



CIASL

COCHIN INTERNATIONAL
AVIATION SERVICES LIMITED

DIRECTORS' REPORT & FINANCIAL STATEMENTS

2019-20

COCHIN INTERNATIONAL AVIATION SERVICES LIMITED

Regd. Office: XI / 318 E, Cochin Airport Buildings, Kochi Airport P O, Ernakulam 683 111.

Phone 0484-2611785. Website: www.ciasl.aero, E-mail: fna@ciasl.aero CIN: U35303KL2005PLC018632

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th Annual General Meeting of Cochin International Aviation Services Limited will be held on Friday, 4th day of September 2020 at 09:45 AM at the registered office of the company to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2020, the Statement of Profit and Loss for the year ended on that date, Cash flow statement, Annexures and Schedules thereto and the report of the Directors and Auditors of the company.
2. To appoint a Director in the place of Sri. N V George (DIN 00278319) who retires by rotation and being eligible, offers himself for re-appointment.
3. To appoint a Director in the place of Sri. C V Jacob (DIN 0030106) who retires by rotation and being eligible, offers himself for re-appointment.
4. To appoint M/s.Krishnamoorthy & Krishnamoorthy, Chartered Accountants as Statutory Auditors for the next financial year to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in the year 2021 and to authorize the board to fix the remuneration payable to them and to pass the following resolution as an ordinary resolution.

“RESOLVED THAT pursuant to the provisions of Sections 139 and 142 of the Companies Act 2013 read with Rule 3 of the Companies (Audit and Auditors) Rules 2014 and other applicable provisions of the Companies Act 2013 read with the rules made thereunder(including any statutory modification(s) or re-enactment thereof for the time being in force), M/s.Krishnamoorthy & Krishnamoorthy, Chartered Accountants, Ernakulam (Firm Registration No: 001488S) be and is hereby appointed as the Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held in the year 2021 at a remuneration to be decided by the Board of Directors plus applicable GST.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized for and on behalf of the Company to take all necessary steps and to do all such acts, deeds, matters and things which may deem necessary in this behalf.”

SPECIAL BUSINESS:

5. To consider and if thought fit to pass with or without modification the following resolution as ordinary resolution for the appointment of Shri. Jose Thomas P as a Director

“RESOLVED THAT Sri. Jose Thomas P. (DIN 02905126), who was appointed as an Additional Director of the Company with effect from 18th December, 2019 pursuant to the provisions of Section 161 of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer himself for appointment and in respect of whom the Company has received a notice in writing from a Member, pursuant to the provisions of Section 160 of the Act, signifying his intention to propose the candidature of **Sri. Jose**

Thomas P (DIN 02905126), for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution.”

6. To consider and if thought fit to pass with or without modification the following resolution as ordinary resolution for the appointment of Shri. Saji K. George as Director

“**RESOLVED THAT Sri. Saji K. George (DIN 01581503)**, who was appointed as an Additional Director of the Company with effect from 18th December , 2019 pursuant to the provisions of Section 161 of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting, and being eligible, offer himself for appointment and in respect of whom the Company has received a notice in writing from a Member, pursuant to the provisions of Section 160 of the Act, signifying his intention to propose the candidature of **Sri. Saji K George (DIN 01581503)**, for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation, with effect from the date of this Meeting.”

RESOLVED FURTHER that the Board of Directors be and is hereby authorized to do all such acts, deeds and things as may be necessary, proper and expedient for the purpose of giving effect to this resolution.”

By order of the Board
For **Cochin International Aviation Services Limited**

sd/-

Place : Ernakulam
Date : 10th July 2020

Saji Daniel
Company Secretary

Notes:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or member.
2. Instrument of Proxies, in order to be effective must be deposited at the Company’s registered office not less than 48 hours before the commencement of the meeting.
3. Proxies submitted on behalf of the companies must be supported by an appropriate resolution/ authority, as applicable.
4. Admission strictly restricted to members / proxies only and members / proxies are advised to bring the attendance slip, duly filled up and signed, and handover the same at the entrance and collect the entry pass.

5. An Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is enclosed and forms a part of the notice.
6. As per section 139(1) every company shall at the first Annual General Meeting since commencement of the Companies Act, 2013, appoint an individual or a firm as an auditor who shall hold office from the conclusion of that meeting till the conclusion of its sixth Annual General Meeting and thereafter till the conclusion of every sixth meeting. Accordingly the appointment of auditors, since the commencement of the Companies Act, 2013, in terms of Section 139 (1) was from the conclusion of the AGM held for the financial year ending 31/03/2014 till the AGM held for the financial year ending on 31/03/2019. Further, M/s Krishnamoorthy & Krishnamoorthy, Chartered Accountants, Ernakulam were appointed as statutory auditors from the conclusion of 14th Annual General Meeting held on 28.09.2019 to hold office until the conclusion of the ensuing Annual General Meeting of the Company. Now the Company has to appoint the statutory Auditors for the next financial year from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held in the year 2021, at a remuneration to be decided by the Board of Directors plus applicable GST." Hence this resolution for appointment of the statutory Auditors for the next financial year 2020-21.
7. Since the company has only seven shareholders, physical Annual General Meeting can be held complying with covid-19 protocol.

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item No: 5

Sri. Jose Thomas P was General Manager of the Company since inception for a period of approximately 8 years and the entire construction of the Aircraft Maintenance Hangars and Aviation Academy Building were completed during the tenure. Further, the establishment of the Line Maintenance Department with the approval from various Regulatory Authorities such as DGCA, GCAA, EASA etc. and subsequent operations were also undertaken during the tenure. Sri. Jose Thomas P., was having the responsibility of the various technical activities in connection with the above projects. He is having 35 years of experience in the field of various infrastructure projects.

He joined the company as the Additional director on the Board of Directors from 18.12.2019. to the date of this AGM.

Shri. Jose Thomas P is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

Hence the resolution as set out in the notice vide item no (5). The Directors recommend the resolution for approval by the members, as an ordinary resolution.

Except Shri. Jose Thomas P, none of the Directors/ Key Managerial personnel of the company/ their relatives are interested whether financial or otherwise, in respect of the resolution as set out in the notice vide item no (5).

There is no other information and facts to disclose that may enable members to understand the meaning, scope and implications of the said item of business and to take decision thereon.

The special business vide item (5) to be transacted at the meeting of the company does not relate to and affect any other company/entity.

Copies of the Memorandum and Articles of Association of the company and other relevant records are available at the Registered Office of the company for inspection of the members during business hours between 10 am and 5 pm on all working days, except Saturdays and shall also be laid before the meeting.

Item No: 6

Sri. Saji K. George was General Manager of the Company since inception for a period of approximately 8 years and the entire construction of the Aircraft Maintenance Hangars and Aviation Academy Building were completed during the tenure. Further, the establishment of the Line Maintenance Department with the approval from various Regulatory Authorities such as DGCA, GCAA, EASA etc. and subsequent operations were also undertaken during the tenure. Sri.Saji K.George was looking after the finance, secretarial, HR and administrative functions of CIASL.

Sri.Saji K.George has acquired 25 years of post-qualification experience.

He joined the company as the Additional director on the Board of Directors from 18.12.2019. to the date of this AGM.

Sri. Saji K.George is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

Hence the resolution as set out in the notice vide item no (6). The Directors recommend the resolution for approval by the members, as an ordinary resolution.

Except Sri. Saji K.George, none of the Directors/ Key Managerial personnel of the company/ their relatives are interested whether financial or otherwise, in respect of the resolution as set out in the notice vide item no (5).

There is no other information and facts to disclose that may enable members to understand the meaning, scope and implications of the said item of business and to take decision thereon.

The special business vide item (6) to be transacted at the meeting of the company does not relate to and affect any other company/entity.

Copies of the Memorandum and Articles of Association of the company and other relevant records are available at the Registered Office of the company for inspection of the members during business hours between 10 am and 5 pm on all working days, except Saturdays and shall also be laid before the meeting.

By order of the Board
For **Cochin International Aviation Services Limited**

sd/-

Saji Daniel
Company Secretary

Place : Ernakulam
Date : 10th July 2020

COCHIN INTERNATIONAL AVIATION SERVICES LIMITED

Regd. Office: XI / 318 E, Cochin Airport Buildings, Kochi Airport P O, Ernakulam 683 111.

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DIRECTORS' REPORT

Dear Members,

Your Directors have pleasure in presenting the Fifteenth Annual Report together with the Audited Accounts for the financial year 2019-20.

(Rupees in lakhs)

FINANCIAL RESULTS	01.04.2019 to 31.03.2020	01.04.2018 to 31.03.2019
Total Income	2,065.5	1,563.00
Less:		
Employee Cost	660.45	595.39
Administrative & Other Expenses	238.79	294.18
Interest and Finance Charges	3.14	15.69
Profit / (Loss) before depreciation	1,163.12	657.74
Depreciation	(336.85)	(371.19)
Profit / (Loss) before Tax	826.27	286.55
Provision for Income Tax (Current & Deferred Tax)	-	-
Other Comprehensive Income	(36.33)	(0.22)
Total Comprehensive Income for the period	789.94	286.33
Amount transferred to reserves	789.94	286.33

REVIEW OF OPERATIONS

The operations of your company have registered a robust growth of around 31% during year under review. The total revenue has increased to Rs.2,065 lakhs as against Rs.1,563 lakhs for the previous year. We have been able to retain existing customers as well as add new clients for the line maintenance business. The company has registered a profit of Rs.789.94 lakhs for the year under review.

Your Company has entered into an agreement with a leading MRO operator to operationalise the MRO facility.

Impact of COVID-19

Consequent to the outbreak of global pandemic COVID-19 and nationwide lockdown imposed by the Government, the operations of the company were impacted by temporary shut down of airport and consequent stoppage of aircraft arrivals from March 2020. Even though this development has not materially affected the results for the year under review, as your company is carrying out line maintenance of several international carriers, the impact on the financial results for the year 2020-21 could be significant as there is no clarity on the commencement of international scheduled movements.

The impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration. The Company will continue to monitor any material changes to future economic conditions.

EXTRACT OF THE ANNUAL RETURN:

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith.

NUMBER OF MEETINGS OF THE BOARD :

Four meetings of the Board were held during the period under review on 29th June 2019, 28th September 2019, 18th December 2019 and 05th March 2020 respectively.

DIVIDEND

During the period under review, the company has registered a net profit; however, the Board of Directors have not recommended any dividend for the year.

DIRECTORS

The present Directors of the Company are Sri. V.J. Kurian (Chairman), Sri. C.V. Jacob, Sri. E.M. Babu, Sri. N.V. George, Sri. Jose Thomas P., Sri. Saji K. George and Sri. A.C.K. Nair (Managing Director).

Directors, Sri.C V Jacob and Sri.N V George retire from the Board by rotation at this Annual General Meeting and being eligible, offer themselves for re-election.

Sri. A Ramalingam and CA Jose Pottokaran Independent Directors relinquished office on completion of their 02nd tenure as Independent Directors on 28.09.2019. Sri. Jose Thomas P. and Sri. Saji K. George were co-opted as Additional Directors on 18.12.2019.

Directors Appointment and remuneration

The policy relating to appointment of Directors, payment of managerial remuneration, directors' qualifications, positive attributes, independence of directors and other related matters is in compliance with Section 178(3) of the Companies Act 2013. The Board has constituted Nomination and Remuneration Committee for this purpose.

PARTICULARS OF LOAN, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE ACT

There were no loans and guarantees made by the company under Section 186 of the Companies Act 2013 during the year under review.

DEPOSITS

The Company has not accepted any deposit within the meaning of Section 73 of the Companies Act 2013 and the Companies (Acceptance of Deposits) Rules 2014.

PARTICULARS OF EMPLOYEES

There are no employees drawing remuneration in excess of the prescribed limits in terms of Section 197 of the Companies Act, 2013.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

There is no activity relating to conservation of energy and technology absorption since the Company has not commenced its major maintenance operation. During the year the Company earned foreign exchange equivalent to Rs.2,43,76,475 from its operations and had incurred expenditure in foreign exchange equivalent to Rs.55,38,035 on account of fees to foreign regulators, foreign travel of personnel, training charges for Aircraft Maintenance Personnel etc.

