



# BAMPSL SECURITIES LIMITED



**29th ANNUAL REPORT  
2023-2024**



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## Board of Directors

- |                                |                   |
|--------------------------------|-------------------|
| ❖ Mr. Bhasham Kumar Gupta      | Managing Director |
| ❖ Mr. Sanjay Sharma            | Director          |
| ❖ Mr. Vinubhai Prabhudas Patel | Director          |
| ❖ Mrs. Chetna Pandey           | Director          |
| ❖ Mrs. Preeti Sharma           | Director          |
| ❖ Mr. Sachin Singhal           | Director          |

## Statutory Auditors

- ❖ M/s G.C Aggarwal & Associates, Chartered Accountants

## Bankers

- |  |   |
|--|---|
| ❖ State Bank of India<br>Naraina Vihar, New Delhi-110028 | Karnataka Bank Ltd<br>Savita Vihar, Delhi-110092        |
| ❖ Punjab National Bank<br>Patel Nagar, New Delhi-110008  | State Bank of India<br>Friends Colony, New Delhi-110065 |
| ❖ Andhra Bank<br>Vishwasnagar, New Delhi-110032          |   |

## Registrar & Share Transfer Agent

- ❖ Alankit Assignments Ltd.  
4E/2, Jhandewalan Extn., New Delhi-110055

## Registered Office

100-A, Cycle Market, Jhandewalan Extension, New Delhi-110055  
CIN: L65100DL1995PLC065028  
Tele No.-011- 47523613, 9810017327  
Email id: bampslsecurities@yahoo.co.in  
Website: www.bampslsecurities.co.in



NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING OF BAMPSL SECURITIES LIMITED WILL BE HELD ON SATURDAY, 28TH SEPTEMBER, 2024 AT 04:00 P.M. THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESS:

## A. ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2024, the Statement of Profit and Loss and the Cash Flow Statement for the period ended on that date together with the Auditor's Report and the Director's Report thereon.
2. To appoint a Director in place of **Mr. Vinubhai Prabhudas Patel (DIN: 00906780)**, who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Auditor and in this regard, to consider and if thought fit to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, the appointment of M/s. G.C Aggarwal & Associates, Chartered Accountants (Firm Registration No.01785IN be and are hereby ratified by the members of the Company, to hold office for a term from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2028, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

## SPECIAL BUSINESS:

### 1. INCREASE IN AUTHORIZED SHARE CAPITAL OF THE COMPANY

To consider and if thought fit, to pass with or without modifications, the following resolution as an ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 61(1) and section 64, and other applicable provisions, if any, of the Companies Act, 2013, the Authorized Share Capital of the Company be and is hereby increased from Rs. 350000000 (Rupees Thirty Five Crore) divided into 3,50,00,000 Equity Shares of Rs. 10/- (Rupees Ten only) each to Rs. 700000000 (Rupees Seventy Crore) divided into 70000000 Equity Shares of Rs. 10/- (Rupees Ten only) each by creation of 35000000 new equity Shares of Rs. 10/- each and the new shares will be ranking pari passu with the old Shares."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to sign, execute all the necessary documents, deeds and papers and also to do all such acts and things which are necessary to do for increasing the authorized share capital of the company."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to sign, execute all the necessary documents, deeds and papers and also to do all such acts and things which are necessary to do for increasing the authorized share capital of the company."

"RESOLVED THAT in accordance with the provisions of Section 62 (1) (a) and other applicable provisions, if any, of the Companies Act, 2013 as also provisions of any other applicable law or laws, rules and regulations (including any amendment thereto or re-enactment thereof for the time being in force) and enabling provisions in the Memorandum and Articles of Association of the Company and subject to such approvals, consents, permissions and sanctions of the Government of India, Reserve Bank of India, Securities and Exchange Board of India (SEBI) and all other appropriate and/ or concerned authorities, as may be applicable, and subject to such conditions and modifications, as may be prescribed by any of them in granting such approvals, consents, permissions and sanctions which may be agreed to by the Board of Directors of the Company (Board) (which term shall be deemed to include any Committee which the Board may have constituted or hereafter constitute



for the time being exercising the powers conferred on the Board by this resolution) which the Board be and is hereby authorised to accept, if it thinks fit in the interest of the Company, consent of the company be and is hereby accorded to the Board to issue, offer and allot Equity shares on Right Basis at price to be determined by the Board in the best interest of the Company to the member holding the existing equity shares of the Company and whose name appear in the equity share Register of Members of the Company as on such date to be thereafter fixed by the Board of Directors, ignoring the fractions and to issue, offer and allot Equity shares to the Public as Further Public Offer upto 47,64,92,240 Shares of the face value Rs. 10/- each at price to be determined by the Board in the best interest of the Company in consultation with the lead managers."

"RESOLVED FURTHER THAT the equity shares shall rank pari passu in all respects with the existing Equity shares of the Company, including entitlement to dividend"

"RESOLVED FURTHER THAT the increase in the paid-up equity share capital as aforesaid, shall be in addition to the increase in the paid-up equity share capital which will take place in respect of securities already issued by the Company and approved by the members earlier."

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors be and is hereby authorised to do all such acts, deeds, matters and things as it may, in its absolute discretion deem necessary or desirable and to settle any question, difficulty or doubt that may arise in regard to the offer, issue and allotment of the Securities."

## 2. REAPPOINTMENT OF MANAGING DIRECTOR

Special Resolution for Re-appointment of Managing Director of Company under Companies Act, 2013

"RESOLVED THAT pursuant to the provisions of Section 152, 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, and Rules made thereunder (including any statutory modifications(s) or re-enactment thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee and the Board of Directors, consent of the members be and is hereby accorded to the re-appointment of Shri Bhisham Kumar Gupta (Director Identification Number of Managing Director) as Managing Director of the Company for a period of Five years w.e.f. 30/09/2024 till 30/09/2029 liable to retire by rotation and on terms and conditions and payment of monthly remuneration payable to him during the period of his continuance in the office of Managing Director of the Company as detailed hereunder:

### 1. Salary

Particulars	Monthly Remuneration (₹)
Basic Salary (₹)	12,000.00
House Rent Allowance (₹)	0.00
Other Allowances (₹)	0.00
* (Total Salary (₹))s include payments in the nature of medical reimbursements, club fee etc	12000.00

amount specified.

### 2. Perquisites & Allowances in addition to the above

- \* Company's Contribution towards Superannuation and Provident Fund as per rules of the Company.
- \* Gratuity & other long term benefits as per Company Policy.
- \* Earned / Privilege Leaves – As per rules of the Company. Leaves accumulated but not availed during the tenure may be allowed to be encashed at the end of the tenure. Car – Provision of a Chauffeur driven car for the business purposes of the Company & Personal use.
- \* Telephone – Telephone facility at residence, personal long distance calls to be paid by Shri Bhisham Kumar Gupta



- \* Such other benefits / amenities and other privileges as may from time to time be available to other executives of the Company and the monetary value shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, the same be evaluated at actual cost.

**3. Other Benefits:**

- \* Reimbursement of entertainment expenses actually and properly incurred in course of the business of the Company.
- \* The expenses in connection with the spouse accompanying the Managing Director while on business tours in India and abroad to be borne by the Company

“RESOLVED FURTHER THAT in the absence or inadequacy of profits in any financial year, the remuneration as set above be paid to Shri Bhisham Kumar Gupta as minimum remuneration, subject to necessary approvals(s), as may be required.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, agreements, instruments and writings as may be usual, expedient or proper to give effect to the aforesaid resolution and to settle any question, difficulty or doubt that may arise in respect of aforesaid without being required to seek any further consent or approval of the Members of Company, otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution”

**BY ORDER OF THE BOARD  
For Bampsl Securities Limited**

**-sd-  
Bhisham Kumar Gupta  
(Managing Director)**

**Date : 23.08.2024  
Place: New Delhi**



## NOTES:

1. In view of the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circular dated 8 April 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM hereinafter called as 'e-AGM'.
2. The deemed venue for e-AGM shall be the Registered office of the Company at NewDelhi-110055
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for the appointment of proxies by members will not be available for the e-AGM and hence the Proxy Form and attendance slip are not annexed to this notice.
4. Institutional/Corporate shareholders (i.e other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer at [mandalmk@gmail.com](mailto:mandalmk@gmail.com) and copy to [bampslsecurities@yahoo.co.in](mailto:bampslsecurities@yahoo.co.in)
5. The facility of joining the e-AGM through VC/OAVM will be opened 15 minutes before and will be open up to 15 minutes after the schedule start time of the e-AGM and will be available for 1000 members on a first come first-served basis. This rule would not apply to participation of share holders holding 2% or more share holding, promoters, institutional investors, directors, key and senior managerial personnel, auditors etc.
6. In terms of Sections 101 and 136 of the Act, read with the rules made thereunder, the listed companies may send the notice of AGM and the annual report, including financial statements, boards' report, etc. by electronic mode. Pursuant to the said provisions of the Act read with MCA Circulars, SEBI Circular dated 12 May 2020, Notice of e-AGM along with the Annual Report for FY 2024 is being sent only through electronic mode to those members whose email addresses are registered with the Company/depositories. Members may note that the Notice and Annual Report for FY2024 will also be available on the Company's website at <http://www.bampslsecurities.co.in/>
7. The register of Members and Share transfer books of the Company will remain closed from 21<sup>ST</sup> September, 2024 to 29<sup>th</sup> September, 2024 (both days inclusive).
8. Members are requested to notify any change in their address/mandate/ bank details immediately to the share transfer agent of the Company at the following address:-  
**M/s Alankit Assignments Limited**  
**4E/2, Jhandewalan Extension**  
**New Delhi-110055**
9. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.
10. Documents referred to in the Annual General Meeting Notice are open for Inspection at the registered office of the Company at all working days except Saturdays between 11 A.M and 2 P.M up to the date of the Annual General Meeting.



## 11. Voting Through electronic means

- a. In Compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide Members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited(NSDL).

### Instructions for E-voting are as under:

1. The Notice of the Annual General Meeting(AGM) of the Company inter-alia indicating the process and manner of e-Voting is being sent to all the Members.
2. NSDL shall be sending the User ID and Password to those Members whose shareholding is in the dematerialized format and whose e-Mail addresses are registered with the Company/Depository Participants. For Members who have not registered their e-Mail address, can use the details as provided in this document.
3. Open email and open PDF file viz; "**Bampsl Securities Limited** e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/ PIN fore-voting. Please note that the password is an initial password
4. Launch internet browser by typing the following URL:<https://www.evoting.nsdl.com>
5. Click on "Shareholder -Login".
6. Put User ID and password as initial password noted in step (1) above and Click Login.
7. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination there of.
8. Home page of "e-Voting" opens. Click on e-Voting: Active VotingCycles.
9. Select "EVEN" of (**Bampsl Securities Limited**). Member scan cast their vote online from 25<sup>th</sup> September, 2024 (9:00 am) till 27<sup>th</sup> September, 2024 (5:00pm).

**Note:** e-Voting shall not be allowed beyond said time.

10. Now you are ready for "e-Voting" as "Cast Vote" page opens.
11. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.
12. Upon confirmation the message "Vote cast successfully" will be displayed.
13. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
14. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly Authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail [mandalmk@gmail.com](mailto:mandalmk@gmail.com) with a copy marked [toevoting@nsdl.co.in](mailto:toevoting@nsdl.co.in).

### General Instructions

1. In case of any queries, you may refer the Frequently Asked Question (FAQs) for Shareholders and e-voting user manual for Shareholders available to the Downloads section of <https://www.evoting.nsdl.com>
2. You can so update your mobile number and e-mail id in the profile detail soft he folio which may be used for sending future communication(s).
3. The e-voting period commences on 25<sup>th</sup> September, 2024(9:00 am) till 27<sup>th</sup>September, 2024 (5:00 pm). During this period Share holder soft he Company, holding shares either in physical form or in dematerialized form, as on the





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cutoff date (record date) of 21<sup>ST</sup> September, 2024, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

4. The voting rights of shareholders shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date (record date) of 21<sup>ST</sup> September, 2024.
5. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of 21<sup>ST</sup> September, 2024 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
6. Mr. Manoj Kumar Mandal has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The Scrutinizer shall immediately after the conclusion voting at the AGM, first count the voting cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.
8. The Results shall be declared forth with after the submission of Consolidated Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favor of the Resolutions.
9. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in) and on the website of NSDL immediately after the declaration of the results by the Chairman.

