

## DIRECTORS' REPORT

### DEAR MEMBERS

Your Directors have pleasure in presenting the 18<sup>th</sup> Annual Report of Axis Securities Limited (the Company) along with the Audited Financial Statements for the financial year ended March 31, 2024 (hereinafter referred to as the "year under review" or "FY 2023-24").

### FINANCIAL PERFORMANCE:-

During the year, the Company achieved a total income of Rs. 1,143.98 crores.

The highlights of the financial Results of your Company for the financial year ended March 31, 2024 as compared to the previous financial year ended March 31, 2023 is summarised below:

Particulars	(Rs. in Crores)	
	2023-24	2022-23
Operating Income(A)	714.23	473.36
Interest Income on Fixed Deposits and Miscellaneous Income (B)	429.75	252.61
<b>Total Income (A)+(B)</b>	<b>1,143.98</b>	<b>725.97</b>
Operating Expenses	704.99	423.85
<b>Profit/(Loss) before Depreciation &amp; provisions for tax</b>	<b>438.99</b>	<b>302.12</b>
Depreciation	33.08	29.93
Provision for Tax	104.72	71.28
Profit for the year	301.19	200.91
Other Comprehensive Income	23.71	(24.45)
<b>Total Comprehensive Income for the year</b>	<b>324.90</b>	<b>176.46</b>

### NATURE OF BUSINESS:

During the year under review, the Company has not changed its nature of business and it remained the same.

### BUSINESS OVERVIEW & REVIEW OF OPERATIONS:-

In Financial Year 2023-24 Retail Broking has achieved overall revenue of Rs. 1143.98 crore which is increase of 58% as compared to Rs. 725.97 crore in Financial Year 2022-23. Company has added 5.87 lakhs accounts in FY24 as compared to 6.92 lakhs in FY23.



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**AXIS SECURITIES**

**DIVIDEND:**

In order to conserve the resources of your Company, the Directors do not recommend any dividend for the financial year ended March 31, 2024.

**GENERAL RESERVE:**

During the FY24 the Company has not transferred any amount to the reserves.

**MATERIAL CHANGE AND COMMITMENT:-**

In terms of the information required under sub-section (3)(l) of Section 134 of the Act, it is to be noted that no material changes and commitments, affecting the financial position of the Company has occurred between the end of the Financial Year of the Company to which the Financial Statements relate and to the date of the Directors Report.

**SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES:**

During the year under review, there were no Companies which have become/ceased to become a Subsidiary/Joint Ventures/Associate Companies.

**ANNUAL RETURN:-**

The Annual Return of the Company for the said financial year as required under Section 92(3) and Section 134(3)(a) of the Companies (Amendment) Act, 2017 will be hosted on the website of the Company at <https://simplehai.axisdirect.in/aboutus/annualreturn>.

The said annual return shall be updated as soon as possible but not later than sixty days from the date of the Annual General Meeting.

**DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:**

In terms of the information required under Section – 134 of the Act and Clause – 8 of the Companies (Accounts) Rules, 2014 it is to be noted that there is no significant and material order passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future.



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**STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY INCLUDING IDENTIFICATION THEREIN OF ELEMENTS OF RISK:**

Risk Management is a key function in a Stock Broking Company. Real-time monitoring of overall exposure of the Company is required from the point of view of Risk Control. In volatile markets, robust Risk Management policies are must.

The Company has adopted a comprehensive Risk Management Policy identifying various elements of risks, risk parameters and risk containment measures. The Company has automated risk management systems in place. The risk system monitors various trades and positions of the clients on real-time basis with the help of real time data feeds from Exchanges. The system also generates alerts in case of specified events based on the set parameters. A dedicated risk team monitoring the risk systems acts promptly on such alerts. The above risk processes have been put in place for Equities, Derivatives, Commodities and Currencies etc. Risk team also carries out periodic stress test to ascertain the potential loss that may occur in case of an extreme market movement.

Client defaults in paying up the losses arising out of client positions poses significant risk, which in the opinion of the Board may threaten the existence of the Company. Other identified risks are system malfunction, black swan event, Internal as well as external frauds, adverse regulatory action against the Company etc.

**INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY:-**

The Company has an Internal Control System commensurate with the size, scale and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations and that all assets and resources are acquired economically, used efficiently and protected adequately.

The Internal Audit and Inspection Department monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies at all locations of the Company. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Audit Committee of the Board. A yearly presentation on Internal Financial Control Systems is also presented to Audit Committee of the Board.

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### **VIGIL MECHANISM / WHISTLE BLOWER POLICY:-**

The Company has adopted the code of conduct for employee, customers, vendors and also for its directors for the highest degree of transparency, integrity, accountability and corporate social responsibility. Any actual or potential violation of the Code would be a matter of serious concern for the Company.

In compliance with the provisions of Section 177(9) of the Act read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014, the Company has also put in place, a Whistle Blower policy which enables employees to report about actual or potential illegal and/or unacceptable practices. The policy is designed to enable employees, to raise concerns to Whistleblower Committee, without revealing his/her identity, if he/she chooses to do so and to disclose information which the individual believes, shows malpractice or wrongdoing which could affect the business or reputation of the Company.

The Policy is to provide framework for an effective vigil mechanism and to provide protection to employees, customers, vendors or directors reporting genuine concerns.

Employees of the Company are encouraged to use guidance provided in the Policy for reporting all allegations of suspected improper activities to the Whistle Blower Committee by sending the members an email on [whistleblower@axissecurities.in](mailto:whistleblower@axissecurities.in)

The whistle blower complaints were reviewed by the Audit Committee on a quarterly basis. During the year under review, two complaints were received by the Company and have been reported to the Chairman of the Audit Committee.

### **BOARD OF DIRECTORS, MEETINGS, AND EVALUATION:-**

#### **Board of Directors:-**

The composition of the Board is in accordance with Section 149 of the Companies Act, 2013 ("the Act") with an appropriate combination of Executive, Non-executive and Independent Directors. The Board of the Company comprises of Seven Directors, consisting of Four Independent Directors (including one Women Director), two Non-Executive Director and a Managing Director as on March 31, 2024 who bring in a wide range of skills and experience to the Board.

During the year under review, following are the list of Directors appointed or resigned from the Board of the Company:





Sr. No	Name of the Director	Status	Date of appointment/ Resignation	Designation
1	Mr. Rajiv Anand	Resigned	16.01.2024	Chairman & Director
2	Mr. Subrat Mohanty	Appointment	05.03.2024	Chairman & Director
3	Mr. Puneet Sharma	Appointment	05.03.2024	Director
4	Mr. Ravi Narayanan	Resigned	22.03.2024	Director
5	Mr. Kumar Raghu	Appointment	20.03.2024	Independent Director

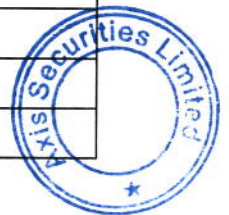
The Board welcomes Mr. Subrat Mohanty, Mr. Puneet Sharma and Mr. Kumar Raghu on the Board of the Company and places on record its deep appreciation to Mr. Rajiv Anand, Mr. Ravi Narayanan and Mr. Baburao Busi, Directors of the Company for their valuable contributions during their tenure associated with the Company.

#### Board Meetings:-

During the year under review, the Board of Directors (hereinafter called as the "BOARD") met for seven (7) times viz. 14.04.2023, 12.06.2023, 12.07.2023, 13.10.2023, 20.12.2023, 12.01.2024, 15.03.2024 and the intervening gap between the meetings was within the timelines prescribed under the provisions of the Act.

The details of the attendance of the Board are as follows:

Name of the Director	Number of Board Meetings Entitled to Attend	Number of Meetings Attended
Mr. Rajiv Anand	6	6
Mr. Babu Rao Busi	7	7
Ms. Bhumika Batra	7	7
Mr. Ravi Narayanan	7	7
Mr. Jagdish Deepak Saksena	7	7
Mr. Pranav Haridasan	7	7
Mr. Subrat Mohanty	1	1
Mr. Puneet Sharma	1	1



## COMMITTEES OF THE BOARD

With a view to have more focused attention on business and for better governance and accountability; the Board has constituted the following mandatory committees viz. Audit Committee, Nomination and Remuneration Committee and Corporate Social Responsibility Committee and Non-Mandatory Committees viz. Risk Management Committee.

The details of the committee composition, date of meetings and attendance of the members are as follows:

### I. AUDIT COMMITTEE

As at the end of financial year 2023-24, the Audit Committee comprised of following as its members:

NAME OF THE MEMBER	DESIGNATION
Mr. Babu Rao Busi	Chairman
Ms. Bhumika Batra	Member
Mr. Jagdish Deepak Saxena	Member
Mr. Ravi Narayanan*	Member

\*Mr. Ravi Narayanan ceased to be Director from the Board of Company w.e.f. March 22, 2024.

During the year under review, the Audit Committee met four times viz: 14.04.2023, 12.07.2023, 13.10.2023 and 12.01.2024:

The details of the attendance of the Audit Committee Members are as follows:

Name of the Member	Number of Audit Committee Meetings Entitled to Attend	Number of Meetings Attended
Mr. Babu Rao Busi	4	4
Ms. Bhumika Batra	4	4
Mr. Jagdish Deepak Saxena	4	4
Mr. Ravi Narayanan	4	4



### II. NOMINATION AND REMUNERATION COMMITTEE (NRC)

As at the end of financial year 2023-24, the Nomination & Remuneration Committee comprised of following as its members:

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NAME OF THE MEMBER	DESIGNATION
Mr. Babu Rao Busi	Chairman
Mr. Rajiv Anand*	Member
Ms. Bhumika Batra	Member
Mr. Subrat Mohanty**	Member
Mr. Jagdish Deepak Saksena**	Member

\* Mr. Rajiv Anand ceased to be Director and Chairman of the Company w.e.f. January 16, 2024

\*\* Mr. Subrat Mohanty and Mr. Jagdish Deepak Saksena inducted as Members w.e.f. March 06, 2024.

During the year under review, the Nomination and Remuneration Committee met three times viz: 11.04.2023, 12.06.2023, and 11.10.2023.

The details of the attendance of the NRC Members are as follows:

Name of the Member	Number of NRC Meetings Entitled to Attend	Number of Meetings Attended
Mr. Babu Rao Busi	3	3
Mr. Rajiv Anand	3	3
Ms. Bhumika Batra	3	3
Mr. Subrat Mohanty	0	0
Mr. Jagdish Deepak Saksena	0	0

### III. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE (CSR)

As at the end of financial year 2023-24, the Corporate Social Responsibility Committee comprised of following as its members:

NAME OF THE MEMBER	DESIGNATION
Ms. Bhumika Batra	Chairperson
Mr. Babu Rao Busi	Member
Mr. Ravi Narayanan#	Member
Mr. Gopkumar Bhaskaran*	Member
Mr. Pranav Haridasan**	Member

\* Mr. Gopkumar Bhaskaran ceased to be Managing Director and CEO of the Company w.e.f. April 14, 2023

\*\* Mr. Pranav Haridasan inducted as Members w.e.f. April 15, 2023



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# Mr. Ravi Narayanan ceased to be Director w.e.f March 22, 2024

During the year under review, the CSR Committee met Four times viz: 11.04.2023, 11.07. 2023, 11.10.2023 and 11.01.2024.

The details of the attendance of the CSR Committee Members are as follows:

Name of the Member	Number of Meetings Entitled to Attend	Number of Meetings Attended
Ms. Bhumika Batra	4	4
Mr. Babu Rao Busi	4	4
Mr. Ravi Narayanan	4	1
Mr. Gopkumar Bhaskaran	1	1
Mr. Pranav Haridasan	3	3

#### IV. RISK MANAGEMENT COMMITTEE (RMC)

As at the end of financial year 2023-24, the Risk Management Committee comprised of following as it members:

NAME OF THE MEMBER	DESIGNATION
Mr. Ravi Narayanan	Chairman
Mr. Gopkumar Bhaskaran*	Member
Mr. Hemantkumar Patel	Member
Mr. Prasannan Keshavan**	Member
Mr. Pranav Haridasan**	Member

\* Mr. Gopkumar Bhaskaran ceased to be Managing Director and CEO of the Company w.e.f. April 14, 2023

\*\* Mr. Pranav Haridasan and Mr. Prasannan Keshavan inducted as Members w.e.f. April 15, 2023.

During the year under review, the Risk Management Committee met four times viz: 11.04.2023, 12.07.2023, 11.10.2023 and 11.01.2024.

The details of the attendance of the RMC Members are as follows:

Name of the Member	Number of Meetings Entitled to Attend	Number of Meetings Attended
Mr. Ravi Narayanan	4	4
Mr. Gopkumar Bhaskaran	1	1



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Mr. Hemantkumar Patel	4	4
Mr. Prasannan Keshavan	3	3
Mr. Pranav Haridasan	4	4

**Annual Evaluation:-**

**The Formal Annual Evaluation has been made as follows:-**

During the year under review, the Independent Directors of the Company met on February 07, 2024 without the attendance of Non-Independent Directors and Members of Management. At the said meeting, the Independent Directors reviewed the process adopted for conduct of Board performance evaluation as recommended by the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee (the Committee) of the Company is the nodal agency for conduct of said performance evaluation. The Committee Chairman reviewed and approved the manner for conducting the said performance evaluation and also determined the criteria for the same. On behalf of the Nomination and Remuneration Committee (NRC) Chairman, Management had appointed an External Agency Deloitte Touche Tohmatsu India LLP for evaluating the performance of the Board, Committees, Directors and its Chairman.

The performance evaluation of the Board was conducted on various aspects of the Board's functioning such as strategic planning, identification and management of risks, succession planning and evaluation of management, audit & compliance, governance, relationship with executive management of the Company, etc. The performance evaluation of the Committees was based on criteria such as appropriate composition, clarity in terms of reference, regularity of meetings, quality of discussion/deliberation at its meetings, participation of members etc. The performance evaluation of Directors was carried out on various criteria such as attendance, participation at the meetings, interpersonal relationship with other Directors, providing guidance, knowledge and understanding of areas relevant to the operations of the Company, etc. The Performance evaluation of the Chairman was based on various aspects such as his knowledge and understanding of applicable areas, his efficiency and quality outcome in Board Meetings, guidance to the Company in strategic and critical matters, etc.

The outcomes were reviewed by the Committee and the Board in their meetings held on April 12, 2024 and April 15, 2024 respectively and their observations/ feedback were conveyed to the concerned stakeholders, for appropriate action.



**Declaration by Independent Director:-**

The Company has received the declarations from all the Independent Directors as per the requirement of Section 149(7) of the Companies Act, 2013 and the Board is satisfied that the Independent Directors meet the criteria of independence as mentioned in Section 149(6) of the Companies Act, 2013 that they meet the Criteria of Independence as laid down under Section 149(6) of the Act. These Directors have also empanelled as Independent Directors on the portal of the Indian Institute of Corporate Directors as required under The Companies (Appointment & Qualification of Directors) Fifth Amendment Rules, 2019.

**Key Managerial Personnel:-**

As on March 31, 2024, Mr. Pranav Haridasan - Managing Director & CEO, Mr. Hemantkumar Patel – Chief Financial Officer and Mrs. Komal Manoj Nagdev- Company Secretary are the Key Managerial Personnel of the Company in terms of Section 2 (51) of the Act.

During the year under review, there was no change in Key Managerial Personnel of the Company.

**SHARE CAPITAL:-**

During the year under review, there was no change in the Authorised, Issued, Subscribed and Paid – up Share Capital of the Company.

**PUBLIC DEPOSITS:-**

During the year under review, the Company has not accepted any deposits pursuant to Section 73 and Section 76 of the Act read with Companies (Acceptance of Deposits) Rules, 2014.

**PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:**

As the Company does not carry out any manufacturing activities and its operations are not energy intensive and hence information in terms of Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 is not provided in this Board's Report.





#### **FOREIGN EXCHANGE EARNINGS AND OUTFLOWS:**

During the year under review, the Company has spent **0.31 crore-** in Foreign exchange towards technology and other expenses. The Company has not earned any foreign exchange. The details of the Foreign exchange outflow are enclosed in **Annexure - A**.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT UNDER SECTION- 186:-**

During the year under review, the Company has not given any loans or guarantees pursuant to Section 186 of the Companies Act, 2013 other than Margin Funding to its own customers for equity cash market purchases in the ordinary course of business. The particulars of investments made by the Company under Section 186 of the Companies Act, 2013 as at the close of the financial year are reflected in Note No. 8 of the Financial Statements. (Refer Financial Statements).

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SUB – SECTION (1) OF SECTION 188**

Information as per Section 134(3)(h) of the Act relating to the particulars of Contracts or Arrangements with Related Parties under Sub – Section (1) of Section 188 is as mentioned below:-

All Related Party Transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of business. There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large.

All Related Party Transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained for the transactions which are of foreseen and repetitive in nature. The transactions entered into pursuant to the omnibus approval so granted are audited and a statement giving details of all Related Party Transactions are placed before the Audit Committee.

None of the Directors has any pecuniary relationship or transactions vis-à-vis the Company. The disclosure of particulars of contracts/arrangements entered into by the Company with related parties pursuant to Clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 in **Form AOC – 2** is enclosed herewith as **Annexure - B**.



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**AXIS SECURITIES**

## **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:-**

The Company recognized the importance of good corporate governance and corporate social responsibility in promoting and strengthening the trust of its clients, employees, society and other stakeholders. The Company's Corporate Social Responsibility (CSR) activities reflect its philosophy of helping to build a better, more sustainable society by taking into account the societal needs of the Community.

The Company's CSR Policy has been framed in accordance with Section 135 of the Companies Act, 2013 and the rules thereunder. The policy shall apply to all CSR programs undertaken/sponsored by the Company, executed through Axis Bank Foundation As part of its initiatives under "Corporate Social Responsibility" (CSR), the Company has contributed/undertaken project namely Sustainable Livelihood program.

Through this program, the Company aims at creating and enhancing livelihoods to contribute to poverty alleviation and integrated development, especially in some of the most backward regions of the country. The program also endeavors to promote better natural resource management, income enhancement, promote community leadership, promote women empowerment, support improvement in quality of life, and facilitate access to finance and access to markets and Skill Development.

The program is identified as an ongoing program and the duration of the CSR Program would be for a period of 4 years including the financial year in which the program has commenced viz. FY 2022-23 to FY 2025-26, which may be extended for such further period(s) as decided by the Board, from time to time, in pursuance to the CSR Policy of the Company

The Sustainable Livelihood Program was executed through Axis Bank Foundation. The said project is in accordance with Schedule VII of the Companies Act, 2013.

During the year under review, the Company has spent **Rs. 5.30 crores** towards CSR activity undertaken. For detailed report refer **Annexure –C**.



## **POLICY OF THE NOMINATION AND REMUNERATION COMMITTEE:-**

The Company has a Nomination and Remuneration Policy formulated in compliance with Section 178 of the Act read along with the applicable rules thereto as amended from time to time. The policy shall apply to all Directors (Executive and Non-Executive),

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Key Managerial Personnel and Senior Management. The Nomination and Remuneration Policy inter-alia laid down the roles of the Committee, criteria for appointment of Directors, Key Managerial Personnel and Senior Management and parameters for determining the remuneration of Directors, Key Managerial Personnel, Senior Management and other employees, etc. The policy is available on the website of the Company at:

<https://simplehai.axisdirect.in/images/RegulatoryDisclosure/Policies/NominationRemunerationPolicy.pdf>

**PARTICULARS OF EMPLOYEES AS REQUIRED UNDER COMPANIES ACT, 2013 AND COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014:-**

The statement containing the particulars of employees as required under Section 197 (12) of the Act, read with Rule 5 (2) of the Companies (Appointment and Remuneration) Rules, 2014 is set out in an Annexure D and forms part of this report. In terms of Section 136 (1) of the Act, the report and the accounts are being sent to the members excluding the aforesaid Annexure. Any member interested in obtaining a copy of the Annexure may send an e-mail to the Company Secretary at [companysecretary@axissecurities.in](mailto:companysecretary@axissecurities.in)

**DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013:-**

The Company has in place a policy for Prevention, Prohibition & Redressal of Sexual Harassment at workplace which is in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules made thereunder.

