



# 6<sup>TH</sup> ANNUAL REPORT

## 2023-2024



**StockHolding Securities IFSC Limited**

## *Mission Statement*

***“To be a world class technology driven and client focused market leader in financial and technical services at GIFT IFSC.”***

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## COMPANY INFORMATION

### BOARD OF DIRECTORS (as on August 12, 2024)

Shri Manoj Kumar Parida	Non-Executive Director and Chairman
Shri. Krishnan Iyer Mani	Non-Executive Director
Shri. Shreekant Patwardhan	Nominee Director
Mrs. Shikha Gupta	Non-Executive Director
Shri. Manish Kumar Agrawal	Director (Managing Director)

### Management Team

Shri. Manish Kumar Agrawal	Chief Executive Officer
Smt. Arati Bhatt	Chief Financial Officer

### Statutory Auditors

(CAG appointed statutory auditor)	M/s Ramanlal G. Shah & Co., Chartered Accountants, Ahmedabad
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### Secretarial Auditor

M/s RRBP & Company,  
Practicing Company Secretaries,  
Ahmedabad

### Internal Auditor

M/s Manubhai & Shah LLP,  
Chartered Accountants,  
Ahmedabad

### Bankers

ICICI Bank Limited  
Kotak Mahindra Bank Limited  
State Bank of India  
HDFC Bank Limited  
Axis Bank Limited

### Registered office

Unit 518, 5<sup>th</sup> Floor, Hiranandani Signature Tower,  
Block 13B, Zone-1, GIFT IFSC, Gift City,  
Gandhinagar, Gujarat – 382355

### Corporate Identity Number

U65990GJ2018GOI103278

### Registrar & Share Transfer Agent

M/s. Link Intime India Pvt Limited

### Website

<https://stockholdingifsc.com/>

## DIRECTORS' REPORT

To

**The Members,  
StockHolding Securities IFSC Limited**

Your Directors' are pleased to present the Sixth (6<sup>th</sup>) Annual Report of your Company along with the Audited Statement of Accounts for the financial year ended March 31, 2024.

### Financial Performance

Pursuant to the notification dated February 16, 2015, issued by the Ministry of Corporate Affairs, your company has adopted the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015.

During the period ended March 31, 2024, your company has reported a gross income of USD 89,720 (INR 74,27,422). The Profit/(Loss) after tax was USD (1,51,868) i.e., [INR (1,25,54,847)]. The Total Comprehensive Income/(loss) for the year was USD (80) i.e., [INR (18,49,205)]. The financial results are summarized below:

Particulars	2023-24 (Amt in USD)	2023-24 (Amt in INR)	2022-23 (Amt in USD)	2022-23 (Amt in INR)
Total Income	89,720	74,27,422	43,538	34,99,986
Total Expenditure	2,41,218	1,99,51,476	2,72,874	2,19,73,988
Profit/ (Loss) Before Tax	(1,51,499)	(1,25,24,054)	(2,29,336)	(1,84,74,002)
Profit/ (Loss) After Tax	(1,51,868)	(1,25,54,847)	(2,30,390)	(1,85,60,669)
Total Comprehensive Income	(1,51,948)	(1,07,05,642)	(2,19,912)	(69,02,587)
Net Worth	15,79,974	13,16,57,190	17,31,921	14,23,62,832
Book Value per Equity Share of Rs 10	0.079	6.582	0.089	7.354
Earnings per share	(0.01)	(0.63)	(0.01)	(0.96)

### StockHolding Securities IFSC Limited (SSIL) at IFSC, Gift City

Your company is a SEBI registered Stockbroker and a wholly owned subsidiary of StockHolding Corporation of India Limited (StockHolding). As a Broker-Dealer, your company offers Broking and Clearing Services to all eligible investors at the International Financial Services Centre (IFSC) at Gift City, Gandhinagar, Gujarat.

Your company is a TM-CM of India International Exchange (INDIA INX), NSE International Exchange (NSE IX) and India International Bullion Exchange (IIBX). Your company is also a Depository Participant with India International Depository IFSC Limited (IIDF).

### Business and operations review

During the FY 2023-24 your Company was actively engaged in facilitating various business operations. Your Company has facilitated the trading of various financial instruments, including stocks, derivatives, and commodities. One notable achievement is the onboarding of one Trading Member for our clearing services. Furthermore, your Company is actively engaged in trading-clearing for bullion exchange and is providing services to clients for executing trades on bullion exchange. This new initiative reflects our commitment to continuously diversify our offerings and cater to the evolving needs of our clients. In the current year, your Company is also providing access to the Global Access (GA) platform of India INX to eligible investors. NSE IFSC-SGX Connect at International Financial Service Centre in GIFT City became operational from July 03, 2023, after the transition of SGX Nifty derivatives to NSE IFSC. The index has also been renamed as GIFT Nifty. The shift of the exchange to India inaugurates the full-scale operations of NSE IFSC-SGX Connect, a planned collaboration between SGX and NSE for trading stock index-based products and for promoting global investments on Indian shores. Your company is also exploring business opportunity by applying for corporate agency for distribution of Insurance products to eligible investors. Your Company is optimistic on GIFT NIFTY and opportunities this connect brings to GIFT City.

### Regulatory development

The regulatory development happened during the year under review and/or after the end of FY but before the signing of the report are as follows:

1. Various key developments were announced by the Government for GIFT IFSC are summarized as follows:
  - a. Government of India notified book-keeping, accounting, taxation and financial crime compliance services as 'financial services' under section 3 of IFSCA Act 2019
  - b. The Central Government notified that no deduction of tax shall be made under the provisions of the Income-tax Act in respect of the payments for certain activities made by any 'payer' to a person being a Unit of IFSC, (referred as 'payee'). The notification issued by the Central Government came into force on April 1, 2024.
  - c. Government of India, on January 24, 2024, notified the Foreign Exchange Management (Non-debt Instruments) Amendment Rules, 2024 and the Companies (Listing of Equity Shares in Permissible Jurisdictions) Rules, 2024 providing the framework for enabling direct listing of equity shares by public Indian companies on the International Exchanges in GIFT IFSC
2. IFSCA, the regulatory authority of IFSC entities, has issued following rules/regulations/directives related to capital market such as:
  - a. IFSCA has constituted an Expert Committee for the development of a robust and vibrant ecosystem for REITs and InvITs in GIFT IFSC
  - b. IFSCA constituted an Expert Committee for developing GIFT IFSC as “Global Finance and Accounting hub”
  - c. IFSCA had released the consultation paper on Draft IFSCA (Book-keeping, Accounting, Taxation and Financial Crime Compliance
  - d. IFSCA issued a circular on the format and manner of seeking authorization as Payment Service Provider, which will enable applicants applying for the Payment service provider in GIFT IFSC.
  - e. IFSCA issued a circular on the Reporting Norms for Capital Market Intermediaries which mandates the Capital Market Intermediaries to submit information to the Authority in the prescribed format.
  - f. IFSCA issued a circular on the Monitoring of Investments from countries sharing land borders with India regarding the Direct Listing of Indian companies on the stock exchanges in IFSC.

- g. IFSCA issued a circular on the Inclusion of “Finance Company” and “Finance Unit”, wherein the entities engaged in activities like lending in the form of loans, commitments, and guarantees, as well as activities such as factoring and forfeiting among others, have been included by IFSCA under the definition of 'credit institutions' under the Credit Information Companies (Regulation) Act, 2005.
- h. IFSCA issued a circular regarding registration on FIU-IND FINNET 2.0 portal for compliance with IFSCA (Anti Money Laundering, Counter Terrorist Financing and Know Your Customer) Guidelines, 2022 wherein all Regulated Entities are directed to complete their registration on FIU-IND FINNET 2.0 portal.
- i. IFSCA (Fund Management) Regulations, 2022 provide certain flexibilities to the "Accredited Investors" and the Fund Management Entities that deal with them.
- j. IFSCA issued a circular on Bullion Trading Members and Clearing Members in GIFTIFSC, wherein the Authority has extended the time period by additional 6 months from January 28, 2024, to July 28, 2024, or till the time IFSCA issues revised guidelines/ handbook/circular specifying the requirements of minimum Net worth and Base Minimum Capital for Bullion intermediaries, whichever is earlier.
- k. IFSCA had notified a circular on Ease of doing business: Settlement of Client's Funds lying with Broker Dealer wherein settlement of funds shall be done as per the Agreement/Consent Letter between the Broker Dealer and its client unless it is specified by IFSCA. The Circular also highlights that Stock Exchanges in IFSC shall put in place a mechanism for monitoring clients' funds lying with the Broker Dealers.
- l. IFSCA issued a circular for improving the processing timelines of cross-border payments.
- m. IFSCA vide circular dated March 22, 2024, informed all stakeholders about the Indian Financial System Code (IFSC code) allotted to IFSC Banking Units (IBUs).

#### **Change in nature of business**

The company has not undergone any changes in the nature of the business during the financial year 2023-24.

#### **Details of subsidiary, joint venture or associates**

Your Company does not have any subsidiary, Joint Venture or Associate company.

#### **Dividend**

In view of the loss incurred by the company during the year under review, your Board of Directors do not recommend any dividend for the financial year 2023-24.

#### **Amount transferred to reserves**

In view of the loss, no amount was available for transferring to the reserves for the FY 2023-24.

#### **Issue of shares**

The authorized share capital is INR 20,00,00,000/- (Indian Rupees Twenty Crores) and paid-up share capital is of INR 20,00,00,000/- (Indian Rupees Twenty Crores), 2,00,00,000 shares of face value of INR 10 each.

#### **Dematerialization of equity shares of your Company**

The equity shares of your Company are admitted in demat with National Securities Depository Limited (NSDL). M/s. Link Intime India Pvt Limited has been appointed as Registrar and Transfer Agent. As on date 100% of your Company's equity shares are in dematerialized form.



## Annual Return

The provisions of Section 92(3) of the Companies Act, 2013 regarding placing of annual return on the website of the Company is specifically exempted by Ministry of Corporate Affairs for the IFSC public companies through notification no. G.S.R. 08(E) dated January 04, 2017.

## Particulars of Loans, Guarantee and Investments

Your company has not given any loans, guarantees or investments within the purview of section 186 of the Companies Act, 2013.

## Fixed Deposits

The company has not accepted any Fixed Deposits from the public during the financial year 2023-24.

## Particulars of contracts or arrangements with related parties

During the year under review, your Company has not entered into the transactions with related parties as referred to in sub-section (1) of Section 188 of the Companies Act, 2013, the details of which are provided in the financial statement of the Company.

Pursuant to section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014, Form AOC-2 is annexed as **Annexure-A** to this Report.

## Material changes affecting the financial position of the company

There were no material changes and commitments that took place and affected the financial position of the company after the end of the financial year ended March 31, 2024.

## Code of Conduct to regulate, monitor and report trading

Your company, being an International Financial Services Centre Authority (IFSCA)/SEBI regulated intermediary has formulated and implemented the Code of Conduct to regulate, monitor and report trading by its employees / directors.

## Details of Directors and Key Managerial Personnel

Your Company presently has five Directors. The remuneration of Non-Executive Directors (except StockHolding nominated/represented directors) comprises sitting fees for attending the meetings of Board/Committees of the Board of the company. None of the directors were entitled to stock options.

Shri Ramesh N.G.S. (06932731) has resigned as Non-Executive Chairman and Director with effect from April 17, 2023, due to his superannuation from the StockHolding and subsequently, Shri Manoj Kumar Parida (09230827) has been appointed as Additional Director and Non-Executive Chairman from StockHolding in his place with effect from January 19, 2024. The Board records appreciation for the invaluable contributions made and guidance provided by Shri Ramesh N. G. S. during his tenure.

Shri. Manoj Kumar Parida has a bachelor's degree in Technology (B.Tech) from Orissa University of Agriculture & Technology and Diploma in Business Management from the Institute of Management Technology (IMT), Ghaziabad. He has more than two decades of extensive experience and expertise in business development, Structuring of loan products, funding to large and medium corporates, financing infrastructure and other projects, project monitoring, providing resolution for non-performing loans and stranded assets in Banking and Finance Sector. He has worked in private as well as public sector banks and development financial institutions in multiple roles from Credit Manager to Credit Head and from State Head to Regional Head. Currently he is General Manager in IFCI Limited and on deputation to StockHolding as Chief Operating Officer (COO).



Shri Prabhat Kumar Dubey (09327875) has resigned from the post of Managing Director & CEO with effect from close of business hours on April 17, 2023, pursuant to his repatriation by the parent company. Subsequently, your Board has appointed Shri Manish Kumar Agrawal (10099187) as an Additional Director and designated him as the Managing Director & CEO with effect from April 18, 2023. Shri Manish Kumar Agrawal was regularised along with Shri Krishna Iyer Mani and Ms. Shikha Gupta at the 5<sup>th</sup> Annual General meeting of the Company held on 15<sup>th</sup> September 2023.

Ms. Ekta Shukla (A52677) resigned from the post of Company Secretary & Head Compliance w.e.f. June 24, 2024. Subsequently, the recruitment of Company Secretary & Head Compliance is underway.

The directors of the Company also adhere to the Fit and Proper person criteria as specified in IFSCA Regulations.

#### **Disclosure under Section 164 of the Companies Act, 2013**

Your Company has received disclosures as required under Section 164 of the Companies Act, 2013 and has noted that none of the directors is disqualified on account of non-compliance with any of the provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014.

