

# INNOVATING AND ADAPTING FOR SUCCESS

ANNUAL REPORT

2024

# ABOUT US

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As a leading entity in India's stock broking domain and a prominent subsidiary of HDFC Bank, we have consistently embraced innovation to excel in an industry characterized by rapid evolution.

Since our inception in 2000, we have been pioneers in leveraging cutting-edge technology to meet the diverse needs of our clientele, including retail and institutional investors. Our focus on understanding and prioritizing customers' financial goals has led us to explore novel investment opportunities across various asset classes, from equities to debt instruments.

In a fast-paced environment, our user-friendly platforms offer seamless trading experiences through online portals, mobile apps, telephone services, and physical branches. By introducing innovative solutions like online IPO and NCD ordering supported by our responsive Customer Care team, we aim to stay ahead.

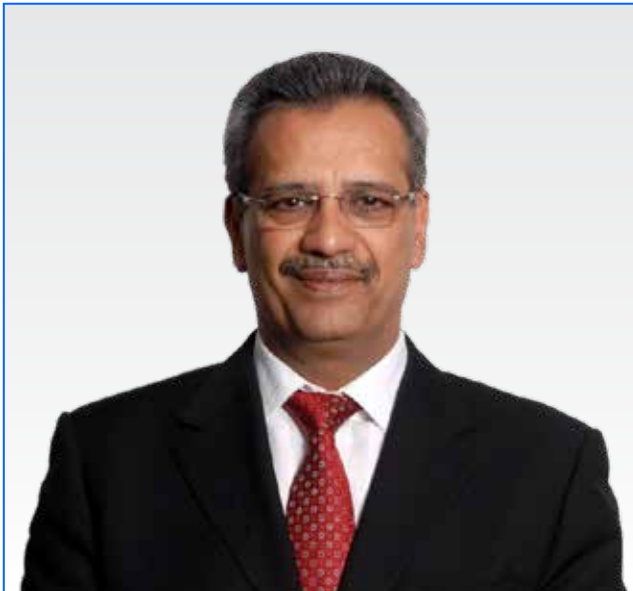
Providing real-time, data-driven insights and research-backed information empowers investors to make informed decisions aligned with their financial objectives. Our portfolio tracking tools facilitate easy monitoring and adjustment of investments.

Aligned with HDFC Bank and boasting a network of over 250 branches, we emphasize exceptional and transparent services, striving to revolutionize the investment experience for our clients in an ever-changing industry.

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# MESSAGE FROM THE CHAIRMAN



**Mr. Neeraj Swaroop**

Chairman, HDFC Securities Limited

Dear Shareholders,

As we reflect on the past fiscal year and look ahead to the opportunities and challenges that lie before us, it's evident that the broking industry continues to be on a growth path.

Indian Stock Market is witnessing a bull run since Covid-19 lows with some short-term corrections in between. Nifty and Sensex have reached all-time highs. The domestic consumption story of India is intact. Many economies of the world are experiencing a technical recession, on the other hand, Indian growth is on a positive trajectory due to various pro-development measures initiated by the Government of India. While headline risks at the local and global level will persist, India may still be able to outperform helped by domestic flows (along with rising investor accounts and demat account openings), foreign inflows and resurgent corporate earnings.

It is highly imperative to contextualize our achievements within the broader landscape of the Indian Economy. In the fiscal year 2023-24, our GDP witnessed a commendable growth rate of 8.2 per cent. Meanwhile, the Gross Value Added revised upwards to 7.2 per cent. This growth not only underscores our ability to weather storms but also underscores our commitment to sustainable development and inclusive growth.

## ACCELERATING MARKET

The Finance Ministry's projections that India will become the world's third-largest economy with a GDP of \$5 trillion by 2027 and touch \$7 trillion by 2030 means that Stock Broking has an important role to play. By offering intuitive trading platforms and cut edge technology tools, we can empower Indians to capitalise on this growth through smart investments. It is also crucial that we focus on expanding our services to underserved populations and untapped markets to drive financial inclusion and financial freedom.

As the stock markets witnessed a massive influx of new investors during the fiscal year 2023-24, the number of demat accounts in India has reached a new high of 151 million as of March 2024. This trend seemed to be continuing throughout the year, with an average of 3.1 million accounts opened in each month during the financial year. The Indian benchmark Nifty rose 1.5 per cent in March on the back of strong macro cues, hopes of a rate cut, continuous foreign investor inflows as well as overall positive global market trends.

## A DIGITAL SHIFT

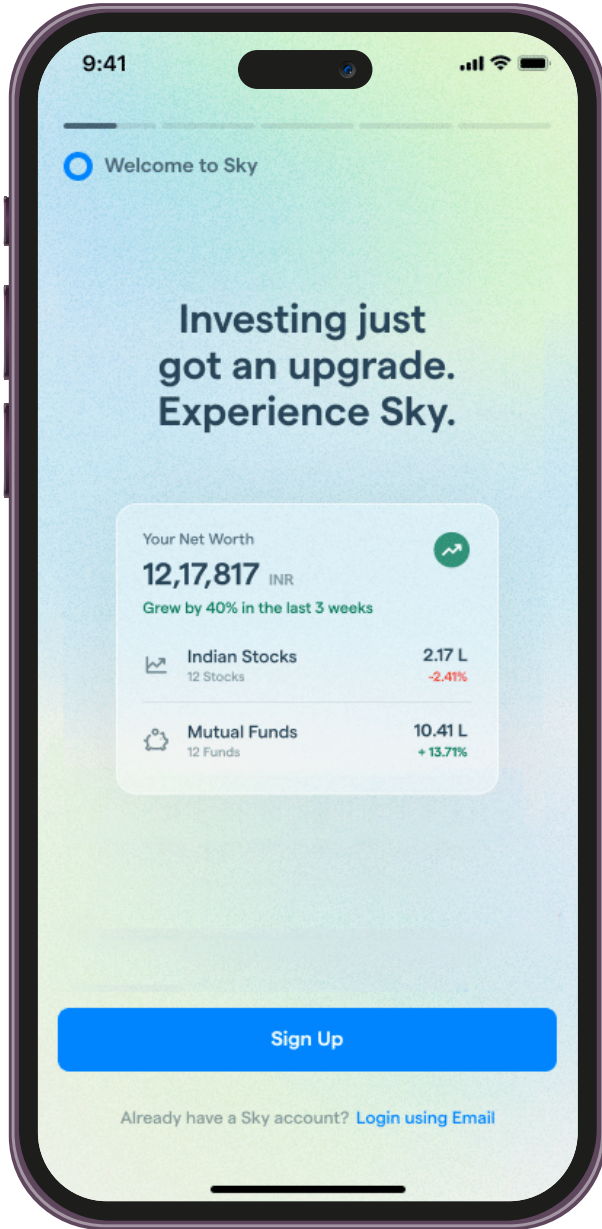
Moreover, the financial and securities market has been a beacon of progress and innovation in the past year. The growth of the securities market coupled with the expansion of digital platforms, has enabled access to financial services, empowering individuals and businesses alike. A noteworthy achievement for HDFC securities in FY24 has been the launch of the incredibly powerful and intuitive mobile trading app, HDFC SKY. The app is designed to support all types of investors, regardless of their experience level. It ensures smooth and seamless access to the financial markets while providing all the needed tools and market data to make informed decisions.

With HDFC SKY, investors gain easy and flexible access to a variety of trading instruments, including stocks, ETFs, mutual funds, options, commodities, currencies, and international equities. This transformational app brings together discount broking and value-added services, which puts greater power in the hands of investors

The participation of the retail segment in F&O increased multi-fold in the past two fiscals, led by the launch of new index options, miniaturisation of contracts/lot sizes, and separate weekly expiries for each index option. During FY2020 to FY2023, the number of contracts traded increased by about nine times.

Despite myriad challenges, including intense competition, rising operational expenses and a rapidly evolving regulatory environment, the Indian broking segment continues to grow. It is expected to expand at a CAGR of 12.6% to reach a value of ₹12,000 crore by 2025. Rising financial literacy and awareness of investment opportunities among Indians are playing a key role in driving the growth of the Indian broking industry. The growing middle class with increasing disposable incomes is another major driver.





## Features of HDFC SKY

- Easy order placement.
- Real-time market data and price trends.
- Research and market analysis from in-house experts.
- Technical and fundamental analysis tools.
- Easy tracking and monitoring of all investments on a single dashboard.
- Direct order placement from live charts.
- Basket order placements to suit different trading needs, goals and risk appetites.
- E-Margin facility to increase market exposure.
- Personalised watchlist creation with customisable tags.

A pivotal strategy in the realm of the securities market is a diversified approach. As we navigate through the intricate landscape of investments, it becomes increasingly evident that relying solely on one avenue exposes us to various uncertainties and risks. We are completely dedicated towards offering our customers a tailor-made basket of products and services, in tune with their financial goals and risk profile.



## REGULATORY PROVISIONS INSTILL OPTIMISM

Amid these industry and market transformations, the securities market has witnessed a series of regulatory interventions. SEBI has taken several steps such as insulating client funds and securities, shortening of the settlement period, introducing the concept of QSB etc.

At HDFC Securities we have geared up our systems and processes to be in line with the new regulatory guidelines.



## SUSTAINABLE GROWTH

We firmly believe that shareholder value is intrinsic to stakeholder value. Amidst focusing on the core business of the company we are also equally committed to complying with the best corporate governance practices — a profound responsibility of the leading corporation in the modern era. At the heart of effective corporate governance lies integrity, transparency, accountability and fairness in the operations. It is not just a regulatory obligation but a commitment to our stakeholders.

Governance alone not being sufficient, we also recognize our broader role and embrace our responsibility towards the Corporate Social Responsibility.

## WAY FORWARD

At HDFC Securities, we are on a mission to support every Indian to achieve financial freedom through smart investments. To fulfil this commitment, we continuously work on enhancing our trading platform and innovating products and services to offer greater efficiency and flexibility to our clients. We believe this is the most effective way to achieve our goal of being the market leader in the Indian broking industry.

As we enter our 25th year of existence, we bring immense expertise with a deep understanding of the Indian capital markets. We also have insights into the changing perspectives and aspirations of the Indian investor. This helps us consistently deliver industry-leading investing products, services and experiences for our customers.

I am optimistic about the future of the broking industry in India, and I am confident that we are well-positioned to capitalize on the opportunities that lie ahead. With a strong commitment to excellence, integrity, and customer satisfaction, we will continue to strive for excellence and deliver value to all our stakeholders.

# A MESSAGE FROM THE MD & CEO



**Mr. Dhiraj Relli**

Managing Director & CEO, HDFC Securities Limited

## Entering the 25<sup>th</sup> Year of New Milestones

Dear all,

It gives me great pleasure to welcome you all to yet another exciting year of achieving new milestones for HDFC Securities. We are living in exciting times when the Indian market is brimming with potential. While both the IMF and UN [E1] have revised and raised their projections for India's GDP for 2024/25, the Finance Ministry expects the country's GDP to more than double from \$3.5 trillion in 2022 to \$7.3 trillion by 2030 [E2].

## India's Growth Path

The incumbent NDA (New Democratic Alliance) forming the government for the third term sparks confidence in economic stability and policy continuity. The government's continued prioritization of infrastructure investments and improvements to the business environment also support sentiment for both institutional and retail investors, which is expected to boost the capital markets.

The ongoing economic trends, such as stable and robust domestic demand, expanding private consumption and investments, and structural reforms in the country, are fueling business growth for companies across sectors. In addition, structural reforms like skilling, health, energy security, reducing the compliance burden for small businesses, etc., are making the Indian economy more resilient to global shocks.



There are decadal economic trends underway in the country, which will continue to fuel economic growth, such as:



The Indian broking space is one of the fastest-growing sectors due to the rise of retail investors from tier 2 and tier 3 cities, and beyond. The total number of Demat accounts in India reached an all-time high of 151 million in March 2024 [E3], with an average of 3.1 million new accounts added each month through FY24. The unique investor count on the NSE also crossed 90 million in February 2024.

## HDFC Securities Supports Indian Investors

HDFC Securities has been at the forefront, easing market participation for new and experienced investors alike, through innovative technology solutions. As promised last year, we have continued to embrace technology, culminating in the launch of HDFC SKY, our digital low-cost platform — a testament to our commitment to making investing accessible, affordable, and intuitive. Through SKY, we give investors complete control over their investments and the power to manage their portfolios seamlessly, with educational resources and personalized solutions at their fingertips.

HDFC Sky has been instrumental (changed “pivotal” to a more natural-sounding word) in bolstering the expansion of our customer base, especially among millennials, price-sensitive, and derivatives customers. With its unique features and intuitive interface, the app is driving momentum for our vision and growth trajectory.

In addition, we continue to offer a wide range of solutions to suit all customer segments, from millennials to working professionals and senior citizens, through platforms like InvestRight, InvestNow, and features like Trade Smart, BSPL (Buy Stock Pay Later), and much more. Our customer-first focus and passion for innovation have helped us seamlessly adapt to changing customer needs and market trends to offer the most suitable products and services to achieve financial freedom.

Most importantly, we have continued to offer cutting-edge investment solutions while ensuring regulatory compliance. Regulatory interventions, with new practices and changes in the system, are being implemented at an unprecedented pace. Market regulators are taking these steps to ensure the proper functioning of the markets.

The regulatory environment is constantly evolving and is a key force driving transformation in the broking industry. Being qualified as a QSB is not simply a matter of pride for HDFC Securities. It is a testament to the best practices we follow and our participation in industry decision-making. One major change has been the recent implementation of T+1 settlements and progress towards T+0, apart from Application Supported by Blocked Amount (ASBA).

India is among the first nations in the world to have implemented T+0 settlement, signaling the nation's advancement in terms of its processes, technology, and regulations, eventually attracting foreign investors' money.

HDFC securities is committed to staying compliant and leveraging regulatory changes for strategic advantage in the industry. Our focus on such strategic moves has led to our profitability growing 2.5-fold over the past 4 years, while our total customer base has crossed the 5 million mark. This growth, coupled with the rise in profitability by over 22% for FY24, is attributable to our robust physical and digital business models, strong branch and RM network, aggressive pricing strategies and advanced technology platforms, besides the growth that has been witnessed due to HDFC securities being part of the sunrise sector.

## The Numbers Tell Our Growth Story



Profitability up from **₹384 crores in March 2020** to over **₹951 crores** in March 2024.



Revenue stands at **₹2,261 crore.**



Net worth stands at **₹2,029 crore** as on March 31, 2024.



Rights issue of **₹1,000 crores.**



Earning Per Share (EPS) is **₹597.**



Total dividend (including all interim dividends) of **₹510 per share** paid in FY24.

## Gaining Traction with Customers

Total customer base of over **160 million.**

Margin trade facility reached **₹8,000,** as of June 2024.

Achieved record **SIPs & IPOs**

## Our Roadmap to Participating in India's Growth

I am pleased to share that HDFC Securities continues to invest heavily in technology to offer top-notch features and platforms to our extensive customer base. Our relentless focus over the past two decades on providing cutting-edge technology solutions ensures a cloud-native, fully-featured platform with third-party integration and research for customers. This includes global investing — a one-of-a-kind offering, not just in India. We embrace technology-led growth akin to a fintech company, facilitating both vertical and horizontal integration. This means we provide a comprehensive experience, offering everything from news and fundamental company information to integrating third-party solutions within the app, along with banking and insurance products, all under one roof.

With 24 years of experience and having witnessed many market cycles, we have gained in-depth insights into the financial markets. We leverage this rich domain expertise to develop intuitive features and digital solutions that empower our customers. In this regard, I am excited to announce that we are launching our Investment Advisory and proprietary businesses, alongside setting up a full-fledged subsidiary in Gujarat International Finance Tec-City (GIFT City), the latest hub for finance and IT.

India's growth and increasing digital penetration are propelling the broking industry forward. We

expect significant growth in both new customers and transaction volumes. Increased awareness and robust regulations have fueled investor numbers, growing from 20 million to a staggering 150 million. The Indian retail investor has become a force to be reckoned with, contributing average monthly inflows of over \$2 billion [E1] via various modes including mutual funds and SIPs.

This trajectory indicates robust compounded growth, with 50% of India's population projected to utilize broking and investment services in the coming decade. This rise of the retail investor will attract more players to the broking industry, all vying to capture market share across the country.

As we enter our 25th year in FY24-25, HDFC Securities remains committed to playing its part in fostering financialization of investment. We will continue to strive for improvement, providing a best-in-class digital experience and RM support, with an unwavering focus on compliance, risk, and data security.

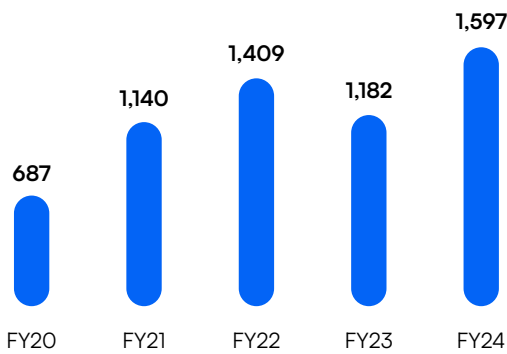
The company is a dominant brand in India and has a crystal-clear vision. We aim to maintain our position among the top leadership players as the market grows exponentially. We will continue to guide consumers towards responsible investment and stay ahead of the competition with our innovative investment solutions.



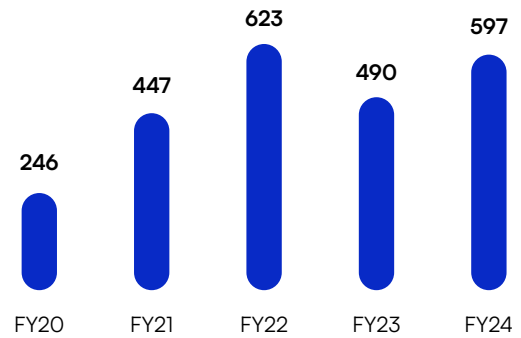
KEY METRICS FY 23-24

# DRIVING FINANCIAL SUCCESS THROUGH TECHNOLOGICAL INNOVATION

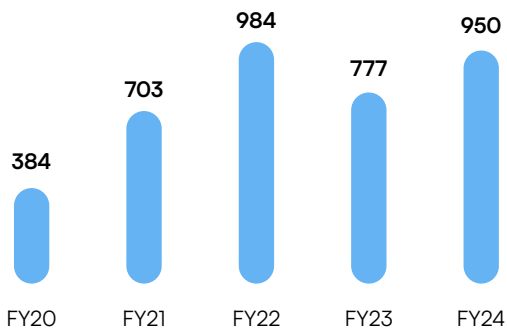
Brokerage and Fee income (₹ in Cr.)