All employees are covered under this policy. The Company has constituted an Internal Complaint Committee for its Head office and branches under Section 4 of the captioned Act.

The details of the number of complaints filed and resolved during the year are as under:

a.	Number of complaints received during the year (2023-24)	:	1
b.	Number of complaints disposed off during the year	:	-
c.	Number of cases pending for more than 90 days	:	NIL
d.	Number of workshops or awareness programs carried out against sexual harassment	:	12



## **DIRECTORS RESPONSIBILITY STATEMENT:-**

Pursuant to sub-section (5) of Section 134 of the Act, the Board of Directors of the Company hereby state and confirm that:

- i. The applicable accounting standards have been followed in the preparation of the annual accounts and proper explanations have been furnished, relating to material departures.
- ii. Accounting policies have been selected, and applied consistently and reasonably, and prudent judgments and estimates have been made 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 of the Company for the year ended March 31, 2024.
- iii. Proper and sufficient care has been taken for the 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 fraud and other irregularities.
- iv. The annual accounts of the Company have been prepared on a going concern basis.
- v. The directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- vi. Proper system has been devised to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

## **COMPLIANCES:-**

The Company's policy on compliance with external regulatory requirements is backed by stringent internal policies and principles to ensure, Inter alia, priority to clients' interests over proprietary interest, maintenance of confidentiality of client information and prevention of insider trading.

## **AUDITORS:-**

### **i. Statutory Auditors:**

The Shareholders of the Company at the 17<sup>th</sup> Annual General Meeting of the Company held on June 22, 2023, approved the appointment of M/s. Singhi & Co. LLP, Chartered Accountants (FRN: 302049E) as the Statutory Auditors of the Company for a period of 5 years and will continue to act as Statutory Auditors for the FY 2024-25.



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The observation(s) made in the Auditor's Report are self-explanatory and therefore, do not call for any further comments under Section 134(3)(f) of the Act.

The Statutory Auditors Report for FY 2023-24 does not contain any qualifications, reservations, or adverse remarks, or disclaimers. The Statutory Auditors have not reported any incident of fraud to the Audit Committee or the Board of Directors under Section 143(12) of the Act, during the year under review.

**ii. Secretarial Auditors and their Report:**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Pramod S. Shah & Associates, Practicing Company Secretaries (FCS:334/COP No. 3804), to undertake the Secretarial Audit of the Company for the financial year under review. The Secretarial Audit Report in Form MR-3 for the FY 2023-24 is annexed herewith as **Annexure –E**.

The Secretarial Audit report for FY 2023-24 does not contain any qualifications, reservations or adverse remarks or disclaimers.

During the year under review, there was no fraud reported by the Secretarial Auditor to the Audit Committee or the Board of Directors under section 143(12) of the Act.

**iii. Internal Auditors:-**

The Company has in place an internal audit framework to monitor the efficacy of internal controls with the objective of providing to the Audit Committee and the Board of Directors, an independent, objective and reasonable assurance on the adequacy and effectiveness of the organisation's risk management, control and governance processes. Pursuant to the provisions of Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014, the Company has appointed M/s. BY & Associates, Chartered Accountants to undertake the Internal Audit of the Company for the financial year under review.

**CORPORATE GOVERNANCE:-**

The Company's policy on Corporate Governance is as under:

- i. To enhance the long term interest of its shareholders, provide good management, adopt prudent risk management techniques and comply with the applicable



regulatory requirements, thereby safeguarding the interest of its other stakeholders such as customers, employees, creditors and vendors.

- ii. To identify and recognize the Board of Directors and the Management of the Company as the principal instruments through which good corporate governance principles are articulated and implemented.
- iii. To also identify and recognize accountability, transparency and equality of treatment for all stakeholders, as central tenets of good corporate governance.

## **PROSPECTS AND OUTLOOK FOR THE FUTURE-**

### **Indian Capital Market**

FY24 proved to be an exceptional year for equity markets worldwide, particularly for the Indian equity markets, which experienced outstanding performance. Indian equities consistently reached new all-time highs throughout the year, with market volumes surging continuously. The broad market index NIFTY 500 saw a remarkable rise of 39% during this fiscal, while the narrower NIFTY 50 Index appreciated by 28%, surpassing most key global benchmarks by a significant margin.

The performance of Smallcaps was even more impressive during the year, with the NIFTY Small Cap 250 Index rising by a robust 63%. The broad-based market performance indicated that market participation was well distributed among domestic institutions, foreign institutions, and domestic retail investors. During the year both domestic and foreign institutional investors invested US\$25 billion in Indian equities. Despite the market reaching new highs, retail market participation remained close to the long-term average, while institutional activity remained robust throughout the year, signaling improved stability.

### **Retail Broking**

While the Institutional activity remained high throughout the year, retail demat account openings reached a new peak. The total number of demat accounts in India surpassed 150 million as of March 2024 and reached 151.4 million accounts, marking a commendable increase of 32% compared to the previous year. Remarkably, Indian markets added another 50 million accounts in just 19 months, highlighting the rapid pace of growth in this segment. In FY24, 37 million demat accounts were added as compared to the addition of 25 million accounts during FY23. The FY24 number also exceeded the previous all-time high of 35 million accounts added in FY22.



Axis Securities Limited

Registered Address: Axis House, 8th Floor, Wadia International Centre,  
Pandurang Budhkar Marg, Worli, Mumbai-400 025.

CIN: U74992MH2006PLC163204

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Apart from significant appreciation in Smallcap stocks, the buoyancy in the IPO market also helped in the sharp uptick of account opening. During the year, 76 companies raised around Rs. 62,000 Cr of equity through the IPO route. This was notably higher than FY23, but significantly below the all-time high of Rs. 111,457 Cr in FY22.

Despite the NIFTY 50 rising by 28% over the year, benchmark earnings are also projected to increase by 20%, suggesting that the market rally is supported by robust fundamentals. In contrast, during FY23, the NIFTY 50 benchmark experienced a 2% decline, even as earnings continued to grow steadily throughout the year. This underscores the resilient position of Indian equities, bolstered by the strong earnings trajectory of Indian corporates.

### **Future Outlook**

The outlook for FY25 remains promising, with the earnings growth trajectory expected to remain stable. The upcoming General Elections, scheduled from mid-April to the end of May, will be a critical event for the equity market, as a stable political environment is fundamental to market performance. Moreover, the balance sheet strength of Indian corporates remains at superior levels, indicating that we are in a golden period of the balance sheet cycle, which will drive consistent growth.

In conclusion, we believe the equity market of India has entered its golden period and is well-poised for a decade of excellent growth and long-term wealth creation for equity investors. While competitive activity is expected to remain elevated, sector participants will continue to experience robust growth in the times to come.

### **SECRETARIAL STANDARDS:-**

During the year under review, the Company has complied with the all the applicable Secretarial Standard issued by Institute of Company Secretaries of India.

### **DISCLOSURES UNDER THE COMPANIES ACT, 2013 / RULES THEREUNDER**

- During the year, the Company has not filed any application or no such proceeding is pending under the Insolvency and Bankruptcy Code, 2016.
- During the year, the Company is not required to maintain cost records pursuant to section 148 of the Companies Act, 2013 read with the rules thereunder.



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- During the year with respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Independent Auditors' Report.
- During the year, there was that there were no instances of one-time settlements with any banks or financial institutions during the year. As a result, there is no difference between the valuation amount at the time of one-time settlement and the valuation amount when taking out loans from these entities.

**TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND:-**

The Company did not have any funds specified under section 125 of the Companies Act, 2013, lying unpaid or unclaimed. Accordingly, there were no funds that were required to be transferred to the Investor Education and Protection Fund (IEPF).

**DETAILS IN RESPECT OF FRAUDS / DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE OPERATIONS:**

There is no significant material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future operations.

**ACKNOWLEDGEMENT:-**

Your Directors would like to express their gratitude for all the guidance and co-operation received from its holding company - Axis Bank Limited. Your Directors would like to place on record their gratitude to the esteemed Clients, Bankers, Financial Institutions, Suppliers, Service providers, Advisors, Securities and Exchange Board of India (SEBI), National Stock Exchange of India Limited (NSE), BSE Limited, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL), Ministry of Corporate Affairs (MCA), Multi Commodity Exchange of India Limited (MCX), National Commodity & Derivatives Exchange Limited (NCDEX), Metropolitan Stock Exchange of India Limited (MSEI), Insurance Regulatory and Development Authority (IRDA), Central, State and Local Government Departments for their continued support and cooperation.

The Directors also express their warm appreciation to all the employees of the Company for their commendable teamwork, professionalism and contribution during the year.



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**AXIS SECURITIES**



**For and on Behalf of the Board of Directors**

  
**Subrat Mohanty**

Chairman

**DIN: 08679444**

**Address:** Villa 36, Prestige, Bougainvillea,  
ECC Road, Whitefield, Ramagondanahalli,  
Bengaluru, Karnataka 560066

Place: Mumbai

Date: April 15, 2024



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**AXIS SECURITIES**

## PARTICULARS OF FOREIGN EXCHANGE OUTFLOWS

Name of the Party	Particulars of purpose	Amount of Outflow FY 2023-24 (Rs. In Crore)
PERSONAL ALCHEMY	Training	0.08
ELASTICSEARCH BV	Membership and subscription	0.11
APNIC PTY LTD	Membership and subscription	0.01
ELASTICSEARCH BV	Membership and subscription	0.11
<b>Total</b>		<b>0.31</b>

For and on Behalf of the Board of Directors

**Subrat Mohanty**

**Chairman**

**DIN: 08679444**

Address: Villa 36, Prestige, Bougainvillea,  
ECC Road, Whitefield, Ramagondanahalli,  
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Place: Mumbai

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**AXIS SECURITIES**



## FORM 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 arm's length transactions under third proviso thereto**

1. Details of contracts or arrangements or transactions not at arm's length basis

a)	Name (s) of the related party and nature of relationship	:	NIL
b)	Nature of contracts/arrangements/transactions	:	NIL
c)	Duration of the contracts / arrangements / transactions	:	NIL
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	:	NIL
e)	Justification for entering into such contracts or arrangements or transactions	:	NIL
f)	Date (s) of approval by the Board	:	NIL
g)	Amount paid as advances, if any	:	NIL
h)	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188	:	NIL

2. Details of material contracts or arrangement or transactions at arm's length basis

a)	Name (s) of the related party and nature of relationship	:	<ol style="list-style-type: none"> <li>1. Axis Finance Limited (Group Company)</li> <li>2. Axis Asset Management Company Limited (Common director / Group Company)</li> <li>3. Axis Bank Limited (Holding Company)</li> </ol>
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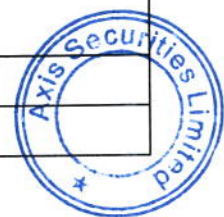
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**AXIS SECURITIES**



			<ul style="list-style-type: none"> <li>4. Axis Capital Limited (Group Company)</li> <li>5. Freecharge Payment Technologies Private Limited</li> <li>6. Max Life Insurance Company Limited</li> <li>7. Axis Trustee Services Limited</li> </ul>
b)	Nature of contracts/arrangements/transactions	:	<ul style="list-style-type: none"> <li>1. Availing and Rendering of services</li> <li>2. Availing and Rendering of services ,</li> <li>3. Availing and Rendering of services, Sale, Purchase or supply of any goods or materials, allotment/ redemption of shares, reimbursement of Expenses.</li> <li>4. Availing and Rendering of services</li> <li>5. Reimbursement of Expenses, Availing and Rendering of services</li> <li>6. Availing and Rendering of services and Dividend Income</li> <li>7. Availing and Rendering of services</li> </ul>
c)	Duration of the contracts / arrangements / transactions	:	<ul style="list-style-type: none"> <li>1. Continuous</li> <li>2. Continuous</li> <li>3. Continuous,</li> <li>4. Continuous</li> <li>5. Continuous</li> <li>6. Continuous and One- Time</li> <li>7. Continuous</li> </ul>
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	:	1. Refer Financial statements
e)	Date (s) of approval by the Board, if any	:	April 15, 2024
f)	Amount paid as advances, if any	:	NIL



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**AXIS SECURITIES**



**For and on Behalf of the Board of Directors**

**Subrat Mohanty**

Chairman

**DIN: 08679444**

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Date: April 15, 2024



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**AXIS SECURITIES**

## REPORT ON CORPORATE SOCIAL RESPONSIBILITY

(For the FY 2023-24)

[Pursuant to Section 135 of the Act &amp; Rules made thereunder]

## 1. Brief Outline on the CSR Policy of the Company:

The Company's Corporate Social Responsibility (CSR) activities reflect its philosophy of helping to build a better, more sustainable society by taking into account the societal needs of the Community.

## 2. Composition of the CSR Committee:

Sr. No	Name of Director	Designation/ Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1.	Ms. Bhumika Batra	Chairperson-Independent Director	4	4
2.	Mr. Gopkumar Bhaskaran	Member - Managing Director & CEO	1	1
3.	Mr. Babu Rao Busi	Member- Independent Director)	4	4
4.	Mr. Ravi Narayanan	Member- Director	4	1
5.	Mr. Pranav Haridasan	Member - Managing Director & CEO	3	3

3. Provide the web-link(s) where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the company: [www.axissecurities.in](http://www.axissecurities.in)

## 4. Provide the executive summary along with web-link(s) of Impact Assessment of CSR Projects carried out in pursuance of sub-rule (3) of rule 8, if applicable: Not Applicable

## 5.

- (a) Average net profit of the company as per sub-section (5) of section 135: Rs. 2,65,06,15,145/-
- (b) Two percent of average net profit of the company as per sub-section (5) of section 135: Rs. 5,30,12,400/-
- (c) Surplus arising out of the CSR Projects or programmes or activities of the previous financial years- Nil
- (d) Amount required to be set-off for the financial year, if any- Not Applicable
- (e) Total CSR obligation for the financial year [(b)+(c)-(d)]: Rs. 5,30,12,400/-





6. (a) Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project):  
Rs. 5,30,15,000/-
- (b) Amount spent in Administrative Overheads: Nil
- (c) Amount spent on Impact Assessment, if applicable: Not Applicable
- (d) Total amount spent for the Financial Year [(a)+(b)+(c)]: Rs. 5,30,15,000/-
- (e) CSR amount spent or unspent for the Financial Year: Rs. 5,30,15,000/-

Total Amount Spent for the Financial Year. (in Rs.)	Amount Unspent (in Rs.)				
	Total Amount transferred to Unspent CSR Account as per subsection (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount.	Date of transfer.	Name of the Fund	Amount.	Date of transfer.
5,30,15,000	NA	NA	NA	NA	NA

- (f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in Rs.)
1.	Two percent of average net profit of the company as per sub-section (5) of section 135	5,30,12,400
2.	Total amount spent for the Financial Year	5,30,15,000
3.	Excess amount spent for the Financial Year [(ii)-(i)]	Nil
4.	Surplus arising out of the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
5.	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	Nil

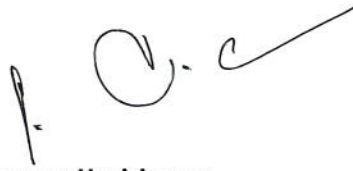
7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Not Applicable
8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year: No
9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per subsection (5) of section 135: Not Applicable





**Bhumika Batra**  
**Chairperson, CSR Committee**  
**DIN: 03502004**  
**Address:** 32, Mody Street, Fort ,  
Mumbai 400001

Place: Mumbai  
Date: April 15, 2024



**Pranav Haridasan**  
**Managing Director & CEO**  
**DIN: 02733184**  
**Address:**A 1903, Ashok Gardens, Sewri,TJ  
Road, Mumbai-400015

Place: Mumbai  
Date: April 15, 2024





# Pramod S. Shah & Associates

Practising Company Secretaries

3rd Floor, LA-SHEWA Bldg., Next to Fedex, 233, P. D' Mello Road, Opp. St. George Hospital, Near CST, Mumbai - 400 001.  
Tel. : 91-22-2271 7700 • Email : saurabhshah@psaprofessionals.com • Website : cspssa.co.in

FORM NO. MR-3

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

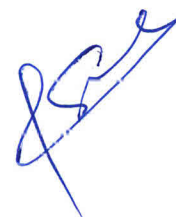
To,  
The Members,  
**Axis Securities Limited,**  
Axis House, 8th Floor,  
Wadia International Centre Pandurang Budhkar Marg,  
Worli Mumbai - 400025, MH, IN.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Axis Securities Limited CIN U74992MH2006PLC163204 (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the Company's 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year from 01<sup>st</sup> April, 2023 to 31<sup>st</sup> March, 2024, 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:

We 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<sup>st</sup> March, 2024 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 thereunder; **(Not Applicable to the Company during the Audit Period);**
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment



and External Commercial borrowings; **(Not Applicable to the Company during the Audit Period);**

(v) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the Company during the Audit Period);**

(vi) 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended from time to time; **(Not Applicable to the Company during the Audit Period);**

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time;

(c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and amendments from time to time;

(d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 read with the Companies Act, 2013 and dealing with client and

(e) The Securities and Exchange Board of India (Stock Brokers) Regulations, 1992;

(f) The Securities and Exchange Board of India (Research Analysts) Regulations, 2014;

(g) The Securities and Exchange Board of India (Portfolio Managers) Regulation, 2020;

(h) The Securities and Exchange Board of India (Investment Advisers) Regulations 2013;

(vii) We are informed that, during the year, the Company was not required to initiate any compliance related action in respect of the following laws/rules/regulations/standards, and was consequently not required to maintain any books, papers, minute books or other records or file any form/returns thereunder:

(i) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

(ii) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;



- (iii) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
- (iv) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; and
- (v) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards-1 & Secretarial Standards-2 issued by the Institute of Company Secretaries of India, and
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. ("SEBI LODR") 2015 to the extent issuance of Commercial Paper in accordance with the provisions of Securities and Exchange Board of India operational circular bearing number SEBI/HO/DDHS/P/CIR/2021/613 dated 10<sup>th</sup> August, 2021 bearing reference number SEBI/HO/DDHS/P/CIR/ 2021/ 613, as may be amended from time to time ("SEBI operational circular").

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

We further report that:

**(I) Board Process:**

1. The Board of Directors of Company as on 31<sup>st</sup> March 2024 comprised of:
  - (i) One Executive Directors,
  - (ii) Two Non- Executive Non- Independent Directors, and
  - (iii) Four Non- Executive Independent Directors, including a woman Independent Director.
2. The processes relating to the following changes in the composition of the Board of Directors and Key Managerial Personal during the year were carried out in compliance with the provisions of the Act:
  - (i) Resignation of Mr. Gop Kumar Bhaskaran, Managing Director of the Company with effect from 30<sup>th</sup> April, 2023 and was noted by the Board at the Board Meeting held on 09<sup>th</sup> March, 2023.
  - (ii) Revision in Resignation date of Mr. Gopkumar Bhaskaran as the Managing Director and CEO of the Company with effect from 14<sup>th</sup> April 2023 instead of 30<sup>th</sup> April, 2023 and was noted by the board at the Board Meeting held on 28<sup>th</sup> March, 2023.
  - (iii) Appointment of Mr. Pranav Haridasan as an employee of the company



(Internal Designation: Designated Managing Director) with effect from 12<sup>th</sup> April, 2023 and was noted by the Board Meeting held on 28<sup>th</sup> March, 2023.