RISK MANAGEMENT

Business Risk evaluation and management is an ongoing process within the organization. The company has a robust framework to identify, monitor and minimize risks.

AUDIT COMMITTEE

The Audit Committee comprises of three non executive Directors. The Audit Committee provides direction to the audit and risk management function in the Company and monitors the quality of internal audit and management audit. The responsibilities of Audit Committee include reviewing the annual financial statements before submission to the Board, reviewing the adequacy of internal control systems and reviewing the findings of internal investigations etc.

During the period under report, the Audit Committee was re-constituted by the Board in the meeting held on 18.12.2019 with Sri. E.M. Babu as its Chairman and Sri. C.V. Jacob and Sri. N.V. George as the members of the Audit Committee as the Independent Directors Sri. A. Ramalingam and Sri. Jose Pottokaran who were members of the Audit Committee had vacated office following completion of their two terms. The Audit Committee met Two (2) times respectively on 29.06.2019 and 18.12.2019 during the financial year 2019-20.

NOMINATION AND REMUNERATION COMMITTEE

Nomination and Remuneration Committee comprises of two non-executive Directors. During the period under report, the meeting of the Nomination and Remuneration Committee was held on 29.06.2019

AUDITORS

Statutory Auditors

M/s.Krishnamoorthy & Krishnamoorthy, Chartered Accountants (FRN:001488S), Statutory Auditors of the company hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed that their appointment if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment. The Notes on the financial statements referred to in the Auditor's Report are self explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark or disclaimer. The Auditors have not reported any fraud either on the company or by the company in the period covered under their report.

Internal Auditors

The Board of Directors of your company has appointed M/s.Mohan & Mohan Associates, Chartered Accountants, Ernakulam as Internal Auditors, pursuant to the provisions of Section 138 of the Companies Act 2013 for the financial year 2019-20.

Secretarial Auditors

As required under Section 204 of the Companies Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the company is required to appoint a Secretarial Auditor for auditing the secretarial and related records to ensure compliances of various legislations applicable to the company and to provide a report in this regard. The Board of Directors of your company have appointed Sri. M.C. Sajumon, Practicing Company Secretary (C.P.No:2385) as Secretarial Auditor of the company and the Secretarial Audit Report in Form MR-3 is attached as Annexure B to this report.

Cost Audit

Cost Audit under Section 148(1) is not applicable to the Company.

COMPLIANCE WITH SECRETARIAL STANDARDS

The Company has complied with applicable Secretarial Standards as per Section 118(10) of Companies Act, 2013.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors wish to state:

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

Yours Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013.

CORPORATE SOCIAL RESPONSIBILITY

The company was not required to constitute Corporate Social Responsibility Committee during the year under review as per the provisions of Section 135 of the Companies Act 2013.

CHANGES IN THE NATURE OF BUSINESS DURING THE PERIOD UNDER REPORT

There is no change in the nature of business of the company during the period under report.

DETAILS OF SUBSIDIARIES / JOINT VENTURES / ASSOCIATES COMPANIES

The company does not have any subsidiary / joint venture / associate company.

STATEMENT OF DECLARATION BY THE INDEPENDENT DIRECTORS UNDER SUB-SECTION (6) OF SECTION 149

Sri. A. Ramalingam and CA Jose Pottokaran Independent Directors relinquished office on completion of their 02nd tenure as Independent Directors on 28.09.2019. The independent directors have given the statement of declaration that they meet the criteria of independence as provided in the sub-section (6) of section 149 of the Companies Act, 2013.

RELATED PARTY TRANSACTIONS

Related Party Transactions in terms of Accounting Standards - Ind AS 24 are set out in the Notes forming part of the accounts. These transactions are not likely to have a conflict with the interest of the company. Other than transactions with the holding company in the ordinary course of business on an arm's length basis, there is no transaction falling within the purview of Section 188 of the Companies Act 2013.

PERFORMANCE EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

Pursuant to Companies Act 2013, a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors excluding the director being evaluated. Similarly, the evaluation of all the directors and the Board as a whole has to be conducted based on the criteria and framework adopted by the Board. Such performance evaluation has

been carried out and taken on record by the Board. Sri. A. Ramalingam and CA Jose Pottokaran Independent Directors relinquished office on completion of their 02nd tenure as Independent Directors on 28.09.2019.

GENERAL

Your directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review.

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the company under any scheme.
4. No significant material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and the Company's operations in future.
5. Other than the impact of COVID-19 which has been disclosed separately, there are no material changes and commitments affecting the financial position of the company which have occurred between the end of the financial year to which the financial statements relate and the date of the report.

ACKNOWLEDGEMENT

Your Directors are grateful to Government of India, Government of Kerala, Ministry of Civil Aviation, Management and Staff of Cochin International Airport Limited, DGCA, Bankers, Consultants, Contractors and shareholders for the continued co-operation and unstinted support extended to the Company.

The Directors also record their deep appreciation for the loyalty and commitment of the employees at all levels.

for and on behalf of Board of Directors
for **Cochin International Aviation Services Limited**

Sd/-

V.J. Kurian

Chairman

DIN: 0001806859

Place : Ernakulam

Date : 22nd July 2020

**Annexure to Board's Report
FORM NO. MGT 9**

Extract of Annual Return as on financial year ended on 31.03.2020

Pursuant to Section 92(3) of the Companies Act 2013 and rule 12(1) of the Company (Management & Administration) Rules 2014.

I. REGISTRATION & OTHER DETAILS

1.	CIN	U35303KL2005PLC018632
2.	Registration Date	08th September 2005
3.	Name of the Company	Cochin International Aviation Services Limited
4.	Category/Sub-category of the Company	Company Limited by shares / Indian Non Government Company
5.	Address of the Registered office & contact details	XI/318E, Cochin International Airport Buildings, Kochi Airport P. O., Ernakulam 683 111
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Aircraft Maintenance	-	90.95%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No	Name and address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable section
1.	Cochin International Airport Limited	U63033KL1994PLC007803	Holding	99.99	2(46)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding.

Category of Share holders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	6,000	6,000	0.008	-	6,000	6,000	0.008	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Governments	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	7,53,13,400	7,53,13,400	99.992	-	7,53,13,400	7,53,13,400	99.992	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):-	-	7,53,19,400	7,53,19,400	100.00	-	7,53,19,400	7,53,19,400	100.00	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-

c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
Sub Total(A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of promoter (A)=(A)(1)+(A)(2)	-	7,53,19,400	7,53,19,400	100	-	7,53,19,400	7,53,19,400	100	-
B. Public Shareholding									
a) Mutual Funds/ Banks/ FI	-	-	-	-	-	-	-	-	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government	-	-	-	-	-	-	-	-	-
d) Venture Capital Funds	-	-	-	-	-	-	-	-	-
e) Insurance Companies	-	-	-	-	-	-	-	-	-
f) FII's	-	-	-	-	-	-	-	-	-
g) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
h) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-
2. Non - Institutions									
a) Bodies Corporate									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs									
-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		7,53,19,400	7,53,19,400	100	--	7,53,19,400	7,53,19,400	100	--

ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	CIAL	7,53,13,400	99.992	-	7,53,13,400	99.992	-	-
2	A. Chandrakumaran Nair	1,000	0.001	-	1,000	0.001	-	-
3	A.M. Shabeer	1,000	0.001	-	1,000	0.001	-	-

4	Alex Varghese	1,000	0.001	-	1,000	0.001	-	-
5	V. Suresh Babu	1,000	0.001	-	1,000	0.001	-	-
6	R. Venkiteswaran	1,000	0.001	-	1,000	0.001	-	-
7	V. Sankar	1,000	0.001	-	1,000	0.001	-	-
Total		7,53,19,400	100.00	-	7,53,19,400	100.00	-	-

iii) Change in Promoters' Shareholding (please specify, if there is no change):

Sl. No.	Name of the Shareholder(s)	Shareholding at the beginning of the year		Date wise increase/ decrease in shareholding		Shareholding at the end of the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1.	CIAL	7,53,13,400	99.992	No Change		7,53,13,400	99.992
2.	A. Chandrakumaran Nair	1,000	0.001			1,000	0.001
3.	A.M. Shabeer	1,000	0.001			1,000	0.001
4.	Alex Varghese	1,000	0.001			1,000	0.001
5.	V. Suresh Babu	1,000	0.001			1,000	0.001
6.	R. Venkiteswaran	1,000	0.001			1,000	0.001
7.	V. Sankar	1,000	0.001			1,000	0.001

iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs): **Not Applicable**

Sl. No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of Shares	% of total shares of the company	No. of shares	% of Total shares of the company
1					
2					
3					
4					
5					
6					
7					
8					
9					
10					

v) Shareholding of Directors and Key Managerial Personnel

1. A.C.K. Nair, Managing Director					
Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	1,000	0.001	1,000	0.001
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc.)	-	-	-	-
	At the end of the year	1,000	0.001	1,000	0.001
2. Lenny Sebastian, Chief Financial Officer					
Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc.)	-	-	-	-
	At the end of the year	-	-	-	-
3. Saji Daniel, Company Secretary					
Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus / sweat equity etc.)	-	-	-	-
	At the end of the year	-	-	-	-

V. INDEBTEDNESS - (Rs. in lakh)

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	83.62	-	-	83.62
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	83.62	-	-	83.62
Change in Indebtedness during the financial year				
Addition	-	-	-	-
Reduction	(83.62)	-	-	(83.62)
Net change Indebtedness	(83.62)	-	-	(83.62)
At the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Rs. in lakh)**

Sl No.	Particulars of Remuneration	Name of MD A.C.K. Nair	Total Amount
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-Tax Act 1961	12.00	12.00
	(b) Value of perquisites u/s 17(2) of Income-Tax Act 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of Income - Tax Act 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission - as % of profit - others, specify...	- -	- -
5	Others, please specify	-	-
	Total (A)	12.00	12.00
	Ceiling as per the Act		

B. Remuneration to other directors: (Amount in Rupees)

Sl. No	Particulars of Remuneration	Name of the Directors								Total Amount
		V. J. Kurian	C. V. Jacob	E. M. Babu	N. V. George	A. Ramalingam	CA Jose Pottokaran	Jose Thomas P.	Saji K. George	
1	Independent Directors Fee for attending Board / Committee meetings	--	--	--	--	20,000	20,000	--	--	40,000
	Commission	--	--	--	--			--	--	--
	Others, please specify	--	--	--	--			--	--	--
	Total (1)	--	--	--	--	20,000	20,000	--	--	40,000
2	Other Non - Executive Directors							--	--	
	Fee for attending Board / Committee meetings	--	40,000	30,000	30,000	--	--	--	--	1,00,000
	Commission	--	--	--	--	--	--	--	--	--
	Others, please specify	--	--	--	--	--	--	--	--	--
	Total (2)	--	40,000	30,000	30,000	--	--	--	--	1,00,000
	Total (B)=(1+2)	--	40,000	30,000	30,000	20,000	20,000	--	--	1,40,000
	Total Managerial Remuneration	--	40,000	30,000	30,000	20,000	20,000	--	--	1,40,000
Overall Ceiling as per the Act										

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD / MANAGER / WTD

Sl No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		CFO	CS	
1	Gross salary	2,86,198	2,33,592	5,19,790
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	2,86,198	2,33,592	5,19,790
	(b) Value of perquisites u/s 17(2) of Income Tax Act 1961	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of Income Tax Act 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-

4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (C)	2,86,198	2,33,592	5,19,790

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

for and on behalf of Board of Directors
for **Cochin International Aviation Services Limited**

Place : Ernakulam
Date : 22nd July 2020

Sd/-
V.J. Kurian
Chairman
DIN: 0001806859

FORM No. AOC-2**(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014.**

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm's length basis - NIL
2. Details of contracts or arrangements or transactions at Arm's length basis.

