

July 12, 2024

<b>To,</b> <b>The Manager,</b> <b>Listing Department,</b> <b>BSE Limited,</b> <b>1<sup>st</sup> Floor, Phiroze Jeejeebhoy Tower,</b> <b>Dalal Street,</b> <b>Mumbai – 400 001.</b> <b>BSE Scrip Code: 540776</b>	<b>To,</b> <b>The Manager,</b> <b>Listing Department,</b> <b>The National Stock Exchange of India Limited,</b> <b>Exchange Plaza, C-1, Block G,</b> <b>Bandra Kurla Complex, Bandra (East),</b> <b>Mumbai – 400 051.</b> <b>NSE Symbol: 5PAISA</b>
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Dear Sir / Madam,

**Sub: Intimation of Outcome of Board Meeting.**

This is to inform you that pursuant to Regulation 30, 33, Part A of Schedule III and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI-LODR**") read with Circular (Ref No. CIR/CFD/FAC/6212016 dated July 05, 2016) issued by SEBI, the Board of Directors of 5paisa Capital Limited ("**Company**") at their meeting held today i.e. Friday, July 12, 2024 at 24<sup>th</sup> Floor, One Lodha Place, Senapati Bapat Marg, Lower Parel, Mumbai – 400013 which commenced at 02:00 P.M. and concluded at 04:25 P.M. has considered and *inter-alia* approved the following:

1. Unaudited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2024 along with the Limited Review Report, duly signed and issued by the Statutory Auditors of the Company, upon the recommendation made by the Audit Committee, as required under Regulation 33 of the SEBI LODR upon the recommendation of Audit Committee.

In this regard, we are enclosing the Unaudited Financial Results (Standalone and Consolidated) of the Company for the quarter ended June 30, 2024 along with Limited Review Report, duly signed and issued by the Statutory Auditors of the Company as required under Regulation 33 of the SEBI-LODR.

The results have been uploaded on the Stock exchange websites at <https://www.nseindia.com> and <https://www.bseindia.com> and on the website of the Company at [www.5paisa.com](http://www.5paisa.com).

2. Appointment of Mr. Ameya Agnihotri (DIN: 07680132) as an Additional Whole Time Director of the Company for a period of 5 (Five) years w.e.f July 13, 2024.
3. Appointment of Mr. Yashpal Chopra as Chief Risk Officer (CRO) of the Company w.e.f. July 13, 2024.

Disclosure of information, with respect to Point 2 and Point 3, as mentioned above, pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 will be intimated separately in due course.

You are requested to take the same on record.

Thanking you,

**For 5paisa Capital Limited**

**Namita Godbole**  
**Company Secretary & Compliance Officer**  
**ICSI Membership No.: A21056**  
**Email Id: [csteam@5paisa.com](mailto:csteam@5paisa.com)**

**Encl: As above**

**5paisa Capital Limited**

Tel : 022-2200 4465, 2206 7440  
E-mail : [mumbai@vsa.co.in](mailto:mumbai@vsa.co.in)  
Website : [www.vsa.co.in](http://www.vsa.co.in)

**V. Sankar Aiyar & Co.**  
CHARTERED ACCOUNTANTS  
2-C, Court Chambers  
35, New Marine Lines  
Mumbai – 400 020

**Independent Auditor's Review Report on Unaudited Standalone Quarterly Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**TO THE BOARD OF DIRECTORS OF  
5paisa Capital Limited**

1. We have reviewed the accompanying statement of unaudited standalone financial results of 5paisa Capital Limited ("the Company") for the quarter ended June 30, 2024.
2. This statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

