticating supply / service received. Due to practical difficulties arising out of urgency of works, issue of work orders to the nominated agencies has been done after completion of work and receipt of invoices in many cases. The expenditure incurred aggregating to Rs.5,203.37 Lakhs is therefore proposed to be approved by the board in ensuing meeting, being not covered by the budget.

19.4 Loan converted to project cost referred to an amount of Rs.4,055.64 Lakhs as per approval of GoK vide Order no.8/2023/ID dated 09.02.2023 which relates to loan given to State Government controlled entity - M/s Kerala Industrial Infrastructure Development Corporation.

19.5 At the meeting of CEO, Principal Secretary of Industries department and KSIDC officials held on 24.06.2023 it was decided to place before the general body of KIIFB, in respect of the cost incurred on project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan upto 31.03.2021, a proposal for conversion of this project which was hitherto treated as revenue generating, into non -revenue generating project. Consequent to this the cost incurred as above would turn out to be irrecoverable. The total cost of Rs.39,384.84 Lakhs has been fully provided for and transferred to project cost in the accounts in anticipation and subject to approval of the general body of KIIFB and GoK Order. No interest has been recognised on the project subsequent to 31.03.2021 pending implementation of a resolution plan. As per the minutes of the said meeting, if any commercial consideration is received on disposal of land, such sums shall be remitted to KIIFB towards the above loan and on receipt basis such sum shall be treated as revenue.

Note - 20

Employee Benefit Expenses	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Salary, Wages & Allowances	647.76	646.85
Employers Contribution to various Fund	4.11	8.54
Other Employee Expenses	103.92	71.56
Total	**755.79**	**726.95**

20.1 The employees in KIIFB working on contract basis do not come under the purview of the Central Provident Fund and Gratuity rules for compulsory remittance of PF and Gratuity contributions. Other than through cadre posts, deputation or direct contract, KIIFB has an arrangement for obtaining necessary outsourced services through CMD. Hence the provisions of the CPF and Gratuity Act/Rules are currently not applicable to KIIFB.

Note - 21

Finance Cost	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Guarantee Commission (GOK)	13,085.44	9,591.55
Interest on Loan from Banks and Financial Institution	98,442.76	54,391.43
Interest on Masala Bond	20,904.78	20,904.78
Interest on KSFE Bond	6,202.47	4,148.53
Interest on Loan from KNRKWB	2,907.73	2,264.35
Other Interest and Finance Charge	153.30	146.37
Total	**1,41,696.48**	**91,447.01**

Note - 22

Other Expenses	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Technical & Consultancy Charges	1,403.11	1,127.23
Professional Fee	252.70	204.83
Promotional Expenses	661.03	907.90
Meeting and Conference Expense	24.58	6.77
Repairs and Maintenance	41.28	4.41
Electricity & Water Charges	19.99	12.61
Rent and Utility Charges	261.67	228.03
Telephone & Internet Charges	4.46	5.21
Vehicle Hire Charges	145.06	101.56
Printing and Stationery	16.66	15.34
Miscellaneous Expense	22.86	48.61
Provision for TDS Asset FY 2019-20 (refer Note 22.4 below)	375.77	
Fixed Assets Written Off	-	11.73

Receivable Written Off (refer Note 22.3 below)	164.56	-
Payments to the auditor (Refer Note 22.1 below)	18.17	12.69
GST on Reverse charge mechanism	311.35	290.48
Rates and Taxes	-	4.15
Software Charges	124.62	111.73
KSFE Software operating and hosting charges	1,289.24	986.16
Total	**5,137.11**	**4,079.44**

22.1 Details of Payments to the Auditor **Amount in Rs.**

Particulars	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Statutory Audit fees	11.87	8.64
Special Purpose Audit Fee	1.50	-
Tax Audit fees	0.50	1.00
Other taxation services	4.00	3.05
Other certification services	0.30	-
Total	**18.17**	**12.69**

22.2 Expenditure incurred under various expenses heads includes an amount aggregating to Rs.7,041.70 Lakhs being the actual expenditure incurred in excess of the operational budget approved in the general body for the FY 2022-23 which is to be approved/ratified in the General Body of KIIFB to be held for approval of accounts for the year. The details are given below.

Head of Account	Actual (I)	Budget- (II)	Excess-(III)
Salary & allowances	739.68	726.50	13.18
TRC Expenses	3,564.98	2,250.17	1,314.81
Repairs & maintenance	41.28	4.26	37.02
Training expenses	2.13	-	2.13
Misc administrative expe	6,734.42	1,059.86	5,674.56
Total	**11,082.49**	**4,040.79**	**7,041.70**

22.3 Receivable written off includes an amount of Rs.140.96 Lakhs related to C-DIT (GoK Body) which was pending reconciliation for long period has been written off to P&L A/c of the period, since efforts put in for such reconciliation did not yield any positive outcome.

22.4 TDS amount on the Interest income from bankers of Rs.375.77 Lakhs being difference noted in prior years between the books of accounts and Form 26AS(being higher amount in books) has been provided for since the efforts put in does not yield any positive outcome.

Note - 23

Prior Period Item	**For the year ended 31.03.2023**	**For the year ended 31.03.2022**
Prior Period Income -		
Reimbursement of Expenses incurred on behalf of KIFML	-	46.89
Rent Deposit	-	8.36
Interest income on TDS credit reconciliation	-	322.43
Prior Period Expenditure -		
Advertisement & Promotion Expenses	-	330.41
Software Subscription and Manpower Cost	25.78	-
Rental Charges	0.55	22.47
Salaries and Allowances	-	9.86
Professional & Consultancy Expenses	-	41.50
Other Administrative Expenses	-	8.13
Total	**(26.33)**	**(34.69)**

Note - 24

During the year, KIIFB had incurred an expenditure of Rs.1,289.24 Lakhs for operating, hosting and value adding charges of KSFE Pravasi chitty software which includes mostly payments made to outsourced agency which are supported by invoices of intermediaries and invoices of end service providers have been furnished to KIIFB on sample basis. The aggregate maintenance expenditure for a period of 3 years from 2020-21 to 2022-23 amounts to Rs.3,103.59 Lakhs against the original cost of Rs.3,037.94 Lakhs(Gross carrying value). In accordance with the Memorandum of Agreement (MoA) entered into between KIIFB and KSFE, the parties shall enter into a separate agreement covering the terms of repayment of the expenses incurred by KIIFB towards development of the Pravasi Chitty software and incidental charges. According to the management, though the software is being used by KSFE, the ownership is vested with KIIFB and entire economic benefits of the scheme are shared by KIIFB also, as envisaged in MoA. Due to the on going development activity, the separate agreement for recovery is pending to be executed. At this stage, the cost for development of software is treated as intangible asset based on consideration and approval of proposal by KIIFB and other operating, hosting and value adding charges are charged to P&L. The effective control of the above software vests with KIIFB. The management does not expect any impairment loss in the value of software considering the pendency of execution of agreement with KSFE for recovery of cost. Management intends to take up the matter regarding recovery of capital cost and operating cost of software incurred from inception with KSFE at the time of finalisation and entering into agreement as noted above.

Note - 25

KIIFB has put in place a system/process of computation of Asset Liability Management. A detailed external review of the ALM system was conducted by independent IT consultants to assess the functionality and management of financial risk of KIIFB and to conduct a comprehensive scenario-based testing of the ALM System to ensure its robustness on 15.02.2022. The observations of the reviewers was duly considered by the management of KIIFB at the meeting held on 15th February 2022 and the status of ALM was taken note of by the General Body. The ALM model is placed for overseeing and monitoring at the periodical meetings of the Fund Trustee and Advisory Committee (FTAC) of KIIFB which comprises of eminent financial experts of the country having rich and wide experience in the field of financial management. The committee reviews the sound functioning of the ALM Model and it has found to be properly in place to safeguard the best interest of KIIFB.

Note - 26

Commitments - KIIFB sponsored the Kerala Infrastructure Fund (KIF) as AIF (Alternate Investment Fund) registered with SEBI in April 2019. As per SEBI regulations, the sponsor of the fund must commit a minimum of 2.5% or Rs. 5 crores of the fund size and maintain the said minimum amount as continuing interest of the sponsor towards sponsor's commitment, as required under Regulation 10(d) of the AIF regulations, during the term of the Fund. As per the draft PPM submitted to SEBI, the Fund size of KIF is indicated as Rs 3000 Cr (Rs. 1500 crore with green shoe option of Rs. 1500 crore).

The General Body has decided the capital commitment as 10% of the fund size subject to a maximum of Rs 300 crores.

Note - 27

27.1 Reconciliation of Form 26 AS (as per Income Tax Act,1961) and Book of accounts - Interest income as per Form 26 AS is higher by Rs.277.32 Lakhs with respect to a particular bank which is primafacie noted to be duplication of entry in Form 26 AS which is subject to reconciliation. TDS portion of the same was also not taken credit for in books of accounts due to above mismatch.

Note - 28

Contingent Liability

28.1 During the previous year Income tax demand of Rs 112.57 Lakhs was raised for AY 2018-19 under limited scrutiny assessment disallowing the carried forward business loss of Rs.203.46 Lakhs for the A.Y.2014-15 against which appeal has been filed with higher authorities and is pending disposal. The demand amount of Rs 32.25 Lakhs is on account of erroneous computation in the assessment order for which rectification has been filed and has not been paid or provided for in positive anticipation of a favourable order. The balance demand of Rs 80.33 Lakhs has been paid and written off to Profit & Loss account in the previous year though the matter has been contested on appeals before higher authorities as stated above on a due consideration of the grounds of appeal.

Income Tax Department has adjusted the said demand amount (Rs.112.57 Lakhs) against the Refund due for AY 2019-20 which has resulted in double payment to the extent of Rs 80.33 Lakhs already remitted as stated as above . KIIFB is in the process of taking steps for recovery of said refund amount by filing a refund reissue application with the department. The entire amount has been carried forward under Refund due from the department in Note 11.

28.2 Income tax demand of Rs.190.30 Lakhs (including interest for delayed payment) has been raised by the DCIT -TDS u/s.201 of the Act on KIIFB by treating it as an assessee in default for non-deduction /delay in the remittance of TDS on works bills raised by contractors on SPVs/Advance payments to SPVs on the above account. The management is of the firm view that there is no liability for tax deduction in the hands of board as the privity of contract under Section 194C is between the awarder of the work (SPV) and contractor and hence TDS provisions under Chapter XVIIB are not applicable to KIIFB on such payments. The person responsible for such payment including TDS thereon is the SPV u/s 204 of the Income Tax Act is only the SPV who has awarded the work to the contractor and in whose name the work bill has been raised by contractors. KIIFB has obtained legal opinion from Senior advocate of repute on the above matter. KIIFB has also obtained stay order from Hon'ble High Court of Kerala on a writ petition filed for an interim period of six months and steps are under way to further extend the stay .The balance amount of demand has not been provided for in the accounts in positive anticipation of a favourable order on disposal of the writ petition on merits.

28.3 Demands raised for the AY 2020-21 vide order u/S.143(3) dt.27.9.22 and AY 2021-22 vide order u/S.143(3) dt.20.12.22 on completion of scrutiny assessment aggregating to Rs.1,292.01 Lakhs (Rs.79.59 Lakhs for AY 20-21 {considering the rectification order u/S.154 of the Act dt 15.03.23} and Rs.1,212.42 Lakhs 21-22) has been contested on appeals filed with appellate authorities. Since the demands have arisen on account of wrong interpretation/invocation of the provisions of Section 69C of the Income Tax Act, 1961 the amount is not considered payable by the management and not provided for quite hopeful of favourable outcome of the appeal filed.

28.4 Invoices raised by the Vendor pending approval by the management : M/s RITES, the consultant engaged during the year for independent quality review, design review, consultancy and providing assistance in empanelment of supervision consultants has raised a total claim of Rs.1,060.69 Lakhs which is pending to be approved/accepted by KIIFB as on date and hence represent claims not acknowledged as debt by KIIFB and hence not provided for. The amount is reckoned as contingent liability at this stage and would be accounted for as and when approved /accepted by KIIFB. In addition to the above, an amount of Rs 211.17 Lakhs for which claims were not accepted by KIIFB in respect of which credit note is not raised by the party. Out of the above an amount of Rs.135.30 Lakhs is more than one year for which credit note is pending to be raised by the party.