### **Instruction at attend AGM:**

1. Shareholders can attend the AGM through VC/OAVM and e-voting by visiting the website "e-Voting Service Provider's URL" of the NDSL under Shareholders/Member login by using the remote e-voting credentials.
2. The link for VC/OAVM will be available in Shareholder/Member login where the EVSN of AIL will be displayed. Please note that Shareholders need to use their 16-digit Demat Account Number or Folio Number as a User ID.
3. The facility for joining the AGM through the VC/OAVM will be enabled 15 minutes prior to before the scheduled commencement of the AGM and will be available for Members on a first-come-first-serve basis.
4. Members are requested to join the proceedings of the AGM through desktop/laptops for better experience and smooth streaming. Further, Members are required to use Internet with a high-speed for seamless viewing during this AGM.
5. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at "e-Voting Service Provider's URL", under help section or write an email to "e-Voting Service Provider's mail ID" or call "e-Voting Service Provider's No." or [rt@alankit.com](mailto:rt@alankit.com). The helpline no in case of any assistance is 011-42541127, which may be contacted for any assistance.

**BY ORDER OF THE BOARD  
For Bampsl Securities Limited**

**-sd-  
Bhisham Kumar Gupta  
(Managing Director)**

**Date : 23.08.2024  
Place: New Delhi**



## DIRECTOR'S REPORT

### TO THE MEMBERS OF BAMPSL SECURITIES LIMITED

Your Directors take pleasure in presenting the 29th Annual Report on the business and operations of the Company and the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2024.

#### 1. FINANCIAL SUMMARY OR HIGHLIGHTS/PERFORMANCE OF THE COMPANY(Standalone)

The performance of the Company for the Financial Year ended 31st March, 2024 is summarized below:

Particulars	F.Y 2023-2024	F.Y 2022-2023
	(In Lakhs)	(In Lakhs)
Gross Income	902.24	368.78
Expense	853.18	317.09
Finance Charges	NIL	NIL
Gross Profit	49.05	51.69
Provision for Depreciation	1.36	1.36
Net Profit Before Tax	49.05	51.69
Tax Expense:		
i. Current Tax	9.69	8.72
ii. Adjustment for previous year		
iii. Deferred Tax	(0.07)	(0.04)
Net Profit After Tax	39.43	43.01

#### 2. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIR

The Company continues to be engaged in the business of dealing and investing in shares and other securities along with financial services like spot financing, short term financial accommodation, long term financial accommodation, and in another similar financial sector. For F.Y. 2022-2023, the Company earned revenue of Rs.368.78 (in Lakhs) and For F.Y. 2023-2024, the Company earned revenue of 902.24 (in Lakhs)

#### 3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

During the year under review the Company has not changed the nature of business.

#### 4. DIVIDEND

On account of the liquidity needs against the business expansion plans in hand, no dividend is recommended for the current year.

#### 5. BONUS SHARE

During the financial year 2023-24, the company has not recommended the Bonus Shares.

#### 6. RESERVES

The Amount of Rs. NIL is transferred to General Reserve and Rs. NIL is transferred to Statutory Reserve under section 451 C of RBI Act, 1934.



## **7. CHANGE OF NAME**

During the year under review the Company has not changed the name of Company.

## **8. SHARE CAPITAL**

As on 31<sup>st</sup> March, 2024, the issued, subscribed and paid up share capital of our Company stood at Rs.34,03,51,600 (Rs Thirty-Four Crore Three Lacs Fifty-One Thousand & Six Hundred) comprising 3,40,35,160 (Three Crore Forty Lacs Thirty- Five Thousand One Hundred Sixty) Equity Shares of Rs. 10 each. During the year under review there has been no change in the issued, subscribed and paid up share capital of the company.

Issue of Equity Shares with Differential Rights

During the year under review, the Company has not issued shares with differential voting rights.

Issue of Sweat Equity Share

During the year under review, the Company has not granted sweat equity shares.

## **9. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Your Company's Board has an optimum combination of Executive, Non-Executive and Independent Directors. The Composition of the Board and the Independent Directors of the Company meet the criteria mandated by SEBI (Listing & Disclosure Requirement) Regulations, 2015 and the Companies Act, 2013.

Mr. Vinubhai Prabhudas Patel is liable to retire by rotation at the forth coming Annual General Meeting and being eligible, offer himself for reappointment.

The Company has received necessary declarations from each of the Independent Directors under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of the independence as laid down in section 149(6) of the Companies Act, 2013 and Regulation 16(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,2015.

## **10. PARTICULARS OF EMPLOYEES**

The Company during the period under review did not have any person on its rolls with an annual remuneration of Rs.1,02,00,000 or above or employed part of the year with a remuneration of Rs.8,50,000 or above per month or employed throughout the year or part thereof, with a remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manger and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company.

## **11. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION**

The Board has constituted a Nomination & Remuneration Committee for formulating the criteria for determining qualifications, positive attributes and independence of a director, identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in Nomination & Remuneration policy and to recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel. The objective of the Nomination & Remuneration Policy is also to set out the principles governing the Company's Remuneration systems in organizational guidelines. The Nomination and Remuneration Policy of the Company is stated in the Corporate Governance Report.

## **12. BOARD EVALUATION**

The Company has adopted a Performance Evaluation Policy for evaluation of performance of Independent Directors, Board, Committees and other individual Directors (non-executive directors and executive directors). On the basis of this Policy a process of evaluation is being followed by the Board for evaluation of its own performance and that of its Committees and individual Directors.

The performance of the committees was evaluated by the Board after getting an evaluation report from the members of each committee which evaluates the performance of the Committee against its stated objectives and responsibilities, effectiveness of committee meetings, etc. during the year. The Manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.



### **13. DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to the requirement clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Directors state that—

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- (b) Accounting policies have been selected and applied them consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the close of the financial year and of the profit and loss of the company for that period;
- (c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The annual accounts have been prepared on a going concern basis;
- (e) Internal financial controls have been laid down to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **14. AUDITORS AND AUDITOR' SREPORT**

#### **Statutory Auditors**

In line with the requirements of Companies Act, 2013 the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. G.C. Agarwal & Associates , Chartered Accountants, Firm Registration No.01785IN, be and is hereby appointed as the Statutory Auditors of the Company, in place of M/s. Manoj Ved & Company., Chartered Accountants (Firm Registration No.0017729N), the retiring Statutory Auditors, to hold office for a term of five years from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting of the Company to be held in the year 2028, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

#### **Cost Auditors**

Since the Company does not fulfill the provisions of Section 148(3) of Companies Act, 2013 and rule 6(2) & 6(3A) of the Companies (Cost Records and Audit) Rules, 2014 therefore Cost Audit is not applicable.

#### **Secretarial Auditor**

In terms of Section 204 of the Act and Rules made there under, Mr .Ankur Sharma Practicing Company Secretary have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as Annexure III to this report. The report is self-explanatory and do not call for any further comments.

#### **Internal Audit and Control**

The Company engages qualified and independent Internal Auditor to conduct internal audit of the books of accounts of the company. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.



## **15. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

During the year under review the Company has no Subsidiary/Joint Ventures/Associate Companies in pursuance to sub-section (3) of section 129 of the Act.

## **16. CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Since the Company does not fulfill the provisions of Section 135 of Companies Act, 2013, therefore Corporate Social Responsibility is not applicable.

## **17. INTERNAL FINANCIAL CONTROLS**

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

## **18. MEETINGS**

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Seven Meetings and four Audit Committee Meetings, Nomination & Remuneration Committee Meetings and Stake holder Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

## **19. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

The Company has not taken/made any Loans, Guarantees and Investments under the provisions of Section 186 of the Companies Act, 2013 during the financial year ended 31<sup>st</sup> March, 2024.

## **20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

The company has not entered into contract or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions during the Financial Year ended 31<sup>st</sup> March, 2024.

## **21. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The current nature of the business of the Company of dealing in shares and securities does not entail it to reporting matters on energy conservation, technology absorption and the other matters. However, there was no foreign exchange inflow or outgo during the period under report.

## **22. VIGIL MECHANISM/ WHISTLE BLOWER POLICY**

The Vigil Mechanism/Whistle Blower Policy of the Company aims to provide an avenue for directors and employees to raise concerns of any violations of legal or regulatory requirements, incorrect or misrepresentation of any financial statements and reports, unethical behavior, violation of Code of Conduct, etc. This policy also aims to create an environment where individuals feel free and secure to raise the alarm where they see a problem. It also ensures that whistle blowers are protected from retribution, whether within or outside the organization. The Vigil Mechanism Policy has been uploaded on the website of the Company at [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in) under Vigil Mechanism/Whistle Blower Policy link.

## **23. RISK MANAGEMENT POLICY**

During the year under review, the Company has not constituted any risk management policy.

## **24. EXTRACT OF ANNUAL RETURN**

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT-9** as a part of this Annual Report is enclosed as **ANNEXURE I.**



## **25. DISCLOSURES**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.
2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.
3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its related company.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

## **26. MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT**

The Disclosure regarding the litigation of the company has explained by the Auditor in his Independent Auditor's Report at point 7(b).

## **27. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS**

The internal financial controls with reference to the Financial Statement are commensurate with the size and nature of business of the Company. Adequate records and documents are maintained as required by laws. The Company's Audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective.

## **28. DEPOSITS**

During the period under review, your Company has not accepted any deposit from public in accordance with Section 73 of the Companies Act, 2013 and rules made there under and hence no amount of principal or interest was outstanding as on 31/03/2024. No buy Back of shares was proposed or pending during the financial year ended on 31/03/2024.

## **29. CORPORATE GOVERNANCE CERTIFICATE**

The Compliance certificate from the auditors or practicing company secretaries regarding compliance of conditions of corporate governance as stipulated in Regulation 72 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 shall be annexed with the report.

## **30. MANAGEMENT DISCUSSION AND ANALYSIS**

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March, 2024.

## **31. HUMAN RESOURCES**

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently under way. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

## **32. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND**

Pursuant to the provisions of the Investor Education Protection Fund (Uploading of information regarding unpaid and unclaimed amounts lying with companies) Rules, 2012, the Company has already filed the necessary form and uploaded the details of unpaid and unclaimed amounts lying with the Company, with the Ministry of Corporate Affairs.

## **33. LISTING WITH STOCK EXCHANGE**

The shares of your Company are listed at Bombay Stock Exchange Limited, Mumbai and paid the Annual Listing Fees to Bombay Stock Exchange (BSE) on time.



**34. NUMBER OF COMPLAINTS RECEIVED AND DISPOSED OFF DURING THE YEAR AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

During the year under review the company has not received any complaint as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**35. SECRETARIAL STANDARDS**

The directors state that the applicable secretarial standards, i.e. SS-1 and SS-2 relating to "Meetings of Board of Directors and General Meetings", respectively have been duly followed by the Company.

**36. ACKNOWLEDGEMENTS**

Your Directors place on record their sincere appreciation for significant contribution made by the employees through their dedication, hard work and commitment. Despite severe competition, the enthusiasm and unstinting efforts of the employees have enabled the Company to remain at the forefront of the industry.

Your Directors take this opportunity to express their deep sense of gratitude to the banks, financial institutions, central and state governments and their departments and the local authorities for their continued guidance and support.

Your Directors are also grateful to the shareholders for their confidence and faith reposed in the Company.