Sl. No.	Particulars	Details
1.	Name(s) of the related party & nature of relationship	COCHIN INTERNATIONAL AIRPORT LIMITED – Holding Company
2.	Nature of contracts/arrangements/transaction	Providing and receiving of services
3.	Duration of the contracts / arrangements/ transaction	Ongoing
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Value not exceeding Rupees two hundred lakhs only
5.	Date of approval by the Board	29 th June 2019
6.	Amount paid as advances, if any	Nil
Sl. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	CIALINFRASTRUCTURES LIMITED - Associate company
2.	Nature of contracts/arrangements/transaction	Providing of services
3.	Duration of the contracts / arrangements/ transaction	Ongoing
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	Value not exceeding Rupees two hundred lakhs only
5.	Date of approval by the Board	29 th June 2019
6.	Amount paid as advances, if any	Nil

For and on behalf of the Board of Directors of
M/s Cochin International Aviation Services Limited

Place : Ernakulam
Date : 22.07.2020

V J Kurian
Chairman
DIN (0001806859)

M.C. SAJUMON M.Com., ACMA, ACS, ACIS (UK)
COMPANY SECRETARY

42/1187-C, 1st FLOOR, LITTONIA COTTAGE, M.A. BALAKRISHNAN ROAD
ERNAKULAM NORTH P.O., KOCHI-682 018, PH: 0484-2395867/2396930/9567144644
MOB: 9847112479. E-mail: cfcocochin@gmail.com

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2020

*[Pursuant to Section 204(1) of the Companies Act 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules 2014]*

To
The Members
Cochin International Aviation Services Limited
XI/318 Cochin International Airport Buildings,
Aluva, Nedumbasserry Kochi Airport,
Ernakulam,
Kerala - 683 111.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Cochin International Aviation Services Limited (CIN:U35303KL2005PLC018632) (hereinafter called 'the Company') which is incorporated with the object of running and managing Aircraft Maintenance facilities and also, carrying out aircraft certification and allied activities. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon. The status of the Company during the period under review has been that of Unlisted Public Company. The Company has been subsidiary company of M/s.Cochin International Airport Limited (CIAL) (CIN: U63033KL1994PLC007803).

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31.03.2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the company for the financial year ended on 31.03.2020 according to the provisions of:

- I. The Companies Act 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act 1956 ('SCRA') and the rules made there under-Not applicable as the Company is an unlisted public company;
- III. The Depositories Act 1996 and the Regulations and Bye-laws framed there under; The Company has not dematerialised share certificates. As per information received from the company steps have been initiated in this regard.
- IV. Foreign Exchange Management Act 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; Not applicable as there was no Foreign Direct Investment in the Company and the company has not made any new Overseas Direct Investment and also had not availed External Commercial Borrowings.

- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act 1992 ('SEBI Act'):-
- a) The Securities and Exchange Board of India (LODR) Regulations 2015- Not applicable as the Company is an unlisted public company;
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011- Not applicable as the Company is an unlisted public company;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations 2015- Not applicable as the Company is an unlisted public company;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations 2018 - Not applicable as the Company is an unlisted public company;
 - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines 1999 - Not applicable as the Company is an unlisted public company and has not offered any Employee Stock Option Scheme and Employee Stock Purchase Scheme during the period under review;
 - f) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations 2014 - Not applicable as the Company is an unlisted public company and has not offered any shares or granted any options pursuant to any Employee Benefit Scheme during the period under review;
 - g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations 2008 - Not applicable as the Company is an unlisted public company and has not issued and listed any debt securities during the period under review;
 - h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations 1993 - Not applicable as the Company is an unlisted public company and not registered as Registrars to an Issue and Share Transfer Agent;
 - i) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2009 - Not applicable as the Company is an unlisted public company and
 - j) The Securities and Exchange Board of India (Buyback of Securities) Regulations 2018 - Not applicable as the Company is an unlisted public company and has not bought back any securities during the period under review;.

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India and Memorandum of Association of the Company.

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

As informed me, the industry / sector specific laws, specifically applicable to the Company under Central and / or State legislations, are the Aircraft Act 1934 and Rules made there under, Environment laws:- Kerala Air (Prevention and Control of Pollution) Rules 1984 and The Environment (Protection) Act & Rules 1986. For the purpose of examining the adequacy of compliances with industry/sector specific laws, reliance has been placed on the Compliance Certificate issued by the Company Secretary of the Company and based on that I am of the opinion that the Company has generally complied with the specific laws.

I further report that the compliance by the Company of the financial laws like direct and indirect tax laws and various labour laws has not been reviewed in this audit, since they do not come under the scope of this audit. However based on the information received and records maintained by the Company and on their examination I report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with general laws like Labour laws, Competition law, Environmental laws, rules, regulations and guidelines.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The tenure of two Independent Directors has expired and they ceased to be the Directors with effect from 28.09.2019. As per explanation received from the company steps have been initiated for appointment of Independent Directors in the vacancy. The Company has appointed whole time Key Managerial personnel viz; Managing Director, Company Secretary and Chief financial Officer. The Company has constituted Audit committee and Nomination and Remuneration Committee. The Audit Committee was re-constituted by the Board in the meeting held on 18.12.2019 as the Independent Directors who were members of the audit committee had vacated office following completion of their two terms. Sri. Jose Thomas P. and Sri. Saji K. George were appointed as the Additional Directors of the Company w.e.f. 18.12.2019. The Company has also appointed Internal Auditors.

The Company has held four (4) Board meetings during the period under review respectively on 29.06.2019, 28.09.2019, 18.12.2019 and 05.03.2020 and adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance duly complying with the time limits specified and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. The proceedings of the above meetings were duly recorded and signed by the Chairman. In addition to the general business and statutory matters, the Board has in the meeting held on 29.06.2019 considered and approved related party transactions (in the nature of debit for meeting expenses, Lease rent, Energy charges etc and Providing services) between the Company (CIASL) and the holding company (CIAL) and the associate / fellow subsidiary company CIAL Infrastructure Limited during the financial year ended on 31.03.2018 and 31.03.2019 carried out on arms length basis in the ordinary course of business. The Board also accorded omnibus approval for similar transactions with the above related parties for the financial year 2019-20 for an aggregate amount not exceeding Rs.200 lakhs. The Board has also in the meeting held on 29.06.2019 evaluated the performance of Independent Directors in accordance with schedule IV of the Companies Act 2013 and unanimously agreed that the performance of independent directors has been in compliance of the code of Independent Directors as prescribed in Schedule IV, u/s 149(8) of the Companies Act 2013. The Board also took note of the declaration u/s 149(7) of the Act regarding whether independent directors meet the criteria of Independence u/s 149(6) and ensured it and also noted that Independent Directors are not disqualified to act as such. The Board also noted the declaration given by the Directors pursuant to section 164(2) of the Act and ensured that none of the directors are disqualified under the provisions of section 164(2) of the Act. Disclosure of interest and shareholding of Directors pursuant to Section 184(1) of the Act is also considered and read over in the meeting. The Board in the same meeting also considered and approved the financial statements and Directors report to shareholders as on 31.03.2019, appointment of statutory auditors and internal auditors for the financial year 2019-20, as recommended by the Audit Committee and also considered retirement by rotation of Directors as per Section 152 of the Act read with Article 62 of Articles of Association of the Company and convening of 14th Annual General Meeting on 28.09.2019, among other general business and statutory matters. The Board in the meeting held on 28.09.2019, appointed Secretarial Auditor for conducting Secretarial Audit for the financial year 2019-20 pursuant to Section 204(1) of the Companies Act 2013 read with Rule 9 of the Companies (Appointment and Remuneration personnel) Rules 2014.

During the financial year 2019-20, the Audit Committee has met two times respectively on 29.06.2019 and 18.12.2019 and considered internal audit report of each quarter and evaluated and reviewed all items and appraised and discussed about the comments in the report. The Audit Committee held on 29.06.2019 considered and reviewed the financial statements as at 31.03.2019 and decided to recommend to the Board for their approval. The Audit Committee held on 18.12.2019 took note of the performance of the Company for the first half year ended September 2019. The proceedings of the above committee meetings were duly recorded and signed by the Chairman.

During the financial year 2019-20, the meeting of the Nomination and Remuneration Committee was held on 29.06.2019 in which the committee took note that the current period of appointment of Sri. A.C.K. Nair as the Managing Director of the Company is for two years from 23.12.2018 to 22.12.2020 and the committee unanimously agreed that the Managing Director may be paid a consolidated amount of Rs.1 lakh per month as honorarium with effect from 01.04.2019 to 22.12.2020. The proceedings of the above committee meetings were duly recorded and signed by the Chairman.

The Annual General Meeting of the Company for the financial year ending 31.03.2019 was held on 28.09.2019 and the proceedings were duly recorded and signed by the Chairman.

I further report that based on the information received and records maintained by the Company there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the Company has no specific events / actions having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards etc except:

- (i) The Company has continued related party transactions with Cochin International Airport Limited (CIAL), the holding Company. The Company has taken land (31 cents & 50.250 cents) from the holding company for setting up aircraft maintenance hangar, under a lease agreement executed (operating lease) for a term of 30 years commencing from 12th May 2006, for which lease rentals are charged. Further the holding company debits the Company for common infrastructure user charges.
- (ii) The company has continued related party transactions with the associate / fellow subsidiary company CIAL Infrastructure Limited. The company has sublet a part of the leasehold land (10 acres & 65.693 cents) to CIAL Infrastructure Limited for setting up solar power plant, under a lease agreement executed for a period of 20 years commencing from 12th May 2016, as permitted by the holding company (in the 98th Board Meeting of CIAL held on 26th March 2014) for which lease rentals are charged.

The Company has reported that all the related party transactions or arrangements have been made on arm's length basis and in the ordinary course of business and hence Section 188(1) of the Companies Act 2013 does not apply to the Company.

Further the Accounts of the Company is consolidated with the holding Company and is placed before the Shareholders at the General Meeting for Approval.

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

Place : Kochi -18
Date : 29.07.2020

M.C. SAJUMON
Practising Company Secretary
ACS No: 9868, C P. No.: 2385
UDIN : A009868B000525031

'Annexure A'
ANNEXURE TO SECRETARIAL AUDIT REPORT

To
The Members
Cochin International Aviation Services Limited
XI/318 Cochin International Airport Buildings,
Aluva, Nedumbasserry Kochi Airport,
Ernakulam, Kerala - 683 111

My report of even date is to be read along with this letter.

1. Maintenance of Secretarial or other statutory records is the responsibility of the management of the company. My responsibility is to express an opinion on these records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurances about the correctness of the contents of the Secretarial records.
3. The verification was done on test basis to ensure that correct facts are reflected in records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
4. I have not verified the correctness and appropriateness of financial records and books of Accounts of the company.
5. Where ever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events etc.
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. My examination was limited to the verification of procedures on test basis.
7. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Kochi -18
Date : 29.07.2020

M.C. SAJUMON
Practising Company Secretary
ACS No: 9868, C P. No.: 2385
UDIN : A009868B000525031

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF COCHIN INTERNATIONAL AVIATION SERVICES LIMITED

Report on the Standalone Ind AS Financial Statements:

Opinion

We have audited the accompanying standalone Ind AS financial statements of Cochin International Aviation Services Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2020, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and a summary of the 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 aforesaid standalone Ind AS financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2020 and its profit, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis of opinion

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. 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 Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

We draw attention to the following matters disclosed as contingent liability in the Notes forming part of the standalone Ind AS financial statements:

Note 4.44 to the financial statements regarding award passed by the Arbitrator (Refer Note 4.4.2) which has been disputed in appeal amounting to Rs.21,00,00,177 which is not acknowledged as debt by the Company. Demand for payment of Building tax (Refer Note 4.40) which has been disputed in appeal before the Hon'ble High Court of Kerala amounting to Rs.4,72,02,497 (net of admitted tax), the ultimate outcome of the above cannot be determined at this stage.

Our opinion is not qualified in respect of these matters.

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act 2013 ("the Act") with respect to the preparation of these standalone Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes

Krishnamoorthy & Krishnamoorthy
Chartered Accountants

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k_krishnamoorthy@hotmail.com

in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued there under.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone Ind AS 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 Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for 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 skepticism throughout the audit. We also:

- (a) 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.
- (b) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- (d) 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- (e) Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order 2016 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A enclosed herewith, a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, 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 Company so far as it appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - e. On the basis of the written representations received from the directors by the Company and taken on record in the meeting of the Board of Directors, none of the Directors is disqualified as on 31st March 2020 from being appointed as a Director in terms of Section 164 (2) of the Act.
 - f. We have also audited the internal financial controls over financial reporting (IFCoFR) of the Company as on 31st March 2020 in conjunction with our audit of the standalone financial statements of the company for year ended on that date and we enclose herewith our report in "Annexure B".