Place: Mumbai  
Date: July 12, 2024



**For V. Sankar Aiyar & Co.,  
Chartered Accountants  
(FRN. 109208W)**

**Asha Patel  
Partner  
(M.No. 166048)  
UDIN: 24166048BKFDJD5245**

5paisa Capital Limited				
CIN: L67190MH2007PLC289249				
Corp. Office / Regd. Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604.				
Statement of Standalone financial results for the quarter ended Jun 30, 2024				
( ₹ in lacs)				
Particulars	Quarter ended			Year ended
	Jun 30, 2024	Mar 31, 2024	Jun 30, 2023	Mar 31, 2024
	Unaudited	Unaudited (Note 7)	Unaudited	Audited
<b>(I) Revenue from operations</b>				
a. Interest income	3,549.69	3,879.65	2,695.62	13,519.81
b. Fees and commission income	6,674.21	7,405.24	5,757.38	25,933.36
<b>(I) Total revenue from operations (a+b)</b>	<b>10,223.90</b>	<b>11,284.89</b>	<b>8,453.00</b>	<b>39,453.17</b>
(II) Other income	0.29	-	0.37	2.70
<b>(III) Total income (I+II)</b>	<b>10,224.19</b>	<b>11,284.89</b>	<b>8,453.37</b>	<b>39,455.87</b>
<b>(IV) Expenses</b>				
a. Finance cost	716.36	1,026.08	384.46	2,856.79
b. Impairment of financial instruments	-	350.58	-	350.58
c. Employee benefits expense	1,358.80	3,188.22	1,798.39	8,950.48
d. Depreciation, amortisation and impairment	329.57	271.62	224.44	947.14
e. Other expenses	5,132.41	6,038.65	4,093.37	19,484.13
<b>(IV) Total expenses (a+b+c+d)</b>	<b>7,537.14</b>	<b>10,875.15</b>	<b>6,500.66</b>	<b>32,589.12</b>
<b>(V) Profit/(loss) before exceptional items and tax (III-IV)</b>	<b>2,687.05</b>	<b>409.74</b>	<b>1,952.71</b>	<b>6,866.75</b>
(VI) Exceptional items	-	-	-	-
<b>(VII) Profit/(loss) before tax (V-VI)</b>	<b>2,687.05</b>	<b>409.74</b>	<b>1,952.71</b>	<b>6,866.75</b>
<b>(VIII) Tax expense:</b>				
a. Current tax	706.85	313.71	555.66	1,952.82
b. Deferred tax	(27.22)	(218.40)	(60.82)	(271.36)
<b>(VIII) Total tax expense (a+b)</b>	<b>679.63</b>	<b>95.31</b>	<b>494.84</b>	<b>1,681.46</b>
<b>(IX) Profit/(loss) for the period (VII-VIII)</b>	<b>2,007.42</b>	<b>314.43</b>	<b>1,457.87</b>	<b>5,185.29</b>
<b>(X) Other Comprehensive Income</b>				
(i) Items that will not be reclassified to profit or loss				
- Remeasurement of defined benefit plan	1.43	(35.61)	(0.66)	(40.78)
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.36)	9.00	0.17	10.30
<b>Total Other Comprehensive Income (i+ii)</b>	<b>1.07</b>	<b>(26.61)</b>	<b>(0.49)</b>	<b>(30.48)</b>
<b>(XI) Total Comprehensive Income for the Period (Comprising of profit/(loss) and other comprehensive income) (IX+X)</b>	<b>2,008.49</b>	<b>287.82</b>	<b>1,457.38</b>	<b>5,154.81</b>
<b>Paid up Equity Share Capital (Face Value of ₹ 10 each)</b>	<b>3,120.98</b>	<b>3,119.10</b>	<b>3,063.56</b>	<b>3,119.10</b>
<b>Other Equity</b>				<b>50,961.62</b>
<b>Earnings Per Equity Share (EPS)*</b>				
Basic (In ₹)	6.42	1.02	4.76	16.81
Diluted (In ₹)	6.36	0.96	4.70	15.88

