



B. P. CAPITAL LIMITED

CIN NO. : L74899HR1994PLC072042

REGD.OFFICE: Plot No- 138, Roz- Ka-Meo Industrial Area,
Sohna (Distt. Mewat), Haryana-122103

Phones: 0124-2362471

Email : bpccapitallimited@gmail.com, Website : www.bpcapital.in

Dated: 28th May, 2022

To,
The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street, Mumbai – 400001

Sub: Outcome of the Board Meeting and Submission of Audited Financial Results for the quarter and year ended 31st March, 2022 as required u/r 33 of the SEBI (LODR) Regulations, 2015.

Ref : BSE Scrip Code– 536965; DSE- File No. 8211; CSE– Scrip Code - 10012104

Dear Sir,

This is to inform you that pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, the Board of Directors of the Company in its meeting held on Saturday, 28th May, 2022 at the registered office of the company at Plot No-138, Roz –Ka –Meo Industrial Area, Sohna (Distt. Mewat) Haryana-122103 and concluded just now has, inter-alia, transacted the following business:

1. Considered and Approved the Standalone Audited Financial Results of the Company for the quarter and year ended 31st March, 2022.
2. Considered and Approved the Auditor's Report for the Audited Financial Results of the Company for the quarter and year ended 31st March, 2022.
3. Considered and taken on record Declaration for the audit report with unmodified opinion for the year ended 31st March, 2022 as required by SEBI vide its circular dated May 27, 2016 bearing reference no. CIR/CFD/CMD/56/2016.
4. Considered and appointed M/s Kundan Agrawal & Associates, Company Secretaries as the Secretarial Auditor of the Company for the F.Y. 2022-2023.
5. Considered and appointed M/s Sanghi & Co., Chartered Accountants as the Internal Auditor of the Company for the F.Y. 2022-2023.



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Further pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, a copy of the aforesaid audited Financial Results for the quarter and year ended 31st March, 2022 alongwith Auditor's Report and the aforesaid Declaration for the audit report with unmodified opinion for the year ended 31st March, 2022 are enclosed herewith for your kind perusal.

Kindly take the aforesaid information in your records.

Thanking You,

**Yours Truly,
For B. P. Capital Limited**

**Sakshi Gupta
Company Secretary**

Encl: As Above

C.C. :

**The Manager (Listing),
TheDelhi Stock Exchange Ltd.,
DSE House, 3/1, Asaf Ali Road,
New Delhi – 110002**

**The Manager (Listing),
Calcutta Stock Exchange Limited,
7, Lyons Range, Kolkatta,
West Bengal – 700001**

B. P. Capital Limited					
CIN : L74899HR1994PLC072042					
Regd. Off. : PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN					
STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31, 2022					
(Rs In Lacs except EPS)					
Sr No	Particulars	For the Quarter ended			Year Ended
		31-Mar-22	31-Dec-21	31-Mar-21	31-Mar-22
		(Audited)	(Unaudited)	(Audited)	(Audited)
1	Income from Operation				
	(a) Net Sales/Revenue from Operations	-	-	0.52	-
	(b) Other Operating Income	-	-	-	-
	(c) Other Income	-	-	-	-
	Total Income	-	-	0.52	-
2	Expenses				
	a) Cost of Materials consumed	-	-	-	-
	b) Purchase of Stock-in-trade	-	-	-	-
	c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	-	-	-	-
	d) Employee Benefits Expenses	2.46	2.45	2.42	9.76
	e) Finance Costs	0.01	-	-	0.01
	f) Depreciation and Amortisation expense	-	-	-	-
	g) Other expenses	3.07	3.50	2.29	11.09
	Total Expenses	5.54	5.95	4.71	20.86
3	Profit/(Loss) before Exceptional Items and tax (1-2)	(5.54)	(5.95)	(4.19)	(20.86)
4	Exceptional Items	-	-	-	-
5	Profit/(Loss) before tax (3 + 4)	(5.54)	(5.95)	(4.19)	(20.86)
6	Tax Expense				
	- Current tax	-	-	-	-
	- Deferred tax	-	-	0.06	-
	Total Tax Expenses	-	-	0.06	0.06
7	Profit/(Loss) for the period (5-6)	(5.54)	(5.95)	(4.25)	(20.86)
8	Other Comprehensive Income (net of tax)	-	-	-	-
9	Total Comprehensive Income for the period	(5.54)	(5.95)	(4.25)	(20.86)
10	Paid-up equity share capital (face value of Rs 10/- per share)	601.18	301.18	301.18	601.18
11	Earning per share (EPS) of Rs 10/- each (not annualized)				
	(1) Basic	(0.09)	(0.20)	(0.14)	(0.35)
	(2) Diluted	(0.09)	(0.20)	(0.14)	(0.35)
12	Reserves excluding Revaluation Reserves (Reserves as per Balance Sheet of Previous Accounting Year)				(107.05)
Notes :					
1	The above Results for the quarter and year ended March 31, 2022 has been reviewed by the Audit Committee and thereafter, approved by the Board of Directors at their meeting held on 28th May, 2022.				
2	The Statutory Auditors have carried out their audit on the above financial results for the year ended 31st March, 2022				