#### **Receipt of any commission by Managing Director (MD)/Whole Time Director (WTD) from a Company or for receipt of commission/remuneration from it Holding or subsidiary**

MD/WTD has not received any commission from a company, its Holding company or subsidiary during the financial year 2023-24.

#### **Number of meetings of the Board**

During the year, total six Board Meetings were convened and held. The intervening gaps between the meetings were within the period prescribed under the Companies Act, 2013. The details of Board Meetings are given in the Corporate Governance Report.

#### **Committees of the Board**

Your company, being an IFSC public company, is exempt from the provisions of section 177 and 178 of the Companies Act, 2013 pertaining to constitution of an Audit Committee and Nomination & Remuneration Committee. However, in the interest of good governance practice and transparency, the company had constituted three committees viz. Audit Committee, Nomination & Remuneration Committee and Risk & New Initiative Committee. Details of the Committees are as follows:

##### Audit Committee

In terms of good governance practice, your company had constituted Audit Committee comprising 3 members as per the provisions of the section 177 of the Companies Act, 2013. The composition of Audit Committee is as under:

Sr.No.	Name of Member	Designation
1	Shri. Krishna Iyer Mani (Additional Non-Executive Director)	Chairman & Member
2	Shri. Shreekant Patwardhan (Nominee Director)	Member
3	Mrs. Shikha Gupta (Additional Non-Executive Director)	Member

The Audit Committee held five meetings during the year ended March 31, 2024. The details of audit committee meetings are given in the Corporate Governance Report.

#### **Nomination & Remuneration Committee (NRC)**

In terms of good governance practice, your company had constituted NRC with 3 members as per the provisions of section 178 of the Companies Act, 2013. The composition of NRC is as under:

Sr.No.	Name of Member	Designation
1	Mrs. Shikha Gupta (Additional Non-Executive Director)	Chairperson & Member
2	Shri. Krishna Iyer Mani (Additional Non-Executive Director)	Member
3	Shri. Shreekant Patwardhan (Nominee Director)	Member

The directors of the company are nominee director of the parent company, however, since its constitution, such appointments are placed before the NRC for their recommendation to the Board for the appointment of nominee directors. Further, the NRC, to the extent feasible and prudent, shall comply with the provisions of the section 178 of the Companies Act, 2013 for the recommendation the appointment of non-executive director/s, appointment of KMPs and their remuneration, if any., to the Board. There were 2 NRC meeting held during the year ended March 31, 2024. The details of Committee meetings are given in the Corporate Governance Report.

#### **Risk & New Initiative Committee (R&NIC)**

In terms of good governance practice, your company had constituted R&NIC. The R&NIC has three members and the Composition of R&NIC is as under:

Sr.No.	Name of Member	Designation
1	Shri. Krishna Iyer Mani (Additional Non-Executive Director)	Chairman & Member
2	Shri. Shreekant Patwardhan (Nominee Director)	Member
3	Mrs. Shikha Gupta (Non-Executive Director)	Member

**However, Audit and Risk & New Initiatives Comitttees were merged during the year 2023-2024 thereby new committee Audit, Risk & New Initiatives Committee of the Board (ARNB) was formed.**

One meeting was held during the year ended March 31, 2024 and the details of ARNB meeting is given in the Corporate Governance Report.

### **Corporate Social Responsibility (CSR)**

Your Company does not transcend the threshold limits as required under Section 135 of the Companies Act, 2013 and accordingly is not required to constitute a CSR Committee to discharge the functions mandated under the provisions so prescribed.

### **Corporate Governance**

Your company is not a listed company even though it endeavors to comply with Corporate Governance norms. Report on Corporate Governance is annexed as **Annexure-B**.

### **Whistle Blower Policy**

Your Company has formulated a Whistle Blower/Vigil Mechanism pursuant to Section – 177(10) of the Companies Act, 2013, enabling reporting of any concern of unethical conduct, behaviour, suspected fraud or violation and safeguard the whistle blower.

### **The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

As per requirements, a company employing ten or more employees needs to have an ICC in place comprising of at least four members. But as the number of employees in the company is less than ten therefore, the company has not formed an Internal Complaints Committee (ICC). However, with a view to provide a safe working environment for the women employees, the company has adopted Prevention of Sexual Harassment (POSH) Policy and has laid down a procedure to refer to all matters falling in the ambit of the POSH policy to the ICC of the parent company.

### **Risk Management Policy**

Your company recognizes that risk is an integral part of business and is committed to managing the risk in a protective and efficient manner. Your company has a Board adopted Risk Management Policy and Risk Management Policy (operations) and are reviewed annually. Your company also has an internal risk committee to identify risks on a time-to-time basis and address them through mitigation actions on a continuous basis.

### **Statement in Respect of Adequacy of Internal Financial Control with Reference to the Financial Statements**

Regarding the internal financial controls in the company, the management of the company has appointed M/s. Chandabhoy & Jassoobhoy to conduct an internal financial control audit annually. The Auditors review the entity level controls, trading and clearing, finance, procurement, human resources, asset management, legal & secretarial, information & technology and financial closure. The report of IFC audit has been placed before the Board after necessary review of Audit Committee. The report does not contain any qualifications, reservations, or adverse remarks.

### **Conservation of energy, technology absorption, foreign exchange earnings and outgo**

#### Conservation of energy & technology absorption

Your company does not carry out any manufacturing activities. However, it has taken steps towards conservation of energy and continues to use the latest technologies for improving the productivity and quality of its services. Your company uses energy efficient LED lights equipped with the latest technology having features of lower power usage and improved performance. Your company is using energy efficient chilled water cooling for air conditioning. These efforts result in a significant reduction in energy consumption.

#### Foreign exchange earnings and outgo

The functional currency of your company is USD, and the presenting currency is INR. Hence, for the purpose of the reporting of foreign exchange earnings and outgo, any earning in currency other than USD is considered while the

conversion of currency form USD to INR (for meeting expenses) is reported herein. The Company generates its revenue from operations and investment income in USD only.

Foreign exchange earnings and outgo during the year under review:

Foreign Exchange Earnings – \*INR 10,11,802

Foreign Exchange Outgo – \*\*USD 1,16,000

\*(INR 10,11,802 credited into Special Non-Resident Rupee Account towards various receipts comprising of Subsidy from Government of Gujarat, Sitting Fees from NICCL and Income Tax refund for A.Y. 2023-24)

\*\* (INR 95,99,700/- credited into Special Non-Resident Rupee Account for incurring expenses for incurring expenses)

### **Particulars of Employees**

None of the employees of your company were in receipt of remuneration in excess of the limits as laid down under Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

### **Auditors & Auditor's Report**

#### C&AG and Statutory Auditor

Being subsidiary of a Government Company, your company is also a Government Company. As per the section 139 of the Companies Act, 2013, M/s. Ramanlal G Shah & Co., Chartered Accountants, Ahmedabad, were appointed by the office of Comptroller and Auditor General of India (CAG) vide its letter dated September 13, 2023, as Statutory Auditor of your company for the financial year 2023-24.

The Statutory Auditor M/s Ramanlal G Shah & Co. conducted the audit of the financial statements of the company for the financial year ended March 31, 2024 and given their report which is part of the Annual Report. The report does not contain any qualifications, reservations, or adverse remarks.

With reference to Section – 143 of the Companies Act, 2013, the Audit of the accounts of Government companies is administered by the Comptroller and Auditor General of India. Also, the appointment and re-appointment of the Auditor at Government Company are made by the Comptroller and Auditor General of India. The comment(s)/report of the Comptroller & Auditor General of India on the statutory audit report is to be placed before the shareholder along with Auditor's Report.

#### Secretarial Auditor

Your company, being a public limited company but having a paid-up capital of less than INR 50 crores and not having specified turnover or loan, does not belong to the class of companies that are required to obtain a secretarial audit report. However, in the interest of good governance practice, the Board of Directors of your company has appointed M/s RRBP & Co., Ahmedabad, Practicing Company Secretaries, as Secretarial Auditor of the company to conduct Secretarial Audit of your company for the financial year 2023-24 as per the provisions of Section 204 of the Companies Act, 2013. The Secretarial Audit Report is annexed herewith as **Annexure-C**. The report does not contain any qualifications, reservations, or adverse remarks.

#### Internal Auditor

Your company has appointed M/s Manubhai & Shah LLP, Chartered Accountants, Ahmedabad, as Internal Auditor to carry out an internal audit of all functions and activities of the company as per the scope approved by the Audit Committee (earlier Audit, Risk and New Initiative Committee) of the Board. The quarterly internal audit reports have been placed before the meetings of the Audit Committee / ARNB and then to the Board.

**Details to be reported u/s 134 (3) (ca) of the Companies Act, 2013**

No frauds have been noticed/ or reported by Auditors during the year.

**Maintenance of cost records**

The company is not required to maintain accounts and records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, pertaining to the Maintenance of Cost Records.

**Details of significant & material orders passed by the Regulators or Courts or Tribunal**

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

**Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016**

The company has neither made any application, nor any proceeding is pending under the Insolvency and Bankruptcy Code, 2016 during the year ended March 31, 2024.

**Details of difference between amount of the valuation done at the time of one-time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof**

The company has not availed any one-time settlement facility and has not taken any loan from the banks and financial institutions during the year under review. Therefore, the company was not required to provide the details with reference to the difference in the amount of valuation done at the time of one-time settlement and valuation done while taking loan from the banks or financial institutions.

**Directors' Responsibility Statement**

To the best of their knowledge and belief, your Directors make the following statements in terms of Section 134(5) of the Companies Act, 2013 and confirm that:

- a) in the preparation of the annual accounts for the financial year ended March 31, 2023, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at March 31, 2024, and of the profit and loss of the Company for the year ended on that date;
- c) the Director had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had been prepared the annual accounts on a going concern basis;
- e) internal financial controls were in place and such financial controls are adequate and operating effectively;
- f) the Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and such systems are adequate and operating effectively.

**Acknowledgements**

The Directors are grateful for the support and co-operation extended by IFCI Ltd (ultimate holding company), Stock Holding Corporation of India Limited (Holding/parent Company) and Stock Holding group companies and look forward to their continued support and co-operation. The Directors expresses its sincere thanks to International Financial Services Centres Authority (IFSCA), the Central Excise Customs and Service Tax at IFSC-Gift City, Gujarat International Finance Tec-City (Gift City), Kandla Special Economic Zone (KASEZ), India International Exchange (IFSC) Limited (India

INX), India International Clearing Corporation (IFSC) Limited, NSE IFSC Limited (NSE IX), NSE IFSC Clearing Corporation Limited, India International Bullion Exchange (IIBX), India International Depository IFSC Limited. The Directors would like to place on record their appreciation of the contribution made by the employees at all levels for the development of the Company.

**Place: Gandhinagar**

**Date: 19<sup>th</sup> July 2024**

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

**SD/-**

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**Manoj Kumar Parida**  
**DIN: 09230827**  
**Non-Executive Chairman**

**FORM AOC -2**

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 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 Section 188(1) 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: None

(a)	Name (s) of the related party and nature of relationship	Not Applicable
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts / arrangements/transactions	
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	
(e)	Justification for entering into such contracts or arrangements or transactions	
(f)	Date(s) of approval by the Board	
(g)	Amount paid as advances, if any:	
(h)	Date on which the special resolution was passed	
(i)	Amount paid as advances, if any	
(j)	Date on which special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act,2013	

2. Details of material contracts or arrangement or transactions at arm's length basis: None

(a)	Names(s) of the related party and nature of relationship	Not Applicable
(b)	Nature of contracts/arrangements/transactions	
(c)	Duration of the contracts/arrangements/transactions	
(d)	Salient terms of the contracts or arrangements of transactions including the value, if any	
(e)	Date(s) of approval by the Board, if any	
(f)	Amount paid as advances, if any	

For and on behalf of the Board of Directors

Place: Gandhinagar

Date: 19<sup>th</sup> July 2024

SD/-

\_\_\_\_\_  
**Manoj Kumar Parida**  
**DIN: 09230827**  
**Non-Executive Chairman**



## REPORT ON CORPORATE GOVERNANCE

(Forming part of Directors' Report for financial year ended March 31, 2024)

### Your Company's philosophy on Code of Governance

The company is not a listed entity. Nevertheless, it endeavours to comply with Corporate Governance norms as specified under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company's philosophy on corporate governance recognizes the accountability of the Board & Officers and the importance of decisions to all constituents, including customers, employees, investors, business associates, regulatory authorities, and the community at large. Your company believes that all its operations and actions must serve the underlying goal of enhancing overall shareholder value over a period of time.

### Board of Directors

The Board sets the strategic goals for your company, defines its policies and oversee the implementation of these policies to enable actions that would lead to the attainment of the goals.

The Board presently consists of 5 members and the day-to-day management of the company vests in the hands of the MD & CEO.