Note - 29

Related Party Disclosures in accordance with AS-18

Name of the Related Party	Nature of relationship	Nature of Transaction	For the year ended 31.03.2023	For the year ended 31.03.2022
Dr. K.M. Abraham, CFA, IAS	CEO and Member Secretary	Salary	42.49	40.18
Shri. Vikramjit Singh, IPS (upto May 2022)	Deputy Managing Director	Salary	2.88	28.22
Shri. K.P.Purushothaman	Executive Director	Salary	31.16	16.5
Shri. Satyajit Rajan, IAS	Additional CEO	Salary	34.97	26.37
KIIFCON	Wholly owned Subsidiary Company	Carrying value of Investment	258.07	0
		Balance outstanding (Receivable)	72.48	0
Kerala Infrastructure Fund Management Limited (KIFML)	Associate company	Reimbursement of Expense	3.54	50.43
		Balance outstanding (Receivable)	63.68	50.43
		Carrying Value of Investment	167.45	167.45

Note - 30

Segment Reporting

KIIFB is operating only in one segment in providing funds for investment for critical and large infrastructure projects in the State of Kerala and hence there are no other separate reportable business and geographical segment.

Note - 31

Internal Audit System - During the current reporting year, concurrent internal audit has been completed up to Q4. Risk Based Internal Audit: 14 out of 15 areas in multiple frequencies has been completed as per the Audit Plan. Final Internal Audit Report up to Concurrent Audit Q2 and 7 Reports of RBIA has been issued as approved by the Internal Audit Management Committee. The matters stated in the audit report has been duly considered for making required/necessary adjustments in the books of accounts and also for preparation of financial statements.

Note - 32

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date :

AUDITOR'S REPORT
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 2/9/2023

Note 7

Property, Plant and Equipment and Depreciation Statement For the period 01-04-2022 to 31-03-2023

PARTICULARS		GROSS BLOCK					DEPRECIATION/AMORTISATION					NET BLOCK	
SL. No.	ITEM	As on 01.04.2022	Additions		Sale/ Adjustment during the period	Total As on 31.03.2023	Rate %	As on 01.04.2022	For the Period	Sale/ Adjustment during the period	Up to 31.03.23	WDV As On 31.03.2023	WDV As On 31.03.2022
			Before 03.10.2022	on/After 03.10.2022									
A	**Tangible Asset**												
1	Air Cooler	0.05	-	-	-	0.05	10.00	0.05	-	-	0.05	-	-
	(Previous Year)	*(00.05)*	-	-	-	*(00.05)*		*(00.05)*	-	-	*(00.05)*	-	-
2	Computer	212.84	25.10	12.74	-	250.68	10.00	156.27	35.22	-	191.49	59.19	56.57
	(Previous Year)	*(205.33)*	-	*(07.86)*	*(00.35)*	*(212.84)*		*(120.94)*	*(35.33)*	-	*(156.27)*	*(56.57)*	*(84.39)*
3	Communication Equipme	3.78	-	0.28	-	4.06	10.00	3.52	0.16	-	3.68	0.38	0.26
	(Previous Year)	*(03.78)*	-	-	-	*(03.78)*		*(03.35)*	*(00.17)*	-	*(03.52)*	*(00.26)*	*(00.43)*
4	Furniture & Fittings	64.74	9.28	3.21	-	77.23	10.00	18.92	5.67	-	24.59	52.64	45.82
	(Previous Year)	*(53.22)*	*(11.69)*	*(05.08)*	*(05.25)*	*(64.74)*		*(13.53)*	*(05.39)*	-	*(18.92)*	*(45.82)*	*(39.69)*
5	Photostat Machine	1.72	-	-	-	1.72	10.00	1.61	0.05	-	1.66	0.06	0.11
	(Previous Year)	*(01.72)*	-	-	-	*(01.72)*		*(01.53)*	*(00.08)*	-	*(01.61)*	*(00.11)*	*(00.19)*
6	Printer	4.81	0.64	1.31	-	6.76	10.00	3.15	1.18	-	4.33	2.43	1.66
	(Previous Year)	*(03.34)*	*(00.14)*	*(01.81)*	*(00.48)*	*(04.81)*		*(02.33)*	*(00.82)*	-	*(03.15)*	*(01.66)*	*(01.01)*
7	Plant & Machinery	258.76	20.28	0.68	-	279.72	10.00	91.93	28.12	-	120.05	159.67	166.83
	(Previous Year)	*(258.76)*	-	-	-	*(258.76)*		*(62.49)*	*(29.44)*	-	*(91.93)*	*(166.83)*	*(196.27)*
8	Electrical Equipment	18.51	-	1.52	-	20.03	10.00	6.50	1.28	-	7.78	12.25	12.01
	(Previous Year)	*(21.93)*	*(02.24)*	-	*(05.66)*	*(18.51)*		*(04.54)*	*(01.96)*	-	*(06.50)*	*(12.01)*	*(17.39)*
9	Vehicle	69.61	-	-	-	69.61	10.00	29.21	6.06	-	35.27	34.34	40.40
	(Previous Year)	*(69.61)*	-	-	-	*(69.61)*		*(22.08)*	*(07.13)*	-	*(29.21)*	*(40.40)*	*(47.53)*
10	Computer & Accessories	153.63	2.55	15.75	-	171.93	10.00	87.18	30.74	-	117.92	54.01	66.45
	(Previous Year)	*(128.70)*	*(24.93)*	-	-	*(153.63)*		*(42.89)*	*(44.29)*	-	*(87.18)*	*(66.45)*	*(85.81)*
11	Interior Decoration	90.66	26.98	29.29	-	146.93	10.00	26.07	10.62	-	36.69	110.24	64.59
	(Previous Year)	*(102.03)*	-	-	*(11.37)*	*(90.66)*		*(17.63)*	*(08.44)*	-	*(26.07)*	*(64.59)*	*(84.40)*
	TOTAL	**879.11**	**84.83**	**64.78**	-	**1,028.72**		**424.41**	**119.10**	-	**543.51**	**485.21**	**454.70**
		(848.47)	*(39.00)*	*(14.75)*	*(23.11)*	*(879.11)*		*(291.36)*	*(133.05)*	-	*(424.41)*	*(454.70)*	*(557.11)*
B	**Intangible Asset**												
1	Software for KSFE Pravasi Chit	1,847.51	-	-	-	1,847.51	10.00	1,045.19	200.58	-	1,245.77	601.74	802.32
	(Previous Year)	*(1847.51)*	-	-	-	*(1847.51)*		*(777.75)*	*(267.44)*	-	*(1045.19)*	*(802.32)*	*(1069.76)*

2	Software TRC	185.31	-	73.71	-	259.02	10.00	78.24	35.98	-	114.22	144.80	107.07
	(Previous Year)	*(130.23)*	*(55.08)*	-	-	*(185.31)*		*(42.55)*	*(35.69)*	-	*(78.24)*	*(107.07)*	*(87.68)*
3	Other Software	92.76	11.78	-	-	104.54	10.00	57.92	11.66	-	69.58	34.96	34.84
	(Previous Year)	*(92.76)*	-	-	-	*(92.76)*		*(46.31)*	*(11.61)*	-	*(57.92)*	*(34.84)*	*(46.45)*
4	Expenses on Issuance of Masala Bond	2,473.14	-	-	-	2,473.14	10.00	1,487.95	494.63	-	1,982.58	490.56	985.19
	(Previous Year)	*(2473.14)*	-	-	-	*(2473.14)*		*(993.32)*	*(494.63)*	-	*(1487.95)*	*(985.19)*	*(1479.82)*
5	Expenses on issue of KSFE Bond	1,190.43	-	-	-	1,190.43	10.00	750.74	238.09	-	988.83	201.60	439.69
	(Previous Year)	*(1190.43)*	-	-	-	*(1190.43)*		*(512.65)*	*(238.09)*	-	*(750.74)*	*(439.69)*	*(677.78)*
	TOTAL	**5,789.15**	**11.78**	**73.71**	**-**	**5,874.64**		**3,420.04**	**980.94**	**-**	**4,400.98**	**1,473.66**	**2,369.11**
		(5734.67)	*(55.08)*	-	-	*(5789.15)*		*(2372.58)*	*(1047.46)*	-	*(3420.04)*	*(2369.11)*	*(3361.49)*
	TOTAL	**6,668.26**	**96.61**	**138.49**	**-**	**6,903.36**	**-**	**3,844.45**	**1,100.04**	**-**	**4,944.49**	**1,958.87**	**2,823.81**
		(6582.54)	*(94.08)*	*(14.75)*	*(23.11)*	*(6668.26)*	-	*(2663.94)*	*(1180.51)*	-	*(3844.45)*	*(2823.81)*	*(3918.60)*

Note 7.1 The management estimates that the future economic benefit from the expenditure towards issue of Masala Bond and issue of KSFE Bond will accrue to the Board over the period of the Bond being 5 years. Accordingly, such expenditure are treated as Intangible Asset and amortised over 5 years.

7.2 The property, plant and equipment and the intangible assets are purchased using the corpus fund received. However, the amount is not deducted from the gross value of assets or no separate deferred income is recognised for an amount equivalent to the cost of asset in accordance with AS-12 Accounting for Government Grants, since the break up details of assets acquired out of corpus fund/loans have not been maintained.

7.3 The system of maintenance of a formal Fixed Asset register showing full particulars of assets in various locations and physical verification of fixed assets is in the process of implementation. Physical verification of fixed assets and reconciliation of values with asset register is pending to be done and adjustments if any required on such verification would be made in the succeeding year on completion of this process. Based on the management assessment of the internal controls in place over physical possession and available records regarding details of fixed assets, no material discrepancies are expected to arise on physical verification of fixed assets.

7.4 The Gross carrying value and net carrying value of intangible asset towards software for KSFE pravasi Chitty and issue expenses amounts to Rs. 3,037.94 Lakhs and Rs. 803.34 Lakhs respectively. Revenue expenses incurred towards software maintenance charges during the reporting period amounts to Rs. 1,289.24 Lakhs (cumulatively over the period amounts to Rs.3,103.59 Lakhs). The actual borrowing infused is Rs. 91,113 Lakhs only and is perpetually growing. The management estimates no impairment in the value of the asset considering the benefits out of the borrowing by issue of bonds to KSFE at reasonable rate of interest and further towards recovery of cost as per terms of MoA between KIIFB and KSFE.Accordingly the value in use as per management is sufficient to cover the net carrying value of asset. The higher expenditure on maintenance is explained by the management to be on account of substantially higher utilisation capacity of the software, as compared to its actual use/exploitation.

Varma & Varma
Chartered Accountants

LIMITED REVIEW REPORT

To the General Body of Kerala Infrastructure Investment Fund Board

1. We have reviewed the accompanying unaudited balance sheet of Kerala Infrastructure Investment Fund Board (hereinafter referred to as 'KIIFB') as at September 30, 2023 and the related unaudited Statement of Profit & Loss for the three month period then ended, year to date cash flow statement and notes to accounts (hereinafter referred to as 'interim financial information') being submitted by KIIFB pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with AS 25 – Interim Financial Reporting issued by the Institute of Chartered Accountants of India. Our responsibility is to issue a report on this interim financial information based on our review.

Scope of Review

3. We conducted our review of the interim financial information in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis for Qualified Conclusion

4.

(i) As stated in Note No.11 to the accounts, the Government of Kerala vide G.O 2/2023/I&PRD dated 09.03.2023 has entrusted KIIFB to incur infrastructure and media publicity cost of "Ente Keralam' activities. The "*Ente Keralam*" program expenses amounting to Rs.6,738.56 lakhs (including estimated provision of Rs.338.17 lakhs) was incurred in quarter ended 30.06.2023 through external agencies (Kerala State Industrial Enterprises Limited, Global Kerala Initiative - GKI, Indian Institute of Infrastructure & Construction referred to as IIIC all of which are government owned or controlled entities, as explained to us) to whom the activities/functions were outsourced by KIIFB. The invoices of end service providers were available only to the extent of Rs.4538.86 lakhs out of Rs. 6400.39 lakhs (excluding provision) w.r.t IIIC and KSIE and the management has explained that steps are taken to obtain invoices of other end service providers. On verification of records, administration and facilitation charges paid to the external agency -IIIC is noted to be 20% which amounts to Rs. 506.81 lakhs and KSIE has raised invoice at 4% higher on procurement cost which amounts to Rs.55.96 lakhs and with respect to other agency such charges is not correctly ascertainable from the invoices furnished. Moreover, such outsourced agencies have been engaged by the CEO on nomination basis (single quote) which is pending to be ratified by the General Body. The above expenses have been treated as a part of project cost debited to P&L account of quarter ended

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30.06.2023 and year to date figures of quarter ended 30.09.2023 on account of which in the opinion of management, no specific budget provision is required.