- (iv) Appointment of Mr. Pranav Haridasan as an Additional Director of the Company with effect from 15<sup>th</sup> April, 2023 and was approved by the Board Meeting held on 28<sup>th</sup> March, 2023.
  - (v) Change in Designation of Mr. Pranav Haridasan (DIN: 02733184) from Additional Director of the Company to the Managing Director and CEO of the Company for a period of three years i.e. from April 15, 2023 to April 14, 2026 was approved by the Shareholders in Extra Ordinary General Meeting held on 20<sup>th</sup> April, 2023.
  - (vi) Appointment of Mr. Subrat Mohanty (DIN: 08679444) as an Additional Director of the Company with effect from 05<sup>th</sup> March, 2024 and was approved by the Board vide circular resolution dated 14<sup>th</sup> February, 2024.
  - (vii) Appointment of Mr. Puneet Mahendra Sharma (DIN: 06964749) as an Additional Director of the Company with effect from 05<sup>th</sup> March, 2024 and was approved by the Board vide circular resolution dated 14<sup>th</sup> February, 2024.
  - (viii) Appointment of Mr. Kumar Raghu (DIN: 06964749) as an Independent Director (Additional Director) of the Company with effect from 20<sup>th</sup> March, 2024 and was approved by the Board vide circular resolution dated 06<sup>th</sup> March, 2024.
3. Notice of Board and committee meetings were sent to Directors at least seven days in advance as required under Section 173(3) of the Act and SS-1, except for one meeting which was held on 20<sup>th</sup> December, 2023 which was convened at on a shorter notice for which consent was received on 15<sup>th</sup> December, 2023.
4. Agenda and detailed notes on agenda were sent to Directors at least seven days in advance as required, for the following items were either circulated separately less than seven days before or at the Board meetings and consent of the Board for so circulating them was duly obtained as required under SS-1:
- (i) Supplementary agenda notes and annexures in respect of unpublished price sensitive information such as audited financial statement/ results, unaudited financial results and connected papers, and
  - (ii) Additional subject/ information/ presentations and supplementary notes.
5. A system exists for Directors to seek and obtain further information and clarifications on the agenda items before the meetings and for their meaningful participation at the meetings.





6. We note from the minutes verified that, at the Meetings of Board held during the year:

- (i) Majority decisions were carried through; and
- (ii) No dissenting views were expressed by any Board member on any of the subject matters discussed, that were required to be captured and recorded as part of the minutes.

**(II) Compliance mechanism:**

There are reasonably adequate systems and processes in the Company, commensurate with the company's size and operations, to monitor and ensure compliance with applicable laws, rules, regulations and guidelines. There is scope for further improvement in the compliance systems and processes, commensurate with the increasing statutory requirements and growth in operations.

**(III) Specific events/ actions:**

During the year, the following specific events/ actions having a major bearing on the company's affairs took place, in pursuance of the above referred laws, rules, regulations and standards:

- (i) Approval of members was accorded by way of Special Resolution passed at Annual General Meeting held on June 22, 2023 to Increase borrowing limits of the company to a sum not exceeding Rs. 5000 Crores (Rupees Five Thousand Crores).
- (ii) Approval of members was accorded by way of a Special Resolution passed at the Annual General Meeting held on June 22, 2023 to Increase Investment limits (under section 186 of the Companies Act, 2013) of the company to sum not exceeding Rs. 4000 Crores (Rupees Four Thousand Crores).
- (iii) Approval of members was accorded by way of a Special Resolution passed at the Extra Ordinary General Meeting held on December 22, 2023 to Increase borrowing limits of the company to a sum not exceeding Rs. 7,500 Crores (Rupees Seven Thousand and Five Hundred Crores).
- (iv) Approval of members was accorded by way of a Special Resolution passed at the Annual General Meeting held on December 22, 2023 to Increase Investment limits (under section 186 of the Companies Act, 2013) of the company to a sum not exceeding Rs. 5,500 Crores (Rupees Five Thousand Five Hundred Crores).



**We further report that**

The Board of Directors of the Company is duly constituted with the proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board / Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

During the period, all the decisions in the Board Meetings were passed with requisite majority.

**We further 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 applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period the company has not undergone any specific events/actions that may have a major impact on the Company's affairs.

Place: Mumbai  
Date: 15.04.2024

Pramod S. Shah & Associates  
Practising Company  
Secretaries



Pramod S. Shah-Partner  
Pramod S. Shah & Associates  
FCS No.: 334  
C P No.: 3804  
UDIN.: F000334F000117418

**Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' to MR-3 and forms an integral part of this report.**

A handwritten signature in blue ink, likely of Pramod S. Shah, located at the bottom right of the page.



**Annexure A to Form MR-3**

To,  
The Members,  
**Axis Securities Limited,**  
Axis House, 8th Floor,  
Wadia International Centre Pandurang Budhkar Marg,  
Worli Mumbai - 400025, MH, IN.

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

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of corporate laws, rules, regulations, standards are the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. As regard the books, papers, forms, reports and returns filed by the Company under the provisions referred to in our Secretarial Audit Report in Form MR-3 the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company with various authorities under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.



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: Mumbai  
Date: 15.04.2024

Pramod S. Shah & Associates  
Practising Company  
Secretaries



Pramod S. Shah-Partner  
Pramod S. Shah & Associates  
FCS No.: 334  
C P No.: 3804  
UDIN.: F000334F000117418

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## Independent Auditor's Report

To  
The Members of  
Axis Securities Limited

### Report on the audit of the Financial Statements

#### Opinion

1. We have audited the accompanying Ind AS Financial Statements ("Financial Statements") of Axis Securities Limited (hereinafter referred as "the Company"), which comprise the Balance sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and the Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its profit including other comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

3. We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SAs"), as specified under section 143(10) of the Act. Our responsibilities under those SAs 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 ("ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act, 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 obtained by us is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

#### Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the Financial Statements section of our report, including in relation to these matters.



Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the Financial Statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying Financial Statements.

Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
1.	<b>Information Technology (IT) systems &amp; controls</b>	
	<p>The Company's key financial accounting and reporting processes are highly dependent on the automated controls over the Company's information system, such that there exists a risk that gaps in the Information Technology General Control environment could result in a misstatement in the financial accounting and reporting records.</p> <p>Accordingly, we have considered user access management, segregation of duties and control over system change over key financial accounting and reporting systems, as a key audit matter.</p>	<p><b>Our Audit Approach:</b></p> <p>With the assistance of our IT Specialists, we obtained an understanding of the Company's IT Applications, databases and operating systems relevant to the financial reporting and the control environment. Our audit approach was combination of test of internal controls and substantive procedures on the areas of the IT infrastructure, which majorly focused access security (including controls over privileged access), program change controls, database management and network operations.</p> <p>In particular, our activity included the following:</p> <p><b>General IT controls design, observation and operation</b></p> <ul style="list-style-type: none"> <li>➤ Understood the changes made in the IT environment during the year and ascertained its effect on the financial statements controls and accounts.</li> <li>➤ Tested key controls operating over the information technology in relation to financial accounting and reporting systems, including system access and system change management, program development and computer operations.</li> </ul> <p><b>User access controls operation:</b></p> <ul style="list-style-type: none"> <li>➤ Obtained management's evaluation of the access rights granted to applications relevant to financial accounting and reporting systems and tested resolution of a sample of expectations.</li> <li>➤ Further, we assessed the operating effectiveness of controls over granting, removal and appropriateness of access rights.</li> </ul> <p><b>Application controls:</b></p> <ul style="list-style-type: none"> <li>➤ We tested the design and operating effectiveness of automated controls critical to financial accounting and reporting.</li> </ul>





Sr. No	Key Audit Matter	How the Key Audit Matter was addressed in our audit
		<ul style="list-style-type: none"> <li>➤ For any identified deficiencies, tested the design and operating effectiveness of compensating controls and, where necessary, extended the scope of our substantive audit procedures.</li> <li>➤ Our tests also included testing of the compensating controls or alternate procedures to assess whether there were any unaddressed IT risks that would materiality impact the Financial Statements.</li> <li>➤ Considered the reports for certain applications on test check basis, as issued by the professional consultants with respect to VAPT testing done on such applications.</li> <li>➤ Considered the reports issued by the professional consultants with respect to Information Systems (IS) Audit and IT Infrastructure of the Company and of certain applications at group level relevant for the company.</li> </ul>

#### Information Other than the Financial Statements and Auditor's Report thereon

5. The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors Report but does not include the Financial Statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report. Our opinion on the Ind AS Financial Statements does not cover the other information and we will not express any form of assurance thereon. In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated. When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

#### Management's Responsibility for the Financial Statements

6. The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act, with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes 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) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

7. 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 the management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.
8. The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Financial Statements**

9. 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.
10. As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
  - 10.1. Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
  - 10.2. 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) the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls in place and the operating effectiveness of such controls.
  - 10.3. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
  - 10.4. Conclude on the appropriateness of the 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 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.
  - 10.5. Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.





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

11. 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.
12. 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.
13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements for the financial year ended March 31, 2024 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Other Matter**

14. The Financial Statement includes comparative Financial Statements of the Company for the year ended March 31, 2023, which were audited by the predecessor auditor who expressed an unmodified opinion vide report dated April 14, 2023. Accordingly, we, do not express any opinion on the figures reported in the statements for the year ended March 31, 2023.

Our opinion is not modified in respect of this matter.

#### **Report on Other Legal and Regulatory Requirements**

15. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "**Annexure A**", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
16. As required by Section 143(3) of the Act, we report that:
  - 16.1. 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.
  - 16.2. 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.
  - 16.3. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.



- 16.4. In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- 16.5. On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors in the meeting dated April 15, 2024, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164(2) of the Act.
- 16.6. With respect to the adequacy of the internal financial controls with reference to these Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
- 16.7. In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.
17. 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, as amended in our opinion and to the best of our information and according to the explanations given to us, we report as under:
- 17.1. The Company has disclosed the impact of pending litigations as at March 31, 2024 on its financial position in its Financial Statements – Refer Note 36 to the Financial Statements;
- 17.2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- 17.3. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- 17.4.
- (a) The management has represented to us that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend to or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement





- 17.5. The Board of Directors of the Company have not proposed any dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting.
- 17.6. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during our audit we did not come across any instance of audit trail feature being tampered with.

Place: Mumbai  
Date: April 15, 2024  
UDIN: 24414420BKASJZ5241



**For Singhi & Co.**  
Chartered Accountants  
Firm Registration Number: 302049E

A handwritten signature in black ink, appearing to read "Shweta Singhal".

**Shweta Singhal**  
Partner  
Membership No: 414420

**Annexure A** referred to in paragraph 15 of the Independent Auditors Report of even date to the members of Axis Securities Limited (the "Company") in the Financial Statements as of and for the year ended March 31, 2024 under the heading "Report on other Legal and Regulatory requirements".

- i. In respect of the Company's Property, Plant & Equipment and Intangible Assets:
- (a) (A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment.
- (B) The Company has maintained proper records showing full particulars including quantitative details and situation of Intangible Assets.
- (b) The Property, Plant and Equipment have been physically verified by the management at reasonable intervals. In our opinion, the frequency of verification is reasonable having regard to the size of the operations of the Company and no material discrepancies were noticed during the verification.
- (c) There is no immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee), held by the Company and accordingly, the requirement to report on clause 3(i)(c) of the Order is not applicable to the Company.
- (d) The Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets during the year.
- (e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ii.
- (a) The Company is primarily engaged in broking business. Accordingly, it does not hold any inventories. Thus, paragraph 3(ii)(a) of the Order is not applicable to the Company.
- (b) The Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Basis the information and explanation provided to us and basis our audit procedures undertaken, we have not come across any difference between the information submitted in the quarterly returns / statements filed by the company with such banks or financial institutions when compared with the books of account and other relevant information provided by the Company.
- iii.
- (a) The Company has provided loans or advances in the nature of loans and stood guarantee during the year and details of which are given below:

(Rs. in lakhs)

Particulars	Guarantee	Security	Loans <sup>#</sup>	Advances in Nature of Loans
Aggregate amount granted /provided during the year				
Subsidiaries	-	-	-	-
Joint Ventures	-	-	-	-
Associate	-	-	-	-
Others	-	-	4,31,222	-





Particulars	Guarantee	Security	Loans <sup>#</sup>	Advances in Nature of Loans
Balance outstanding as at balance sheet date in respect of above cases			4,06,226	
Subsidiaries	-	-	-	-
Joint Ventures	-	-	-	-
Associate	-	-	-	-
Others	-	-	-	-

<sup>#</sup> excluding interest accrued and expected credit allowances.

- (b) According to the information and explanations given to us and based on the audit procedures conducted by us, we are of the opinion that investments made during the year and the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the interest of the Company.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been generally regular during the year ended March 31, 2024.
- (d) In respect of loans granted and advances in the nature of loans, provided by the Company, there is no amount which is overdue for more than ninety days as on March 31, 2024.
- (e) There were no loans granted to companies, firms, Limited Liability Partnership's or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 with respect to loans and investments. Further, as no guarantees/security has been given towards the parties specified in section 185 clause with regard to these matters are not applicable to the Company.
- v. According to the information and explanations given to us, the Company has not accepted any deposit or amounts which are deemed to be deposits during the year and hence 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, 2013 and the rules made there under, are not applicable to the Company.
- vi. The maintenance of cost records has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Thus, reporting under paragraph 3(vi) of the Order is not applicable to the Company.
- vii. In respect of statutory dues:
- (a) The Company has been regular in depositing undisputed statutory dues, including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax,



duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other material statutory dues in arrears as at March 31, 2024, 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 on the basis of our examination of the records, there are no statutory dues referred to in sub clause (a) that have not been deposited on account of any dispute except for disputed income tax dues as tabulated below:

Name of the Statute	Nature of Dues	Amount (Rs. in lakh)	Period to which the amount relates	Forum where the disputes are pending
Income Tax	Income Tax	279.95	Assessment Year 2014 – 15	Commissioner of Income Tax (Appeals)

- viii. According to the information and explanations given to us, there are no transactions which have not been recorded in the books of account but have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

ix.

- (a) According to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.
- (b) Basis the information and explanation provided to us, the Company has not been declared a willful defaulter by any bank or financial institution or other lender.
- (c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, reporting under paragraph 3(ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis do not seem to have been utilized during the year for long-term purposes.
- (e) The Company does not have any subsidiaries / associates / joint ventures. Accordingly, reporting under paragraph 3(ix)(e) of the Order is not applicable to the Company.
- (f) The Company does not have any subsidiaries, associates or joint ventures. According reporting under paragraph 3(ix)(f) of the Order is not applicable to the Company.

x.

- (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under paragraph 3 (x)(a) of the Order is not applicable to the Company.
- (b) The Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under paragraph 3 (x)(b) of the Order is not applicable to the Company.

xi.

- (a) According to the information, explanations and representations given to us, no fraud by the Company or no fraud on the Company has been noticed or reported during the year.



- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by the secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- xii. The Company is not a Nidhi Company and hence reporting under paragraph 3(xii) of the Order is not applicable to the Company.
- xiii. According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. (a) In our opinion the company has an adequate internal audit system commensurate with the size and nature of its business.
- (b) We have taken into consideration, the internal audit reports for the period under audit issued to the Company till the date of Auditor's Report for determining the nature, timing and extent of audit procedures.
- xv. According to the information and explanations given by the management, the Company has not entered into non-cash transactions with directors or persons connected with them as referred to in Section 92 of the Act. Accordingly, reporting under paragraph 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934).
- (b) The Company has not conducted any Non – banking financial or Housing finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per Reserve Bank of India Act, 1934.
- (c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence reporting under paragraph 3 (xvi)(c) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- xvii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not incurred any cash losses during the financial year covered by our audit and the immediately preceding financial year.
- xviii. There has been resignation of the statutory auditor during the year. No issues, objections or concerns were raised by the outgoing auditors.
- xix. According to the information and explanations given to us and on the basis of the financial ratios disclosed in Note 50 to the Financial Statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, undrawn credit lines, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has





come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

Also refer to the Other Information paragraph of our main audit report which explains that the other information comprising the information included in annual report is expected to be made available to us after the date of this auditor's report.

xx.

(a) There are no unspent CSR amounts on account of ongoing projects or other than ongoing projects for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. This matter has been disclosed in Note 43 to the Financial Statements.

(b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in Note 43 to the Financial Statements.

xxi. According to the information and explanations given to us and based on our examination of the records of the Company, there are no subsidiaries / associates / joint ventures of the Company and hence the paragraph 3(xxi) of the Order is not applicable.

Place: Mumbai  
Date: April 15, 2024  
UDIN: 24414420BKASJZ5241



**For Singhi & Co.**  
Chartered Accountants  
Firm Registration Number: 302049E

A handwritten signature in blue ink, appearing to read "Shweta Singhal".

**Shweta Singhal**  
Partner  
Membership No: 414420

## ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred in paragraph 16.6 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

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

### Opinion

We have audited the internal financial controls with reference to the financial statements of **AXIS SECURITIES LIMITED** ("the Company") as of March 31, 2024 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

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 March 31, 2024 based on the criteria for internal financial control over financial reporting 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 ("the Guidance Note") issued by the Institute of Chartered Accountants of India.

### 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 with reference to the financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note 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 Act.

### Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to the financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the ICAI. 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 with reference to the financial statements 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 with reference to the financial statements and their operating effectiveness. Our audit of internal financial controls with reference to the financial statements included obtaining an understanding of internal financial controls with reference to the financial statements, assessing the risk that a material weakness exists, and testing and 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 with reference to the financial statements.

**Meaning of Internal Financial Controls with reference to the financial statements**

A Company's internal financial control with reference to the financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control with reference to the financial statements 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 unauthorized 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 with Reference to The Financial Statements**

Because of the inherent limitations of internal financial controls with reference to the financial statements, 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 with reference to the financial statements to future periods are subject to the risk that the internal financial control with reference to the financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Place: Mumbai  
Date: April 15, 2024  
UDIN: 24414420BKASJZ5241



**For Singhi & Co.**  
Chartered Accountants  
Firm Registration Number: 302049E

A handwritten signature in black ink, appearing to read "Shweta Singhal".

**Shweta Singhal**  
Partner  
Membership No: 414420



Axis Securities Limited			
Balance Sheet as at 31 March 2024			
(₹ in Lakhs)			
Particulars	Notes	As at 31 March, 2024	As at 31 March, 2023
<b>ASSETS</b>			
<b>1 Financial Assets</b>			
(a) Cash and cash equivalents	3	21,923	17,070
(b) Bank balances other than (note 3) above	4	1,41,488	90,954
(c) Securities for trade	5	-	3,310
(d) Receivables			
Trade receivables	6	45,188	22,902
(e) Loans	7	4,04,706	1,49,839
(f) Investments	8	24,321	20,942
(g) Other financial assets	9	77,329	1,714
<b>Total Financial Assets</b>		<b>7,14,955</b>	<b>3,06,731</b>
<b>2 Non - Financial Assets</b>			
(a) Current tax assets (net)	10	1,147	1,186
(b) Property, plant and equipment	11	4,657	4,038
(c) Right-of-use-asset	42	4,911	4,907
(d) Capital work-in-progress	11	70	-
(e) Intangible assets under development	11	217	59
(f) Other intangible assets	11	1,512	1,586
(g) Other non-financial assets	12	2,283	1,383
<b>Total Non- Financials assets</b>		<b>14,797</b>	<b>13,159</b>
<b>Total Assets</b>		<b>7,29,752</b>	<b>3,19,890</b>
<b>LIABILITIES AND EQUITY</b>			
<b>Liabilities</b>			
<b>1 Financial Liabilities</b>			
(a) Payables	13		
(I) Trade payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues other than micro enterprises and small enterprises		74,009	35,045
(II) Other payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues other than micro enterprises and small enterprises		5,300	2,800
(b) Debt Securities	14	4,28,747	1,28,280
(c) Borrowing (other than debt securities)	15	6	12,503
(d) Lease Liabilities	42	5,730	5,452
(e) Other financial liabilities	16	68,291	24,981
<b>Total Financials Liabilities</b>		<b>5,82,083</b>	<b>2,09,061</b>
<b>2 Non - Financial Liabilities</b>			
(a) Current tax liabilities (net)	17	96	56
(b) Provisions	18	6,174	3,471
(c) Deferred tax liabilities (net)	19	2,735	2,493
(d) Other non- financial liabilities	20	3,697	2,333
<b>Total Non-Financials Liabilities</b>		<b>12,702</b>	<b>8,353</b>
<b>3 EQUITY</b>			
(a) Equity share capital	21	14,450	14,450
(b) Other equity	22	1,20,517	88,026
<b>Total Equity</b>		<b>1,34,967</b>	<b>1,02,476</b>
<b>Total Liabilities and Equity</b>		<b>7,29,752</b>	<b>3,19,890</b>