The details of Directorships held by the directors as on July 19, 2024, in other companies are as follows:

Name of the Director	Date of Appointment	Category	Directorships
Manoj Kumar Parida	January 19, 2024	Chairman - Non Executive	1. StockHolding Services Limited – Non-Executive Chairman & Director 2. ITCOT Limited – Non-Executive Director 3. IIDL Realtors Private Limited – Non-executive Director
Shikha Gupta	Nov. 14, 2022	Non- Exeucitve Director	NIL
Krishna Iyer Mani	Nov. 04, 2022	Non- Executive Director	NIL
Shreekant Gopal Patwardhan	June 01, 2022	Non- Executive Director	NIL
Manish Kumar Agrawal	April 18, 2023	MD & CEO	NIL

### Details of the Board Meeting and Attendance

The Board of Directors meets at least once in every three months. Six meetings were held during the period ended March 31, 2024. Details of Board Meetings held are as follows :

Sr.No.	Date of the Board Meeting	Total number of Directors on the date of the meeting	Number of Directors attended	% of Attendance
1	17.04.2023	5	4	80
2	03.05.2023	4	4	100
3	22.07.2023	4	4	100
4	20.10.2024	4	4	100
5	19.01.2024	5	5	100
6	07.03.2024	5	5	100

Attendance of Directors at Board Meetings and Annual General Meeting (AGM) during the period ending March 31, 2024, are as follows:

Sr. No.	Name of the Director	Attendance at the Board Meetings						Attendance at the AGM held on 15.09.2023
		17.04.2023	05.07.2023	22.07.2022	20.10.2024	19.01.2024	07.03.2024	
1	Shri. Manoj Kumar Parida (appointed on 19.01.2024)	NA	NA	NA	NA	√	√	NA
2	Shri Manish Kumar Agrawal (appointed w.e.f. 18.04.2023)	NA	√	√	√	√	√	√
3	Shri N. G. S. Ramesh (resigned w.e.f. 17.04.2023)	LOA	NA	NA	NA	NA	NA	NA
4	Shri. Shreekant Patwardhan	√	√	√	√	√	√	√
5	Shri. Krishna Iyer Mani	√	√	√	√	√	√	√
6	Mrs. Shikha Gupta	√	√	√	√	√	√	√
7	Shri. Prabhat Kumar Dubey (resigned w.e.f. 17.04.2023)	√	NA	NA	NA	NA	NA	NA

LOA = Leave of absence; √ = attended; NA = Not a member of the Board of Directors on the date of the meeting

#### Details of Audit Committee Meetings and Attendance

The accounts of your company are audited every quarter and the quarterly and annually audited financial statements along with auditor's report are placed before the Audit Committee for their recommendation to the Board for their approval.

The terms of reference of the Audit Committee of the Board inter alia includes the terms referred to under Section 177 (4) of the Companies Act, 2013. As on March 31, 2024, the Audit Committee of the Board comprised of three members. During the financial year 2023-2024, five audit committee meetings were held and details of attendance of the members at Audit Committee meetings are as follows:

Sr. No.	Name of Member	Attendance at the Audit Committee Meetings				
		03.05.2023	22.07.2023	20.10.2023	19.01.2024	07.03.2024
1	Shri. Shreekant Patwardhan	√	√	√	√	√
2	Shri. Krishna Iyer Mani	√	√	√	√	√
3	Mrs. Shikha Gupta	√	√	√	√	√

#### Details of Nomination & Remuneration Committee (NRC) and Attendance

The appointment of directors, and KMP and their remuneration are placed before the NRC for their recommendation to the Board for approval. As on March 31, 2024, the NRC of the Board comprised of three members. During the financial year 2023-24, two meetings were held on 17.04.2023 & 20.10.2023

Sr. No.	Name of Member	Attendance at the NRC Meetings	
		17.04.2023	20.10.2023
1	Mrs. Shikha Gupta	√	√
2	Shri. Krishna Iyer Mani	√	√
3	Shri. Shreekant Patwardhan	√	√

#### General Meetings

Your company held its fourth (5<sup>th</sup>) Annual General Meeting (AGM) on September 15, 2023, through video conferencing or other audio-visual means. The company was complied with the provisions of the Companies Act, 2013 and the circulars issued by the Ministry of Corporate Affairs (MCA) for conducting the AGM through video conferencing.

#### Disclosures

There were no transactions of your company of material nature with its Directors, KMP or their relatives etc. that may have potential conflict with the interest of your company at large.

#### Dividend History

Since your company has incurred losses in the financial years 2018-19, 2019-20, 2020-21, 2021-22, 2022-23 and 2023-24, dividends have not been declared and paid.

#### Shareholder Information

##### a) Annual General Meeting

Date, Time & Mode of the Annual General Meeting

September 13, 2024, at 04:00 P.M., through video conferencing or other audio-visual means

##### b) Dividend Payment Date

Not Applicable

**c) Listing on Stock Exchange**

The company's shares are not listed on any stock exchange.

**d) Annual Report**

The Annual Report containing inter alia Audited Annual Accounts, Directors' Report, Auditor's Report, and other important information is circulated to members and other entitled thereto. The Annual Report of the company is also available on the website of the company i.e., [www.stockholdingifsc.com](http://www.stockholdingifsc.com), in a downloadable form.

**e) Distribution of shareholding as on March 31, 2024**

The Company is wholly owned subsidiary of Stock Holding Corporation of India Limited (Stock Holding).

**f) Address for correspondence**

To,  
Company Secretary  
Stock Holding Securities IFSC Limited  
518, Signature Tower, IFSC, Gift SEZ,  
Gift City, Gandhinagar, Gujarat-382355.

Dated: 19<sup>th</sup> July 2024



# RRBP & COMPANY

*Practicing Company Secretaries*

Annexure - C

**FORM NO. MR-3**

## **SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON MARCH 31, 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,  
**STOCKHOLDING SECURITIES IFSC LIMITED**  
**CIN: U65990GJ2018GOI103278**  
Unit No.518, Signature, 5th Floor,  
Block 13B, Zone-I, GIFT SEZ GIFT CITY,  
Gandhinagar – 382355, Gujarat, India.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by STOCKHOLDING SECURITIES IFSC LIMITED (hereinafter called the Company) for the financial year ended on 31<sup>st</sup> March, 2024. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our 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 ended on 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 framed thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules framed thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. The Special Economic Zones Act, 2005 and the rules and Bye-laws framed thereunder;
- V. Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder to the extent applicable to IFSC Company;
- VI. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 are applicable to the Company:



- a. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
  - b. The Securities and Exchange Board of India (Intermediaries) Regulations, 2008.
  - c. International Financial Services Centres Authority (Capital Market Intermediaries) Regulations, 2021.
- VII. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') are Not Applicable to the Company:
- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - e. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
  - f. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
  - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021;
  - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
  - I. The Securities and Exchange Board of India (Settlement Proceedings) Regulations, 2018;
  - j. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- VIII. The following Regulations prescribed by International Financial Services Centres Authority (IFSCA) under International Financial Services Centres Authority Act, 2019 are applicable to the Company:
- a. International Financial Services Centres Authority (Bullion Exchange) Regulations, 2020;
  - b. International Financial Services Centres Authority (Capital Market Intermediaries) Regulations, 2021.



- c. International Financial Services Centres Authority (Anti Money Laundering, Counter-Terrorist Financing and Know Your Customer) Guidelines, 2022.

II. The following Secretarial Standards issued by The Institute of Company Secretaries of India are Not Applicable to the Company:

- a. Secretarial Standards with respect to the Meetings of the Board of Directors and Committee Meetings of the Board (SS-1) and General Meetings (SS-2).

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

We further report that:

The Board of Directors of the Company is duly constituted. The changes in the composition of the Board of Directors/Key Managerial Personnel 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 Meetings, agenda and detailed notes on agenda were sent at least seven days in advance except in some instance wherein shorter notice was consented by the directors in compliance of Rules, 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.

Decisions at the meetings of Board of Directors / Committees were carried through on the basis of majority. There were no dissenting views by any members of Board in the meetings held during the year under review that were required to be captured and recorded as part of minutes.

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.

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

Date : April 10, 2024  
Place: Ahmedabad

For, RRBP & COMPANY  
(Practicing Company Secretaries)  
SD/-  
CS Ravindra Rawal  
Partner  
FCS: 11277  
COP: 17784  
Peer Review Cert. No.: 973/2020  
UDIN:F011277F000081138





“ANNEXURE - A”

To,  
The Members,  
STOCKHOLDING SECURITIES IFSC LIMITED  
(CIN: U65990GJ2018GOI103278)  
Unit No. 518, Signature, 5<sup>th</sup> Floor, Block 13B, Zone-I,  
GIFT SEZ, GIFT CITY, Gandhinagar- 382355 (Gujarat) India

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

1. Maintenance of secretarial records 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 provided a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Book 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 and other applicable laws, rules, regulation, standards is the responsibility of management. Our examination was limited to the verification of procedures on the test basis.
6. The Secretarial audit report is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Date : April 10, 2024  
Place: Ahmedabad

For, RRBP & COMPANY  
(Practicing Company Secretaries)  
SD/-  
CS Ravindra Rawal  
Partner  
FCS: 11277  
COP: 17784  
Peer Review Cert. No.: 973/2020  
UDIN:F011277F000081138

**ANNEXURE**

**RECOMMENDATIONS MADE BY THE COMMITTEE ON PAPERS LAID ON THE TABLE (RAJYA SABHA) IN ITS 150TH REPORT- DETAILS TO BE PROVIDED IN THE ANNUAL REPORT.**

Details to be provided in the Annual Report in terms of recommendations made by the Committee on Papers laid on the Table (Rajya Sabha) in its 150th Report are as under-

1. Details of the vigilance cases for the FY 2023-24

Opening balance as on 01.04.2023	Vigilance cases received during 01.04.2023 to 31.03.2024	Disposed off	Balance
NIL	NIL	NIL	NIL

2. Details of Pending C&AG Audit Paras and Management Replies

Sr. No.	Audit Report Para No.	Particulars	Management Response
	NONE	NONE	NONE

## **RAMANLAL G. SHAH & CO.**

### **CHARTERED ACCOUNTANTS**

Telephone : 079-26578819, 26575530, 26578861

Website : [www.ramanlalshahandco.in](http://www.ramanlalshahandco.in)

E-mail : [ramanlalshahandco@gmail.com](mailto:ramanlalshahandco@gmail.com)

SHREEJI HOUSE, BEHIND M.J. LIBRARY,  
ELLISBRIDGE, AHMEDABAD - 380 006.

## **INDEPENDENT AUDITOR'S REPORT**

### **To the Members of StockHolding Securities IFSC Limited Report on the Financial Statements**

#### **Opinion**

We have audited the accompanying financial statements of StockHolding Securities IFSC Limited which comprises the Balance Sheet as at March 31, 2024, the Statement of Profit and Loss (including Other Comprehensive Income), Statement of Changes in Equity and 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. 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 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2024, its Loss including other comprehensive income, the changes in equity and its cash flows for the year ended on that date.

#### **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. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### **Other Information**

The Company's Board of Directors is responsible for other information. The other information comprises information included in the Management Discussion and Analysis, Board's Report including annexures to Board's Report and Report on Corporate Governance but does not include the standalone financial statements and our Auditor's Report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone financial statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on work we have performed, we conclude that there is a material misstatement in this other information; we are required to report that fact.

We have nothing to report in this regard.

#### **Responsibilities of Management and those charged with governance for the financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial

## RAMANLAL G. SHAH & CO.

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position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (Ind AS) prescribed 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 implementation and maintenance of 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 statement that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors are also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibilities for the Audit of financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- 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.
- 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 Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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

## RAMANLAL G. SHAH & CO.

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- 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.

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

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

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required under section 143(5) of the Act and in accordance with the directions and sub directions issued by the Comptroller & Auditor General of India, under section 143(5) of the Act, we have complied with all the directions issued and our comments thereon is as per Annexure "C & D" to this report.
3. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act.
  - e) On the basis of the written representations received from the directors as on 31st March 2024 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - f) With respect to the adequacy of the Internal Financial Control over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure B**".
  - g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
    - 1) The Company has no pending litigations which may have an effect on its on its financial position in its financial.
    - 2) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

## RAMANLAL G. SHAH & CO.

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- 3) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- 4) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, 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 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.
- 5) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person/s or entity/s, 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.
- 6) 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 (4) and (5) contain any material mis-statement.
- 7) No dividend has been declared or paid during the year by the Company.
- 8) Based on our examination which included test checks, the company has used 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 period for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit feature being tampered with.

Date : 16<sup>th</sup> April, 2024  
Place: Ahmedabad

**For RAMANLAL G. SHAH & CO.**  
**Chartered Accountants**  
(Firm Reg. No. 108517W)

**SD/-**  
**(Vivek S. Shah)**  
Partner  
Membership No.112269  
UDIN: 24112269BKFZXI1442

**ANNEXURE A TO AUDITORS' REPORT**

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

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant & Equipment as well as intangible assets.
- (b) The Property, Plant & Equipment were physically verified during the year by the management as per the cycle of physical verification fixed there for. The discrepancies noticed on such verification, which were not significant, have been properly dealt with in the books of account.
- (c) The title deeds of immovable properties are held in the name of the Company.
- (d) During the year, the Company has not revalued any of its assets.
- (e) There are no proceedings initiated against the Company during the year under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) for holding any benami property.
- (ii) Due to the nature of operations of the Company, there is no inventory held by the Company during the year.
- (iii) The Company has not been sanctioned any working capital limits from any bank or financial institution during the year.
- (iv) According to the information and explanations given to us, during the year, the Company has neither made any investment in nor given any loans, security or guarantee or advances in the nature of loans, secured or unsecured to any other company, firm, limited liability partnerships or any other parties.
- (v) According to the information and explanations given to us, the Company has not given loans, made investments, given guarantees or security in terms of sections 185 and 186 of the Companies Act, 2013.
- (vi) In our opinion and according to the information and explanations given to us, the Company has not accepted deposits, within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder. No order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal.
- (vii) The maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Act.
- (viii) (a) In our opinion and according to the information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, Good & Service Tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities. There are no such arrears as at 31st March, 2024 for a period more than six months from the date they became payable.
- (b) In our opinion and according to the information and explanations given to us, there are no dues of income tax or Good & Service Tax or duty of customs or duty of excise or value added tax that have not been deposited as on 31 March, 2024 on account of any dispute.
- (ix) According to the information and explanations given to us, there are no transactions which are unrecorded in the books of account of the Company and have been surrendered or disclosed as income during the year in the tax assessment under Income Tax Act, 1961.