(ii) As stated in Note No.12 to the accounts, the invoices of end service providers in respect of expenditure for Rs.205.31 lakhs (year to date of Rs.435.17 lakhs) incurred through external agencies (a Government PSU - KSIE Limited) to whom the activities for server hosting and licence renewal charges of KSFE Pravasi software have been outsourced by KIIFB on nomination basis (single quote) were not available for verification. KSIE is seen raised invoice on KIIFB at amounts higher by 10% on procurement cost invoiced by first level service provider. The aggregate expenditure on operating cost incurred as above through KSIE Ltd from the year 2020-2021 to 30.09.2023 amounts to Rs.3,561.24 lakhs against the gross cost of acquisition/development of software of Rs.3,037.94 lakhs. In terms of the MoA between KIIFB and KSFE dt.01.06.2019, a separate agreement is to be entered into between the parties for recoupment/reimbursement of the total cost on the software by KSFE to KIIFB which is pending to be executed and this matter needs urgent attention.

In view of the facts and circumstances mentioned above, we are not able to express our opinion on the veracity of expenses incurred during the period dealt with in Para (i) and (ii) above.

Qualified Conclusion

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, with the exception of the matter described in the preceding paragraph 4, nothing has come to our attention that causes us to believe that the accompanying interim financial information, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

6. We draw attention to the following matters stated in notes to accounts :

(i) Note No 3 to the accounts that the figures for financial results of Statement of profit & loss, Balance sheet and Cash Flow Statement for the quarter ended and year to date September 30, 2022 were prepared by the management and have not been subjected to limited review since the requirement of submission of quarterly financial results is applicable only from quarter ended June 30, 2023.

(ii) Note No 5 to the accounts that Interest income recognised during the quarter includes an amount of Rs.1,100.01 Lakhs (year to date of Rs 2103.37 Lakhs) on which 40% stage of disbursement has not been exceeded as per the terms of tripartite agreement for the project. In the absence of separate loan agreement interest on such borrowing has been recognised based on rates charged on comparable loan agreements with other borrowers (at rates of Average Cost of Domestic Borrowings) or at rates agreed upon at the time of sanction of the loan which is lower than average cost of domestic borrowings.

(iii) Note No 6 to the accounts that Interest income has been recognised on revenue generating projects in cases where there has been certain delays on implementation of the projects financed by such loans to SPVs and according to the management payment of interest is not contingent on the project earning any revenue. And also that certain inherent delays which have occurred during implementation stage of infrastructure projects does not have adverse effect on the recovery of loans granted considering the operational model of KIIFB and these loans are expected to be recovered from SPVs which are all government owned or controlled agencies and hence considered by the management as good and recoverable.

(iv) Note No. 9.1 to the accounts, wherein based on the projects having lower commercial viability, certain project costs of Rs. 17,737.45 Lakhs and interest accrued amounting to Rs. 2,540.36 Lakhs has been provided for and debited to P&L account in the books of account in half year period as Provision for conversion of Loan to non income generating project. The above decision is approved/ratified by the General Body meeting held on 02-09-2023, however signed copy of the minutes is pending to be received and formal approval of Government of Kerala is also pending to be obtained on the above matter.

(v) Note No 10 to the accounts stating that the balances shown under statutory contribution receivable from GoK of Rs.9,43,625.48 lakhs is considered good and recoverable by the management. According to the management there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 (amended by act of 2016) as such amounts are expected to be recouped from the statutory contribution receivable in future.

Our conclusion is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

Note No 17 to the accounts on the rupee denominated borrowings shown under Liabilities in the said Balance sheet which represent external borrowings under Masala Bonds availed by KIIFB, in the year 2018-2019 and outstanding on 30th September 2023, which are fully secured by the sovereign guarantee issued by the Government of Kerala and have the required approval of the Reserve Bank of India under the Foreign Exchange Management Act 1999. As explained to us by the management of KIIFB, on other legal issues relating to the said borrowings, as per the legal opinion received from a renowned jurist and legal expert, the issue of Masala bonds made for the borrowings by KIIFB as above, is neither illegal nor is in violation of any law, which, being a legal matter, no conclusion is expressed thereon.

For Varma and Varma
Chartered Accountants
FRN.004532S

Rajeev.R.
Partner
Membership No.211277
UDIN: 23211277BGSAFL2520

Place : Thiruvananthapuram
Date : 13.11.2023

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Unaudited Balance Sheet as at 30.09.2023

Rs. In Lakhs

	Particulars	As at 30.09.2023 Unaudited	As at 30.09.2022 Unaudited	As at 31.03.2023 Audited
I.	**EQUITY AND LIABILITIES**			
1	Initial Corpus Fund	2,82,049.28	2,82,049.28	2,82,049.28
2	Corpus Fund - Revolving (shown on the asset side)	-	-	-
3	**Non-current liabilities**			
	(a) Long-term borrowings	15,06,460.57	15,76,913.25	14,32,257.88
	(b) Deferred tax liabilities (Net)	682.79	366.12	368.79
	(c) Other Long term liabilities	4,273.11	3,894.68	5,401.25
4	**Current liabilities**			
	(a) Short-term borrowings	3,76,159.07	-	3,44,923.44
	(b) Other current liabilities	20,203.49	29,734.51	17,058.86
	Total	**21,89,828.31**	**18,92,957.84**	**20,82,059.50**
II.	**ASSETS**			
1	**Non-current assets**			
	(a) Property, plant and equipment and Intangible Asset			
	(i)Tangible assets	453.11	484.66	485.21
	(ii)Intangible assets	1,009.63	1,908.33	1,473.66
	(b) Non-current investments	425.52	167.45	425.52
	(c) Long-term loans and advances	5,47,874.08	5,15,367.08	4,86,946.01
	(d) Statutory contribution receivable from GoK -Non current	6,62,850.48	5,14,746.24	4,97,106.59
	(e) Other Non Current Assets	6,251.03	21,920.28	5,981.87
2	**Current assets**			
	(a) Current investments	1,16,473.74	60,000.00	1,05,175.02
	(b) Cash and cash equivalents	5,01,246.40	6,58,528.62	5,92,470.47
	(c) Short term loans and advances	64,494.80	7,423.97	1,05,791.71
	(d) Statutory contribution receivable from GoK -Current	2,80,775.00	53,547.72	2,80,900.00
	(e) Other current assets	7,974.52	58,863.49	5,303.44
	Total	**21,89,828.31**	**18,92,957.84**	**20,82,059.50**
	Notes forming part of unaudited financial statements	**1-17**		

The accompanying notes form an integral part of the unaudited financial statements

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 13.11.2023

Report on Limited Review
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

Rajeev.R.
(Partner)
M.No. 211277

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Unaudited Statement of Profit and Loss for the Quarter and year to date ended 30.09.2023

Rs In Lakhs

Particulars	Three months ended			Year to date for current period	Year to date for previous period	Year ended
	30-09-2023	30-09-2022	31-03-2023	30-09-2023	30-09-2022	31-03-2023
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
I. Revenue:						
i) Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	1,18,328.12	1,06,635.89	1,40,940.91	2,95,809.63	2,36,726.24	4,69,977.35
ii) Interest income from financial assistance for revenue generating projects	13,757.99	11,426.52	12,838.59	26,665.28	22,350.82	46,541.05
iii) Interest income from deposits and investments	3,362.24	3,147.26	5,029.24	7,186.19	5,274.53	16,518.73
iv) Other income	0.95	255.16	1.52	18.59	375.03	328.30
Total Revenue (I)	**1,35,449.30**	**1,21,464.83**	**1,58,810.26**	**3,29,679.69**	**2,64,726.62**	**5,33,365.43**
II. Expenses:						
i) Financing of direct cost of projects -Out of Corpus Fund	1,18,328.12	1,06,635.89	1,40,940.91	2,95,809.63	2,36,726.24	4,69,977.35
ii) Employee benefits expense	187.95	174.58	215.27	374.47	324.72	755.79
iii) Finance costs	44,118.67	34,513.97	39,662.03	85,679.53	63,835.83	1,41,696.48
iv) Depreciation and amortisation expense	255.89	286.13	279.55	511.48	554.00	1,100.04
v) Other expenses	2,082.83	942.07	1,133.74	5,919.03	1,533.25	5,137.11
Total expenses (II)	**1,64,973.46**	**1,42,552.64**	**1,82,231.50**	**3,88,294.14**	**3,02,974.04**	**6,18,666.77**
III. Profit / (Loss) (I- II)	(29,524.16)	(21,087.81)	(23,421.24)	(58,614.45)	(38,247.42)	(85,301.34)
Prior Period Item			349.99	-		(26.33)
Profit / (Loss) after prior period item	(29,524.16)	(21,087.81)	(23,071.25)	(58,614.45)	(38,247.42)	(85,327.67)
IV. Tax expense:						
(1) Current tax						
(2) Tax for Earlier years						
(3) Deferred tax(Expense)/Income	(157.86)	(1.34)	(188.68)	(314.01)	(2.68)	(5.35)
Less : Statutory contribution from GoK under Corpus fund utilised to meet the net loss (deficit from operations)for the period in P& L account transferred	29,682.02	21,089.15	23,259.93	58,928.46	38,250.10	85,333.02
V. Net Profit / (Loss) for the period	-	-	-	-	-	-

Notes forming part of unaudited financial statements 1-17

The accompanying notes form an integral part of the unaudited financial statements

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 13.11.2023

Report on Limited Review

As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

Rajeev.R.
(Partner)
M.No. 211277

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Unaudited Cash Flow Statement for the half year ended 30.09.2023

(Rs in Lakhs)

Particulars	Year to date for the period ended 30.09.2023 Unaudited	Year to date for the period ended 30.09.2022 Unaudited	Year to date for the period ended 31.03.2023 Audited
A. Cash flow from operating activities			
Profit before income tax	(58,614.45)	(38,247.42)	(85,327.67)
Adjustments for:			
Depreciation and amortisation expense	511.48	554.00	1,100.04
Interest income	(33,851.47)	(27,625.34)	(63,059.78)
Finance Cost	85,679.52	63,835.83	1,41,696.48
Fixed Assets Written off	-	-	-
Provision for conversion of loan into Non income generating project(incl accured interest)	20,277.81	-	39,384.84
Loan Asset converted to non income generating project- KINFRA	-	-	4,055.64
Receivable Written off	-	-	164.56
Provision for TDS Asset FY 2019-20	-	-	375.77
Sundry Balances written back	-	-	-
Provision for Standard Asset	2,450.32	-	-
Operating profit / (loss) before working capital changes	**16,453.21**	**(1,482.93)**	**38,389.88**
Changes in working capital:			
Adjustments for (increase) / Decrease in operating assets:			
Loans and Advances	102.65	68,211.84	17.98
Financial assistance made to Revenue Generating Projects	(15,796.65)	(28,425.52)	(45,998.59)
Other Non Current and Current Assets	(2,681.77)	(69,238.93)	(368.67)
Adjustments for increase / (Decrease) in operating liabilities:	-	-	-
Other Current/Non current Liabilities	(1,67,973.93)	(1,27,176.28)	(2,148.61)
Net Changes in working capital:	(1,69,896.49)	(1,58,111.82)	(10,108.01)
Cash generated from operations			
Net income tax (paid) / refunds	(1,69,896.49)	(1,58,111.82)	(10,108.01)
Net cash from/ (used in) operating activities (A)	(258.46)	-	713.56
	(1,70,154.95)	**(1,58,111.82)**	**(9,394.45)**
B. Cash flow from investing activities			
Purchase of PPE (including changes in CWIP)	(15.33)	(123.16)	(235.10)
(Purchase)/ disposal proceeds of Investments	-	-	(258.07)
Sale proceeds of PPE	-	-	-
Interest income received out of fixed deposit	7,186.19	5,274.53	16,518.73
Investment in Govt Securities	(11,298.71)	-	(45,175.02)
Net cash from/ (used in) investing activities (B)	**(4,127.85)**	**5,151.37**	**(29,149.46)**
C. Cash flow from financing activities			
Loans from :-			
(i) Banks and Financial Institutions	92,000.22	2,87,961.36	4,73,204.78
(ii) Bonds	15,387.00	13,577.00	26,433.00
(iii) Pravasi Dividend Scheme	2,680.86	1,482.56	3,520.62
(iv)Green Domestic Bond	30,002.00	-	-
Loans repaid during the period	(34,631.76)	(77,081.20)	(93,967.60)
Statutory contribution from GoK	1,86,986.15	1,78,228.57	2,47,876.35
CSR and PTA fund	(94.39)	334.49	436.30
Recoupment by way of Statutory contribution from Govt of Kerala from Corpus Fund for direct project cost (other than NABARD)	(2,92,319.52)	(2,35,266.13)	(4,61,291.31)
Interest received during the period from Deposits made out of corpus fund	2,267.36	292.12	1,163.71
Finance cost paid	84,310.91	62,078.25	(1,34,962.15)
Fund utilised for NABARD Projects	(3,490.10)	(1,460.11)	(12,741.68)
Net cash from/ (used in) financing activities (C)	**83,058.73**	**2,30,146.71**	**49,672.02**
Net increase (decrease) in cash and cash equivalents (A+B+C)	(91,224.07)	77,186.26	11,128.11
Cash and cash equivalents at the beginning of the quarter	5,92,470.47	5,81,342.36	5,81,342.36
Cash and cash equivalents at end of the period	**5,01,246.40**	**6,58,528.62**	**5,92,470.47**

Notes:

1. The above cash flow statement has been prepared under indirect method prescribed in AS 3 "Cash Flow Statements".

2. Components of cash and cash equivalents

Balances with banks and cash on hand			
Cash on Hand	0.10	0.10	0.02
Balance with Treasury	74.58	124.84	0.01
Term Deposits/Sweep	2,02,709.16	2,92,063.55	2,80,156.72
Other deposit, savings and current accounts	16,412.48	52,040.85	24,241.38
Other Bank balance in Treasury Accounts	2,82,049.28	2,82,049.28	2,82,049.28
In Masala Bond Sinking Fund Account	0.80	32,250.00	23.06
	5,01,246.40	**6,58,528.62**	**5,92,470.47**

Notes forming part of unaudited financial statements
The accompanying notes form an integral part of the unaudited financial statements 1-17

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 13.11.2023

Report on Limited Review
As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.0045325

Rajeev.R.
(Partner)
M.No. 211277

Notes forming Part of Financial results for the period ended 30.09.2023

1 The above unaudited financial results of Statement of profit & loss, Balance sheet and Cash Flow Statement have been approved and taken on record by the members of the General Body of KIIFB vide circular resolution dated November 13, 2023.