\* Quarter ended numbers are not annualised

For 5paisa Capital Limited

Place : Mumbai  
Dated : July 12, 2024

Narayan Gangadhar  
Managing Director & CEO  
DIN: 09298665

**Notes to results:**

1. The above unaudited standalone financial results for the quarter ended June 30, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on July 12, 2024 and have been subjected to limited review by the statutory auditors of the Company and the Auditors have issued an unmodified report.
2. These Standalone financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India and in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended.
3. The Company is engaged only in the business of stock broking and distribution of financial products primarily through internet and mobile applications. Accordingly, there is no separate reportable segments as per Indian Accounting Standard 108 (Ind AS) on 'Operating Segment'.
4. The Company at its Board Meeting held on April 24, 2024 allotted 250 Equity Shares and further, vide various circular resolutions passed by the Nomination & Remuneration Committee of the Board of Directors dated May 21, 2024, June 04, 2024 and June 20, 2024 allotted 4,500 Equity shares, 6,750 Equity shares and 7,290 Equity shares respectively pursuant to exercise of stock option granted to the eligible employees.

Further, in Employee benefit expenses of Q1FY25, has reversal impact with respect to unvested RSU/ESOP cost of Rs. 8.66 Cr has been considered as per IND AS 102 (Share base payment). Expenses on employee stock option scheme included in Employee benefit expenses, is net of expenses reversed on account of lapsed options during the period.

5. MCX vide its final order dated July 01, 2024 has imposed penalty of Rs. 2,59,75,000 in respect of non-reporting of certain technical glitches / delayed submission of RCAs thereafter, observed during the course of joint inspection for the period between 01-04-2022 to 31-12-2023. MCX has also passed an order restricting on-boarding of new clients for a period of 14 days from the date of receipt of the order. The company has filed an appeal against the said order before the Securities Appellate Tribunal (SAT). SAT vide its order dated July 05, 2024 has stayed the effect and operation of the said order subject to deposit of 50% of the penalty amount with MCX which the company has since deposited. On a prudent basis, during the quarter, the company has made provision in the books for the said penalty amount.
6. The new Labour Law Reform Codes related to wages, social security, industrial relations and Occupation safety, health and working conditions is still in discussion between Central government and respective State government for final implementation. The Company will assess the impact of all the Codes when they come into effect and will account for the related impact in the period the Code becomes effective.
7. The figures for the quarter ended March 31, 2024 are the balancing figures between audited figures in respect of the year ended March 31, 2024 and the unaudited figures of nine months ended December 31,2023.
8. The standalone unaudited financial results for the quarter ended June 30, 2024 as submitted to Stock Exchanges are also available on our website [www.5paisa.com](http://www.5paisa.com).
9. Previous periods' figures have been regrouped / rearranged wherever necessary.

**By order of the Board  
For 5paisa Capital Limited**

**Narayan Gangadhar  
Managing Director & Chief Executive Officer  
DIN - 09298665**

**Place: Mumbai  
Date: July 12, 2024**

Tel : 022-2200 4465, 2206 7440  
E-mail : [mumbai@vsa.co.in](mailto:mumbai@vsa.co.in)  
Website : [www.vsa.co.in](http://www.vsa.co.in)

**V. Sankar Aiyar & Co.**  
CHARTERED ACCOUNTANTS  
2-C, Court Chambers  
35, New Marine Lines  
Mumbai – 400 020

**Independent Auditor’s Review Report on Unaudited Consolidated Quarterly Financial Results of the Company Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**TO THE BOARD OF DIRECTORS OF  
5paisa Capital Limited**

1. We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results of 5paisa Capital Limited (“the Parent”) and its subsidiaries (the Parent and its subsidiaries together referred to as “the Group”) for the quarter ended June 30, 2024 (“the Statement”), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent’s Management and approved by the Parent’s Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 “Interim Financial Reporting” (“Ind AS 34”), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 “Review of Interim Financial Information Performed by the Independent Auditor of the Entity”, issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following subsidiaries:
  - a) 5paisa P2P Limited;
  - b) 5paisa Corporate Services Ltd (formerly 5paisa Insurance Brokers Limited);
  - c) 5paisa Trading Limited; and
  - d) 5paisa International Securities (IFSC) Limited.
5. Based on our review conducted and procedures performed as stated in paragraph 3 above, and based on the consideration of the review reports of other auditors referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying



Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.