Summary of material accounting policy

The accompanying notes form an integral part of the financial statements

As per our report of even date

For Singhi & Co

Firm Registration No.: 302049E

Chartered Accountants

*Shweta Singhal*

Shweta Singhal

Partner

Membership No. :- 414420



For and on behalf of Board of Directors

*Subrat Mohanty*      *Pranav Haridasan*

Subrat Mohanty

Chairman

DIN No: 08679444

Pranav Haridasan

Managing Director & CEO

DIN No: 02733184

*Hemantkumar Patel*

Hemantkumar Patel  
Chief Financial Officer



*Komal*

Komal Manoj Nagdev  
Company Secretary

Place : Mumbai

Date : 15 April 2024

**Axis Securities Limited**  
**Statement of Profit and Loss for the year ended 31 March, 2024**

(₹ in Lakhs)

Particulars	Notes	Year ended 31 March, 2024	Year ended 31 March, 2023
<b>Revenue from operations</b>			
(i) Brokerage and Fee income	23	70,119	45,855
(ii) Interest income	24	43,047	25,261
(iii) Net gain on fair value changes	25	445	748
<b>Total Revenue from operations</b>		<b>1,13,611</b>	<b>71,864</b>
(iv) Other income	26	787	733
<b>Total Income</b>		<b>1,14,398</b>	<b>72,597</b>
<b>Expenses:</b>			
(i) Finance costs	27	22,620	9,202
(ii) Impairment on financial instruments	28	1,162	920
(iii) Employee benefits expense	29	27,498	19,546
(iv) Depreciation, amortization and impairment	30	3,308	2,993
(v) Other expenses	31	19,218	12,717
<b>Total expenses</b>		<b>73,806</b>	<b>45,378</b>
<b>Profit before tax</b>		<b>40,592</b>	<b>27,219</b>
<b>Tax expense:</b>			
(i) Current tax		(11,027)	(7,242)
(ii) Adjustment of tax relating to earlier periods		-	25
(iii) Deferred tax		555	89
<b>Total tax expense</b>		<b>(10,472)</b>	<b>(7,128)</b>
<b>Profit for the year</b>		<b>30,120</b>	<b>20,091</b>
<b>Other comprehensive income (OCI)</b>			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurement of defined employee benefit plan		(211)	12
(b) Fair value gain on investment in equity shares		3,379	(3,279)
(ii) Income tax relating to items that will not be reclassified to profit or loss		(797)	822
<b>Other comprehensive income</b>		<b>2,371</b>	<b>(2,445)</b>
<b>Total comprehensive income for the year, [comprising profit/ (loss) and other comprehensive income for the year]</b>		<b>32,491</b>	<b>17,646</b>
<b>Earnings per equity share (EPS) (face value of share ₹10 per share)</b>	34		
<b>Basic (in ₹)</b>		<b>20.84</b>	<b>13.90</b>
<b>Diluted (in ₹)</b>		<b>20.84</b>	<b>13.90</b>

Summary of material accounting policy

2

The accompanying notes form an integral part of the financial statements

As per our report of even date

**For Singhi & Co**

Firm Registration No.: 302049E

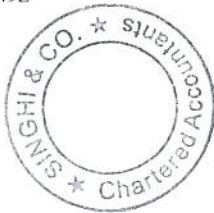
Chartered Accountants

*Shweta Singhal*

**Shweta Singhal**

Partner

Membership No. :- 414420



**For and on behalf of Board of Directors**

*Subrat Mohanty*

**Subrat Mohanty**

Chairman

DIN No: 08679444

*Pranav Haridasan*

**Pranav Haridasan**

Managing Director & CEO

DIN No: 02733184

*Hemantkumar Patel*

**Hemantkumar Patel**

Chief Financial Officer



*Komal Manoj Nagdev*

**Komal Manoj Nagdev**

Company Secretary

Place : Mumbai

Date : 15 April 2024

Axis Securities Limited  
Statement of changes in Equity for the year ended 31 March 2024

	31 March, 2024	31 March, 2023
		(₹ in Lakhs)
	14,450	14,450
	-	-
	-	-
	14,450	14,450

A. Equity Share capital

Opening Balance									
Changes in Equity Share Capital due to prior period errors									
Restated balance at the beginning of the current reporting period									
Changes in equity share capital during the year									
Closing Balance									

B. Other Equity

	Reserves and Surplus				Equity Instruments through Other Comprehensive Income	Other Comprehensive Income	Deemed Equity	Total
	Capital reserve	Securities premium	General reserve	Retained earnings				
<b>Balance as at 1 April, 2022</b>	4	1,525	4,660	50,405	13,600	(85)	241	70,350
Profit for the year	-	-	-	20,091	-	-	-	20,091
Items of OCI for the year (net of tax impact):	-	-	-	-	(2,454)	-	-	(2,454)
Fair value gain on investment in equity shares	-	-	-	-	-	-	-	-
Remeasurement benefit of defined benefit plans	-	-	-	-	-	9	-	9
Total Comprehensive Income for the year	4	1,525	4,660	70,496	11,146	(76)	241	87,996
Any other changes:	-	-	-	-	-	-	-	-
Additions during the year (net) (refer note 51)	-	-	-	-	-	-	30	30
Transfer to general reserves	-	-	89	-	-	-	(89)	-
<b>Balance as at 31 March, 2023</b>	4	1,525	4,749	70,496	11,146	(76)	182	88,026
<b>Balance as at 1 April, 2023</b>	4	1,525	4,749	70,496	11,146	(76)	182	88,026
Profit for the year	-	-	-	30,120	-	-	-	30,120
Items of OCI for the year (net of tax impact):	-	-	-	-	2,528	-	-	2,528
Fair value gain on investment in equity shares	-	-	-	-	-	-	-	-
Remeasurement benefit of defined benefit plans	-	-	-	-	-	(157)	-	(157)
Total Comprehensive Income for the year	4	1,525	4,749	1,00,616	13,674	(233)	182	1,20,517
Any other changes:	-	-	-	-	-	-	-	-
Additions during the year (net) (refer note 51)	-	-	-	-	-	-	-	-
Transfer to general reserves	-	-	124	-	-	-	(124)	-
<b>Balance as at 31 March 2024</b>	4	1,525	4,873	1,00,616	13,674	(233)	58	1,20,517
Summary of material accounting policy								
The accompanying notes form an integral part of the financial statements								
As per our report of even date								
For Singh & Co								
Firm Registration No.: 302049E								
Chartered Accountants								

For and on behalf of Board of Directors



Shweta Singhal  
Partner  
Membership No. :-414420

For and on behalf of Board of Directors

Subrat Mohanty  
Chairman  
DIN No: 08679444



Hemant Kumar Patel  
Chief Financial Officer

Pranav Haridasan  
Managing Director & CEO  
DIN No: 02733184

Komal Manoj Nagdev  
Company Secretary

Place : Mumbai  
Date : 15 April 2024



Axis Securities Limited		
Cash Flow Statement for the year ended 31 March 2024		
(₹ in Lakhs)		
Particulars	Year ended	Year ended
	31 March, 2024	31 March, 2023
<b>Cash flow from operating activities</b>		
Profit before tax	40,592	27,219
<b>Adjustments to reconcile profit before tax to net cash flows:</b>		
Depreciation amortization and impairment	3,308	2,993
Net loss/ (gain) on derecognition of property, plant and equipment	47	98
Interest income	(6,978)	(3,708)
Impairment on financial instruments	907	(187)
Share based payments to employees	-	29
Interest expense	22,119	8,926
Operating profit before working capital changes	59,995	35,370
<b>Adjustments for changes in working capital</b>		
(Increase) / Decrease in other bank balances	(43,592)	(44,068)
(Increase) / Decrease in trade receivables	(21,912)	(6,121)
(Increase) / Decrease in loans	(2,56,148)	(35,466)
(Increase) / Decrease in other financial assets	(75,615)	23,971
(Increase) / Decrease in Securities for trade	3,310	(3,310)
(Increase) / Decrease in other non Financial assets	(900)	69
Increase / (Decrease) in payables	41,464	7,007
Increase / (Decrease) in other financial liabilities	43,310	(17,614)
Increase / (Decrease) in provision	2,492	(2)
Increase / (Decrease) in other non financial liabilities	1,364	(540)
<b>Cash (used in) / generated from operations</b>	<b>(2,46,232)</b>	<b>(40,704)</b>
Income tax paid (net)	(10,948)	(7,222)
<b>Net cash (used in) / generated from Operating activities (A)</b>	<b>(2,57,180)</b>	<b>(47,926)</b>
<b>Cash flow from Investing activities</b>		
Purchase of property, plant and equipment and Capital work in progress	(2,447)	(2,277)
Proceeds from sale of property, plant and equipment	(38)	15
Purchase of intangible assets incl. intangible under developments	(704)	(778)
<b>Net cash (used in) / generated from Investing activities (B)</b>	<b>(3,189)</b>	<b>(3,040)</b>
<b>Cash flow from Financing activity</b>		
Interest paid on borrowings	(1,893)	(1,181)
Interest paid on lease liabilities	(1,090)	(1,249)
Borrowing other than debt securities (net)	(12,500)	12,500
Proceeds / (repayments) from issuance of commercial paper (net)	2,80,705	22,819
<b>Net cash (used in) / generated from Financing activities (C)</b>	<b>2,65,222</b>	<b>32,889</b>
Net (decrease) / increase in cash and cash equivalents (A+B+C)	4,853	(18,077)
Cash and cash equivalents at the beginning of the year	17,070	35,147
<b>Cash and cash equivalents at the end of the year</b>	<b>21,923</b>	<b>17,070</b>



Axis Securities Limited		
Cash Flow Statement for the year ended 31 March 2024		
(₹ in Lakhs)		
Particulars	Year ended	Year ended
	31 March, 2024	31 March, 2023
<b>Components of cash and cash equivalents</b>		
Cash and Cash Equivalents comprises of :		
Balances with banks:		
– In current accounts	21,923	17,070
– Balance in prepaid cards*	-	-
<b>Total Cash and Cash Equivalents</b>	<b>21,923</b>	<b>17,070</b>

\* Amount is less than Fifty Thousand

(i) The above Statement of Cash flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard (IND AS) - 7 Statement of Cash Flows' notified under section 133 of the Companies Act 2013, read together with Companies (Indian Accounting Standards) Rules, 2015 (as amended).

(ii) Cash and cash equivalents in the balance sheet comprises of Cash in hand and Cash at bank.

(iii) Refer note 49 for Change in liabilities arising from financing activities

The accompanying notes form an integral part of the financial statements 2

As per our report of even date

**For Singhi & Co**  
Firm Registration No.: 302049E  
Chartered Accountants

*Shweta Singhal*

**Shweta Singhal**  
Partner  
Membership No. :- 414420



**For and on behalf of Board of Directors**

*Subrat Mohanty*

**Subrat Mohanty**  
Chairman  
DIN No: 08679444

*Hemant Kumar Patel*

**Hemant Kumar Patel**  
Chief Financial Officer



*Pranav Haridasan*

**Pranav Haridasan**  
Managing Director & CEO  
DIN No: 02733184

*Komal*

**Komal Manoj Nagdev**  
Company Secretary

Place : Mumbai  
Date : 15 April 2024

## Axis Securities Limited

### Notes forming part of the financial statements for the year ended 31 March 2024

#### 1 Corporate Information

Axis Securities Limited ('the Company') is a public company domiciled in India and is incorporated under the provision of Companies Act applicable in India. The Company is engaged in the business of broking, providing margin trading funding, distribution of financial products and advisory services. The Company is a depository participant of National Securities Depository Limited (NSDL) and Central Depository Services Limited (CDSL) and is also registered as a portfolio manager with Securities and Exchange Board of India (SEBI). The Company is registered as a Mutual Fund Advisor with Association of Mutual Funds in India (AMFI) and acts as a corporate agent with the Insurance Regulatory and Development Authority ("IRDA"). The Company is debt listed public limited Company and is a wholly owned subsidiary of Axis Bank Limited (the "Parent"). The registered office address of the Company is Axis house, 8th Floor, Wadia international centre, Pandurang Budhkar Marg, Worli, Mumbai 400025.

#### 2 Statement of Compliance, Basis of Preparation, Presentation of Financial Statements and Material Accounting Information

##### (I) Statement of Compliance

The Company's financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and amendments thereof issued by Ministry of Corporate Affairs in exercise of the powers conferred by section 133 of the Companies Act, 2013. In addition, the guidance notes/announcements issued by the Institute of Chartered Accountants of India (ICAI) are also applied.

The financial statements for the year ended March 31, 2024 are being authorised for issue in accordance with a resolution of the Board of Directors passed at their meeting held on April 15, 2024.

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.

During the year 2023 – 24, the Company has adopted the amendments to Ind AS 1 notified vide MCA notification dated March 31, 2023, with respect to disclosure of accounting policies. The amendments replace all instances of the term 'significant accounting policies' with 'material accounting policy information'. Accounting policy information is material if, when considered together with other information included in an entity's financial statements, it can reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements. Accounting policies which summarise the requirements of Ind ASs and do not include any entity specific information, do not represent material accounting policy information hence not disclosed.

Material accounting policy information has been identified based on the following criteria provided under Ind AS 1:

- a. The entity changed its accounting policy during the reporting period and this change resulted in a material change to the information in the financial statements; or
- b. The entity chose the accounting policy from one or more options permitted by Ind AS(s); or
- c. The accounting policy was developed in accordance with Ind AS 8 in the absence of an Ind AS that specifically applies; or
- d. The accounting policy relates to an area for which an entity is required to make significant judgements or assumptions in applying an accounting policy, and the entity discloses those judgements or assumptions in accordance with para 122 and 125; or





- e. The accounting required for them is complex and users of the entity's financial statements would otherwise not understand those material transactions, other events or conditions – such a situation could arise if an entity applies more than one Ind AS to a class of material transactions.

**(II) Basis of Preparation**

The financial statements have been prepared and presented on the going concern basis using accrual basis of accounting and under the historical cost convention except for certain assets and liabilities which have been measured at fair value or present value, as the case may be.

**(III) Functional and Presentation Currency**

The financial statements are presented in Indian Rupees, which is the functional currency of the Company and the currency of the primary economic environment in which the Company operates. Except as otherwise indicated, financial information presented in Indian rupees has been rounded to the nearest lakhs. Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as “0” in the relevant notes to these financial statements.

**(IV) Presentation and Disclosures of the financial statements**

The Balance Sheet, The Statement of changes in Equity and the Statement of Profit and loss are presented in the format prescribed under Division III of Schedule III of the Companies Act, as amended from time to time that are required to comply with Ind AS. The statement of Cash flows has been presented as per the requirements of Ind AS 7 “Statement of Cash flows”.

An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in Note 33.

**(V) Use of Estimates and Judgements**

The preparation of the 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 and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and the reported amount of revenue and expenses for the reporting period. Actual results could differ from those estimates. The management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Accounting estimates and underlying assumptions are reviewed on an ongoing basis and could change from period to period. Appropriate changes in estimates are recognized in the periods in which the Company becomes aware of the changes in circumstances surrounding the estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Any revisions to accounting estimates are recognized prospectively in the period in which the estimate is revised.

The critical estimates and judgements that have significant impact on the carrying amount of the assets and liabilities at each Balance Sheet date are enumerated in Note 2(VI).

**Measurement of Fair Value**

The Company's accounting policies and disclosures require the measurement of fair values for, both financial and non-financial assets and liabilities. When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: The fair value of financial instruments that are not traded in an active market is determined using valuation techniques which maximize the use of observable market data and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.



Level 3: If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## **(VI) Material Accounting Policies Information**

### **(i) Financial Instruments**

A financial instrument is any contract that gives rise to a financial asset of one entity and financial liability or equity instrument of another entity. Financial assets and financial liabilities are recognized when Company becomes party to the contractual provisions of the instruments.

#### **(a) Initial Recognition and Measurements**

Financial assets and liabilities, with the exception of loans, deposits, debt securities and borrowings are initially recognised on the trade date, i.e., the date that the Company becomes a party to the contractual provisions of the instrument. This includes regular way trades, purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset. Loans are recognised when funds are transferred to the customers' account. The Company recognises debt securities, deposits and borrowings when funds reach the Company.

The Company recognizes all the financial assets and liabilities at its fair value on initial recognition; In the case of financial assets not valued at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset are added to the fair value on initial recognition.

#### **(b) Classification and Subsequent Measurement of Financial Assets**

The Company assesses the classification and measurement of a financial asset based on the contractual cash flow characteristics of the asset and the Company's business model for managing the asset. On Initial recognition, a financial asset is classified as measured at:

- Amortized Cost (AC)
- Fair value through profit and loss (FVTPL)
- Fair value through other comprehensive income (FVOCI)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period, the Company changes its business model for managing financial assets.

#### **Financial Assets at Amortized cost:**

A financial asset is measured at the amortized cost if both the following conditions are met:

- The Company's business model objective for managing the financial asset is to hold financial assets 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.

This category applies to Cash and Bank balances, Trade receivables, Loans and Other financial assets of the Company. Such financial assets are subsequently measured at amortized cost using the effective interest method "EIR".





**Financial Assets measured at FVTPL:**

The financial assets are classified as FVTPL if these do not meet the criteria for classifying at amortised cost or FVOCI. Further, in certain cases to eliminate or significantly reduce a measurement or recognition inconsistency (accounting mismatch), the Company irrevocably designates certain financial instruments at FVTPL at initial recognition. In case of financial assets measured at FVTPL, changes in fair value are recognised in the statement of profit & loss.

**Financial Assets measured at FVOCI:**

The Company classifies the financial assets as FVOCI if the contractual cash flows represent solely payments of principal and interest on the principal amount outstanding and the Company's business model is achieved by both collecting contractual cash flow and selling financial assets. In case of equity instruments irrevocably designated at FVOCI, gains / losses including relating to foreign exchange, are recognised through other comprehensive income except dividend income which is recognised in profit and loss. Further, cumulative gains or losses previously recognised in other comprehensive income remain permanently in equity and are not subsequently transferred to the statement of profit & loss on de-recognition.

**(c) Classification and Subsequent Measurement of Financial Liabilities and Equity**

The Company classifies these instruments as financial liabilities or equity instruments in accordance with substance of the Contractual terms of the Instruments.

**Equity:**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by the Company are recognised at the face value and proceeds received more than the face value are recognised as securities premium.

**Financial liabilities**

The Company recognizes a financial liability in its Balance Sheet when it becomes party to the contractual provisions of the instrument.

Financial liabilities are classified at amortised cost. A financial liability is classified as at FVTPL if it is classified as held- for- trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in the statement of profit & loss.

All financial liabilities of the Company are categorized as subsequently measured at amortized cost are subsequently measured using the effective interest method

All financial liabilities of the Company are categorized at fair value are subsequently measured at fair value through profit and loss statement.

Classification and measurement of financial assets depends on the results of the SPPI (Solely Payments of Principal and Interest) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed. The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the statement of profit and loss in the period in which they arise.





**Effective Interest Rate (“EIR”) method** - The Company’s EIR methodology, recognises interest expense using a rate of return that represents the best estimate of a constant rate of return over the expected behavioural life of loans taken and recognises the effect of potentially different interest rates at various stages and other characteristics of the financial instruments. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well as expected changes to India’s base rate and other fee income/expense that are integral parts of the instrument.

(d) **De-recognition**

**Financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

**Financial liabilities**

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

(e) **Offsetting**

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(f) **Impairment of financial assets**

In accordance with Ind AS 109, the Company applies expected credit loss model (ECL) for measurement and recognition of impairment loss for the financial assets which are not measured at FVTPL. At each reporting date, the Company assesses whether the financial assets are credit – impaired. The financial asset is ‘credit- impaired’ when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. The Company considers that the credit risk on a financial asset has increased significantly if it is more than 90 days past due. A financial asset is written off when there is no reasonable expectation of recovering the Contractual cash flows.

(ii) **Revenue from Contracts with Customers**

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as a part of contract.

The Company recognises revenue from the following sources :

(a) **Brokerage Income**

Revenue recognition for brokerage fees can be divided into the following two categories:

**1) Brokerage fees – point in time**

Brokerage income on securities is recognized as per contracted rates at the execution of transactions on behalf of the customers on the trade date.



## 2) Brokerage fees – over the time

Fees earned for the provision of services are recognised over time as the customer simultaneously receives and consumes the benefits, as the services are rendered. These include brokerage fees which is fixed at inception irrespective of number of transaction executed. The revenue for such contracts is recognised on consumption of benefits and the balance unutilized plan value is recognised on maturity/ validity of plan.

- (b) Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant.

