

### January 11, 2024

To,

The Manager,

Listing Department,

**BSE Limited,** 

Phiroze Jeejeebhoy Tower, Dalal Street,

Mumbai – 400 001.

Tel No.: 22721233

Fax No.: 22723719/22723121/22722037

**BSE Scrip Code: 540776** 

To,

The Manager,

Listing Department,

The National Stock Exchange of India Ltd., Exchange Plaza, 5<sup>th</sup> Floor, Plot C/1, G Block,

Bandra - Kurla Complex, Bandra (E),

Mumbai - 400 051.

Tel No.: 2659 8235 Fax No.: 26598237

**NSE Symbol: 5PAISA** 

Dear Sir/Madam,

## **Sub: Outcome of the Board Meeting:**

This is to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI-LODR"), the Board of Directors of Spaisa Capital Limited ("Company") at their meeting held today i.e. Thursday, January 11, 2024 has *inter-alia* approved and taken on record the following:

1. Unaudited Financial Results (Standalone and Consolidated) for the quarter and nine months ended December 31, 2023 along with Limited Review Report, duly signed by the Auditors of the Company as required under Regulation 33 of the SEBI-LODR;

The results have been uploaded on the Stock exchange websites at <a href="https://www.nseindia.com">https://www.nseindia.com</a> and <a href="https://www.bseindia.com">https://www.bseindia.com</a> and on the website of the Company at <a href="https://www.5paisa.com">www.5paisa.com</a>.

The meeting of the Board of Directors commenced at 12:30 p.m. and concluded at 03:15 p.m.

We request you 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

**Encl.: As above** 

# **5paisa Capital Limited**

V. Sankar Aiyar & Co.

CHARTERED ACCOUNTANTS

2-C, Court Chambers 35, New Marine Lines Mumbai - 400 020

Tel. : 022-2200 4465, 2206 7440

E-mail: mumbai@vsa.co.in Website: www.vsa.co.in

> Independent Auditor's Review Report on Unaudited Standalone Quarterly and Year to date 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 **Spaisa Capital Limited**

- 1. We have reviewed the accompanying statement of unaudited standalone financial results of Spaisa Capital Limited ("the Company") for the quarter and nine months ended on December 31, 2023.
- 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: January 11, 2024

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

Asha Patel Partner

(M.No. 166048)

UDIN: 24166048BKFDFU8948

# 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 & nine months ended Dec 31, 2023

(₹in lacs)

Particulars	Quarter ended			Nine Months ended		Year ended
	Dec 31, 2023	Sept 30, 2023	Dec 31, 2022	Dec 31, 2023	Dec 31, 2022	Mar 31, 2023
	Unaudited (Note 7)	Unaudited (Note 7)	Unaudited (Note 7)	Unaudited	Unaudited	Audited
(I) Revenue from operations						
a. Interest income	3,626.54	3,318.00	2,643.10	9,640.16	7,464.53	10,188.92
b. Fees and commission income	6,398.62	6,372.09	5,730.81	18,528.09	17,263.18	23,589.13
(I) Total revenue from operations (a+b)	10,025.16	9,690.09	8,373.91	28,168.25	24,727.71	33,778.05
(II) Other income	1.75	0.61	1.57	2.73	54.92	36.63
(III) Total income (I+II)	10,026.91	9,690.70	8,375.48	28,170.98	24,782.63	33,814.68
(IV) Expenses						
a. Finance cost	799.33	646.92	599.09	1,830.70	1,600.41	2,063.35
b. Employee benefits expense	1,939.80	2,024.07	1,493.70	5,762.26	4,369.21	5,906.40
c. Depreciation, amortisation and impairment	227.11	223.97	197.73	675.52	575.22	803.95
d. Other expenses	5,043.12	4,308.99	4,598.56	13,445.49	14,307.61	19,265.54
(IV) Total expenses (a+b+c+d)	8,009.36	7,203.95	6,889.08	21,713.97	20,852.45	28,039.24
(V) Profit/(loss) before exceptional items and tax (III-IV)	2,017.55	2,486.75	1,486.40	6,457.01	3,930.18	5,775.44
(VI) Exceptional items	-	-	-		-	-
(VII) Profit/(loss) before tax (V-VI)	2,017.55	2,486.75	1,486.40	6,457.01	3,930.18	5,775.44
(VIII) Tax expense:						
a. Current tax	511.79	571.65	427.70	1,639.11	450.36	829.15
b. Deferred tax	(2.96)	10.82	(53.53)	(52.96)	535.19	616.71
(VIII) Total tax expense (a+b)	508.83	582.47	374.17	1,586.15	985.55	1,445.86
(IX) Profit/(loss) for the period (VII-VIII)	1,508.72	1,904.28	1,112.23	4,870.86	2,944.63	4,329.58
(X) Other Comprehensive Income						
(i) Items that will not be reclassified to profit or loss						
<ul> <li>Remeasurement of defined benefit plan</li> </ul>	(9.12)	4.61	(10.80)	(5.17)	(19.23)	(35.34)
(ii) Income tax relating to items that will not be	2.29	(1.16)	2.72	1.30	4.84	8.89
reclassified to profit or loss	2.29	(1.10)	2.72	1.30	4.04	0.03
Total Other Comprehensive Income (i+ii)	(6.83)	3.45	(8.08)	(3.87)	(14.39)	(26.45)
(XI) Total Comprehensive Income for the Period (Comprising of	4 504 00	4 007 73	4 404 45	4 000 00	2 020 24	4 202 42
profit/(loss) and other comprehensive income) (IX+X)	1,501.89	1,907.73	1,104.15	4,866.99	2,930.24	4,303.13
Paid up Equity Share Capital (Face Value of ₹ 10 each)	3,115.21	3,075.09	3,062.56	3,115.21	3,062.56	3,063.56
Other Equity						43,613.31
Earnings Per Equity Share (EPS)*						
Basic (In ₹)	4.91	6.21	3.63	15.84	9.61	14.33
Diluted (In ₹)	4.87	6.12	3.61	15.71	9.55	14.25