## RAMANLAL G. SHAH & CO.

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- (x)
  - (a) According to the records of the Company examined by us and the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings or interest thereon to any banks, financial institutions or government or debenture holders as at the balance sheet date.
  - (b) According to the information and explanations given to us, the Company has not been declared 'wilful defaulter' by any bank or financial institution or any other lender.
  - (c) According to the records of the Company examined by us and the information and explanations given to us, the Company has applied proceeds of term loans for the purposes for which they were raised.
  - (d) According to the records of the Company examined by us and the information and explanations given to us, the Company has not raised short term funds during the year.
  - (e) According to the records of the Company examined by us and the information and explanations given to us, during the year, the Company has not taken any funds from any entity or person to meet the obligations of subsidiary, associates or joint ventures.
  - (f) According to the records of the Company examined by us and the information and explanations given to us, during the year, the Company has not raised any loan on pledge of security held in its subsidiary, associates or joint ventures.
- (xi)
  - (a) During the year, the Company has not raised moneys by way of initial public offer or further public offer (including debt instruments).
  - (b) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xii)
  - (a) According to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.
  - (b) According to the information and explanations given to us, there were no whistle blower complaints received during the year by the Company.
- (xiii) The Company is not a Nidhi Company. Consequently, requirements of clause (xii) of paragraph 3 of the Order are not applicable.
- (xiv) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statements etc., as required by the applicable accounting standards.
- (xv)
  - (a) In our opinion and according to the information and explanations given to us, the Company has an internal audit system commensurate with the size and nature of its business.
  - (b) We have considered the reports of the internal auditors for the period under audit.
- (xvi) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with them.
- (xvii) In our opinion, considering the nature of operations of the Company at present, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934, nor is the Company a NBFC or a Core Investment Company.

## RAMANLAL G. SHAH & CO.

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- (xviii) The Company has not incurred cash losses during the year and the immediately preceding financial year.
- (xix) There is no resignation of statutory auditors during the year.
- (xx) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is 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.
- (xxi) In our opinion and according to the information and explanations given to us, provisions of section 135 of the Companies Act, 2013 are not applicable to the Company.
- (xxii) The Company does not have any subsidiary or associate and thus, provisions of clause (xxi) of paragraph 3 of the Order are not applicable.

Date : 16<sup>th</sup> April, 2024

Place: Ahmedabad

**For RAMANLAL G. SHAH & CO.**

**Chartered Accountants**

(Firm Reg. No. 108517W)

**SD/-**

**(Vivek S. Shah)**

Partner

Membership No.112269

UDIN: 24112269BKFZXI1442

**ANNEXURE B TO AUDITORS' REPORT**

**Report on internal Financial Controls under Clause (i) of sub section 3 of section 143 of the Companies Act, 2013**

We have audited the internal financial controls over financial reporting of StockHolding Securities IFSC Limited as at 31st March, 2024 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of

## **RAMANLAL G. SHAH & CO.**

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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 over Financial Reporting**

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

### **Opinion**

In our opinion, 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 31<sup>st</sup> March, 2024, based on Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

Date: 16<sup>th</sup> April, 2024  
Place: Ahmedabad

**For RAMANLAL G. SHAH & CO.**  
**Chartered Accountants**  
(Firm Reg. No. 108517W)

**SD/-**  
**(Vivek S. Shah)**  
Partner  
Membership No.112269  
UDIN: 24112269BKFZXI1442

## RAMANLAL G. SHAH & CO.

### ANNEXURE - C - AUDITORS' REPORT

#### REPORT OF THE STATUTORY AUDITORS UNDER SECTION 143 (5) OF THE COMPANIES ACT, 2013 FOR FINANCIAL YEAR 2023-24

##### NAME & ADDRESS OF THE COMPANY

StockHolding Securities IFSC Limited,  
Unit No. 518, Signature Building, 5<sup>th</sup> Floor,  
Block 13B, Zone I, GIFT SEZ GIFT City,  
Gandhinagar 382355

Sr.No.	QUESTIONNAIRE	RESPONSE / REMEDIAL MEASURES
1.	Whether the Company has system in place to process all the accounting transactions through IT system? If no, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	Yes, the company is using Tally Primesoftware for accounting of all accounting transactions through IT systems. The Company does not process any accounting transaction outside of this system.
2.	Whether there is any restructuring of an existing loan or cases of waiver/write off of debt/ loan/ interest, etc. made by a lender to the Company due to the Company's inability to repay the loan? If yes, the financial impact may be stated.  Whether such cases have been properly accounted for? (In case lender is a government company, then its direction is also applicable statutory auditor of lender company).	There are no cases of restructuring of loans or waiver of debts / loan / interest etc. during the year. Further, the Company is not a lender Company.
3.	Whether funds (grants/ subsidy) received/ receivable for specific schemes from Central/ State agencies were properly accounted for/ utilized as per its terms and conditions? List the cases of deviation.	Yes

Date: 16<sup>th</sup> April, 2023  
Place: Ahmedabad

**For RAMANLAL G. SHAH & CO.**  
**Chartered Accountants**  
(Firm Reg. No. 108517W)

**SD/-**  
**(Vivek S. Shah)**  
Partner  
Membership No.112269  
UDIN: 24112269BKFZXI1442

## RAMANLAL G. SHAH & CO.

### ANNEXURE - D - AUDITORS' REPORT

#### REPORT OF THE STATUTORY AUDITORS UNDER SECTION 143 (5) OF THE COMPANIES ACT, 2013 FOR FINANCIAL YEAR 2023-24

#### NAME & ADDRESS OF THE COMPANY

StockHolding Securities IFSC Limited,  
Unit No. 518, Signature Building, 5<sup>th</sup> Floor,  
Block 13B, Zone I, GIFT SEZ GIFT City,  
Gandhinagar 382355

#### Additional Directors to Statutory Auditors for 2023-24

Sr.No.	QUESTIONNAIRE	RESPONSE / REMEDIAL MEASURES
1.	1.Whether the investible funds received by Company were invested in accordance with the directions of the applicable Statutory Regulators (regulations and rules framed by them).	Yes
2.	Whether the funds invested under the schemes / products by the Company are in Compliance with directions of Investment Committee, Risk Committee constituted by Board, Investment Manual etc. which prescribes the process / procedure, threshold, Exposure limits, quality of security etc.	Yes

Date: 16<sup>th</sup> April, 2023  
Place: Ahmedabad

**For RAMANLAL G. SHAH & CO.**  
**Chartered Accountants**  
(Firm Reg. No. 108517W)

**SD/-**  
**(Vivek S. Shah)**  
Partner  
Membership No.112269  
UDIN: 24112269BKFZXI1442

**COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF STOCKHOLDING SECURITIES IFSC LIMITED FOR THE YEAR ENDED 31 MARCH 2024**

The preparation of financial statement of StockHolding Securities IFSC Limited for the year ended 31 March 2024 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The statutory auditor appointed by the Comptroller and Auditor General of India under section 139(5) of the Act is responsible for expressing opinion on the financial statements under section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 16 April 2024.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of StockHolding Securities IFSC Limited for the year ended 31 March 2024 under section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the statutory auditors and is limited primarily to inquiries of the statutory auditor and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to statutory auditors' report under section 143(6)(b) of the Act.

For and on behalf of the  
Comptroller & Auditor General of India

SD/-  
(Guljari Lal)  
Director General of Audit (Shipping), Mumbai

Place: Mumbai  
Date: 01.07.2024

**STOCKHOLDING SECURITIES IFSC LIMITED**  
(CIN: U65990GJ2018GOI103278)

Balance Sheet As at 31-March-2024

	Particulars	Note	As at 31-Mar-2024		As at 31-Mar-2023	
			INR	USD	INR	USD
<b>I.</b>	<b>ASSETS</b>					
<b>1</b>	<b>Non-Current Assets</b>					
	(a) Property, Plant and Equipment	2a	11,07,508	19,207	19,39,846	29,511
	(b) Intangible assets	2b	54,893	1,430	1,57,266	2,658
	(c) Other Assets - Right to Use	2c	23,62,018	22,229	26,84,167	26,093
	(d) Financial Assets					
	(i) Advances & Deposits	3	3,91,99,951	4,70,171	3,86,46,005	4,70,049
	(e) Other Financial Assets					
	(f) Deferred tax assets (net)	4	1,57,910	2,290	1,57,910	2,290
	(g) Non-Current Tax Asset	5	5,84,183	7,007	2,43,919	2,967
<b>2</b>	<b>Current Assets</b>					
	(a) Current Investments	6	0	0	40,395	491
	(b) Inventories					
	(b) Financial Assets					
	(i) Trade receivables	7	623	7	0	0
	(ii) Cash and cash equivalents	7a	1,24,92,916	1,49,842	91,93,167	1,11,816
	(iii) Bank balances other than (ii) above	7b	3,46,00,169	4,15,000	4,80,96,887	5,85,000
	(iv) Advances and Deposits	8	8,23,14,742	9,87,296	7,07,10,680	8,60,050
	(v) Others (to be specified)	9	51,43,857	61,696	25,36,464	30,851
	(c) Current Tax Assets (Net)					
	(d) Other current assets					
	<b>Total</b>		<b>17,80,18,770</b>	<b>21,36,175</b>	<b>17,44,06,703</b>	<b>21,21,777</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>					
<b>1</b>	<b>EQUITY</b>					
	(a) EQUITY SHARE CAPITAL	10	20,00,00,000	27,97,608	20,00,00,000	27,97,607
	(b) OTHER EQUITY	11	(6,83,42,810)	(12,17,634)	(5,76,37,168)	(10,65,686)
	<b>Total</b>		<b>13,16,57,190</b>	<b>15,79,974</b>	<b>14,23,62,832</b>	<b>17,31,921</b>
<b>2</b>	<b>Non-Current Liabilities</b>					
	(a) Financial Liabilities					
	(i) Borrowings unsecured loans		0	0	0	0
	(ii) Trade payables					
	(iii) Other financial liabilities (other than those specified in (b) below, to be specified)					
	(b) Provisions					
	(c) Deferred tax liabilities (Net)	4	1,82,658	2,324	1,51,865	1,954
	(d) Other non-current liabilities	12	12,42,324	14,901	15,33,660	18,654
<b>3</b>	<b>Current Liabilities</b>					
	(a) Financial Liabilities					
	(i) Borrowings					
	(ii) Trade and other payables	13a				
	Dues to Micro and Small enterprises		0	0	0	0
	Other than micro and small enterprises		1,47,38,072	1,76,771	83,96,667	1,02,128
	(iii) Other financial liabilities (other than Non-current those specified in (b) below, to be specified)	13b	3,01,93,593	3,62,147	2,19,41,208	2,66,870
	(b) Other current liabilities	14	4,933	59	20,471	249
	© Provisions					
	(d) Current Tax Liabilities (Net)					
	<b>Total</b>		<b>17,80,18,770</b>	<b>21,36,175</b>	<b>17,44,06,703</b>	<b>21,21,777</b>

See accompanying notes to the Financial Statement

1 to 26

The Notes referred to above form an integral part of the Statement of Profit and Loss

As per our report of even date

For and On behalf of the Board of Stock Holding Securities IFSC Ltd.