### (c) Portfolio management fees

Portfolio management fees are recognised on accrual basis as follows:

- In case of fixed percentage of the corpus/ fixed amount, income is accrued over the period of the agreement.
- In case of fee based on the returns of the portfolio, income is accounted on each anniversary date specified in the portfolio Agreement
- In case of upfront non-refundable fees, income is accounted over a period of time.

Further, fees are charged on withdrawal of invested funds before a specified period.

### (d) Depository fees and Services

Revenue from depository services on account of annual maintenance charges is accounted over the period of performance obligation. Revenue from depository services on account of transaction charges is recognised point in time when the performance obligation is satisfied.

### (e) Interest income

Interest income is recognised using the effective interest rate method. Interest earned on Margin trading funding facility provided to the customers is recognised on a time proportion basis taking into account the amount outstanding from customers and the rates applicable.

### (f) Net gain on Fair value changes

Any differences between the fair values of financial instruments classified as fair value through the profit or loss (FVTPL) held by the Company on the balance sheet date is recognized as an unrealized gain / loss under “Net gains/loss on fair value changes” under Revenue from operations in the statement of Profit and Loss.

All realized gains or losses from changes in the fair value of financial assets and financial liabilities at FVTPL is recognized as a realized gain / loss under “Net gains/loss on fair value changes”.

### (g) Dividend Income

Dividend income is recognised when the right to receive payment of the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of the dividend can be measured reliably.

### (iii) Property, plant and equipment and Capital work-in progress

Property, plant and equipment are stated at acquisition cost, less accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the asset's carrying amount.

Capital work-in-progress are property, plant and equipment which are not yet ready for their intended use. At the point when an asset is capable of operating at management's intended use, the cost of construction is transferred to the appropriate category of property, plant and equipment. Costs associated with the commissioning of an asset are capitalized.

Advances given towards acquisition of a tangible assets outstanding at each reporting date are shown as other non-financial assets.





## Depreciation

Depreciation on each item of property, plant and equipment is provided using the Straight-Line Method based on the useful lives of the assets as estimated by the management and is charged to the Statement of Profit and Loss. In respect of assets sold, depreciation is provided up to the date of disposal. The residual values, estimated useful lives and methods of depreciation of property, plant and equipment are reviewed at the end of each financial year and changes if any, are accounted for on a prospective basis.

All Property, plant and equipment costing less than Rs. 5,000 individually are fully depreciated in the year of purchase.

For the following categories of assets, depreciation has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

Assets	Estimated useful life
Leasehold improvements	Over the remaining period of the lease
Electrical fittings and other equipment	10 years
Furniture and fittings	10 years
Office equipment	5 years
Computers Hardware	3 years

For the following categories of assets, the Company has assessed useful life based on management assessment, considering the nature of the asset, the estimated usage of asset, the operating condition of asset, anticipated technological changes and utility in the business, as below:

Assets	Estimated useful life
Motor Vehicle	4 years
Mobile Equipment	2 years

The useful lives, residual values of each item of property, plant and equipment and the depreciation methods are reviewed at the end of each financial year. If any of these expectations differ from previous estimates, such a change is accounted for as a change in an accounting estimate.

## (iv) Other Intangible Assets and Intangible Assets Under Development

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

Cost of an intangible asset includes purchase price, non-refundable taxes and duties and any other directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

Intangible assets are amortised on a straight-line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at each reporting date. If the expected useful life of the asset is significantly different from previous estimates, the amortisation is recognised prospectively.

The estimated useful lives of intangible assets used for amortisation are:

Assets	Estimated useful life
Computer Software	5 Years

All intangible assets costing less than Rs. 5,000 individually are fully amortised in the year of acquisition.

## (v) Impairment of non-Financial Assets

The Company assesses at the reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an assets or cash-generating unit's ("CGU") fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its





recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses are recognised in statement of profit and loss.

(vi) **Leases**

**The Company as lessee**

The Company leased assets primarily consist of leases for office premises. The Company assesses at inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Company applies a single recognition and measurement approach for all leases, except for short-term lease. At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

**Lease Term**

Ind AS 116 – Leases requires lessee to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes assessment on the expected lease term on lease by lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of lease and the importance of the underlying to the Company's operations taking into account the location of the underlying asset and the availability of the suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

**Lease Liability**

The lease payments that are not paid at the commencement date are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Company, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated.

The lease liability is presented as a separate line in the Balance Sheet.

The Company re-measures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is re-measured by discounting the revised lease payments using a revised discount rate

**Right of Use (ROU) Assets**

The ROU assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less subsequent accumulated depreciation and subsequent impairment losses, if any. Right of use assets are generally depreciated over the shorter of asset's useful life and the lease term on a straight line basis.



**(vii) Borrowings costs**

Borrowing costs include interest expense as per the effective interest rate (EIR) and other costs incurred by the Company in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of those property, plant & equipment and intangible assets which necessarily take a substantial period of time to get ready for their intended use are capitalized. Other borrowing costs are recognized as an expense in the year in which they are incurred. The difference between the discounted amount mobilized and redemption value of commercial papers is recognized in the statement of profit and loss over the life of the instrument using the EIR.

**(viii) Employee Benefits**

**(a) Short term Employee Benefits**

Short term employee benefits include salaries and short term cash bonus. A liability is recognised for the amount expected to be paid under short-term cash bonus or target based incentives if the Company has a present legal or constrictive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably. These costs are recognised as an expense in the Statement of Profit and Loss at the undiscounted amount expected to be paid over the period of services rendered by the employees to the Company.

**(b) Defined Contribution Plan**

Retirement benefits in the form of provident fund is a defined contribution scheme. The Company is statutorily required to contribute a specified portion of the basic salary of an employee to a provident fund as part of retirement benefits to its employees. The contributions are charged to the Statement of profit and loss of the year when the contributions to the respective funds are due. There are no obligations other than the contribution payable to the provident fund.

**(c) Defined Benefits Plan**

The Company pays gratuity, a defined benefit plan, to its employees whose employment terminates after a minimum period of five years of continuous service on account of retirement or resignation.

The Company's obligation in respect of the gratuity plan, which is a defined benefit plan, is provided for based on actuarial valuation using the projected unit credit method. The gratuity fund is funded. Actuarial gains or losses are recognized in other comprehensive income. These assumptions include salary escalation rate, discount rates, expected rate of return on assets and mortality rates.

**(d) Share Based Payments Transactions - Equity Settled Transactions**

Axis Bank Limited ("the Bank") grants employee stock options to the eligible employees of the Company. The schemes provide for grant of options to employees of the Group to acquire the equity shares of the Bank that vest in cliff vesting or in a graded manner and that are to be exercised within a specified period. In accordance with, SEBI (Share Based Employee Benefits) Regulations, 2014 and the Guidance Note on "Accounting for Employee Share-based payments" issued by The Institute of Chartered Accountants of India the Bank has started charging share-linked instruments on fair value method instead of intrinsic value for all instruments granted after the accounting period ending March 31, 2021. The fair value of the stock-based compensation is estimated on the date of grant using Black- Scholes model and is charged to the company over the vesting period. The share of the company's capital contribution reimbursed to the Bank is recorded as an expense in the Statement of Profit and Loss under Share based payments to employees in Employee benefits expenses.





**(ix) Income Taxes**

Income tax expense comprises current and deferred tax. It is recognised in the statement of profit and loss except to the extent that it relates to items recognised directly in equity or in OCI.

**Current Income Tax**

Income tax expense is recognised in the income statement except to the extent that it relates to items recognised directly in equity or OCI, in which case the tax effect is recognised in equity or OCI. Income tax payable on profits is based on the applicable tax laws in each tax jurisdiction and is recognised as an expense in the period in which profit arises. Current tax is the expected tax payable/receivable on the taxable income or loss for the period, using tax rates enacted for the reporting period and any adjustment to tax payable/receivable in respect of previous years. Current tax assets and liabilities are offset only if, the Company has a legally enforceable right to set off the recognised amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

**Deferred Tax**

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purpose and the amounts for tax purposes. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised, for all deductible temporary differences, to the extent it is probable that future taxable profits will be available against which deductible temporary differences can be utilised. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the reporting date. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised, such reductions are reversed when the probability of future taxable profits improves.

The tax effects of income tax losses, available for carry forward, are recognised as deferred tax asset, when it is probable that future taxable profits will be available against which these losses can be set-off. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

**(x) Foreign Currency Transactions**

The functional currency and the presentation currency of the Company is Indian Rupees. Foreign currency transactions are recorded at the exchange rate prevailing on the date of transaction. Exchange differences arising on settlement of revenue transactions are recognised in the statement of profit and loss. Monetary assets and liabilities contracted in foreign currencies are restated at the rate of exchange ruling at the Balance Sheet date. Non - monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured at historical cost in foreign currency are not retranslated at reporting date.

**(xi) Segment Reporting Policies**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performance of the operating segments of the Company.

The Company's business is to provide broking services, to its clients, in the capital markets in India. All other activities of the Company are ancillary to the main business.





**(xii) Provisions**

Provision is recognised when an enterprise has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on management estimates required to settle the obligation at the balance sheet date, supplemented by experience of similar transactions. These are reviewed at the balance sheet date and adjusted to reflect the current management estimates. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

**(xiii) Contingent liabilities and Assets**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the financial statements. Contingent assets are neither recognised nor disclosed.

Bank Guarantee: Bank Guarantee are taken from banks and kept with exchanges as a margin to meet the margin obligation.

**(xiv) Cash and Cash Equivalents**

Cash and cash equivalents for the purpose of cash flow statement include cash in hand, balances with the banks and demand deposits with bank with an original maturity of three months or less, and accrued interest thereon.



3. Cash and cash equivalents

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Cash and cash equivalents</b>		
Cash on hand	-	-
Balances with banks (of the nature of cash and cash equivalents)		
- In current accounts with Banks	21,923	17,070
- Balance in prepaid cards*	-	-
Others		
<b>Total</b>	<b>21,923</b>	<b>17,070</b>

\* Amount is less than Fifty Thousand

4. Bank balances other than (note 3) above

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Bank balances</b>		
Fixed deposit with original maturity less than 3 months	305	8,500
Fixed deposits with banks more than 3 months but less than 12 months	1,32,746	74,904
Bank deposits with more than 12 months maturity	6,194	6,836
Interest accrued on fixed deposits	2,243	714
<b>Total</b>	<b>1,41,488</b>	<b>90,954</b>

Fixed deposits under lien with stock exchanges amounted to ₹ 40,710 lakhs (March 31, 2023 : ₹ 49,005 lakhs)  
Kept as collateral security towards bank guarantees issued amounted to ₹ 60,895 lakhs (March 31, 2023 : ₹ 27,735 lakh)  
Kept as collateral security against bank overdraft facility amounted to ₹ 22,340 lakh (March 31, 2023 : ₹ 5,000 lakh)  
Fixed deposit with Bank free from any lien ₹ 14,975 lakhs (March 31, 2023 : ₹ Nil)  
Kept as deposit with other regulatory amounted to ₹20 lakhs (March 31, 2023 : ₹ Nil)  
Kept as collateral security towards bank guarantees issued amounted to ₹ 305 lakhs (March 31, 2023 : ₹ Nil)  
Fixed deposits under lien with stock exchanges amounted to ₹ Nil (March 31, 2023 : ₹ 8,500 lakhs)

5. Securities for trade

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>At fair value through profit or loss</b>		
<b>Securities for trade in India</b>		
Market Linked Debentures:		
- Creditaccess Grameen Limited (05-09-2023)	-	114
- Five-Star Business Finance Limited (30-04-2023)	-	2,082
- Shriram Transport Finance Company Limited (27-04-2023)	-	1,114
<b>Total</b>	<b>-</b>	<b>3,310</b>

6. Trade receivables

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
(a) Receivable considered good - Secured	19,300	7,794
(b) Receivable considered good - Unsecured	27,230	17,021
(c) Receivable - credit impaired	77	77
Less: Impairment Loss Allowances	(1,419)	(1,990)
<b>Total</b>	<b>45,188</b>	<b>22,902</b>

a) Additional disclosure of Trade receivables (refer note no. 52)

b) No trade or other receivable are due from directors of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.



7. Loans

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>A. At Amortised Cost</b>		
Margin Trading Funding	4,06,739	1,50,591
Less : Impairment Loss Allowances	(2,033)	(752)
<b>Total</b>	<b>4,04,706</b>	<b>1,49,839</b>
<b>I) Secured by</b>		
i) Secured by tangible assets		
Collateral in the form of cash, securities, Fixed Deposit Receipt (FDR), collateral of approved securities in case of Margin trade funding	4,06,739	1,50,591
ii) Unsecured	-	-
<b>Total gross (i) + (ii)</b>	<b>4,06,739</b>	<b>1,50,591</b>
Less : Impairment Loss Allowances	(2,033)	(752)
<b>Total Net</b>	<b>4,04,706</b>	<b>1,49,839</b>
<b>II) Loans in India</b>		
Margin Trading Funding	4,06,739	1,50,591
<b>Total Gross</b>	<b>4,06,739</b>	<b>1,50,591</b>
Less : Impairment Loss Allowances	(2,033)	(752)
<b>Total Net</b>	<b>4,04,706</b>	<b>1,49,839</b>
<b>B. At fair value through other comprehensive income</b>	-	-
<b>C. At fair value through profit or loss</b>	-	-
<b>D. At fair value designated at fair value through profit or loss</b>	-	-
<b>Total (A) + (B) + (C) + (D)</b>	<b>4,04,706</b>	<b>1,49,839</b>

Note: These receivables are lien marked towards working capital demand loans and Bank overdraft facilities. (Refer note no. 56 and 64)

8. Investments

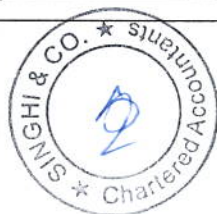
Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>At fair value through other Comprehensive income</b>		
<b>Investment in India</b>		
<b>Equity Instruments (Un-quoted)</b>		
Max Life Insurance Company Limited	24,321	20,942
Qty : 19,188,128 (31st March 2023 19,188,128) Equity shares of Rs 10 each		
Less : Impairment Loss Allowances	-	-
<b>Total</b>	<b>24,321</b>	<b>20,942</b>

9. Other financial assets

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Security deposit</b>		
-Unsecured , considered good	830	731
-Unsecured , considered doubtful	-	-
	<b>830</b>	<b>731</b>
Less: Provision for doubtful receivable	-	-
	<b>830</b>	<b>731</b>
Margin money with clearing member	74,413	257
	<b>74,413</b>	<b>257</b>
<b>Others</b>		
Accrued Income	1,961	645
Others	125	81
<b>Total</b>	<b>77,329</b>	<b>1,714</b>

10. Current tax assets (net)

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Advance income-tax (net)	1,147	1,186
(net of provision for tax of ₹ 12,852 Lakhs (Previous Year : ₹ 17,336 Lakhs))		
<b>Total</b>	<b>1,147</b>	<b>1,186</b>





Axis Securities Limited  
Notes to financial statements for the period ended 31 March 2024

11. Property, plant and equipment

Particulars	Tangible Assets							Intangible Assets			
	Improvements to leasehold premises	Furniture	Office equipment	Computers	Motor vehicle	Tangible Assets (a)	Capital work-in-progress (b)	Total (a+b)	Software (c)	Intangible asset under development (d)	Total (c+d)
At 1 April 2022	1,099	160	860	4,650	187	6,956	17	6,973	4,635	42	4,677
Additions	583	415	387	746	163	2,294	-	2,294	761	59	820
Disposals / Adjustments	93	38	51	62	17	261	17	278	-	42	42
Gross Block At 1 April 2023	1,589	537	1,196	5,334	333	8,989	-	8,989	5,396	59	5,455
Additions	91	48	236	1,778	224	2,377	70	2,447	594	217	811
Disposals	3	8	9	2	69	91	-	91	123	59	182
At 31 March 2024	1,677	577	1,423	7,110	488	11,275	70	11,345	5,867	217	6,084
At 1 April 2022	112	93	367	3,048	69	3,689	-	3,689	3,174	-	3,174
Depreciation charge	170	54	202	916	70	1,412	-	1,412	636	-	636
Disposals / Adjustments	31	23	27	58	9	148	-	148	-	-	-
Impairment	(2)	-	-	-	-	(2)	-	(2)	-	-	-
At 1 April 2023	249	124	542	3,906	130	4,951	-	4,951	3,810	-	3,810
Depreciation charge	240	51	166	1,199	93	1,749	-	1,749	620	-	620
Disposals / Adjustments	3	7	9	2	61	82	-	82	75	-	75
Impairment	-	-	-	-	-	-	-	-	-	-	-
At 31 March 2024	486	168	699	5,103	162	6,618	-	6,618	4,355	-	4,355
At 31 March 2024	1,191	409	724	2,007	326	4,657	70	4,727	1,512	217	1,729
At 31 March 2023	1,340	413	654	1,428	203	4,038	-	4,038	1,586	59	1,645

Note

- 1) The Company has not revalued any of its property, plant and equipment
- 2) The Company do not have any immovable properties and does not hold any Benami property.
- 3) Refer note no. 54 for additional disclosure w.r.t. capital work in progress.



12. Other non-financial assets

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Others</b>		
Capital Advances	21	28
Advance to Employees	15	21
Advance to Supplier	324	113
Prepaid expenses	1,187	808
Balances with statutory / government authorities	736	413
<b>Total</b>	<b>2,283</b>	<b>1,383</b>

13. Payables

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Trade payables</b>		
a) Total outstanding dues of micro enterprises and small enterprises	-	-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises	74,009	35,045
<b>Other Payable</b>		
a) Total outstanding dues of micro enterprises and small enterprises	-	-
b) Total outstanding dues of creditors other than micro enterprises and small enterprises (Refer note no. 48 and 53)	5,300	2,800
<b>Total</b>	<b>79,309</b>	<b>37,845</b>

14. Debt Securities

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>At amortised Cost</b>		
<b>Debt securities in India</b>		
Commercial papers - Unsecured	4,37,500	1,30,000
Less: Unamortised discount	(8,753)	(1,720)
<b>Total</b>	<b>4,28,747</b>	<b>1,28,280</b>
<b>Commercial paper (unsecured)</b>		
Amount outstanding	4,28,747	1,28,280
Tenure	70 - 365 days	90 - 91 days
Rate of interest	8.10% to 8.88%	7.59% to 8.09%
Repayment schedule	At maturity	At maturity

Note : The Company has issued the Commercial papers (CP) for the purpose of financing margin trading funding book and for working capital requirements and the CP proceeds are used for the disclosed purpose.  
(Refer note no. 59 & 64 for additional disclosure)

15. Borrowing (other than debt securities)

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>At amortised Cost</b>		
<b>Secured Loans</b>		
Working capital demand loans		
-From Bank	6	12,503
(Secured against charge on margin trading facility receivables and book debts and a lien on fixed deposits)		
<b>Total</b>	<b>6</b>	<b>12,503</b>

Note :

1) The Company has borrowed OD facility from Bank for the purpose of financing margin trading funding book, meeting the exchange obligation and for working capital requirements and proceeds are used for the disclosed purpose.