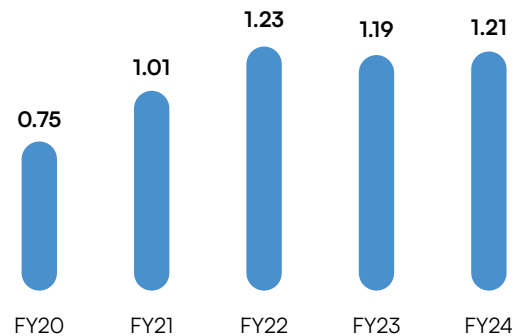
Earnings per share (EPS) (in ₹)



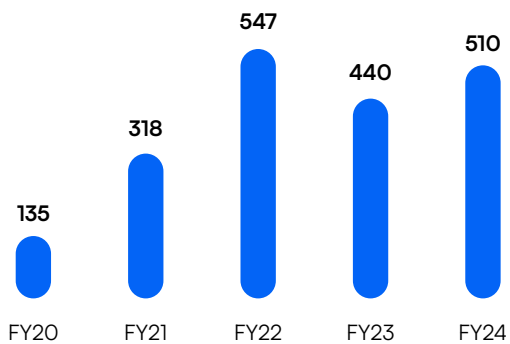
Profit after tax (PAT) (₹ in Cr.)



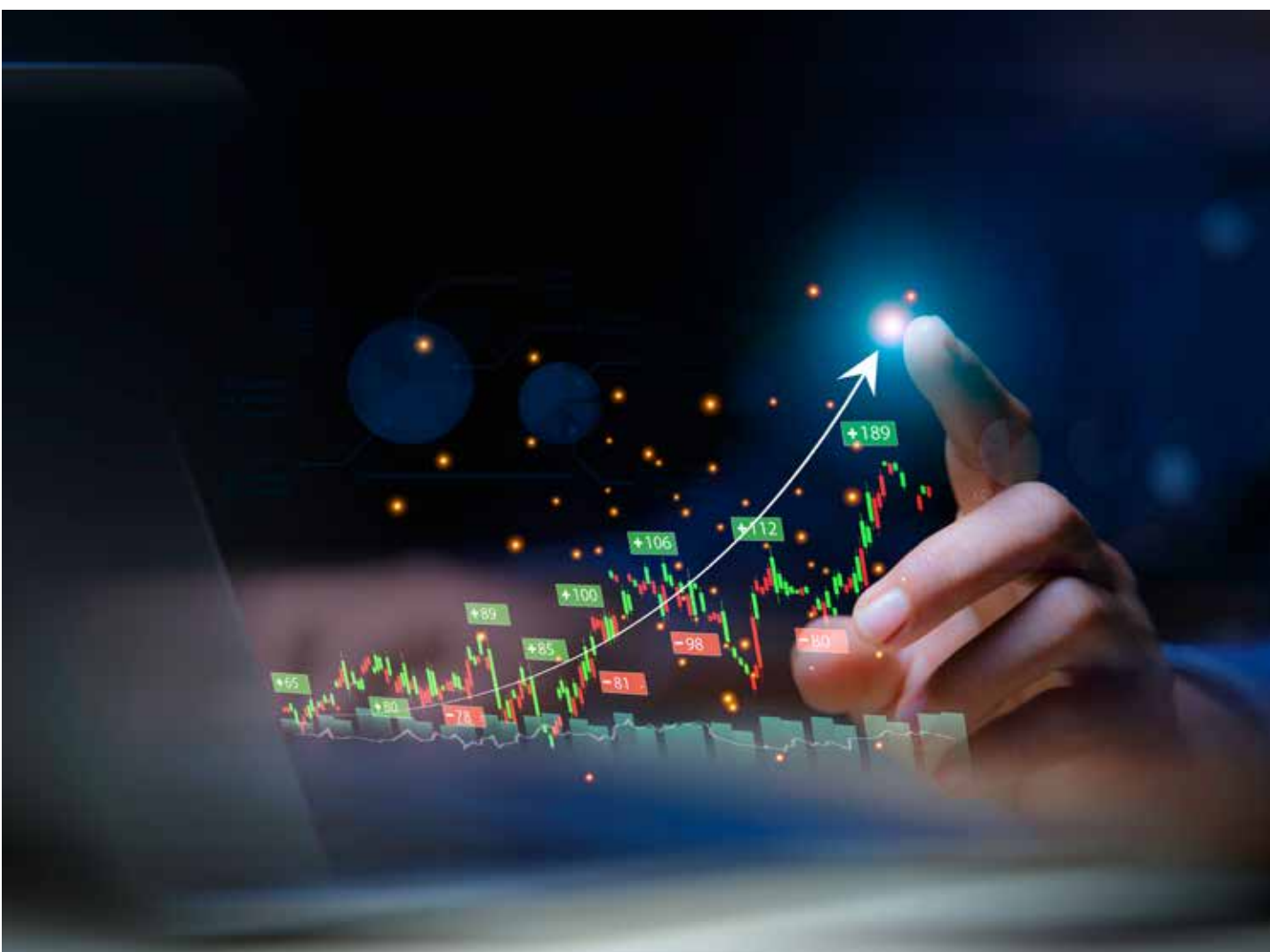
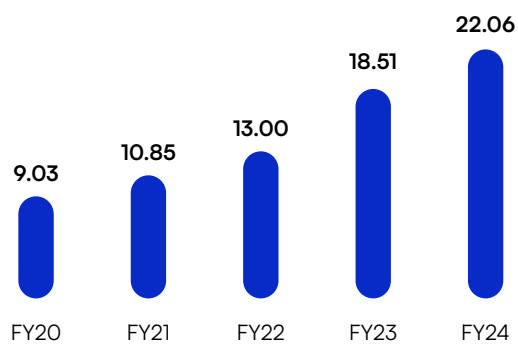
Overall active clients (in million)



Dividend per share (in ₹)



CSR Spends (₹ in Cr.)



# FY 23-24 BUSINESS HIGHLIGHTS



Overall active clients  
**1.21 million**



Total income saw a jump of  
**40.6%**  
(FY23: ₹1,89,163 in lacs to FY24: ₹2,66,073 in lacs)



**84%**  
of brokerage is attributed to digital  
sources, previous year 85%



Total customer base has risen to  
53,82,198 nearly  
**20%** higher than FY23



Total employees with 5 or more  
years with HDFC securities  
**700+**



**12,14,713** (Traded Clts) total  
transacting customers featuring in the  
top 10 of all broking houses in India





Average MTF book size in FY24 was  
**₹4,855 Cr**,  
which is 50% higher than FY23



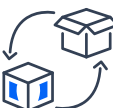
Revenue generated per employee  
**₹84.54 lacs**



Total IPOs - 77  
Total applications - 319.48 lacs  
**Volume - ₹1,19,790.84 Cr**



Dividend per share has risen  
**15.90%**  
(₹440 in FY23 to ₹510 FY24)



Average daily turnover has risen  
**113.42%**



The book size at the year-end  
stands at **₹6,033 Cr**



The company saw more than  
**1.09 million** active transacting  
clients in FY23-24



HDFC securities generated a total  
brokerage and fee income of  
**₹1,59,717 lacs**



Total number of RMs  
**1,400+**



CSR spend  
**₹22.06 Cr**

# THE LAUNCH OF HDFC SKY

Showcasing our commitment to staying ahead of the curve with the latest technology and adaptability to meet the evolving needs of our customers



HDFC SKY sets the stage for financial empowerment by democratizing finance and simplifying complexities, fostering user confidence in navigating dynamic markets effortlessly. Featuring a comprehensive array of financial instruments, from equities to derivatives, mutual funds, ETFs, IPOs, and global investment options, The HDFC SKY's trading and investment app offers a unified platform tailored to users of all proficiency levels.

SKY LEARN provides educational resources and tutorials, while offering advanced charting tools, real-time data, and a plethora of investment choices. Equipped with proprietary research insights & expert recommendations, lightning-fast trade execution, and real-time updates, HDFC SKY aims to be a stalwart companion in making informed financial decisions.

Constantly adapting to the evolving financial landscape, the app incorporates caution nudges, customizable watchlists, and a flat pricing model across various market segments and an MTF (Buy Stocks Pay Later) rate of just 1% p.m. With zero account opening charges and zero AMC for the first year, HDFC SKY strives to lower entry barriers and attract a broad user base, fostering customer loyalty and retention.



Scan the QR code to  
download app

## Your HDFC demat account comes with:



HDFC  
SKY

- ✓ 2 in 1 account
- ✓ 100% Digital Journey
- ✓ DIY Approach

- ₹20 per Order across Equity, F&O, Commodity
- Invest in IPO with UPI
- Demat AMC first year free, ₹240 p.a. thereafter
- Call & Trade charges : ₹20 or 2.5% (whichever is lower)
- Buy Stocks Pay Later with MTF @ 1% p.m.
- Research recommendations

**ZERO**  
Brokerage  
for First  
30 Days

**0%**





## A CUTTING EDGE TOOL FOR NEXT LEVEL INVESTING

In the realm of dynamic market evolution, the cutting-edge InvestRight app stands as a beacon of innovation and adaptability. Empowering traders and investors with a plethora of assets and in-house research recommendations backed by 20+ years of expertise, this app revolutionizes portfolio management across multiple asset classes with unparalleled ease.

Seamlessly integrating UPI payments for swift account funding and instant trading initiation, InvestRight embodies efficiency and agility. By offering comprehensive support for informed decision-making, the app ensures investors are equipped

to make rapid, intelligent choices. Real-time event updates on the watchlist expedite decision processes, while features like peer comparison, insights on institutional investor activities, and swift access to stock, derivatives, and mutual fund recommendations enhance decision-making efficiency. Over two hundred live screeners and innovative chart-based signals equip the user for technical analysis-driven strategies.

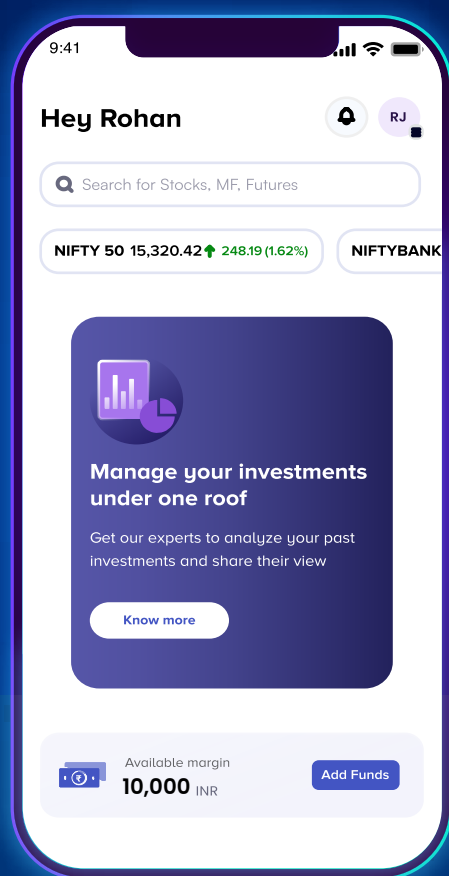
In an era of rapid industry transformations, InvestRight exemplifies how innovation and adaptability are key to staying ahead in the ever-evolving landscape of finance.



# A new & powerful investment app awaits you!



Scan the QR code to download app



## It's time to elevate your journey with HDFC securities InvestRight!



Real-time events updated in watch list



Swipe order from events/bulk deal and block deals



20+ yrs of research expertise



Dynamic dashboard



Daily recommendations

... and much more!

Demat AMC ₹750 p.a. | Call & Trade charges : ₹0 | G-Sec, T-Bill, SGB

# INSTITUTIONAL EQUITIES - A PROMISING YEAR GONE BY



The firm is now reaping the rewards of the efforts that have been invested in the business since circa 2019, when our latest journey began.

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The companies under our formal coverage have increased to over 220 from 125 in 2019.

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This growth is the result of a significant increase in the quality of our team members.

The increased number of stocks under coverage is a result of the capabilities that have been developed in our Equity Research department. Our Research team consists of individuals with diverse sectoral expertise and a collective experience exceeding 20 years across multiple Capital Market cycles. Similarly, our Equity Sales team includes individuals with backgrounds in Buy-Side, Ex-Equity Research, and Sales Trading, all contributing to our distinctive competencies and competitive advantage in the market.

The diversity and multi-cycle experience of our teams provide an unbeatable mix in a market where maintaining a competitive edge is challenging. These initiatives, combined with the trusted capabilities of the HDFC Securities brand, are leading to desired outcomes for us.



Revenue and market share: Similar to the previous year, this year's efforts have resulted in significant gains in our market share.

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The secondary market volumes at HDFC Securities Institutional Equities (HSIE) have multiplied over the past five years, aided by favorable market conditions and an increased market share with domestic Mutual Funds, Insurance Companies, AIFs, and PMS'.

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Regarding research focus, while last year emphasized thematic research, this year has seen a shift towards company-specific research, deep dives, new initiatives, and addressing sectoral gaps. We have also directed clients' attention towards sectors that were previously overlooked, such as Capital Markets, Real Estate, and New Age companies.

In order to strengthen our distribution and expand our overseas market share, we recently finalized an agreement with a prestigious US broker, Auerback Grayson.

Our activities in the Investment Banking space reached a record high this year with six deals. From advisory to execution, we strived for excellence throughout. Breaking into a space dominated by marquee Investment Banking names required a concerted effort, intellect, and determination. We have now established a recognized presence in this space, with the successful fruition of our first ever INVIT deal this year.

Over the years, we have made significant contributions to marquee primary transactions including Aether Industries, Bharat InVIT, Policy Bazaar, GR Infra, Adani Wilmar, IRM Energy, Sai Silks Kalamandir, Union Bank of India, Chemplast Sanmar, and AGS Transact Technologies.

## Outlook:

Similar to last year, this year also poses myriad challenges for the equity markets including deteriorating geo-political situations, ongoing challenges in the US interest rate easing cycle, and the underperformance of the Chinese economy and markets. In contrast, India stands out as a beacon of hope. Notably, this year will be remembered for India surpassing the Hong Kong market to become the fourth largest market by market capitalization market in the world.

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The Indian economy itself is driving the markets with strong growth (~7%) and is on track to become the world's third largest economy in the next five years.

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With this positive backdrop, the Indian markets will continue to thrive and be among the top four countries with the largest market capitalization. At HDFC securities, we see ourselves providing a virtuous and value-added entry into this dynamic market. Looking ahead, we aim to convert this opportunity into shareholder wealth creation, recognizing shareholders as our most important stakeholders.



# EMPOWERING INVESTORS/ TRADERS WITH RETAIL RESEARCH







Retail traders have emerged as the biggest players and influencers in India's financial markets after proprietary desks. Their share in the capital market segment of NSE in FY24 was 35.5% vs 36.5% in the previous year and the share in the equity derivative segment of NSE in FY23 was 26.2% vs 27.7% in the previous year. With thousands of new traders and investors entering the financial markets every day, the need of the hour is to support them with insights to make informed decisions. The new generation of investors, comprising primarily millennials and Gen Z are tech-savvy and digital natives. Investors are also attracted by the idea of accumulating money over time by periodically having access to basic research recommendations. To help retail traders make wise decisions quickly, HDFC securities combines its years of extensive market experience with detailed retail research calls and reports.



## Catering to different horizons

### Smart timing, smart choices:

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<b>Long Term</b>	<b>Medium Term</b>	<b>Short Term</b>
6+ months — In-depth fundamental and technical analysis	3 to 6 months — Price patterns to identify hot stocks	1 day to 3 months — Fast-paced stock ideas and trading signals
		
<b>Daily Market Commentary</b>	<b>Stock Picks/ Update</b>	<b>Periodic Reports</b>
Stay informed. Track markets as they move.	Earnings season insights. Get the edge with expert commentary.	Unlock market trends. Actionable insights, monthly.

### The numbers speak for themselves:

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<h1>94%</h1>	<h1>70%</h1>	<h1>150</h1>
<b>Success ratio of investment idea</b>	<b>Success ratio of trading ideas in cash/F&amp;O segment</b>	<b>Unique stocks under fundamental coverage</b>

# BEYOND BROKERAGE: OUR THIRD-PARTY INVESTMENT SUCCESS STORY!



## Mutual Fund:

- Established itself as one of the highest contributors among NDs in NFO business and joined the 200 Crs Club, surpassing NJ India and Prudent.
- **Doubled our SIP registration numbers from 6.4 Lacs in FY 23 to 12 Lacs in FY 24.**
- Emerged as a top 3 distributor in banking and ND channel in net sales as a percentage of AUM.
- Added more than 2 lac new investors in MF, representing a 40% growth, beating the industry growth of 25%.
- AUM Growth — 56% growth versus 35% growth in the industry.



## SGB:

- **Strengthened our No. 1 distributor position with BSE with a 2.6 times growth in SGB volume in FY 24 compared to FY 23.**



### NPS:

- HDFC securities has crossed the 3 lac subscribers base to join SBI Bank and ICICI Bank as the 3rd largest NPS POP and No. 1 in the NBFCs category.
- **Largest corporate NPS service provider with 2650+ employers ahead of the entire industry.**



### Life Insurance:

- Mega March month ended with the highest-ever premium login of ₹100 Crs.
- In BroCa Channel, we have become the 2nd largest insurance distribution house, taking a big leap from market leaders like Bajaj Capital and I-Sec.
- **HDFC securities has become the fastest-growing channel with the highest persistency of over 90%.** The same has been acknowledged by all three LI partners.
- Our business volumes have been better than most of the private banks like IDFC First and Yes bank.



### General and Health Insurance:

- **We have managed to log premium of ₹16 Crs, which is a year-on-year growth of 45%.**
- Our New Business premium achieved a growth of 55% in FY 2023-24.
- With Niva Bupa, we are among the top contributors to their business.

# B2B: SUCCESS THROUGH SYNERGY



## Leveraging technology to enhance partner onboarding:

Ease of use has led to robust growth in partner network resulting in a rise in mind-share and market-share.



## High-tech upgrades to the AP model

contributed handsomely in driving growth in partner network through digital solutions that enhanced the capabilities of the partner, while offering a refined experience to the end user



## User-friendly AND environment-friendly:

A completely digital onboarding journey helped partners feel at home while using the platform, and helped reduce our carbon footprint.



## Getting a bird's eye view has never been easier:

Detailed reports and dashboards for real-time performance monitoring keeps our partners and users in-the-know, always.