**BY ORDER OF THE BOARD  
For Bampsl Securities Limited**

**Sd/-  
Bhisham Kumar Gupta  
(Managing Director)  
DIN:00110915**

**Sd/  
Sanjay Sharma  
(Director)  
DIN : 07342776**

**Place: New Delhi  
Date: 23.08.2023**

**ANNEXURE INDEX**

I. Annual Return Extracts in MGT-9



II. Format of Declaration by Independent



III. MR-3 Secretarial Audit Report





# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

## Annexure I- EXTRACT OF ANNUAL RETURN (FORM NO. MGT 9) as on financial year ended on 31.03.2023

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

### I. REGISTRATION & OTHER DETAILS:

1.	CIN	L65100DL1995PLC065028
2.	RegistrationDate	03/02/1995
3.	Name of theCompany	BAMPSL SECURITIES LIMITED
4.	Category/Sub-category of theCompany	Public Company NBFC Limited by Shares Company having share capital
5.	Address of the Registered office & contactdetails	100-A Cycle Market, Jhandewalan Extn. New Delhi-110055 Telephone :011-47523613, 9810017327 : E-mail id : bampslsecurities@yahoo.co.in
6.	Whether listedcompany	BSE Ltd. (Stock Exchange), Code-531591 Alankit Assignments Limited
7.	Name, Address & contact details ofthe Registrar & Transfer Agent, ifany.	4E/2, Jhandewalan Extn. New Delhi-110055 Telephone : 91-11-42541234,91-11-23552001 info@alankit.com

### II. PRINCIPAL BUSINESS ACTIVITIES OF THECOMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

1	To invest in, acquire and hold, buy or sell or otherwise dispose of or deal in securities and to provide financial & Investment assistance.	803	100
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### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S.No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
NIL					

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of TotalEquity)

#### A Category-wise ShareHolding

Category of Shareholders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			
	Demat	Physical	Total	Physical	Total	% of Total Shares	
<b>A. Promoters</b>							
(1) Indian							
a) Individual/	3686588	NIL	3686588	3686588	3686588	10.83	



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Total shareholding of Promoter (A)</b>	3686588	NIL	3686588	NIL	3686588	NIL	3686588	10.83	NIL
<b>B. Public Shareholding</b>									
1. Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub-total (B)(1):-</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>2. Non-Institutions</b>									
a) Bodies Corp.					9256953	NIL	9256953	27.20%	NIL
i) Indian	18796140	357666	19153806	NIL	19422394	352704	19775098	58.10%	NIL
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals									
i) Individual Shareholders holding nominal share capital up to Rs. 2 lakh	3621267	235938	3857205	NIL	3990163	230976	4221139	12.40%	NIL
ii) Individual Shareholders holding nominal share capital in excess of Rs 2 Lakh	15174873	121728	15296601	NIL	15432231	121728	15553959	45.70%	NIL
<b>b) Others (specify)</b>									
Non Resident Indians	104415	6	104421	NIL	196875	6	196881	0.58	NIL
Client Margin /Clearing Member	1935	0	1935	NIL	0	0	0	NIL	NIL
Resident (HUF)	1153351	0	1153351	NIL	1119640	0	1119640	3.290	NIL



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

<b>Sub-total (B)(2):-</b>	29990900	357672	30348572	NIL	29995862	352710	30348572	89.168	
Total Public Shareholding (B)=(B)(1)+ (B)(2)	29990900	357672	30348572	NIL	29995862	352710	30348572	89.168	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
<b>Grand Total (A+B+C)</b>	33677488	357672	34035160	100	33682450	352710	34035160	100	

## B. Shareholding of Promoter

S · N O ·	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Mr. Bisham Kumar Gupta	3686588	10.832	NIL	3686588	10.832	NIL	NIL

## C. Change in Promoters' Shareholding (please specify, if there is no change)

S.NO.	Particulars	Shareholding at the beginning of the year	
		No. of shares	% of total shares of the company
	At the beginning of the year	3686588	10.83
	At the end of the year	3686588	10.83

## D. Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):

S.No	For Each of the Top 10 Shareholders	Shareholding during the Year	
		No. of Shares	% of total Shares of the Company
1	Satish Kumar Gupta	632500	1.858
x2	Mata Deen Gupta	355761	1.045
3	Surendra Kumar Gupta	581388	1.708
4	Sunil Kumar	4384939	12.884
5	Gyan Ballabh Goswami	412908	1.213
6	Sahil Gupta	615250	1.808
7	Sanjay Gupta	1001411	2.942
8	Usha Gupta	884444	2.599
9	Arpit Gupta	856385	2.516
10	Kajal Gupta	500000	1.469

**E. Shareholding of Directors and Key Managerial Personnel:**

S.No	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Bhisham Kumar Gupta	3686588	10.83	3686588	10.83
2.	Sanjay Sharma	NIL	NIL	NIL	NIL
3.	Vinubhai Prabhudas Patel	NIL	NIL	NIL	NIL
4.	Vinod Kumar Sharma	NIL	NIL	NIL	NIL
5.	Chetna Pandey	NIL	NIL	NIL	NIL
6.	Preeti Sharma	NIL	NIL	NIL	NIL
7.	Sachin Singhal	NIL	NIL	NIL	NIL

**V.INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL			
Indebtedness at the end of the financial year	NIL			

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIALPERSONNEL-**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager:**

S.No.	Particulars of Remuneration	Name of MD/WTD/ Manager
		<b>Bhisham Kumar Gupta</b>
1	Gross salary	12000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil
2	Stock Option	Nil
3	Sweat Equity	Nil
4	Commission - as % ofprofit - others,specify	Nil
5	Others, please specify	Nil
	<b>Total (A)</b>	12000



**B. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD**

S.No.	Particulars of Remuneration	Key Managerial Personnel
1	<b>Gross salary</b>	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil
2	<b>Stock Option</b>	Nil
3	<b>Sweat Equity</b>	Nil
4	<b>Commission</b>	
	- as % of profit	Nil
	others, specify...	Nil
5	<b>Others, please specify</b>	Nil
	<b>Total</b>	NIL

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
Penalty					
Punishment					
Compounding					
<b>NIL</b>					



## Annexure II-

### DECLARATION OF INDEPENDENCE

To  
The Board of Directors  
Bampsl Securities Limited  
100-A, Cycle Market,  
Jhandewalan Extn.,  
New Delhi –110055

Sub: Declaration of Independence under Regulation 25 of SEBI (Listing of Obligation and Disclosure Requirements) and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Sanjay Sharma (DIN:07342776)**, hereby certify that I am a Non-executive Independent Director of **Bampsl Securities Limited**, New Delhi and comply with all the criteria of independent director as envisaged in Regulation 25 of SEBI (Listing of Obligation and Disclosure Requirements) and the Companies Act, 2013.

#### **I certify that:**

- ✓ I possess relevant expertise and experience to be an independent director in the Company;
- ✓ I am/was not a promoter of the company or its holding, subsidiary or associate company;
- ✓ I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- ✓ Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- ✓ none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- ✓ I have not been an executive of the Company in the immediately preceding three financial years;
- ✓ Neither me nor any of my relatives:
  - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
  - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
    - i) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - ii) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - c) holds together with my relatives 2% or more of the total voting power of the company; or
  - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- ✓ I am not a material supplier, service provider or customer or a less or or lessee of the company;
- ✓ I am not less than 21 years of age.



**Declaration**

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same.

Thanking you,  
Yours faithfully,

**Sd/-**  
**Sanjay Sharma**  
**DIN:07342776**  
**R/o :D-2/42, 2<sup>nd</sup> Floor**  
**Janakpuri, New Delhi-110058**



## Annexure II-

### DECLARATION OF INDEPENDENCE

To  
The Board of Directors  
Bampsl Securities Limited  
100-A, Cycle Market,  
Jhandewalan Extn.,  
New Delhi –110055

Sub: Declaration of Independence under Regulation 25 of SEBI (Listing of Obligation and Disclosure Requirements) and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mrs. Chetna Pandey (DIN:08164720)**, hereby certify that I am a Non-executive Independent Director of **Bampsl Securities Limited**, New Delhi and comply with all the criteria of independent director as envisaged in Regulation 25 of SEBI (Listing of Obligation and Disclosure Requirements) and the Companies Act, 2013.

#### I certify that:

- ✓ I possess relevant expertise and experience to be an independent director in the Company;
- ✓ I am/was not a promoter of the company or its holding, subsidiary or associate company;
- ✓ I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- ✓ Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- ✓ none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover or total income or Rs. 50 Lacs or such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- ✓ I have not been an executive of the Company in the immediately preceding three financial years;
- ✓ Neither me nor any of my relatives:
  - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
  - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
    - i) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - ii) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - c) holds together with my relatives 2% or more of the total voting power of the company; or
  - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- ✓ I am not a material supplier, service provider or customer or a less or or lessee of the company;
- ✓ I am not less than 21 years of age.





**Declaration**

I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

Further, I do hereby declare and confirm that the above said information's are true and correct to the best of my knowledge as on the date of this declaration of independence and I shall take responsibility for its correctness and shall be liable for fine if any imposed on the Company, its directors, if the same found wrong or incorrect in future.

I further undertake to intimate immediately upon changes, if any, to the Company for updating of the same. Thanking you,  
Yours faithfully,

**Sd/-**  
**Chetna Pandey**  
**DIN: 08164720**  
**R/o : C-10/134, Yamuna Vihar**  
**Delhi- 110053**



**Annexure-III**

**Form No. MR-3 SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31st March, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED ON 31STMARCH 2024

To,  
The Members of  
**BAMPSL SECURITIES LIMITED**  
CIN: L65100DL1995PLC065028  
100-A Cycle Market, Jhandewalan Ext  
New Delhi DI 110055 IN

Dear Members,

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s BAMPSL SECURITIES LIMITED (CIN: L65100DL1995PLC065028). The 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 Bampsl Securities Limited'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 31st 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 and in the manner reported hereunder.

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 31st March 2024 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (Not applicable to the company during the period under review)
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable to the company during the period under review)
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the period under review)
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (Not applicable to the company during the period under review)



- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable to the company during the period under review)
- (vi) As confirmed by the management, the following legislations specifically applicable to the company, being NBFC Company:
- (a) The Reserve Bank of India Act, 1934
- (b) The Securities and Exchange Board of India (Depositories and Participant) Regulation, 1996. We have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards issued by the Institute of Company Secretaries of India, as may be applicable.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015.

During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

1. The Board has approved the Financial Statements and Directors Report at its meeting held on 15/05/2023 and 24/08/2023 respectively as per Section 179 of The Companies Act. 2013.  
  
However, the Company has not filed the Form MGT-14 for approval of Directors Report as per provisions of Section 179(3) of the Companies Act, 2013.
2. The Company has appointed Mr. Bhisham Kumar Gupta as Managing Director w.e.f 1st April, 2014 and the term of appointment is 5 years.  
  
However, the Company has re-appointed the Mr. Bhisham Kumar Gupta as Managing Director w.e.f 1st April, 2019 for the term of 5 year and Form MGT-14 and DIR-12 has not been filed by the Company.
3. The Company has processed the request of loss of Share Certificates and issue of the duplicate certificates beyond the prescribed time as per Regulation 39(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.  
  
However, the Company has delayed in processing of request.
4. The Company has filed the certificate under Regulation 74(5) of the SEBI (Depository Participants) Regulations, 2018 beyond the prescribed time limit in each quarter. (within 15 days from the end of each quarter).
5. The Company has filed the disclosure on related party transaction beyond the prescribed time limit as per regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the half year ended on 30.09.2023.
6. The Company has updated the disclosure on the website beyond the prescribed time which is required to be updated within 2 working days as per Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**I further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive, Non-Executive Directors and Independent Directors during the period under review were carried out in compliance with the provisions of the Act.
- As per the information provided to us adequate notice is given to all directors of the scheduled Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.



- Majority decision is carried and recorded as part of the minutes.
- 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.

**For Ankur Sharma & Associates  
(Company Secretaries)**

**Place: Samalkha  
Date: 15.07.2024**

**Peer Review No 3563/2023**

**Sd/-  
Ankur Sharma  
(Prop.)  
FCS 12212  
C. P. No. 19135  
UDIN: F012212F000739653**



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.

Annexure-A

To,  
The Members of  
**BAMPSL SECURITIES LIMITED**  
CIN: L65100DL1995PLC065028  
100-A Cycle Market, Jhandewalan Ext  
New Delhi DI 110055 IN

**Our Report of even date is to be read along with this letter**

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on my 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 to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever 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, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on 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.

**For Ankur Sharma & Associates  
(Company Secretaries)**

Place: Samalkha  
Date: 15.07.2024

Peer Review No 3563/2023

Sd/-  
Ankur Sharma  
(Prop.)  
FCS 12212  
C. P. No. 19135  
UDIN: F012212F000739653



## NO DISQUALIFICATION CERTIFICATE

(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,

The Members,  
Bampsl Securities Limited,  
100A Cycle Market  
Jhandewalan, New Delhi - 110055

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **BAMPSL SECURITIES LIMITED** having CIN **L65100DL1995PLC065028** and having registered office at 100A, Cycle Market Jhandewalan Extn. New Delhi -110055 and (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations furnished to me by the Company & its officers and Directors, hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31<sup>st</sup> March, 2024 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

S. No	Name of the Directors	DIN	Date of Appointment in the Company	Director of Active non-compliant Company	Status of DIN
1.	BHISHAM KUMAR GUPTA	00110915	06/02/2006	NO	Approved
2	VINUBHAI PRABHUDAS PATEL	00906780	12/08/2017	Yes	Approved
3	SANJAY SHARMA	07342776	15/03/2017	NO	Approved
4	CHETNA PANDEY	08164720	23/06/2018	No	Approved
5	SACHIN SINGHAL	08293304	22/06/2021	No	Approved

Ensuring the eligibility for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these, based on my verification. This certificate 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.