**For Ramanlal G Shah & Co**  
Chartered Accountants  
Firm Reg. No. 108517W

**Arati Bhatt**  
CFO  
Place: Gandhinagar

**Ekta Shukla**  
Company Secretary  
Place: Gandhinagar

**CA VIVEK SHAH**  
PARTNER  
MEM. NO: 112269

**Manish Kumar Agrawal**  
MD & CEO  
DIN: 10099187  
Place: Gandhinagar

**Shreekant Patwardhan**  
Director  
DIN: 08490827  
Place: Mumbai

Place: Ahmedabad  
Date: 10<sup>th</sup> April, 2024



**STOCKHOLDING SECURITIES IFSC LIMITED**  
(CIN: U65990GJ2018GOI103278)

**Statement of Profit and Loss for the period April 01, 2023 to Mar 31, 2024**

	Particulars	Note	As at 31-Mar-2024		As at 31-Mar-2023	
			INR	USD	INR	USD
I	Revenue from Operations	15	4,81,019	5,810	3,95,044	4,914
II	Other Income	16	69,46,404	83,909	31,04,942	38,624
III	<b>TOTAL REVENUE (I + II)</b>		<b>74,27,422</b>	<b>89,720</b>	<b>34,99,986</b>	<b>43,538</b>
IV	<b>EXPENSES</b>					
	Employee Benefit Expenses	17	1,08,15,473	1,30,646	1,21,76,501	1,51,469
	Finance Costs	18	2,22,117	2,683	1,82,395	2,269
	Depreciation and Amortization Expenses	2a,2b & 2c	12,56,861	15,396	17,08,471	20,781
	Other Expenses	19	76,57,025	92,493	79,06,621	98,354
	<b>TOTAL EXPENSES</b>		<b>1,99,51,476</b>	<b>2,41,218</b>	<b>2,19,73,988</b>	<b>2,72,874</b>
V	<b>Profit/(Loss) before Tax (III-IV)</b>		<b>(1,25,24,054)</b>	<b>(1,51,499)</b>	<b>(1,84,74,002)</b>	<b>(2,29,336)</b>
VI	<b>Tax Expense</b>					
	Current Tax		-	-	-	-
	Deferred Tax		30,793	369	86,666	1,054
VII	<b>Profit/(Loss) for the period from Continuing Operations(V-VI)</b>		<b>(1,25,54,847)</b>	<b>(1,51,868)</b>	<b>(1,85,60,669)</b>	<b>(2,30,390)</b>
VIII	Profit/(Loss) from Discontinuing Operations		-	-	-	-
IX	Tax Expense of Discontinuing Operations		-	-	-	-
X	<b>Profit/(Loss) from Discontinuing Operations (after tax)</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
XI	<b>Profit (Loss) for the Period(VII+X)</b>		<b>(1,25,54,847)</b>	<b>(1,51,868)</b>	<b>(1,85,60,669)</b>	<b>(2,30,390)</b>
XII	<b>Other Comprehensive income</b>					
	<b>A Items that will not be reclassified to profit or loss</b>					
	(i) Remeasurement of defined benefit plan					
	(ii) Income tax relating to items that will not be reclassified to profit or loss					
	(iii) Prior period adjustment for DTL recognition		-	-	-	-
	<b>B Items that will be reclassified to profit or loss</b>					
	(i) Foreign Currency translation reserve		18,49,205	(80)	1,16,58,081	10,478
	(ii) Income tax relating to items that will be reclassified to profit or loss					
	<b>Total other comprehensive income for the period</b>		<b>18,49,205</b>	<b>(80)</b>	<b>1,16,58,081</b>	<b>10,478</b>
	<b>Total comprehensive income for the period (XI+XII)</b>		<b>(1,07,05,642)</b>	<b>(1,51,948)</b>	<b>(69,02,587)</b>	<b>(2,19,912)</b>
XIII	<b>Earnings per Equity Share</b>	20	<b>(0.63)</b>	<b>(0.01)</b>	<b>(0.96)</b>	<b>(0.01)</b>
	-Basic		(0.63)	(0.01)	(0.96)	(0.01)
	-Diluted		(0.63)	(0.01)	(0.96)	(0.01)

See accompanying notes to the Financial Statement

1 to 26

The Notes referred to above form an integral part of the Statement of Profit and Loss  
As per our report of even date

**For Ramanlal G Shah & Co**  
Chartered Accountants  
Firm Reg. No. 108517W

**CA VIVEK SHAH**  
PARTNER  
MEM. NO: 112269

Place: Ahmedabad  
Date: 10<sup>th</sup> April, 2024

For and On behalf of the Board of StockHolding Securities IFSC Ltd.

**Arati Bhatt**  
CFO  
Place: Gandhinagar

**Manish Kumar Agrawal**  
MD & CEO  
DIN: 10099187  
Place: Gandhinagar

**Ekta Shukla**  
Company Secretary  
Place: Gandhinagar

**Shreekant Patwardhan**  
Director  
DIN: 08490827  
Place: Mumbai

**STOCKHOLDING SECURITIES IFSC LIMITED**  
(CIN: U65990GJ2018GOI103278)  
Cash flow statement for the period ended March 31, 2023

Particulars	Note	From April 01, 2023 to the period ended March 31, 2024	
		(Amount in INR)	(Amount in USD)
Cash flow from operating activities			
Profit / (loss) After Tax for the period		( 1,25,54,847)	( 1,51,868)
Adjustment to reconcile profit before tax to net cash flows :			
Depreciation and Amortisation Expenses		12,56,861	15,396
Subsidy Received from Government of Gujarat		(6,23,871)	(7,568)
Income from Core Settlement guarantee fund			
Foreign Currency translation reserve		18,49,205	(80)
Adjustments for Changes in operating Liability and Assets			
Increase/(Decrease) in Trade payable		63,41,405	74,643
Remeasurement of Defined benefit plan provisions		-	-
Increase/(Decrease) in Other Liabilities		79,45,511	91,334
Deferred Tax Asset		30,793	369
(Increase)/Decrease in Other Assets		( 1,50,65,895)	( 1,61,769)
		<b>(1,08,20,838)</b>	<b>(1,39,542)</b>
Taxes paid		-	-
<b>Net cash generated from operating activities</b>	<b>A</b>	<b>(1,08,20,838)</b>	<b>(1,39,542)</b>
Cash flow from investing activities			
Purchase of property, plant and equipment & intangible assets.			
Fixed Deposits with Banks		1,34,96,715	1,70,000
<b>Net cash generated/(Used in) from investment activities</b>	<b>B</b>	<b>1,34,96,715</b>	<b>1,70,000</b>
Cash flow from Financing activities			
Proceeds from allotment of equity shares			
Subsidy from Government (Deferred Income)			
Subsidy from Government (Other Income)		6,23,871	7,568
<b>Net cash generated from financing activities</b>	<b>C</b>	<b>6,23,871</b>	<b>7,568</b>
<b>Net increase in cash and cash equivalents</b>	<b>D = (A+B+C)</b>	<b>32,99,749</b>	<b>38,026</b>
<b>Cash and cash equivalents at the end of the period</b>			
ICICI Bank Ltd (IBU)-USD		3,37,836	4,052
ICICI Bank Ltd (SNRR)-INR		1,95,508	2,345
ICICI Bank Client Account-USD		63,79,161	76,513
ICICI BANK IICCL Settlement Account-USD		4,83,524	5,799
ICICI BANK NICCL Settlement Account- USD		46,21,713	55,434
Kotak Mahindra Bank IBU		5,968	72
State Bank of India - USD		45,474	545
Yes Bank Ltd Client Account IBU		41,687	500
HDFC Bank IBU		1,341	16
Axis Bank Exchange Due Account		30,827	370
ICICI Bank Cash Segment Account		58,362	700
Axis Bank Own Account USD		1,90,368	2,283
ICICI Bank Exchange Dues - USD		1,01,148	1,213
	<b>E</b>	<b>1,24,92,916</b>	<b>1,49,842</b>
<b>Cash and cash equivalents at the beginning of the period</b>			
ICICI Bank Ltd (IBU)-USD		6,43,309	7,825
ICICI Bank Ltd (SNRR)-INR		16,03,079	19,498
ICICI Bank Client Account-USD		26,78,791	32,582
ICICI BANK IICCL Settlement Account-USD		30,87,068	37,548
ICICI BANK NICCL Settlement Account- USD		6,32,028	7,687
Kotak Mahindra Bank IBU		1,12,767	1,372
State Bank of India - USD		44,843	545
Yes Bank Ltd IBU		41,108	500
HDFC Bank IBU		1,99,378	2,425
Axis Bank Exchange Due Account		30,170	367
Axis Bank Client Account		16,443	200
ICICI Bank Exchange Dues-USD		1,04,181	1,267
	<b>F</b>	<b>91,93,167</b>	<b>1,11,816</b>
Changes In cash and cash equivalents	<b>G = (E-F)</b>	<b>32,99,749</b>	<b>38,026</b>
Cash and cash equivalents at the end of the period	<b>H = (D+F)</b>	<b>1,24,92,916</b>	<b>1,49,842</b>
<b>Cash and bank balance</b>		<b>1,24,92,916</b>	<b>1,49,842</b>

**Notes :** 1. The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS).  
2. Cash and cash equivalents comprise balances in current account.  
As per our report of even date

**For Ramanlal G Shah & Co**  
Chartered Accountants  
Firm Reg. No. 108517W

**CA VIVEK SHAH**  
PARTNER  
MEM. NO: 112269

Place: Ahmedabad  
Date: 10<sup>th</sup> April, 2024

**For and On behalf of the Board of StockHolding Securities IFSC Ltd.**

**Arati Bhatt**  
CFO  
Place: Gandhinagar

**Manish Kumar Agrawal**  
MD & CEO  
DIN: 10099187  
Place: Gandhinagar

**Ekta Shukla**  
Company Secretary  
Place: Gandhinagar

**Shreekant Patwardhan**  
Director  
DIN: 08490827  
Place: Mumbai

**STOCKHOLDING SECURITIES IFSC LIMITED**  
(CIN: U65990GJ2018GOI103278)

**STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED MARCH 31, 2024**

**A Equity Share Capital**

**I For the period ended March 31, 2024**

Particulars	Balance at the beginning of the reporting date Amount In Rs.	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 current year	Balance at the end of the current reporting period
Balance as at Mar 31, 2024	20,00,00,000	-	20,00,00,000	-	20,00,00,000

**ii) For the period ended March 31, 2023**

Particulars	Balance at the beginning of the reporting date Amount In Rs.	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 current year	Balance at the end of the current reporting period
Balance as at Mar 31, 2023	18,00,00,000	-	18,00,00,000	2,00,00,000	20,00,00,000

**B Other Equity**

**STANDALONE STATEMENT OF CHANGES IN OTHER EQUITY FOR PERIOD ENDED Mar 31, 2024**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus			Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)*	Money received against share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)								
Balance at the beginning of the current reporting period	-	-	-	-	-	-	-	-	-	-	-	-	(5,76,37,166)
Changes in accounting policy or prior period errors													-
Restated balance at the beginning of the current reporting period*				(8,07,34,811)							(1,30,397)		(5,76,37,166)
Total Comprehensive Income for the current year									2,32,28,039	2,32,28,039			(5,76,37,166)
Dividends										18,49,205			(1,07,05,642)
Transfer to retained earnings													
Any other change (to be specified)													
Balance at the end of the current reporting period				(9,32,89,657)					2,50,77,244	2,50,77,244	(1,30,397)		(6,83,42,810)

\*Prior period adjustment for DTL recognition

**STANDALONE STATEMENT OF CHANGES IN OTHER EQUITY FOR PERIOD ENDED Mar 31, 2023**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus				Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)*	Money received against share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)	Retained Earnings								
<b>Balance at the beginning of the current reporting period</b>	-	-	-	(6,21,74,142)	-	(6,21,74,142)				1,15,69,958	(1,30,397)	(5,07,34,581)		
Changes in accounting policy or prior period errors														
Restated balance at the beginning of the current reporting period				(6,21,74,142)		(6,21,74,142)				1,15,69,958	(1,30,397)	(5,07,34,581)		
Total Comprehensive Income for the current year						(1,85,60,669)				1,16,58,081		(69,02,587)		
Dividends														
Transfer to retained earnings														
Any other change (to be specified)														
<b>Balance at the end of the current reporting period</b>						(8,07,34,811)				2,32,28,039	(1,30,397)	(5,76,37,168)		

In terms of our report attached  
As per our report of even date

**For Ramanlal G Shah & Co**  
Chartered Accountants  
Firm Reg. No. 108517W

**CA VIVEK SHAH**  
PARTNER  
MEM. NO: 112269

Place: Ahmedabad  
Date: 10<sup>th</sup> April, 2024

For and On behalf of the Board of StockHolding Securities IFSC Ltd.

**Arati Bhatt**  
CFO  
Place: Gandhinagar

**Ekta Shukla**  
Company Secretary  
Place: Gandhinagar

**Manish Kumar Agrawal**  
MD & CEO  
DIN: 10099187  
Place: Gandhinagar

**Shreekant Patwardhan**  
Director  
DIN: 08490827  
Place: Mumbai

**STOCKHOLDING SECURITIES IFSC LIMITED**  
(CIN: U65990GJ2018GOI103278)

**STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED March 31, 2024**

**A Equity Share Capital**

**i) For the period ended March 31, 2024**

Particulars	Balance at the beginning of the reporting date Amount In USD	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 current year	Balance at the end of the current reporting period
Balance as at March 31, 2024	27,97,608	-	27,97,608	-	27,97,608

**ii) For the period ended March 31, 2023**

Particulars	Balance at the beginning of the reporting date Amount In USD	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 current year	Balance at the end of the current reporting period
Balance as at March 31, 2023	25,44,756	-	25,44,756	2,52,852	27,97,608

**B Other Equity**

**STANDALONE STATEMENT OF CHANGES IN OTHER EQUITY FOR PERIOD ENDED March 31, 2024**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus				Debt instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)*	Money received against share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)	Retained Earnings								
Balance as at April 01, 2023	-	-	-	-	-	(10,83,497)					19,531	(1,720)		(10,65,686)
Changes in accounting policy or prior period errors														
Restated balance at the beginning of the current reporting period*						(10,83,497)					19,531	(1,720)		(10,65,686)
Total Comprehensive Income for the current year						(1,51,868)					(80)			(1,51,948)
Dividends														
Transfer to retained earnings														
Any other change (to be specified)														
Balance as at Mar 31, 2024						(12,35,365)					19,451	(1,720)		(12,17,634)

**STANDALONE STATEMENT OF CHANGES IN OTHER EQUITY FOR THE YEAR ENDED MARCH 31, 2023**

Particulars	Share application money pending allotment	Equity component of compound financial instruments	Reserves & Surplus				Debt Instruments through Other Comprehensive Income	Equity Instruments through Other Comprehensive Income	Effective portion of Cash Flow Hedges	Revaluation Surplus	Exchange differences on translating the financial statements of a foreign operation	Other items of Other Comprehensive Income (specify nature)*	Money received against share warrants	Total
			Capital Reserve	Securities Premium	Other Reserves (specify nature)	Retained Earnings								
Balance as at April 01, 2022	-	-	-	-	(8,53,107)					9,053			(8,44,054)	
Changes in accounting policy or prior period errors											1,720		(1,720)	
Restated balance at the beginning of the current reporting period					(8,53,107)					9,053	(1,720)		(8,45,774)	
Total Comprehensive Income for the current year					(2,30,390)					10,478			(2,19,912)	
Dividends														
Transfer to retained earnings														
Any other change (to be specified)														
<b>Balance as at March 31, 2023</b>					(10,83,497)					19,531			(10,65,886)	

\* Opening balance adjustment: pertaining to F.Y. 21-22 for which adjustment effect has been given in the last year's accounts.