Krishnamoorthy & Krishnamoorthy
Chartered Accountants

Paliam Road, Kochi-682 016
k_krishnamoorthy@hotmail.com

- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i) The Company has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements - Refer Note 4.42 and 4.44 to the financial statements.
 - ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses - Refer Note 4.43 to the financial statements.
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

for **Krishnamoorthy & Krishnamoorthy**
Chartered Accountants (FRN: 001488S)

Sd/-

CA K T Mohanan

Partner (M.No: 201484)

UDIN: 20201484AAAACG6610

Place : Cochin -16
Date : 22.07.2020

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT**(Referred to in Paragraph 1 under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)**

- (i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- b) We are informed that these fixed assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the company is not having any free hold immovable property.
- (ii) We are informed that physical verification of inventory, consisting of stores and spares and consumables, has been conducted at reasonable intervals by the management and as informed to us discrepancies noticed on such verification were properly dealt within the books of accounts.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly, paragraphs (iii) (a) (b) and (c) of CARO 2016 are not applicable.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not made any loans and investments and has not provided any guarantees and securities to the parties covered under Section 185 of the Act and hence not commented upon.
- (v) According to the information and explanations given to us, the Company has not accepted any deposits from the public during the year as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under. Accordingly, paragraph 3 (v) of the Order is not applicable to the Company.
- (vi) As per the information and explanation given to us, the Central Government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Companies Act 2013.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
- (a) The company has been generally regular in depositing undisputed statutory dues including Provident Fund, Income Tax, Sales Tax, Service Tax, Goods and Service tax, Customs Duty, Value Added Tax, cess and other material statutory dues applicable to it, to the appropriate authorities during the year. There are no arrears of outstanding undisputed statutory dues as at the last day of the financial year concerned for a period of more than six months from the date, they became payable.
- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax or Sales Tax or Wealth Tax or Service Tax or Goods and Service Tax, duty of customs or duty of excise or value added tax or cess, which have not been deposited on account of any dispute as on 31st March 2020, except for income tax and service tax dues, the particulars of the same are as given below:

Name of the Statute	Nature of Dues	Amount (Rupees)	Period to which it relates	Forum where dispute is pending
The Kerala Building Tax Act 1975	Annual Building Tax	4,72,02,497	2012-2020	Hon'ble High Court of Kerala

Krishnamoorthy & Krishnamoorthy
Chartered Accountants

Palam Road, Kochi-682 016
k_krishnamoorthy@hotmail.com

- (viii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, the company not obtained any loans from financial institution, Government and debenture holders.
- (ix) According to the information and explanations given to us, we report that there is no term loan availed by the Company and has not raised any moneys by way of initial public offer and further public offer (including debt instruments) and hence not commented upon.
- (x) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, no fraud by the Company or on the Company by the officers and employees of the Company has been noticed or reported during the year, nor have we been informed of any such case by the Management.
- (xi) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, the Company has not paid / provided managerial remuneration during the year. Accordingly, paragraph 3(xi) of the CARO 2016 is not applicable to the Company and hence not commented upon.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, paragraph 3(xii) of the CARO 2016 is not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence reporting requirements under clause 3(xiv) are not applicable to the Company and not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its Directors or persons connected with them, and hence provisions of section 192 of the Companies Act 2013 are not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

for **Krishnamoorthy & Krishnamoorthy**
Chartered Accountants (FRN: 001488S)

Sd/-

CA K T Mohanan

Partner (M.No: 201484)

UDIN: 20201484AAAACG6610

Place : Cochin -16
Date : 22.07.2020

Krishnamoorthy & Krishnamoorthy
Chartered Accountants

Paliam Road, Kochi-682 016
k_krishnamoorthy@hotmail.com

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in Paragraph 2(f) under the heading "Report on Other Legal and Regulatory Requirements" of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Cochin International Aviation Services Limited ("the Company") as of 31st March 2020 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls:

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Companies Act 2013.

Auditors' Responsibility:

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10) of the Companies Act 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists and testing & evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting:

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external

Krishnamoorthy & Krishnamoorthy
Chartered Accountants

Paliam Road, Kochi-682 016
k_krishnamoorthy@hotmail.com

purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and Directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting:

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

Opinion:

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for **Krishnamoorthy & Krishnamoorthy**
Chartered Accountants (FRN: 001488S)

Sd/-

CA K T Mohanan

Partner (M.No: 201484)

UDIN: 20201484AAAACG6610

Place : Cochin -16

Date : 22.07.2020

PART I : BALANCE SHEET
COCHIN INTERNATIONAL AVIATION SERVICES LIMITED
BALANCE SHEET AS AT 31st MARCH 2020

(Rupees in '000)

	Particulars	Note No:	As at 31 st March 2020	As at 31 st March 2019
	ASSETS			
1	Non Current Assets			
a	Property, plant and equipment	4.1	3,15,836.85	3,49,068.09
b	Right of Use Assets (ROU)	4.1	1,813.90	0.00
b	Intangible assets	4.1	0.00	0.00
c	Financial assets			
	(i) Other financial assets	4.2	119.27	21,959.66
d	Income tax assets (net)	4.3	15,381.02	11,272.51
e	Other non-current assets	4.4	834.42	834.42
2	Current Assets			
a	Inventories	4.5	2,042.87	2,017.96
b	Financial assets			
	(i) Trade Receivables	4.6	48,446.09	35,575.45
	(ii) Cash & Cash equivalents	4.7	47,569.05	36,537.93
	(iii) Bank Balances Other than above	4.8	1,60,207.22	62,626.19
	(iv) Other Financial Assets	4.9	8,974.28	6,418.43
c	Income tax assets (net)	4.10	12,757.78	11,035.43
d	Other current assets	4.11	6,221.98	8,570.45
	Total Assets		6,20,204.73	5,45,916.53
	EQUITY & LIABILITIES			
	Equity			
a	Equity Share Capital	4.12	7,53,194.00	7,53,194.00
b	Other Equity	4.13	(1,69,763.46)	(2,47,895.31)
	Liabilities			
1	Non Current Liabilities			
a	Financial Liabilities			
	(i) Borrowings	4.14	2,623.91	0.00
b	Provisions	4.15	5,501.12	3,704.80
c	Deferred tax liabilities (Net)	4.16	0.00	0.00
2	Current Liabilities			
a	Financial Liabilities			
	(i) Borrowings	4.17	86.03	8,362.36
	(ii) Trade Payables	4.18	2,574.52	1,104.76
	(iii) Other Financial Liabilities	4.19	18,245.12	17,759.34
b	Other current liabilities (Net)	4.20	6,340.00	9,281.63
c	Provisions	4.21	1,403.49	404.95
	Total Equity and Liabilities		6,20,204.73	5,45,916.53

Significant Accounting Policies & Notes forming part of Financial Statements

For and on behalf of the Board of Directors

sd/-
V.J. Kurian
 Chairman

sd/-
A C K Nair
 Managing Director

sd/-
Lenny Sebastian
 Chief Financial Officer

sd/-
Saji Daniel
 Company Secretary

As per our report of even date attached

For **Krishnamoorthy & Krishnamoorthy**
 Chartered Accountants (FRN: 001488S)

sd/-
CA K T Mohanan

Place : Ernakulam
 Date : 22.07.2020

Partner (M.No: 201484)
 UDIN: 20201484AAAACG6610

Part II : STATEMENT OF PROFIT & LOSS
COCHIN INTERNATIONAL AVIATION SERVICES LIMITED
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31st MARCH 2020

(Rupees in '000)

	Particulars	Note No:	For the year ended 31.03.2020	For the year ended 31.03.2019
	Income:			
I.	Revenue from Operations	4.22	1,87,721.06	1,43,409.16
II.	Other Income	4.23	18,829.68	12,891.53
III.	Total Income		2,06,550.74	1,56,300.69
	Expenses:			
	Employee Benefits expenses	4.24	66,045.71	59,539.43
	Finance Costs	4.25	313.91	1,569.47
	Depreciation and amortisation expenses	4.1	33,685.27	37,119.17
	Other Expenses	4.26	23,879.24	29,417.39
	Total Expenses		1,23,924.13	1,27,645.46
	Profit before exceptional items and tax (III-IV)		82,626.61	28,655.24
VI	Exceptional Items		0.00	0.00
V	Profit/(Loss) before Tax		82,626.61	28,655.24
VI	Tax expense:			
	a. Current tax		0.00	0.00
VII.	Profit/(Loss) for the period (V-VI)		82,626.61	28,655.24
VIII.	Other comprehensive income			
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurement of defined employee benefit plan		(3,632.75)	(21.95)
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.00	0.00
	Total other comprehensive income/(loss) (net of tax)		(3,632.75)	(21.95)
IX.	Total comprehensive income for the period (Profit/(loss) + other comprehensive income)		78,993.86	28,633.29
X.	Earnings per equity share (for continuing operations)	4.27		
	a) Basic		1.10	0.38
	b) Diluted		1.10	0.38

Significant Accounting Policies & Notes forming part of Financial Statements

For and on behalf of the Board of Directors

sd/-
V.J. Kurian
 Chairman

sd/-
A C K Nair
 Managing Director

sd/-
Lenny Sebastian
 Chief Financial Officer

sd/-
Saji Daniel
 Company Secretary

As per our report of even date attached

For **Krishnamoorthy & Krishnamoorthy**
 Chartered Accountants (FRN: 001488S)

sd/-
CA K T Mohanan

Place : Ernakulam
 Date : 22.07.2020

Partner (M.No: 201484)
 UDIN: 20201484AAAACG6610

STATEMENT OF CHANGES IN EQUITY
COCHIN INTERNATIONAL AVIATION SERVICES LIMITED
STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31st MARCH 2020

(Rupees in '000)

A Note No 4.12 : Equity Share Capital

Particulars	Notes	Amount
Balance at April 1, 2018		7,53,194.00
Changes in equity share capital during the year		0.00
Balance at March 31, 2019		7,53,194.00
Changes in equity share capital during the year		0.00
Balance at March 31, 2020	4.12	7,53,194.00

B 4.12.2 Other Equity

Other Equity	Reserves & Surplus		
	Retained Earnings	Other Comprehensive Income	Total
Balance as on 01.04.2018	(2,76,528.60)	0.00	(2,76,528.60)
Total Comprehensive Income for the year	(21.95)	0.00	(21.95)
Profit/(Loss) for the year	28,655.24	0.00	28,655.24
Balance at the end of the reporting period	(2,47,895.31)	0.00	(2,47,895.31)
Balance as on 31.03.2019	(2,47,895.31)	0.00	(2,47,895.31)
Total Comprehensive Income for the year	(3,632.75)	0.00	(3,632.75)
Profit/(Loss) for the year	82,626.61	0.00	82,626.61
Ind As Transitional Adjustment (Ind AS 116) (Refer Note No.4.29)	(862.01)	0.00	(862.01)
Balance as on 31.03.2020	(1,69,763.46)	0.00	(1,69,763.46)

For and on behalf of the Board of Directors

sd/-
V.J. Kurian
 Chairman

sd/-
A C K Nair
 Managing Director

sd/-
Lenny Sebastian
 Chief Financial Officer

sd/-
Saji Daniel
 Company Secretary

As per our report of even date attached

For **Krishnamoorthy & Krishnamoorthy**
 Chartered Accountants (FRN: 001488S)

Place : Ernakulam
 Date : 22.07.2020

sd/-
CA K T Mohanan
 Partner (M.No: 201484)
 UDIN: 20201484AAAACG6610

COCHIN INTERNATIONAL AVIATION SERVICES LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2020

(Rupees in '000)