2) The above figure include interest accrued but not due on bank overdraft Rs. 6 Lakhs ( March 31, 2023 Rs. 3 Lakhs)

(Refer note no. 59 & 64 for additional disclosure)



16. Other financial liabilities

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Payables</b>		
- Due to holding company	762	180
- Due to others	11,275	1,996
Deposit from SubBroker	362	253
Salary & incentive payable	49	85
Margin money received from client	55,411	21,997
Sundry creditors for capital expenditure	6	178
Others	426	292
<b>Total</b>	<b>68,291</b>	<b>24,981</b>

17. Current tax liabilities (net)

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Income tax payable	96	56
<b>Total</b>	<b>96</b>	<b>56</b>

18. Provisions

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Provision for employee benefits</b>		
Salary & employee benefits	129	131
Gratuity payable	365	126
<b>A</b>	<b>494</b>	<b>257</b>
<b>Others</b>		
Provision for expenses	5,133	2,864
Other Provisions	547	350
<b>B</b>	<b>5,680</b>	<b>3,214</b>
<b>Total (A) + (B)</b>	<b>6,174</b>	<b>3,471</b>

19. Deferred tax liabilities (net)

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Temporary differences attributable to:</b>		
<b>Deferred tax Assets</b>		
Impairment on Financial Assets	1,006	778
Provision on Social security code on Gratuity	188	-
On Depreciation, impairment and amortisation	306	243
Lease Liabilities	1,492	1,420
Employee benefits - OCI	79	25
Others	30	25
	<b>3,101</b>	<b>2,491</b>
<b>Deferred tax liabilities</b>		
Gain on investment in equity shares - OCI	4,600	3,749
Right of use of assets	1,236	1,235
	<b>5,836</b>	<b>4,984</b>
<b>Net deferred tax asset /( liability) recognised on the balance sheet</b>	<b>(2,735)</b>	<b>(2,493)</b>

20. Other non- financial liabilities

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Other liabilities</b>		
Income received in advance	1,706	1,140
Undisputed statutory dues	1,991	1,193
<b>Total</b>	<b>3,697</b>	<b>2,333</b>





21. Equity share capital

Authorized share capital

	Equity Shares	
	No. in Lakhs	(₹ in Lakhs)
At 1 April 2022	2,500	25,000
Increase/(decrease) during the year	-	-
At 31 March 2023	2,500	25,000
Increase/(decrease) during the year	-	-
At 31 March 2024	2,500	25,000

Terms/ rights attached to equity shares

The Company has only one class of equity shares having par value of ₹10 per share. Each holder of equity shares is entitled to one vote per share. 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. The distribution will be in proportion to the number of equity shares held by the shareholders.

Issued, Subscribed & Paid up	No. in Lakhs	(₹ in Lakhs)
	Equity shares of INR 10 each issued, subscribed and fully paid	
At 1 April 2022	1,445	14,450
Changes during the year	-	-
At 31 March 2023	1,445	14,450
Changes during the year	-	-
At 31 March 2024	1,445	14,450

Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates / promoter

Out of equity shares issued by the Company, shares held by its holding company, ultimate holding company and their subsidiaries/ associates are as below:

	31 March, 2024 (₹ in Lakhs)	31 March, 2023 (₹ in Lakhs)
Axis Bank Limited, the holding company and its nominees 1,445 lacs (31 March 2023: 1,445 lacs) equity shares of ₹ 10/- each	14,450	14,450

Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	31 March, 2024	
	Nos in lakhs	%
Axis Bank Limited, the holding company and its nominees	1445	100.00
Name of the shareholder	31 March, 2023	
	Nos in lakhs	%
Axis Bank Limited, the holding company and its nominees	1445	100.00

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

Shares held by promoters at the end of the year	31 March, 2024	31 March, 2023
Promoter Name	Axis Bank Limited	Axis Bank Limited
No of Shares (in Lakhs) : Paid up Equity Share capital	1,445.00	1,445.00
% of total Shares	100.00	100.00
% of Changes during the year	-	-



22. Other equity

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Capital Reserve</b>		
Opening balance	4	4
Add : Additions during the year (net)	-	-
Closing balance	4	4
<b>Securities premium</b>		
Opening balance	1,525	1,525
Add : Additions during the year (net)	-	-
Closing balance	1,525	1,525
<b>General reserve</b>		
Opening balance	4,749	4,660
Add : Additions during the year (net)	124	89
Closing balance	4,873	4,749
<b>Deemed Equity</b>		
Opening balance	182	241
Add : Additions / Transfer during the year (net)	(124)	(59)
Closing balance	58	182
<b>Retained Earnings</b>		
Opening balance	70,496	50,405
Add: Profit after tax for the year	30,120	20,091
Additions/ (Deletions) during the year	-	-
Less: Appropriations	1,00,616	70,496
- Dividend on equity shares	-	-
- Dividend distribution tax on equity dividend	-	-
- Transfer to general reserves	-	-
Closing balance	1,00,616	70,496
<b>Other Comprehensive Income (defined benefit plans)</b>		
Opening balance	(76)	(85)
Add : Additions during the year (net)	(157)	9
Closing balance	(233)	(76)
<b>Equity Instruments through Other Comprehensive Income</b>		
Opening balance	11,146	13,600
Add : Additions during the year (net)	2,528	(2,454)
Closing balance	13,674	11,146
<b>Total</b>	<b>1,20,517</b>	<b>88,026</b>

**Capital reserve**

Capital reserve is created by capital profits of the company which is not kept for distribution to the shareholders in the form of dividend. It has been created during the Business Combinations in earlier periods.

**Securities premium reserve**

Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provisions of Companies Act 2013.



**Axis Securities Limited****Notes to Financial Statements for the year ended 31 March 2024****General reserve**

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid up capital of the company for that year, then the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn. However, the amount previously transferred to general reserve can be utilised only in accordance with the specific requirements of Companies Act 2013.

**Deemed Equity (Refer note 51)**

Deemed equity relates to share options granted to eligible employees of the Company by the holding company under its employee share option plan.

**Retained earnings**

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders.

**Reservation of shares**

There are no shares reserved for issue under options and contracts/ commitments for the sale of shares or disinvestments.

**Dividend notes**

During the year, the Company has not declared any interim and final dividend.

**Other comprehensive income**

Other comprehensive income consist of gain /(loss) of equity instruments carried through FVTOCI and remeasurement gains/ losses on defined benefit plans.

**23. Brokerage and Fee income**

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Brokerage Income	56,277	35,075
Fee Income *	4,797	2,892
Depository Income	9,045	7,888
<b>Total</b>	<b>70,119</b>	<b>45,855</b>

\* Includes Commission on sale of life insurance product Rs. 118 Lakhs (March 31, 2023 Rs. 167 Lakhs) and general insurance product Rs. 0.01 Lakhs( March 31, 2023 Rs. NIL)

**24. Interest income**

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>On Financial Assets measured at Amortised Cost</b>		
Interest on loans	35,188	21,553
Interest on fixed deposits with banks	6,942	3,677
Other interest Income	809	-
Interest on Security deposits	36	31
Interest on Securities held for trading	72	-
<b>Total</b>	<b>43,047</b>	<b>25,261</b>

**25. Net gain on fair value changes**

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>Investments</b>		
Profit on trading - Securities held for trading (net) (fair value through P & L)	445	748
<b>Total</b>	<b>445</b>	<b>748</b>
<b>Fair value changes</b>		
Realised	445	738
Unrealised	-	10

**26. Other income**

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Miscellaneous income	787	733
<b>Total</b>	<b>787</b>	<b>733</b>





27. Finance costs

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>On financial liabilities measured at amortised cost:</b>		
Bank guarantee commission	501	276
Interest on debt securities	19,762	7,212
Interest on borrowing other than debt securities	1,896	1,184
Interest expenses on lease liabilities	461	530
<b>Total</b>	<b>22,620</b>	<b>9,202</b>

28. Impairment on financial instruments

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
<b>On Financial Instruments measured at Amortised Cost</b>		
Loans	1,281	177
Trade & Other Receivable	(374)	(364)
Bad debts	255	1,107
<b>Total</b>	<b>1,162</b>	<b>920</b>

29. Employee benefits expense

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Salaries, wages and bonus (Refer note 40)	25,647	17,864
Contribution to provident and other funds	849	750
Share based payments to employees (Refer note 51)	621	571
Staff welfare expenses	227	223
Gratuity expense	154	138
<b>Total</b>	<b>27,498</b>	<b>19,546</b>

30. Depreciation, amortization and impairment

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Depreciation on Property, plant and equipment	1,749	1,412
Amortization of other intangible assets	620	636
Impairment of Property, plant and equipment	-	(2)
Amortization of right-of-use assets	939	947
<b>Total</b>	<b>3,308</b>	<b>2,993</b>

31. Other expenses

Particulars	31 March, 2024	31 March, 2023
	(₹ in Lakhs)	(₹ in Lakhs)
Account referral charges	841	1,128
Advertisement and sales promotion	1,481	1,574
<b>Auditors' remuneration :</b>		
- Audit fee	21	32
- Out of pocket expenses	-	1
- Limited review fees	8	8
- Certification	1	1
Communication and call centre charges	1,113	1,142
Director's sitting fees	44	49
Expense towards Corporate Social Responsibility (Note 43)	530	384
Franking, stamp, Registration, KRA and exchange charges	697	630
Information technology expenses	3,534	2,436
Insurance	11	7
Legal and professional fees	2,057	693
Loss on sale of fixed assets	47	98
Membership & subscription fees	149	104
Error trades and other settlement cost	652	172
Printing & stationery	143	205
Recruitment and training expenses	347	145
Rent, Taxes and Energy cost	334	347
Repair and maintenance and houskeeping charges	633	576
Royalty charges	159	102
Sub brokerage	5,201	1,902
Transaction Charges	504	357
Travelling and conveyance	558	497
Other admin cost	153	127
<b>Total</b>	<b>19,218</b>	<b>12,717</b>



**32 FINANCIAL INSTRUMENTS****A Financial Instruments - Fair Values****I Accounting classification and fair values**

The following table shows the carrying amounts of financial instruments as at 31 March, 2024 which are classified as Amortised cost, Fair value through profit and loss, Fair value through other comprehensive Income:

Particulars	At Amortised cost	At Fair value through Profit or Loss	At Fair value through OCI	Total carrying Value	Total Fair value
<b>Financial Assets</b>					
1 Cash and cash equivalents	21,923	-	-	21,923	21,923
2 Other Bank balances	1,41,488	-	-	1,41,488	1,41,488
3 Securities for trade	-	-	-	-	-
4 Trade receivables	45,188	-	-	45,188	45,188
5 Loans	4,04,706	-	-	4,04,706	4,04,706
6 Investments	-	-	24,321	24,321	24,321
7 Other financial assets	77,329	-	-	77,329	77,329
<b>Total</b>	<b>6,90,634</b>	<b>-</b>	<b>24,321</b>	<b>7,14,955</b>	<b>7,14,955</b>
<b>Financial Liabilities</b>					
1 Payables	79,309	-	-	79,309	79,309
2 Debt Securities	4,28,747	-	-	4,28,747	4,28,747
3 Borrowing (other than debt securities)	6	-	-	6	6
4 Lease Liabilities	5,730	-	-	5,730	5,730
5 Other financial liabilities	68,291	-	-	68,291	68,291
<b>Total</b>	<b>5,82,083</b>	<b>-</b>	<b>-</b>	<b>5,82,083</b>	<b>5,82,083</b>

The following table shows the carrying amounts of financial instruments as at 31 March, 2023 which are classified as Amortised cost, Fair value through profit and loss, Fair value through other comprehensive Income:

	At Amortised cost	At Fair value through Profit or Loss	At Fair value through OCI	Total carrying Value	Total Fair value
<b>Financial Assets</b>					
1 Cash and cash equivalents	17,070	-	-	17,070	17,070
2 Other Bank balances	90,954	-	-	90,954	90,954
3 Securities for trade	-	3,310	-	3,310	3,310
4 Trade receivables	22,902	-	-	22,902	22,902
5 Loans	1,49,839	-	-	1,49,839	1,49,839
6 Investments	-	-	20,942	20,942	20,942
7 Other financial assets	1,714	-	-	1,714	1,714
<b>Total</b>	<b>2,82,479</b>	<b>3,310</b>	<b>20,942</b>	<b>3,06,731</b>	<b>3,06,731</b>
<b>Financial Liabilities</b>					
1 Payables	37,845	-	-	37,845	37,845
2 Debt Securities	1,28,280	-	-	1,28,280	1,28,280
3 Borrowing (other than debt securities)	12,503	-	-	12,503	12,503
4 Lease Liabilities	5,452	-	-	5,452	5,452
5 Other financial liabilities	24,981	-	-	24,981	24,981
<b>Total</b>	<b>2,09,061</b>	<b>-</b>	<b>-</b>	<b>2,09,061</b>	<b>2,09,061</b>



**2 Fair value hierarchy of financial instruments**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principal (or most advantageous) market at the measurement date under current market conditions (i.e. an exit price), regardless of whether that price is directly observable or estimated using a valuation technique.

The investments included in level 1 of fair value hierarchy have been valued using quoted prices for instruments in an active market. The investments included in level 2 of fair value hierarchy have been valued using valuation techniques based on observable market data. The investments included in Level 3 of fair value hierarchy have been valued using the income approach and break-up value to arrive at their fair value. There is no movement from between Level 1, Level 2 and Level 3. There is no change in Inputs use for measuring Level 3 fair value.

The following table summarises financial instruments measured at fair value on recurring basis:

As at 31 March, 2024	Level 1	Level 2	Level 3	Total
<b>Financial Instruments</b>				
Investment in Equity Shares	-	24,321	-	24,321

As at 31 March, 2023	Level 1	Level 2	Level 3	Total
<b>Financial Instruments</b>				
Investment in Equity Shares	-	-	20,942	20,942

Movements in Level 3 financial instruments measured at fair value.

The Following table shows a reconciliation of the opening and closing amounts of Level 3 financial assets and liabilities which are recorded at fair value.

Particulars	31-Mar-24	31-Mar-23
Opening Balance	20,942	24,221
Purchase	-	-
Less: Sales	-	-
Add: Gain / (Loss)	3,379	(3,279)
Transfer in	-	-
Les: Transfer from	(24,321)	-
Closing Balance	-	20,942

Transfer from level 3 to 2 investment in Equity shares is based on availability of market observable inputs as on the reporting date. The Company's policy is to recognise transfers into and transfer out of fair value heiratchy levels as at the end of the reporting period. Unobservable inputs used in measuring fair value categorised within Level 3 and sensitivity of fair value measurement to change in unobservable market data.

**As at 31 March, 2024**

Types of Financial Instruments	Valuation technique	Significant unobservable input	Range of estimates for unobservable input	
Investment in unquoted equity shares categorised at Level 3	Comparable Companies Method	Embedded Value	Rs. 18709 Lakhs	
Types of Financial Instruments	Increase in unobservable input	Change in fair value due to increase in unobservable input	Decrease in unobservable input	Change in fair value due to decrease in unobservable input
Investment in unquoted equity shares categorised at Level 3	5%	Rs. 133 per share	5%	Rs. 120 per share





As at 31 March, 2023					
Types of Financial Instruments		Valuation technique	Significant unobservable input	Range of estimates for unobservable input	
Investment in unquoted equity shares categorised at Level 3		Net Asset Method	Net Asset value per share	Rs. 18.35 per share	
		Comparable Companies Method	Embedded Value	Rs. 155,470	
Types of Financial Instruments		Increase in unobservable input	Change in fair value due to increase in unobservable input	Decrease in unobservable input	Change in fair value due to decrease in unobservable input
Investment in unquoted equity shares categorised at Level 3		5%	Rs. 176 Lakhs	5%	Rs. (176) Lakhs
		5%	Rs. 115 per share	5%	Rs. 104 per share

**Valuation Principal**

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction in the principle (or most advantageous) market at the measurement date under current market conditions (i.e., an exit price), regardless of whether the price is directly observable or estimated using a valuation technique. In order to show how fair values have been derived, financial instruments are classified based on hierarchy of valuation techniques, as explained in the note 2.1(II).

Particulars	31-Mar-24	31-Mar-23
The fair value of shares on Margin Pledge and Withhold	12,75,461	4,97,295

Note: The above collaterals are held from the broking clients, for positions in equity segments

**3 Financial instruments not measured at fair value**

Financial assets not measured at fair value includes cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

**B Financial risk management**

The Company has established a comprehensive system for risk management and internal controls for all its businesses to manage the risks that it is exposed to. The objective of its risk management framework is to ensure that various risks are identified, measured and mitigated and also that policies, procedures and standards are established to address these risks and ensure a systematic response in the case of crystallisation of such risks. Company has operations in India. Whilst risk is inherent in the Company's activities, it is managed through an integrated risk management framework, including ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities.

The Company has exposure to the following risk arising from financial instruments:

- Credit Risk
- Liquidity Risk
- Market Risk



**a) Credit risk**

It is risk of financial loss that the Company will incur a loss because its customer or counterparty to financial instruments fails to meet its contractual obligation.

The Company's financial assets comprise of Cash and bank balance, Securities for trade, Trade receivables, Loans, Investments and Other financial assets which comprise mainly of margin money with clearing member deposits and accrued revenues.

The management has established accounts receivable policy under which customer accounts are regularly monitored. The Company has a dedicated risk management team, which monitors the positions, exposures and margins on a continuous basis.

The maximum exposure to credit risk at the reporting date is primarily from Company's trade receivable and loans.

Following provides exposure to credit risk for trade receivables and loans:

Particulars	31 March, 2024	31 March, 2023
Trade and other receivables (net of impairment)	45,188	22,902
Loans (net of impairment)	4,04,706	1,49,839
Total	4,49,894	1,72,741

**Trade receivable**

The Company has followed simplified method of ECL in case of Trade receivables and the Company recognises lifetime expected losses for all trade receivables that do not constitute a financing transaction. At each reporting date, the Company assesses the impairment requirements.

Based on the industry practices and business environment in which the entity operates, management considers that the trade receivables are in default if the payment is 90 days overdue.

The Company follows below probability of default percentage for ECL provision on trade receivables

- 1) Overdue for more than 90 days but less than 180 days - Probability of default (PD) is considered as 50% of the balance is credit impaired.
- 2) Overdue for more than 180 days - PD is considered as 100% of the balance is credit impaired.
- 3) A financial asset is written off when there is no reasonable expectation of recovering the Contractual cash flows.

Following table provides information about exposure to credit risk and ECL on Trade receivables

Ageing of Trade receivable	0-90 days	91-180 days	More than 180 days	Total
31 March, 2024				
Carrying Value	45,012	353	1,242	46,607
ECL	-	(177)	(1,242)	(1,419)
<b>Net Value</b>	<b>45,012</b>	<b>176</b>	<b>-</b>	<b>45,188</b>
31 March, 2023				
Carrying Value	22,603	598	1,691	24,892
ECL	-	(299)	(1,691)	(1,990)
<b>Net Value</b>	<b>22,603</b>	<b>299</b>	<b>-</b>	<b>22,902</b>

**Loans**

Loans comprise of margin trade funding for which a staged approach is followed for determination of ECL.

The Company assesses allowance for expected credit losses for loans. The ECL allowance is assessed based on the 12 months' expected credit loss. ECL is calculated on collective basis for loans. The Company has not experienced any loss on its loan portfolio historically. Accordingly the Company has applied 0.50% of ECL on the entire loan portfolio.





Following table provides information about exposure to credit risk and ECL on Loan

Ageing of Loans	0-90 days	90-180 days	More than 180 days	Total
31-Mar-2024				
Carrying Value	3,76,038	24,931	5,770	4,06,739
ECL	(1,879)	(125)	(29)	(2,033)
<b>Net Value</b>	<b>3,74,159</b>	<b>24,806</b>	<b>5,741</b>	<b>4,04,706</b>
31-Mar-2023				
Carrying Value	1,10,157	33,302	7,132	1,50,591
ECL	(549)	(167)	(36)	(752)
<b>Net Value</b>	<b>1,09,608</b>	<b>33,135</b>	<b>7,096</b>	<b>1,49,839</b>

Movements in the allowances for impairment in respect of trade receivables and loans is as follows:

Particulars	Carrying amount	Carrying amount
	31-Mar-2024	31-Mar-2023
Opening Balance	2,742	2,979
ECL Provision recognised / (reversed)	710	(237)
Closing Balance	<b>3,452</b>	<b>2,742</b>

#### Collateral held

The Company holds collateral and other credit enhancements against certain of its credit exposures. The following tables sets out the principal types of collateral held against different types of financial assets.

Instruments Types	Percentage of exposure that is subject to collateral requirements		Principal type of collateral held
	As at March 31-2024	As at March 31-2023	
Trade receivables and Loans	94%	90%	Equity Shares

#### b) Liquidity risk

Liquidity represents the ability of the Company to generate sufficient cash flow to meet its financial obligations on time, both in normal and in stressed conditions, without having to liquidate assets or raise funds at unfavorable terms thus compromising its earnings and capital.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and to close out market positions.

The Company aims to maintain the level of its cash and cash equivalents and other highly marketable investments in the form of bank deposits at an amount in excess of expected cash outflow on financial liabilities.

Funds required for short period is taken care by borrowings through issuing Commercial paper and utilising overdraft facility from Sanctioned credit lines from Axis Bank and Other Financial institution.