### Current source of revenue

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45%

Equity/FO brokerage



39%

MTF and Treasury  
interest revenue



14%

TPP revenue



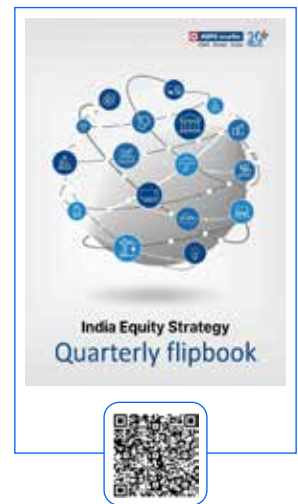
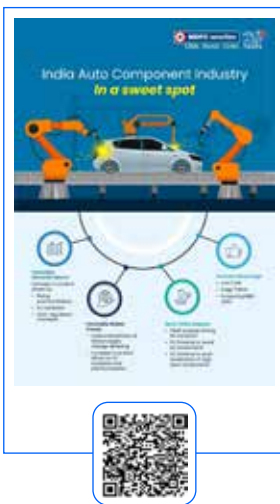
2%

Other income








# KNOWLEDGE BUILDS WEALTH!

Our research publications for HDFC securities & HDFC SKY



# SOCIAL MEDIA FOLLOWERS



	120.7k	149k
	4.4k	102k
	60.6k	550k
	1.6k	94.5k
	25.4k	128k



Note: Data as on till March 2024

## HUMBLE DEEDS FOSTERING COMMUNITY GROWTH

HDFC securities is committed to making a positive impact in sectors such as Education, Healthcare, Environment, and Eradication of Poverty. The Company, as a responsible Corporate Citizen, contributes to nation building through its CSR projects/programmes, in true letter and spirit.

Our primary intent is to be constantly involved in activities and projects which contribute in various ways to our surrounding community, aiming to bring positive changes in beneficiaries' lives. Every employee is encouraged to volunteer and contribute towards various social causes to make a positive impact on the Society.

In tune with our CSR goals, we have many programs running simultaneously, managed by a top leadership team which is committed to achieving the end results as targeted.

Our CSR committee reviews the program and provides necessary course corrections during the tenure of the project, enabling it to reach its avowed goals. Our CSR governance mechanism is reviewed and monitored by the board members and senior leaders, from time to time.



HSL donated a Food Vehicle to Akshaya Patra Foundation



Student in Jammu at a Hostel build by Borderless.





**Skill Development Program at ISC**



**Visit of Company Employees at Nana Palkar Smruti Samiti, Diagnostic Centre**



**Students at Isha Education School**



**Thane Branch staff members took part in the food distribution event at the Thane Municipal School, which was arranged by Akshaya Patra Foundation**



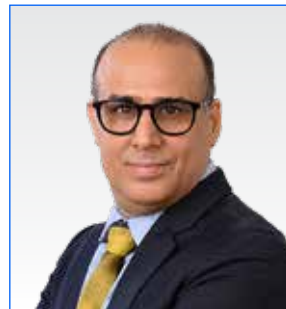
**The Floor at Nana Palkar Smruti Samiti, Parel named after HDFC Securities Limited. Inauguration at the hands of Mr. Dhiraj Relli, MD & CEO**



**Inauguration of a Store by Neetika Bhatia, Chief Human Resources Officer of the Company, under the project Saksham of Indian Sponsorship Committee at Lonavala supported by HSL under it's CSR effort**

# SENIOR MANAGEMENT TEAM

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**Dhiraj Relli**  
Managing Director & CEO



**Ashish Rathi**  
Whole-time Director &  
Head — Risk, Compliance,  
Operations, Legal & CS



**Sandiip Bhardwaj**  
Chief Operating &  
Digital Officer



**Surajit Deb**  
Chief Technology  
Officer



**Neetika Bhatia**  
Chief Human  
Resources Officer





**Kunal Sanghvi**  
Chief Strategy &  
Transformation Officer



**Ravindera Nahar**  
Chief Financial Officer



**Puneeth Bekal**  
Chief Marketing Officer



**Mufaddal M**  
Business Head,  
Mumbai



**Uday Singh**  
Chief Business Officer,  
East, South, Punjab, Haryana, J&K



**Unmesh Sharma**  
Head,  
Institutional Equities



**Varun Lohchab**  
Head,  
Institutional Research



**Pranab Uniyal**  
Head, Invest Product &  
Investment Advisory



**Deepak Jasani**  
Head, Retail Research



**Kiran Hirlekar**  
Business Head,  
PBG & NRI



**Sambath Kumar**  
Head, Products and  
Distribution



**Amit Sharma**  
Business Head,  
Growth Force



**Rohit Rakibe**  
Business Head, ROM,  
Goa, Rajasthan, MPCG



**Vijay Chaturvedi**  
Regional Head, NCR,  
Gujarat, UP, UK



**Vaman Shenoy**  
Head, Audit



**Rajesh Singhal**  
Chief Information  
Security Officer

# PROFILE OF BOARD MEMBERS



## Mr. Neeraj Swaroop

Neeraj Swaroop is an Independent Director and Chairperson of the Board. He is an experienced professional with over 40 years in the Financial Services and Consumer Goods industry. He has built and led large businesses across geographies in India and Asia.

He holds a Bachelor's degree from the Indian Institute of Technology, Delhi, and an MBA from the Indian Institute of Management, Ahmedabad. He has worked with Unilever, Bank of America, HDFC Bank, and Standard Chartered Bank. He is currently a director on a few boards and an operating partner with Kedaara Capital.



## Mr. Dhiraj Relli

Dhiraj Relli oversees the company's institutional and retail business and operations. With a career spanning over three decades, he has been a member of the HDFC family since 2008. He previously served as Senior Executive Vice President and Head of Branch Banking at HDFC Bank, where he managed Retail Branch Banking across 800 branches geographically. Before joining HDFC Bank, he worked as the Country Head of Branch Banking at Centurion Bank of Punjab and held various positions at ICICI Bank and other prominent financial services organizations. Mr. Relli is a member of various key advisory committees in exchanges across the country.

A graduate with Honors in Commerce from Delhi University, Mr. Relli is a qualified Chartered Accountant from The Institute of Chartered Accountants of India and has completed an Advanced Management Program from the prestigious Indian Institute of Management, Bangalore.



### **Dr. (Mrs.) Amla Samanta\***

Dr. Samanta is currently on the Board of Samanta Movies Private Limited, HDB Financial Services Limited, and Shakti Cine Studios Private Limited. Earlier, she was on the Board of HDFC Bank from 1996 to 2004. Prior to this, she served on the Advisory Board - India of the Bank of America for two years and on the Board of Mannapuram finance. She set up Samanta Organics Pvt Ltd and Ashish Rang Udyog and successfully ran them for 35 years. She has over three decades of experience in the small-scale industry and financial services. She holds a PhD in biochemistry from the University of Mumbai.



### **Mr. Samir Bhatia**

Mr. Samir Bhatia is an Indian entrepreneur. He is a Chartered Accountant and Cost Accountant who has worked with companies such as Citibank, HDFC Bank, Barclays Bank, and Equifax.



### **Mr. Tarun Balram**

Mr. Tarun Balram is a senior banker with almost 30 years of experience with HSBC in the Corporate and Institutional banking domain. He worked in various capacities, including Managing Director and Head India - Corporate & Institutional Banking, covering HSBC's Corporate & Financial Sector Clients (local and multinational). He has also played an active leadership role in championing HSBC India's Diversity & Inclusion agenda and has been a mentor to several middle-management executives, guiding them through their career journey. Mr. Tarun Balram is a Commerce graduate from Delhi University, following which he undertook a double Master's in Business Economics and Business Management, respectively.



### **Mr. Malay Patel**

Mr. Malay Patel is a Major in Mechanical Engineering from Rutgers University, Livingston, NJ (USA), and holds an AABA in business from Bergen County College, Fair Lawn, NJ (USA). He is a Director on the Board of Eewa Engineering Company Private Limited, a company in the plastics/packaging industry that exports to customers in more than 50 countries. He also served as an independent Director of HDFC Bank Limited until March 31, 2023.



### Mr. Arvind Vohra

Mr. Arvind Vohra is the Country Head - Retail Assets at HDFC Bank. Additionally, he serves on the board of directors at HDFC Securities. Mr. Vohra joined HDFC Bank in 2018 as the country head of retail branch banking, trade, and forex business, which includes retail liabilities franchise, retail and business assets origination. He focuses on key priorities such as customer acquisition, holistic customer lifecycle management, analytics-driven insightful customer conversations, and customer experience excellence through consumer journeys simplification and digitization. Prior to HDFC Bank, in a career spanning over two and a half decades, Mr. Vohra has worked with consumer-centric categories across banking, telecommunications, and consumer sectors and has held business leadership positions in Vodafone, Philips, and Standard Chartered Bank. An engineer by education, Mr. Vohra completed an MBA from Xavier Institute of Management, Bhubaneswar in 1995, and a senior leadership program from the London Business School in 2015.



### Mr. Bhavesh Zaveri\*

Mr. Bhavesh Zaveri is the Executive Director of the Bank, effective from April 19, 2023. He heads the ATM, Operations, and Administration functions.

Mr. Bhavesh Zaveri is the Group Head of Operations, Cash Management & ATM Product at HDFC Bank. In his current role, he is responsible for business and operations across the country while creating and delivering a flawless operations execution capability across the diversified product suite of the Bank to the Corporate, MSME & Retail verticals, including for assets, liabilities, and transaction services such as Payments & Cash Management, Trade Finance & Treasury, and ATM Product. With over 37 years of experience, he has led critical functions of Operations, Cash Management, and Technology at the Bank.

Mr. Zaveri is a Non-Executive & Non-Independent Director (nominee of HDFC Bank Limited) of HDFC Sales Private Limited and HDFC Trustee Company Limited (subsidiaries of HDFC Bank Limited).



### Mr. Ashish Rathi

Mr. Ashish Rathi serves as a Whole Time Director of HDFC Securities Limited. He has been associated with the company since 2003 and heads the Risk, Compliance, Operations, Legal, and Secretarial functions. A Chartered Accountant by profession, he graduated from Narsee Monjee College of Commerce and Economics. With over two decades of experience in capital market operations, risk management, and compliance functions, he is a governing board member of BSE Brokers Forum (BBF). Mr. Rathi is also a member of the Association of National Members of India (ANMI) and a part of the Industry Standards Forum (ISF) for stockbroking formed by SEBI.

\* Dr. (Mrs.) Amla Samanta ceased to be a director w.e.f 08th July 2024.

\* Mr. Bhavesh Zaveri was appointed as a director w.e.f 28th May 2024.



## **FINANCIAL REVIEW**

# DIRECTOR'S REPORT

## TO THE MEMBERS

Your Directors are pleased to present the 24th Annual Report on the business and operations of the Company together with audited accounts for the year ended 31st March 2024.

## FINANCIAL RESULTS AS PER IND AS

(₹ in Crore)

	Year ended 31-3-2024	Year ended 31-3-2023
<b>Total Income</b>	<b>2660.7</b>	<b>1891.6</b>
Total Expenses (excluding Depreciation)	1325.4	792.3
<b>Profit before depreciation</b>	<b>1335.3</b>	<b>1099.3</b>
Depreciation and Amortisation	63.9	57.4
<b>Profit before tax</b>	<b>1271.4</b>	<b>1041.9</b>
Provision for Tax	320.5	264.7
<b>Profit after tax</b>	<b>950.9</b>	<b>777.2</b>
Balance brought forward	1513.9	1434.6
<b>Amount available for appropriation</b>	<b>2464.8</b>	<b>2211.8</b>
Dividend (Interim and Final)	812.4	697.9
Other Comprehensive Income	0.4	-
<b>Balance carried over to Balance Sheet</b>	<b>1652.0</b>	<b>1513.9</b>

## OPERATIONS

During the year under review, the Company's total income amounted to ₹2661 crore as against ₹1892 crore in the previous year, an increase of 41%. The operations have resulted in a net profit after tax of ₹951 crore as against ₹777 crore in the previous year, a increase of 22%. The Company has emerged as a strong player in the financial services space offering a bouquet of savings and investment products along with the core broking product. The Company had 184 branches across 139 cities in the country as on 31st March, 2024 and also has multiple digital platforms to enable its customers to have easy access to its products.

## PROSPECTS AND OUTLOOK FOR THE FUTURE

### Economic Outlook

#### Output:

Growth in India's industrial output decelerated to 3.8 percent in January, unchanged from the December 2023 figure. In January, mining and electricity production rose by 5.9 percent and 5.6 percent, respectively, from 5.2 percent and 1.2 percent in December. Eight of the 23 sectors had negative growth rates including food, garments, paper, coke, chemicals and electronics.



India's core sectors posted a 6.7 percent growth in February against 4.1% in January 2024 and 7.4 percent in February 2023. Production rebounded for refinery products and rose faster for electricity, coal, crude oil, natural gas, cement. On the other hand, the output for steel rose slightly less and production of fertilizers fell much more.

The second advance estimates (SAE) placed real GDP growth at 7.6 per cent for 2023-24, the third successive year of 7 per cent or higher growth. This marks an increase from the 7 percent growth rate witnessed in the previous fiscal year. Notably, the manufacturing sector recorded an impressive 11.6 percent growth rate, followed by the construction sector at 9.5 percent. Real GDP growth for 2024-25 is projected by the RBI at 7.0 per cent with Q1 at 7.1 per cent; Q2 at 6.9 per cent; Q3 at 7.0 per cent; and Q4 also at 7.0 per cent.

#### **Inflation:**

The consumer price index (CPI)-based inflation eased to 5.09 per cent in February. The retail inflation rate had eased to 5.1 per cent in January from 5.69 per cent in December 2023. Core-CPI eased to 3.5% in Feb 2024 from 3.7% in Jan 2024, the lowest reading since January 2015.

Food price inflation, however, continued to impart considerable volatility to the inflation trajectory. Increasing geopolitical tensions are leading to supply chain disruptions and price volatility in key commodities, particularly crude oil.

#### **The fiscal and external situation:**

The gross collection of direct taxes for Financial Year 2023-24 (till March 17) stood at ₹22.27 lakh crore showing a growth of 18.74% over the collections of corresponding period of Financial Year 2022- 23. Net direct tax collections reported an increase of 19.88% to over ₹18.90 lakh crore. The net collection is 97.2 per cent of revised estimated of direct taxes for Financial Year 23-24. According to latest Budget documents, Tax-GDP ratio has improved from 11.2 per cent in Financial Year 2022-23 to 11.6 per cent in Revised Estimate 2023-24 and estimated to rise to 11.7% in Financial Year 2024-25.

GST revenue for March saw the second highest collection ever at ₹1.78 lakh crore, seeing a 11.5% year-on-year growth. For Financial Year 2023-24 gross GST collection stood at ₹20.14 lakh crore, a 11.7% increase compared to the previous year. The average monthly collection for Financial Year 2023-24 stood at ₹1.68 lakh crore, surpassing the previous year's average of ₹1.5 lakh crore.

India's merchandise trade deficit widened to \$18.71 billion in February from \$17.49 billion in January. Exports rose by 11.9 percent from the year-ago period to \$41.40 billion and imports were up 12.2 percent at \$60.11 billion. For April 2023-February 2024 as a whole, India's trade deficit amounted to \$225.20 billion, down from \$245.94 billion in the first 11 months of 2022-23. This exhibits a decline of 8.43 percent on the trade gap on a year-on-year basis during this period.

The net foreign direct investment (FDI) in India, declined 38.4 per cent year-on-year to \$15.41 billion in the first 10 months of Financial Year 2023-24 due to an increase in the repatriation of capital. According to the Reserve Bank of India, FDI in India was \$25.53 billion and outflows were \$10.11 billion in April 2023-January 2024.

### **Capital Markets**

#### **The equity market moves, and the way ahead:**

The Q3 Financial Year 2023-24 (October-December 2023) corporate results suggest consumption is still below par but there are a few signs of recovery and a return of corporate investment. Easing commodity prices helped improve margins a bit, but demand momentum remained sluggish. Benefit of easing commodity prices are almost at their fag end now. Disparity among companies across sectors increased with proven companies (in the past) disappointing in growth parameters while a lot of companies reported improved growth for the first time in recent months.

The Financial Year 2024-25 interim Budget came out a little better than expected even though the heightened expectations on many changes/giveaways have rightfully not been met. Absence of populism in the Budget was another welcome feature. The prudent resolve to continue the fiscal consolidation path would be appreciated by global and local investors. Better-than-street expectations of fiscal deficit for FY 2023-24 and FY 2024-25 (5.8% and 5.1% of GDP respectively) and the consequent lower borrowings target in FY 2024 - 25 (₹14.1 lakh cr vs ₹15.4 lakh cr in FY 2023-24) have enthused the bond markets and helped boosting stock prices of PSU Banks who have the maximum exposure to Govt Bonds. Lower borrowings due to the deficit compression could reduce borrowing costs for the private sector and help investment recovery.

India is currently enjoying the coming together of the best macro and micro tailwinds with 7+% GDP growth, moderating inflation rates, range-bound crude prices, easing 10-year G-sec yield, stable currency, and sturdy corporate earnings. The rural growth in India has lagged its urban counterpart since the pandemic. Increased government focus on housing for all and farming



activities, could provide the all-important nudge that the rural demand needs. Additionally, a normal monsoon helped by the expected La Niña pattern coupled with a good harvest could expedite the rural recovery in India.

After giving subdued returns in Financial Year 2022-23, the equity markets handsomely rewarded shareholders across the board in Financial Year 2023-24 with a significant number of stocks achieving their all-time highs. The benchmark Nifty 50 soared 28.6% in Financial Year 2023-24. This remarkable performance can be attributed to robust retail participation and strong foreign portfolio investor (FPI) inflows, along with buoyant economic growth, healthy corporate earnings, and the anticipation of continued political stability in the upcoming Lok Sabha elections.

For the third month running, investors opened over 40 lakh new demat accounts in February, showing growing household confidence in stock markets and their increased risk appetite, taking the overall tally to 14.83 crore accounts, as compared to 11.45 crore at the end of Financial Year 2022-23.

The average daily volume on the BSE in March 2024 fell by 13.8% MoM. NSE's daily average volume fell by 24.6% MoM. The average daily derivatives' volume on the NSE fell by 7.2% MoM to ₹37,991,425 cr in March 2024.

The total assets under management of equity mutual funds surged by 46% in Financial Year 2023-24 from ₹15.84 lakh crore in April 2023 to ₹23.12 lakh crore in February 2024. The mutual fund industry in India has been witnessing unprecedented growth, with inflows in the equity category surging significantly in February. The month witnessed inflows amounting to ₹26,866 crore, reflecting a spike of 23.3 percent. Investments through systematic investment plans (SIPs) reached a new all-time high of ₹9,186 crore. India got overseas flows to the tune of ₹3.33-lakh crore, or \$40.4 billion, in equities, debt and hybrid instruments put together this financial year, a record for any year. This is 25 per cent higher than the previous high of ₹2.67-lakh crore garnered in Financial Year 2020-21.

Broader markets have outperformed with the Nifty Midcap 50 up by 59.8% y-o-y while the Nifty Smallcap 50 gaining by 71.6%. All sectoral indices remained positive with Realty (+133%), PSU Bank (+89%), Auto (+75%), and Pharma (+58%) gaining the most.

The Rupee showed a decline of 1.4% against the dollar as compared to 8.4% decline in the previous year. It fared even better compared to other emerging market

currencies as cheaper oil imports from Russia, buoyant services exports and resilient remittance inflow have cushioned the negative impact from volatility in oil prices.