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
CASH FLOW FROM OPERATING ACTIVITIES		
Net profit before taxation and extra-ordinary items	82,626.61	28,655.24
Adjustments for:		
Depreciation	33,685.27	37,119.17
Interest income	(16,548.49)	(10,030.18)
Interest Expense	313.91	1,569.47
Loss on damage / sale of Fixed asset	0.00	124.43
Profit on sale of Fixed asset	(1.26)	0.00
Remeasurement of defined benefit plans	2,855.26	(21.95)
Unrealised foreign exchange gains	(165.22)	0.00
Operating profit before working capital changes	1,02,766.08	57,416.17
Adjustments for:		
(Increase)/decrease in Inventories	(24.92)	(69.85)
(Increase)/decrease in Trade receivables	(12,705.42)	(15,279.08)
(Increase)/decrease in Other Assets	2,970.46	(12,696.28)
Increase/(decrease) in Provisions	0.00	325.39
Increase/(decrease) in Trade Payables	1,469.76	1,049.38
Increase/(decrease) in Current Liabilities	(6,149.00)	19,750.57
Cash generated from operations	88,326.96	50,496.28
Direct Tax (payments)/refunds (Net)	(5,830.86)	(805.59)
Net Cash Flow from Operating Activities	82,496.11	49,690.69
CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Property, Plant and Equipment	(340.65)	(698.74)
Interest received	13,370.64	10,030.18
Bank Deposits made	(1,38,366.82)	0.00
Disposal of Property, Plant and Equipment	1.26	0.00
Net Cash Flow from Investing Activities	(1,25,335.58)	9,331.44
CASH FLOW FROM FINANCING ACTIVITIES		
Lease Liability repaid	(79.33)	0.00
Interest paid	(313.91)	(1,569.47)
Increase in Security Deposits	0.00	(16,103.08)
Net Cash Flow from Financing Activities	(393.24)	(17,672.54)
Net increase/(decrease) in cash and cash equivalents	(43,232.71)	41,349.59
Cash and cash equivalents at the beginning of the period		
Cash on hand	0.00	0.00
Balances with banks on current accounts and fixed deposit accounts	99,164.12	49,626.80
Bank Overdraft	(8,362.36)	(174.64)
	90,801.76	49,452.16
Cash and cash equivalents at the end of the period		
Cash on hand	22.18	0.00
Balances with banks on current accounts and fixed deposit accounts	47,546.87	99,164.12
Bank Overdraft	0.00	(8,362.36)
	47,569.05	90,801.76
Net increase / (decrease) as disclosed above	(43,232.71)	41,349.59

Significant Accounting Policies & Notes forming part of Financial Statements

For and on behalf of the Board of Directors

sd/-
V.J. Kurian
Chairman

sd/-
A C K Nair
Managing Director

sd/-
Lenny Sebastian
Chief Financial Officer

sd/-
Saji Daniel
Company Secretary

As per our report of even date attached

For **Krishnamoorthy & Krishnamoorthy**
Chartered Accountants (FRN: 001488S)

sd/-
CA K T Mohanan

Partner (M.No: 201484)

UDIN: 20201484AAAACG6610

Place : Ernakulam
Date : 22.07.2020

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH 2020:**1. CORPORATE INFORMATION**

Cochin International Aviation Services Limited (“the Company”) is a Public Limited Company incorporated and domiciled in India. It is a subsidiary of Cochin International Airport Limited. The address of its registered office is XI/318E, Cochin International Airport Buildings, Kochi Airport P.O., Ernakulam District, PIN-683111 and the principal place of business is located in Nedumbassery, Kochi-683111.

The Company is incorporated with the object of running and managing Aircraft Maintenance facilities and also carrying out aircraft certification and allied activities.

During the year, the MRO hangar facilities were leased out on a fixed rent basis. The income generated by the Company includes rentals from letting out of premises and also equipments.

The financial statements were approved for issue by the Company’s Board of Directors on 10.07.2020

2. SIGNIFICANT ACCOUNTING POLICIES**2.1 Basis of Preparation and presentation****a) Statement of compliance**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the Ind AS) as notified by Ministry of Corporate Affairs pursuant to Section 133 of the Companies Act 2013 (Act) read with the Companies (Indian Accounting Standards) Rules 2015 as amended and other relevant provisions of the Act.

The accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

b) Application of New Accounting Pronouncements

The Company has adopted Ind AS 116 - Lease being the Ind AS issued vide Companies (Indian Accounting Standards) Amendment Rules 2018, with effect from 01st April 2019.

c) Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value except for financial instruments if any, which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

d) Current non-current classification

All assets and liabilities have been classified as current or non-current as per the Company’s normal operating cycle (not exceeding twelve months) and other criteria set out in the Schedule III to the Act.

e) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest thousands as per the requirement of Schedule III, unless otherwise stated.

2.2 Use of Estimates and judgment

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, the disclosure of contingent assets and liabilities at the date of financial statements and reported amounts of revenue and expenses. Actual results could differ from these estimates. Estimates and underlying assumptions are reviewed on a periodic basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. In particular, information about significant areas of estimation, uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements is included in the following notes:

1. Discount rate used to determine the carrying amount of the Company's defined benefit obligation.
2. Useful live of Property plant and equipment
3. Estimated useful life of intangible assets
4. Contingences and commitments
5. Allowance for doubtful debts
6. Impairment of investments
7. Fair value measurement of financial instruments.
8. Provision for Income Tax and Deferred Tax

2.3 Property, plant and equipment

On adoption of Ind AS, the Company retained the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and used that as its deemed cost as permitted by Ind AS 101 'First-time Adoption of Indian Accounting Standards'.

PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land which are stated at cost) and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation is recognised so as to write off the cost of assets (other than capital work in progress) less their residual values over the useful lives using the straight- line method ("SLM"). Depreciation on Property, plant and equipment has been provided on Straight Line Method ("SLM"), by adopting the useful lives prescribed as per Part C of Schedule II to the Companies Act 2013.

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The useful life and depreciation method are reviewed at each financial year end to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in financial statements.

The Right to Use assets being the lease hold right to use land is capitalised and disclosed as part of fixed assets.

2.4 Intangible assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line over their estimated useful life of 5 years. The estimated useful life and amortisation method are reviewed at the end of each reporting period with the effect of any changes in estimate being accounted for on prospective basis.

An intangible asset is derecognised on disposal or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the Statement of Profit and Loss when the asset is derecognised.

2.5 Financial instruments

a) Initial recognition

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

b) Subsequent measurement

- (i) Financial assets carried at amortized cost** - A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

- (ii) **Financial assets at fair value through other comprehensive income** - A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The Company has made an irrevocable election for its investments which are classified as equity instruments to present the subsequent changes in fair value in other comprehensive income based on its business model.
- (iii) **Financial assets at fair value through profit or loss** - A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.
- (iv) **Impairment of financial assets**
Trade Receivables - The Company assesses at each Balance Sheet date whether a financial asset or a group of financial asset is impaired. Ind AS 109 requires expected credit loss to be measured through a loss allowance. The Company recognises lifetime expected credit losses for all trade receivables that do not constitute a financing transaction. Impairment loss allowance is based on a simplified approach as permitted by Ind AS 109. As a practical expedient, the Company uses a provision matrix to determine the impairment loss on the portfolio of its trade receivables.
- (v) **Derecognition of financial assets** - The Company de-recognizes a financial asset when the contractual rights to the cash flows from the asset expire or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.
- (vi) **Financial liabilities** - Financial liabilities are measured at amortized cost using the effective interest method or at FVTPL.

The Company derecognizes Financial liabilities only when Company's obligations are discharged, cancelled or have expired. A substantial modification of the terms an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in the Statement of Profit and Loss.

2.6 Inventories

Inventories are valued at lower of cost or net realisable value. Cost of inventories comprises of purchase cost and cost of procurement net of on a weighted average basis. However, stores and spare items held for use in providing the services are not written down below cost if the services are expected to be provided at or above cost. Cost of inventories comprises of purchase cost and cost of procurement net of on a weighted average basis.

2.7 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the Company 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 determined by discounting the expected future cash

flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. These are reviewed at each Separate balance sheet date and adjusted to reflect the correct management estimates.

Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that a cash flow will not be required to settle the obligation.

Contingent assets are disclosed in the accounts, where an inflow of economic benefits is probable.

2.8 Leases

Company as a Lessee - The Company has adopted Ind AS 116 Leases with effect from 01st April 2019 and applied the standard to lease arrangements existing as on the date of initial application using modified retrospective approach with the lease liability recognised as the present value of the remaining lease payments discounted at the incremental borrowing rate and the Right Of Use asset (ROU) as the carrying amount as if the standard had been applied since the commencement date, but discounted at lessee's incremental borrowing rate at the date of initial application. (Refer Note 4.29)

The Right to Use recognised as per the lease agreement is classified under the respective asset class and the corresponding lease liabilities under Borrowings as required by the standard.

Company as a Lessor - Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease in accordance with Ind AS 116. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as an expense over the lease term on the same basis as the lease income.

2.9 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

2.10 Revenue Recognition

a) Rendering of services

The Company derives its revenue primarily from Aircraft Maintenance facilities and also carrying out aircraft certification and allied activities.

As per Ind AS 115, Revenue is recognized on satisfaction of performance obligation upon transfer of control of promised products or services to customers in an amount that reflects the consideration we expect to receive in exchange for those products or services. The Company does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, it does not adjust any of the transaction prices for the time value of money. Revenue is recognised at the point in time at which the performance obligation is satisfied.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (based on fixed rate contracts) allocated to that performance obligation. This

consideration is estimated based on the expected value of outflow. Revenue is recognized only to the extent that it is highly probable that the amount will not be subject to significant reversal when uncertainty relating to its recognition is resolved.

b) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that assets net carrying amount on initial recognition.

Other incomes are recognized on accrual basis except when there are significant uncertainties.

c) Rental income

Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease in accordance with Ind AS 116.

2.11 Employee benefits

a) 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.

b) Defined Contribution Plans - The Company makes contributions to Provident Fund, which is a defined contribution plan for employees. The contributions paid / payable under the scheme during the year are charged to the Statement of Profit and Loss for the year.

c) Defined Benefit Plans - Defined benefit plan covers the obligation of the Company towards the gratuity benefits. For defined benefit plans, the cost of providing benefits is determined using projected unit credit method with actuarial valuations being carried out at the end of each reporting period. Re-measurement comprising actuarial gains and losses, any change in the effect of the asset ceiling (excluding interest) and the return on plan assets (excluding net interest) is reflected immediately with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to the Statement of Profit and Loss. Past service cost is recognized in the Statement of Profit and Loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability (asset). Defined benefit costs categorized as follows:

- (i) Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- (ii) Net interest expense or income; and
- (iii) Re-measurement.

The Company presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line 'Employee benefits expense'. Curtailment gains and losses are accounted as past service costs. The retirement benefit obligation recognised in the separate balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation limited to the lower of the surplus in the defined benefit plan and the asset ceiling.

- d) **Long term employee benefits** - The Company has a policy on compensated absence which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absence is determined by Actuarial Valuation performed by an independent actuary at each Balance Sheet date using projected unit credit method on the additional amount expected to be paid / availed as a result of unused entitlement that has accumulated at the Balance Sheet date. Expense on non-accumulating compensated absence is recognised in the period in which the absences occur.

Long Term Employee Benefits is categorised as follows:

- (i) Service Cost
- (ii) Net Interest on the net defined benefit liability (asset)
- (iii) Re-measurements of the net defined benefit liability (asset)

The Company presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line 'Employee benefits expense'. Re-measurements of the net defined benefit liability (asset) is charged or credited to Other Comprehensive Income or Statement of Profit & Loss.

2.12 Borrowing costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings. Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial period of time to get ready for its intended use are capitalized as part of cost of the respective asset. All other borrowing costs are recognized as expenditure for the period in which they are incurred.

2.13 Foreign Exchange Translation

The functional currency of the Company is Indian rupee.

On initial recognition, all foreign currency transactions are translated into the functional currency using the exchange rates prevailing on the date of the transaction. As at the reporting date, foreign currency monetary assets and liabilities are translated at the exchange rate prevailing on the Balance Sheet date and the exchange gains or losses are recognized in the Statement of Profit and Loss.