2 Kerala Infrastructure Investment Fund Board (referred to as KIIFB) was established on 11.11.1999 under the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000) with the main objective of financing the investment in critical and large infrastructure projects in the State of Kerala. Comprehensive modification of the Act and Scheme has been made through an amendment Ordinance in August 2016. The unaudited financial results of KIIFB have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and Accounting Standard-25 Interim Financial Reporting issued by Institute of Chartered Accountants of India and as per Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'). KIIFB follows Mercantile System of Accounting and recognizes significant items of income and expenditure on accrual basis, except to the extent otherwise stated. KIIFB, being a body corporate and not a company as defined under Companies Act, 2013 do not adopt the Ind AS prescribed under Companies (Indian Accounting Standard) Rules, 2015.

3 The figures for financial results of Statement of profit & loss,Balance sheet and Cash Flow Statement for the quarter ended and year to date for September 30, 2022 were prepared by the management and have not been subjected to limited review since the requirement of submission of quarterly financial results is applicable only from quarter ended June 30, 2023.Management has reclassified the figure for the quarter ended/ year to date of September 30 2022 to make it consistent with quarter ended / year to date of September 30, 2023.

4 Payments towards direct project cost are accounted on actual payment basis. Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications/approval of claim by the management. Centage are allocated to project cost based on Government Order and General body approval.

Various expenses incurred which are directly attributable to projects such as Technical Resource Centre expenditure, Detailed Project Report support services, Independent quality audit & design review charges, Land Acquisition unit expenses, Testing equipments and Centage /additional centage charges which are allocated to cost of projects. However, the same are pending to be allocated to individual projects as at quarter end from the inception.

5 Interest income recognised during the quarter includes an amount of Rs.1,100.01 Lakhs (year to date of Rs.2,103.37 lakhs) on which 40% stage of disbursement has not been exceeded as per the terms of tripartite agreement for the project. In the absence of separate loan agreement interest on such borrowing are recognised based on rates charged on comparable loan agreements with other borrowers (at rates of Average Cost of Domestic Borrowings) or at rates agreed upon at the time of sanction of the loan which is lower than average cost of domestic borrowings.

6 Interest income has been recognised on revenue generating projects in cases where there has been certain delays on implementation of the projects financed by such loans to SPVs and according to the management payment of interest is not contingent on the project earning any revenue. And also that certain inherent delays which have occurred during implementation stage of infrastructure projects does not have adverse effect on the recovery of loans granted considering the operational model of KIIFB and these loans are expected to be recovered from SPVs which are all government owned or controlled agencies and hence considered by the management as good and recoverable.

7 KIIFB has introduced revised prudential norms on Income recognition, asset classification and provisioning relevant and applicable for long term infrastructure projects w.e.f 01-04-2023 as per the decision of general body through circular resolution dated on 13.04.2023.As per the said norms provisions for standard assets (for all revenue generating projects) at 0.4% on the outstanding loan balance and accrued interest amounting to Rs.2,450.32 Lakhs has been provided in the books of accounts. As per the said norms,an asset is recognised as Non performing when there is arrears of principal or interest overdue for more than twelve months only.Once an asset is recognised as non performing(Substandard or lower), entire unrealised interest is reversed and income is accounted for on cash basis only. Provisioning of non performing assets is done as per norms as under :

a) The assets are classified as follows :
(i) Standard Assets - up to 12 months overdue
(ii) Substandard Assets – Beyond 12 months but less than 24 months overdue
(iii) Doubtful Assets – Beyond 24 months overdue
(iv) Loss Assets – fully to be written off subject to security value realisation
(v)In case of revenue generating projects (RGP)for which repayment agreements are pending to be entered, and disbursement is more than 40%:- such RGP will be considered as substandard asset after 24 months from when 40% payment milestone has been reached or from the date of identification of the project as RGP in books of accounts, whichever is later.

KERALA INFRASTRUCTURE INVESTMENT FUND BOARD KIIFB GOVERNMENT OF KERALA

VARMA & VARMA Thiruvananthapuram Chartered Accountants

(b) Provisioning Norms

	Type of Asset	Provision Required (%)- Expected Credit loss
(i)	Standard Asset	0.40%
(ii)	Substandard Asset	
	Beyond 12 months and up to 18 months overdue for repayment agreements executed and beyond 24 months and up to 30 months overdue for not executed.	10%
	Beyond 18 months and up to 24 months overdue for repayment agreements executed and beyond 30 months and up to 36	25%
(iii)	Doubtful Assets	
	Up to One year	50%
	One to three years	75%
	More than three years	100%
(iv)	Loss Assets	100%

8 As per the terms of repayment agreement, there are overdues in two projects (less than 12 months overdue). Amount of principal and interest overdue on the said loan amounts to Rs. 12,855.78 lakhs and 2,789.21 lakhs respectively for the quarter ended 30-09-2023 and year to date amounting to Rs.13,722.06 lakhs (principal amount) and Rs.3181.09 lakhs (interest amount).

9 Prudential norms on Income recognition, asset classification and provisioning for long term infrastructure projects adopted by KIIFB w.e.f 01-04-2023, vide circular resolution stated above and the same has been revised in the 46th General Body Meeting of KIIFB. KIIFB has classified projects into four categories based on the viability of projects. The categorisation of loans is as follows.

Category	Type of Category	No. of Projects	Loan (Rs. in lakhs)	Interest Accrued(Rs. in Lakhs)	Total(Rs. in Lakhs)
I	Projects which have high commercial viability	7	4,93,874.66	1,11,377.64	6,05,252.30
II	Projects which have medium commercial viability	6	7,007.65	319.74	7,327.39
III	Projects which have low commercial viability	3	47,854.49	11,808.15	59,662.64
IV	Projects which have no commercial viability	0	-	-	-
	Total		**5,48,736.80**	**1,23,505.53**	**6,72,242.33**

9.1 Based on the agenda matters for 46th General body meeting held on 02th September 2023 and based on observations of FTAC Committee, three projects were classified as projects with lower commercial viability and are not able to commence commercial operations immediately post implementation on account of the inherent nature of such projects. As per guidelines on the revised IRAC Norms approved at the meeting of general body and Fund Trustee Advisory Commission (FTAC), a total project cost of Rs. 17,737.45 Lakhs and interest accrued amounting to Rs. 2,540.36 Lakhs has been provided for and debited to P&L account in the books of account in half year period as Provision for conversion of Loan to non income generating project.This is in addition to the project referred to in note no.9.2 below.The above decision is approved/ratified by the General Body meeting held on 02-09-2023, however signed copy of the minutes is pending to be received. On the basis of the above decision, accounting adjustment has been carried out for writing off the cost to P& L account and formal approval of Government of Kerala is also pending to be obtained on the above matter.

9.2 During the FY 2022-23 cost incurred on the Project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan up to 31.03.2021 has been fully provided for conversion to Non- revenue generating project. Approval from Govt of Kerala is pending to be received in this regard.

10 The balances under statutory contribution receivable from GoK of Rs.9,43,625.48 lakhs is considered good and recoverable by the management. According to the management there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 (amended by act of 2016) as such amounts are expected to be recouped from the statutory contribution receivable in future. Current portion of statutory contribution receivable has been ascertained on the basis of Budgetary allotment of statutory contribution as per annual Finance Act 2023 of GoK and balance amount has been shown under Non Current Asset.

11 Government of Kerala vide G.O 2/2023/I&PRD dated 09.03.2023 has entrusted KIIFB to incur infrastructure and media publicity cost of 'Ente Keralam' activities. The "Ente Keralam" program expenses amounting to Rs.6,738.56 lakhs (including estimated provision of Rs.338.17 lakhs) was incurred in quarter ended 30.06.2023 through external agencies (Kerala State Industrial Enterprises Limited, Global Kerala Initiative - GKI, Indian Institute of Infrastructure & Construction referred to as IIIC), all of which are government owned or controlled entities to whom the activities/functions were outsourced by KIIFB.The invoices of end service providers were available only to the extent of Rs.4,538.86 lakhs w.r.t IIIC and KSIE Ltd out of Rs. 6,400.39 lakhs (excluding provision) . M/s IIIC has provided with an administrative and facilitation charges 20% which amounts to Rs.506.81 Lakhs and KSIE has raised invoice at 4% higher on procurement cost which amounts to Rs.55.96 lakhs and with respect to other agencies such charges is not correctly ascertainable.Management has taken necessary steps to obtain invoices of other end service providers.The above expenses have been treated as a part of project cost debited to P&L account of quarter ended 30.06.2023 and year to date figures of quarter ended 30.09.2023, on account of which no specific budget provision is required. The above agencies have been appointed on nomination basis (single quote) by the CEO which is subject to ratification by the General body.

12 During the quarter KIIFB had incurred an expenditure of Rs.218.45 Lakhs (year to date of Rs.457.65 lakhs) towards KSFE Software expenses which includes an amount of Rs.205.31 lakhs(year to date of Rs.435.17 lakhs) incurred through external agency (a Government PSU - KSIE Limited) to whom the activities for server hosting and licence renewal charges of KSFE Pravasi software have been outsourced by KIIFB on nomination basis (single quote) which are supported by invoices of two level intermediary agencies and invoice of end service provider is not available.KSIE Limited has raised invoice on KIIFB at amounts higher by 10% on procurement cost. The aggregate operating expenditure for the period beginning from 2020-21 to 30-09-2023 amounts to Rs.3,561.24 Lakhs against the original cost of Rs.3,037.94 Lakhs (Gross carrying value). As per the MoA between KIIFB and KSFE dt.01.06.2019 the parties shall enter into a separate agreement for recoupment/reimbursement of total cost of the software incurred by KIIFB which is pending to be done at this stage.

13 Claims pending for acknowledgement: M/s RITES, the consultant engaged for independent quality review, design review, consultancy and providing assistance in empanelment of supervision consultants has issued invoices amounting to Rs.916.48 Lakhs up to 30-09-2023 as per GSTR-2B. However, such invoices has not been received by KIIFB as on date of reporting and represent claims not acknowledged as debt and hence not provided for. These amount would be accounted for as and when the invoices are received by KIIFB and approved. In addition to the above, provision has been made on estimated basis based on assessment of the management of the actual liability as at the half year ended 30-09-2023 amounting to Rs.1,056.28 lakhs against invoices received pending to be processed fully shown under Other current liabilities and claims through invoice received amounting to Rs.264.07 Lakhs has not been provided for in books of accounts in anticipation that the final claim processed shall be less than invoiced value to that extent. Hence, the aggregate of claims not acknowledged by KIIFB at this stage amounts to Rs 1,180.55 lakhs as at 30-09-2023.

14 Reconciliation of Form 26 AS (as per Income Tax Act,1961) and Book of accounts - Reconciliation of Income for the current reporting period and TDS credit as per Form 26AS with books of accounts could not be done since Form 26AS in income tax web portal is yet to be updated with the entries up to the end of the quarter. 26 AS for the financial year 2022-23 is also pending for reconciliation. Any adjustment found required shall be made in succeeding period/year upon such reconciliation.