The US Fed has been addressing excessive inflation with vigorous policy tightening and awaits further data to clarify whether inflation is on track to meet its 2% objective, to start lowering interest rates. The central bank stayed on track for three interest rate cuts in 2024 and affirmed that solid economic growth will continue.

The yield on 10-year US Treasury hit a high of over 5% in Oct 23' driven by investors pricing in stronger U.S. growth as well as fiscal slippage. However, cooling inflation and expectations of rate cuts drove down the yield to end the March quarter at 4.21%, still higher by 73bps from Mar 23' levels.

In India, High Frequency Economic indicators suggest sustained economic momentum, with significant growth in private corporate projects. Urban consumption demand remains resilient, reflected by strong tax collections and rising auto sales. Expansion in manufacturing and services PMIs is expected to bolster economic growth further. Despite easing inflation, the RBI maintained the repo rate at 6.5% in April, considering solid growth and inflation above the 4.0% target, suggesting no immediate policy easing.

Nifty has risen off late despite negative/muted flows by FII as strong domestic inflows have more than neutralized the impact, which shows the growing depth and resilience of Indian markets. Domestic demand remains mixed as the growth is being led more by Govt induced infra capex, revival of private capex and structural shifts happening across green energy, EV, defence, EMS etc. Continued reforms should maintain India's 'Fastest growing large economy' status. The general elections due in April-May 2024 could bring in some volatility in the equity markets in Q1 Financial Year 2024-25.

## EXTRACT OF ANNUAL RETURN

Pursuant to Section 134 (3) (a) Annual Return as provided under sub-section (3) of Section 92 is available on the web-site of the company at <https://www.hdfcsec.com>.

## DETAILS OF HOLDING/SUBSIDIARY/ ASSOCIATES COMPANY

The Company is subsidiary company of HDFC Bank Limited. The Company does not have any subsidiary or associate company as on 31st March 2024.

## BOARD MEETINGS

During the year under review 11 (Eleven) Board Meetings were held. The meetings were held on 14th April, 2023, 6th June, 2023, 13th July, 2023, 30th August, 2023, 12th October, 2023, 5th December, 2023, 9th December, 2023, 12th January, 2024, 10th February, 2024, 1st March, 2024 and 26th March, 2024.

Details of attendance of Directors at the Board Meetings and sitting fees paid to the Directors for attending Board and various Committee meetings during the year under review are as follows:

Name of Director	Meetings eligible to attend	Meetings Attended	Sitting Fees (₹)
Mr. Neeraj Swaroop	11	11	13,00,000
Mr. Samir Bhatia	11	11	18,75,000
Dr. (Mrs.) Amla Samanta	11	11	15,75,000
Mr. Malay Patel	11	11	17,50,000
Mr. Tarun Balram	11	11	11,50,000
Mr. Arvind Vohra	11	4	NIL
Mr. Dhiraj Relli	11	11	NIL
Mr. Ashish Rathi	11	11	NIL
Mr. Bhavesh Zaveri*	0	0	NIL

\* Mr. Bhavesh Zaveri was appointed as the Additional Director of the Company w.e.f 28th May 2024

## COMPOSITION AND SIZE OF THE BOARD

The composition of the Board of Directors of the Company ("the Board") is governed by the Companies Act, 2013 and the SEBI (Stock-brokers and Sub-brokers) Regulations, 1992. The Board has 8 (Eight) Directors as on 31st March, 2024. All the Directors other than Mr. Dhiraj Relli and Mr. Ashish Rathi are Non-Executive Directors as on the date of this report. The Company has 5 (Five) Independent Directors including 1 (One) Women director, 1 (One) Nominee Director and 2 (Two) Non-Independent Directors as on the date of this report.

Mr. Arvind Vohra, Nominee Director, Mr. Dhiraj Relli, Managing Director, Mr. Ashish Rathi, Whole Time Director are the Non-Independent Directors on the Board.

Mr. Neeraj Swaroop, Mr. Samir Bhatia, Dr. (Mrs.) Amla Samanta, Mr. Malay Patel and Mr. Tarun Balram are Independent Directors on the Board.

Mr. Neeraj Swaroop is the chairman of the Company.

None of the Directors are related to each other.

## COMPOSITION OF COMMITTEES OF DIRECTORS

The Board has constituted various Committees of Directors to take informed decisions in the best interest of the Company. These Committees monitor the activities falling within their terms of reference.

The various Committees of the Board as on 31st March 2024 are as follows:

### Audit Committee:

The members of the Audit Committee are Mr. Samir Bhatia, Dr. (Mrs.) Amla Samanta, Mr. Neeraj Swaroop and Mr. Malay Patel. The Committee is chaired by Mr. Samir Bhatia.

The Committee met 5 (five) times during the year. The meetings of the Committee were held on 14th April, 2023 and 13th July 2023, 12th October, 2023 and 12th January, 2024 and 1st March, 2024.

The terms of reference of the Audit Committee inter-alia include the following:

- a. Recommending appointment, remuneration and terms of appointment of auditors of the Company;
- b. Reviewing and monitoring the auditor's independence, performance and effectiveness of the audit process;
- c. Reviewing with management, the financial statements and the auditors' report thereon focussing primarily on accounting policies and practices, compliances with other requirements concerning financial statements;
- d. Approvals or any subsequent modification of transactions of the Company with related parties;
- e. Reviewing the adequacy of the Company's financial controls and risk management systems;
- f. Reviewing the adequacy of the Audit and Compliance function, including their policies, procedures, techniques and other regulatory requirements.

**Nomination & Remuneration Committee:**

The Company has constituted a Nomination and Remuneration Committee for the identification and recommending the appointment of Directors, Key Managerial Personnel and Senior Management Personnel. The Committee scrutinises the appointment of Directors, Key Managerial Personnel and Senior Management Personnel based on positive attributes, independence, qualifications, integrity, etc. The Committee ensures that there is a balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals, thereby formulating various policies to achieve the same.

The members of the Nomination and Remuneration Committee are Dr. (Mrs.) Amla Samanta, Mr. Samir Bhatia, Mr. Tarun Balram and Mr. Malay Patel. The Committee is chaired by Dr. (Mrs.) Amla Samanta.

The Committee met 7 (seven) times during the year. The meetings of the Committee were held on 14th April, 2023, 06th June 2023, 30th August, 2023, 12th October, 2023, 9th December, 2023, 12th January, 2024 and 10th February, 2024.

**CAPEX Committee:**

The Company has constituted CAPEX Committee. The CAPEX Committee considers and recommends all capital expenditure incurred by the Company for its various projects, branch set up, etc. from time to time.

The members of the Committee are Mr. Neeraj Swaroop, Mr. Samir Bhatia, Mr. Malay Patel and Mr. Dhiraj Relli. The Committee met 2 (two) times during the year. The meetings of the Committee were held on 30th August, 2023 and 12th January, 2024

**Stakeholders' Relationship Committee (Formerly Share Allotment and Transfer Committee):**

The Company has constituted a Stakeholders' Relationship Committee that approves and monitors allotments, transfers, transmission, splitting and consolidation of shares issued by the Company. The Committee consists of Mr Malay Patel, Mr Dhiraj Relli, and Mr Ashish Rathi.

**Corporate Social Responsibility (CSR) Committee:**

The Board has constituted a CSR Committee with the following terms of reference

- a. To formulate the Company's CSR Strategy, Policy and Goals;
- b. To recommend the amount of expenditure to be incurred every financial year on the CSR activities;
- c. To monitor the Company's CSR Policy and performance;
- d. To review the CSR projects/initiatives from time to time.

The members of the CSR Committee are Mr. Neeraj Swaroop, Dr. (Mrs.) Amla Samanta, Mr. Malay Patel and Mr. Dhiraj Relli.

The Committee met 5 (five) times during the year. The meetings of the Committee were held on 14th April, 2023, 06th June 2023, 12th October, 2023, 5th December, 2023, and 12th January, 2024.

**Business Review Committee:**

The Company has constituted a Business Review Committee consisting of Mr. Neeraj Swaroop, Mr. Samir Bhatia, Mr. Tarun Balram and Mr. Arvind Vohra. The

Business Review Committee reviews the Business of the Company. The meetings of the Committee were held on 16th May 2023, 12th July 2023, 12th October 2023, 5th December 2023. The Committee met 4 (four) times during the year.

#### **Investment Management Committee:**

The Investment Management Committee considers and approves the investment of funds by the Company within the overall limits approved by the Board. The Committee consists of Mr. Dhiraj Relli, Mr. Ashish Rathi, Mr. Ravindera Nahar and Mr. Mitul Palankar.

#### **Research Analyst Remuneration Committee:**

The Research Analyst Remuneration Committee considers and approves the remuneration of individuals employed as Research Analyst in accordance with the Policy and Procedures framed for regulating the Research Analyst pursuant to the SEBI (Research Analyst) Regulations, 2014. The Committee consists of Dr. (Mrs.) Amla Samanta, Mr. Dhiraj Relli, Mr. Ashish Rathi, and Ms. Neetika Bhatia. The Committee met 3 (three) times during the year on 06th June 2023, and 30th August 2023.

#### **Risk Management Committee:**

The sole and exclusive function of the Risk Management Committee is to take the responsibility for the oversight of the risk management policies and practices of the organization. The Committee consists of Mr. Neeraj Swaroop, Mr. Ashish Rathi and Mr. Samir Bhatia. The committee met 3 (three) times during the year on 13th July 2023, 12th October 2023 and 12th January, 2024.

#### **Cyber Security Committee**

The Cyber Security Committee aims at overseeing the development and implementation of the organization's cyber security policy. The Committee consists of Mr. Tarun Balram, Mr. Dhiraj Relli, Mr. Ashish Rathi and Mr. Surajit Deb. The Committee met 4 (four) times during the year on 13th July 2023, 12th October 2023, 02nd November 2023 and 12th January, 2024.

#### **Information Technology Committee**

The Information Technology Committee monitors information technology trends and advises the Board and its various committees on the impact of those trends on their plans and activities. The Committee consists of Mr. Neeraj Swaroop, Mr. Samir Bhatia, Mr. Surajit Deb. The Committee met 4 (four) times during the year on 13th July 2023, 12th October 2023, 02nd November, 2023 and 12th January, 2024.

#### **General Body Meetings:**

(During previous three financial years)

Meeting	Date and Time	Venue	No. of Special Resolutions passed
23rd AGM	13th July, 2023 at 3.30 P.M.	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	One
22nd AGM	15th July 2022 at 11.00 A.M.	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	One
21st AGM	15th July 2021 at 3.30 P.M.	Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")	Two
Postal Ballot	26th March 2024	NA	Two

## DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors hereby state that:

1. In the preparation of annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. We have selected such accounting policies, applied them consistently, made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as of 31 March 2024 and of the profit of the Company for the year ended on that date;
3. We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. We have prepared the annual accounts on a going concern basis;
5. We have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. We have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## INTERNAL FINANCIAL CONTROLS

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

## SECRETARIAL STANDARDS

The Company has complied with the applicable provisions of secretarial standards issued by the Institute of Company Secretaries of India.

## DETAILS IN RESPECT OF FRAUDS REPORTED BY AUDITORS UNDER SECTION 143 (12)

During the year under review, no instances of fraud committed against the Company by its officers or

employees were reported by the Statutory Auditors and Secretarial Auditors under Section 143(12) of the Companies Act, 2013 to the Audit Committee or the Board of Directors of the Company.

## DECLARATIONS BY INDEPENDENT DIRECTORS

Mr. Neeraj Swaroop, Dr. (Mrs.) Amla Samanta, Mr. Samir Bhatia, Mr. Malay Patel, and Mr. Tarun Balram have given declarations stating that they meet the criteria of independence as provided under sub-section (6) of Section 149 of the Companies Act, 2013. The Board has taken the same on record. These Directors have also empanelled as Independent Directors on the portal of the Indian Institute of Corporate Directors as required under The Companies (Appointment & Qualification of Directors) Fifth Amendment Rules, 2019.

In the opinion of the Board, the Independent Directors possess the requisite integrity, experience, expertise and proficiency required under all applicable laws.

## NOMINATION & REMUNERATION POLICY

The Company has adopted the Nomination & Remuneration Policy pursuant to which the appointment of Directors, Key Managerial Personnel and Senior Management Personnel of the Company is reviewed by the Nomination & Remuneration Committee with recommendations to the Board. The Nomination & Remuneration Policy inter-alia provides for identification of persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down such as:

- Academic qualifications, previous experience, track record;
- Integrity of the candidate;
- External competitiveness;
- Size and complexity of the job.

The Company has also adopted the Directors' Performance Evaluation Policy including the criteria for performance evaluation. Pursuant thereto, the performance evaluation of Independent Directors is done by the entire Board, excluding the director being evaluated. The Independent Directors at a separate meeting held on 10th February 2024 have also reviewed and evaluated the performance of the Non-Independent Directors and the entire Board.

## AUDIT QUALIFICATIONS

During the year under review, there is no audit qualification, reservation, adverse remark or disclaimer in the Company's financial statements by the Auditor or by the Company Secretary in practice in the Secretarial Audit Report. The Company continues to adopt best practices to ensure regime of unqualified financial statements.

## PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, the Company has not given any loans, guarantees pursuant to Section 186 of the Companies Act, 2013 other than Margin Funding to its own customers for capital market purchases in the ordinary course of business. (Refer Note No. 7 of the Financial Statements). The particulars of investments made by the Company under Section 186 of the Companies Act, 2013 at the close of the financial year are reflected in Note No. 8 of the Financial Statements.

## PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES REFERRED TO IN SUB-SECTION (1) OF SECTION 188

The particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 is annexed herewith in Form AOC-2 — **Annexure I**.

## RISK MANAGEMENT POLICY

The Company has a robust risk management policy wherein various risks including market risks, liquidity risks and operational risks are identified and prudential limits are set internally by the Management to control and mitigate the risks with various risk strategies, policies, procedures and systems. The Company has a comprehensive centralised risk management function, independent from the operations and business units of the Company. A dedicated team with risk management function is responsible for assessment, monitoring and reporting of risks. Material operational risk losses are examined thoroughly to identify areas of risk exposures and gaps in controls basis which appropriate risk-

mitigating actions are initiated. The Company periodically carries out liquidity stress testing which forms an integral part of the Internal Capital Adequacy Assessment Process (ICAAP) both on historical and forecasted data.

## CORPORATE SOCIAL RESPONSIBILITY (CSR)

As a responsible Corporate Citizen, the Company strives for community empowerment through socio-economic development of underprivileged and marginalized sections of the society. It has been the Company's endeavour to put more value on bringing social good, which is beneficial to the society and thus making a difference in the livelihood of the people. Pursuant to Section 135 of the Companies Act, 2013, a brief outline on the Company's CSR Policy and the CSR Activities/ Initiatives taken by the Company is enclosed in **Annexure II**.

## DIVIDEND

During the financial year under review, the Board of Directors declared Four Interim Dividends of ₹100/- per equity share (i.e. @ 1000%), ₹100/- per equity share (@ 1000%) ₹100/-per equity share (@ 1000%) and ₹210/- per equity share (@ 2100%) for the year ended 31st March 2024 aggregating ₹510 /- per equity share (5100%) on 16th June 2023, 18th September 2023, 18th December 2023 and 15th March 2024 respectively. The dividends have been paid to the shareholders and tax deducted therefrom has been deposited by the Company.

## PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUTGO

- A. Since the Company does not carry out any manufacturing activities, particulars to be disclosed with respect to conservation of energy and technology absorption under Section 134(q) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are not applicable.
- B. Details of earnings and expenses in foreign currency are reflected in Note no. 37 of the financial statements.



## DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Ashish Rathi to retire by rotation at the ensuing Annual General meeting and is eligible for re-appointment.

Mr. Samir Bhatia was appointed as an Independent Director for a period of 5 (five) years up to 4 July 2024. The Board has on the recommendations of the Nomination and Remuneration Committee, re-appointed Mr. Samir Bhatia for a second term of 5 (five) consecutive years with effect from 5 July 2024 to 4 July 2029, subject to the approval of the members at the ensuing Annual General Meeting.

There has been changes in the Board of Directors/KMP:

- Mr. Bhavesh Zaveri was appointed as the Director of the Company w.e.f 28th May 2024
- Mr. Ravindera Nahar was appointed as the Chief Financial Officer w.e.f 09th December 2023.
- Mr. Kunal Sanghavi ceased to be Chief Financial Officer w.e.f 09th December 2023.

## EMPLOYEE STOCK OPTIONS

The Company has granted 3,60,500 stock option at the price of ₹5,909 /- on 30th August 2023 and has granted 15,200 stock option at the price of ₹5,909 /- on 12th January 2024 to its employees during the year. Some of the stock options granted earlier were vested during the year and the relevant details on the subject have been disclosed in the notes forming part of the financial statements in Note No.44 and **Annexure III** to the report.

## RIGHTS ISSUE

During the year under review your Company has issued upto 16,92,333 (Sixteen Lakh Ninety-Two Thousand Three Hundred Thirty-Three) Equity Shares of Face Value of ₹10 (Ten) Each ("Rights Shares") for cash at a Premium of ₹5,899 (Five Thousand Eight Hundred Ninety-Nine) per equity share, aggregating to an amount of upto ₹10,00,00,00,000 (One Thousand Crore) on Rights Issue Basis.

## PUBLIC DEPOSIT

During the year under review, the Company has not accepted any deposits covered under Chapter V of the Companies Act, 2013.

## SECRETARIAL AUDIT

In terms of Section 204 of the Companies Act, 2013 and Rules made thereunder,

M/s. Bhandari & Associates, Practicing Company Secretaries have been appointed as Secretarial Auditors for the year 2023-24. The report of the Secretarial Auditors is enclosed in Form MR-3 to this Report - **Annexure IV.**

## STATEMENT ON CHANGE IN NATURE OF BUSINESS

There is no change in the business of the company during the Financial Year 2023-24.

## DETAILS IN RESPECT OF FRAUDS / DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE OPERATIONS.

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

## VIGIL MECHANISM/WHISTLE BLOWER POLICY

Section 177(9) and (10) of the Companies Act, 2013 read with Rule 7 of Companies (Meeting of Board and Its powers) Rules, 2014 requires the Company to establish an effective Vigil Mechanism for employees and Directors to report to its management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of Conduct or any Policy of the Company. The Company as part of the 'vigil mechanism' has in place a Board approved 'Whistle Blower Policy' to deal with instances of fraud and mismanagement, if any getting reported to. The Whistle Blower Policy has been placed on the web page of the Company. This vigil mechanism of the Company is overseen by the Audit Committee and provides adequate safeguard against victimisation of employees. The whistle blower complaints were reviewed by the Audit Committee on a quarterly basis. During the year under review, no complaints were received by the Company.



## DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company has in place a policy for Prevention, Prohibition & Redressal of Sexual Harassment at the workplace, which is in line with the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal), Act 2013 and the rules made thereunder.

All the employees are covered under this policy and the Company has also constituted an Internal Committee as per the provisions of Section 4 of the said Act to deal with the complaints received under the Act from the Head Office and the branches. The details relating to the complaints filed and resolved during the year 2023-24 in this regard are as under

1. Number of complaints received during the year :  
2
2. Number of complaints disposed off during the year:  
2
3. Number of cases pending for more than 90 days :  
0
4. Number of workshops/awareness programmes on Sexual Harassment held during the year : 1

## ACKNOWLEDGEMENT AND APPRECIATION

Your Directors would like to place on record their gratitude for all the guidance and co-operation received from the Securities and Exchange Board of India, BSE Limited, National Stock Exchange of India Limited, Multi Commodity Exchange of India Limited, NSE Clearing Limited, National Securities Depository Limited, Central Depository Services (India) Limited and other government and regulatory agencies.

Your Directors are grateful to the Company's customers and bankers for their continued support.

We would also like to thank all our shareholders and employees for their support in our endeavours.

**Annexure I**  
**FORM NO. AOC-2**

[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis : Nil
2. Details of material contracts or arrangements or transactions at arm's length basis

(a)	Name(s) of the related party and nature of relationship	Holding Company: HDFC Bank Limited Fellow Subsidiaries: HDB Financial Services Limited HDFC Ergo General Insurance Company Limited HDFC Life Insurance Company Limited HDFC Asset Management Company Limited HDFC Credila Financial Services Limited HDFC Education and Development Services Private Ltd. HDFC Sales Private Ltd. HDFC Capital Advisors Ltd. Griha Pte Ltd. Singapore HDFC AMC International (IFSC) Limited HDFC Trustee Co. Ltd. Griha Investments Mauritius HDFC International Life and Re Company Limited HDFC Pension Management Co. Ltd. HDB Employee Welfare Trust
(b)	Nature of contracts / arrangements / transactions	Banking and other normal business transactions (Mentioned in the notes forming part of the financial statements at Note no. 42).
(c)	Duration of the contracts / arrangements / transactions.	Usually annual, however, depends on the nature of transaction.
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Maintained at arm's length similar to third party contracts. Value of such transactions during the financial year is mentioned in the notes forming part of the financial statements at Note no. 42.
(e)	Justification for entering into such contracts or arrangements or transactions.	Competitive Pricing and Value of services rendered.
(f)	Date (s) of approval by the Board, if any	N.A.
(g)	Amount paid as advances, if any	N.A.

On behalf of the Board of Directors

Place: Mumbai  
Date: 12th April 2024

Dhiraj Relli  
Managing Director

Ashish Rathi  
Whole Time Director

**Annexure II**  
**REPORT ON CSR ACTIVITIES/INITIATIVES**

[Pursuant to Section 135 of the Act & Rules made thereunder]

<b>Company Name</b>	HDFC Securities Limited
<b>CIN Number</b>	U67120MH2000PLC152193

**1. A brief outline of the company’s CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.**

As a responsible Corporate Citizen, the Company strives for community empowerment through socio-economic development of underprivileged and marginalized sections of the society. It has been the Company’s endeavor to put more value on bringing social good, which is beneficial to the society and thus making a difference in the livelihood of the people.

Our belief in good citizenship is a driver to create maximum impact through our CSR programs in areas of:

1. Education
2. Medical Assistance
3. Eradicating Poverty
4. Health and Sanitation
5. Sports
6. Skill development

**2. The Composition of the CSR Committee.**

HDFC SECURITIES has constituted a robust governance structure to oversee the implementation of CSR projects, in compliance with the requirements of Section 135 of the Companies Act, 2013. The members of the CSR committee as on March 31, 2024.

Name	Designation	No. of CSR Committee Meetings	No. of CSR Committee Meetings attended
Mr. Neeraj Swaroop	Chairperson	5	5
Dr. (Mrs.) Amla Samanta	Member	5	5
Mr. Malay Patel	Member	5	5
Mr. Dhiraj Relli	Member	5	5

**3. Link to Policy, Committee Composition and Project Details:**

<https://www.hdfcsec.com>

**4. Impact Assessment Report of CSR Projects**

Yes. <https://www.hdfcsec.com>

**5. Amount Available - Previous Years Unutilised + Current Year Budget**

The CSR budget for Financial Year 2024 was calculated as (previous 3 yr. Avg. Profit Before Tax) which is:

**Average Net Profit as per Sec 135(5): ₹11,02,98,33,333/-**

- 6. A. 2% thereof of the Net profit: ₹22,05,96,667/-**
- B. Surplus arising out of the CSR Projects of previous Financial Years: NIL**
- C. Amount required to be set off for the Financial Year: NIL**
- D. Total CSR Obligation for the Financial Year: ₹22,05,96,667/-**

## 7. A. CSR Amount Spent or Unspent for the FY 2024:

Total Spent	Amount transferred to Unspent CSR Account		Amount transferred to any specified fund		
	Amount	Date	Name of the Fund	Amount	Date
₹22,06,46,732/-	NIL	NA	NA	NA	NA

## B. Details of CSR amount spent against ongoing projects for the financial year:

#	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area	Location of the project - State and District	Amount spent for the project (in ₹)	Mode of Implementation Direct (Yes/No)	Mode of Imp'tion Through Implementing Agency	
							Name	CSR Registration Number
NA	NA	NA	NA	NA	NA	NA	NA	NA

## C. Details of CSR amount spent against other than ongoing projects for the financial year:

#	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area	Location of the project - State and District	Project duration	Amount allocated for the project (in ₹)	Amount spent in the FY2024 (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Imp'tion - Direct (Yes / No)	Mode of Imp'tion Through Implementing Agency	
										Name	CSR Registration Number
1	Mobile Medical Unit- (Project 1)	Healthcare	Maharashtra	Nagpur	FY 2024	1,07,42,432	1,07,42,432	0	NO	Borderless Foundation	CSR00002223
2	Project 1	Promoting education	Maharashtra & Gujarat	Gujarat	FY 2024	2,15,00,000	2,15,00,000	0	NO	Yuva Unstoppable	CSR00000473
3	Food Delivery *	Eradicating hunger	Vrindavan, Barasana, Mant	Vrindavan, Barasana, Mant	FY 2024	72,82,000	72,82,000	0	NO	Akshaya Patra	CSR00000286
4	Mobile Medical Unit- (Project 2)	Healthcare	Amravati and Nagpur	Amravati and Nagpur	FY 2024	2,12,84,866	2,12,84,866	0	NO	Borderless Foundation	CSR00002223
5	Development of underprivileged children and youth — (Project 1)	Education	Delhi	Delhi	FY 2024	17,27,000	17,27,000	0	NO	Mera India Mera Adhikar	CSR00038471
6	Procurement of Technology (Project 1)	Healthcare	Mumbai	Mumbai	FY 2024	89,81,280	89,81,280	0	NO	Tata Memorial Hospital	CSR00001287
7	Advanced post processing Workstation (Project 2)	Healthcare	Mumbai	Mumbai	FY 2024	51,44,496	51,44,496	0	NO	Tata Memorial Hospital	CSR00001287

#	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area	Location of the project - State and District	Project duration	Amount allocated for the project (in ₹)	Amount spent in the FY2024 (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Imp' tion - Direct (Yes / No)	Mode of Imp' tion Through Implementing Agency	
										Name	CSR Registration Number
8	3D Printer Equipement- (Project 3)	Healthcare	Mumbai	Mumbai	FY 2024	50,00,000	50,00,000	0	NO	Tata Memorial Hospital	CSR00001287
9	Training & Tournaments- (Project 1)	Promotion of National Sports, Olympic Sports and Paralympic sports	Pan India	Pan India	FY 2024	25,00,000	25,00,000	0	NO	Foundation for Promotion of Sports and Games - Olympic Gold Quest	CSR00001100
10	Relocation of Dialysis centre- (Project 1)	Healthcare	Maharashtra	Maharashtra	FY 2024	1,16,22,197	1,16,22,197	0	NO	Nana Palkar Smruti Samiti	CSR00001230
11	Electric Vehicles, Intercom/ IT, Solar Plant, Cooking Oil Tank, Water Purifiers (Project 2)	Eradicating hunger	Vrindavan, Barasana, Panvel, Hubli	Vrindavan, Barasana, Panvel, Hubli	FY 2024	1,61,28,000	1,61,28,000	0	NO	Akshaya Patra	CSR00000286
12	To provide ambulance and its administration cost- (Project 3)	Healthcare	Jammu and Kashmir	Jammu and Kashmir	FY 2024	1,06,42,432	1,06,42,432	0	NO	Borderless Foundation	CSR00002223
13	Support and Training to Olympic Athletes - (Project 2)	Promotion of National Sports, Olympic Sports and Paralympic sports	Pan India	Pan India	FY 2024	1,00,00,000	1,00,00,000	0	NO	Foundation for Promotion of Sports and Games - Olympic Gold Quest	CSR00001100
14	Central monitoring system (Project 1)	Healthcare	Mumbai	Mumbai	FY 2024	90,00,000	90,00,000	0	NO	Ramakrishna Mission Hospital	CSR00006101
15	Free / Concessional diagnostics - (Project 2)	Healthcare	Haridwar	Haridwar	FY 2024	1,00,00,000	1,00,00,000	0	NO	Ramakrishna Mission Hospital	CSR00006101
16	Provide scholarships to 263 - (Project 1)	Education	Tamil Nadu	Tamil Nadu	FY 2024	50,00,000	50,00,000	0	NO	Isha Vidhya	CSR0000261
17	Project Aakar, Project Antarbharati - (Project 1)	Education	Maharashtra	Pune	FY 2024	70,00,000	70,00,000	0	NO	India Sponsorship Committee	CSR00001870
18	Water Treatment Plant and PNG Gas Pipeline - (Project 3)	Eradicating hunger	Vrindavan, Barasana, Mant	Vrindavan, Barasana, Mant	FY 2024	66,30,000	66,30,000	0	NO	Akshaya Patra	CSR00000286



#	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area	Location of the project - State and District	Project duration	Amount allocated for the project (in ₹)	Amount spent in the FY2024 (in ₹)	Amount transferred to Un-spent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Imp' tion - Direct (Yes / No)	Mode of Imp' tion Through Implementing Agency	
										Name	CSR Registration Number
19	Administration of running the Ambulances-(Project 4)	Healthcare	Amravati and Nagpur	Amravati and Nagpur	FY 2024	84,00,000	84,00,000	0	NO	Borderless Foundation	CSR0000222
20	Support and Training to Olympic Athletes -(Project 3)	Promotion of National Sports, Olympic Sports and Paralympic sports	Pan India	Pan India	FY 2024	75,00,000	75,00,000	0	NO	Foundation for Promotion of Sports and Games - Olympic Gold Quest	CSR00001100
21	Financial assistance for medical treatment for lower income group (Project 2)	Healthcare	Maharashtra	Maharashtra	FY 2024	75,00,000	75,00,000	0	NO	Nana Palkar Smruti Samiti	CSR00001230
22	Provide for medical Aid of lower income groups-(Project 3)	Healthcare	Maharashtra	Maharashtra	FY 2024	44,62,029	44,62,029	0	NO	Ramakrishna Mission Hospital	CSR00006101
23	Scholarships to underprivileged students-(Project 2)	Education	Tamil Nadu	Tamil Nadu	FY 2024	76,00,000	76,00,000	0	NO	Isha Vidhya	CSR0000261
24	Providing Infra management, training and practice centre for candidates-(Project 2)	Education	Maharashtra	Pune	FY 2024	75,00,000	75,00,000	0	NO	India Sponsorship Committee	CSR00001870
25	Mobile Medical Ambulance and Artificial Limb (Project 1)	Healthcare	Rajasthan	Jaipur	FY 2024	75,00,000	75,00,000	0	NO	Bhagwan Mahaveer Viklang Sahayata Samiti	CSR00001480

**D. Amount spent in Administrative Overheads: ₹0**

**E. Amount spent on Impact Assessment if applicable: Included in Administrative Overheads**

**F. Total amount spent for the Financial Year (8b+8c+8d+8e): ₹22,06,46,732**

**G. Excess amount for set off if any**

- Two percent of average net profit of the company as per section 135(5) — ₹22,05,96,667/-
- Total amount spent for the Financial Year — ₹22,06,46,732
- Excess amount spent for the financial year [(ii)-(i)] — ₹50,065
- Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any: 0
- Amount available for set off in succeeding financial years [(iii)-(iv)]: ₹50,065

8. A. Details of Unspent CSR amount for past 3 years

Preceding FY	Amount transferred to Unspent CSR Account	Amount spent in Reporting FY	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any.			Preceding Amount remaining to be spent in succeeding financial years. (in ₹) FY
			Name	Amount	Date	
2022-23	0	18,50,73,166	NA	NA	NA	NIL
2021-22	0	13,00,22,083	NA	NA	NA	NIL
2020-21	0	10,19,66,907	NA	NA	NA	NIL

B. Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s):  
NIL.

9. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year:

Sl No.	Asset ID	Date of creation or acquisition of the capital asset(s).	Amount of CSR spent for creation or acquisition of capital asset(s).	Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.	Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).
Nil	Nil	Nil	Nil	Nil	Nil

10. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).

Company has allocated all the CSR funds to ongoing projects as per the CSR guidelines. Since the company spent the entire 2% prescribed budget, this question is not applicable.

**A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the company.**

The implementation and monitoring of our CSR Policy is in compliance with the CSR objectives and policies as laid down in this report. The CSR Committee of the Board is responsible for the integrity and the objectivity of all the information provided in the disclosure above. All the projects reported have been considered and undertaken with the best of our intentions to contribute to the greater good of the society. We have undertaken and implemented these projects with careful consideration and these projects are aligned with our vision as provided in our CSR Policy. In line with the requirements of the Companies Act, 2013, we have also instituted monitoring mechanisms to ensure that the projects go on smoothly as planned.

On behalf of the Board of Directors

Place: Mumbai

Date: 12th April 2024

Dhiraj Relli

Managing Director

Ashish Rathi

Whole Time Director

### Annexure III

- Details of Employee Stock Option

Scheme	Option Granted	Option Vested	Option Exercised during the year	Total No of Shares arising as a result of Exercise of Option	Option lapsed/ Forfeiture	Exercise price	Variation in term of option	Total Number of option in force
SCHEME II	2,80,000	2,80,000	0	-	-	1136	No	0
SCHEME III	92,500	92,500	2,950	2,950	200	4,844	No	0
SCHEME IV	1,64,500	1,23,375	33,800	33,800	3,150	5,458	No	54,275
SCHEME V	61,500	30,750	12,275	12,275	4,050	6,098	No	31,350
SCHEME VI	43,000	21,500	6,975	6,975	5,625	8,051	No	24,575
SCHEME VII	1,18,300	35,490	17,820	17,820	16,550	6,918	No	82,030
ESOS Scheme 2023 - Plan I	3,60,500	0	0	0	6,000	5,909	No	3,54,500
ESOS Scheme 2023 — Plan II	15,200	0	0	0	0	5,909	No	15,200

- Details of option granted to Key Managerial Personnel

Sr.No	Name	Designation	Option Granted
1.	Mr. Dhiraj Relli	Managing Director	25,000
2.	Mr. Ashish Rathi	Whole Time Director	9,000
3.	Mr. Kunal Sanghavi*	Chief Financial Officer	9,000
4.	Mr. Ravindera Nahar**	Chief Financial Officer	3,000
5.	Mr. Mitul Palankar	Company Secretary	1,000

\* Ceased to be CFO with effect from 09.12.2023

\*\* Appointed as CFO with effect from 09.12.2023

- Details of option granted to any other employee who received a grant of options amounting to 5% or more of Option during the year:

Sr.No	Name	Designation	Option Granted
NIL			

- Details of option granted identified employee during any one year equal to one percent

Sr.No	Name	Designation	Option Granted
NIL			

On behalf of the Board of Directors

Place: Mumbai  
Date: 12th April 2024

Dhiraj Relli  
Managing Director

Ashish Rathi  
Whole Time Director

## Annexure IV

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members,

**HDFC securities Limited**

**CIN: U67120MH2000PLC152193**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by HDFC Securities Limited (hereinafter called 'the Company'). Secretarial audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2024 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 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 thereunder 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#;
    - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
    - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018#;
    - d. The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021#;
    - e. The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021#;
    - 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, 2021#; and
    - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018#;
- # The Regulations or Guidelines, as the case may be were not applicable for the period under review.

We have examined compliance with the laws and regulations specifically applicable to the Company as mentioned hereunder:

- vi. The Securities and Exchange Board of India (Research Analysts) Regulations, 2014;
- vii. The Securities and Exchange Board of India (Investment Advisors) Regulations, 2013;
- viii. The Securities and Exchange Board of India (Stock Brokers) Regulations, 1992 except guidelines, circulars, master circulars and directions issued by the Securities and Exchange Board of India and the Stock Exchanges applicable to the Company as a stock broker relating to its day to day operations in the ordinary course of business.

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 to the extent issuance of Commercial Papers in accordance with the provisions of Securities and Exchange Board of India (SEBI) operational circular number SEBI/HO/DDHS/P/CIR/2021/613 dated August 10, 2021 (updated as on April 13, 2022).

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

During the period under review, Stock Exchanges have issued advisory/warning/action letters and imposed penalties on the Company for certain discrepancies and incorrect reportings. Further, the SEBI has issued an administrative warning to the Company for discrepancies/ deficiencies found in its inspection for which the Company is in process of submitting a response.

**We further report that —**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of Directors during the period under review.

Adequate notice was given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance for meetings other than those held at shorter notice 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.

During the period under review, decisions were carried through unanimously and no dissenting views were observed while reviewing the minutes.

**We further report that** there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report that** during the audit period, the Company has undertaken following events /actions —

- i. Member's approval has been obtained on March 25, 2024 through postal ballot for increase in the limits of borrowing by the Board of Directors of the Company in terms of provisions of section 180(1)(c) of the Companies Act, 2013 up to an aggregate sum of ₹13,000/- crore.
- ii. The Company has issued 213 Commercial Papers aggregating to ₹32,478 crore and redeemed 168 Commercial Papers aggregating to ₹28,200 crore pursuant to maturity.

- iii. The Board of Directors of the Company at their meeting held on March 01, 2024, approved the issue of equity shares to the existing shareholders of the Company as on March 11, 2024 being the record date, by offering 2 equity shares of ₹10/- each for every 19 equity shares held by them, at a premium of ₹5,899/- on right basis in terms of provisions of Section 62(1)(a) of the Companies Act, 2013.