Non-monetary assets and non-monetary liabilities denominated in a foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

2.14 Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognized in Statement of Profit and Loss except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and laws) enacted or substantively enacted by the reporting date.

Deferred Tax

Deferred income tax is provided in full, using the liability method on temporary differences arising between the tax bases of assets and liabilities and their carrying amount in the financial statement. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax assets is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses, only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized are reviewed at each reporting date and are recognized / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realized.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the Company has a legally enforceable right to offset and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

Minimum Alternate Tax credit is recognized as deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. Such asset is reviewed at each Balance Sheet date and the carrying amount of the MAT credit asset is written down to the extent there is no longer a convincing evidence to the effect that the Company will pay normal income tax during the specified period.

2.15 Earnings per share

The earnings considered in ascertaining the Company's Earnings per share comprise of the net profit after tax. The number of shares used in computing the basic earnings per share is the weighted average number of equity shares outstanding during the year. The number of shares used in computing diluted Earnings per share comprises the weighted average shares considered for deriving the basic earnings per share and also the weighted average number of shares, of any shares, which would have been issued on the conversion of all dilutive potential equity shares.

3 RECENT ACCOUNTING PRONOUNCEMENTS

There are no new standards issued but not yet made effective except for the exposure draft on modifications to Ind AS 116 with regard to the treatment of concessional lease rentals amid COVID-19 which is not having any impact for the Company since there is no rental concessions for remaining lease term.

4.1: Property, Plant & Equipment

4.1.1 : Tangible Assets

(In Rupees)

Name of the Asset	Gross Block				Depreciation / Amortisation				Net Block	
	Gross Carrying Value as on 01.04.2019	Addition during the Year	Deletion during the Year	Gross Carrying value as on 31.03.2020	As at 01.04.2019	Depreciation for the year	Deletion during the Year	As at 31.03.2020	Carrying value as at 31.03.2020	Carrying value as at 31.03.2019
Building	3,28,731	0	0	3,28,731	1,61,080	20,973	0	1,82,053	1,46,677	1,49,453.32
Building - Hangar	2,15,160	0	0	2,15,160	65,707	6,102	0	71,809	1,43,351	4,453.60
Fire Fighting Equipment	8,500	0	0	8,500	4,047	812	0	4,858	3,642	6,128.92
Electrical Fittings	11,741	0	0	11,741	5,612	1,117	0	6,729	5,012	14,877.73
Plant & Machinery	35,313	42	0	35,355	20,435	2,372	0	22,807	12,548	509.76
Computer and Peripherals	3,069	214	104	3,179	2,559	320	104	2,775	404	308.29
Motor Car	641	0	0	641	332	51	0	383	258	88.89
Office Equipment	227	9	0	235	138	29	0	167	68	4,872.28
Furniture & fittings	19,648	15	0	19,663	14,776	1,629	0	16,405	3,258	724.75
Tools and Equipments	2,622	61	0	2,683	1,897	168	0	2,065	618	0.00
Books	468	0	0	468	468	0	0	468	0	0
Total	6,26,120	341	104	6,26,357	2,77,052	33,572	104	3,10,520	3,15,837	1,81,418
Previous Year	6,25,727	699	306	6,26,120	2,40,143	37,090	181	2,77,052	3,49,068	3,85,584

4.1.2 : Tangible Assets (Leased Assets)

Name of the Asset	Gross Block				Depreciation / Amortisation				Net Block	
	Gross Carrying Value as on 01.04.2019	Addition during the Year	Deletion during the Year	Gross Carrying value as on 31.03.2020	As at 01.04.2019	Depreciation for the year	Deletion during the Year	As at 31.03.2020	Carrying value as at 31.03.2020	Carrying value as at 31.03.2019
Leasehold Land	0	1,927	0	1,927	0	113.37	0	113	1,814	1,67,650.56
Total	0	1,927	0	1,927	0	113	0	113	1,814	1,67,651
Previous Year	0	0	0	0	0	0	0	0	0	0

4.1.3 : Intangible assets

Name of the Asset	Gross Block				Accumulated Depreciation				Net Block	
	Gross Carrying Value as on 01.04.2019	Addition during the Year	Deletion during the Year	Gross Carrying value as on 31.03.2020	As at 01.04.2019	Depreciation for the year	Deletion during the Year	As at 31.03.2020	Carrying value as at 31.03.2020	Carrying value as at 31.03.2019
Software	162.95	0	0	162.95	162.95	0	0	162.95	0	0
Total	162.95	0	0	162.95	162.95	0	0	162.95	0	0
Previous Year	162.95	0	0	162.95	133.75	29.20	0	162.95	0	29.20

4.2 Other Financial Assets (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
a. Others		
Bank Deposits with Maturity More than 12 months	0.00	21,863.90
Bank Deposits with Maturity More than 12 months held under lien with Commercial tax authorities	119.27	95.77
	119.27	21,959.66

4.3 Income Tax assets (Net) (Non-Current) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Income Tax Assets (Net of provision)	15,381.02	11,272.51
	15,381.02	11,272.51

4.4 Other Non Current Assets (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Advances other than Capital Advances		
Unsecured, considered good		
a. Security Deposits	834.42	834.42
Unsecured, considered doubtful		
a. Others	8,045.19	8,045.19
Less: Allowance on doubtful assets	(8,045.19)	(8,045.19)
	834.42	834.42

4.4.1 Security Deposit includes Rs.801.93 (Rs.801.93) being the disputed building tax paid to the Municipality, the proceedings against the same is in process. (Refer Note No. 4.40)

4.4.2 During the financial year 2008-09, the Company entered into an agreement with M/s.Kairali Aviation Aeronautical Engineering Private Limited (KAAEPL) for the operation and management of AME Institute. Though M/s.KAAEPL started the course during August 2010, they could not continue running the institute as they failed to obtain the necessary approval from Director General of Civil Aviation. Consequent to this, during 2011-12 CIASL invoked a Bank Guarantee for Rupees One Crore submitted by M/s.Kairali Aviation Aeronautical Engineering Private Limited (KAAEPL) for non performance and to recover expenses incurred on their behalf and other receivables due from KAAEPL. The amount received from Bank on invocation of Bank Guarantee and the amount determined as receivable from M/s.KAAEPL have been netted off and the balance receivable is shown under non-current receivables. KAAEPL has disputed the claim in arbitration. The arbitration proceedings were completed and award was passed on 21.03.2016. As per the award, the claimants (KAPL & KAAEPL) have been allowed to recover from the respondents (CIASL) an amount of Rs.13,39,24,004 with future interest at the rate of 9% per annum from the date of award till realisation, if paid within 3 months from the date of the Award. If the awarded amount is not paid within 3 months from the date of Award, interest shall be paid on the said amount at the rate of 14% per annum till realisation. The Company sought a legal opinion on the maintainability of the award and as per the opinion received, the Company has challenged the award before the Appellate Authority. Pending final disposal of the case, no provision has been made in the accounts for the award amount.

4.4.3 During the year 2011-12, the Company received a letter from Corporation Bank directing it not to remove the assets and equipments of M/s.Kairali Aviation Aeronautical Engineering Pvt. Ltd. (KAAEPL) from the space that the Company had leased out to KAAEPL, on the grounds that these assets and equipments were hypothecated to Corporation Bank. The Company in turn had raised a demand for Rs.20,22,480 on Corporation Bank towards rent for the space occupied by the assets and equipments of KAAEPL till 30th September 2012. Corporation Bank has rejected the Company's claim for rent vide letter No. OR:1049:2012 dated 01.10.2012. No rental income has been recognized considering the above dispute, w.e.f. 01.10.2012. Further provision has been created in the accounts for the entire amount of rent during earlier years itself.

4.5 Inventories: (at lower of Cost and Net Realisable Value) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Stores & Spares	2,042.87	2,017.96
	2,042.87	2,017.96

4.5.1 Inventory write downs, if any, are accounted considering the nature of inventory, ageing, liquidation plan and net realisable value and are recognised as expense in the Statement of Profit and Loss.

4.6 Trade Receivables (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Trade Receivables considered good - Secured	0.00	0.00
Trade Receivables considered good - Unsecured	48,331.00	35,460.36
Trade Receivables due from Related Parties (Refer Note 4.34)	115.10	115.10
Trade Receivables which have a significant increase in credit risk	0.00	0.00
Trade Receivables- Credit impaired	0.00	1,081.77
Credit impaired written off/provided for	0.00	(1,081.77)
	48,446.09	35,575.45
Less: Allowance for Expected credit loss	0.00	0.00
	48,446.09	35,575.45

4.6.1 The Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward looking information. No allowance for Expected credit loss is required based on the provision matrix as on the Balance Sheet date.

Movement in expected credit loss allowance	As at 31.03.2020	As at 31.03.2019
- Balance at beginning of the year	0.00	0.00
- Movement in expected credit loss allowance on trade receivables calculated at lifetime expected credit losses	0.00	0.00
Balance at the end of the year	0.00	0.00

- 4.6.2** Credit risk arises from the possibility that the counter party may not be able to settle their obligations as agreed. To manage this, the Company periodically assesses financial reliability of customers and other counter parties, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of financial assets. Individual risk limits are set and periodically reviewed on the basis of such information.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. Where loans or receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognized as income in the statement of profit and loss.

4.7 Cash & Cash Equivalents (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
a. Balance with Banks		
In Current Accounts	1,254.54	157.60
In Deposit Accounts (maturity less than 3 months)	46,292.33	36,380.33
b. Cash on hand	22.18	0.00
	47,569.05	36,537.93

4.8 Bank Balances - Others (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
a. Balance with Banks		
In Deposit Accounts		
(i) Maturity 3 to 12 months	1,24,691.82	62,626.19
(ii) Maturity more than 12 months	35,515.40	0.00
	1,60,207.22	62,626.19

4.9 Other Financial Assets (current) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
a. Interest Accrued on fixed deposits	8,974.28	5,796.44
b. Insurance Claim Receivable	0.00	621.99
	8,974.28	6,418.43

4.10 Income Tax assets (Net) (Current) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Income Tax Assets (Net of provision)	12,757.78	11,035.43
	12,757.78	11,035.43

4.11 Other Current Assets (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Advances other than Capital Advances :		
(i) Advances recoverable in cash or in kind or for value to be received.	3,515.33	6,623.43
(ii) Due from Related Parties in the ordinary course of business	0.00	0.00
(iii) Prepaid Expenses	2,715.65	1,947.03
	6,230.98	8,570.45

4.12 Share Capital (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Authorised: 10,00,00,000 (10,00,00,000) Equity Shares of Par Value Rs.10 each	10,00,000.00	10,00,000.00
Issued and Subscribed and fully paid: 7,53,19,400 (7,53,19,400) Equity shares of Par Value Rs.10 each, fully paid up	7,53,194.00	7,53,194.00
	7,53,194.00	7,53,194.00

Reconciliation of shares at the beginning and at the end of the financial year

Particulars	As at 31.03.2020		As at 31.03.2019	
	No. of shares	Rupees	No. of shares	Rupees
No. of shares as at the beginning of the financial year	75,319.40	75,319.40	75,319.40	75,319.40
Add: Shares issued during the year	0.00	0.00	0.00	0.00
No. of shares as at the end of the financial year	75,319.40	75,319.40	75,319.40	75,319.40

Rights, preferences and restrictions attached to Shares

The Company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

Particulars of Shareholders holding more than 5% share in the Company

Particulars	As at 31.03.2020		As at 31.03.2019	
	%	No. of shares	%	No. of shares
Cochin International Airport Limited	99.99	7,53,13,400	99.99	7,53,13,400

4.13 Other Equity

Other Equity Consist of the following:

(Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Retained Earnings		
(i) Balance at the beginning of the year	(2,47,895.31)	(2,76,528.60)
(ii) Profit/(Loss) for the year	78,993.86	28,633.29
(iii) Ind As Transitional Adjustment (Ind AS 116) (Refer Note No.4.29)	(862.01)	0.00
Balance at the end of the year	(1,69,763.46)	(2,47,895.31)

Nature of Reserves**(a) General Reserve**

The General Reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to the Statement of Profit and Loss.