**In terms of our report attached  
As per our report of even date**

**For Ramanlal G Shah & Co**  
Chartered Accountants  
Firm Reg. No. 108517W

**For and On behalf of the Board of StockHolding Securities IFSC Ltd.**  
**Ekta Shukla**  
Company Secretary  
Place: Gandhinagar

**CA VIVEK SHAH**  
PARTNER  
MEM. NO: 112269

**Arati Bhatt**  
CFO  
Place: Gandhinagar

**Shreekant Patwardhan**  
Director  
DIN: 08490827  
Place: Mumbai

**Place: Ahmedabad**  
**Date: 10<sup>th</sup> April, 2024**

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### Note 1

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

#### Corporate information

Stock Holding Securities IFSC Limited (SSIL or Company) was promoted by the public financial institutions and incorporated as a limited company on July 16, 2018. It's registered office and principal place of business is 518, Signature Building, Gift SEZ, Gift City, Gandhinagar, Gujarat 382355, India.

The company is a wholly owned subsidiary of Stock Holding Corporation of India Limited. With effect from 28th March, 2014, Stock Holding Corporation of India Ltd. (Stock Holding) - the Holding Company, has become a subsidiary of IFCI Ltd. & hence, IFCI Ltd. is the Ultimate Holding Company for Stock Holding Securities IFSC Ltd. from the date of inception.

During the FY 2020-21, the Government of India has notified International Financial Services Centres Authority (IFSCA) as a unified authority for the development and regulation of financial products, financial services and financial institutions in the International Financial Services Centre (IFSC) in India. Accordingly, w.e.f October 1, 2020 the operations of the Company are governed by the regulations issued by IFSCA from time to time.

The financial statements of the Company have been prepared in accordance with Ind-AS as issued by the Ministry of Corporate Affairs (MCA). SSIL is a SEBI approved Trading and Clearing member operating out of GIFT IFSC, Gift City, Gandhinagar. SSIL has also received approval for Depository Participant Services and Trading Clearing Membership of India International Bullion Exchange from IFSCA.

In accordance with the provisions of the GIFT SEZ as applicable to IFSC jurisdiction, the Company maintains its accounts in USD which is the functional currency. Investments, deposits, income, provisions and expenses arising and settled in IFSC or any other foreign jurisdiction are accounted and settled in USD currency. All other revenue expenses, provisions, write backs and asset procurements are incurred and settled in INR currency and accounted for in the functional currency.

### 1. Material Accounting Policy Information

#### Overall consideration

The financial statements have been prepared using the material accounting policies and measurement bases summarised below. These were used throughout all periods presented in the financial statements, except where the company has applied certain accounting policies and exemptions upon transition to Ind AS.

#### 1.1. Basis of preparation

The financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain assets and liabilities where fair value model has been used, e.g. certain financial assets and liabilities measured at fair value, etc. The Ind AS are prescribed under section 133 of the Companies Act 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

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.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

The Ind AS is applicable to the Company with effect from 16th July, 2018, being a Subsidiary of the Stock Holding Corporation of India Limited.

### 1.2. Use of Estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and their reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

### 1.3. Current/non-current classification

Assets and liabilities in the balance sheet are classified into current/ non-current. An asset is classified as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is classified as current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities respectively.

### 1.4. Foreign currency translation

#### Functional and presentation currency

The financial statements are presented in INR, which is the reporting or presentation currency. In addition, the corresponding figures for USD which is the functional currency are also stated alongside to meet any requirements for an SEZ company.

#### Foreign currency transactions and balances

- i) Transactions denominated in foreign currency (i.e., other than the functional currency) are normally recorded at the exchange rate prevailing at the date of transaction.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

- ii) Invoices raised in INR currency are recorded as per (i) above and the same are paid in INR currency. Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.
- iii) Monetary items denominated in foreign currencies at the end of the period are restated at the closing rates.
- iv) Non-monetary items denominated in foreign currencies are carried at cost.

### 1.5. Revenue

The Company recognises revenue from contracts with customers based on a five step model as set out in Ind-AS 115, Revenue from Contracts with Customers, to determine when to recognize revenue and at what amount. Revenue is measured based on the consideration specified in the contract with a customer. Revenue arises from the rendering of services and 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 excluding Goods and Services Tax and reduced by various discounts allowed/schemes offered by the Company as a part of the contract.

The Company applies the revenue recognition criteria set out below to each separately identifiable component of the sales transaction. The consideration received from these multiple-component transactions is allocated to each separately identifiable component in proportion to its relative transaction price.

#### (a) Rendering of Services

Service charges received are recognised as income on completion of post-trading operations. A post trading operation is treated as complete on settlement under the electronic segment.

Account set up charges received from trading members / beneficiary account holders for depository services are recognised at the time of opening of the depository account.

Commission and brokerage income recognised on accrual basis.

#### (b) Interest and Dividends

Interest income, for all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR). EIR is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate to the net carrying amount of the financial asset. Interest income is included in other income in the statement of profit and loss.

Dividend income is recognised when the right to receive dividend is established.

### 1.6. Segment and Revenue Reporting

The company has started operations w.e.f. October 31,2019 and is operative in only one segment i.e. Capital Market Segment and hence for the period ending March 31,2024, segment reporting does not apply.

### 1.7. Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or as incurred.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 1.8. Property, plant and equipment

Where Items of Property, Plant and Equipment (PP&E) are installed for use, the same are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any.

Items of property, plant and equipment (PP&E) are stated at cost of acquisition less accumulated depreciation and accumulated impairment losses, if any. Subsequent expenditure related to an item of PP&E are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

Depreciation on PP & Discharged under the straightline method over the useful life of the assets as specified in Schedule II to the Companies Act, 2013 or at such higher rates for assets wherein a lesser useful life has been estimated due to rapid advancement in technology.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 1.9. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost.

Where computer software which forms an integral part of the related hardware, it is capitalised along with the hardware as fixed asset. Software which are not an integral part of computer hardware and from which future economic benefits are expected are treated as intangible assets.

Software developed internally or major customisations to acquired software is recognised as an asset at cost when significant economic benefits are expected to accrue in future. Cost comprises all expenditure that can be directly attributed for creation, production and making the software ready for its intended use.

### 1.10 Lease Assets

A right-of-use asset representing the right to use the underlying asset and a lease liability representing the obligation to make lease payments is recognized for all leases over 1 year on initial recognition basis. Discounted committed & expected future cash flows and depreciation on the asset portion on straight-line basis & interest on liability portion (net of lease payments) on EIR basis is recognised over the expected lease term.

#### Operating Lease

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight line basis over the lease term except where another systematic basis is more representative of time pattern in which economic benefits from the leased assets are consumed.

### 1.11. Income taxes

Tax expense for the Period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period. Provision for current income tax is made on the basis of the assessable income under the Income tax Act, 1961.

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the liability method.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit.

### 1.12. Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, together with other short-term, highly liquid investments that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value. Bank balances held in INR (in SNRR Account) are converted to functional currency USD at the period rate for the purpose of reporting.

### 1.13. Financial Assets at FVTPL:

Investments including derivatives held for trading is classified at FVTPL (Fair Value through Profit & Loss Account). Financial assets included within the FVTPL category are measured at fair values with all changes in the statement of profit and loss.

### 1.14. Equity and Reserves

Share capital represents the nominal (par) value of shares that have been issued. Share premium includes any premiums received on issue of share capital. Any transaction costs associated with the issuing of shares are deducted from share premium, net of any related income tax benefits. Other components of equity include the following:

- remeasurement of net defined benefit liability – comprises the actuarial losses from changes
- in demographic and financial assumptions and the return on plan assets

Retained earnings include all current and prior period retained profits.

All transactions with owners of the parent are recorded separately within equity.

### 1.15. Employment benefits

The company currently has employees deputed from the holding company i.e Stock Holding Corporation of India Limited and three employees on the rolls of SSIL. The deputed employees are covered under the applicable plans of the holding company for employee benefit plans, defined contribution plans etc. The Provident Fund Scheme contributions for the employees of SSIL are being paid as scheduled and a suitable policy for insurance is in place while policy for post-employment benefits is under formulation.

### 1.16. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and as realisable estimate can be made of the amount of the obligation. When the Company expects some or all of the provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre- tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to passage of time is recognised as a finance cost.

### 1.17. Material accounting judgements, estimates and assumptions

When preparing the financial statements, management makes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses. Previous period figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current period classification / disclosure.

The following are material management judgements in applying the accounting policies of the Company that have the most material effect on the financial statements.

#### a) Recognition of deferred tax assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability that future taxable income will be available against which the deductible temporary differences and tax loss carry-forwards can be utilised. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdictions.

#### b) Useful lives of depreciable assets

Management reviews its estimate of the useful lives of depreciable assets at each reporting date, based on the expected utility of the assets. Uncertainties in these estimates relate to technological obsolescence that may change the utility of certain software and IT equipment.

Depreciation on PP&E is charged under the straight line method over the useful life of the assets as specified in Schedule II to the Companies Act, 2013 except for some items as listed in the below tabulated class of assets wherein a lesser useful life has been estimated due to rapid advancement in technology:

Asset Class	Useful Life adopted	Useful Life as per Companies Act, 2013
Computer Servers and Networks	4 years	6 years
Office Equipment	5 years	5 years
Electrical Installations and Equipment	10 years	10 years
Computer Software	3 years	3 years
Furniture & Fixtures	10 years	10 years
Vehicles	3 years	8 years
Mobiles	2 years	5 years

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

- 1.18.** Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. As per Ind AS 20, the grant has been recognised using the income approach. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to depreciable asset, it is recognised in the profit or loss over the periods and in the proportions in which depreciation expense on those assets is recognised.

**NON CURRENT ASSETS**

**2a) Property, Plant and Equipment**

The changes in the carrying value of Property, Plant and Equipment for the period ended March 31, 2024 are as follows:

Particulars	Leasehold Fittings		Plant & Machinery		Computer Hardware		Server & Networking		Furniture & Fixtures		Office Equipment		Vehicles		Total	
	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD
Gross carrying value as at April 1, 2023	8,52,055	12,267	1,58,560	2,282	11,10,900	15,111	17,05,545	23,312	2,02,330	2,913	2,76,891	3,940	9,16,178	12,103	52,22,459	71,929
Additions															0	0
Deletions															0	0
Gross carrying value as at Mar 31, 2024	8,52,055	12,267	1,58,560	2,282	11,10,900	15,111	17,05,545	23,312	2,02,330	2,913	2,76,891	3,940	9,16,178	12,103	52,22,459	71,929
Accumulated depreciation as at April 1, 2023	3,60,794	4,706	41,473	541	7,37,818	9,368	10,08,587	12,988	77,107	1,006	2,12,610	2,890	8,44,222	10,919	32,82,611	42,418
Additions	94,932	1,139	10,600	127	2,65,982	3,190	3,18,466	3,820	20,288	243	50,115	601	71,956	1,184	8,32,339	10,305
Deletions															0	0
Accumulated depreciation as at Mar 31, 2024	4,55,726	5,845	52,072	668	10,03,800	12,558	13,27,053	16,807	97,395	1,249	2,62,725	3,491	9,16,178	12,103	41,14,950	52,722
Carrying value as at Mar 31, 2024	3,96,329	6,422	1,06,488	1,614	1,07,100	2,553	3,78,492	6,505	1,04,934	1,664	14,166	449	0	0	11,07,508	19,207

**2b) Intangible Assets**

The changes in the carrying value of Intangible Assets for the period ended March 31, 2024 are as follows:

Particulars	Computer Software		Total	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Gross carrying value as at April 1, 2023	8,67,534	11,929	8,67,534	11,929
Additions	0	0	0	0
Deletions				
Gross carrying value as at Mar 31, 2024	8,67,534	11,929	8,67,534	11,929
Accumulated depreciation as at April 1, 2023	7,10,268	9,272	7,10,268	9,272
Additions	1,02,373	1,228	1,02,373	1,228
Deletions				
Accumulated depreciation as at Mar 31, 2024	8,12,641	10,499	8,12,641	10,499
Carrying value as at Mar 31, 2024	54,893	1,430	54,893	1,430

**2c) Other Assets- Right to Use**

The changes in the carrying value of Other Intangible Asset for the period ended March 31, 2024 are as follows:

Particulars	Leasehold Premises		Total	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Gross carrying value as at April 1, 2023	39,75,386	42,310	39,75,386	42,310
Additions	0	0	0	0
Deletions				
Gross carrying value as at Mar 31, 2024	39,75,386	42,310	39,75,386	42,310
Accumulated depreciation as at April 1, 2023	12,91,219	16,218	12,91,219	16,218
Addition	3,22,149	3,864	3,22,149	3,864
Deletion				
Accumulated depreciation as at Mar 31, 2024	16,13,368	20,082	16,13,368	20,082
Carrying value as at Mar 31, 2024	23,62,018	22,229	23,62,018	22,229