For **Bhandari & Associates**

**Company Secretaries**

Unique Identification No.: P1981MH043700

Peer Review Certificate No.: 611/2019

**S. N. Bhandari**

**Partner**

FCS No.: 761; C P No.: 366

Mumbai | April 12, 2024

ICSI UDIN: F000761F000096296

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,  
**HDFC SECURITIES LIMITED**  
**CIN: U67120MH2000PLC152193**

Our Secretarial Audit Report for the Financial Year ended on March 31, 2024 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 our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the 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 efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **Bhandari & Associates**  
**Company Secretaries**  
Firm Registration No: P1981MH043700

**S. N. Bhandari**  
**Partner**  
FCS No: 761; CP. No: 366  
Mumbai | 14th April, 2023  
UDIN: F000761E000099145

# INDEPENDENT AUDITOR'S REPORT

## To the Members of HDFC Securities Limited

### Report on the Audit of the Financial Statements

#### Opinion

We have audited the accompanying financial statements of HDFC Securities Limited ("the Company"), which comprise the Balance sheet as at March 31 2024, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013, 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 March 31, 2024, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

#### Basis for 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 Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the 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 audit opinion on the financial statements.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements for the financial year ended March 31, 2024. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matter described below to be the key audit matter to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the financial statements section

of our report, including in relation to this matter. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matter below, provide the basis for our audit opinion on the accompanying financial statements.

Key audit matter	How the matter was addressed in our audit
<b>1. IT Systems and controls</b>	
<p>The financial accounting and reporting systems of the Company are fundamentally reliant on IT systems and IT controls to process significant transaction volumes.</p> <p>Automated accounting procedures and IT environment controls, which include IT governance, general IT controls over program development and changes, access to programs and data and IT operations, are required to be designed and to operate effectively to ensure accurate financial reporting.</p> <p>Therefore, due to the pervasive nature and complexity of the IT environment, the assessment of the general IT controls and the application controls specific to the accounting and preparation of the financial information is considered to be a key audit matter.</p>	<p>We performed the following procedures assisted by specialized IT auditors on the IT infrastructure and applications relevant to financial reporting:</p> <ul style="list-style-type: none"> <li>• Tested the design and operating effectiveness of IT access controls, including audit trail, over the information systems that are relevant to financial reporting and relevant interfaces, configuration and other identified application controls.</li> <li>• Tested IT general controls (logical access, change management and aspects of IT operational controls). This included testing that requests for access and changes of access to systems were appropriately reviewed, authorized.</li> <li>• Tested the Company's periodic review of access rights.</li> <li>• We also tested requests of changes to systems for approval and authorization.</li> <li>• Tested the design and operating effectiveness of compensating manual controls in case deficiencies were identified and, where necessary, extended the scope of our substantive audit procedures.</li> </ul>

### **Other Information**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the 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 such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read such other information, if we conclude that there is a misstatement therein, we are required to communicate the matter to those charged with governance and to comply with the relevant applicable requirements of the standard on auditing for auditor's responsibility in relation to other information in documents containing audited financial statements. We have nothing to report in this regard.

**Responsibilities of Management 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 the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial 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, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are also responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities 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 with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by 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.

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.

### **Other Matter**

The financial statements of the Company for the year ended March 31, 2023, included in these financial statements, have been audited by the predecessor auditor who expressed an unmodified opinion on those statements on April 14, 2023.

### **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, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 except for the matters stated in the paragraph (i)(vi) below on reporting under Rule 11(g);

- c. The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and 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 Accounting Standards specified under Section 133 of the Companies Act, 2013 (hereinafter referred to as “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 are 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 with reference to these financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;
- g. In our opinion, the managerial remuneration for the year ended March 31, 2024 has been paid/provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- h. The modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph (b) above on reporting under Section 143(3)(b) and paragraph (i)(vi) below on reporting under Rule 11(g);
- i. 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements — Refer Note 37 to the financial statements;
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
- 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, as disclosed in the note 51 (g) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), or entity, including foreign entities (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The management has represented that, to the best of its knowledge and belief, as disclosed in the note 51 (h) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures performed 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 (a) and (b) contain any material misstatement.

- v. The interim dividend declared and paid by the Company during the year and until the date of this audit report is in accordance with section 123 of the Act.
- vi. As stated in note 51 (i) of the financial statements, based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail has operated throughout the year for all relevant transactions in respect of SUN accounting software and we did not come across any instance of tampering of audit trail for transactions recorded therein, except that (a) audit trail was not enabled in respect of the supporting databases (Sun and Precision) and (b) we are unable to comment whether the audit trail feature has operated throughout the year for all relevant transactions recorded in another accounting software (Precision) in the absence of comprehensive information.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

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per **Viren H. Mehta**

Partner

Membership Number: 048749

UDIN: 24048749BKFGXY8214

Place of Signature: Mumbai

Date: April 12, 2024



## ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE

### Re: HDFC Securities Limited

- i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) The Company has a regular programme of physical verification of its Property, Plant and Equipment by which all Property, Plant and Equipment are verified in a phased manner over a period of 3 years. In accordance with this programme, certain Property, Plant and Equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regards to the size of the Company and the nature of its assets.
- (c) The title deeds of all immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d) The Company has not revalued its Property, Plant and Equipment (including Right of use assets) or intangible assets during the year ended March 31, 2024.
- (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.
- ii. (a) The Company’s business does not involve inventories and, accordingly, the requirement to report on clause 3(ii)(a) of the Order is not applicable to the Company.
- (b) The Company has been sanctioned working capital limits in excess of Rs. five crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements and as disclosed in note 51 (k) to the financial statements, the quarterly returns/statements filed by the Company with such banks and financial institutions are in agreement with the audited/unaudited books of accounts of the company.
- iii. (a) During the year the Company has provided loans to companies, firms, Limited Liability Partnerships or any other parties as follows:

	Loans (Amount in ₹)
Aggregate amount granted/ provided during the year	-53,09,780.46 lakhs
- Others	- 53,09,780.46 lakhs
- Subsidiaries	Nil
Balance outstanding as at balance sheet date in respect of above cases	
- Others	- 60,25,23.92 lakhs
- Subsidiaries	- Nil

During the year the Company has not provided advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report these is not applicable to the Company.

(b) During the year the terms and conditions of the grant of all loans to companies, firms, Limited Liability Partnerships or any other parties are not prejudicial to the Company's interest.

During the year Company has not made investments, provided guarantees, give security and granted advances in the nature of loans and guarantees to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(b) of the Order is not applicable to the Company.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has not been stipulated and in the absence of such schedule, we were unable to comment on the regularity of the repayments of principal amounts and payment of interest. (Refer reporting under clause (iii)(f) below)

The Company has not granted loans and advances in the nature of loans during the year to companies, firms, Limited Liability Partnerships or any other parties where the schedule of repayment of principal and payment of interest has been stipulated. Accordingly, the requirement to report on clause 3(iii)(c) of the Order is not applicable to the Company.

(d) There are no amounts of loans granted to companies, firms, Limited Liability Partnerships or any other parties which are overdue for more than ninety days.

The Company has not granted advances in the nature of loans during the year to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on this is not applicable to the Company.

(e) There were no loans granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

The Company has not granted advances in the nature of loans during the year to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.

(f) The Company has granted any repayable on demand or without specifying any terms or period of repayment to companies or any other parties. Of these following are the details of the aggregate amount of loans granted to promoters or related parties as defined in clause (76) of section 2 of the Companies Act, 2013:

	All Parties (Amount in ₹)	Related Parties (Amount in ₹)	Promoters (Amount in ₹)
Aggregate amount of loans - Repayable on demand	53,09,780.46 lakhs	-	-
Percentage of loans to the total loans	100%	-	-

The Company has not granted advances in the nature of loans, either repayable on demand or without specifying any term or period of repayment to Companies, firms, Limited Partnership or any other parties. Accordingly, the requirement to report on these is not applicable to the Company.

- iv. Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.
- v. The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies 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.
- vi. The Company is not in the business of sale of any goods or provision of such services as prescribed. Accordingly, the requirement to report on clause 3(vi) of the Order is not applicable to the Company.
- vii. (a) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, cess and other statutory dues have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.

As informed, provision of sales tax, wealth tax, value added tax, excise duty and custom duty are currently not applicable to the Company.

(b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, cess, and other statutory dues which have not been deposited on account of any dispute, are as follows:

Name of the statute	Nature of the dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Jammu and Kashmir Stamp Act, 1977	Stamp Duty	58.47	Financial Years 2011-12 and 2016-17	Jammu and Kashmir High Court
Finance Act, 1994	Service Tax	3.77	Financial Years 2004-05 and 2005-06	Commissioner of Central Excise (Appeal)
Finance Act, 1994	Service Tax	1.34	Financial Years 2014-15 to 2017-18	Deputy / Assistant Commissioner Div. II
Finance Act, 1994	Service Tax	4.86	Financial Years 2014-15 to 2017-18	Deputy / Assistant Commissioner Div. II
Income Tax Act, 1961	Income Tax	253.29	Assessment Year 2012-13	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	80.97	Assessment Year 2014-15	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	2,516.48	Assessment Year 2017-18	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	431.03	Assessment year 2017-18	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	1,875.40	Assessment Year 2018-19	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	143.31	Assessment year 2013-14	Commissioner of Income Tax (Appeal)

Name of the statute	Nature of the dues	Amount (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	97.92	Assessment Year 2013-14	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	197.99	Assessment Year 2012-13	Commissioner of Income Tax (Appeal)
Income Tax Act, 1961	Income Tax	217.36	Assessment Year 2013-14	Commissioner of Income Tax (Appeal)
Goods and Service Tax Act, 2017	Goods and Service Tax	1.36	Financial Year 2018-19	Commissioner of Goods and Service Tax
Finance Act, 1994	Service Tax	713.13	Financial Year 2012-13 to 2017-18	Custom, Excise and Service Tax Appellate Tribunal

As informed, provision of sales tax, wealth tax, value added tax, excise duty and custom duty are currently not applicable to the Company.

viii. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.

ix. (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority during the year.

(c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix) (c) of the Order is not applicable to the Company.

(d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long-term purposes during the year by the Company.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.

x. (a) The Company has not raised any money during the year by way of initial public offer/further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x) (b) of the Order is not applicable to the Company.

xi. (a) No fraud by the Company or no fraud on the Company has been noticed or reported during the year.

- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by secretarial auditor or by us in Form ADT — 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- xii. (a) to (c) The Company is not a nidhi Company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a),(b) and (c) of the Order is not applicable to the Company.
- xiii. Transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- xiv. (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- xv. The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- xvi. (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (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, hence, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- xvii. The Company has not incurred cash losses in the current financial year or the previous financial year.
- xviii. There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.
- xix. On the basis of the financial ratios disclosed in note 49 to the financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the 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 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 of 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 as and when they fall due.

- xx. (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in note 40 to the financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of with provisions of sub section (6) of section 135 of Companies Act. This matter has been disclosed in note 40 to the financial statements.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

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per **Viren H. Mehta**

Partner

Membership Number: 048749

UDIN: 24048749BKFGXY8214

Place of Signature: Mumbai

Date: April 12, 2024

## ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF HDFC SECURITIES LIMITED

### Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to of HDFC Securities Limited ("the Company") as of March 31, 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 the 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.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these financial statements 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, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. 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 with reference to these financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls With Reference to these Financial Statements**

A company's internal financial controls with reference to financial statements 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 controls with reference to financial statements 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 With Reference to Financial Statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, 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 with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements 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, adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 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 issued by the ICAI.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

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per **Viren H. Mehta**

Partner

Membership Number: 048749

UDIN: 24048749BKFGXY8214

Place of Signature: Mumbai

Date: April 12, 2024

# BALANCE SHEET

**Balance Sheet as at 31 March 2024**

(₹ in lacs)

Particulars	Note	As at	
		31 March 2024	31 March 2023
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	4	79,811	39,210
Bank balance other than cash & cash equivalents	5	4,57,774	3,19,980
Trade receivables	6	1,28,657	40,727
Loans	7	6,02,524	2,74,757
Investments	8	1,00,533	1,21,361
Other financial assets	9	9,246	3,908
		13,78,545	7,99,943
<b>Non-Financial Assets</b>			
Current tax assets (Net)		4,156	3,829
Investment property	10	1,341	1,368
Property, Plant and Equipment	11	6,164	8,051
Right-of-use assets	12	6,677	5,487
Capital work-in-progress	11	45	112
Intangible assets under development	11	507	2,743
Other intangible assets	11	8,145	2,908
Other non-financial assets	13	4,727	3,213
		31,762	27,711
<b>TOTAL ASSETS</b>		14,10,307	8,27,654
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Payables	14		
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises		28	20
- total outstanding dues of creditors other than micro enterprises and small enterprises		2,17,425	98,171
Debt securities	15	9,53,251	4,25,783
Borrowings	16	-	99,627
Lease Liabilities	17	7,778	6,491
Other financial liabilities	18	21,207	12,450
		11,99,689	6,42,542
<b>Non-Financial Liabilities</b>			
Current tax liabilities (Net)		779	179
Provisions	19	1,501	1,460
Deferred tax liabilities (Net)	35	331	367
Other non-financial liabilities	20	5,083	3,392
		7,694	5,398
<b>Equity</b>			
Equity Share capital	21	1,597	1,589
Other Equity	22	2,01,327	1,78,125
		2,02,924	1,79,714
<b>TOTAL LIABILITIES AND EQUITY</b>		14,10,307	8,27,654

The accompanying notes form an integral part of this financial statements (1 to 52)

As per our report of even date.

**For S. R. Batliboi & Co. LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

**VIREN H. MEHTA**  
Partner  
Membership No. 048749

Place: Mumbai  
Date: 12 April 2024

For and on behalf of the Board of Directors of  
**HDFC securities Limited**  
CIN Number: U67120MH2000PLC152193

**DHIRAJ RELLI**  
Managing Director  
DIN: 07151265

**ASHISH RATHI**  
Whole Time Director  
DIN: 07731968  
Place: Mumbai  
Date: 12 April 2024

**RAVINDER NAHAR**  
Chief Financial Officer

**MITUL PALANKAR**  
Company Secretary

# PROFIT & LOSS ACCOUNT

## Statement of Profit and Loss for the year ended 31 March 2024

(₹ in lacs)

Particulars	Note	Year Ended	
		31 March 2024	31 March 2023
<b>Revenue from operations</b>			
Interest income	23	1,03,072	64,765
Dividend income	24	15	16
Rental income	25	221	221
Fees and Commission income	26	1,59,717	1,18,240
Net gain on fair value changes	27	2,498	4,739
Sale of services	28	489	1,146
<b>Total Revenue from operations</b>		<b>2,66,012</b>	<b>1,89,127</b>
Other Income	29	61	36
<b>Total Income</b>		<b>2,66,073</b>	<b>1,89,163</b>
<b>Expenses</b>			
Finance costs	30	60,050	29,588
Impairment on financial instruments	31	1,433	2,098
Employee benefits expenses	32	38,452	27,471
Depreciation, amortization and impairment	10,11,12	6,392	5,745
Other expenses	33	32,603	20,071
<b>Total expenses</b>		<b>1,38,930</b>	<b>84,973</b>
<b>Profit before tax</b>		<b>1,27,143</b>	<b>1,04,190</b>
<b>Tax expense</b>	35		
Current Tax		32,102	26,334
Deferred Tax		(48)	134
<b>Total tax expense</b>		<b>32,054</b>	<b>26,468</b>
<b>Profit for the year</b>		<b>95,089</b>	<b>77,722</b>
<b>Other comprehensive income :</b>			
Items that will not be reclassified to profit or loss:			
Re-measurement gains / (losses) on defined benefit plans		47	(182)
Income tax effect		(12)	46
Other comprehensive income for the year, net of tax		35	(136)
<b>Total comprehensive income for the period, net of tax</b>		<b>95,124</b>	<b>77,586</b>
<b>Earnings per equity share - [Nominal value of the shares ₹10]</b>			
Basic (in ₹)	34	597.41	490.22
Diluted (in ₹)	34	597.35	489.84

The accompanying notes form an integral part of this financial statements (1 to 52)

### As per our report of even date.

For S. R. Batliboi & Co. LLP  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

VIREN H. MEHTA  
Partner  
Membership No. 048749

Place: Mumbai  
Date: 12 April 2024

For and on behalf of the Board of Directors of  
**HDFC securities Limited**  
CIN Number: U67120MH2000PLC152193

DHIRAJ RELLI  
Managing Director  
DIN: 07151265

ASHISH RATHI  
Whole Time Director  
DIN: 07731968  
Place: Mumbai  
Date: 12 April 2024

RAVINDER NAHAR  
Chief Financial Officer

MITUL PALANKAR  
Company Secretary

# STATEMENT OF CHANGES IN EQUITY

## Statement of Changes in Equity for the year ended 31 March 2024

(₹ in lacs)

### Equity Share Capital

Equity shares of ₹10 each issued, subscribed and fully paid

	Number of shares	Amount
Balance as at 1 April 2023	1,58,94,600	1,589
Changes in equity share capital during FY 2023-24*	73,820	7
Balance as at 31 March 2024	1,59,68,420	1,597

Equity shares of ₹10 each issued, subscribed and fully paid

	Number of shares	Amount
Balance as at 1 April 2022	1,58,28,975	1,583
Changes in equity share capital during FY 2022-23*	65,625	6
Balance as at 31 March 2023	1,58,94,600	1,589

\*Refer Note # 44 for ESOP

### Other Equity

	Share application money	Reserves and Surplus					Total
		Share based payment reserve	Securities premium	General reserve	Capital Contribution from parent	Retained Earnings	
Balance as at 1 April 2023	-	3,069	17,558	2,500	3,684	1,51,314	1,78,125
Profit for the year	-	-	-	-	-	95,089	95,089
Dividends excluding dividend tax	-	-	-	-	-	(81,241)	(81,241)
Other Comprehensive Income	-	-	-	-	-	35	35
Transfer to Securities Premium from share based payment reserve <sup>^</sup>	-	(1,437)	1,437	-	-	-	-
Premium on issue of share capital	-	-	4,523	-	-	-	4,523
Share based payment cost	-	2,905	-	-	208	-	3,113
Pending allotment	1,683	-	-	-	-	-	1,683
Balance as at 31 March 2024	1,683	4,537	23,518	2,500	3,892	1,65,197	2,01,327

### Other Equity

	Share application money	Reserves and Surplus					Total
		Share based payment reserve	Securities premium	General reserve	Capital Contribution from parent	Retained Earnings	
Balance as at 1 April 2022	-	2,131	12,760	2,500	3,298	1,43,518	1,64,207
Profit for the year	-	-	-	-	-	77,722	77,722
Dividends excluding dividend tax	-	-	-	-	-	(69,791)	(69,791)
Other Comprehensive Income	-	-	-	-	-	(136)	(136)
Transfer to Securities Premium from share based payment reserve <sup>^</sup>	-	(1,249)	1,249	-	-	-	-
Premium on issue of share capital	-	-	3,549	-	-	-	3,549
Share based payment cost	-	2,186	-	-	386	-	2,573
Pending allotment	-	-	-	-	-	-	-
Balance as at 31 March 2023	-	3,069	17,558	2,500	3,684	1,51,314	1,78,125

Refer Note # 22 for description of the purpose of each reserve within equity (as per schedule III)

<sup>^</sup> Transfer the option value pertain to option exercise to Securities Premium

As per our report of even date.