M/s Ankur Sharma & Associates.  
Company Secretaries

Sd/-  
(Ankur Sharma)  
Prop  
M. No. : 12212  
C.P.No:19135

**UDIN: F012212F000739818**

Date: 15.07.2024  
Place: SAMALKHA

## CORPORATE GOVERNANCE REPORT FOR THE YEAR 2023-2024

### 1. COMPANY PHILOSOPHY

In order to ensure sustain able returns to all stake holders of the business, it is imperative, especially for large organizations, to adopt and follow certain policies, procedures and processes, which together constitute a "Code of Corporate Governance". It is important that such a Code is institutionalized, to ensure transparency, consistency and uniformity of decision making processes and actions. Bampsl Securities Limited has always believed in such a "Sound" Code of Corporate Governance, as a tool for highest standards of management and business integrity.

The Board recognizes that governance expectations are constantly evolving and is committed to keep its standards of transparency and dissemination of information under review.

### 2. BOARD OF DIRECTORS

The Board of Directors of the Company comprised of Five Directors out of which one is Executive and three are Non-Executive Directors. Compositions of Board of Directors are as follows:

#### Composition of the Board

S. No.	Name of Director	Category	Attendance of Meeting during 2022-2023		No. of Directorship in other Companies	No. of committee in which Director is a Member	No. of Committee in which Director is a Chairman	Date of Appointment
			Board Meeting	Last AGM				
1.	Mr. Bisham Kumar Gupta	Managing Director	7	Yes	2	2	1	06.02.2006
2.	Mr. Sanjay Sharma	Independent Director	7	Yes	1	3	2	15.03.2017
3.	Mr. Vinubhai Prabhudas Patel	Non-Executive Director	7	Yes	3	1	1	12.08.2017
4.	Mrs. Chetna Pandey*	Independent Director	7	Yes	-	3	0	23.06.2018
5.	Mrs. Preeti Sharma	Independent Director	2	Yes	0	0	0	22.04.2024
6.	Mr. Sachin Singhal	Independent Director	7	Yes	2	0	0	22/06/2021

During the year under review, the meeting of Board of Directors held 6 times on 15/05/2023, 08/07/2023, 12/08/2023, 24/08/2023, 14/11/2023, 14/02/2024, 06/03/2024

### 3. COMMITTEES OF THE BOARD

#### (a) Audit Committee

Audit Committee is duly constituted in terms of Section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI Listing Regulations, 2015. The terms of reference of the Audit Committee are as under:

#### Terms of Reference :

- Recommendation for appointment, remuneration and terms of appointment of Auditors of the company.
- Review and monitor auditor's independence and performance and effectiveness of audit process.
- Examination of the Financial Statement and the Auditor's Report there on.
- Approval or to make any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.

- Valuation of undertakings or assets of the company, wherever it is necessary.
- Monitoring the end use of funds raised through public offers and related matters.
- Monitor the vigil mechanism established by the company for directors and employees to report genuine concerns in the prescribed manner.
- All the terms of reference prescribed by the Central Government from time to time,
- All the terms of reference guided in the listing agreement for the Audit Committee including amendments thereof from time to time.

### Composition of Audit Committee

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Bhisham Kumar Gupta	Member	Managing Director	4
2.	Mr. Sanjay Sharma	Chairman	Independent Director	4
3.	Mrs. Chetna Pandey*	Member	Independent Director	4

#### Note:

During the year under review, the meetings of Audit Committee held Four times on 20/04/2023, 25/07/2023, 20/10/2023, 25/01/2024.

#### Notes:

- a) During the year, the time gap between two meetings doesn't exceed by more than four months, with adequate quorum in every meeting.
- b) The Chairman of the Audit Committee will present in Annual General Meeting to answer the queries of Shareholders.
- c) Company Secretary of the Company acts as the Secretary of Committee.

The Committee is governed by a Charter which is in line with the regulatory requirements mandated by the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the gist of terms of reference is as follows:

### Financial Reporting and Related Processes

- The Audit Committee has power, to investigate any activity, seek information from any employee and to obtain outside legal or other professional advice when ever consider fit and proper by the Committee.
- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the Board, regarding the appointment, re-appointment, there placement and removal of the statutory auditor, along with fixation of audit fees and other payments payable to audit or for other services rendered by him.
- Reviewing with the Management the quarterly financial statements, annual financial statements before submission to the Board for approval.
- Reviewing, with the management and performance of statutory auditors, and adequacy of the internal control systems including staffing and seniority of the official heading the department, reporting structure coverage.
- The Audit Committee is empowered to review the Management Discussion and Analysis of financial condition and results of operations, statement of significant related party transactions, submitted by management, internal audit reports relating to internal control weaknesses etc.
- All the members on the Audit Committee have the requisite qualification for appointment on the Committee and process sound knowledge of finance, accounting practices and internal controls.

All the Members on the Audit Committee have the requisite qualification for appointment on the Committee and possess sound knowledge of finance, accounting practices and internal controls.

#### (b) Nomination and Remuneration Committee

Nomination and Remuneration Committee is duly constituted in terms of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI Listing Regulations, 2015. The terms of reference of the Nomination and Remuneration Committee are as under:





**Terms of Reference:**

- Formulation of the criteria for determining qualifications, Positive attributes and independence of a director;
- To identify persons qualifies to become directors and who may be appointed in senior management and to recommend to the Board for their appointment and removal;
- Recommend to the Board a policy relating to remuneration for directors, key managerial personnel and other employees;
- Evaluation of every director's performance & the Board;
- Perform such functions as are required to be performed under the ESOP Guidelines;
- Such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by the Remuneration Committee.

**Details of Composition:**

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Vinubhai Prabhudas Patel	Member	Non-Executive Director	4
2.	Mr. Sanjay Sharma	Chairman	Non-Executive & Independent Director	4
3.	Mrs. Chetna Pandey*	Member	Non-Executive & Independent Director	4

During the year under review, the meetings of Nomination and Remuneration Committee held four time on 20/04/2023, 25/07/2023, 20/10/2023, 25/01/2024.

**(c) Performance Evaluation Criteria for Independent Directors:**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration and Stake holders Relationship Committees. Evaluation of each director was done by all the other directors (excluding the director being evaluated). The criteria for evaluation have been determined by the Nomination Remuneration Committee. However, the actual evaluation process shall remain confidential and shall be constructive mechanism to improve the effectiveness of the Board/Committee. An indicative list of factors that was evaluated as part of this exercise: Participation and contribution by a Director, Commitment (including guidance provided to senior management outside of Board/Committee meetings), Effective deployment of knowledge and expertise, Effective management of relationship with stakeholders, integrity and maintenance of confidentiality, independence of behavior and judgment, and impact and influence. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non-Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Secretarial Department. The Directors expressed their satisfaction with the evaluation process.

**Terms of Appointment & Remuneration – CEO & MD**

Mr. Bhasham Kumar Gupta, MD w.e.f. April 1<sup>st</sup> 2019\*

<b>Period of Appointment</b>	5 Years
<b>Salary Grade</b>	NIL
<b>Allowances</b>	NIL
<b>Perquisites</b>	NIL
<b>Retrial Benefits</b>	NIL
<b>Performance Bonus</b>	NIL
<b>Sign-on Amount</b>	NIL
<b>Deferred Bonus</b>	NIL
<b>Minimum Remuneration</b>	12000
<b>Notice Period &amp; Service Fees</b>	6 Months' Notice
<b>Other</b>	NIL

**Note:** Details of remuneration paid to the Directors are given in Form MGT – 9 and **Form MGT-14 not filed for reappointment.**



## (d) Remuneration Policy

The company remunerates its managerial personnel by way of salary as per the terms and conditions and within the limits laid down under the Companies Act, 2013. Increment for each year is determined by the Remuneration Committee subject to approval of the Board of Directors and members of the Company at the General Meeting. Further, the Company pays or reimburses such fair and reasonable expenditure, as may have been incurred while performing role as an Independent Director of the Company.

The details of remuneration of Executive Directors for the year ended 31.03.2024 was as follows:

Managing Director	Salary
Shri Bhisham Kumar Gupta	12,000

The appointments are contractual in nature and can be determined at any time by either party giving notices per terms and conditions of appointment.

Non-Executive Directors are not paid any remuneration by way of sitting fees for attending the meetings of the Board and the Committees as may be decided by the Board from time to time, subject to approval of the shareholders, if required.

## (e) Stakeholders' Relationship Committee

The Stakeholders relationship Committee (SRC) is duly constituted in terms of Section 178 of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Agreement.

### Details of Composition:

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Bhisham Kumar Gupta	Member	Managing Director	4
2.	Mr. Sanjay Sharma	Chairman	Independent Director	4
3.	Mrs. Chetna Pandey*	Member	Independent Director	4

During the year under review, the meetings of Stakeholders' Relationship Committee held four time on 20/04/2023, 25/07/2023, 20/10/2023, 25/01/2024.

No. of shareholder's complaints received during the year: NIL

No. of complaints not solved to the satisfaction of the Shareholders: NIL

No. of pending complaints: NIL

## (f) Corporate Social Responsibility (CSR) Committee

Since the Company does not fulfill the provisions of Section 135 of Companies Act, 2013, therefore Corporate Social Responsibility is not applicable. The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 shall not be applicable.

## (g) Risk Management Committee

During the year under review, the Company has not constituted any Risk Management Committee.

Business Risk Evaluation and Management is an on-going process within the Organization. The Company has a robust risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The objectives and scope of the Risk Management Committee broadly comprises:

- Oversight of risk management performed by the executive management;
- Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines;

- Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle;
- Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.

\*

#### (h) Compliance Committee

Since it is a non-mandatory committee so the Company has not constituted Compliance Committee.

#### ii. Capex Committee

Since it is a non-mandatory committee so the Company has not constituted Capex Committee.

#### (j) Independent Directors' Meeting

Out of Four Directors of the Board; Two Directors are Non Executive Independent Directors. The Directors on the Board who are Independent of Management meets as and when needed without members of management present and evaluate the performance of the Board and Management periodically.

During the year under review, the Independent Directors met on 20/10/2023, inter alia, to discuss:

- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
- Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
- Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the Meeting.

#### (k) General Body Meeting Details of last three Annual general meetings.

AGM	Year ended 31 <sup>st</sup> March,	Venue	Date	Time	Special Resolutions Passed
27TH	2022		29 <sup>th</sup> September, 2022	10.00 AM	-
28TH	2023		29 <sup>th</sup> September, 2023	4.00 PM	-
29TH	2024		28 <sup>th</sup> September, 2024	4.00PM	-

#### Extraordinary General Meeting (EGM)

No Extra ordinary General Meeting was held during the year

Meetings for approval of Quarterly and Annual Financial results were held on the following dates: -





## (l) Disclosures:

### (a) Materially Significant related party transactions

There was no transaction of material nature with any of the related party, which is in conflict with the interest of the company.

### (b) Details of non compliance by the company, penalties, strictures imposed on the company by the Stock Exchange or SEBI or any authority on any matter related to capital markets during last 3years.

There was no instance of levy of any penalties during the last three years.