A. Litya Aggarwal



3.	The Company operates in a single segment and the results pertain to a single segment in accordance with IND AS 108-Operating Segment. The company had made an application to RBI to voluntarily surrender its Certificate of Registration with RBI so as to discontinue its NBFC activities. Pursuant to the aforesaid application sent by the company to the RBI, the RBI vide its order dated 06.10.2016 had cancelled the Certificate of Registration of the Company with RBI. Thereafter, the company was in the process of merger with Diamond Footcare Udyog Pvt. Ltd. The Management of both the companies had decided to implement the plan of merger of the companies and transfer the Footwear business of Diamond Footcare Udyog Pvt. Ltd. to B. P. Capital Ltd. as a going concern along with its brand and goodwill. During the previous quarter, the Transferor Company, Diamond Footcare Udyog Private Limited has filed an application for withdrawal of the Scheme of merger between Diamond Footcare Udyog Private Limited and B.P. Capital Limited and the same has been allowed by the Hon'ble NCLT, Chandigarh Bench vide its order dated August 28, 2019 and the merger petition was dismissed as withdrawn. The management of the company is now exploring the possibilities of starting the new business and is putting necessary efforts in this respect so that the operations of the company can be started again.
4.	Previous year/period figures have been regrouped/arranged, wherever necessary to make them comparable with the current period figure.
5.	The Company has adopted Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs. This Statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under
6.	The format for Audited results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 has been modified to comply with requirements of SEBI's circular dated July 5, 2016, IND AS and Schedule III (Division II) to the Companies Act, 2013 applicable to the companies that are required to comply with IND AS.
7.	During the year under review, the Board of Directors in its meeting held on October 22, 2021 had allotted 30,00,000 Fully Convertible Warrants at an issue price of Rs. 10/- each, convertible into equivalent number of Equity Shares of Rs. 10/- each for an aggregate amount of Rs. 30,00,000/- to the persons belonging to the 'Non-Promoter' category on Preferential Basis. Further, the Board of Directors of the Company, at their meeting held on January 20, 2022, has also considered and approved the allotment of 30,00,000 Equity Shares of face value of Rs. 10/- each pursuant to conversion of 30,00,000 Fully Convertible Warrants ('Warrants'), issued on October 22, 2021 at an issue price of Rs. 10/- each, by way of preferential allotment, to the persons belonging to 'Non-Promoter' category. The detailed intimation of the said allotment has already been given to the Exchange vide our letter dated 20/01/2022.
8.	The figures for the quarter ended March 31, 2022 and March 31, 2021 are the balancing Figures between the audited figures in respect of the full financial years and the published year to date figures upto the third quarter of the relevant financial year.
9.	Debit and Credit Balances are subject to confirmation from Parties.
10.	Audited results will be available on the website of the company i.e., www.bpcapital.in

For and on behalf of Board of Directors
B. P. Capital Limited
Aditya Aggarwal
(Aditya Aggarwal)
Managing Director
DIN : 08982957