For S. R. Battiboi & Co. LLP  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

VIREN H. MEHTA  
Partner  
Membership No. 048749

Place: Mumbai  
Date: 12 April 2024

For and on behalf of the Board of Directors of  
HDFC securities Limited  
CIN Number: U67120MH2000PLC152193

DHIRAJ RELLI  
Managing Director  
DIN: 07151265

ASHISH RATHI  
Whole Time Director  
DIN: 07731968  
Place: Mumbai  
Date: 12 April 2024

RAVINDER NAHAR  
Chief Financial Officer

MITUL PALANKAR  
Company Secretary

# CASH FLOW STATEMENT

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

(₹ in lacs)

	Year Ended	
	31 March 2024	31 March 2023
<b>Cash Flow from operating activities</b>		
Profit before tax	1,27,143	1,04,190
<b>Adjustments</b>		
Depreciation & Amortization	6,392	5,745
Share based payments to employees	3,113	2,574
Impairment on financial instruments	1,433	2,098
(Gain) / Loss on sale / w/off of Property, Plant & Equipment	(18)	124
Rental income from investment property	(221)	(221)
Change in Fair value of investments	(2,867)	(4,739)
Finance Costs	59,504	29,020
Interest income	(5,357)	(2,659)
Dividend Income	(15)	(16)
	1,89,106	1,36,116
<b>Working capital adjustments:</b>		
Decrease / (Increase) in Other Bank Balance	(1,37,794)	(83,649)
Decrease / (Increase) in trade receivables	(89,360)	7,761
Decrease / (Increase) in loans	(3,27,767)	53,591
Decrease / (Increase) in Other financial assets	(5,338)	(7,089)
Decrease / (Increase) in Other non-financial assets	(1,513)	46
Increase/ (Decrease) in trade payables	1,19,262	(43,878)
Increase/ (Decrease) in other financial liabilities	8,757	2,386
Increase/ (Decrease) in Provisions	88	(860)
Increase/ (Decrease) in Other non-financial liabilities	1,690	(345)
	(2,42,868)	64,079
Income tax paid	(31,829)	(27,114)
<b>Net Cash Flow (used in) / from operating activities (A)</b>	<b>(2,74,697)</b>	<b>36,965</b>
<b>Investing activities</b>		
Purchase of property, plant and equipment, intangible assets	(16,012)	(12,633)
Proceeds from sale of property, plant and equipment, intangible assets	7,428	4,642
Rental income received	221	221
Purchase of Investments	(600)	(92,298)
Proceeds from sale of Investments	24,295	54
Dividend received	15	16
Interest received	5,357	2,659
<b>Net cash flows (used in) / from investing activities (B)</b>	<b>20,704</b>	<b>(97,340)</b>

**Cash Flow Statement for the year ended 31 March 2024**

(₹ in lacs)

	Year Ended	
	31 March 2024	31 March 2023
<b>Financing activities:</b>		
Proceeds from Issuance of equity share capital	8	6
Increase/ (Decrease) from Issuance of other equity	(1,436)	(1,250)
Proceeds from Issuance of securities premium	5,960	4,798
Proceeds from Share Application Money	1,683	-
Increase/ (Decrease) in lease liability	1,287	(445)
Proceeds from Issuance of debt securities	32,47,841	19,35,096
Redemption of debt securities	(28,20,000)	(18,71,600)
Bank Guarantee charges	(426)	(372)
Interest paid - others	(59,078)	(28,648)
Dividend paid, including dividend tax	(81,246)	(69,791)
<b>Net cash flows (used in) / from financing activities</b>	<b>2,94,594</b>	<b>(32,207)</b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b>40,601</b>	<b>(92,582)</b>
Cash and Cash equivalents at the beginning of the year	39,210	1,31,792
Cash and Cash equivalents at the end of the year	<b>79,811</b>	<b>39,210</b>
<b>Components of cash and cash equivalents</b>		
Cash in hand	-	-
Balances with Banks - In current accounts	79,811	39,210
Deposit accounts	-	-
Cash and Cash equivalents at the end of the year (Refer Note # 4)	<b>79,811</b>	<b>39,210</b>

**Notes:**

1. Changes in liabilities arising from financing activities

	Year Ended	
	31 March 2024	31 March 2023
<b>Financing activities:</b>	<b>5,25,410</b>	<b>4,61,914</b>
Opening balance	4,18,910	59,613
Addition/(repayment) during the year	8,931	3,882
Amortisation of interest and other charges on borrowings	79,811	39,210
<b>Closing balance</b>	<b>9,53,251</b>	<b>5,25,410</b>

2 The above statement of cash flow has been prepared under the "Indirect method" as set out in IND AS-7 "Statement of cash flow".

**As per our report of even date.**
**For S. R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

**VIREN H. MEHTA**

Partner

Membership No. 048749

Place: Mumbai

Date: 12 April 2024

For and on behalf of the Board of Directors of

**HDFC securities Limited**

CIN Number: U67120MH2000PLC152193

**DHIRAJ RELLI**

Managing Director

DIN: 07151265

**ASHISH RATHI**

Whole Time Director

DIN: 07731968

Place: Mumbai

Date: 12 April 2024

**RAVINDERA NAHAR**

Chief Financial Officer

**MITUL PALANKAR**

Company Secretary

## Notes forming part of the Financial Statements for the year ended 31 March 2024

### 1. Corporate Information

HDFC Securities Limited (the “Company”) is engaged in a single line of business as a provider of broking services to its clients in capital market. The Company is a public company listed in the Debt Market in BSE that is a majority owned subsidiary of HDFC Bank Limited (the “Parent”). The Company is registered as a “Stock Broker” with the Securities and Exchange Board of India (“SEBI”) and as a “Corporate Agent” with the Insurance Regulatory and Development Authority (“IRDA”). As a brokerage house, its activities includes different types of services including agency transactions, subscription based services and distribution of financial products. The Company’s registered office is at HDFC Securities Limited, Lodha - I Think Techno Campus, Building - Alpha, 8th Floor, Jolly Board Campus, Kanjurmarg (East), Mumbai 400042, Maharashtra, India

The standalone financial statements for the year ended 31 March, 2024 are being authorised for issue in accordance with a resolution of the Board of Directors on 12 April, 2024.

### 2. Basis of preparation

#### 2.1. Statement of compliance

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS), under the historical cost convention on the accrual basis except for certain financial instruments, share based payments which are measured at fair values and Net defined benefit (asset)/ liability which are measured at other comprehensive income. The Ind AS financial statements of the company have been prepared in accordance with notified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time & other relevant provisions of the Act.

Details of Companies Accounting Policies are included in Note 3

#### 2.2. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company’s functional currency. All amounts have been rounded-off to the nearest lacs, unless otherwise indicated.

#### 2.3. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value (refer accounting policies regarding financial instruments)
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations
Share Based payments	Fair value (refer accounting policies regarding financial instruments)

#### 2.4. Use of estimates & Judgements

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

##### I. Determination of the estimated useful lives of tangible assets

Useful lives of property, plant and equipment are taken as prescribed in Schedule II of the Act. In cases, where the useful lives are different from that prescribed in Schedule II and in case of intangible assets, they are estimated by management based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers’ warranties and maintenance support.

##### II. Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions.



Key actuarial assumptions include discount rate, trends in salary escalation, actuarial rates and life expectancy. The discount rate is determined by reference to market yields at the end of the reporting period on government bonds. The period to maturity of the underlying bonds correspond to the probable maturity of the post-employment benefit obligations. Due to complexities involved in the valuation and its long term nature, defined benefit obligation is sensitive to changes in these assumptions. Further details are disclosed in note 38.

### III. Recognition of deferred tax assets / liabilities

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized. Further details are disclosed in note 35.

### IV. Recognition and measurement of provision and contingencies

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the reporting date. The actual outflow of resources at a future date may therefore, vary from the amount included in other provisions.

The Company operates in a regulatory and legal environment that, by nature, has a heightened element of litigation risk inherent to its operations. As a result, it is involved in various litigation, arbitration and regulatory investigations and proceedings in the ordinary course of the Company's business.

### V. Fair valuation of employee share options

The fair valuation of the employee share options is based on the Black-Scholes model used for valuation of options. Key assumptions made with respect to expected volatility includes share price, expected dividends and discount rate, under this option pricing model. Further details are discussed in note 44.

### VI. Impairment of financial assets

The Company recognizes loss allowances for expected credit losses on its financial assets measured at amortized cost. At each reporting date, the Company assesses whether financial assets carried at amortized cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

## 2.5. Measurement of fair values

The Company's accounting policies and disclosures require the measurement of fair values for, both financial and non-financial assets and liabilities. When measuring the fair value of a financial asset or a financial liability, the Company uses observable market data as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

**Level 1:** quoted prices (unadjusted) in active markets for identical assets or liabilities.  
**Level 2:** inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).  
**Level 3:** inputs for the asset or liability that are not based on observable market data (unobservable inputs).

If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

## 3. Material accounting policies

### 3.1. Revenue from Contracts with Customers

Revenue (other than for those items to which Ind AS 109 Financial Instruments are applicable) is measured at transaction price. Ind AS 115, Revenue from contracts with customers, outlines a single comprehensive model of accounting for revenue arising from contracts with customers. The Company recognises revenue from contracts with customers based on a five step model as set out in Ind AS 115:

**Step 1:** Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

**Step 2:** Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

**Step 3:** Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled

in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

**Step 4:** Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

**Step 5:** Recognise revenue when (or as) the Company satisfies a performance obligation

Income from services rendered as a broker is recognised upon rendering of the services on a trade date basis, in accordance with the terms of contract. Commissions and fees recognised as aforesaid are exclusive of goods and service tax, securities transaction tax, stamp duties and other levies by SEBI and stock exchanges.

### 3.2 Interest Income from Margin Trading Funding

Interest is recognised in relation to the loans and in relation to the Margin Trading Funding provided to customers. Interest income is recognised using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future receipts through expected life of the related financial asset to the gross carrying amount of such financial asset.

### 3.3 Dividend Income

Dividend income is recognized when the right to receive the payment is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of the dividend can be measured reliably. This is generally when the shareholders approve the dividend.

### 3.4 Rental Income

Property given on lease to earn rental income, is classified as "Investment Property" and income is recognised as Rental Income

### 3.5 Fees and Commission Income

Fees for subscription based services are received periodically via third party but are recognised as earned on a pro-rata basis over the term of the contract. Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be,

on issue of the insurance policy to the applicant after deducting claw back provision as per the agreed terms. Commissions and fees recognised as aforesaid are exclusive of goods and service tax, securities transaction tax, stamp duties and other levies by SEBI and stock exchanges. Referral fees to IB division of parent company is being received via email confirmation and recorded accordingly in the books of accounts. Third party fees and commission income is relied upon the third party confirmation.

### 3.6 Net gain on fair value changes

Any realised gain or loss on sale of financial assets (including investments) being classified as fair value through profit or loss ("FVTPL") is recognised as "Net gain or loss on fair value changes" under "Revenue from operations" or "Expenses" respectively in the statement of profit and loss.

Similarly, any differences between the fair values of financial assets (including investments) being classified as fair value through profit or loss ("FVTPL"), held by the Company on the balance sheet date is recognised as an unrealised gain / loss. In cases there is a net gain in the aggregate including realised, the same is recognised as "Net gain on fair value changes" under "Revenue from operations" and if there is a net loss including realised the same is disclosed as "Net loss on fair value changes" under "Expenses" in the statement of Profit and Loss.

### 3.7 Sale of Services

Revenue from Sale of Services rendered to counter parties are recognised as and when the related performance obligations are satisfied.

### 3.8 Other Income

In respect of other heads of Income it is accounted to the extent it is probable that the economic benefits will flow and the revenue can be reliably measured, regardless of when the payment is being made.

**3.4 (a) Property, plant and equipment**

**i. Recognition and measurement**

Property, plant and equipment are stated at acquisition cost, net of accumulated depreciation and accumulated impairment losses, if any. Cost comprises purchase price and expenses directly attributable to bringing the asset to its working condition for the intended use.

Items of Property, plant and equipment that have been retired from active use and are held for disposal are stated at the lower of their net book value or net realisable value and are shown separately in the financial statements.

Gains or losses arising from disposal or retirement of tangible Property, plant and equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised net, within “Other Income” or “Other Expenses”, as the case maybe, in the Statement of Profit and Loss in the year of disposal or retirement.

Capital work-in-progress are Property, plant and equipment which are not yet ready for their intended use. Such assets are carried at cost comprising direct cost and related incidental expenses.

**ii. Subsequent expenditure**

Subsequent expenditure related to an item of Property, plant and equipment are added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance.

**iii. Depreciation**

Depreciation is provided on a pro-rata basis to fully depreciate the assets using the straight-line method over the estimated useful lives of the assets.

For the following categories of assets, Depreciation on Property, plant and equipment has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

Asset	Estimated useful life
Computer Hardware	3 years
Office Equipment	5 years
Furniture and fixtures	10 years
Leasehold Improvements	over the remaining period of the lease or estimated life, whichever is shorter
Electricals	10 years
Office premises	60 years

For the following categories of Property, plant and equipment, the Company has assessed useful life based on technical advice, taking into account the nature of the asset, the estimates usage of asset, the operating condition of asset, anticipated technological changes and utility in the business, as below:

Asset	Estimated useful life
Vehicles	4 years
Network & Servers	4 years

All Property, plant and equipment costing less than ₹5,000 individually are fully depreciated in the year of purchase. Useful lives are reviewed at each financial year end and adjusted if required.

**iv. Reclassification to investment property**

When the use of a property changes from owner-occupied to investment property, the property is reclassified as investment property at its carrying amount on the date of reclassification.

**3.4. (b) Intangible assets**

**i. Recognition and measurement**

Intangible assets are stated at acquisition cost, net of accumulated amortisation and accumulated impairment losses, if any. Cost of an intangible asset includes purchase price, non-refundable taxes and duties and any other directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

### ii. Subsequent expenditure

Subsequent expenditure on an intangible asset is charged to the Statement of Profit and Loss as an expense unless it is probable that such expenditure will enable the intangible asset increase the future benefits from the existing asset beyond its previously assessed standard of performance and such expenditure can be measured and attributed to the intangible asset reliably, in which case, such expenditure is capitalised.

Expenditure on software development eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

### iii. Amortisation

Intangible assets are amortised on a straight-line basis over their estimated useful lives. The amortisation period and the amortisation method are reviewed at each reporting date. If the expected useful life of the asset is significantly different from previous estimates, the amortisation period is changed accordingly.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss in the year of disposal.

The estimated useful lives of intangible assets used for amortisation are:

Asset	Estimated useful life
Computer Software	5 years
Licenses Electronic trading platform (Website)	5 years
Bombay Stock Exchange Membership Card	10 years

All intangible assets costing less than ₹5,000 individually are fully amortised in the year of acquisition.

### 3.5. Investment property

Property given on lease to earn rental income, is classified as "Investment Property" as per requirement of Ind AS 40 "Investment Property". Upon initial recognition, an investment property is measured at cost. Subsequent to initial recognition, investment property is measured at cost less accumulated

depreciation and accumulated impairment losses, if any.

Depreciation is provided on a pro-rata basis to fully depreciate the assets using the straight-line method over the estimated useful lives of the assets.

For the following categories of assets, Depreciation investment property has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

Asset	Estimated useful life
Investment Property	60 years

Any gain or loss on disposal of an investment property is recognised in the statement profit and loss.

The fair values of investment property is disclosed in the note 10.

### 3.6. Impairment of non-financial assets

Assessment is done at each reporting date as to whether there is any indication that an asset (tangible and intangible) may be impaired. For the purpose of assessing impairment, the smallest identifiable group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows from other assets or groups of assets, is considered as a cash generating unit. If any such indication exists, an estimate of the recoverable amount of the asset/ cash generating unit is made. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. Recoverable amount is higher of an asset's or cash generating unit's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Assessment is also done at each reporting date as to whether there is any indication that an impairment loss recognised for an asset in prior accounting periods may no longer exist or may have decreased.

After impairment (if any), depreciation/ amortisation is provided on the revised carrying amount of the assets over its remaining life.

### 3.7. Financial Instruments

"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.

Financial instruments also include derivative contracts such as foreign currency forward contracts.

Financial instruments also covers contracts to buy or sell a non-financial item that can be settled net in cash or another financial instrument, or by exchanging financial instruments, as if the contracts were financial instruments, with the exception of contracts that were entered into and continue to be held for the purpose of the receipt or delivery of a non-financial item in accordance with the entity's expected purchase, sale or usage requirements."

**I. Recognition and initial measurement**

"Trade receivables, Loans and deposits are initially recognised when they are originated. All other financial assets and liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset or financial liability is initially measured at fair value plus, for an item not at fair value through profit and loss ('FVTPL'), transaction costs that are directly attributable to its acquisition or issued."

**II. Classification and subsequent measurement**

Financial assets

On initial recognition, a financial asset is classified as measured at :

- Amortised cost;
- Fair value through profit and loss ('FVTPL');
- Fair value through other comprehensive income ('FVOCI')

Financial assets (other than equity instruments) Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. The Company classifies its financial assets in the following measurement categories: Financial assets measured at amortized cost A financial asset that meets the following two conditions is measured at amortized cost (net of any written down for impairment) unless the asset is designated at FVTPL under the fair value option.

Business model test: The objective of the Company's business model is to hold the financial asset to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realize

its fair value changes).

Cash flow characteristics test: The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets (equity instruments)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets. The Company classifies its financial assets in the following measurement categories:

All equity instruments are to be measured at FVTPL. On initial recognition, a one time irrevocable choice for all equity instruments to designate the respective equity instrument as Fair Value through Other Comprehensive Income (FVOCI). All unrealized gains and losses are recognised in OCI and on disposal such accumulated gains or losses are transferred directly to retained earnings.

**Financial assets measured at Fair Value**

A financial asset which is not classified at amortized cost is subsequently measured at fair valued. Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of profit and loss (i.e. fair value through profit or loss), or recognized in Other Comprehensive Income (i.e. fair value through other comprehensive income).

The assets classified in the aforementioned categories are subsequently measured as follows:

a) **Financial assets at Fair Value Through Profit or Loss (FVTPL):** These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in the statement of profit and loss. Financial assets that are held for trading and whose performance is evaluated on a fair value basis are measured at FVTPL.

b) **Financial assets at Fair Value Through Other Comprehensive Income (FVOCI):** These assets are subsequently measured at fair value. Interest income under the effective interest method, dividends (unless the dividend clearly represents a recovery of part of the cost of the investment), foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

## Financial Liabilities

### Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

### III. Derecognition

#### Financial Assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

#### Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

### IV. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

### V. Impairment

The Company recognises loss allowances for expected credit losses on:

- financial assets measured at amortised cost; and
- financial assets measured at FVOCI- debt investments.