## (m) Means of Communication

- ✓ The company regularly intimate sun audited as well as audited financial results to the Stock Exchanges immediately after these are taken on record by the board. In terms of requirements of Regulation 33 of the SEBI Listing Regulations, 2015 the Quarterly/ Annual Financial Results of the Company are being published in newspapers and are also being displayed on the Website of the Company i.e. [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in).
- ✓ The Financial Results of the Company are published normally in the following news papers:
  - ❖ Jansatta (Hindi Language)
  - ❖ Financial Express (English Language)

## (n) General Share holders Information:-

### ➤ Annual General Meeting Details:

Date : 28<sup>th</sup> Day of September, 2024  
Time : 4.00 PM

- **Financial Year:** From 1<sup>st</sup> April, 2023 to 31<sup>st</sup> March, 2024
- **Book Closure Dates:** 21<sup>st</sup> September, 2024 to 29<sup>th</sup> September, 2024 (both days inclusive).
- **Record date:** 21<sup>st</sup> September, 2024
- **Dividend Payment Date:** NIL
- **Stock Exchanges and Codes:** Bombay Stock Exchange Limited & Code : 531591
- **ISIN Number for NSDL & CDSL :** INE802A01037

The monthly high and low stock price during the financial year 2023-24 is under:-

Month	BSE Price	
	High	Low
April, 2023	10.25	8.27
May, 2023	12.52	9.07
June, 2023	13.40	9.31
July, 2023	10.34	9.24
August, 2023	10.30	9.05
September, 2023	10.14	9.11
October, 2023	10.20	9.35
November, 2023	10.50	9.11
December, 2023	10.94	9.05
January, 2024	10.70	9.50
February, 2024	10.39	9.05
March, 2024	10.60	8.40



**(o)Registrar and Transfer Agent:**

Alankit Assignments Ltd.  
4E/2, Jhandewalan Extension,  
New Delhi-110055

**(p)SHARE TRANSFER SYSTEM / DIVIDEND AND OTHER RELATED MATTERS**

❖ **Share Transfer System:**

The Company's shares are traded in the Stock Exchanges in Demat mode. These transfers are affected through NSDL & CDSL. Most of the transfers of shares take place in this form. Transfer of shares in the physical form is processed and approved weekly, and the certificates are returned to the shareholders with 15 days from the date of receipt, subject to documents being valid and complete in all respects. The Board has authorized Mr. Bhisham Kumar Gupta, Managing Director, to approve the transfer of shares.

❖ **Nomination facility for share holding**

As per the provisions of Section 72 of the Companies Act, 2013, facility for making nomination is available for Members in respect of shares held by them. Members holding shares in physical form may obtain nomination form, from the Company. Members holding shares in dematerialized form should contact their Depository Participants (DP) in this regard. Shareholders desirous of making nominations are requested to send their requests in Form No. SH-13 in Duplicate (which will be made available on request) to the R&T Agent.

❖ **Permanent Account Number( PAN)**

Members who hold shares in physical form are advised that SEBI has made it mandatory that a copy of the PAN card of the transferee/s, members, surviving joint holders / legal heirs be furnished to the Company while obtaining the services of transfer, transposition, transmission and issue of duplicate share certificates.

❖ **Unclaimed Dividends**

Pursuant to Section 125 of the Companies Act, 2013, dividends that are unpaid / unclaimed for a period of seven years from the date they become due for payment are required to be transferred by the Company to the Investor Education & Protection Fund (IEPF) administered by the Central Government. So no unclaimed dividend is there.

No dividend was declared by the company for the Financial Year 2023-24

❖ **Pending Investors' Grievances**

Any Member / Investor, whose grievance has not been resolved satisfactorily, may kindly write to the Company at the Registered Office with a copy of the earlier correspondence.

Address for Correspondence is given hereunder:

**Registered Office:**

Bampsl Securities Ltd.  
100-A, Cycle Market, Jhandewalan Extn.  
New Delhi-110055  
Ph. No. 011-47523613  
E-Mail : [bampslsecurities@yahoo.co.in](mailto:bampslsecurities@yahoo.co.in)

S. No.	Nature of Queries/Compliant	Pending as on April 1,2023	Received during the year	Redressed during the Year	Pending as on March 31, 2024
1	Transfer/Transmission of Duplicate Share Certificate	NIL	NIL	NIL	NIL
2	Non-receipt of Dividend	NIL	NIL	NIL	NIL
3	Dematerialisation/Rematerialisation of Shares	NIL	NIL	NIL	NIL
4	Complaints received from:	NIL	NIL	NIL	NIL
	SEBI	NIL	NIL	NIL	NIL
	Stock Exchanges/NSDL/CDSL	NIL	NIL	NIL	NIL
	ROC/MCA/Others	NIL	NIL	NIL	NIL
	Advocates	NIL	NIL	NIL	NIL
	Consumer Forum/Court Case	NIL	NIL	NIL	NIL
5	Others	NIL	NIL	NIL	NIL
	Grand Total	NIL	NIL	NIL	NIL

**Statement showing Shareholding of more than 1% of the Capital as on 31<sup>ST</sup> March,2024: -**

No.	Name of Shareholders	No. of Shares	Percentage of Capital
1	SATISH KUMAR GUPTA	632500	1.858
2	MATA DEEN GUPTA	355761	1.045
3	SURENDRA KUMAR GUPTA	581388	1.708
4	SUNIL KUMAR	4384939	12.884
5	GYAN BALLABH GOSWAMI	412908	1.213
6	SAHIL GUPTA	615250	1.808
7	SANJAY GUPTA	1001411	2.942
8	NISHIL GUPTA	344075	1.011
9	USHA GUPTA	884444	2.599
10	ARPIT GUPTA	856385	2.516
11	KAJAL GUPTA	500000	1.469
12	BHAJEE PORTFOLIO PRIVATE LIMITED	5694251	16.73
13	GG OVERSEAS PRIVATE LIMITED	3273437	9.618
14	SATINDER PAUL GUPTA(HUF)	346449	1.018

**Brief Share Holding Pattern as on 31<sup>st</sup>March,2024:**

Category	No. of Shares Held	% of Share Holding
Promoter and Promoter Group	3686588	10.83
Bodies Corporate	9256953	27.20
Individuals	19775098	58.10
NRI	196881	0.58
Client Margin/ Clearing Member	0	0
Resident (HUF)	1119640	3.290
Total	34035160	100

**DEMATERIALIZATION OF SHARES AND LIQUIDITY**

Particular	Number of Shares	Percentage (%)
<b>Dematerialization:</b>		
NSDL	15634671	45.94
CDSL	18047779	53.03
<b>Sub-Total:</b>	<b>33682450</b>	<b>98.97</b>
Physical:	352710	1.03
<b>Total:</b>	<b>34035160</b>	<b>100.00</b>



#### **4. OUTSTANDING ADR'S/GDR'S**

The Company has not issued any GDR's/ADR's or any convertible instruments in financial year 2023-24.

#### **5. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The Company conducts formal induction program for its Independent Directors and provide suitable training to them which may include any or all of the following: Board roles, rights and responsibilities, whistle seeking to build working relationship among the Board members, Company's vision, mission, core values, Ethics and Corporate Governance practices, Familiarization with financial matters, management team and business operations, Meetings with stakeholders, and meetings with senior and middle management. The company supports Directors to continually update their skills and knowledge and improve their familiarity with the company and its business. The details of various familiarization programmers provided to the Directors of the Company is available on the Company's website [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in)

#### **6. VIGIL MECHANISM/WHISTLE BLOWER POLICY**

The Board approved the Vigil Mechanism in its duly held meeting that provides a formal mechanism for all Directors, employees and vendors of the company to approach the Vigilance Officer/Chairman of the Audit Committee of the company and make protective disclosures about the unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct. Under the Policy, every Director, employee or vendor of the company has an assured access to the Vigilance Officer/Chairman of the Audit Committee. Details of the vigil Mechanism are given in the Directors' Report and have been posted on the website of the Company [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in).

#### **7. PREVENTION OF INSIDERTRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Compliance Officer is responsible for implementation of the Code. The Insider trading Code has been posted on the website of the Company [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in).

All Board Directors and the designated employees have confirmed compliance with the Code.

#### **8. COMPLIANCE WITH ACCOUNTINGSTANDARDS**

The Financial Statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

#### **9. INTERNALCONTROLS**

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws. The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective. The company has strong internal control system which has contributed all around advantages to the members and all other associates with the affairs of the company.

#### **10. RECONCILIATION OF SHARE CAPITALAUDIT**

In terms of Regulation 55A of SEBI (Depositories and Participants) Regulation, 1996 with the Stock Exchanges, certificate, on Quarterly basis, have been issued by a Company Secretary-in-practice with respect to due compliance of share transfer formalities by the Company. As required by the Securities & Exchange Board of India (SEBI), the Company Secretary-in-practice carried out a Reconciliation of Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited ("Depositories") and held in physical form with the total issued and listed capital. The Secretarial Auditor confirms that the total paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialized form (held with Depositories). The auditors' Certificate in regard to the same is submitted to BSE Limited.



## 11. MD / CFO CERTIFICATION

The MD and the CFO have issued certificate pursuant to the provisions of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 of the Listing Agreement certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report.

## 12. CODE OF CONDUCT

The Board of Directors has approved a Code of Business Conduct which is applicable to the Members of the Board and all employees. The Code has been posted on the Company's website [www.bampslsecurities.co.in](http://www.bampslsecurities.co.in).

## 13. E-VOTING FACILITY TO MEMBERS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the 28<sup>TH</sup> Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

**For Bampsl Securities Limited**

Sd/-  
(Bhisham Kumar Gupta)  
Managing Director  
DIN: 00110915

Place: New Delhi  
Date: 27/05/2024



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We have pleasure in submitting the management discussion & analysis report on the company's business. We have attempted to include discussions on all specified matters to the extent relevant, or within such limits that in our opinion are imposed by the company's own competitive position and market conditions in all areas of the company's operations.

- **FORWARD-LOOKING STATEMENTS**

This report contains forward-looking statements based on certain assumptions and expectations of future events. The Company, therefore, cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements can thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

- **INDUSTRY STRUCTURE AND DEVELOPMENTS**

The company is engaged in the business of dealing and investing in shares and other securities along with financial services like spot financing, short term financial accommodation, and in other similar financial sector.

- **OPPORTUNITIES AND THREATS**

Our strength is our determination and team work, weakness is the low equity base, opportunities are multiples and threats are the vibrations in the economy and government policies.

The financial highlights are as under:

	(Rs. In Lakhs)
Sales for the Year 2023-2024	831.35
Profit after tax	39.43

- **SEGMENT WISE REPORTING**

During the year under review, Company has achieved all sales through the business of dealing and investing in shares and other securities along with financial services like spot financing, short term financial accommodation, long term financial accommodation, and in other similar financial sector.

- **OUTLOOK**

As on 31<sup>st</sup> March, 2024, the issued, subscribed and paid up share capital of the company stood at Rs. 34,03,51,600 comprising 3,40,35,160 Equity shares of Rs. 10 each. The Sales during the year 2023-24 is Rs. 831.35 Lakhs.

- **RISKS AND CONCERNS**

In any business, risks and prospects are inseparable. As a responsible management, the Company's principal Endeavour is to maximize returns. The Company continues to take all steps necessary to minimize its expenses through detailed studies and interaction with experts.

- **INTERNAL CONTROL AND THEIR ADEQUACY**

The Company has adequate internal control system, commensurate with the size of its operations. Adequate records and documents are maintained as required by laws.

The Company's audit Committee reviewed the internal control system. All efforts are being made to make the internal control systems more effective. The company has strong internal control system which has contributed all around advantages to the members and all other associates with the affairs of the company.

- **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

For F.Y. 2023-24, Company's Profit after tax stood at Rs. 39.43 Lakhs and the Revenue during the year 2023-24 is Rs. 902.24 Lakhs.



- **MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLEEMPLOYED**

The Company has sufficient well-trained number of staff to handle the day-to-day business operations. Strength of the business of an institution solely depends on the skill and competitiveness of its workforce. The company has specialized personnel in all areas of its operations, which strength is reflected by the financial results under report.

- **CAUTIONARYSTATEMENT**

Statement in this Management's Discussion and Analysis detailing the Company's objectives, projections, estimates, estimates, expect ations or predictions are "forward-looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied.

**DECLARATION AFFIRMING COMPLIANCE OF PROVISIONS OF THE CODE OF CONDUCT**

To the best of my knowledge and belief and on the basis of declaration given to me, I hereby affirm that all the Board members and the senior management personnel have fully complied with the provisions of the code of conduct for Directors and Senior Management personnel during the financial year ended 31st March, 2024.