The following are the remaining contractual maturities of financial asset & liabilities as on 31 March, 2024

Particulars	Less than 6 months	6 to 12 months	1 to 5 years	More than 5 years	Total carrying amount
<b>Financial assets</b>					
Cash and cash equivalents	21,923	-	-	-	21,923
Other balance with Bank	73,368	61,926	6,194	-	1,41,488
Securities for trade	-	-	-	-	-
Trade Receivables	45,188	-	-	-	45,188
Loans	3,98,965	5,741	-	-	4,04,706
Investments	-	-	-	24,321	24,321
Other financial assets	76,499	-	830	-	77,329
<b>Total</b>	<b>6,15,943</b>	<b>67,667</b>	<b>7,024</b>	<b>24,321</b>	<b>7,14,955</b>
<b>Financial liabilities</b>					
Payables	79,309	-	-	-	79,309
Debt Securities	3,72,947	55,800	-	-	4,28,747
Borrowing (other than debt securities)	6	-	-	-	6
Lease Liabilities	373	326	4,779	252	5,730
Other financial liabilities	67,875	54	362	-	68,291
<b>Total</b>	<b>5,20,510</b>	<b>56,180</b>	<b>5,141</b>	<b>252</b>	<b>5,82,083</b>
<b>Net excess / (shortfall)</b>	<b>95,433</b>	<b>11,487</b>	<b>1,883</b>	<b>24,069</b>	<b>1,32,872</b>

The following are the remaining contractual maturities of financial asset & liabilities as on 31 March, 2023

Particulars	Less than 6 months	6 to 12 months	1 to 5 years	More than 5 years	Total carrying amount
<b>Financial assets</b>					
Cash and cash equivalents	17,070	-	-	-	17,070
Other balance with Bank	70,378	16,272	4,304	-	90,954
Securities for trade	3,310	-	-	-	3,310
Trade Receivables	22,902	-	-	-	22,902
Loans	1,42,742	6,901	196	-	1,49,839
Investments	-	-	-	20,942	20,942
Other financial assets	726	-	988	-	1,714
<b>Total</b>	<b>2,57,128</b>	<b>23,173</b>	<b>5,488</b>	<b>20,942</b>	<b>3,06,731</b>
<b>Financial liabilities</b>					
Payables	37,588	-	257	-	37,845
Debt Securities	1,28,280	-	-	-	1,28,280
Borrowing (other than debt securities)	12,503	-	-	-	12,503
Lease Liabilities	245	377	3,239	1,591	5,452
Other financial liabilities	24,686	32	263	-	24,981
<b>Total</b>	<b>2,03,302</b>	<b>409</b>	<b>3,759</b>	<b>1,591</b>	<b>2,09,061</b>
<b>Net excess / (shortfall)</b>	<b>53,826</b>	<b>22,764</b>	<b>1,729</b>	<b>19,351</b>	<b>97,670</b>



**c) Market risk**

Market risk is the risk that the fair value or future Cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

**i) Foreign currency risk**

The Company does not have any foreign currency exposure as at each reporting date. Accordingly, foreign currency risk disclosure is not applicable.

**ii) Interest rate risk**

The Company is exposed to Interest risk if the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates.

The Company's interest rate risk arises from interest bearing deposits with bank and loans given to customers. Such instruments exposes the Company to fair value interest rate risk. Management believes that the interest rate risk attached to this financial assets are not significant due to the nature of this financial assets. All the borrowings of the company are fixed interest rate bearing instrument and hence there is no impact of movement in interest rate.

**iii) Market price risk**

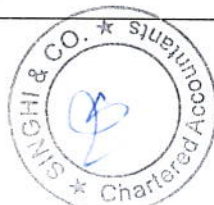
The Company is exposed to market price risk, which arises from FVTPL investment in debt securities. The management monitors the proportion of debt securities investments in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the appropriate authority.



**33 MATURITY ANALYSIS**

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

<b>ASSETS</b>	<b>As at 31 March, 2024</b>	<b>Within 12 month</b>	<b>After 12 month</b>
<b>Financial assets</b>			
Cash and cash equivalents	21,923	21,923	-
Bank balance other than Cash and cash equivalents	1,41,488	1,35,294	6,194
Securities for trade	-	-	-
<b>Receivables</b>			
Trade receivables	45,188	45,188	-
Loans	4,04,706	4,04,706	-
Investments	24,321	-	24,321
Other financial assets	77,329	76,499	830
<b>Total Financial assets</b>	<b>7,14,955</b>	<b>6,83,610</b>	<b>31,345</b>
<b>Non - Financial assets</b>			
Current tax assets (net)	1,147	-	1,147
Property, plant and equipment	4,657	-	4,657
Right-of-use-asset	4,911	-	4,911
Capital work-in-progress	70	-	70
Intangible assets under development	217	-	217
Other intangible assets	1,512	-	1,512
Other non-financial assets	2,283	736	1,547
<b>Total Non- Financials assets</b>	<b>14,797</b>	<b>736</b>	<b>14,061</b>
<b>Total Assets</b>	<b>7,29,752</b>	<b>6,84,346</b>	<b>45,406</b>
<b>LIABILITIES</b>			
<b>Financial liabilities</b>			
<b>Payables</b>			
Trade payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	74,009	74,009	-
Other payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	5,300	5,300	-
Debt Securities	4,28,747	4,28,747	-
Borrowing (other than debt securities)	6	6	-
Lease Liabilities	5,730	699	5,031
Other financial liabilities	68,291	67,929	362
<b>Total Financials liabilities</b>	<b>5,82,083</b>	<b>5,76,690</b>	<b>5,393</b>
<b>Non - Financial liabilities</b>			
Current tax liabilities (net)	96	-	96
Provisions	6,174	5,262	912
Deferred tax liabilities	2,735	-	2,735
Other non- financial liabilities	3,697	1,991	1,706
<b>Total Non-Financials liabilities</b>	<b>12,702</b>	<b>7,253</b>	<b>5,449</b>
<b>Total Liabilities</b>	<b>5,94,785</b>	<b>5,83,943</b>	<b>10,842</b>
<b>Net</b>	<b>1,34,967</b>	<b>1,00,403</b>	<b>34,564</b>





ASSETS	As at 31 March, 2023	Within 12 month	After 12 month
<b>Financial assets</b>			
Cash and cash equivalents	17,070	17,070	-
Bank balance other than Cash and cash equivalents	90,954	86,650	4,304
Securities for trade	3,310	3,310	-
<b>Receivables</b>			
Trade receivables	22,902	22,902	-
Loans	1,49,839	1,49,643	196
Investments	20,942	-	20,942
Other financial assets	1,714	726	988
<b>Total Financial assets</b>	<b>3,06,731</b>	<b>2,80,301</b>	<b>26,430</b>
<b>Non - Financial assets</b>			
Current tax assets (net)	1,186	-	1,186
Property, plant and equipment	4,038	-	4,038
Right-of-use-asset	4,907	-	4,907
Capital work-in-progress	-	-	-
Intangible assets under development	59	-	59
Other intangible assets	1,586	-	1,586
Other non-financial assets	1,383	413	970
<b>Total Non- Financials assets</b>	<b>13,159</b>	<b>413</b>	<b>12,746</b>
<b>Total Assets</b>	<b>3,19,890</b>	<b>2,80,714</b>	<b>39,176</b>
<b>LIABILITIES</b>			
<b>Financial liabilities</b>			
<b>Payables</b>			
Trade payables			
(i) total outstanding dues of micro enterprises and small enterprises	-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	35,045	34,788	257
Other payables			
(i) total outstanding dues of micro enterprises and small enterprises			
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	2,800	2,800	-
Debt Securities	1,28,280	1,28,280	-
Borrowing (other than debt securities)	12,503	12,503	-
Lease Liabilities	5,452	622	4,830
Other financial liabilities	24,981	24,718	263
<b>Total Financials liabilities</b>	<b>2,09,061</b>	<b>2,03,711</b>	<b>5,350</b>
<b>Non - Financial liabilities</b>			
Current tax liabilities (net)	56	-	56
Provisions	3,471	2,995	476
Deferred tax liabilities	2,493	-	2,493
Other non- financial liabilities	2,333	1,193	1,140
<b>Total Non-Financials liabilities</b>	<b>8,353</b>	<b>4,188</b>	<b>4,165</b>
<b>Total Liabilities</b>	<b>2,17,414</b>	<b>2,07,899</b>	<b>9,515</b>
<b>Net</b>	<b>1,02,476</b>	<b>72,815</b>	<b>29,661</b>

\* Non cash items has been considered under after 12 months period



**34 EARNING PER SHARE**

The computation of basic and diluted earnings per share is given below:

Particulars	For the Year ended 31 March	
	2024	2023
a) Net profit after tax	30,120	20,091
b) Weighted average nos. of equity shares outstanding for basic & diluted EPS (nos. in lakhs)	1,445	1,445
c) Nominal value of equity shares (Rs.)	10.00	10.00
d) Basic and diluted earnings per share (EPS) (Rs.)	20.84	13.90

**35 INCOME TAXES**

(a) The major components of income tax expense for the year are as under :

Particulars	For the Year ended 31 March	
	2024	2023
<b>I. Profit or Loss section</b>		
(i) Current income tax:		
Current income tax expense	11,027	7,242
Tax expense in respect of earlier years	-	(25)
(ii) Deferred tax:		
Tax expense on origination and reversal of temporary differences	(555)	(89)
<b>Income tax expense reported in Statement of Profit or Loss (i + ii)</b>	<b>10,472</b>	<b>7,128</b>
<b>II. Other Comprehensive Income (OCI) section:</b>		
(i) Income tax relating to items that will not be reclassified to profit or loss		
Tax on re-measurement of defined benefit plans and Fair value gain on equity shares	797	(822)
(ii) Income tax relating to items that will be reclassified to profit or loss	-	-
<b>Income tax expense reported in the OCI section</b>	<b>797</b>	<b>(822)</b>



**(b) Reconciliation of tax expense and the accounting profit for the year is as under:**

A reconciliation of income tax provision to the amount computed by applying statutory income tax rate to the income before taxes is summarised below.

Particulars	For the Year ended 31 March	
	2024	2023
(a) Profit before tax	40,592	27,219
(b) Enacted tax rate in India	25.17%	25.17%
(c) Income tax expenses calculated (c) = (a) * (b)	10,216	6,850
(d) Reconciliation items		
(i) Tax expense in respect of earlier years	-	(25)
(ii) Tax on expenses not tax deductible	310	303
(iii) Impact of change in tax rate	-	-
(iii) Other items	(54)	-
<b>Total effect of tax adjustments [(i) to (iii)]</b>	<b>256</b>	<b>278</b>
(e) Tax expense recognised during the year (e)=(c)+(d)	10,472	7,128
(f) Effective tax rate (f)=(e)/(a)	25.80%	26.19%

**(c) The movement of deferred taxes assets and liabilities for the year is as under:**

Particulars	As at 31 March, 2023	Recognised in profit or loss	Recognised in OCI	As at 31 March, 2024
<b>Deferred tax asset/ (liabilities)</b>				
i) Property, plant and equipment and intangible assets	243	63	-	306
ii) Provision for expected credit losses	778	228	-	1,006
iii) Provision for post-retirement benefit	25	-	54	79
iv) Provision for Social security code on Gratuity	-	188	-	188
v) Leases Transaction	210	76	-	286
vi) Fair value on strategic equity securities	(3,749)	-	(851)	(4,600)
<b>Total</b>	<b>(2,493)</b>	<b>555</b>	<b>(797)</b>	<b>(2,735)</b>

**Movement in Deferred Taxes assets and liabilities as at 31 March, 2023**

Particulars	As at 31 March, 2022	Recognised in profit or loss	Recognised in OCI	As at 31 March, 2023
<b>Deferred tax asset/ (liabilities)</b>				
i) Property, plant and equipment and intangible assets	162	81	-	243
ii) Provision for expected credit losses	832	(54)	-	778
iii) Provision for post-retirement benefit	29	-	(4)	25
iv) Leases Transaction	148	62	-	210
v) Fair value on strategic equity securities	(4,575)	-	826	(3,749)
<b>Total</b>	<b>(3,404)</b>	<b>89</b>	<b>822</b>	<b>(2,493)</b>





**36 CONTINGENT LIABILITY :**

Contingent Liabilities shall be classified as (to the extent not provided for):

Particulars	Note	31-Mar- 2024	31-Mar-2023
a) Claims against the Company not acknowledge as debt	1	-	-
b) Disputed direct and indirect tax matters under appeal	2	291	527
c) Bank Guarantee	3	1,22,400	55,470
		<b>1,22,691</b>	<b>55,997</b>

**Note 1:**

The claims which are in dispute with the clients and where settlements are still pending and not provided in the books of accounts has been contingent for the Company.

**Note 2:**

The statutory dues which are in dispute and where settlements are still pending and not provided in the books of accounts has been contingent for the Company. The Company is contesting the demands and the management believes that its position will likely be upheld in the appellate process. No provision has been accrued in the financial statements for the demand raised. The management believes that the ultimate outcome of this proceeding will not have a material adverse effect on the Company's financial position and results of operations.

**Note 3:**

Bank Guarantee are being taken from banks and kept with exchanges as a margin to meet the margin obligation.

**37 CAPITAL COMMITMENTS**

As at 31 March, 2024 the Company has contracts remaining to be executed on capital account and not provided for. The estimated amount of contracts (net of advances) towards property, plant and equipment and intangible assets is Rs 1,494 lakhs (previous year - Rs 295 lakhs).

**38 FOREIGN CURRENCY TRANSACTION**

Expenditure in foreign currency (accrual basis)

Particulars	31-Mar- 2024	31-Mar-2023
Subscription charges	23	24
Training Expenses	8	-
	<b>31</b>	<b>24</b>

(There is no unhedged foreign currency exposure outstanding as on 31st March 2024 and 31st March 2023)

**39 MAINTENANCE OF ELECTRONIC BOOKS OF ACCOUNTS**

The Company has complied with the Rule 3 of Companies (Accounts) Rules, 2014 amended on August 5, 2022 relating to maintenance of electronic books of account and other relevant books and papers. The Company's books of accounts and relevant books and papers are accessible in India at all times and backup of accounts and other relevant books and papers are maintained in electronic mode within India and kept in servers physically located in India on daily basis.





## b) Amount recognized in the balance sheet consists of:

Present value of defined benefit obligation	
Fair value of plan assets	
<b>Net liability</b>	

As at 31 March,	
31 March, 2024	31 March, 2023
909	622
544	496
<b>365</b>	<b>126</b>

## c) The amounts recognised in the Statement of Profit and Loss are as follows:

Service Cost:-	
Current service cost	
<b>Total Service cost</b>	(i)
Net interest cost:-	
Interest expense on DBO	
Interest (income) on plan assets	
<b>Total Interest cost</b>	(ii)
Remeasurements of Other Long term benefits	(iii)
Defined benefit cost included in Statement of Profit & Loss	(iv) = (i+ii+iii)

For the year ended 31 March,	
31 March, 2024	31 March, 2023
151	135
<b>151</b>	<b>135</b>
40	25
(37)	(22)
<b>3</b>	<b>3</b>
<b>154</b>	<b>138</b>

## Statement of Other Comprehensive Income

## Opening amount recognized in OCI outside profit and loss as (i)

Remeasurements recognised in other comprehensive income (OCI)	
Due to changes in financial assumptions	(ii)
Changes in demographic assumption	(iii)
Due to changes in experience adjustments	(iv)
Return on plan assets (excl. interest income)	(v)
Total remeasurement in other comprehensive income (OCI)	(v) = (ii+iii+iv+v)
Closing amount recognized in OCI outside profit and loss account (vi) = (i + v)	

For the year ended 31 March,	
31 March, 2024	31 March, 2023
102	114
22	(51)
3	1
182	45
4	(7)
<b>211</b>	<b>(12)</b>
<b>313</b>	<b>102</b>

## d) Assumptions used for Gratuity

Particulars	As at 31 March,	
	31 March, 2024	31 March, 2023
Discount rate	7.15% p.a.	7.25% p.a.
Salary increase rate	8.50% p.a.	8.00% p.a.
Estimated rate of return on plan assets	7.00% p.a.	7.00% p.a.

## e) The major categories of plan assets as a percentage of total plan assets are as follows:

Particulars	As at 31 March,	
	31 March, 2024	31 March, 2023
Insurer managed funds	544	496





f) **Sensitivity Analysis**

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the change in defined benefit obligation and impact in percentage terms compared with the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 50 basis points.

	For the year ended 31 March,			
	31 March, 2024	31 March, 2024	31 March, 2023	31 March, 2023
	% Rate	Amount	% Rate	Amount
Increase by 50 basis points				
i) Impact of change in discount rate	(2.16%)	889	(2.01%)	610
ii) Impact of change in salary growth rate	2.07%	927	2.00%	635
Decrease by 50 basis points				
i) Impact of change in discount rate	2.25%	929	2.09%	635
ii) Impact of change in salary growth rate	(2.02%)	890	(1.94%)	610

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

g) **Projected plan cash flow**

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date:

Maturity Profiler	Rs in Lakhs
Expected benefits for year 1	171.78
Expected benefits for year 2	175.09
Expected benefits for year 3	158.11
Expected benefits for year 4	137.82
Expected benefits for year 5	114.74
Expected benefits for year 6	93.62
Expected benefits for year 7	77.59
Expected benefits for year 8	65.90
Expected benefits for year 9	53.15
Expected benefits for year 10 and above	260.99

The weighted average duration to the payment of these cash flows is 4.41 years.

h) **Experience Adjustments**

Particulars	Period Ended				
	31-Mar-20	31-Mar-21	31-Mar-22	31-Mar-23	31-Mar-24
Defined Benefit Obligation	347	414	530	622	909
Plan Assets	119	216	380	496	544
Surplus/(Deficit)	(228)	(198)	(150)	(126)	(365)

- C. The Code on Social Security, 2021 ('Code') relating to employee benefits during employment and post-employment benefits received Presidential assent in September 2021. The Code has been published in the Gazette of India. However, the date on which the Code will come into effect has not been notified and the final rules/interpretation have not yet been issued. The Company has assessed the impact of the Code and recorded estimated impact of the same in the financial statements for the year ended 31 March, 2024



41 RELATED PARTY TRANSACTION

Holding Company Axis Bank Limited

Key Management Personnel Mr. Pranav Haridasan (Director and CEO w.e.f. 15.04.2023)  
Mr. Babu Rao Busi (Independent Director)  
Ms. Bhumika Batra (Independent Director)  
Mr. Rajiv Anand (Director upto 16.01.2024)  
Mr. Ravi Narayanan (Director upto 22.03.2024)  
Mr. Jagdish Deepak Saksena (Independent Director)  
Mr. Subrat Mohanty (Director w.e.f.05.03.2024)  
Mr. Puneet Sharma (Director w.e.f. 05.03.2024)  
Mr. Kumar Raghu (Director w.e.f. 20.03.2024)  
Mr. Hemantkumar Patel (Chief Financial Officer)  
Mrs. Komal Manoj Nagdev (Company Secretary)

Other related parties where transactions have occurred during the year  
Relatives of Key Management Personnel : Mrs Hina Hemantkumar patel (Spouse of Hemantkumar Patel)

Fellow Subsidiaries Axis Capital Limited  
Axis Trustee Services Limited  
Axis Mutual Fund Trustee Limited  
Axis Asset Management Company Limited  
Axis Finance Limited  
A.TREDS Ltd  
FreeCharge Payment Technologies PVT LTD.  
Axis Bank UK Ltd.  
Axis Capital USA LLC  
Axis Pension Fund Mangement Limited

Fellow Associates Max Life Insurance Company Limited Insurance Company Limited

(₹ in Lakhs)

Transaction/Nature of Relationship	Holding Company	Key Management Personnel	Fellow Subsidiary	Fellow Associates	Grand Total
<b>INCOME:-</b>					
Brokerage income	2 (4)	- -	- -	- -	2 (4)
Brokerage income*-KMP	- -	- (2)	- -	- -	- (2)
Brokerage income*-Relatives of KMP	- -	- -	- -	- -	- -
Brokerage income-Axis Capital Limited	- -	- -	80 (183)	- -	80 (183)
Brokerage income-Axis Finance Limited	- -	- -	13 (2)	- -	13 (2)
Brokerage income-Axis Trustee Services Limited	- -	- -	7 (2)	- -	7 (2)
Commission income-Max Life Insurance Company Limited	- -	- -	- -	118 (147)	118 (147)
Interest on Fixed Deposits	866 (167)	- -	- -	- -	866 (167)