<sup>\*</sup> Quarter ended numbers are not annualised

For 5paisa Capital Limited

Place : Mumbai Dated : January 11, 2024

### Notes to results:

- 1. The above unaudited standalone financial results for the quarter and nine months ended December 31, 2023 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on January 11, 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 vide various circular resolutions of the Nomination & Remuneration Committee dated April 06, 2023 and in its meeting held on May 24, 2023 granted 25,250 stock options and 5,00,000 stock options respectively to eligible employees under Employee Stock Option Scheme-2017. Further, the Board in its meeting held on January 11, 2023 and approval of members through Postal Ballot was obtained on March 01, 2023 for the amendment in the '5Paisa Employee Stock Option Scheme-2017' with respect to increase in ESOP Pool for grant of options from 15,00,000 (Fifteen Lakhs) options to 22,00,000 (Twenty-Two Lakhs) stock options by addition of 7,00,000 (Seven lakhs) options. The in-principal approval of National Stock Exchange of India Limited & BSE Limited for issue and allot of additional 7,00,000 (Seven lakhs) options was received on May 23, 2023. Further, approval of the Board in it meeting held on November 10, 2023 and approval of members through Postal Ballot was obtained on December 22, 2023 for the increase ESOP Pool for grant of options from 22,00,000 (Twenty-Two Lakhs) options to 40,00,000 (Forty Lakhs) stock options by addition of 18,00,000 (Eighteen lakhs) options. The Company has applied for in-principal approval from National Stock Exchange of India Limited & BSE Limited for issue and allot of additional 18,00,000 (Eighteen lakhs) options. Further, The Company vide various circular resolutions dated August 08, 2023 allotted 300 Equity shares, on August 31, 2023 allotted 80,000 Equity shares, on September 14, 2023 allotted 15,000 Equity shares, on September 22, 2023 allotted 20,000 Equity shares, on October 25, 2023 allotted 1,15,000 Equity shares, on October 31, 2023 allotted 2,000 equity shares, on November 24, 2023 allotted 1,90,000 equity shares; on December 14, 2023 allotted 30,500 Equity shares, on December 20, 2023 allotted 15,000 Equity shares, on December 22, 2023 allotted 37,500 Equity shares and on December 26, 2023 allotted 11,200 Equity shares, in pursuant to exercise of stock option granted to the eligible employees.
- 5. In adherence to the Exchange directives vide their circulars no. NSE/INSP/4519 dated July 31, 2020 and NSE/INSP/49929 dated October 12, 2021, the holding company had reversed an amount of Rs 709 lacs to its eligible clients during the quarter, being the amount recovered from such clients on account of penalty levied by clearing corporation on company for "Short Collection/Non-collection of upfront margins from the client". The same has been included in "Other Expenses" of above "Statement of Standalone financial results" in FY23.
- 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 December 31, 2023 & December 31, 2022 are the balancing figures between unaudited figures in respect of the nine months ended December 31, 2023 & December 31, 2022 and the unaudited

figures of half year ended September 30,2023 and September 30,2022.