**NON CURRENT ASSETS**

**2a) Property, Plant and Equipment**

The changes in the carrying value of Property, Plant and Equipment for the period ended March 31, 2023 are as follows:

Particulars	Leasehold Fittings		Plant & Machinery		Computer Hardware		Server & Networking		Furniture & Fixtures		Office Equipment		Vehicles		Total	
	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD	Amt. in Rs	Amt. in USD
Gross carrying value as at April 1, 2022	8,52,055	12,267	1,58,560	2,282	10,21,200	13,951	13,30,045	18,477	2,02,330	2,913	2,97,890	4,226	9,16,178	12,103	47,78,258	66,220
Additions					89,700	1,160	3,75,500	4,835							4,65,200	5,995
Deletions											20,999	286			20,999	286
Gross carrying value as at March 31, 2023	8,52,055	12,267	1,58,560	2,282	11,10,900	15,111	17,05,545	23,312	2,02,330	2,913	2,76,891	3,940	9,16,178	12,103	52,22,459	71,929
Accumulated depreciation as at April 1, 2022	2,66,122	3,555	30,902	412	4,41,548	5,765	5,97,375	7,986	56,875	760	1,69,516	2,371	5,38,830	7,204	21,01,168	28,063
Additions	94,673	1,152	10,577	129	2,96,270	3,604	4,11,212	5,002	20,233	246	59,924	730	3,05,393	3,714	11,98,275	14,576
Deletions											16,830	211			16,830	211
Accumulated depreciation as at Mar 31, 2023	3,60,795	4,706	41,473	541	7,37,818	9,368	10,08,587	12,988	77,108	1,006	2,12,610	2,890	8,44,223	10,919	32,82,612	42,418
Carrying value as at March 31, 2023	4,91,260	7,561	1,17,087	1,741	3,73,082	5,743	6,96,958	10,325	1,25,222	1,907	64,281	1,050	71,955	1,185	19,39,846	29,511

**2b) Intangible Assets**

The changes in the carrying value of Intangible Assets for the period ended March 31, 2023 are as follows:

Particulars	Computer Software		Total	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Gross carrying value as at April 1, 2022	8,04,034	11,112	8,04,034	11,112
Additions	63,500	818	63,500	818
Deletions				
Gross carrying value as at March 31, 2023	8,67,534	11,929	8,67,534	11,929
Accumulated depreciation as at April 1, 2022	5,22,221	6,984	5,22,221	6,984
Additions	1,88,047	2,287	1,88,047	2,287
Deletions				
Accumulated depreciation as at March 31, 2023	7,10,268	9,272	7,10,268	9,272
Carrying value as at March 31, 2023	1,57,266	2,658	1,57,266	2,658

**2c) Other Assets- Right to Use**

The changes in the carrying value of Other Intangible Asset for the period ended March 31, 2023 are as follows:

Particulars	Leasehold Premises		Total	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Gross carrying value as at April 1, 2022	39,66,216	42,199	39,66,216	42,199
Additions	9,169	112	9,169	112
Deletions			0	0
Gross carrying value as at March 31, 2023	39,75,385	42,310	39,75,385	42,310
Accumulated depreciation as at April 1, 2022	9,69,070	12,299	9,69,070	12,299
Addition	3,22,149	3,918	3,22,149	3,918
Deletion			0	0
Accumulated depreciation as at March 31, 2023	12,91,219	16,218	12,91,219	16,218
Carrying value as at March 31, 2023	26,84,167	26,093	26,84,167	26,093

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### Financial Assets- Non Current

#### 3. Advances & Deposits

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Base Minimum Capital with Exchanges (USD)	1,59,03,571	1,90,750	1,56,82,874	1,90,750
Security Deposit with Exchanges, Clearing Corporations & Depository (USD)	2,29,69,509	2,75,500	2,26,09,648	2,75,000
Security Deposit Others:**	3,15,413	3,783	2,90,596	3,535
a) Premises	1,95,684	2,347	1,75,399	2,133
b) Custody Fees	1,04,839	1,257	1,03,384	1,257
c) Electricity Deposit	14,890	179	11,813	144
Staff Loans - considered good	11,457	137	62,887	765
<b>Total</b>	<b>3,91,99,951</b>	<b>4,70,171</b>	<b>3,86,46,005</b>	<b>4,70,049</b>

\*\*Comprise of various deposits given in INR

#### 4. Deferred Tax Asset (DTA)/Deferred Tax Liability (DTL)

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Opening Balance - DTA	1,57,910	2,290	1,96,906	4,485
Adjustment to Opening Balance for last year's prior period item*				(1,720)
Add: Timing Diff due to Depreciation as per Income Tax & Companies Act	-	-	-	-
Prior period adjustment for Preliminary Exps & Depreciation	-	-	(38,997)	(474)
Adjusted Opening Balance Deferred Tax Asset (net)	1,57,910	2,290	1,57,910	2,290
Opening Balance - DTL	1,51,865	1,954	1,04,195	1,374
Add:Preliminary Expenses (1/5th written off as per Income Tax Act)	-	-	-	-
Prior period adjustment for Preliminary Exps & Depreciation	30,793	369	47,670	580
Deferred Tax Liability (net)	<b>1,82,658</b>	<b>2,324</b>	<b>1,51,865</b>	<b>1,954</b>

\*Opening Balance (USD) of DTA account adjusted for this amount, pertaining to F.Y. 21-22 for which adjustment effect has been given in the last years'accounts

#### 5. Non Current Tax Asset

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Tax Deducted at Source (USD)	5,84,183	7,007	2,43,919	2,967



## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### Financial Assets – Current

#### 6. Current Investments

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Investment in UDR	-	-	40,395	491

#### 7. Trade Receivables

Particulars	Outstanding for following periods from due date of payment - as at 31-Mar-2024											
	Amount in Rs.						Amount in USD					
	Less Than 6 Months	6 Months to 1 year	1-2 Years	2-3 Years	More than 3 years	Total Rs	Less Than 6 Months	6 Months to 1 year	1-2 Years	2-3 Years	More than 3 years	Total Rs
I Undisputed Trade Receivables considered good	623					-	623	7				7
ii. Undisputed Trade Receivables considered Doubtful						-						-
iii. Disputed Trade Receivables considered Good						-						-
iv. Disputed Trade Receivables considered Doubtful						-						-

Particulars	Outstanding for following periods from due date of payment - as at 31-Mar-2023											
	Amount in Rs.						Amount in USD					
	Less Than 6 Months	6 Months to 1 year	1-2 Years	2-3 Years	More than 3 years	Total Rs	Less Than 6 Months	6 Months to 1 year	1-2 Years	2-3 Years	More than 3 years	Total USD
I Undisputed Trade Receivables considered good*	0					0	0					0
ii. Undisputed Trade Receivables considered Doubtful						-						-
iii. Disputed Trade Receivables considered Good						-						-
iv. Disputed Trade												

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 7a. Cash & Cash Equivalents

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Balances with Banks in current accounts held in USD **	1,22,97,408	1,47,497	75,90,087	92,318
Balance with Bank in current account held in INR -SNRR Account ***	1,95,508	2,345	16,03,079	19,498
<b>Total</b>	<b>1,24,92,916</b>	<b>1,49,842</b>	<b>91,93,167</b>	<b>1,11,816</b>

\*\* Balances As on Mar 31, 2024 with Banks in Current Accounts held in USD includes: balances held in separate client account USD 77,012.68

\*\*\* Balance in the SNRR current account are held in INR currency and converted to USD for reporting purpose.

### 7b. Bank Balances other than Cash & Cash Equivalents

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Balances with Banks in Deposit Accounts in USD with maturity more than 3 months (With premature withdrawal option)	3,46,00,169	4,15,000	4,80,96,887	5,85,000

### 8. Advances & Deposits

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Margin Fixed Deposits with Clearing Corporations (USD)	8,14,56,300	9,77,000	6,98,84,365	8,50,000
Settlement Obligation from Clearing Corporation (Receivable)	1,78,087	2,136	0	0
Prepaid Expenses (paid in USD & INR)	6,80,355	8,160	8,26,315	10,050
<b>Total</b>	<b>8,23,14,742</b>	<b>9,87,296</b>	<b>7,07,10,680</b>	<b>8,60,050</b>

### 9. Other Financial Assets

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Accrued FD Interest on USD Deposits	51,37,721	61,623	24,99,511	30,401
Input Credit Goods & Service Tax	6,136	74	36,952	449
<b>Total</b>	<b>51,43,857</b>	<b>61,696</b>	<b>25,36,464</b>	<b>30,851</b>

### 10. Equity Share Capital

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
<b>Authorised Capital</b>				
2,00,00,000 Equity shares of Rs 10/- each	20,00,00,000	27,97,608	20,00,00,000	27,97,608
<b>Issues, Subscribed and Paid-up Capital</b>				
Opening Balance	20,00,00,000	27,97,608	18,00,00,000	25,44,756
Addition during the half year	0	0	2,00,00,000	2,52,852
Closing Balance	20,00,00,000	27,97,608	20,00,00,000	27,97,608

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### a. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share.

### b. Equity shares held by holding company

Name of Shareholder	StockHolding Corporation of India Limited
Number of equity shares held	2,00,00,000
Percentage of Holding	100
Percentage Change	NIL

### c. Information regarding issue of shares in the last five years

- The company has issued 1,50,00,000 shares of Rs 10 each at par on 9th January 2019 for cash received
- The company has issued 10,00,000 shares of Rs. 10 each as preferential allotment on September 25, 2021 for cash received
- The company has issued 10,00,000 shares of Rs. 10 each as preferential allotment on December 06, 2021 for cash received
- The company has issued 10,00,000 shares of Rs. 10 each as preferential allotment on March 02, 2022 for cash received
- The company has issued 10,00,000 shares of Rs. 10 each as preferential allotment on June 24, 2022 for cash received
- The company has issued 10,00,000 shares of Rs. 10 each as preferential allotment on August 30, 2022 for cash received
- The company has not issued any shares without payment being received in cash.
- The company has not issued any bonus shares.
- The company has not undertaken any buy-back of shares

## 11. Other Equity

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
<b>Profit &amp; Loss Account</b>				
Opening Balance	(8,07,34,811)	(10,83,497)	(6,21,74,142)	(8,53,107)
(+) Net profit/ (Net loss) for the Current Period	(1,25,54,847)	(1,51,868)	(1,85,60,669)	(2,30,390)
Closing balance	(9,32,89,657)	(12,35,365)	(8,07,34,811)	(10,83,497)
<b>Other Comprehensive Income</b>				
Opening Balance	2,30,97,642	17,811	1,14,39,561	9,053
Adjustment to Opening Balance for last year's prior period item*	-	-	-	(1,720)
(+) Net profit/(Net loss) for the Current Period	-	-	-	-
Foreign Exchange Translation Reserve	18,49,205	(80)	1,16,58,081	10,478
Prior Period Adjustment for DTL recognition	-	-	-	-
Closing balance	2,49,46,847	17,731	2,30,97,642	17,811
<b>Total</b>	<b>(6,83,42,810)</b>	<b>(12,17,634)</b>	<b>(5,76,37,168)</b>	<b>(10,65,686)</b>
<b>Cash Loss for the Current Period</b>	<b>(1,12,97,986)</b>	<b>(1,36,472)</b>	<b>(87,57,987)</b>	<b>(1,11,523)</b>

\*Opening Balance (USD) of DTA account adjusted for this amount, pertaining to F.Y. 21-22 for which adjustment effect has been given in the last years' accounts

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### Non-Current Liabilities-Financial Liabilities

#### 12. Other Non Current Liabilities

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Right to use Liabilities	12,42,324	14,901	15,33,660	18,654
<b>TOTAL</b>	<b>12,42,324</b>	<b>14,901</b>	<b>15,33,660</b>	<b>18,654</b>

### Current Liabilities-Financial Liabilities

#### 13a) Trade and other payables

Particulars	Outstanding for following periods from due date of payment - as at 31-Mar-2024									
	Amount in Rs.					Amount in USD				
	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total Rs	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total USD
i. Dues to Micro and Small enterprises (Refer Note:20)	0				0	0				0
ii. Other than micro and small enterprises	66,97,941	80,40,131	0		1,47,38,072	80,336	96,435			1,76,770.81
iii Disputed Dues- MSME					-					-
iv. Disputed Dues - Others					-					-

Particulars	Outstanding for following periods from due date of payment - as at 31-Mar-2023									
	Amount in Rs.					Amount in USD				
	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total Rs	Less Than 1 Year	1-2 Years	2-3 Years	More than 3 years	Total USD
i Dues to Micro and Small enterprises (Refer Note:20)	-				-	-				-
ii. Other than micro and small enterprises	83,96,667	0			83,96,667	1,02,128	0			1,02,128
iii Disputed Dues- MSME					-					-
iv. Disputed Dues - Others					-					-