Transaction/Nature of Relationship	Holding Company	Key Management Personnel	Fellow Subsidiary	Fellow Associates	Grand Total
Other income *-Axis Asset Management Company	-	-	-	-	-
	-	-	-	-	-
Other income *-Axis Finance Limited	-	-	1	-	1
	-	-	-	-	-
<b>EXPENDITURE:-</b>					
Reimbursement of expenses to	3,326	-	-	-	3,326
	(2,305)	-	-	-	(2,305)
Reimbursement of expenses *-Freecharge Payment Technologies Private Limited	-	-	1	-	1
	-	-	(2)	-	(2)
Bank charges & other charges paid*	-	-	-	-	-
	4	-	-	-	4
Interest on Bank Working capital demand loans / Overdraft balance	847	-	-	-	847
	(101)	-	-	-	(101)
Salary to	-	556	-	-	556
	-	(823)	-	-	(823)
Directors Sitting Fees	-	45	-	-	45
	-	(49)	-	-	(49)
<b>OTHER TRANSACTIONS:-</b>					
Purchase of Securities	22,588	-	-	-	22,588
	(39,228)	-	-	-	(39,228)
Gratuity Received	1	-	-	-	1
	-	-	-	-	-
Gratuity Paid-Axis Capital Limited	-	-	6	-	6
	-	-	-	-	-
Gratuity Received-Axis Capital Limited	-	-	14	-	14
	-	-	-	-	-
Gratuity Paid *-Freecharge Payment Technologies Private Limited	-	-	-	-	-
	-	-	-	-	-
Advance Repaid / (Taken)	(3)	-	-	-	(3)
	3	-	-	-	3
Purchase of Fixed Asset	13	-	-	-	13
	-	-	-	-	-
<b>RECEIVABLES:-</b>					
Current account	21,611	-	-	-	21,611
	(16,701)	-	-	-	(16,701)
Fixed deposit balance	22,220	-	-	-	22,220
	(5,008)	-	-	-	(5,008)





Transaction/Nature of Relationship	Holding Company	Key Management Personnel	Fellow Subsidiary	Fellow Associates	Grand Total
Trade receivable *- Axis Finance Limited	-	-	1	-	1
	-	-	-	-	-
Trade receivable *- Axis Asset Management Co Ltd	-	-	-	-	-
	-	-	-	-	-
Trade receivable - Max Life Insurance Company Limited	-	-	-	1	1
	-	-	-	(4)	(4)
Investments	-	-	-	6,046	6,046
	-	-	-	-	-
<b>PAYABLES:-</b>					-
Overdraft Bank Balance	6	-	-	-	6
	(3)	-	-	-	(3)
Royalty Charges Payable	52	-	-	-	52
	(24)	-	-	-	(24)
Trade payables	23	-	-	-	23
	-	-	-	-	-
Trade payables*- Freecharge Payment Technologies Private Limited	-	-	-	-	-
	-	-	-	-	-
Other payables	710	-	-	-	710
	(155)	-	-	-	(155)

**Notes**

- 1) As the liabilities for gratuity are provided on an actuarial basis for the Company as a whole, the amount pertaining to the directors are not included above.
- 2) Figures in bracket represents corresponding amount of previous year.
- 3) \* Amount is less than 50,000



## 42 LEASES

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

### Company as Lessee

The Company's lease asset classes primarily consist of leases for premises. The Company assesses whether a contract contains a lease, at inception of a contract. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases (underlying asset of less than Rs 1,50,000). For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company has recognised Rs.NIL (PY: Rs. 4.50 Lakhs ) towards short-term lease and Rs NIL (PY: Rs. NIL) towards low value assets during the year ended March 31, 2024.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any prepaid lease plus any initial direct costs. They are subsequently measured at cost less accumulated depreciation.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the incremental borrowing rate of the Company. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment on whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments of Rs 1,090 lakhs (PY Rs. 1,249 lakhs) have been classified as financing cash flows.

The following is the summary of practical expedients elected on initial application:

- 1) Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.
- 2) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
- 3) Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17. Therefore, contracts that were not identified as lease under Ind AS 17 were not re-assessed.
- 4) Used a single discount rate to a portfolio of leases with reasonably similar characteristics (such as leases with a similar remaining lease term for a similar class of underlying asset in a similar economic environment).
- 5) Used hindsight when determining the lease term if the contract contains options to extend or terminate the lease.



The details of Right to use Asset of the Company are as follows:

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Balance at the beginning of the year	4,907	5,376
Addition during the year	945	1,661
Deduction during the year	(2)	(1,183)
Depreciation	(939)	(947)
Balance at the end of the year	4,911	4,907

Following is the movement in lease liabilities for the period:

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Balance at the beginning of the year	5,452	5,724
Addition during the year	903	1,583
Deduction during the year	(4)	(1,347)
Interest Expenses	461	530
Lease payments	(1,082)	(1,038)
Balance at the end of the year	5,730	5,452

Following is maturity analysis of contractual undiscounted cash flows

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Not later than 1 month	(65)	(35)
Later than 1 month not later than 3 months	(146)	(71)
Later than 3 month not later than 1 year	(488)	(516)
Later than 1 year	(5,031)	(4,830)
	(5,730)	(5,452)

#### 43 CORPORATE SOCIAL RESPONSIBILITY (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. Axis Securities supports a Sustainable Livelihoods Program executed through Axis Bank Foundation. The Sustainable Livelihoods Program is implemented across the country. It's designed to focus on creating stable livelihoods for rural communities. It creates opportunities for small, marginal farmers and the landless to enhance their incomes from agriculture and agriculture-allied work, natural resource management, livestock, and via linkages for finance and to markets and skill development for rural and semi-urban youth. The program's vision is to create resilient communities, with self-sustaining ecosystems that are managed by the very people they benefit. Every initiative is designed and implemented according to the varied requirements and aspirations of each community. This is achieved by working with several entities, ranging from NGO partners, government departments and community institutions.

Particulars	For the year ended 31 March,	
	31 March, 2024	31 March, 2023
a) Gross amount required to be spent during the year	530	384
b) Amount spent during the period on		
(i) Construction/acquisition of any asset	-	-
(ii) On purposes other than (i) above - in cash	530	384
c) shortfall at the end of the year	-	-
d) total of the previous year shortfall	-	-
e) Out of the above, contribution made to related party	-	-





**44 SEGMENT REPORTING**

The Company's operations predominantly related to equity, currency and commodity broking and its related activities business and is the only operating segment of the Company. The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Hence no separate segment information has been furnished herewith. The Company operates in one geographic segment namely " Within India" and hence no separate information for geographic segment wise disclosure is required. No single customer accounts for the revenue, which is equal or more than ten percent of the total revenue of the entity, hence no such segment could be identified.

**45 REVENUE FROM CONTRACT WITH CUSTOMER**

The Company derives revenue primarily from the share broking business. Its other major revenue sources are the distribution income and Depository income.

In accordance with Ind AS 115, Revenue from Contracts with Customers, the revenue is accounted in the following manner for each head: -

**Disaggregate revenue information**

The table below presents disaggregate revenues from contracts with customers for the year ended 31 March, 2024 by type of revenue segregated into its operating segments. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

**Nature of services**

Broking Income : Brokerage income on securities is recognized as per contracted rates at the execution of transactions on behalf of the customers on the trade date.

Distribution Income : Fees earned for the provision of services are recognised over time as the customer simultaneously receives and consumes the benefits, as the services are rendered. These include brokerage fees which is fixed at inception irrespective of number of transaction executed. The revenue for such contracts is recognised on consumption of benefits and the balance unutilized plan value is recognised on maturity/ validity of plan.

Selling commissions/ brokerage generated from primary market operations i.e. procuring subscriptions from investors for public offerings of companies, mutual funds etc. are recorded on determination of the amount due to the company, once the allotment of securities are completed.

Portfolio management fees are recognised when corpus is offered for investment by the customer. Subsequently fees are charged at contracted rates periodically. Further, fees are charged on withdrawal of invested funds before a specified period.

Interest income is recognised using the effective interest rate method. Interest is earned on Margin trading funding facility provided to the customers and is recognised on a time proportion basis taking into account the amount outstanding from customers and the rates applicable.

Depository fees are recognized based on completion of the transactions.

Sources of Revenue from Contract with Customers

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Broking	56,277	35,075
Distribution Fees	4,797	2,892
Interest on Loan	35,997	21,553
Interest Income	7,014	3,677
Depository Income	9,045	7,888
	<b>1,13,130</b>	<b>71,085</b>



**46 CAPITAL MANAGEMENT**

The Company's objective for capital management is to maximise shareholder value, safeguard business continuity and support the growth of the Company. The Company determines the capital requirement based on annual operating plans and long-term and other strategic investment plans. The funding requirements are met through equity, operating cash flows generated and short term debt. The Company is not subject to any externally imposed capital requirements.

**47 EVENTS AFTER REPORTING DATE**

There are no material events after the reporting date that require disclosure in these financial statements.

**48 MICRO SMALL AND MEDIUM ENTERPRISES**

There are no micro, small and medium enterprises, to which Company owes dues, as at March 31, 2024. This information is required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) that has been determined to the extent such parties have been identified on the basis of information available with the Company. The Company also has not received any claims against interest outstanding amount due to any vendor registered under Micro, Small and Medium Enterprises Development Act, 2006. This has been relied upon by the auditors.

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
The amounts remaining unpaid to any supplier at the end of the year:		
1. Principal amount	-	-
2. Interest amount	-	-
The amounts of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006	-	-
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	-	-
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	-	-
The amount of interest accrued and remaining unpaid at the end of each accounting year	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	-	-

**49 CHANGE IN LIABILITIES ARISING FROM FINANCING ACTIVITIES**

Particulars	April 1, 2023	Cash Flow	Change in fair values	Others*	31 March, 2024
Debt Securities	1,28,280	2,80,705	-	19,762	4,28,747
Particulars	April 1, 2022	Cash Flow	Change in fair values	Others*	31 March, 2023
Debt Securities	98,249	22,819	-	7,212	1,28,280

\*Includes the effect of accrued but not paid interest on borrowing, amortisation of processing fees etc.





50 INFORMATION AS REQUIRED PURSUANT TO REGULATION 52(4) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURES REQUIREMENTS) REGULATIONS, 2015:

a. Key Financial information

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Debt Equity Ratio <sup>1</sup>	3.24	1.39
Debt Service Coverage Ratio <sup>2</sup>	0.14	0.24
Interest Service Coverage Ratio <sup>3</sup>	2.87	4.24
Outstanding redeemable preference shares (quantity and value)	NA	NA
Capital redemption reserve/ Debenture redemption reserve	NA	NA
Net Worth <sup>4</sup> (Rs in Lakhs)	1,34,967	1,02,476
Net Profit after tax (Rs in Lakhs)	30,120	20,091
Earnings Per shares (Basic and Diluted) (in Rs.) (Face Value Rs. 10 per share)	20.84	13.90
Current ratio	1.17	1.35
Long term debt to working capital ratio <sup>5</sup>	Nil	Nil
Bad debts to account receivable ratio	0.56%	4.83%
Current liability ratio	0.98	0.96
Total debt to total assets ratio	0.60	0.45
Trade receivable turnover ratio <sup>6</sup>	1.55	2.00
Inventory turnover ratio	NA	NA
Operating margin <sup>7</sup> (%)	35.73%	37.88%
Net profit margin <sup>8</sup> (%)	26.51%	27.96%

<sup>1</sup> Debt Equity Ratio = Debt (Borrowings + Accrued Interest) / Equity (Equity share capital + Other Equity)

<sup>2</sup> Debt Service Coverage Ratio = Profit before interest and tax / (Interest expenses (excludes interest costs on leases as per Ind AS 116 on leases) + Principal Repayments)

<sup>3</sup> Interest Service Coverage Ratio = Profit before interest and tax / Interest expenses (excludes interest costs on leases as per Ind AS 116 on leases)

<sup>4</sup> Net Worth = Equity share capital + Other Equity

<sup>5</sup> Company do not have any long term debt and hence the ratio is Nil

<sup>6</sup> Debtors turnover ratio = Brokerage, Fees and Depository Income / Trade receivable

<sup>7</sup> Operating margin = Profit before tax / Total revenue from operation

<sup>8</sup> Net profit margin = Profit after tax / Total revenue from operation

51 SHARE BASED PAYMENTS

**Employee Stock Options granted by holding company**

During the year, the Axis Bank has issued in 1,94,125 (Previous year: 3,29,000) stock options directly to the employees of the Company. During the year ended March 31, 2022, the Holding Company has decided to recover the cost of options granted as on March 31, 2021 and there after from the Company. Accordingly, the Company has repaid an expense of Rs. 621 Lakhs (previous year (Rs. 541 Lakhs) for current financial year to Axis Bank. The options granted in earlier years are recognised in employee cost Rs. Nil Lakhs (Previous year Rs. 29 Lakhs) and correspondence deemed equity investment is created in the reserves and surplus.

The expense recognised for employee services (company's employee) received during the year is shown in the following table

Particulars	For the year ended	
	31 March, 2024	31 March, 2023
Expense arising from equity-settled share-based payment transactions	-	29
Expense arising from equity-settled share-based payment transactions where payment done to Axis Bank	621	541
	<b>621</b>	<b>570</b>





## 52 TRADE RECEIVABLES AGEING

As at 31 Mar 2024

	Particulars	Outstanding from the due date of payment / date of transactions					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed Trade receivables – considered good	45,365	473	623	66	3	46,530
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii)	Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv)	Disputed Trade Receivables–considered good	-	-	25	1	51	77
(v)	Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi)	Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
(vii)	Unbilled Trade receivables - consider good	-	-	-	-	-	-
(viii)	Less: Impairment Loss Allowances	(177)	(473)	(648)	(67)	(54)	(1,419)
		<b>45,188</b>	-	-	-	-	<b>45,188</b>

As at 31 Mar 2023

	Particulars	Outstanding from the due date of payment / date of transactions					Total
		Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	
(i)	Undisputed Trade receivables – considered good	23,201	1,270	334	10	-	24,815
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii)	Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv)	Disputed Trade Receivables–considered good	-	-	18	15	44	77
(v)	Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(vi)	Disputed Trade Receivables – credit impaired	-	-	-	-	-	-
(vii)	Unbilled Trade receivables - consider good	-	-	-	-	-	-
(viii)	Less: Impairment Loss Allowances	(299)	(1,270)	(352)	(25)	(44)	(1,990)
		<b>22,902</b>	-	-	-	-	<b>22,902</b>



(Currency : Indian Rupees in Lakhs)

53 PAYABLE AGEING

As at 31 Mar 2024		Outstanding from the due date of payment / date of transactions				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	-	-	-	-	-
(ii)	Others	74,899	4,410	-	-	79,309
(iii)	Disputed Dues - MSME	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-
(v)	Unbilled Dues - Others	74,899	4,410	-	-	79,309

As at 31 Mar 2023		Outstanding from the due date of payment / date of transactions				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	MSME	-	-	-	-	-
(ii)	Others	37,685	160	-	-	37,845
(iii)	Disputed Dues - MSME	-	-	-	-	-
(iv)	Disputed Dues - Others	-	-	-	-	-
(v)	Unbilled Dues - Others	37,685	160	-	-	37,845

54 CAPITAL WORK IN PROGRESS

a) Capital-Work-in Progress Ageing

As at 31 Mar 2024		Amount in CWIP for the period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Projects in Progress	70	-	-	-	70
(ii)	Projects temporarily Suspended	-	-	-	-	-
		70	-	-	-	70

As at 31 Mar 2023		Amount in CWIP for the period of				Total
		Less than 1 year	1-2 years	2-3 years	More than 3 years	
(i)	Projects in Progress	-	-	-	-	-
(ii)	Projects temporarily Suspended	-	-	-	-	-
		-	-	-	-	-



(Currency : Indian Rupees in Lakhs)

b) Capital-Work-in Progress Ageing where completion is overdue or has exceeded its cost compared to its original plan

As at 31 Mar 2024		To be completed in				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in progress	-	-	-	-	-	
(ii) Projects suspended	-	-	-	-	-	
	-	-	-	-	-	

As at 31 Mar 2023		To be completed in				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in progress	-	-	-	-	-	
(ii) Projects suspended	-	-	-	-	-	
	-	-	-	-	-	

c) Intangible Assets under development Ageing

As at 31 Mar 2024		Amount in CWIP for the period of				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in Progress	217	-	-	-	217	
(ii) Projects temporarily Suspended	-	-	-	-	-	
	217	-	-	-	217	

As at 31 Mar 2023		Amount in CWIP for the period of				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in Progress	53	6	-	-	59	
(ii) Projects temporarily Suspended	-	-	-	-	-	
	53	6	-	-	59	





d) Intangible Assets under development Ageing where completion is overdue or has exceeded its cost compared to its original plan

As at 31 Mar 2024		To be completed in				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in Progress	-	-	-	-	-	
(ii) Projects temporarily Suspended	-	-	-	-	-	
	-	-	-	-	-	

As at 31 Mar 2023		To be completed in				Total
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years		
(i) Projects in Progress	-	-	-	-	-	
(ii) Projects temporarily Suspended	-	-	-	-	-	
	-	-	-	-	-	

55 RATIOS

Particulars	31-Mar-2024	31-Mar-2023
(a) Capital to risk-weighted assets ratio (CRAR)	NA	NA
(b) Tier I CRAR	NA	NA
(c) Tier II CRAR	NA	NA
(d) Liquidity Coverage Ratio.	NA	NA

56

- a) No loans or advances in the nature of loans are granted to Promoters, Directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are repayable on demand or without specifying any terms or period of repayment.
- b) There are no loans due by directors or other officers of the Company or any of them either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member.

57 DETAILS OF BENAMI PROPERTY HELD

The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding Benami Property.

58

The quarterly returns filed by the Company for fund based facilities availed from banks on the basis of security of receivables are in agreement with the books of accounts.

59

**WILLFUL DEFAULTER**

The Company is not declared as willful defaulter by any bank or financial institution or other lender during the current and previous financial year.

60

**RELATIONSHIP WITH STRUCK OFF COMPANIES**

The Company do not have any transaction with the companies struck off.



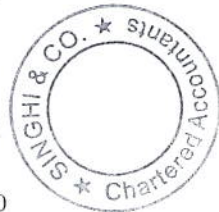
- 61 **REGISTRATION OF CHARGE OR SATISFACTION WITH REGISTRAR OF COMPANIES (ROC)**  
The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.
- 62 **COMPLIANCE WITH NUMBER OF LAYERS OF COMPANIES**  
Since the Company does not have any subsidiary, the provision of Section 2 clause 87 of the Act, read with Companies (Restriction on number of Layer) Rules 2017, is not applicable to the Company.
- 63 There are no Scheme of Arrangements placed before the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 for approval.
- 64 **UTILISATION OF BORROWED FUNDS AND SHARE PREMIUM**  
a) The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person or entity, including foreign entity ("intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invested in other person or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.  
b) The Company has not received any fund (which are material either individually or in the aggregate) from any party(s) (Funding Party(ies)) with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.
- 65 **UNDISCLOSED INCOME**  
The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
- 66 **CRYPTO CURRENCY OR VIRTUAL CURRENCY**  
The Company has not traded or invested in Crypto currency or in Virtual currency during the current and previous financial year.
- 67 **RECENT PRONOUNCEMENTS**  
Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2024, MCA has not notified any new standards or amendments to the existing standards applicable to the Company.
- 68 **PREVIOUS YEAR COMPARATIVES**  
Previous year figures have been regrouped and reclassified, wherever necessary to conform to current year's presentation.

As per our report of even date

For Singhi & Co  
Firm Registration No.: 302049E  
Chartered Accountants



Shweta Singhal  
Partner  
Membership No. :- 414420




For and on behalf of Board of Directors



Subrat Mohanty  
Chairman  
DIN No: 08679444

Pranav Haridasan  
Managing Director & CEO  
DIN No: 02733184



Hemantkumar Patel  
Chief Financial Officer



Komal Manoj Nagdev  
Company Secretary



Place : Mumbai  
Date : 15 April 2024