4.14 Borrowings (Non Current)

(Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Unsecured:		
a.Long Term Maturities of Lease obligations	2,623.91	0.00
	2,623.91	0.00

4.14.1 Long term Maturities of lease obligations represents the computation of lease liability in accordance with Ind As 116 for the lease rent payable for the land taken on lease from the holding company (Cochin International Airport Limited) for providing aviation services by setting up aircraft maintenance hangar. As per the lease agreement, the annual lease rent payable is Rs.3,15,025 and the period of lease is 30 years, commencing from May 2006. Refer Note 4.29 & 4.30.

4.15 Provision (Non Current)

(Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Provision for Employee Benefits		
Provision for leave benefits	1,363.00	2,967.34
Provision for Gratuity	4,138.12	737.46
	5,501.12	3,704.80

DISCLOSURE IN ACCORDANCE WITH IND AS - 19 ON EMPLOYEE BENEFITS**a) Defined Contribution Plans**

Employee benefit schemes recognised in the financial statements as per Actuarial Valuation as on 31st March 2020 and 31st March 2019 are as follows:

Particulars	As at 31.03.2020	As at 31.03.2019
Employers contribution to Provident Fund	4,380.89	4,241.58

b) Defined Benefit Plan - Gratuity : Unfunded Obligation		
i) Actuarial Assumptions		
Discount Rate	6.59%	7.62%
Compensation Escalation Rate	3.00%	3.00%
Attrition Rate	5.00%	5.00%
ii) Reconciliation of present value obligation		
Present Value of Obligations at the Beginning of the year	793.49	632.17
Current Service Cost	458.18	91.19
Interest Cost	31.49	48.17
Benefits paid	(631.16)	0.00
Actuarial (gain) / loss	3,632.75	21.95
Present Value of Obligations at the End of the year	4,284.75	793.49
iii) Net (Asset) / Liability recognized in the Balance Sheet as at year end		
Present Value of Obligations at the end of the year	4,284.75	793.49
Fair Value of Plan Assets at the end of the year	0.00	0.00
Net present value of unfunded obligation recognized as (asset) / liability in the Balance Sheet	4,284.75	793.49
iv) Expenses recognized in the Statement of Profit and Loss		
Current Service Cost	458.18	91.19
Past Service Cost	0.00	0.00
Interest Cost	31.49	48.17
Expected return on Plan Assets	0.00	0.00
Expenses recognized in the statement of Profit & Loss	489.67	139.36
v) Amount disclosed under Other Comprehensive Income (OCI)		
Opening amount disclosed under OCI	0.00	0.00
Actuarial Gain / Loss on obligation side during the period	(3,632.75)	(21.95)
Actuarial Gain / Loss on asset side during the period	0.00	0.00
Return on assets other than those included in net interest	0.00	0.00
Any other impact from asset value assumption	0.00	0.00
Any other impact from liability value assumption	0.00	0.00
Closing amount disclosed under OCI	(3,632.75)	(21.95)
c) Long Term Employee Benefits - Compensated absences : Unfunded Obligation		
i) Actuarial Assumptions		
Discount Rate	6.56%	7.62%
Compensation Escalation Rate	3.00%	3.00%
Attrition Rate	5.00%	5.00%

ii) Reconciliation of present value obligation		
Present Value of Obligations at the Beginning of the year	3,316.26	3,152.19
Current Service Cost	1,081.39	1,577.72
Interest Cost	117.11	155.57
Benefits paid	(3,061.99)	(2,221.14)
Actuarial (gain) / loss	1,167.08	651.92
Present Value of Obligations at the End of the year	2,619.86	3,316.26
iii) Net (Asset) / Liability recognized in the Balance Sheet as at year end		
Present Value of Obligations at the end of the year	2,619.86	3,316.26
Fair Value of Plan Assets at the end of the year	0.00	0.00
Net present value of unfunded obligation recognized as (asset) / liability in the Balance Sheet	2,619.86	3,316.26
iv) Expenses recognized in the Statement of Profit and Loss		
Current Service Cost	1,081.39	1,577.72
Past Service Cost	0.00	0.00
Interest Cost	117.11	155.57
Expected return on Plan Assets	0.00	0.00
Immediate recognition of (gain)/losses- Other long term benefits	1,167.08	651.92
Expenses recognized in the statement of Profit & Loss	2,365.59	2,385.21
v) Amount disclosed under Other Comprehensive Income (OCI)		
Opening amount disclosed under OCI	0.00	0.00
Actuarial Gain/Loss on obligation side during the period	0.00	0.00
Actuarial Gain/Loss on asset side during the period	0.00	0.00
Return on assets other than those included in net interest	0.00	0.00
Any other impact from asset value assumption	0.00	0.00
Any other impact from liability value assumption	0.00	0.00
Closing amount disclosed under OCI	0.00	0.00
NOTE: Actuarial Valuation is taken to ascertain the liability. The liability as on the Balance Sheet date is booked as per the actuarial valuation and the net increase/decrease is adjusted in the current year final accounts.		

4.16 Deferred Tax Liabilities (Net) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
A. Deferred Tax Liability	43,046.76	44,118.90
B. Deferred Tax Asset		
On Provisions and Brought forwards business loss and depreciation allowance	95,545.11	1,18,353.45
Total deferred tax asset (Net)	(52,498.35)	(74,234.54)
Deferred Tax Liabilities (Net) A-B	0.00	0.00

The computation of deferred tax results in deferred tax asset and no effect is given for the deferred tax asset since there is no certainty that there will be sufficient future profit to absorb the deferred tax asset.

4.17 Borrowings (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Unsecured Loans:		
Short Term Maturities of Lease obligations	86.03	0.00
Overdraft from Banks	0.00	8,362.36
	86.03	8,362.36

4.17.1 Overdraft facility from Bank is secured by first exclusive charge by way of hypothecation of entire current assets of the Company and is secured against the EM of lease hold right of 31.50 acres of land (leased to the Company by Cochin International Airport (Holding Company) and hypothecation of entire fixed assets of the Company (both present and future). The sanctioned limit of the overdraft is Rs.5 crore and carries an interest of 8.45% p.a. (9.02% p.a.)

4.18 Trade Payables (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Total outstanding dues of creditors other than MSME	2,574.52	1,104.76
Includes Dues to related parties (refer note no.4.34)		
	2,574.52	1,104.76

4.18.1. There is no defined credit period. The dues are settled based on the credit policy extended by the vendors. The Company has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms.

Disclosure of payable to vendors as defined under the "Micro, Small and Medium Enterprise Development Act 2006" is based on the information available with the Company regarding the status of registration of vendors, there are no amounts overdue to such vendors at the Balance Sheet date. There are no delays in payment made to such suppliers during the year or for any earlier years and accordingly there is no interest paid or outstanding interest in this regard in respect of payment made during the year or on balance brought forward from previous year.

4.19 Other Financial Liabilities (Current) (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Security Deposits including Retention	18,245.12	17,759.34
	18,245.12	17,759.34

4.19.1. Security Deposits include Rs.17,500.00 (Rs. in '000) received from M/s Air Works India Engineering Private Ltd (AWIEPL) towards lease of Hangar I and II. Agreement with AWIEPL stands terminated as on the reporting date. Renewal of Agreement is in process and hence the deposit received is shown as short term deposit.

4.20 Other Current Liabilities (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
a) Revenue received in advance		
Advance from Customers	0.72	96.41
Deferred Fair Value Gain arising from security deposits	0.00	1,466.12
b) Others		
Statutory Dues	5,057.03	6,795.68
Expenses Payable	1,183.49	923.43
Others	98.77	0.00
	6,340.00	9,281.63

4.21 Short-term provisions (Rupees in '000)

Particulars	As at 31.03.2020	As at 31.03.2019
Provision for employee benefits		
Provision for leave benefits	1,256.87	348.92
Provision for Gratuity	146.62	56.03
	1,403.49	404.95

4.22 Revenue from Operations (Rupees in '000)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
a) Sale of services		
i) Maintenance Repair & Overhaul (MRO)		
Aircraft Certification	65,694	59,562
Headset Services	23,208	24,985
Rentals for MRO Hangar / Ground support services	53,708	41,676
Aircraft Parking	28,116	6,508
ii) Academy		
Diploma Courses	-	63
Application and Registration Fees for workshops	11,399	4,614
b) Other Operating Revenue		
Rent & Services	5,596	6,001
	187,721	143,409

4.23 Other Income (Rupees in '000)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Interest Income	16,548	10,030
Fair valuation gain on security deposit	-	1,476
Foreign Exchange Rate Variance (Net)	529	237
Insurance claim (Refer Note No. 37)	-	622
Other Non-Operating Income	1,752	527
	18,830	12,892

4.24 Employee Benefits (Rupees in '000)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Salaries & Wages	58,486	52,514
Contribution to Provident and Other Funds	4,381	4,242
Workmen and Staff Welfare Expenses	3,179	2,784
	66,046	59,539

4.25 Finance Costs (Rupees in '000)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Interest expenses:		
Bank	78	94
Other Borrowing Cost:		
(i) Unwinding of discount on security deposits	-	1,476
(ii) Finance cost on Lease Rentals (Refer Note 4.29 & 4.30)	236	-
	314	1,569

4.26 Other Expenses (Rupees in '000)

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Advertisement & Publicity	-	47
Auditor's Remuneration (Refer Note:4.37)	150	150
Bad debts written off	-	1,088
Consumption of Stores, Spares & Consumables	289	248
Hangar operational expenses	-	-
Housekeeping Expenses	1,207	1,326
Insurance	604	536
Lease Rentals (Refer Note No 4.28)	-	315
Loss on sale/damage of Fixed Assets	-	124
Power, Water & Fuel Charges	839	2,000
Professional & Consultancy charges	6,130	2,919
Rates & Taxes:		
- Building Tax (Refer Note:4.40)	1,025	8,198
- Others	65	135
Renewal and Registration Charges	3,112	3,559
Rent	86	481
Repairs to Plant, Equipment & others	1,850	2,176
Security Charges	1,890	1,753
Travelling & Conveyance	4,511	2,642
Other administrative expenses	1,981	1,590
Sitting Fee - Directors (Refer Note No.4.34)	140	130
	23,879	29,417

4.27 Earnings Per Share

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Basic:		
Profit/(loss) after taxation for the Year (Rs.)	82,627	28,655
Weighted Average Number of Equity Shares of Rs. 10 each (fully paid-up)	75,319	75,319
Basic Earnings per Share (In Rupees)	1.10	0.38
Diluted:		
Profit/(loss) after taxation for the Year (Rs.)	82,627	28,655
Weighted Average Number of Equity Shares of Rs. 10 each (fully paid-up)	75,319	75,319
Diluted Earnings per Share	1.10	0.38

4.28 The Company has taken 31 acres & 50.250 cents of land from Cochin International Airport Limited (Holding Company) for setting up aircraft maintenance hangar, under a lease agreement executed for a period of 30 years commencing from 12th May 2006. Of this leasehold land, 10 acres & 65.693 cents is given on sub-lease (as permitted in 98th Board Meeting of CIAL held on 26th March 2014) to CIAL Infrastructures Ltd for setting up solar power plant, under a lease agreement executed for a period of 20 years commencing from 12th May 2016.

4.29 Transitional Provision Ind AS 116

Ministry of Corporate Affairs (“MCA”) through Companies (Indian Accounting Standards) Amendment Rules 2019 and Companies (Indian Accounting Standards) Second Amendment Rules has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 Leases and other interpretations. In transition with Ind AS 116, company has applied modified retrospective approach and right of use asset at its carrying amount but discounted using the lessee’s incremental borrowing rate at the date of initial application.

Under this approach, a lessee applies Ind AS 116 from the beginning of the current period. Additionally under this approach, the lessee does not restate its prior period financial information.

Additionally, the Right to Use (RTU) asset is measured at its carrying amount as if Ind AS 116 has been applied since the commencement date, but discounted using the lessee’s incremental borrowing rate at the date of initial application.

In this case, the entity would calculate the difference, as at the date of initial application of Ind AS 116 (i.e 01st April 2019), between the following:

- i) The amount at which right to use asset is measured and capitalised
- ii) The amount at which lease liability is measured
- iii) The difference recognised in the retained earning (or other component of equity, as appropriate)

The effect of adoption of Ind AS 116 is insignificant on the profit before tax, profit for the period and earnings per share. Ind AS 116 will result in an increase in cash inflows from operating activities and an increase in cash outflows from financing activities on account of lease payments.