15 KIIFB has put in place a system/process of computation of Asset Liability Management. A detailed external review of the ALM system was conducted by independent IT consultants to assess the functionality and management of financial risk of KIIFB and to conduct a comprehensive scenario-based testing of the ALM System to ensure its robustness on 15.02.2022. The observations of the reviewers was duly considered by the management of KIIFB at the meeting held on 15th February 2022 and the status of ALM was taken note of by the General Body. The ALM model is placed for overseeing and monitoring at the periodical meetings of the Fund Trustee and Advisory Committee (FTAC) of KIIFB which comprises of eminent financial experts of the country having rich and wide experience in the field of financial management. The committee reviews the sound functioning of the ALM Model and it has found to be properly in place to safeguard the best interest of KIIFB.

16 The total income tax demands raised against KIIFB of Rs.1,594.88 Lakhs which is unpaid pertains to AY 2018-19 of Rs.112.57 Lakhs, AY 2020-21 of Rs.79.59 lakhs and AY 2021-22 of Rs.1,212.42 Lakhs for which appeal is pending disposal with Commissioner of Income Tax (Appeals). Income Tax demands of Rs.190.30 Lakhs towards TDS for FY 2017-18 to 2020-21 is pending disposal of writ petition with Hon'ble High Court of Kerala. The above amounts are not provided for pending disposal of appeals.

17 KIIFB had raised an amount of Rs. 2,150 crore through overseas Rupee denominated Bond offering (Masala Bond) with the due approval of Reserve Bank of India as required under Foreign exchange management Act 1999 in the year 2018-19. KIIFB has also ensured compliance with approvals or permissions, if any required from other regulatory authority or Government under other relevant laws /regulations as stated in the letter of RBI in due consultation with eminent jurist and legal expert. These 5 year tenure bonds were issued at a coupon rate of 9.723% p.a .The interest has to be serviced on semi-annual basis and the principal amount at the end of the Bond period. This bond offering is also backed by guarantee given by Government of Kerala for the repayment of its interest and principal amount.

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 13.11.2023

Report on Limited Review

As per our report of even date attached

for Varma & Varma
Chartered Accountants
FRN.004532S

Rajeev.R
(Partner)
M.No. 211277

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001

Additional disclosure as per clause 52(4) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015

	Particulars	Year ended		
		30-09-2023	30-09-2022	31-03-2023
		Unaudited	Unaudited	Audited
a.	Debt- Equity Ratio	6.67	5.59	6.3
b.	Debt Service Coverage Ratio	0.23	0.19	0.24
c.	Interest Service Coverage Ratio	0.32	0.41	0.41
d.	Outstanding Redeemable Preference Shares (Quantity And Value)	NA	NA	NA
e.	Capital Redemption Reserve/Debenture Redemption Reserve	NA	NA	NA
f.	Net Worth	2,82,049.28	2,82,049.28	2,82,049.28
g.	Net Profit After Tax	(58,928.46)	(38,250.10)	(85,333.02)
h.	Earnings Per Share	NA	NA	NA
i.	Current Ratio	2.45	28.19	3.01
j.	Long Term Debt To Working Capital	1.98	1.95	1.66
k.	Bad Debts To Account Receivable Ratio	NA	NA	NA
l.	Current Liability Ratio	0.01	0.02	0.01
m.	Total Debts To Total Assets	0.86	0.83	0.85
n.	Debtors Turnover	NA	NA	NA
o.	Inventory Turnover	NA	NA	NA
p.	Operating Margin (%)	NA	NA	NA
q.	Net Profit Margin (%)	NA	NA	NA

Items included in numerator and denominator for computing the above mentioned ratios:

a) Debt-Equity Ratio

Debt-Equity ratio compares a Company's total debt to shareholders equity
Debt-Equity Ratio = Total Debt / Shareholder's Equity
Shareholder's Equity = Equity Share Capital + Reserves and Surplus

b) Debt Service Coverage Ratio (DSCR)

Debt Service coverage ratio is used to analyse the firm's ability to pay off current interest and instalments
Earning for Debt Service = Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest +
Debt service = Interest + Principal Repayments+ Lease payments

c) Interest Service Coverage Ratio (DSCR)

Interest Service Coverage Ratio (DSCR)= Earnings available for Interest Service/ Gross Interest
Earning for Interest Service= Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.

d) Networth

Networth is used to measure the value of an entity
Networth = Total Asset - Total Liabilities

f) Current Ratio

Current Ratio = Current Assets/ Current Liabilities
Current Assets include - Current investments, Trade receivables, cash and bank balances (including interest accrued thereon) and short term loans and advances

Current Liabilities include - Trade Payables, Accrued liabilities, statutory liabilities, income tax liabilities and other short term provisions

g) Long Term Debt To Working Capital

Long Term Debt To Working Capital shows the financial leverage of a firm.
Long Term Debt = Non current borrowing + Current maturity of long term debt
Net working capital = Current Asset - Current liability excluding current borrowing

h) Current Liability Ratio

Current Liability Ratio = Current liability excluding current borrowing/ Total Liabilities

	Analytic Ratio Computation factors	Year ended		
		30-09-2023	30-09-2022	31-03-2023
		Unaudited	Unaudited	Audited
1	Total Debt	18,82,619.64	15,76,913.25	17,77,181.32
2	Shareholder's Equity	2,82,049.28	2,82,049.28	2,82,049.28
3	Earnings available for debt service/ Interest Service	27,576.56	26,142.41	57,468.85
4	Debt Service	1,20,311.29	1,40,917.03	2,35,664.08
	Net Profit before taxes	(58,614.45)	(38,247.42)	(85,327.67)
	Interest	85,679.53	63,835.83	1,41,696.48
	Non Cash Expenditure (Dep + Amortisation)	511.48	554.00	1,100.04
	Principal Repayment	34,631.76	77,081.20	93,967.60
5	Total Asset	21,89,828.31	18,92,957.84	20,82,059.50
6	Total Liabilities	19,07,779.03	16,10,908.56	18,00,010.22
7	Net Profit after taxes	(58,928.46)	(38,250.10)	(85,333.02)
8	Current Asset	9,70,964.46	8,38,363.80	10,89,640.64
9	Current Liabilities	3,96,362.56	29,734.51	3,61,982.30
10	Current Borrowings	3,76,159.07	-	3,44,923.44
11	Current liability excluding current borrowing	20,203.49	29,734.51	17,058.86
12	Net Working Capital	9,50,760.97	8,08,629.29	10,72,581.78



Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Unaudited Statement of Profit and Loss for the Quarter and year to date ended 31.12.2023

Rs In Lakhs

Particulars	Three months ended			Year to date for current period	Year to date for previous period	Previous Year ended
	31-12-2023	30-09-2023	31-12-2022	31-12-2023	31-12-2022	31-03-2023
	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited
I. Revenue:						
i) Recoupment of statutory contribution from Government of Kerala from Corpus Fund for financing of direct project cost as per Contra	75,977.37	1,18,328.12	92,310.19	3,71,787.00	3,29,036.43	4,69,977.35
ii) Interest income from financial assistance for revenue generating	14,250.58	13,757.99	11,351.64	40,915.86	33,702.46	46,541.05
iii) Interest income from deposits and investments	2,764.34	3,362.24	6,214.98	9,950.53	11,489.51	16,518.73
iv) Profit on Sale of Mutual Fund Investment	12,567.45	-	-	12,567.45	-	-
v) Other income	87.28	0.95	-	105.87	326.78	328.30
Total Revenue (I)	**1,05,647.02**	**1,35,449.30**	**1,09,876.81**	**4,35,326.71**	**3,74,555.18**	**5,33,365.43**
II. Expenses:						
i) Financing of direct cost of projects - Out of Corpus Fund	75,977.37	1,18,328.12	92,310.19	3,71,787.00	3,29,036.43	4,69,977.35
ii) Employee benefits expense	200.56	187.95	215.79	575.03	540.51	755.79
iii) Finance costs	46,084.57	44,118.67	38,198.63	1,31,764.10	1,02,034.46	1,41,696.48
iv) Depreciation and amortisation expense	258.33	255.89	266.48	769.81	820.48	1,100.04
v) Other expenses	1,112.00	2,082.83	2,421.82	7,031.03	4,003.32	5,137.11
Total expenses (II)	**1,23,632.83**	**1,64,973.46**	**1,33,412.91**	**5,11,926.97**	**4,36,435.20**	**6,18,666.77**
III. Profit / (Loss) (I- II)	(17,985.81)	(29,524.16)	(23,536.10)	(76,600.26)	(61,880.02)	(85,301.34)
Prior Period Item			(376.32)		(376.32)	(26.33)
Profit / (Loss) after prior period item	(17,985.81)	(29,524.16)	(23,912.42)	(76,600.26)	(62,256.34)	(85,327.67)
IV. Tax expense:						
(1) Current tax	303.96	-	-	303.96	-	-
(2) Tax for Earlier years						
(3) Deferred tax	(4,313.63)	(157.86)	186.01	(3,999.62)	183.33	(5.35)
Less : Statutory contribution from GoK under Corpus fund utilised to meet the net loss (deficit from operations)for the period in P&L account transferred	13,976.14	29,682.02	23,726.41	72,904.60	62,073.01	85,333.02
V. Net Profit / (Loss) for the period	-	-	-	-	-	-

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Thiruvananthapuram
Date : 07-02-2024

for Varma & Varma
Chartered Accountants
FRN.004532S

C.G Pankajakshan
(Partner)
M.No. 020512
Thiruvananthapuram
Date :07-02-2024

Notes forming Part of unaudited Financial results for the period ended 31.12.2023

1 The above unaudited financial results of Statement of profit & loss have been approved and taken on record by the members of the General Body of KIIFB vide circular resolution dated February 07, 2024. The financial results for the quarter ended 30.06.2023 and quarter ended 30.09.2023 authenticated by the General Body by way of circular resolution dated November 13 ,2023, which has to be approved by General Body by placing the matter before the ensuing meeting of the general body to be held subsequently.

2 Kerala Infrastructure Investment Fund Board (referred to as KIIFB) was established on 11.11.1999 under the Kerala Infrastructure Investment Fund Act 1999 (Act 4 of 2000) with the main objective of financing the investment in critical and large infrastructure projects in the State of Kerala. Comprehensive modification of the Act and Scheme has been made through an amendment Ordinance in August 2016. The unaudited financial results of KIIFB have been prepared under the historical cost convention, in accordance with the generally accepted accounting principles and Accounting Standard-25 Interim Financial Reporting issued by Institute of Chartered Accountants of India and as per Regulation 52 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'). KIIFB follows Mercantile System of Accounting and recognizes significant items of income and expenditure on accrual basis, except to the extent otherwise stated. KIIFB, being a body corporate and not a company as defined under Companies Act, 2013 do not adopt the Ind AS prescribed under Companies (Indian Accounting Standard) Rules, 2015.

3 The figures relating to the quarter ended 31 December 2022 (comparable figures for corresponding period) as reported in the statement of Profit & Loss A/c were prepared by the management and have not been subjected to limited review since the requirement of submission of quarterly financial results became applicable only from quarter ended September 30, 2023. The year to date figures of 31 December 2022 was subjected to special purpose audit. Management has reclassified the figure for the quarter ended/ year to date of December 31, 2022(comparable figures for corresponding period) to make it consistent with quarter ended / year to date of December 31, 2023.

4 Payments towards direct project cost are accounted on actual payment basis. Centage/ additional centage charges to SPVs are accounted based on claims received. The centage charges are paid as a percentage of project cost to SPVs as per Government order. The liability for centage is recognized based on claims submitted through invoices after proper verification and authentications/ approval of claim by the management. Centage is allocated to project cost based on Government Order and General body approval.

Various expenses incurred which are directly attributable to projects such as Technical Resource Centre expenditure, Detailed Project Report support services, Independent quality audit & design review charges, Land Acquisition unit expenses, Testing equipments and Centage /additional centage charges which are allocated to cost of projects. However, the same are pending to be allocated to individual projects as at quarter end from the inception.

5 Interest income recognised during the quarter includes an amount of Rs.84.95 Lakhs (year to date of Rs.404.69 lakhs) on which 40% stage of disbursement has not been reached. The rate of interest chargeable is fixed only on reaching of 40% stage is reached as per the terms of tripartite agreement for the project. During the current quarter one project has reached 40% disbursement and repayment agreement has been executed. Due to non-execution of loan agreement for reasons as above, interest on such borrowing has been recognised based on rates agreed upon at the time of sanction of the loan.

6 Interest income has been recognised on loans given to SPV's revenue generating projects in cases where there has been certain delays on implementation of the projects financed by such loans. According to the management, payment of interest is not contingent on such projects earning revenue. The management have further asserted that certain inherent delays which have occurred during implementation stage of infrastructure projects does not have any adverse effect on the recoverability of loans granted considering the operational model of KIIFB. Hence, these loans are considered good and expected to be recovered from SPVs which are all government owned or controlled agencies.