Place: Sohna, Haryana
Date: 28th May, 2022



B. P. CAPITAL LIMITED
CIN : L74899HR1994PLC072042

Regd. Off. : PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN
Statement of Assets & Liabilities as on March 31, 2022

(Rs. in lacs)

	Particulars	As at 31.03.22 (Audited)	As at 31.03.21 (Audited)
A.	ASSETS		
1	Non Current Assets		
	Property Plant & Equipment	-	-
	Capital Work in progress	-	-
	Other Intangible Assets	-	-
	Non Current Assets		
	Non Current Financial Assets		
	Investments	267.49	267.49
	Long term Loans and Advances	-	-
	Deferred tax assets (Net)	-	-
	Total-Non current assets	267.49	267.49
2	Current Assets		
	Inventories	-	-
	Investments	-	-
	Current Financial Assets		
	Trade receivables	-	-
	Cash & cash equivalents	0.87	0.66
	Loans and advances	-	-
	Other current financial assets	579.52	276.00
	Total Current Assets	580.39	276.66
	TOTAL ASSETS	847.88	544.15
B.	EQUITY & LIABILITIES		
1	EQUITY		
	Equity Share Capital	601.18	301.18
	Other Equity	(107.05)	(86.19)
	Total Equity	494.13	214.99
2	LIABILITIES		
	Non-Current Liabilities		
	Non-Current Financial Liabilities		
	Borrowings	-	-
	Other Financial Liabilities	-	-
	Long Term Provisions	-	-
	Deferred tax liabilities	-	-
	Total-Non Current Liabilities	-	-
	Current Liabilities		
	Current Financial Liabilities		
	Borrowings	-	-
	Trade payables	-	-
	Other current financial liabilities	353.75	329.16
	Short term Provisions	-	-
	Total Current Financial Liabilities	353.75	329.16
	TOTAL EQUITY & LIABILITIES	847.88	544.15

For and on behalf of Board of Directors of

B. P. Capital Limited

Aditya Aggarwal
(Aditya Aggarwal)

Managing Director

DIN : 08982957



Place: Sohna, Haryana
Date: 28th May, 2022



B. P. CAPITAL LIMITED
CIN: L74899HR1994PLC072042
PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN
Cash flow statement for the year ending 31st March, 2022

		(Amount in Lacs)	
Particulars		For the year ended 31st March, 2022 Audited	For the year ended 31st March, 2021 Audited
A) Cash flow from operating activities			
Net Operating profit before tax and extra ordinary items		(20.86)	(18.10)
Adjustments for:-			
Depreciation	-	-	-
Profit on sale of Investment	-	-	-
Interest Income	-	-	-
Profit on redemption of Mutual Fund	-	-	-
Fair Value of Mutual Fund Investment	-	-	-
Dividend Income	-	-	-
Operating profit before working capital changes		(20.86)	(18.10)
(Increase) / Decrease in Other Current Assets	(303.52)		0.28
(Increase) / Decrease in Other Bank Balances	-		-
(Increase) / Decrease in Trade Receivables	-		-
(Increase) / Decrease in Loan Receivables	-		-
(Increase) / Decrease in Inventories	-		-
(Increase) / Decrease in Short-term other assets	-		-
Increase / (Decrease) in Long-term Provision	-		-
Increase / (Decrease) in Short-term Provision	-		-
Increase / (Decrease) in Other current liabilities	24.90		18.27
Increase / (Decrease) in Non-current Trade payable	-		-
Increase / (Decrease) in Current Trade payable	-		-
Increase / (Decrease) in Non-current Other current liabilities	-		-
Increase / (Decrease) in Other financial liabilities	-	(278.92)	18.65
Cash generated from operations		(289.78)	0.45
Net direct taxes paid		-	-
Net cash from Operating Activities		(289.78)	0.45
B) Cash flow from Investing Activities			
Purchase of Tangible Assets	-	-	-
(Increase)/Decrease in Investments	-	-	-
Redemption of Investments	-	-	-
Interest received	-	-	-
Dividend Income	-	-	-
Profit on redemption of Mutual Fund	-	-	-
Sale of Tangible Assets	-	-	-
Net cash used in Investing activities		-	-
Net cash from operating and investing activities		(289.78)	0.45
C) Cash flow from financing activities			
Proceeds from issuance of equity share capital	300.00	-	-
Increase/(decrease) Short term borrowings	-	-	-
Dividend Paid	-	-	-
Tax paid on Dividend Distribution	-	-	-
Interest paid	-	-	-
Net cash from financing activities		300.00	-
Net cash from operating, investing & financial activities		0.21	0.45
Net increase in cash & cash equivalent		0.21	0.45
Opening balance of cash & cash equivalent		0.86	0.21
Closing balance of cash & cash equivalent		0.87	0.66
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-			
i) Cash balance in Hand		0.08	0.53
ii) Balance with Banks:			
a) In Current Accounts		0.79	0.13
b) In Fixed Deposits		-	-
Total		0.87	0.66