**For Bampsl Securities Limited**

**Sd/-  
(Bhisham Kumar Gupta)  
Managing Director  
DIN : 00110915**

**Place : New Delhi  
Date : 27/05/2024**



**CERTIFICATION BY MD/ CFO**

The Board of Directors,  
**Bampsl Securities Ltd.**

We have reviewed the financial statements and the cash flow statement of Bampsl Securities Ltd. for the year ended March 31, 2024 and to the best of our knowledge and belief:

- (a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;  
(ii) these statements to get her present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee:
  - (i) Significant changes in internal control over financial reporting during the year;
  - (ii) Significant changes in accounting policies made during the year and the same have been disclosed in the notes to the financial statements; and
  - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**For Bampsl Securities Limited**

**Sd/-**

**Bhisham Kumar Gupta**  
**Managing Director**  
**DIN:00110915**

**Sd/-**

**Vinod Kumar Sharma**  
**Chief Financial Officer**

**Place: New Delhi**  
**Date: 27/05/2024**



**CERTIFICATE ON CORPORATE GOVERNANCE**

To,  
The Members,  
Bampsl Securities Ltd.  
New Delhi

We have examined the compliance of conditions of corporate governance by “Bampsl Securities Limited” (“the Company”) for the financial year ended on 31st march,2024 as stipulated in Regulation 17 to 27 and Clause (b) to (i) of Sub regulation (2) of Regulation 46 and paragraphs C,D and E of schedule V of the Securities Exchange Board of India( Listing obligation and Disclosure Requirements) Regulations, 2015(Listing Regulations) pursuant to the listing entered into by the Company with the Stock Exchange.

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

We have examined the relevant records of the Company in accordance with the generally accepted Auditing Standard in India, to the extent relevant, and as per the Guidance note on Certification of Corporate Governance issued by the Institute of Chartered Accountants of India.

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us and the representations made by the director and the Management, we certify that the company has complied with the conditions of corporate governance as stipulated in the above mentioned Listing regulations during the period under review.

We state that such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For G.C Aggarwal & Associates.  
Chartered Accountants  
FRN 01785IN

Sd/-  
GC Agarwal  
Partner  
Mno.083820  
Date 27/05/2024  
Place :New Delhi  
UDIN : 24083820BKFWD1370



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

Pursuant to Clause 31(a) of Listing Agreement)

Format of covering letter of annual audit report to be filed with the stock exchange

S. No.	Particulars	Details
1.	Name of Company	Bampsl Securities Limited
2.	Annual Financial Statements for the year ended	31 <sup>st</sup> March, 2024
3.	Type of audit observation	Un-qualified
4.	Frequency of observation	No observation
5.	To be signed by	
	CEO/Managing Director	
	Auditors of the Company	
	Audit Committee Chairman	

For Bampsl Securities Ltd.

Sd/-  
(Bhisham Kumar Gupta)  
Managing Director

Sd/-  
(Sanjay Sharma)  
Chairman of Audit Committee

Sd/-  
(Vinod Kumar Sharma)  
CFO

For G.C AGARWAL & ASSOCIATES  
Chartered Accountants  
FRN 017851N

Sd/-  
G.C AGARWAL  
Partner.  
M.No. 083820



## INDEPENDENT AUDITORS' REPORT

To

**The Members of BAMPSL SECURITIES LIMITED**

**Report on the Audit of the financial statements**

### **Opinion**

We have audited the accompanying Financial Statements of BAMPSL Securities Limited (“the Company”), which comprise the Balance Sheet as at 31 March 2024, the Statement of Profit and Loss, statement of Cash Flows and the statement of changes in equity for the year then ended, and notes to the Financial Statements, including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the Financial Statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended (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 31 March 2024, its profit, its cash flows and changes in equity for the year ended on that date.

### **Basis of Opinion**

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

### **Key Audit Matters**

We have determined that there is no key audit matter to communicate in our report.

### **Information Other than the financial statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors report to be included in the Company's Annual report, but does not include the financial statements and our auditor's report thereon. Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



In preparing the Financial Statements, the Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

### **Auditors' Responsibility for the Audit of the 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 skepticism 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 Act, 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 the 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 may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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.

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

**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 Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure 'A' a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. 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, the Cash Flow Statement and the statement of changes in equity 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 (Ind AS) specified under Section 133 of the Act read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
  - (e) On the basis of the written representations received from the directors as on March 31, 2024 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2024 from being appointed as a director in terms of Section 164 (2) of the Act.
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to Annexure 'B'. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
  - (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:
    - i. The Company has disclosed pending litigations and the impact on its financial position – refer point no/ 17 of Notes on Financial Statements.
    - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses during the year ended 31st March, 2024
    - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    - iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
(b) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the company to or in any other person or entity, including foreign entity ("Funding Parties"), 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 Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;  
(c) Based on the audit procedures that have been 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 (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.





- v. No dividend has been declared or paid during the year.
- (h) With respect to the matter to be included in the Auditor's Report under section 197(16):  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provision of section 197 of the Act.
- (i) Based on our examination, which included test checks, the company has used accounting software for maintaining its books of account for the financial year ended March 31, 2024 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.

As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable from April 1, 2023, reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 on preservation of audit trail as per the statutory requirements for record retention is not applicable for the financial year ended March 31, 2024.

**FOR G C AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

PLACE: New Delhi  
DATED: 27.05.2024  
UDIN: 24083820BKFWOW2278

**Sd/-**  
**(G C AGARWAL)**  
Partner  
(Membership No. 083820)

**Annexure – A to the Auditors' Report**

The annexure referred to in Independent Auditor's Report to the members of **BAMPSL Securities Limited** on the financial statements for the year ended on 31<sup>st</sup> March,2024, We Report that:

1. a. (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment. The Company does not have any right of use assets.  
  
(B) The company does not have intangible assets.
  - b. As explained to us, the management during the year has physically verified the Property, Plant and Equipment in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the company and nature of its assets. No material discrepancies were noticed on such physical verification.
  - c. According to the information and explanations given to us and on the basis of records produced before us for examinations the land valued amounting to Rs. 28.50 lakhs is held by the Company on the basis of Agreement to Sale. The General Power of Attorney (GPA) is in the name of its Managing Director.
  - d. The Company has not revalued any of its Property, Plant and Equipment during the year.
  - e. There are no proceedings initiated or are pending against the Company for holding any Benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
2. a. As explained to us, inventories (Investments) have been physically verified by the management at reasonable intervals during the year. As explained to us the discrepancies noticed on physical verification of inventory as compared to the book records were not material.  
b. No working capital limit has been sanctioned and availed by the Company. Hence, the reporting requirement of para 3(ii)(b) of the order is not applicable to the Company.
3. a. Since the principal business of the Company is to give loans, the reporting requirement of para 3(iii)(a) is not applicable.  
b. During the year the investments made are not prejudicial to the Company's interest. During the year, the Company has not given any loan or not provided any guarantee.  
c. The company has provided loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment:
    - Aggregate amount of loans or advances of above nature given during the year is Rs. 65.46 Lakhs.
    - Percentage thereof to the total loans granted is 1.98%
    - Aggregate amount of loans granted to promoters, related parties as defined in clause (76) of section 2 of Companies Act, 2013 is Rs. Nil..
  - d. Since the principal business of the Company is to give loans, the reporting requirement of para 3(iii)(e) is not applicable.

4. In our opinion and according to the information and explanations given to us, the company has complied with the provision of section 185 and 186 of the Act, with respect to the investment made, to the extent applicable to the Company. As per the information and explanation given to us, the Company has not given any loan nor given any guarantee or provided any security in connection with a loan to any other body corporate or person.
5. The Company has neither accepted any deposits from the public nor accepted any amount which are deemed to be deposits within the meaning of Sections 73 to 76 of the Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
6. The nature of the company's business/activities is such that maintenance of Cost Records under section 148(1) of the Companies Act, 2013 is not applicable to the company.
- 7.a. According to the records of the Company, undisputed statutory dues including Goods and Service Tax, Provident Fund, Employee's State Insurance, Income Tax, Customs Duty, Excise Duty, Value added tax, Cess and other statutory dues to the extent and as applicable to the company have been generally regularly deposited by the company during the year with the appropriate authorities. However, there are some delays in few cases and also non deposit of advance tax instalments. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2024 for a period of more than six months from the date of becoming payable except following:

Name of the Statute	Nature of dues	Amount (Rs)	Period to which the amount relates
Income Tax Act	Income Tax	88,100	A Y 2008-09
Income Tax Act	Income Tax	6,90,750	A Y 2017-18
Income Tax Act	Income Tax	2,58,810	A Y 2018-19
Income Tax Act	Income Tax	4,29,760	A Y 2022-23

The above amounts have been paid /adjusted before the date of signing annual accounts.

- b. According to the records of the Company, there are no disputed statutory dues that have not been deposited on account of matters pending before appropriate authorities.

Name of the Statute	Nature of dues	Amount (Rs)	Period to which the amount relates	Forum where Dispute is pending	Remarks
Income Tax Act	Income Tax	6,60,13,540	A Y 2012-13	CIT (A)	Company is quite hopeful of getting relief.
Income Tax Act	Income Tax	1,47,040	A Y 2014-15	ITAT	Company is quite hopeful of getting relief.



8. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income-tax Act, 1961 as income during the year. Hence, the para 3(viii) of the order is not applicable to the Company.
9.
  - a) The company has not taken any loan or other borrowings from any lender. Hence, the para 3(ix)(a) of the order is not applicable to the Company.
  - b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
  - c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year. Hence, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.
  - d) The Company has not raised any loans on short-term basis have been used for long-term purposes by the Company.
  - e) The Company does not have any subsidiary, associate or joint ventures. Hence, reporting under clause 3(ix)(e) of the Order is not applicable to the Company.
  - f) On the basis of books and records examined by us and as explained to us, the Company has not raised any loan during the year. Hence, reporting under clause 3(ix)(f) of the Order is not applicable to the Company.
10.
  - a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments). Hence, the para 3(x)(a) of the order is not applicable to the Company.
  - b) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or convertible debentures (fully, partly or optionally convertible) during the year. Accordingly, provisions of clause 3 (x)(b) of the Order is not applicable to the Company.
11.
  - a) In our opinion and according to the information and explanation given to us, no fraud by the company or on the Company has been noticed or reported during the course of our audit.
  - b) During the year no report under sub-section 12 of section 143 of the Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
  - c) According to the information and explanations given to us, there were no whistle blower complaints received during the year by the Company.
12. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.
13. According to the information and explanations given to us and based on or examinations of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transaction have been disclosed in the financial statements as required by the applicable accounting standards.
14.
  - a) In our opinion the company has an adequate internal audit system commensurate with the size and the nature of its business.
  - b) We have considered, the internal audit reports for the year under audit, issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures.
15. According to the information and explanations given to us and based on our examination of the record of the Company, the Company has not entered into non-cash transactions with directors or persons connected with its director. Accordingly, paragraph 3(xv) of the order is not applicable.
16.
  - a) The Company is required to be registered under section 45-IA of the Reserve bank of India Act, 1934 and such registration has been obtained by the Company.



- b) The Company has not conducted any Non-Banking Financial activities without obtaining a valid Certificate of registration from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.]
- c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi)(c) of the Order is not applicable to the Company.
- d) There is no Core Investment Company as a part of the Group. Accordingly, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
17. The Company has not incurred cash losses in the current year and the immediately preceding financial year.
18. There has been no resignation of the statutory auditor during the year. Hence, the reporting para 3(xviii) of the order is not applicable to the Company.
19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, the our knowledge of the Board of Directors and Management plans and based on our examination of evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date to the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company and when they fall due.
20. The Company is not required to spend any amount under sub section 5 of Section 135 of the Act. Accordingly, the reporting para 3(xx) of the order is not applicable to the Company.