- 8. The standalone unaudited financial results for the nine months ended December 31, 2023 as submitted to Stock Exchanges are also available on our website www.5paisa.com.
- 9. Previous periods' figures have been regrouped / rearranged wherever necessary.

By order of the Board For Spaisa Capital Limited

Place: Mumbai Date: January 11, 2024

# V. Sankar Aiyar & Co.

CHARTERED ACCOUNTANTS

2 - C, Court Chambers 35, New Marine Lines Mumbai - 400 020

Tel. : 022-2200 4465, 2206 7440

E-mail: mumbai@vsa.co.in Website: www.vsa.co.in

Independent Auditor's Review Report on Unaudited Consolidated Quarterly and Year to Date 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**

- We have reviewed the accompanying Statement of Unaudited Consolidated Financial Results
  of Spaisa Capital Limited ("the Parent") and its subsidiaries (the Parent and its subsidiaries
  together referred to as "the Group") for the quarter and nine months ended December
  31,2023 ("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 Limited;
  - c) Spaisa Trading Limited;
  - d) 5paisa International Securities (IFSC) Limited.
  - . 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 reflects, total revenues of Rs. 5.40 Lakhs and Rs. 12.70 lakhs for the quarter and nine months ended December 31,2023 respectively, total net profit/(loss) after tax of Rs.3.50 Lakhs and Rs.3.70 Lakhs for quarter and nine months ended December 31, 2023 respectively, total comprehensive income of Rs.3.50 Lakhs and Rs.3.70 Lakhs for the quarter and nine months ended December 31,2023 respectively, 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.

WAR AVA

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

Place: Mumbai

Date: January 11, 2024

Asha Patel Partner

(M.No.166048)

UDIN: 24166048BKFDFV3177

### 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 & nine months ended Dec 31, 2023

( ₹ in lacs) Quarter ended Nine Months ended Year ended Dec 31, 2023 Sep 30, 2023 Dec 31, 2022 Dec 31, 2023 Dec 31, 2022 Mar 31, 2023 **Particulars** Unaudited (Note 7) Unaudited (Note 7) Unaudited (Note 7) Unaudited Unaudited Audited (I) Revenue from operations 3.318.02 a. Interest income 3,626.54 2,643.10 9,640.16 7,464.53 10,188.92 6,372.46 18,530.69 17,269.88 23,597.48 b. Fees and commission income 6,399.27 5,733.11 10,025.81 9,690.48 8,376.21 28,170.85 24,734.41 33,786.40 (I) Total revenue from operations (a+b) 14.63 73.65 150.39 (II) Other income 6.89 4.37 4.37 10,032.70 9,694.85 8,380.58 28,185.48 24,808.06 33,936.79 (III) Total income (I+II) (IV) Expenses a. Finance cost 799.33 646.92 599.09 1,830.70 1,600.41 2,063.35 b. Employee benefits expense 1.939.80 2,024.07 1.493.70 5.762.26 4.370.21 5.907.40 c. Depreciation, amortisation and impairment 227.11 223.97 216.57 681.72 631.77 879.35 5,049.04 4,312.96 4,601.70 13,459.55 14,317.58 19,277.90 d. Other expenses (IV) Total expenses (a+b+c+d) 8,015.28 7,207.92 6,911.06 21,734.22 20,919.97 28,128.00 (V) Profit/(loss) before exceptional items and tax (III-IV) 2,017.42 2,486.93 1,469.52 6,451.26 3,888.09 5,808.80 (VI) Exceptional items (VII) Profit/(loss) before tax (V-VI) 2.017.42 2,486.93 1,469.52 6,451.26 3.888.09 5,808.80 (VIII) Tax expense: 511.79 571.65 427.70 1,639.11 450.36 a. Current tax 829.15 b. Deferred tax (2.99)10.87 (59.89) (54.41)522.50 623.03 (VIII) Total tax expense (a+b) 1.452.18 508.80 582.52 367.81 1.584.70 972.86 (IX) Profit/(loss) for the period (VII-VIII) 1,508.62 1,904.41 1,101.71 4,866.56 2,915.23 4,356.62 (X) Other Comprehensive Income (i) Items that will not be reclassified to profit or loss (9.12)4.61 (10.80) (5.17)(19.23) (35.34)- Remeasurement of defined benefit plan (ii) Income tax relating to items that will not be reclassified to profit or (1.16)2.29 2.72 1.30 4.84 8.89 (6.83) Total Other Comprehensive Income (i+ii) 3.45 (8.08)(3.87)(14.39)(26.45)(XI) Total Comprehensive Income for the Period (Comprising of 1.501.79 1.907.86 1.093.63 4.862.69 2.900.84 4.330.17 profit/(loss) and other comprehensive income) (IX+X) Paid up Equity Share Capital (Face Value of ₹ 10 each) 3,115.21 3,075.09 3,062.56 3,115.21 3,062.56 3,063.56 Other Equity 43,289.11 Earnings Per Equity Share (EPS)\* Basic (In ₹) 4.91 6.21 3.60 15.83 9.52 14.42 Diluted (In ₹) 4.86 6.12 3.58 15.69 9.45 14.33