6. We did not review the financial results of 1 (one) subsidiary included in the unaudited consolidated financial results, whose interim financial results reflect total revenues of Rs. 3.4 lakhs for quarter ended June 30, 2024, total net profit/(loss) after tax of Rs. 2.10 lakhs for quarter ended June 30, 2024, total comprehensive income/(loss) of Rs. 2.10 lakhs for quarter ended June 30, 2024 as considered in the unaudited consolidated financial results have been reviewed by other auditors whose report has been furnished to us by the Holding Company's Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of this subsidiary, is based solely on the report of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Place: Mumbai  
Date: July 12, 2024



**For V. Sankar Aiyar & Co.,  
Chartered Accountants  
(FRN. 109208W)**

A handwritten signature in blue ink that appears to read "Asha Patel".

**Asha Patel  
Partner  
(Membership No.166048)  
UDIN: 24166048BKFDJE4855**

5paisa Capital Limited

CIN: L67190MH2007PLC289249

Corp. Office / Regd. Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604.

Statement of Consolidated financial results for the quarter ended Jun 30, 2024

Particulars	( ₹ in lacs)			
	Quarter ended			Year ended
	Jun 30, 2024	Mar 31, 2024	Jun 30, 2023	Mar 31, 2024
	Unaudited	Unaudited (Note 7)	Unaudited	Audited
<b>(I) Revenue from operations</b>				
a. Interest income	3,549.69	3,880.39	2,695.62	13,520.55
b. Fees and commission income	6,674.21	7,405.97	5,758.94	25,936.66
<b>(I) Total revenue from operations (a+b)</b>	<b>10,223.90</b>	<b>11,286.36</b>	<b>8,454.56</b>	<b>39,457.21</b>
(II) Other income	4.44	1.84	3.37	16.47
<b>(III) Total income (I+II)</b>	<b>10,228.34</b>	<b>11,288.20</b>	<b>8,457.94</b>	<b>39,473.68</b>
<b>(IV) Expenses</b>				
a. Finance cost	716.36	1,026.10	384.46	2,856.80
b. Employee benefits expense	1,358.80	3,188.21	1,798.39	8,950.47
c. Depreciation, amortisation and impairment	329.57	271.62	230.64	953.34
d. Other expenses	5,134.63	6,040.85	4,097.53	19,500.40
<b>(IV) Total expenses (a+b+c+d)</b>	<b>7,539.36</b>	<b>10,526.78</b>	<b>6,511.02</b>	<b>32,261.01</b>
<b>(V) Profit/(loss) before exceptional items and tax (III-IV)</b>	<b>2,688.98</b>	<b>761.42</b>	<b>1,946.92</b>	<b>7,212.67</b>
(VI) Exceptional items	-	-	-	-
<b>(VII) Profit/(loss) before tax (V-VI)</b>	<b>2,688.98</b>	<b>761.42</b>	<b>1,946.92</b>	<b>7,212.67</b>
<b>(VIII) Tax expense:</b>				
a. Current tax	706.86	313.71	555.66	1,952.82
b. Deferred tax	(26.68)	(129.89)	(62.28)	(184.30)
<b>(VIII) Total tax expense (a+b)</b>	<b>680.18</b>	<b>183.82</b>	<b>493.38</b>	<b>1,768.52</b>
<b>(IX) Profit/(loss) for the period (VII-VIII)</b>	<b>2,008.80</b>	<b>577.60</b>	<b>1,453.53</b>	<b>5,444.15</b>
<b>(X) Other Comprehensive Income</b>				
(i) Items that will not be reclassified to profit or loss				
- Remeasurement of defined benefit plan	1.43	(35.61)	(0.66)	(40.78)
(ii) Income tax relating to items that will not be reclassified to profit or loss	(0.36)	9.00	0.17	10.30
<b>Total Other Comprehensive Income (i+ii)</b>	<b>1.07</b>	<b>(26.61)</b>	<b>(0.49)</b>	<b>(30.48)</b>
<b>(XI) Total Comprehensive Income for the Period (Comprising of profit/(loss) and other comprehensive income) (IX+X)</b>	<b>2,009.87</b>	<b>550.99</b>	<b>1,453.04</b>	<b>5,413.67</b>
<b>Paid up Equity Share Capital (Face Value of ₹ 10 each)</b>	<b>3,120.98</b>	<b>3,119.10</b>	<b>3,063.56</b>	<b>3,119.10</b>
<b>Other Equity</b>				<b>50,869.50</b>
<b>Earnings Per Equity Share (EPS)*</b>				
Basic (In ₹)	6.43	1.87	4.74	17.65
Diluted (In ₹)	6.37	1.77	4.69	16.67