**FOR G C AGARWAL & ASSOCIATES**  
Chartered Accountants  
Firm Registration No.: 017851N

PLACE: New Delhi  
DATED: 27.05.2024

**Sd/-**  
**(G C AGARWAL)**  
Partner  
(Membership No. 083820)

**Annexure – B to the Auditors' Report****Report on the Internal Financial Control under clause (i) of sub section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **BAMPSL Securities Limited** (“the Company”) as of 31 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 the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (‘ICAI’). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system 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 financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 March 2024, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**FOR G C AGARWAL & ASSOCIATES**

Chartered Accountants  
Firm Registration No.: 017851N

PLACE: New Delhi  
DATED: 27.05.2024

**Sd/-**  
**(G C AGARWAL)**  
Partner  
(Membership No. 083820)



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2022-2023

## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

Balance Sheet as at 31st March 2024

Particulars	Note	As at 31.03.2024 (Rs. in Lakhs)	As at 31.03.2023 (Rs. in Lakhs)
<b>ASSETS</b>			
<b>Financial Assets</b>			
Inventories	2	465.14	467.04
Trade Receivable		25.72	0.16
Cash and Cash equivalents	3	1.67	0.12
Short-terms loans and advances	4	92.27	82.20
Long-terms loans and advances		3,211.40	3,210.25
<b>Non-Financial Assets</b>			
Current tax assets (Net)		9.69	7.73
Deferred tax assets (Net)		2.13	2.06
Property, Plant and Equipments	5	29.06	30.42
<b>Total</b>		<b>3,837.08</b>	<b>3,799.98</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity Share Capital	6	3,403.52	3,403.52
Other Equity	7	406.80	367.37
<b>Current Liabilities</b>			
<b>Financial Liabilities</b>			
Trade Payables		-	-
Other Liabilities	8	3.53	8.02
Provisions	9	23.23	21.07
<b>Total</b>		<b>3,837.08</b>	<b>3,799.98</b>
Significant Accounting Policies	1 13 to		
Other Notes	19		

As per Our Report of even date attached

**For G C Agarwal & Associates**

Chartered Accountants

Firm Regn. No. 017851N

Sd/-  
**(G C Agarwal)**  
Partner

M. No. 083820

Place: New Delhi

Date: 27.05.2024

**For & on Behalf of the Board**

Sd/-  
**(Prerna  
Bajaj)**  
Company  
Secretary  
PAN:  
AXPPB6794  
C

Sd/-  
**(Bhisham  
Kumar  
Gupta)**  
Managing  
Director  
DIN:  
00110915

Sd/-  
**(Vinod Kumar  
Sharma)**  
CFO

PAN:  
AATPS2033C

Sd/-  
**(Sanjay  
Sharma)**  
Director  
DIN: 07342776





# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2022-2023

## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

### Statement of Profit & Loss Account for the year Ended 31st March 2024

Particulars	Note	Year Ended 31.03.2024 (Rs. in Lakhs)	Year Ended 31.03.2023 (Rs. in Lakhs)
<b>Revenue from operation</b>			
Sales of Stock-in-trade		831.35	298.35
Interest Income		7.01	14.05
<b>Total Revenue from operation</b>		<b>838.36</b>	<b>312.40</b>
Other Income	10	63.88	56.38
<b>Total Revenue</b>		<b>902.24</b>	<b>368.78</b>
<b>Expenses</b>			
Purchases of Stock-in-trade		829.74	300.65
Changes in inventories of Stock-in-trade		1.90	(1.85)
Employee Benefit Expenses	11	7.26	5.13
Depreciation		1.36	1.36
Other Expenses	12	12.93	11.80
<b>Total Expenses</b>		<b>853.18</b>	<b>317.09</b>
<b>Profit / (Loss) before exceptional items and tax</b>		<b>49.05</b>	<b>51.69</b>
Exceptional items		-	-
<b>Profit / (Loss) Before Tax</b>		<b>49.05</b>	<b>51.69</b>
Tax expense:			
(1) Current Tax		9.69	8.72
(3) Deferred Tax		0.07	0.04
<b>Profit / (Loss) for the year</b>		<b>39.43</b>	<b>43.01</b>
<b>Earning / (Loss) per equity share</b>			
(1) Basic		0.12	0.13
(2) Diluted		0.12	0.13
Significant Accounting Policies	1		
Other Notes	13 to 19		

As per Our Report of even date attached  
For G C Agarwal & Associates

For & on Behalf of the Board

Chartered Accountants  
Firm Regn. No. 017851N



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

**Sd/-  
(G C Agarwal)**

Partner

M. No. 083820

Place: New Delhi

Date: 27.05.2024

**Sd/-  
(Prerna  
Bajaj)**

Company

Secretary

PAN:

AXPPB6794

C

**Sd/-  
(Bhisham  
Kumar  
Gupta)**

Managing

Director

DIN:

00110915

**Sd/-  
(Vinod Kumar  
Sharma)**

CFO

PAN:

AATPS2033C

**Sd/-  
(Sanjay  
Sharma)**

Director

DIN: 07342776



## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

### Notes on Financial Statements for the Year ended 31st march 2024

#### 1 Significant Accounting Policies and Notes to Financial

#### 1 Statements:

#### 1 Corporate and General

#### 1 Information

BAMPSL Securities Limited (the Company) incorporated and domiciled in India having its registered office at 100-A, Cycle Market, Jhandewalan Extension, New Delhi-110055, India. The Company is a Non Deposit Taking, Non Banking Financial Company ("NBFC") as defined under section 45 - IA of the Reserve Bank of India ("RBI") Act, 1934. Equity Shares of the Company are listed on Bombay Stock Exchange.

#### 1 Basis of Preparation of financial

#### (A) statements

#### (A) Compliance with Ind AS

The financial statements of the Company comply in all material aspects with Indian Accounting Standards ('Ind AS') notified under section 133 of the Companies Act, 2013 ('the Act') read with the Companies (Indian Accounting Standards) Rule 2015 as amended from time to time and other relevant provisions of the Act. Any directions issued by the RBI or other regulators are implemented as and when they become applicable.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or revision to the accounting standard requires a change in the accounting policy hereto in use.

#### (B) Presentation of financial statements

The Balance Sheet, the statement of changes in Equity and the statement of profit & loss are presented in the format prescribed under Division III of Schedule III of the Act, as amended from time to time, for Non Banking Financial Companies ('NBFCs') that are required to comply with Ind AS. The statement of cash flows has been presented as per requirements of Ind AS 7 Statement of Cash Flows.

#### (C) Basis of preparation

The financial statements have been prepared under the historical cost convention on the accrual basis.

#### (D) Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities (including contingent liabilities) and disclosures as of the date of the financial statements and reported amounts of revenues and expenses for the reporting period. Actual results could vary from these estimates. The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future years

#### 1 Significant Accounting Policies:

#### A Financial instruments - initial recognition, subsequent measurement and impairment

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### (i) Financial Assets

Financial Assets are measured at amortised cost or fair value through other comprehensive income or fair value through Profit or Loss, depending on its business model for managing those financial assets and the assets contractual cash flow characteristics.

Subsequent measurements of financial assets are dependent on initial categorisation. For impairment purposes significant financial assets are tested on an individual basis, other financial assets are assessed collectively in groups that share similar credit risk characteristics.

**Trade receivables**

Trade receivables are recognised at fair value.

(ii) **Financial Liabilities**

All financial liabilities are recognised at fair value through Profit and Loss.

**Trade and other payables**

A payable is classified as 'trade payable' if it is in respect of amount due on account of goods purchased in the normal course of business. These amounts represent liabilities for goods purchased by the company prior to the end of financial year which are unpaid.

**Equity Instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an equity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received. Transaction cost of an equity transaction are recognised as deduction from equity.

(iii) **Taxation**

The tax expense for the period comprises of current tax and deferred income tax. Tax is recognised in Statement of Profit & Loss.

a) **Current Tax**

Current tax provision is computed for income calculated after considering allowances and exemptions under the provisions of the applicable Income Tax Laws. Current tax assets and current tax liabilities are off set, and presented as net.

b) **Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and corresponding tax basis used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period.

(iv) **Revenue Recognition**

Revenue from sale of goods is recognised when the significant risk and rewards of ownership have been transferred to the buyer. The dividend income is recognised when right to receive the same is established.

(v) **Earning per Share**

Basic Earning per Share is calculated by dividing the profit or loss after tax for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit or loss after tax by the weighted average number of equity shares considered for deriving basic earnings per shares and weighted average number of equity shares which could have been issued.

(vi) **Provisions and contingencies Provisions**

Provisions are recognised when the Company has a present obligation as a result of a past event. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and are adjusted to reflect the current best estimate.

**Contingencies**

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount can not be made. Information on contingent liability is disclosed in the Notes to the Financial Statements. Contingent assets are not recognised. However, when the realisation of income is virtually certain, then the related asset is no longer a contingent asset, but it is recognised as an asset.

**(vii) Current versus non-current classification**

The policy of the Company is required to presents assets and liabilities in statement of financial position based on current/non-current classification.

The Company has to present non-current assets and current assets before equity, non-current liabilities and current liabilities in accordance with Schedule III, Division II of Companies Act, 2013 notified by MCA

An asset is classified as current when it is:

- a) Expected to be realised or intended to be sold in normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period, or
- d) 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:

- a) It is expected to be settled in normal operating cycle.
- b) It is held primarily for the purpose of trading.
- c) It is due to be settled within twelve months after the reporting period, or
- d) 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.

1 **Critical accounting estimates, assumptions and judgements**

In the process of applying the Company's accounting policies, management has made the following estimates, assumptions and judgements, which have significant effect on the amounts recognised in the financial statement:

A **Income Tax**

Management judgement is required for the calculation of provisions for income tax and deferred tax assets and liabilities. The Company reviews at each balance sheet date the carrying amount of deferred tax. The factors used in estimates may differ from actual outcome which could lead to significant adjustment to the amounts reported in the financial statements.

B **Contingencies**

Management judgement is required for estimating the possible outflow of resources, if any, in respect of contingencies/claim/litigations against the Company as it is not possible to predict the outcome of pending matters with accuracy.

	<b>As at 31.03.2024 (Rs. in Lakhs)</b>	<b>As at 31.03.2023 (Rs. in Lakhs)</b>
2	<b>Inventories</b>	
	<b>Stock-in-trade</b>	
	<b>Quoted</b>	
	Equity Shares (Fully paid up - at fair value)	23.90
	21.99	
	<b>Un-Quoted</b>	
	Equity Shares (Fully paid up - at fair value)	443.15
	443.15	
	<b>465.14</b>	<b>467.05</b>
2(a)	<b>Quoted</b>	
	<b>Equity Shares (Fully paid up - at fair value)</b>	
	Nil EQ GNFC (P.Y. 100)	0.49
	Nil EQ Yes Bank	0.01
	1234387 EQ BT Technet	21.96
	Nil EQ GSFC (P.Y. 100)	0.12
	Nil EQ IDBI Bank (P. Y. 2000)	0.97
	Nil EQ L & T Housing Finance (P.Y. 100)	0.08
	100 EQ South Indian Bank (P.Y. Nil)	-
	0.03	
	Nil EQ Tarai Food (P.Y. 4750)	0.26
	-	
	<b>21.99</b>	<b>23.90</b>



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

Notes on Financial Statements for the Year ended 31st march 2024

	As at 31.03.2024 (Rs. in Lakhs)	As at 31.03.2023 (Rs. in Lakhs)
<b>3</b>		
<b>Cash and Cash equivalent</b>		
Cash on hand	0.06	0.06
Balance with Scheduled Banks in Current A/C	1.61	0.05
	<u>1.67</u>	<u>0.11</u>
<b>4</b>		
<b>Loans &amp; Advances (Non-Current)</b>		
<b>Capital Advance</b>		
Unsecured, considered good		
-due from Related Parties	-	-
-Others	3,211.40	3,210.25
	<u>3,211.40</u>	<u>3,210.25</u>
<b>Other Loans &amp; Advances (Current)</b>		
<b>Loans</b>		
Unsecured, considered good		
-due from Related Parties	-	-
-Others	91.23	82.21
<b>Advances</b>		
Unsecured, considered good		
-due from Related Parties	-	-
-Others	1.04	-
	<u>92.27</u>	<u>82.21</u>
<b>6</b>		
<b>SHARE CAPITAL</b>		
<b>Authorised</b>		
3,50,00,000 (P.Y. 3,50,00,000) Equity Shares of Rs. 10/- each	3,500.00	3,500.00
<b>Issued, Subscribed and Paid up</b>		
3,40,35,160 (P.Y. 3,40,35,160) Equity Shares of Rs. 10/- each	3,403.52	3,403.52
<b>TOTAL</b>	<u>3,403.52</u>	<u>3,403.52</u>



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

## 6.1 Details of shareholders holding more than 5% shares in the company as at 31st March, 2024, 31st March, 2023.

	As at 31.03.2024		As at 31.03.2023	
	No. of Shares	% of Holdings	No. of Shares	% of Holdings
Bhisham Kumar Gupta	3,686,588	10.83	3,686,588	10.83
GG Overseas P Ltd	3,273,437	9.62	3,273,437	9.62
Bhajjee Portfolio Ltd	5,694,251	16.73	5,699,360	16.75
Sunil Kumar	4,384,939	12.88	4,056,534	11.92
<b>Total</b>	<b>17,039,215</b>	<b>50.06</b>	<b>16,715,919</b>	<b>49.12</b>

## 6.2 The reconciliation of the number of shares outstanding is set out below:

	As at 31.03.2024 No. of Shares	As at 31.03.2023 No. of Shares
Equity Shares at the begning of the year	34,035,160	34,035,160
Equity Shares issued during the year	-	-
Equity Shares at the end of the year	34,035,160	34,035,160