7 KIIFB has introduced revised prudential norms on Income recognition, asset classification and provisioning relevant and applicable for long term infrastructure projects w.e.f 01-04-2023 as per the decision of general body through circular resolution dated on 13.04.2023.As per the said norms provisions for standard assets (for all revenue generating projects) at 0.4% on the outstanding loan balance and accrued interest amounting to Rs.2,550.05 Lakhs has been provided in the books of accounts as at 31.12.2023. As per the said norms,an asset is recognised as Non performing when there is arrears of principal or interest overdue for more than twelve months only.Once an asset is recognised as non performing(Substandard or lower), entire unrealised interest is reversed and income is accounted for on cash basis only. Provisioning of non performing assets is done as per norms as under :

a) The assets are classified as follows :
(i) Standard Assets - up to 12 months overdue
(ii) Substandard Assets – Beyond 12 months but less than 24 months overdue
(iii) Doubtful Assets – Beyond 24 months overdue
(iv) Loss Assets – fully to be written off subject to security value realisation
(v)In case of revenue generating projects (RGP)for which repayment agreements are pending to be entered, and disbursement is more than 40%:- such RGP will be considered as substandard asset after 24 months from the date 40% payment milestone has been reached or from the date of identification of the project as RGP in books of accounts, whichever is later.

b) Provisioning Norms

	Type of Asset	*Provision Required (%)- Expected Credit loss*
(i)	Standard Asset	0.40%
(ii)	Substandard Asset	
	Beyond 12 months and up to 18 months overdue for repayment agreements executed and beyond 24 months and up to 30 months overdue for not executed.	10%
	Beyond 18 months and up to 24 months overdue for repayment agreements executed and beyond 30 months and up	25%
(iii)	Doubtful Assets	
	Up to One year	50%
	One to three years	75%
	More than three years	100%
(iv)	Loss Assets	100%

8 As per the terms of repayment agreement, there are overdues in two projects (less than 12 months overdue) as at 31-12-2023 amounting to Rs.14,795.20 lakhs (principal amount) and Rs.6,095.80 lakhs (interest amount).

9 Prudential norms on Income recognition, asset classification and provisioning for long term infrastructure projects was adopted by KIIFB w.e.f 01-04-2023, vide circular resolution stated above and the same has been revised in the 46th General Body Meeting of KIIFB held on 02.09.2023. KIIFB has classified projects into four categories based on the viability of projects. The categorisation of loans is as follows.

Category	**Type of Category**	**No. of Projects**	**Loan (Rs. in lakhs)**	**Interest Accrued(Rs. in Lakhs)**	**Total(Rs. in Lakhs)**
I	Projects which have high commercial viability	7	5,04,467.46	1,24,838.03	6,29,305.49
II	Projects which have medium commercial viability	6	7,803.15	404.69	8,207.84
III	Projects which have low commercial viability	3	47,945.96	11,808.15	59,754.11
IV	Projects which have no commercial viability	-	-	-	-
	Total		5,60,216.57	1,37,050.87	6,97,267.44

* In respect of Category III Projects, Interest has been accrued only upto 31-03-2023 as per IRACP Norms.

9.1 Based on the agenda matters for 46th General body meeting held on 02th September 2023 and based on observations of Fund Trustee Advisory Commission (FTAC) Committee, three projects were classified as projects with lower commercial viability and are not able to commence commercial operations immediately post implementation on account of the inherent nature of such projects. As per guidelines on the revised IRAC Norms approved at the meeting of general body and FTAC, amount disbursed to the project amounting to Rs. 17,828.92 Lakhs and interest accrued amounting to Rs. 2,540.36 Lakhs has been provided for and debited to statement of Profit and Loss account, of which a sum of Rs 20,277.80 lakhs (incl interest accrued) was provided for upto the period ended 30.09.2023 and Rs. 91.47 lakhs during the current quarter under the head provision for conversion of loan to non income generating project.This is in addition to the project referred to in note no.9.2 below.The above decision is approved/ratified by the General Body meeting held on 02-09-2023. However, the approval of Government of Kerala is pending to be obtained on the above matter, as required. Hence, the expenses provided for have not written off by setting off the same against provisions created as above.

9.2 During the FY 2022-23, cost incurred on the Project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan up to 31.03.2021 has been fully provided for by converting the same into Non- revenue generating project. Approval from Government of Kerala is pending to be received in this regard, as required and pending that the expenses have not been written off by setting off the same against provisions created as above.

10 The balances under statutory contribution receivable from GoK of Rs.9,39,408.54 lakhs is considered good and recoverable by the management. According to the management there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 (amended by act of 2016) since such amounts are expected to be recouped from the statutory contribution receivable from the State Government in future years. Current portion of statutory contribution receivable has been ascertained on the basis of Budgetary allotment of statutory contribution as per annual Finance Act 2023 of GoK and balance amount has been shown under Non Current Asset.

11 Government of Kerala vide G.O 2/2023/I&PRD dated 09.03.2023 has entrusted KIIFB to incur infrastructure and media publicity cost of 'Ente Keralam' activities. The “Ente Keralam” program expenses amounting to Rs.6,744.96 lakhs was incurred upto the period ended 31.12.2023 through external agencies mainly (Kerala State Industrial Enterprises Limited (Rs. 1,545.36 Lakhs), Global Kerala Initiative - GKI (Rs. 1,861.53 Lakhs), Indian Institute of Infrastructure & Construction referred to as IIIC (Rs. 3,047.23 Lakhs), all of which are government owned or controlled entities) to whom the activities/functions were outsourced by KIIFB. Such outsourced agencies have been engaged by the CEO on nomination basis (single quote) which is pending to be ratified by the General body. The invoices of end service providers (intermediary agencies in some cases) were available w.r.t IIIC, GKI and KSIE Ltd. M/s IIIC has provided with an administrative and facilitation charges at 20% as provided in the MOU and KSIE Ltd has raised invoice at 4% higher on the cost incurred by them and with respect to GKI such charges is at a amrgin of 5% higher on cost incurred by them.The above expenses incurred during the period upto 30.06.2023 during the period the programme was undertaken have been treated as a shown as contra in the statement of P&L account as no specific budget provision was made for such expenses.

11.1 The expenditure accounted under ‘Other Expenses’ includes media, promotional and advertisement expenses of Rs 641.71 lakhs incurred through agency mainly Global Kerala Initiative (also known as Keraleeyam) on the basis of MoU signed on 18.12.2019. The selection of the party was made on a negotiated basis on rates considered competitive considering the nature and exigency of the work involved and also taking into account the prior experience with the party.

12 KIIFB had incurred an expenditure of Rs.222.98 Lakhs during the quarter (year to date of Rs.680.63 lakhs) towards KSFE Software expenses which includes an amount of Rs.212.86 lakhs(year to date of Rs.650.03 lakhs) incurred through external agency (a Government PSU - KSIE Limited) to which the activities for server hosting and licence renewal charges of KSFE Pravasi software have been outsourced by KIIFB on nomination basis (single quote) which are supported by invoices of two level intermediary agencies and invoice of end service provider is not available.KSIE Limited has raised invoice on KIIFB with a mark up of 3% & 10% over cost incurred depending upon the nature of service provided through the intermediary agency to whom the services have been sub-contracted. The aggregate operating cost (Server hosting and License renewal charges) paid to KSIE Ltd during the years from 2020-21 to 31-12-2023 amounts to Rs.3,784.22 Lakhs against the capital cost of acquisition/ development of software of Rs.3,037.94 Lakhs (Gross carrying value). In terms of the MoA between KIIFB and KSFE dt.01.06.2019, a separate agreement is to be entered into between the parties for recovery of the total cost (operating and capital) of the software from KSFE which is pending to be executed.

13 Claims pending for acknowledgement:
M/s RITES has been engaged for independent quality review, design review, consultancy and assisting in the empanelment of supervision consultants. Invoices issued by M/s RITES and reflected in GSTR-2B that have not been received by KIIFB as of the date of reporting amount to Rs.853.51 Lakhs. Additionally, in respect of invoices received, claim to extent of Rs 340.42 lakhs is not provided for and are considered a contingent liability in anticipation that the final claim processed shall be less than the invoice value.

14 Reconciliation of Form 26 AS (as per Income Tax Act,1961) and Book of accounts - Reconciliation of Income for the current reporting period and credit as per Form 26AS with books of accounts could not be done since Form 26AS in income tax web portal is yet to be updated with the entries up to the end of the quarter. 26 AS for the financial year 2022-23 is also pending for reconciliation. Any adjustment found required shall be made in succeeding period/year upon such reconciliation.

15 KIIFB has put in place a system/process of computation of Asset Liability Management. A detailed external review of the ALM system was conducted by independent IT consultants to assess the functionality and management of financial risk of KIIFB and to conduct a comprehensive scenario-based testing of the ALM System to ensure its robustness on 15.02.2022. The observations of the reviewers was duly considered by the management of KIIFB at the meeting held on 15th February 2022 and the status of ALM was taken note of by the General Body. The ALM model is placed for overseeing and monitoring at periodical meetings of the Fund Trustee and Advisory Committee (FTAC) of KIIFB which comprises of eminent financial experts of the country having rich and wide experience in the field of financial management. The committee reviews the sound functioning of the ALM Model and it has been found to be properly in place to safeguard the best interest of KIIFB.

16 The total income tax demands raised against KIIFB of Rs.1,594.88 Lakhs which are unpaid pertains to AY 2018-19 of Rs.112.57 Lakhs, AY 2020-21 of Rs.79.59 lakhs and AY 2021-22 of Rs.1,212.42 Lakhs for which appeal is pending disposal with Commissioner of Income Tax (Appeals). Writ petition against the income Tax demands of Rs.190.30 Lakhs towards TDS for FY 2017-18 to 2020-21 is pending disposal before the Hon'ble High Court of Kerala. The above amounts are not provided for pending disposal of appeals/writ petition. The Income Tax Department has adjusted refund of succeeding years to the extent of Rs.1297.39 lakhs against the above demands.

17 KIIFB had raised an amount of Rs. 2,150 crore through overseas Rupee denominated Bond offering (Masala Bond) with the due approval of Reserve Bank of India as required under Foreign exchange management Act 1999 in the year 2018-19. KIIFB has also ensured compliance with approvals or permissions, if any required from other regulatory authority or Government under other relevant laws /regulations as stated in the letter of RBI in due consultation with eminent jurist and legal expert. These 5 year tenure bonds were issued at a coupon rate of 9.723% p.a .The interest has to be serviced on semi-annual basis and the principal amount at the end of the Bond period. This bond offering is also backed by guarantee given by Government of Kerala for the repayment of its interest and principal amount.

18 Finance for Revenue Generating Projects treated as Loan receivable from SPV in the books are appraised by the Project Appraisal Division and implementation is closely monitored. The division comprise of high level technical expert team under the Executive Director, who is a senior chartered engineer having vast experience in the field of construction and infrastructure. Each Project is reviewed by Project Manager as a Nodal Officer and supervised by Senior General Manager of the Division. The detailed project report is appraised by the division which places its detailed appraisal report before the EC/ Board of KIIFB. The detailed project report contains comments on review from technical, economic, financial, environment, social and institutional angle. The functions as above is governed by the norms stipulated in Standard Operating Procedures for project acceptance and SPV on boarding. In the opinion of management, the appraisal function done is sound and operating effectively.