\*Quarter ended numbers are not annualised

For 5paisa Capital Limited

Place : Mumbai  
Dated : July 12, 2024

Narayan Gangadhar  
Managing Director & CEO  
DIN: 09298665

**Notes to results:**

1. The above unaudited consolidated financial results for the quarter ended June 30, 2024 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on July 12, 2024 and have been subjected to limited review by the statutory auditors of the Company and the Auditors have issued an unmodified report.
2. These consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 'Interim Financial Reporting' prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India and in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended.
3. The group is engaged only in the business of stock broking and distribution of financial products (including Peer-to-Peer lending) primarily through internet and mobile applications. Accordingly, there is no separate reportable segments as per Indian Accounting Standard 108 (Ind AS) on 'Operating Segment'.
4. The Company at its Board Meeting held on April 24, 2024 allotted 250 Equity Shares and further, vide various circular resolutions passed by the Nomination & Remuneration Committee of the Board of Directors dated May 21, 2024, June 04, 2024 and June 20, 2024 allotted 4,500 Equity shares, 6,750 Equity shares and 7,290 Equity shares respectively pursuant to exercise of stock option granted to the eligible employees.

Further, in Employee benefit expenses of Q1FY25, has reversal impact with respect to unvested RSU/ESOP cost of Rs. 8.66 Cr has been considered as per IND AS 102 (Share base payment). Expenses on employee stock option scheme included in Employee benefit expenses, is net of expenses reversed on account of lapsed options during the period.

5. MCX vide its final order dated July 01, 2024 has imposed penalty of Rs. 2,59,75,000 in respect of non-reporting of certain technical glitches / delayed submission of RCAs thereafter, observed during the course of joint inspection for the period between 01-04-2022 to 31-12-2023. MCX has also passed an order restricting on-boarding of new clients for a period of 14 days from the date of receipt of the order. The company has filed an appeal against the said order before the Securities Appellate Tribunal (SAT). SAT vide its order dated July 05, 2024 has stayed the effect and operation of the said order subject to deposit of 50% of the penalty amount with MCX which the company has since deposited. On a prudent basis, during the quarter, the company has made provision in the books for the said penalty amount
6. The new Labour Law Reform Codes related to wages, social security, industrial relations and Occupation safety, health and working conditions is still in discussion between Central government and respective State government for final implementation. The group will assess the impact of all the Codes when they come into effect and will account for the related impact in the period the Code becomes effective.
7. The figures for the quarter ended March 31, 2024 are the balancing figures between audited figures in respect of the year ended March 31, 2024 and the unaudited figures of nine months ended December 31, 2023.
8. The consolidated unaudited financial results for the quarter ended June 30, 2024 as submitted to Stock Exchanges are also available on our website [www.5paisa.com](http://www.5paisa.com).
9. Previous periods' figures have been regrouped / rearranged wherever necessary.

**By order of the Board  
For 5paisa Capital Limited**

**Narayan Gangadhar  
Managing Director & Chief Executive Officer  
DIN - 09298665**

**Place: Mumbai  
Date: July 12, 2024**