#### 13b) Other Financial Liabilities

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Imprest Balances, Margins and Security Deposits from Clients (USD)*	2,89,68,447	3,47,452	1,92,22,619	2,33,804
Provision for Expenses	12,03,772	14,438	23,67,330	28,794
Settlement Obligation from Clearing Corporation (Payable)	0	0	1,74,592	2,124
Other Payables	21,374	256	1,76,668	2,149
<b>Total</b>	<b>3,01,93,593</b>	<b>3,62,147</b>	<b>2,19,41,208</b>	<b>2,66,870</b>

\*Balances held in separate Client Bank Account or in the Clearing Corporation Settlement Account for meeting client obligation

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 14. Other Current Liabilities

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Statutory Dues - Provident Fund	-	-	20,471	249
IGST Payable	4,933	59	0	0
<b>Total</b>	<b>4,933</b>	<b>59</b>	<b>20,471</b>	<b>249</b>

### 15. Revenue from Operations

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Service Charges (USD)	3,82,659	4,622	3,76,528	4,684
Brokerage Income	41,061	496	18,516	230
DP Income	52,154	630	0	0
Commission	5,144	62	0	0
	<b>4,81,019</b>	<b>5,810</b>	<b>3,95,044</b>	<b>4,914</b>

### 16. Other Income

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Income from Proprietary Trading (USD)	9,639	116	2,54,482	(3,165.62)
LES incentive	0	0	4,094	50.93
Interest on Fixed Deposits (USD)	57,37,088	69,301	31,13,286	38,728
Interest on IT Refund	9,581	116	7,510	93
Dividend Income	13	0	15,746	196
Amounts written back	3,93,113	4,749	0	0
Miscellaneous Income (Provisions written back, Sitting Fees & Others)	7,96,970	9,627	2,18,787	2,722
<b>Total</b>	<b>69,46,404</b>	<b>83,909</b>	<b>31,04,942</b>	<b>38,624</b>

### 17. Employee benefit expense

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Salary Allowances and Bonus	94,37,152	1,13,996	1,07,55,887	1,33,798
Contribution to provident and other funds	8,57,424	10,357	8,63,194	10,738
Gratuity	1,09,740	1,326	1,15,411	1,436
Staff Welfare Expenses	4,11,157	4,967	4,42,010	5,498
<b>Total</b>	<b>1,08,15,473</b>	<b>1,30,646</b>	<b>1,21,76,501</b>	<b>1,51,469</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 18. Finance Costs

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
ROU Interest	2,22,117	2,683	1,82,395	2,269
	<b>2,22,117</b>	<b>2,683</b>	<b>1,82,395</b>	<b>2,269</b>

### 19. Other Expenses

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Rent, Taxes & Energy Cost				
Electricity & Chilled Water Charges	1,47,629	1,783	1,27,197	1,582
Repairs & Maintenance				
Repairs & maintenance- Building	76,098	919	72,626	903
Repairs & maintenance- Others	1,21,464	1,467	1,07,033	1,331
Communication Costs				
Connectivity Charges	2,09,111	2,526	2,18,405	2,717
Telephone & Communication	69,156	835	51,129	636
Postage & Courier	6,956	84	7,016	87
Printing & Stationary	72,075	871	1,72,400	2,145
Software Expenses	16,99,830	20,533	20,55,143	25,565
Advertisement & Publicity				
Advertisement & Business Promotion	84,686	1,023	1,37,425	1,710
Board & Committee Meeting Expenses & Sitting Fees	17,28,653	20,881	16,85,431	20,966
Audit Fees (Refer Note: 23)	1,95,318	2,359	2,15,800	2,684
Legal & Professional Charges				
Legal Fees	0	0	7,216	90
Professional and Retainership Fees	10,30,028	12,442	17,56,411	21,849
Insurance Expenses	25,573	309	20,176	251
Other Expenditure				
Outsources Expenses	2,47,286	2,987	1,15,990	1,443
Exchange, Depository & IFSCA Charges	91,953	1,111	27,438	341
Bank Charges	25,888	313	46,627	580
Custody Fees	45,445	549	1,56,374	1,945
Travelling & Conveyance	2,33,227	2,817	2,74,345	3,413
Website Expenses	2,39,849	2,897	15,750	196
Membership & Subscription	10,84,233	13,097	5,31,209	6,608
Interest Payable on Client Margin FD	21,223	256	10,505	131
Seminar, Training & Recruitment Expenses	18,891	228	20,609	256
Miscellaneous Expenses	91,715	1,108	52,204	649
Vehicle Expenses	90,737	1,096	22,160	276
<b>Total</b>	<b>76,57,025</b>	<b>92,493</b>	<b>79,06,621</b>	<b>98,354</b>

Previous period figures have been regrouped / reclassified and rearranged wherever necessary to correspond with the current period classification / disclosure.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 20. Earnings per Share

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Profit for the period as per Statement of Profit and Loss	(1,25,54,847)	(1,51,868)	(1,85,60,669)	(2,30,390)
No. of shares ay the beginning of the year	2,00,00,000	2,00,00,000	1,80,00,000	1,80,00,000
No of shares at the end of the period	2,00,00,000	2,00,00,000	2,00,00,000	2,00,00,000
Weighted average number of shares outstanding during the period (Nos)	2,00,00,000	2,00,00,000	1,93,56,164	1,87,15,846
Earning per share for the year in Rs	(0.63)	(0.01)	(0.96)	(0.01)
Basic/ Diluted Rs	(0.63)	(0.01)	(0.96)	(0.01)

### 21. Details of dues to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006

Based on the information with the Company, the amount overdue to the suppliers as defined under the Micro, Small and Medium Enterprises Development Act, 2006 as at Mar 31, 2024 on account of principal amount together with interest is INR NIL (USD NIL) (Previous Year: Rs. NIL).

The details of amounts outstanding to Micro, Small and Medium Enterprises based on information available with the Company is as under:

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Principal amount due and remaining unpaid	0	0	0	0
Interest due on above and the unpaid interest	-	-	-	-
Interest paid	-	-	-	-
Payment made beyond the appointed day during the year	-	-	-	-
Interest due and payable for the period of delay	-	-	-	-
Interest accrued and remain unpaid	-	-	-	-
Amount of further interest remaining due and payable in succeeding year	-	-	-	-

### 22. Managerial Remuneration

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
<b>M.D &amp; CEO, CFO and CS</b>				
Salary & Allowances	68,70,330	82,990	78,75,985	97,973
Contribution to provident and other funds	8,40,459	10,152	4,34,936	5,410
<b>Total</b>	<b>77,10,789</b>	<b>93,143</b>	<b>83,10,921</b>	<b>1,03,384</b>

### 23. Auditors Remuneration

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
<b>As Auditor:</b>				
Audit Fees- Statutory Audit Fees	99,294	1,199	97,777	1,216
Audit Fees- certification & Other Fees	96,025	1,160	1,18,023	1,468
<b>Total</b>	<b>1,95,318</b>	<b>2,359</b>	<b>2,15,800</b>	<b>2,684</b>

## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 24. Ratios

Name of the Ratio	Numerator	Denominator	Ratio	Numerator	Denominator	Ratio	% Change	Explanation for changes in ratio for more than 25%
	As at 31-Mar-2024			As at 31-Mar-2023				
Current Ratio (Current Assets/Current Liabilities)	13,45,52,307	4,49,36,598	2.99	13,05,37,197	3,03,58,347	4.30	-30.36	N.A.
Debt - Equity Ratio (Total Liabilities/Total Shareholder's Equity)	4,63,61,580	13,16,57,190	0.35	3,20,43,872	14,23,62,832	0.23	56.45	N.A.
Debt Service Coverage Ratio (EBIT/Interest Expense)	-	-	-	-	-	-	-	N.A.
Return on Equity Ratio (PAT/Shareholder's Equity)	-1,25,54,847	13,16,57,190	-10%	-1,85,60,669	14,23,62,832	-13%	-26.86	N.A.
Inventory Turnover Ratio	-	-	-	-	-	-	-	
Trade Receivable Turnover Ratio (Turnover/Average Debtors)	4,81,019	311	154469%	3,95,044	0	0.00%	0.00	N.A.
Trade Payable Turnover Ratio (Turnover/Average Creditors)	4,81,019	1,15,67,370	0.04	3,95,044	41,98,334	9%	-55.81	N.A.
Net Capital Turnover Ratio (Turnover/Net Equity)	4,81,019	13,16,57,190	0.37%	3,95,044	14,23,62,832	0.28%	31.66	N.A.
Net Profit Ratio (PAT/Turnover)	-1,25,54,847	4,81,019	-2610%	-1,85,60,669	3,95,044	-4698%	-44.45	N.A.
Return on Capital Employed (EBIT/Net Equity)	-1,25,24,054	13,16,57,190	-10%	-1,84,74,002	14,23,62,832	-13%	-26.69	N.A.
Return on Investment (PAT/Total Assets)	-1,25,54,847	13,16,57,190	-10%	-1,85,60,669	14,23,62,832	-13%	-26.86	N.A.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED MARCH 31, 2024

### 25. Foreign Currency Exposure

Particulars	As at 31-Mar-2024		As at 31-Mar-2023	
	Amount in Rs	Amount in USD	Amount in Rs	Amount in USD
Particulars of unhedged foreign currency exposure as at the balance sheet date*	-	-	-	-
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

\* Transactions (income as well as expenses) in GIFT IFSC are incurred in foreign currency and the books of accounts are maintained in foreign currency. Expenses incurred in INR are through a designated Bank Account (SNRR Account) funded by transferring funds from the foreign currency bank account. Since the fund transfer is an ongoing process does not require hedging.

### 26. Related Parties

#### a. List of Related Parties

<b>Ultimate Holding Company</b>	IFCI Limited
<b>Holding Company</b>	Stock Holding Corporation of India Limited
<b>Key Management Personnel</b>	
Shri. Manoj Parida (appointed w.e.f. January, 19,2024)	Non-Executive Chairman
Shri. Krishna Iyer Mani	Non Executive Director
Smt. Shikha Gupta	Non Executive Director
Shri. Shreekant Patwardhan	Nominee Director
Shri. Manish Kumar Agrawal (appointed w.e.f. April 18,2023)	Managing Director & CEO
Shri. Prabhat Dubey (resigned w.e.f. April 17,2023)	Managing Director & CEO
Ms. Arati Bhatt	Chief Financial Officer
Ms. Ekta Shukla	Company Secretary

\* The ICAI - Ind AS Transition facilitation group's bulletin dated July 31,2017 clarified independent directors coverage under definition of KMP under para 9 of Ind AS 24. Disclosures being made in this section accordingly for said purposes

**b. Transactions with related parties during the year**

Transactions (including accruals) with related parties for the year ended March 31, 2024.

Particulars	Amount in Rs.(USD)			
	Ultimate Holding Company	Holding Company	Associate Subsidiaries	Key Management Personnel
<b>Reimbursement of deputed employees salary &amp; gratuity and other funds:</b>				
As on Mar 31,2024	-	5,43,428 <b>(USD 6,564)</b>	-	77,10,789 <b>(USD 93,141)</b>
As on Mar 31,2023	-	7,03,566 <b>(USD 8,752)</b>	-	83,10,921 <b>(USD 1,03,384)</b>
<b>Sitting Fees Paid:</b>				
As on Mar 31,2024	5,79,389 <b>(USD 6,999)</b>	5,26,868 <b>(USD 6,364)</b>	-	5,79,389 <b>(USD 6,999)</b>
As on Mar 31,2023	5,30,313 <b>(USD 6,597)</b>	7,75,072 <b>(USD 9,642)</b>	-	3,44,026 <b>(USD 4,280)</b>
<b>Other Expenses Paid :</b>				
As on Mar 31,2024	-	2,350 <b>(USD 28)</b>	-	-
As on Mar 31,2023	-	1,442 <b>(USD 18)</b>	-	-
<b>Balances Outstanding: Trade &amp; Other Payables:</b>				
As on Mar 31,2024		1,47,31,940 <b>(USD 1,76,697)</b>	-	-
As on Mar 31,2023		79,28,560 <b>(USD 96,435)</b>	-	-

In terms of our report attached

 For Ramanlal G Shah & Co  
Chartered Accountants  
Firm Reg. No. 108517W

 CA VIVEK SHAH  
PARTNER  
MEM. NO: 112269  
Place: Ahmedabad  
Date: 10<sup>th</sup> April, 2024

For and On behalf of the Board of StockHolding Securities IFSC Ltd.

 Arati Bhatt  
CFO  
Place: Gandhinagar

 Manish Kumar Agrawal  
MD & CEO  
DIN: 10099187  
Place: Gandhinagar

 Ekta Shukla  
Company Secretary  
Place: Gandhinagar

 Shreekant Patwardhan  
Director  
DIN: 08490827  
Place: Mumbai





**BOARD OF STOCKHOLDING SECURITIES IFSC LIMITED**



**Shri. Manoj Kumar Parida**  
Non-Executive Chairman & Director



**Shri. Shreekant Patwardhan**  
Nominee Director



**Shri. Krishna Iyer Mani**  
Additional Non-Executive Director



**Mrs. Shikha Gupta**  
Additional Non-Executive Director



**Shri. Manish Kumar Agrawal**  
Managing Director & CEO



***Stock Holding***

**Stock Holding Securities IFSC Limited**

Unit No. 518, Signature, 5<sup>th</sup> Floor, Block 13B, Zone-I,  
GIFT SEZ, Gift City, Gandhinagar, Gujarat 382355, India

Email : [gift@stockholdingifsc.com](mailto:gift@stockholdingifsc.com) Web : [www.stockholdingifsc.com](http://www.stockholdingifsc.com)