Report on Limited Review

As per our report of even date attached

For KERALA INFRASTRUCTURE INVESTMENT FUND BOARD

for Varma & Varma
Chartered Accountants
FRN.004532S

Dr.K.M.ABRAHAM(CFA)
FUND MANAGER

Pankajakshan C G
(Partner)
M.No. 020512

Thiruvananthapuram
Date : 07-02-2024

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square, MG Road, Statue, Trivandrum 695 001
Additional disclosure as per clause 52(4) of Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements)

Particulars		Year ended		
		31-12-2023	31-12-2022	31-03-2023
		Unaudited	Audited	Audited
a.	Debt- Equity Ratio	6.94	5.99	6.3
b.	Debt Service Coverage Ratio	0.29	0.32	0.24
c.	Interest Service Coverage Ratio	0.42	0.4	0.41
d.	Outstanding Redeemable Preference Shares (Quantity And Value)	NA	NA	NA
e.	Capital Redemption Reserve/Debenture Redemption Reserve	NA	NA	NA
f.	Net Worth	2,82,049.28	2,82,049.28	2,82,049.28
g.	Net Profit After Tax	(72,904.60)	(62,073.01)	(85,333.02)
h.	Earnings Per Share	NA	NA	NA
i.	Current Ratio	2.59	8.61	3.01
j.	Long Term Debt To Working Capital	1.95	1.58	1.66
k.	Bad Debts To Account Receivable Ratio	NA	NA	NA
l.	Current Liability Ratio	0.01	0.01	0.01
m.	Total Debts To Total Assets	0.86	0.85	0.85
n.	Debtors Turnover	NA	NA	NA
o.	Inventory Turnover	NA	NA	NA
p.	Operating Margin (%)	NA	NA	NA
q.	Net Profit Margin (%)	NA	NA	NA

Items included in numerator and denominator for computing the above mentioned ratios:

a) Debt-Equity Ratio

Debt-Equity ratio compares a Company’s total debt to shareholders equity
Debt-Equity Ratio = Total Debt / Shareholder's Equity
Shareholder's Equity = Equity Share Capital + Reserves and Surplus

b) Debt Service Coverage Ratio (DSCR)

Debt Service coverage ratio is used to analyse the firm’s ability to pay off current interest and instalments
Earning for Debt Service = Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other
Debt service = Interest + Principal Repayments+ Lease payments

c) Interest Service Coverage Ratio (DSCR)

Interest Service Coverage Ratio (DSCR)= Earnings available for Interest Service/ Gross Interest
Earning for Interest Service= Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other

d) Networth

Networth is used to measure the value of an entity
Networth = Total Asset - Total Liabilities

f) Current Ratio

Current Ratio = Current Assets/ Current Liabilities
Current Assets include - Current investments, Trade receivables, cash and bank balances (including interest accrued thereon) and short term
Current Liabilities include - Trade Payables, Accrued liabilities, statutory liabilities, income tax liabilities and other short term provisions

g) Long Term Debt To Working Capital

Long Term Debt To Working Capital shows the financial leverage of a firm.
Long Term Debt = Non current borrowing + Current maturity of long term debt
Net working capital = Current Asset - Current liability excluding current borrowing

h) Current Liability Ratio

Current Liability Ratio = Current liability excluding current borrowing/ Total Liabilities

	Analytic Ratio Computation factors	Year ended		
		31-12-2023	31-12-2022	31-03-2023
		Unaudited	Audited	Audited
1	Total Debt	19,57,085.34	16,88,690.28	17,77,181.32
2	Shareholder’s Equity	2,82,049.28	2,82,049.28	2,82,049.28
3	Earnings available for debt service/ Interest Service	55,933.65	40,598.60	57,468.85
4	Debt Service	1,90,543.81	1,28,862.19	2,35,664.08
	Net Profit before taxes	(76,600.26)	(62,256.34)	(85,327.67)
	Interest	1,31,764.10	1,02,034.46	1,41,696.48
	Non Cash Expenditure (Dep + Amortisation)	769.81	820.48	1,100.04
	Principal Repayment	58,779.71	26,827.73	93,967.60
5	Total Asset	22,63,186.50	19,97,270.63	20,82,059.50
6	Total Liabilities	19,81,137.22	17,15,221.35	18,00,010.22
7	Net Profit after taxes	(72,904.60)	(62,073.01)	(85,333.02)
8	Current Asset	10,22,133.29	10,89,599.29	10,89,640.64
9	Current Liabilities	3,94,904.43	1,26,623.41	3,61,982.30
10	Current Borrowings	3,74,119.52	1,06,450.21	3,44,923.44
11	Current liability excluding current borrowing	20,784.91	20,173.20	17,058.86
12	Net Working Capital	10,01,348.38	10,69,426.09	10,72,581.78

Varma & Varma
Chartered Accountants

LIMITED REVIEW REPORT

To the General Body of Kerala Infrastructure Investment Fund Board

1. We have reviewed the accompanying unaudited financial results of Kerala Infrastructure Investment Fund Board (hereinafter referred to as 'KIIFB') for the three months and year to date ended 31st December 2023 and notes to accounts (hereinafter referred to as 'interim financial information') being submitted by KIIFB pursuant to the requirement of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

2. Management is responsible for the preparation and fair presentation of this interim financial information in accordance with AS 25 – Interim Financial Reporting issued by the Institute of Chartered Accountants of India. Our responsibility is to issue a report on this interim financial information based on our review.

Scope of Review

3. We conducted our review of the interim financial information in accordance with the Standard on Review Engagements (SRE)2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial information are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

Basis for Qualified Conclusion

4.

(i) As stated in Note No.11 to the accounts, the Government of Kerala vide G.O 2/2023/I&PRD dated 09.03.2023 has entrusted KIIFB to incur infrastructure and media publicity cost of "Ente Keralam' activities. The "*Ente Keralam"* program expenses amounting to Rs.6,744.96 lakhs was incurred upto the period ended 31.12.2023 through external agencies mainly (Kerala State Industrial Enterprises Limited (Rs. 1,545.36 lakhs), Global Kerala Initiative – GKI (Rs.1,861.53 lakhs), Indian Institute of Infrastructure & Construction referred to as IIIC (Rs.3,047.23 lakhs) all of which are government owned or controlled entities, as explained to us to whom the activities/functions were outsourced by KIIFB. Such outsourced agencies have been engaged by the CEO on nomination basis (single quote) which is pending to be ratified by the General Body. The services have been sub-contracted by IIIC and KSIE Limited to other parties, and provision for sub contracting is there only in Memorandum of Understanding with IIIC.

The invoices of end service providers (intermediary agency in some cases) of the agencies IIIC, KSIE Ltd and GKI were furnished to us.

On verification of invoices received, administration and facilitation charges have been levied in the invoice and paid to the external agency -IIIC at 20% as provided in the MOU. KSIE has raised invoice with a mark up of 4% on the cost incurred by them and GKI has raised invoice with a mark up of 5% on the cost incurred by them. The above expenses were incurred during the first quarter ended 30.06.2023, in the period on which such programme was undertaken and these have been treated as a part of project costs shown as contra in the statement of P&L account as no specific budget provision was made for such expenses. The reason for not having a budget provision was explained by the management to be on account of the fact that such expenses form a part of direct project cost.

Further, the media, promotional and advertisement expenses includes an amount of Rs.641.71 lakhs incurred through certain agencies, mainly through Global Kerala Initiative (also known as Keraleeyam) on single quote basis. The SOP manual in force for procurement of media services requires open tendering process. The selection of the vendor in deviation of the procedure stipulated in SOP as above was on account of reasons stated by the management in Note No 11.1 to the accounts. According to the management rates paid are competitive which fact could not be verified by us for want of appropriate audit evidence.

(ii) As stated in Note No.12 to the accounts, the invoices of end service providers in respect of expenditure for Rs.212.86 lakhs during the quarter (year to date of Rs.650.03 lakhs) incurred through external agency (a Government PSU - KSIE Limited) to which the activities for server hosting and licence renewal charges of KSFE Pravasi software have been outsourced by KIIFB on nomination basis (single quote) were not available for verification. KSIE Ltd. has raised invoice on KIIFB with a mark-up of 3% and 10% over cost incurred depending upon the nature of service provided through the intermediary agency to whom the services have been sub-contracted.

The aggregate operating cost (Server hosting and License renewal charges) paid to KSIE Ltd during the years from 2020-2021 to 31.12.2023 amounts to Rs.3,784.22 lakhs against the capital cost of acquisition/development of software of Rs.3,037.94 lakhs. In terms of the MoA between KIIFB and KSFE dt.01.06.2019, a separate agreement is to be entered into between the parties for recovery of the total cost (operating and capital) of the software from KSFE which is pending to be executed. The executive committee had at its meeting held on 01st September 2023 directed to enter into an agreement with KSFE Limited as provided in the MoA for recovery of such cost incurred. It is informed to us by the management that discussion with KSFE are underway for finalisation of agreement for recovery of expenses.

In view of the facts and circumstances dealt with in para (i) and (ii) above, we are not able to express our opinion on the veracity of expenses incurred during the period dealt with in the above paragraphs.

Qualified Conclusion

5. Based on our review conducted and procedures performed as stated in paragraph 3 above, with the exception of the matter described in the preceding paragraph 4, nothing has come to our attention that causes us to believe that the accompanying interim financial information, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 52 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Emphasis of Matter

6. We draw attention to the following matters stated in notes to accounts :

   (i) Note No 1 to the accounts stating that the financial results for the quarter ended 30.06.2023 and quarter ended 30.09.2023 authenticated by the General Body by way of circular resolution dated November 13, 2023, which has to be approved by General Body by placing the matter before the ensuing meeting of the general body to be held subsequently.

   (ii) Note No 3 to the accounts stating that the figures for financial results of Statement of profit & loss for the quarter ended December 31, 2022 (comparable figures for corresponding period) were prepared by the management and have not been subjected to limited review since the requirement of submission of quarterly financial results become applicable only from quarter ended September 30, 2023.

   (iii) Note No 5 to the accounts stating that the interest income recognised during the quarter includes an amount of Rs.84.95 Lakhs (year to date of Rs 404.69 Lakhs) on which 40% stage of disbursement has not been reached. The rate of interest chargeable is fixed only on reaching of 40% stage as per the terms of tripartite agreement for the project. Due to non-execution of loan agreement for reasons as above, interest on such borrowing has been recognised based on rates agreed upon at the time of sanction of the loan.

   (iv) Note No 6 to the accounts stating that Interest income has been recognised on loans given to SPVs revenue generating projects in cases where there have been certain delays on implementation of the projects financed by such loans. According to the management, the payment of interest is not contingent on such projects earning revenue. The management have further asserted that certain inherent delays which have occurred during implementation stage of

infrastructure projects does not have any adverse effect on the recoverability of loans granted considering the operational model of KIIFB. Hence, these loans are considered good and expected to be recovered from SPVs which are all government owned or controlled agencies.

(v) Note No. 9.1 to the accounts, wherein it has been stated that based on classification of the projects by the management as projects with lower commercial viability (third category as detailed in the Note No. 9), certain projects having an aggregate cost of Rs.17,828.92 Lakhs and interest accrued thereon amounting to Rs.2,540.36 Lakhs has been provided for and debited to statement of P&L account, of which a sum of Rs.20,277.80 lakhs (incl interest accrued) was provided for upto the period ended 30.09.2023 and Rs 91.47 Lakhs during the current quarter under the head provision for conversion of Loan to non-income generating project. This is in addition to the project referred to in note no.9.2. The above decision is approved/ratified by the General Body at its meeting held on 02-09-2023. However, the approval of Government of Kerala is pending to be obtained on the above matter, as required. Hence, the expenses provided for have not been written off by setting off the same against provisions created as above.

(vi) Note No. 9.2 to the accounts stating that during theFY 2022-23 cost incurred on the Project Bio 360 life science park-Phase I of Rs. 30,117.04 Lakhs and accrued interest Rs.9,267.80 Lakhs related to the said loan up to 31.03.2021 has been fully provided for by converting the same into Non-revenue generating project. Approval from Govt of Kerala is pending to be received in this regard, as required and pending that the expenses have not been written off by setting off the same against provisions created as above.

(vii) Note No 10 to the accounts as per which the balances shown under statutory contribution receivable from GoK of Rs.9,39,408.54 lakhs is considered good and recoverable by the management. According to the management there is no uncertainty with regard to ultimate recovery, based on financial operational model of KIIFB as per the KIIF Act, 1999 (amended by act of 2016) since such amounts are expected to be recouped from the statutory contribution receivable from the State Government in future years.

(viii) Note No. 18 to the accounts regarding the procedures followed for appraisal of projects by the project appraisal division which offers scope for improvement by documentation of the assumptions followed in making financial projections relating to estimated costs and revenues.

Our conclusion is not modified in respect of the above matters.

Report on Other Legal and Regulatory Requirements

Note No 17 to the accounts on the rupee denominated borrowings shown under Liabilities in the said Balance sheet which represent external borrowings under Masala Bonds availed by KIIFB, in the year 2018-2019 and outstanding on 31st December 2023, which are fully secured by the sovereign guarantee issued by the Government of Kerala and have the required approval of the Reserve Bank of India under the Foreign Exchange Management Act 1999. As explained to us by the management of KIIFB, on other legal issues relating to the said borrowings, as per the legal opinion received from a renowned jurist and legal expert, the issue of Masala bonds made for the borrowings by KIIFB as above, is neither illegal nor is in violation of any law, which, being a legal matter, no conclusion is expressed thereon.

For Varma and Varma
Chartered Accountants
FRN.004532S

Pankajakshan C G
Partner
Membership No.020512
UDIN: 24020512BKGUXK6573

Place : Thiruvananthapuram
Date : 07.02.2024

ANNEXURE F: GUARANTEE DETAILS

GOVERNMENT OF KERALA

Abstract

Finance Department -Kerala Infrastructure Investment Fund Board(KIIFB) –Issuance of Government Guaranteed Domestic Bonds amounting to INR 849,94,00,000 -Unconditional and irrevocable Government Guarantee for the due and punctual payment of all sums from time to time and payable in respect of the bonds issued -Sanction Accorded – Orders Issued

FINANCE (INFRASTRUCTURE)DEPARTMENT

G.O.(Rt)No.2257/2024/FIN Dated,Thiruvananthapuram, 07-03-2024

Read 1 Kerala Infrastructure Investment Fund Act ,1999 as amended by
Kerala Infrastructure Investment Fund (Amendment) Act, 2016.