## 5. Property, Plant & Equipment

AMOUNT (Rs. in lakhs)

Particulars	Furniture & Fixtures	Office Equipment	Land	Vehicle	Total
<b>GROSS BLOCK</b>					
<b>As at 1st April, 2022</b>	19.66	1.09	28.50	9.49	58.74
Additions during the year	-	-	-	-	-
Deletions during the year	-	-	-	-	-
<b>As at 31st March, 2023</b>	19.66	1.09	28.50	9.49	58.74
Additions during the year	-	-	-	-	-
Deletions during the year	-	-	-	-	-
<b>As at 31st March, 2024</b>	19.66	1.09	28.50	9.49	58.74
<b>ACCUMULATED DEPRECIATION</b>					
<b>As at 1st April, 2022</b>	19.09	0.84	-	7.02	26.95
Depreciation Expense for the year	0.19	0.04	-	1.13	1.36
Adjustment during the year	-	-	-	-	-





# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

As at 31st March, 2023	19.28	0.88	-	8.15	28.31
Additions during the year	0.19	0.04	-	1.13	1.36
Adjustment during the year	-	-	-	-	-
As at 31st March, 2024	19.47	0.92	-	9.28	29.67
Net Block as at 31st March, 2024	0.19	0.17	28.50	0.21	29.06
Net Block as at 31st March, 2023	0.38	0.21	28.50	1.34	30.42

## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

Notes on Financial Statements for the Year ended 31st march 2024

6.3	Shares held by promoters at the end of the year			% of Change during the year
	S.No.	Promoter's Name	No. of Shares	% of Total Shares
	1	Bhisham Kumar Gupta	3,686,588	10.83
	Total		3,686,588	10.83

### 6.4 Terms / rights attached to Equity Shares:

The Company has only one class of equity shares having a par value of Rs. 10/- per share. The holders of Equity Shares has one vote for each equity shares held by them. The registered holders of Equity Shares are entitled to dividend declared from time to time. In the event of Liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

Particulars	As at 31.03.2024 (Rs. in Lakhs)	As at 31.03.2023 (Rs. in Lakhs)
<b>7 Other Equity</b>		
<b>Surplus in the Statement of Profit &amp; Loss A/c</b>		
	7.28	(35.73)
Balance as per last financial statement	39.43	43.01
Net Profit/(Loss) for the current year	46.71	7.28
	7.89	
Statutory Reserve fund		
<b>Net Surplus in the Statement of Profit &amp; Loss A/c</b>	<b>38.82</b>	<b>7.28</b>
<b>General Reserve</b>		
	75.65	75.65
Balance as per last financial statement	-	-
Net Profit/(Loss) for the current year		
<b>Net Surplus in the Statement of Profit &amp; Loss A/c</b>	<b>75.65</b>	<b>75.65</b>
<b>Statutory Reserve</b>		
	284.45	284.45
Balance as per last financial statement	7.89	
Net Profit/(Loss) for the current year		
<b>Net Surplus in the Statement of Profit &amp; Loss A/c</b>	<b>292.34</b>	<b>284.45</b>
	<b>406.80</b>	<b>367.38</b>
<b>TOTAL</b>		
<b>8 Other Current Liabilities</b>		
Advance Received from Director	0.88	4.11
Auditor's Remuneration Payable	0.52	1.06
Expenses Payable	2.04	2.76
TDS Payable	0.09	0.09
	<b>3.53</b>	<b>8.02</b>
<b>9 Provisions</b>		
Contingent Provision against Standard Assets	0.37	0.44
Provision for Income Tax	22.86	20.63
	<b>23.23</b>	<b>21.07</b>
<b>Particulars</b>	<b>For the year ended 31st March, 2024 (Rs. in Lakhs)</b>	<b>For the year ended 31st March, 2023 (Rs. in Lakhs)</b>
<b>10 Other Income</b>		
Bad Debts Recovered	63.48	56.38
Dividend	0.01	-
Interest on Income Tax Refund	0.40	-
	<b>63.88</b>	<b>56.38</b>



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

11	<b>Employee Benefits Expenses</b>		
	Salaries	6.44	4.89
	Staff Welfare	0.70	0.12
	Director's Remuneration	0.12	0.12
		<b>7.26</b>	<b>5.13</b>
12	<b>Other Expenses</b>		
	Advertisement	0.47	0.50
	AGM Expenses	0.30	0.21
	Legal & Professional Charges	0.73	1.67
	Business Promotion Expenses	-	0.04
	Contingent Provision against Standard Assets	-0.07	0.21
	Depository Expenses	0.72	0.60
	DP Charges	0.02	0.02
	Electricity Expenses	1.00	0.83
	Fees & Subscription Expenses	5.90	5.57
	Internal Audit Fee	0.12	0.12
	Petrol & Conveyance Expenses	0.21	0.15
	Printing & Stationery	0.05	0.06
	STT	0.27	0.09
	Telephone Expenses	0.31	0.39
	Transaction Charges	0.06	0.02
	Website Maintenance	0.03	0.03
	Tour & Travels	0.87	0.28
	Rates & Taxes	0.49	0.30
	MCA Charges	0.18	0.26
	General Expenses	0.20	0.06
	Penalty	0.18	-
	Stamp Duty Charges	0.03	0.01
	GST	0.06	0.04
	<b>Auditor's Remuneration</b>		
	Audit Fee	0.60	0.34
	Other Services	0.20	-
		<b>12.93</b>	<b>11.80</b>



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

- 13 Balances of Trade Receivable and Loans, Advances and other liabilities are pending confirmation.  
Loans and Advances are considered good in respect of which Company does not hold any security other than Personal guarantee of the party.
- 14
- 15 No provision for retirement benefits has been made, in view of accounting policy no. 11.

**Related Party Disclosure under AS-18 (As identified by the management and relied upon by the auditor)**

- 16
- (a) Key Management Personnel (With whom transactions made)
- |               |                   |
|---------------|-------------------|
| Bhisham Kumar | Managing director |
| Gupta         | Company Secretary |
| Prerna Bajaj  |                   |
- (b) Enterprises where person described above is able to exercise significant influence:  
Indo Japan Agrotech Ltd  
Shubham Gold & Gems Pvt Ltd

- (c) Transactions with related parties

Particulars	Transactions during the year			
	Current Year		Previous Year	
	KMP	Enterprises	KMP	Enterprises
Advance Received	27.95	11.28	13.34	0.12
Paid Back	28.85	13.61	16.19	2.45
Salary to Company Secretary	3.64		3.09	
Director's Remuneration paid	0.12		0.12	

- 17 **Contingent Liabilities**

Claims against the Company/ disputed liabilities not acknowledged as debt*	As at 31st March 2024 <u>(Rs. in Lakhs)</u>	As at 31st March 2023 <u>(Rs. in Lakhs)</u>
Claims against the Company in respect of Income Tax	664.37	664.37

\* The Company has been advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision is considered necessary.

**Basic and Diluted Earning / (Loss) per share**



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

18

For the purpose of calculation of Basic and Diluted Earning / (Loss) per share the following

For the purpose of calculation of Basic and Diluted Earning / (Loss) per share the following amounts are considered:

	<b>Particulars</b>	<b>For the year ended 31st March, 2024</b>	<b>For the year ended 31st March, 2023</b>
a	Net Profit / (Loss) after tax available for equity shareholders	39.43	43.01
b	Weighted Average Number of Equity Shares	340.35	340.35
c	Basic and diluted Earning / (Loss) per Share	0.12	0.13

19

The previous year figures have been regrouped / reclassified, wherever necessary to conform the current year presentation.

As per Our Report of even date attached

**For G C Agarwal & Associates**

Chartered Accountants

Firm Regn. No. 017851N

**For & on Behalf of the Board**

**Sd/-**  
**(G C Agarwal)**  
Partner  
M. No. 083820

**Sd/-**  
**(Prerna Bajaj)**  
Company Secretary  
PAN:  
AXPPB6794  
C

**Sd/-**  
**(Vinod Kumar Shirma)**  
CFO  
PAN:  
AATPS2033C

Place: New Delhi  
Date: 27.05.2024

**Sd/-**  
**(Bhisham Kumar Gupta)**  
Managing Director  
DIN:  
00110915

**Sd/-**  
**(Sanjay Sharma)**  
Director  
DIN: 07342776

**BAMPSL SECURITIES LIMITED  
STATEMENT OF CHANGES IN EQUITY  
for the year ended 31st March 2024****A. Equity Share  
Capital****(Rs. in lakhs)**

Balance as at 1st April, 2023	Changes in equity Share Capital during the year 2023-24	Balance as at 31st March 2024
3,403.52	-	3,403.52

**B. Other Equity**

Particulars	Reserves and Surplus			Total
	Statutory Reserve	General Reserve	Retained Earnings	
Balance as at March 31, 2023	284.45	75.65	7.28	367.38
Profit for the year 2023-24	7.89	-	31.53	39.42
Balance as at March 31, 2024	292.34	75.65	38.81	406.80

As per Our Report of even date attached  
**For G C Agarwal &  
Associates**  
Chartered  
Accountants  
Firm Regn. No.  
017851N

**For & on Behalf of the Board**

**Sd/-**  
**(G C Agarwal)**  
Partmer  
M. No. 083820

**Sd/-**  
**(Vinod Kumar Shrma)**  
CFO  
PAN: AATPS2033C

**Sd/-**  
**(Sanjay Sharma)**  
Director  
DIN: 07342776

Place: New Delhi  
Date: 27.05.2024

**Sd/-**  
**(Bhisham Kumar Gupta)**  
Managing Director  
DIN: 00110915

**Sd/-**  
**(Purna Bajaj)**  
Company  
Secretary  
PAN:  
AXPPB6794C



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

## BAMPSL SECURITIES LIMITED

CIN: L65100DL1995PLC065028

### Cash Flow Statement for the year ended 31st March, 2024

Particulars	Year Ended 31.03.2024 (Rs. in Lakhs)	Year Ended 31.03.2023 (Rs. in Lakhs)
<b>A. Cash Flow from Operating Activities:-</b>		
Net Profit/Loss before tax & extraordinary items	49.05	51.69
Adjustments for:		
1. Depreciation	1.36	1.36
2. Miscellaneous Expenses written off	-	-
Operating Profit before working capital changes	50.41	53.05
1. Trade & Other receivables	(36.78)	(48.80)
2. Trade payables & other liabilities	(4.49)	(2.82)
Cash generated from operations	9.14	1.43
1. Direct Taxes	(9.48)	-
Cash Flow before extraordinary items	(0.34)	1.43
1. Capital Issue Expenses	-	-
2. Preoperative Expenses	-	-
Net Cash generated from operating activities(A)	<b>(0.34)</b>	<b>1.43</b>
<b>B. Cash Flow from Investing Activities:-</b>		
1. Purchase of Fixed Assets	-	-
2. Decrease/Increase in Trade Investments	1.90	(1.85)
Net Cash used for Investing Activities(B)	<b>1.90</b>	<b>(1.85)</b>
<b>C. Cash Flow from Financing Activities:-</b>		
1. Proceeds from Issue of Equity Share Capital	-	-
2. Share Allotment Money	-	-
3. Unsecured Loans from Bodies Corporates	-	-
Net Cash generated from financing activities(.C)	-	-
Net Increase in Cash and cash equivalent(A+B+C)	<b>1.55</b>	<b>(0.42)</b>
Cash & Cash equivalent as at the begning of the year	0.12	0.54
Cash & Cash equivalent as at the end of the year	<b>1.67</b>	<b>0.12</b>

As per Our Report of even date attached

**For G C Agarwal & Associates**

Chartered Accountants

Firm Regn. No. 017851N

**For & on Behalf of the Board**



# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2023-2024

**Sd/-  
(G C Agarwal)**  
Partner  
M. No. 083820

Place: New Delhi  
Date: 27.05.2024

**Sd/-  
(Prerna  
Bajaj)**  
Company  
Secretary  
PAN:  
AXPPB6794  
C

**Sd/-  
(Bhisham  
Kumar  
Gupta)**  
Managing  
Director  
DIN:  
00110915

**Sd/-  
(Vinod Kumar  
Sharma)**  
CFO  
PAN:  
AATPS2033C

**Sd/-  
(Sanjay  
Sharma)**  
Director  
DIN: 07342776





# BAMPSL SECURITIES LIMITED ANNUAL REPORT 2022-2023

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