The incremental borrowing rate applied to lease liabilities as at 01st April 2019 is 8.45%.

4.30 Disclosure under Ind AS 116

Particulars	Amount in Rs.
a) Depreciation charged for Right-of-Use assets	1,13,369
b) Interest expense on lease liability	2,35,694
c) Income from subleasing Right-of-Use assets	1,06,569
d) Total cash outflow for leases	3,15,025
e) Addition to Right-of-Use assets	Nil
f) Carrying amount of Right-of-Use Assets as at the end of reporting period by class of underlying asset	18,13,902

The table below includes contractual maturities of lease liabilities as of 31st March 2020 on an undiscounted basis:

Particulars	Year ended 31.03.2020	Year ended 31.03.2019
Not later than one year	315	315
Later than one year and not later than five years	1,260	1,260
Later than five years	3,465	3,780

- 4.31** The net present value of the obligation for gratuity benefits as determined on independent actuarial valuation conducted annually using the projected unit credit method, as adjusted for unrecognised past service costs, if any, is recognised in the books of account. Re-measurement comprising actuarial gains and losses, any change in the effect of the asset ceiling(excluding interest) and the return on plan assets (excluding net interest), is reflected immediately - with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to the Statement of Profit and Loss. Past service cost is recognized in the Statement of Profit and Loss in the period of a plan amendment. In case of contract employees, provision for Gratuity is made, for those who are in employment for more than five years and the provision for Leave Encashment is made for the leave due during the period of contract employment.
- 4.32** The Company has executed a Memorandum of Undertaking (MOU) dated 12th day of May 2006 with Cochin International Airport Limited (CIAL). As per the terms of the MOU, the Company has to pay a Royalty @ 3% on the Gross Turnover. During the Financial year 2011-12, Company had provided a sum of Rs.28,53,553/- towards royalty payable in the books of account. However during the year 2012-13, the Company was informed by CIAL of their decision not to charge royalty till the Company commences its main operation viz. maintenance using the MRO Hangar facility. No provision for royalty for the current year has been considered.
- 4.33** In the opinion of the Directors, short term loans and advances and other current Assets, have the value at which they are stated in the Balance Sheet, if realised in the ordinary course of business.
- 4.34** Disclosure of transactions with related parties as required by Ind AS 24 on Related Party Disclosures as prescribed by Companies (Accounting Standards) Rules 2006.

A Related parties and nature of relationship**a) Holding Company**

Cochin International Airport Limited (CIAL)

Fellow Subsidiaries

CIAL Infrastructures Limited

Kerala Waterways and Infrastructures Limited

Air Kerala International Services Limited

CIAL Dutyfree and Retail Services Limited

b) Key Management Personnel (KMP) in accordance with Companies Act 2013

- i) Mr. V.J. Kurian, Chairman
- ii) Mr. A. Chandrakumaran Nair, Managing Director
- iii) Mr. Lenny Sebastian, Chief Financial Officer
- iv) Mr. Saji Daniel, Company secretary

c) Key Management Personnel (KMP) of Holding Company

- i) Mr. V.J. Kurian, Managing Director
- ii) Mr. Sunil Chacko, CFO
- iii) Mr. Saji K George, Company Secretary

B. Description of Transactions with Related Parties:**a) Transactions with Holding Company**

Nature of Transaction	Holding Company		TOTAL	
	31 st March 2020	31 st March 2019	31 st March 2020	31 st March 2019
Debit for meeting expenses	4,15,278	4,28,627	4,15,278	4,28,627
Receipt of services				
a) Lease Rent paid	3,71,730	3,15,025	3,71,730	3,15,025
b) Energy charges	6,97,274	16,59,499	6,97,274	16,59,499
c) Others	-	1,32,280	-	1,32,280
Providing of services				
Rental income	56,54,704	53,78,108	56,54,704	53,78,108
Training fee	8,72,020	4,34,240	8,72,020	4,34,240
Outstanding as on Balance sheet date				
Receivable / (Payable)	17,85,473	(1,80,301)	17,85,473	(1,80,301)

Note: All amounts are exclusive of GST @ 18%.

b) Transactions with Fellow subsidiaries**a) CIAL Infrastructures Limited**

Nature of Transaction	CIAL Infrastructures Ltd		TOTAL	
	31 st March 2020	31 st March 2019	31 st March 2020	31 st March 2019
Providing of services				
Rental income	1,25,752	1,06,569	1,25,752	1,06,569
Outstanding as on Balance sheet date				
Receivable / (Payable)	1,15,095	1,15,095	1,15,095	1,15,095

Note: All amounts are exclusive of GST @ 18%.

Details of transactions with key managerial personnel

Nature of Transaction	31 st March 2020	31 st March 2019
i) Remuneration to Managing Director	12,00,000	Nil
ii) Sitting Fees paid to Directors:		
C.V. Jacob	40,000	10,000
N.V. George	30,000	40,000
E.M. Babu	30,000	20,000
Jose Pottokaran	20,000	20,000
A. Ramalingam	20,000	40,000
	13,40,000	1,30,000

4.35 Expenditure in Foreign Currency on account of: (Rupees in '000)

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
A) CIF Value of Imports		
Capital Goods	-	-
B) Others	5,538.04	6,933.17
	5,538.04	6,933.17

4.36 Earnings in Foreign Exchange : (Rupees in '000)

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
Aircraft Certification, Headset services, rentals and others	24,376	25,082
	24,376	25,082

4.37 Provision and/or payments in respect of Auditor's Remuneration (Rupees in '000)

Particulars	For the year ended 31.03.2020	For the year ended 31.03.2019
Statutory Audit Fees	100.00	100.00
Taxation Matters (Including Tax Audit)	50.00	50.00
	150.00	150.00

4.38 Disaggregate revenue information

The table below presents disaggregated revenues from contracts with customers for the year ended March 31,2020 by contract-type. The Company believes that this disaggregation best depicts the nature, amount, timing and uncertainty of our revenues and cash flows that are affected by industry, market and other economic factors.

Particulars	Year ended March 31,2020	Year ended March 31,2019
Revenues by contract type:		
Fixed Price:		
a) Maintenance Repair & Overhaul (MRO) charges (Including MRO Rentals)	17,07,26,004	13,27,31,478
b) Income from training programmes	1,13,99,106	46,77,169
c) Income from sub-lease	1,06,569	1,06,569
d) Other Rental Incomes	54,89,381	58,93,944
Total revenue from operations	18,77,21,060	14,34,09,160

4.39 Impact of Floods

Consequent to the flood occurred in the State during the month of August 2019, there is no disruption in the operation of the Company.

4.40 Disputed demand for Building tax:

Local Municipal authorities had raised demand for payment of building tax (including penalty) amounting to Rs.508.68 lakhs on 02nd February 2019, considering the Aviation building and the two bay hangars as unauthorised constructions, though the constructions were carried out based on Govt. Order GO (Rt) No. 595/01/LSGD dated 17.02.2011, which states that the Kerala Municipality Building Rules do not apply to constructions carried out in the land owned by Cochin International Airport Ltd. Against the demand, the Company filed appeal before the Hon'ble Court of Kerala and got stay for recovery. Further based on the direction of the Hon'ble High Court, Rs.90.00 lakhs had been remitted on 25th February 2019 towards the admitted tax on an estimate. The Management has worked out the possible building tax liability Rs.81.98 lakhs and the same has been charged to Statement of Profit and Loss during the year 2018-19 and balance of Rs.8.02 lakhs is shown as deposit with Local Authority. Subsequently, another demand is raised for payment of property tax for the period 2019 - 2020 amounting to Rs.63.59 lakhs on 20th February 2020. Company has remitted Rs.10.25 lakhs towards property tax for the period 2019 - 2020 on estimate basis. The balance amount of Rs.472.02 lakhs is treated as contingent liability.

4.41 Impact of COVID-19

Consequent to the outbreak of global pandemic COVID-19 and nationwide lockdown imposed by the government, the operations of the company were impacted by temporary shut down of airport & no subsequent arrival of aircrafts for maintenance from March 2020. The company has resumed its operations from May 2020.

The Company has evaluated impact of this pandemic on its business operations and financial position and based on its review of current indicators of future economic conditions, there is no

significant impact on its financial statements as at 31st March 2020. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration and accordingly the impact may be different from that estimated as at the date of approval of these financial statements. The Company will continue to monitor any material changes to future economic conditions.

- 4.42** Litigation: The Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's results of operations.
- 4.43** The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- 4.44** Contingent Liabilities not provided for :
- i) Award passed by the Arbitrator (Refer Para 4.4) which has been disputed in appeal Rs.21,00,00,177 (Rs.13,39,24,004)
 - ii) Disputed demand for payment of Building tax (Refer Para 4.40), which has been disputed in appeal before the Hon'ble High Court of Kerala Rs.472.02 lakhs (Rs.418.68 lakhs) [net of payment].
- 4.45** Estimated amounts of contracts remaining to be executed on capital accounts and not provided for - Nil (Nil).
- 4.46** Figures have been rounded off to the nearest rupee. Previous year figures, unless otherwise stated are given within brackets and have been re-grouped and recast wherever necessary to be in conformity with current year's layout.

Signatures to Note 1 to 4.46 forms integral part of accounts.

For and on behalf of the Board of Directors

sd/-
V.J. Kurian
Chairman

sd/-
A C K Nair
Managing Director

sd/-
Lenny Sebastian
Chief Financial Officer

sd/-
Saji Daniel
Company Secretary

Place : Ernakulam
Date : 22.07.2020

As per our report of even date attached

For **Krishnamoorthy & Krishnamoorthy**
Chartered Accountants (FRN: 001488S)

sd/-
CA K T Mohanan
Partner (M.No: 201484)
UDIN: 20201484AAAACG6610

COCHIN INTERNATIONAL AVIATION SERVICES LIMITED

Regd. Office: XI / 318 E, Cochin Airport Buildings, Kochi Airport P O, Ernakulam 683 111.

Phone 0484-2611785. Website: www.ciasl.aero, E-mail: fna@ciasl.aero CIN: U35303KL2005PLC018632

Form No: MGT – 11 PROXY FORM

[Pursuant to Section 105(6) of the Companies Act 2013 and Rule 19(3) of the Companies (Management and Administration) Rules 2014]

CIN	U35303KL2005PLC018632		
Name of the Company	Cochin International Aviation Services Limited		
Registered Office	XI/318 E, Cochin Airport Buildings, Kochi Airport P O, Ernakulam 683 111		
Name of the Member(s)			
Registered Address			
e-mail ID			
Folio No / Client ID		DIP ID	

I/We, being the member(s) of ----- shares of the above named company, hereby appoint

1.	Name		Signature
	Address		
	e-mail ID		
	or failing him		
2.	Name		Signature
	Address		
	e-mail ID		
	or failing him		
3.	Name		Signature
	Address		
	e-mail ID		

as my/our proxy to attend and vote (on poll) for me/us and on my or our behalf at the 15th Annual General Meeting of the Company to be held on Friday, the 4th September 2020 at the registered office of the company and at any adjournment thereof in respect of such resolution as are indicated below:

Resolution Nos:

1.	2.	3.	4.	5.	6.	7.
----	----	----	----	----	----	----

Signed this ----- day of ----- 2020

Signature of shareholder: -----

Signature of Proxy holder(s) :-----

Note : The form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the meeting.

affix Re.1 revenue stamp

CUT-HERE

ATTENDANCE SLIP

Fifteenth Annual General Meeting, Friday, 04th September 2020 at 09:45 AM at the Registered Office of Cochin International Aviation Services Ltd.

Regd. Folio No. _____ /DP ID _____ Client ID/Ben. A/C _____ No. of shares held _____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the Fifteenth Annual General Meeting of the Company on Friday, the 4th September 2020 at the Registered Office of Cochin International Aviation Services Ltd.

Member's/Proxy's name in Block Letters

Member's/Proxy's Signature

Note: Please fill this attendance slip and hand it over at the entrance of the hall.