\*Quarter ended numbers are not annualised

For 5paisa Capital Limited

Place : Mumbai Dated : January 11, 2024

#### Notes to results:

- The above unaudited consolidated financial results for the quarter and nine months ended December 31, 2023 have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on January 11, 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 vide various circular resolutions of the Nomination & Remuneration Committee dated April 06, 2023 and in its meeting held on May 24, 2023 granted 25,250 stock options and 5,00,000 stock options respectively to eligible employees under Employee Stock Option Scheme-2017. Further, the Board in its meeting held on January 11, 2023 and approval of members through Postal Ballot was obtained on March 01, 2023 for the amendment in the '5Paisa Employee Stock Option Scheme-2017' with respect to increase in ESOP Pool for grant of options from 15,00,000 (Fifteen Lakhs) options to 22,00,000 (Twenty-Two Lakhs) stock options by addition of 7,00,000 (Seven lakhs) options. The in-principal approval of National Stock Exchange of India Limited & BSE Limited for issue and allot of additional 7,00,000 (Seven lakhs) options was received on May 23, 2023. Further, the Board in it meeting held on November 10, 2023 and approval of members through Postal Ballot was obtained on December 22, 2023 for the increase ESOP Pool for grant of options from 22,00,000 (Twenty-Two Lakhs) options to 40,00,000 (Forty Lakhs) stock options by addition of 18,00,000 (Eighteen lakhs) options. The Company has applied for in-principal approval from National Stock Exchange of India Limited & BSE Limited for issue and allot of additional 18,00,000 (Eighteen lakhs) options. Further, The Company vide various circular resolutions dated August 08, 2023 allotted 300 Equity shares, on August 31, 2023 allotted 80,000 Equity shares, on September 14, 2023 allotted 15,000 Equity shares, on September 22, 2023 allotted 20,000 Equity shares, on October 25, 2023 allotted 1,15,000 Equity shares, on October 31, 2023 allotted 2,000 equity shares, on November 24, 2023 allotted 1,90,000 equity shares; on December 14, 2023 allotted 30,500 Equity shares, on December 20, 2023 allotted 15,000 Equity shares, on December 22, 2023 allotted 37,500 Equity shares and on December 26, 2023 allotted 11,200 Equity shares, in pursuant to exercise of stock option granted to the eligible employees.
- 5. In adherence to the Exchange directives vide their circulars no. NSE/INSP/4519 dated July 31, 2020 and NSE/INSP/49929 dated October 12, 2021, the holding company had reversed an amount of Rs 709 lacs to its eligible clients during the quarter, being the amount recovered from such clients on account of penalty levied by clearing corporation on company for "Short Collection/Non-collection of upfront margins from the client". The same has been included in "Other Expenses" of above "Statement of Consolidated financial results" in FY23.
- 5. 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 December 31, 2023 & December 31, 2022 are the balancing figures between unaudited figures in respect of the nine months ended December 31, 2023 & December 31, 2022 and the unaudited figures of half year ended September 30,2023 and September 30, 2022.
- 8. The consolidated unaudited financial results for the nine months ended December 31, 2023, as submitted to Stock Exchanges are also available on our website <a href="https://www.5paisa.com">www.5paisa.com</a>.
- 9. Previous periods' figures have been regrouped / rearranged wherever necessary.

By order of the Board For 5paisa Capital Limited

Place: Mumbai Date: January 11, 2024