Place: Sohna, Haryana
Date: 28th May, 2022

For B. P. CAPITAL LIMITED

Aditya Aggarwal
(Aditya Aggarwal)
Managing Director
DIN : 08982957



NEMANI GARG AGARWAL & CO.
CHARTERED ACCOUNTANTS
1517, DEVIKA TOWER, 6, NEHRU PLACE,
NEW DELHI- 110 019.
Br.Office: Ch. No.5, KamadgiriAppt., Kaushambi, Ghaziabad-201010
Tel.-011-26448022/33;0120-4374727
Email ID: sknemani@sknemani.com, nemani61@gmail.com

Independent Auditors' Report on the Quarterly and Year to Date Financial Results of B. P. Capital Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of
B. P. Capital Limited

Opinion

We have audited the accompanying Statement of quarterly and year to date financial results of B. P. Capital Limited ("the Company") for the quarter and year ended 31st March, 2022 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. gives a true and fair view, in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss, other comprehensive income and other financial information for the quarter ended 31st March, 2022 and net loss, other comprehensive income and other financial information for the year ended 31st March, 2022.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company, in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Statement under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis on other matter:

The company had recorded the cost of the investment at the face value of the equity shares issued and had not determined the fair value as required by IND AS 109.



Management's Responsibilities for the Financial Results

The Statement has been prepared on the basis of the audited financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down under Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Results

Our objectives are to obtain reasonable assurance about whether the Statement 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 the Statement.

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

- Identify and assess the risks of material misstatement of the Statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors 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 Statement 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.

- Evaluate the overall presentation, structure and content of the Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

Attention is invited to Note No. 8 to the Statement. As stated therein, the Statement includes the results for the quarter ended 31st March, 2022 being the balancing figure between the annual audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which were subject to limited review by us.

For Nemani Garg Agarwal & Co.
(Chartered Accountants)
F.R. No. 010192N



(S.K. Nemani)
Partner

M. No. 037222

UDIN:- 22037222AJVFWTR477

Date: May 28, 2022

Place: New Delhi





B. P. CAPITAL LIMITED

CIN:L74899HR1994PLC072042

REGD.OFFICE: Regd. Office: Plot No. 138, Roz- Ka- Meo Industrial Area,
Sohna(Distt. Mewat), Haryana-12210

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Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

Dated: 28/05/2022

To,
The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai – 400001

Subject: Declaration under Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref : BSE Scrip Code– 536965; DSE- File No. 8211; CSE– Scrip Code - 10012104

Dear Sir,

In compliance with the provisions of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated May 27, 2016 bearing circular reference no. CIR/CFD/CMD/56/2016, we hereby declare that the Statutory Auditors of the Company, i.e., M/s Nemani Garg Agarwal & Co., Chartered Accountants, have issued an Audit Report with unmodified opinion on Annual Audited Standalone Financial Statements of the company for the financial year ended March 31, 2022.

This is for your information and records please.

Thanking You.

Yours Truly,
For B. P. Capital Limited

Aditya Aggarwal

Aditya Aggarwal
Managing Director
DIN : 08982957



CC:

The Manager (Listing),
The Delhi Stock Exchange Ltd.,
DSE House, 3/1, Asaf Ali Road,
New Delhi – 110002

The Manager (Listing),
Calcutta Stock Exchange Limited,
7, Lyons Range, Kolkatta,
West Bengal – 700001