2 Circular Resolution No. 3/2024 dated 06/02/2024.

ORDER

Vide Circular Resolution read as 2nd paper above, the Kerala Infrastructure Investment Fund Board (KIIFB) has resolved to issue Government Guaranteed Domestic Bonds amounting to INR 849,94,00,000.

Section 8 of the Kerala Infrastructure Investment Fund Act, 1999 ("Act") read as the 1 st paper above, provides that "the Board may, from time to time, with the previous sanction of the Government and subject to such conditions as the Government may by general or special order determine, borrow any sum required for the purposes of this Act ". Section 9 of the Act provides that "the Government shall guarantee the payment of the principal and interest of any fund proposed to be raised by the Board, provided that the total guarantee issued by the

Government under this Act shall not exceed the limits set by the Kerala Ceiling on Government Guarantees Act 2003 (30 of 2003) in force" (which is currently 100% of the total revenue receipts as per the annual

financial statement of the State in the preceding year or at 10% of the Gross State Domestic product (GSDP), whichever is lower). The Government have examined the matter in detail and hereby grants the unconditional and irrevocable Government Guarantee (without any conditions) for the due and punctual payment of all sums from time to time due and payable in respect of the bonds issued and are pleased to accord unconditional and irrevocable Government Guarantee for the issuance of Domestic Bond for an amount of INR 849,94,00,000 subject to the following general conditions which do not have any impact on the above guarantee:

i) Kerala Infrastructure Investment Fund Board shall remit the Guarantee Commission dues (if any) to Government (as on date).
ii) Guarantee Commission @0.75% shall be remitted as per orders in G.O. (Ms) No.487/04/Fin dated 16.10.2004 and the Guarantee Act.
iii) Simple interest @12% will be charged for delayed payments as specified in clause (5) of Government Order dated 16.10.2004.
iv) Half yearly report shall be sent to Government in Finance Department with attested copies of challans remitting Guarantee Commission and penal interest, if any, indicating details of guarantee amount and outstanding Guarantee Commission payable (with details of calculation).
v) The details regarding the Guarantee given by Government should be uploaded by KIIFB in the Guarantee Information Monitoring System (GIMS) portal of the website of Finance Department up to date.

(By order of the Governor)
REJI JOHN
JOINT SECRETARY

To:

1. The Principal Accountant General (A&E), Thiruvananthapuram Kerala.
2. The Principal Accountant General (G&SSA), Thiruvananthapuram, Kerala.
3. The Accountant General (E&RSA), Thiruvananthapuram, Kerala.
4. The Principal Secretary (Finance), Thiruvananthapuram, Kerala.
5. The Chief Executive Officer (KIIFB), Thiruvananthapuram, Kerala.
6. Finance (PU-B) Department
7. Stock File/Office copy

Forwarded /By order

Accounts Officer

GOVERNMENT OF KERALA

Abstract

Finance (Infrastructure) Department – Kerala Infrastructure Investment Fund Board(KIIFB)- Issuance of Government Guaranteed Domestic Bond amounting to INR 849,94,00,000/- - Sanction Accorded- Orders Issued

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FINANCE(INFRASTRUCTURE)DEPARTMENT

G.O.(Rt)No.2258/2024/FIN Dated,Thiruvananthapuram, 07-03-2024

Read 1 Kerala Infrastructure Investment Fund Act ,1999 as amended by
Kerala Infrastructure Investment Fund (Amendment) Act, 2016.

2 Circular Resolution No. 3/2024 dated 06/02/2024.

ORDER

Kerala Infrastructure Investment Fund Board (KIIFB), in its 4th meeting, had granted approval for issuance of Government Guaranteed Domestic Bond amounting to INR 849,94,00,000/-.

Section 8 of the Kerala Infrastructure Investment Fund Act, 1999 ("Act") read as the 1 st paper above, provides that "the Board may, from time to time, with the previous sanction of the Government and subject to such conditions as the Government may by general or special order determine, borrow any sum required for the purposes of this Act ".
Government have examined the matter in detail and are pleased to grant sanction to KIIFB in accordance with Section 8 of Kerala Infrastructure Investment Fund Act ,1999 as amended by Kerala Infrastructure Investment Fund (Amendment) Act, 2016 for the issuance of Government Guaranteed Domestic Bond amounting to INR 849,94,00,000 /-.

Pursuant to this sanction , KIIFB is authorized to issue Domestic bonds

amounting to INR 849,94,00,000/- including the recognized lenders/investors, Coupon rate, end use of the proceeds, tenor of Bonds and such other terms and conditions of the bonds, and any modification relating thereto.

(By order of the Governor)
REJI JOHN
JOINT SECRETARY

To:
1. The Principal Accountant General (A&E/G&SSA) Kerala, Thiruvananthapuram
2. The Accountant General (E&RSA) Kerala, Thiruvananthapuram
3. The Chief Executive Officer, Kerala Infrastructure Investment Fund Board.
4. The Principal Secretary(Finance).
5. Finance(Secret) Section
6. The Nodal Officer, (www.finance.kerala.gov.in),www.kiifb.org
7. Stock File / Office Copy

Forwarded /By order

Accounts Officer

CTL/23-24/06131 ***(Annexure II A)***

DUE DILIGENCE CERTIFICATE TO BE GIVEN BY THE DEBENTURE TRUSTEE AT THE TIME OF FILING THE DRAFT OFFER DOCUMENT OR PRIVATE PLACEMENT MEMORANDUM/ INFORMATION MEMORANDUM
(Applicable for Secured and Unsecured Issuances)

To,
The Manager,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai- 400001.

Dear Sir / Madam,

SUB.: ISSUE OF UNSECURED, RATED, REDEEMABLE, TAXABLE, LISTED NON-CONVERTIBLE DEBENTURES COMPRISING SEVEN STRPPs 'A' THROUGH 'G' OF A FACE VALUE OF INR 1,00,000/- (INDIAN RUPEES ONE LAKH ONLY) EACH ("FACE VALUE") (WITH EACH BOND CARRYING A FACE VALUE OF INR 7,00,000 (INDIAN RUPEES SEVEN LAKH ONLY), FOR AMOUNTS UP TO INR 500,01,00,000 (INDIAN RUPEES FIVE HUNDRED CRORE AND ONE LAKH ONLY), WITH A GREEN-SHOE OPTION TO RETAIN OVERSUBSCRIPTION OF UP TO INR 349,93,00,000 (INDIAN RUPEES THREE HUNDRED FORTY NINE CRORE AND NINETY THREE LAKH ONLY), SUCH THAT THE AGGREGATE ISSUE SIZE OF THE DEBENTURES DOES NOT EXCEED AN AMOUNT OF INR 849,94,00,000 (INDIAN RUPEES EIGHT HUNDRED FORTY NINE CRORE AND NINETY FOUR LAKH ONLY), ON PRIVATE PLACEMENT BASIS ISSUED BY KERALA INFRASTRUCTURE INVESTMENT FUND BOARD.

We, the debenture trustee(s) to the above-mentioned forthcoming issue state as follows:

1) We have examined documents pertaining to the said issue and other such relevant documents, reports and certifications.
2) On the basis of such examination and of the discussions with the Issuer, its directors and other officers, other agencies and on independent verification of the various relevant documents, reports and certifications:

We confirm that:

a) The Issuer has made adequate provisions for and/or has taken steps to provide for adequate security for the debt securities to be issued and listed– **Not Applicable**.
b) The Issuer has obtained the permissions / consents necessary for creating security on the said property(ies) – **Not Applicable**.
c) The Issuer has made all the relevant disclosures about the security and its continued obligations towards the holders of debt securities - **Not Applicable**.
d) Issuer has adequately disclosed all consents/ permissions required for creation of further charge on assets in offer document or private placement memorandum/ information memorandum and all disclosures made in the offer document or private placement memorandum/ information

memorandum with respect to creation of security are in confirmation with the clauses of debenture trustee agreement – **Not Applicable.**

e) Issuer has given an undertaking that charge shall be created in favour of debenture trustee as per terms of issue before filing of listing application – **Not Applicable**.

f) Issuer has disclosed all covenants proposed to be included in debenture trust deed (including any side letter, accelerated payment clause etc.), offer document or private placement memorandum/ information memorandum and given an undertaking that debenture trust deed would be executed before filing of listing application.

g) All disclosures made in the draft offer document or private placement memorandum/ information memorandum with respect to the debt securities are true, fair and adequate to enable the investors to make a well-informed decision as to the investment in the proposed issue.

We have satisfied ourselves about the ability of the Issuer to service the debt securities.

Place: Mumbai
Date: March 16, 2024

For Catalyst Trusteeship Limited

For CATALYST TRUSTEESHIP LIMITED
Authorised Signatory

CATALYST TRUSTEESHIP LIMITED

Ms. Kalyani Pandey
Compliance Officer

ANNEXURE H: IN-PRINCIPLE APPROVAL OF THE BSE

BSE
The Power of Vibrance

DCS/COMP/PG/IP-PPDI/530/23-24

March 19, 2024

Kerala Infrastructure Investment Fund Board
2nd Floor, Felicity Square
M G Road, Statue
Thiruvananthapuram – 695 001

Dear Sir/Madam

Re: Private Placement Of Unsecured, Rated, Listed, Redeemable, Taxable And Non-Convertible Bonds, In The Nature Of Debentures, Comprising Seven STRPPS 'A' Through 'G' Of A Face Value Of Rs.1 Lakh Each (With Each Bond Carrying A Face Value Of Rs.7 Lakh), For An Amount Up To Rs.500 Crore And 1 Lakh Only With A Green-Shoe Option To Retain Oversubscription Of Up To Rs.349 Crore And 93 Lakh Only Such That The Aggregate Issue Size Of The Debentures Does Not Exceed An Amount Of Up To Rs.849 Crore And 94 Lakh Only (The Issue)

We acknowledge receipt of your application on the online portal on March 16, 2024 seeking In-principle approval for issue of captioned security. In this regard, the Exchange is pleased to grant in-principle approval for listing of captioned security subject to fulfilling the following conditions at the time of seeking listing:

1. Filing of listing application.

2. Payment of fees as may be prescribed from time to time.

3. Compliance with SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder and also Compliance with provisions of Companies Act 2013.

4. Receipt of Statutory & other approvals & compliance of guidelines issued by the statutory authorities including SEBI, RBI, DCA etc. as may be applicable.

5. Compliance with change in the guidelines, regulations, directions, circulars of the Exchange, SEBI or any other statutory authorities, documentary requirements from time to time.

6. Compliance with below mentioned circular dated June 10, 2020 issued by BSE before opening of the issue to the investors.:
https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20200610-31

7. Issuers, for whom use of EBP is not mandatory, specific attention is drawn towards compliance with Chapter XV of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and BSE Circular No 20210519-29 dated May 19, 2021. Accordingly, Issuers of privately placed debt securities in terms of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 or ILDM Regulations for whom accessing the electronic book platform (EBP) is not mandatory shall upload details of the issue with any one of the EBPs within one working day of such issuance. The details can be uploaded using the following links Electronic Issuance - Bombay Stock Exchange Limited (bseindia.com).

8. It is advised that Face Value of NCDs issue through private placement basis should be kept as per Chapter V of SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021

9. ***Issuers are hereby advised to comply with signing of agreements with both the depositories as per Regulation 7 of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021.***

10. Company is further requested to comply with SEBI Circular SEBI/HO/DDHS/DDHS-RACPOD1/CIR/P/2023/56 dated April 13, 2023, (if applicable) read along with BSE Circular *https://www.bseindia.com/markets/MarketInfo/DispNewNoticesCirculars.aspx?page=20230428-18* ***and ensure compliance of the same.***

This In-Principle Approval is valid for a period of 1 year from the date of issue of this letter or period of 1 year from the date of opening of the first offer of debt securities under the General information Document, which ever applicable. The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/ incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 read with SEBI Circular No SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 and circulars issued thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Guidelines/Regulations issued by the statutory authorities etc. Further, it is subject to payment of all applicable charges levied by the Exchange for usage of any system, software or similar such facilities provided by BSE which the Company shall avail to process the application of securities for which approval is given vide this letter.

Yours faithfully,
For BSE Limited

Hardik Bhuta
Assistant General Manager

Akshay Arolkar
Deputy Manager

BSE - PUBLIC