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

The Company considers that the credit risk on a financial asset has increased significantly if it is more than 90 days past due.

### 3.8. Employee benefits

#### i) Short term employee benefits

Short term employee benefits include salaries and short term cash bonus. A liability is recognised for the amount expected to be paid under short-term cash bonus or target based incentives if the Company has a present legal or constrictive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably. These costs are recognised as an expense in the Statement of Profit and Loss at the undiscounted amount expected to be paid over the period of services rendered by the employees to the Company.

#### ii) Defined-contribution plans

These are plans in which the Company pays pre-defined amounts to separate funds and does not have any legal or constrictive obligation to pay additional sums. These comprise of contributions to the National pension scheme, employees' provident fund and family pension fund. The Company's payments to the defined-contribution plans are reported as expenses during the period in which the employees perform the services that the payment covers.

#### iii) Defined benefit plans

The defined benefit plan is a post-employee benefit plan other than a defined contribution plan. Expenses for defined-benefit plan in the nature of gratuity are calculated annually by an independent actuary using Projected Unit Credit Method (PUCM). These commitments are valued at the present value of the expected future payments, with consideration for calculated future salary increases, using a discount rate corresponding to the interest rate estimated by the actuary having regard to the interest rate on government bonds. The fair values of the plan assets are deducted in determining



the net liability. When the fair value of plan assets exceeds the commitments computed as aforesaid, the recognised asset is limited to the net total of any cumulative past service costs and the present value of any economic benefits available in the form of reductions in future contributions to the plan.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in OCI.

#### iv) Other long term employee benefits

Compensated absences which accrue to employees and which can be carried to future periods and are expected to be availed in more than twelve months immediately following the year in which the employee has rendered service are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits.

#### v) Share-based payment transactions

a. The cost of equity-settled instrument is determined by the fair value at the date when the grant is made using an appropriate valuation model.

b. That cost is recognized, together with a corresponding increase in share-based payment reserves in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

c. When the terms of an equity-settled award are modified, the minimum expense recognized is the expense had the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total fair value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification. Where an award is cancelled by the entity or by the counterparty, any remaining element of the fair value of the award is expensed immediately through the statement of profit and loss.

d. The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

e. Grants provided by parent Company to the employees at deputation to the Company are also accounted for inline with accounting treatment described above. The corresponding impact of the expense recorded on account of such grants are recorded as capital contribution from parent.

#### 3.9. Current and deferred tax

Tax expense for the period, comprising current tax and deferred tax, are included in the determination of the net profit or loss for the period.

Current tax is measured at the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any.

Deferred tax is recognised for all the temporary differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date and reflects uncertainty related to income taxes, if there is any. Deferred tax assets are recognised and carried forward only to the extent it is probable that sufficient future taxable income will be available against which such deferred tax assets can be realised. The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off assets against liabilities representing current tax



and where the deferred tax assets and the deferred tax liabilities relate to taxes on income levied by the same governing taxation laws.

### 3.10. Provisions and contingent liabilities

**Provisions:** Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance sheet date and are not discounted to its present value.

**Contingent Liabilities:** 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 cannot be made, is termed as a contingent liability.

**Bank Guarantee:** Bank Guarantee are been taken from banks and kept with exchanges as a margin to meet the margin obligation.

### 3.11. Cash and cash equivalents

In the Cash Flow Statement, cash and cash equivalents include cash in hand, demand deposits and short term deposit with banks with original maturities of three months or less and other short-term highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

### 3.12. Leases

The Company as lessee

The Company lease as set classes primarily consist of leases for office premises. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- (i) the contract involves the use of an identified asset
- (ii) the Company has substantially all of the economic benefits from use of the

asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee. Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

### 3.13. Foreign currency

Transactions in foreign currencies are translated into the functional currency of the Company at the exchange rates at the dates of the transactions or an average rate if the average rate approximates the actual rate at the date of the transaction.

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate at the date of the transaction. At each balance sheet date, foreign currency monetary items are reported using the closing exchange rate.

Exchange differences that arise on settlement of monetary items or on reporting at each closing date

of the Company's monetary items at the closing rate are recognized as income and expenses in the period in which they arise. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the date of transactions.

Non-monetary items that are measured at fair value in a foreign currency shall be translated into functional currency using the exchange rates at the date when the fair value was determined. Exchange differences are recognised in the statement of profit and loss.

#### **3.14. Earning per Share**

The basic earnings per share ('EPS') is computed by dividing the net profit / (loss) after tax for the year attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, net profit/(loss) after tax for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

#### **3.15. Segment Reporting**

The Company's business is to provide broking services, to its clients, in the capital markets in India. All other activities of the Company are ancillary to the main business. As such, there are no reportable segments that need to be reported separately as defined in Ind AS 108, Operating Segments.

#### **3.16. Borrowing Costs**

The difference between the discounted amount mobilized and redemption value of commercial papers is recognized in the statement of profit and loss over the life of the instrument with reference to effective interest rate method.

#### **3.17. Dividend Policy**

The Company recognises a liability to pay dividend to equity holders of the parent when the distribution is authorised, and the distribution is no longer at the discretion of the Company.

## Notes forming part of the Financial Statements (For the year ended 31 March 2024)

## Note 4: Cash and cash equivalents

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
(i) Cash in hand	-	-
(ii) Balances with Banks*	79,811	39,210
<b>Total</b>	<b>79,811</b>	<b>39,210</b>

\* Refer Note # 42 for RPT transactions Bank balances

## Note 5: Bank balance other than cash and cash equivalents

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Earmarked accounts (unclaimed dividend balance)	33	27.00
Fixed Deposits with Banks*	4,45,343	3,12,842
Interest accrued on Bank Fixed Deposits*	12,398	7,111
<b>Total</b>	<b>4,57,774</b>	<b>3,19,980</b>

\* Refer Note # 42 for RPT transactions Fixed deposits and Accrued interest on fixed deposit — receivable

## Breakup of Deposits

Fixed deposits under lien with stock exchanges and clearing corporations	2,45,232	1,52,731
Fixed deposits for bank guarantees	45,081	35,081
Fixed deposits for credit facilities	1,45,000	1,25,000
Fixed deposits for security deposit	30	30
Fixed deposits free	10,000	-

## Note 6: Trade receivables

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Receivables considered good - secured	1,26,617	37,156
Receivables considered good - unsecured*	2,040	3,571
Receivables which have significant increase in credit risk	-	-
Receivables - credit impaired	2,425	1,405
<b>Total</b>	<b>1,31,082</b>	<b>42,132</b>
Less: Impairment loss allowance	(2,425)	(1,405)
<b>Total</b>	<b>1,28,657</b>	<b>40,727</b>

Note: Debts due by directors or other officers of the company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member

\* Refer Note # 42 for RPT transactions Receivables

## Trade Receivables ageing schedule as at 31 March 2024

(₹ in lacs)

Outstanding for following year from due date of payment

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than	Total
i) Receivables considered good - secured	1,26,617	-	-	-	-	1,26,617
ii) Receivables considered good - unsecured	2,040	-	-	-	-	2,040
iii) Receivables - credit impaired	1,045	811	569	-	-	2,425
<b>Total</b>	<b>1,29,701</b>	<b>811</b>	<b>569</b>	<b>-</b>	<b>-</b>	<b>1,31,082</b>

Trade Receivables ageing schedule as at 31 March 2023

(₹ in lacs)

Outstanding the following periods from due date of payment

Particulars	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than	Total
i) Receivables considered good - secured	37,156	-	-	-	-	37,156
ii) Receivables considered good - unsecured	3,571	-	-	-	-	3,571
iii) Receivables - credit impaired	567	392	436	2	6	1,405
<b>Total</b>	<b>41,294</b>	<b>392</b>	<b>436</b>	<b>2</b>	<b>6</b>	<b>42,132</b>

Note 7: Loans

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>A. Amortised Cost</b>		
Margin Trading Funding	6,03,332	2,75,153
Less: Allowance for impairment loss	(808)	(396)
<b>Total</b>	<b>6,02,524</b>	<b>2,74,757</b>
<b>I) Secured by:</b>		
i) Secured by tangible assets		
Collateral in the form of cash, securities, Fixed Deposit Receipt (FDR) in case of Margin trade funding	6,03,332	2,75,153
ii) Unsecured	-	-
Total Gross (i) + (ii)	6,03,332	2,75,153
Less: Allowance for impairment loss	(808)	(396)
<b>Total Net</b>	<b>6,02,524</b>	<b>2,74,757</b>
<b>II) Loans in India</b>		
Public Sector	-	-
Others	6,03,332	2,75,153
Less: Allowance for impairment loss	(808)	(396)
<b>Total Net</b>	<b>6,02,524</b>	<b>2,74,757</b>

Note:

- During the year, the Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
  - 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 to or on behalf of the Ultimate Beneficiaries.
- There are no loans due by directors or other officers of the Company or any of them either severally or jointly with any other persons or amounts due by firms or private companies respectively in which any director is a partner or a director or a member
- There are no loans or advances in the nature of loans to promoters, directors, KMPs or related parties (as defined under Companies Act, 2013.) either severally or jointly with any other person, that are:
  - repayable on demand; or
  - without specifying any terms or period of repayment

**Note 8: Investments**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>A) At Amortised Cost</b>		
<b>Investments in Government securities</b>		
5.74% GS 2026	493	487
7.38% GS 2027	2,500	2,500
6.54% GS 2032	61,714	61,357
7.26% GS 2032	7,460	7,456
<b>B) At Fair Value Through profit or loss</b>		
<b>Investments in Mutual funds</b>		
HDFC Liquid Fund Direct - Growth	-	11,202
SBI Magnum Gilt Fund Direct Growth	10,950	10,018
ICICI Prudential Liquid - Direct Plan - Growth	-	11,222
TRUSTMF Liquid Fund Direct Plan - Growth	-	510
Nippon I Gilt Securities Fund Direct Growth	10,904	10,012
Nippon I Eq Hybrid - Segregated Portfolio Dir-Div	0	0
<b>Equity and Preference instruments</b>		
BSE Limited	3,069	526
Smallcase Technologies Private Limited	748	660
Virtuoso Infotech Pvt Ltd	48	75
Borderless Softech Pvt Ltd	1,213	4,581
Baldor Technologies Pvt Ltd	834	755
9Platforms Technology Pvt Ltd	600	-
<b>Total Gross (A)</b>	<b>1,00,533</b>	<b>1,21,361</b>
Investments in India	1,00,533	1,21,361
<b>Total (B)</b>	<b>1,00,533</b>	<b>1,21,361</b>
Less: Allowance for Impairment loss (C)	-	-
<b>Total Net (D) (A)-(C)</b>	<b>1,00,533</b>	<b>1,21,361</b>

**Note 9: Other Financials Assets**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Security Deposits Unsecured, considered good	710	529
Unsecured, Credit Impaired	17	17
Less: Impairment loss	(17)	(17)
Deposit with Stock Exchanges	1,253	450
Deposit with Bank for Arbitration <sup>^</sup>	320	31
Interest accrued but not due	974	962
Unbilled Revenue / Income Receivable	5,989	3,572
Less: Allowance for Impairment loss	-	(1,636)
<b>Total</b>	<b>9,246</b>	<b>3,908</b>

<sup>^</sup> Refer Note # 42 for RPT transactions Fixed deposits

**Note 10: Investment Property**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Investment property	1,341	1,368
<b>Total</b>	<b>1,341</b>	<b>1,368</b>

**Reconciliation of carrying amount**

Particulars	As at 31 March 2024	As at 31 March 2023
Cost or Deemed Cost (gross carrying amount)	1,659	1,659
Accumulated depreciation opening	291	262
Depreciation for the year	27	29
Accumulated depreciation closing	318	291
<b>Carrying amounts</b>	<b>1,341</b>	<b>1,368</b>
Fair Value	1,898	2,360

**Fair value hierarchy**

The fair value measurement for the property to be valued is commercial which is the highest and best use, been categorised as a level 2 fair value based on the inputs to the valuation technique. These inputs include comparable sale instances for Market Approach.

**Valuation technique**

For the purpose of valuation, the primary valuation methodology used is Market Approach, as the best evidence of fair value is current prices in an active market for similar properties. The market rate for sale/purchase of similar assets is representative of fair values. The property to be valued is at a location where active market is available for similar kind of properties.

**Note 11: Property, Plant and Equipment**

(For the year ended 31 March 2024)

(₹ in lacs)

Property, Plant and Equipment for current year		Tangible Assets									Intangible Assets (Other than Internally generated)			Total Intangible Assets (a)	Intangible assets under development (b)	Total (a) + (b)	
		Leasehold Improvement	Office Premises	Electricals	Furniture & Fixtures	Vehicles	Office Equipments	Computer Hardware, Networks & Servers	Total Tangible Assets (a)	Capital work-in-progress (b)	Total (a) + (b)	Bombay Stock Exchange Card	Computer software				Electronic trading platform (Website)
<b>Gross Block</b>	As at 01-04-2023	2,227	1,067	36	386	957	1,116	16,039	21,827	112	21,939	288	9,501	164	9,952	2,743	12,695
	Additions during the year	154	-	-	32	512	105	804	1,606	1,539	3,145	-	7,551	-	7,551	5,315	12,866
	Deletions/ Adjustments during the year	197	-	-	36	257	98	556	1,144	1,606	2,750	-	-	-	-	7,551	7,551
	As at 31-03-2024	<b>2,184</b>	<b>1,067</b>	<b>36</b>	<b>382</b>	<b>1,212</b>	<b>1,123</b>	<b>16,286</b>	<b>22,290</b>	<b>45</b>	<b>22,335</b>	<b>288</b>	<b>17,052</b>	<b>164</b>	<b>17,504</b>	<b>507</b>	<b>18,011</b>

		Tangible Assets										Intangible Assets (Other than Internally generated)					
Property, Plant and Equipment for current year		Leasehold Improvement	Office Premises	Electricals	Furniture & Fixtures	Vehicles	Office Equipments	Computer Hardware, Networks & Servers	Total Tangible Assets (a)	Capital work-in-progress (b)	Total (a) + (b)	Bombay Stock Exchange Card	Computer software	Electronic trading platform (Website)	Total Intangible Assets (a)	Intangible assets under development (b)	Total (a) + (b)
Accumulated Depreciation	As at 01-04-2023	1,694	185	34	268	304	933	10,361	13,778	-	13,778	288	6,593	164	7,046	-	7,046
	Charge for the year	181	18	2	46	271	73	2,818	3,409	-	3,409	-	2,315	-	2,315	-	2,315
	Deletions during the year	190			35	179	98	556	1,059	-	1,059				-	-	-
	As at 31-03-2024	1,685	203	36	279	396	907	12,623	16,128	-	16,128	288	8,908	164	9,360	-	9,360
Net Block	As at 01-04-2023	534	883	2	118	653	183	5,678	8,051	112	8,182	-	2,908	-	2,908	2,743	5,651
	As at 31-03-2024	499	864	-	103	816	216	3,664	6,164	45	6,209	-	8,145	-	8,145	507	8,652

		Tangible Assets										Intangible Assets (Other than Internally generated)					
Property, Plant and Equipment for previous year		Leasehold Improvement	Office Premises	Electricals	Furniture & Fixtures	Vehicles	Office Equipments	Computer Hardware, Networks & Servers	Total Tangible Assets (a)	Capital work-in-progress (b)	Total (a) + (b)	Bombay Stock Exchange Card	Computer software	Electronic trading platform (Website)	Total Intangible Assets (a)	Intangible assets under development (b)	Total (a) + (b)
Gross Block	As at 01-04-2022	2,175	1,067	36	352	597	1,023	13,359	18,608	300	18,927	288	7,573	164	8,025	1,151	9,176
	Additions during the year	172	-	-	47	504	109	2,856	3,687	3,499	7,186	-	1,927	-	1,927	3,519	5,446
	Deletions/ Adjustments during the year	120			13	143	16	176	468	3,687	4,155				-	1,927	1,927
	As at 31-03-2023	2,227	1,067	36	386	957	1,116	16,039	21,827	112	21,958	288	9,501	164	9,952	2,743	12,695
Accumulated Depreciation	As at 01-04-2022	1,593	167	30	241	242	865	7,888	11,026	-	11,026	288	5,606	164	6,058	-	6,058
	Charge for the year	201	16	4	37	183	83	2,647	3,171	-	3,171		987		987	-	987
	Deletions during the year	99			10	122	16	174	420	-	420				-	-	-
	As at 31-03-2023	1,694	185	34	268	304	933	10,361	13,778	-	13,778	288	6,593	164	7,046	-	7,046
Net Block	As at 01-04-2022	583	901	5	111	355	158	5,471	7,584	300	7,903	-	1,968	-	1,968	1,151	3,119
	As at 31-03-2023	534	883	2	118	653	183	5,678	8,051	112	8,182	-	2,908	-	2,908	2,743	5,651

The Company is holding immovable property as disclosed in note no.11. Title deeds of the property are held in the name of the Company.



**Capital Work In Progress and Intangible Assets Under Development aging schedule**
**Capital Work In Progress**

Amount in Capital Work In Progress for a year ended 31 March 2024

(₹ in lacs)

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	33	13	-	-	45
Projects temporarily suspended	-	-	-	-	-

Amount in Capital Work In Progress for a year ended 31 March 2023

(₹ in lacs)

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	28	17	57	10	112
Projects temporarily suspended	-	-	-	-	-

**Intangible Assets Under Development**

Amount in IAUD for a year ended 31 March 2024

(₹ in lacs)

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	130	130	214	34	507
Projects temporarily suspended	-	-	-	-	-

Amount in IAUD for a year ended 31 March 2023

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	2,420	324	-	-	2,743
Projects temporarily suspended	-	-	-	-	-

For Capital work-in-progress and Intangible assets under development, whose completion is overdue or has exceeded its cost compared to its original plan is NIL

**Note 12: Right-of-use assets**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Right-of-use assets	6,677	5,487
<b>Total</b>	<b>6,677</b>	<b>5,487</b>

**Reconciliation of carrying amount**

Particulars	As at 31 March 2024	As at 31 March 2023
Carrying amount opening	5,487	6,147
Addition	2,070	606
Adjustments/deletion	-	-
Depreciation for the year	880	1,266
<b>Carrying amount closing</b>	<b>6,677</b>	<b>5,487</b>

**Note 13: Other non-financial assets**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
GST receivable	1,695	854
Prepaid expenses	1,906	1,297
Capital and non capital advances	1,126	1,062
<b>Total</b>	<b>4,727</b>	<b>3,213</b>

**Note 14: Payables****Trade Payables**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Total outstanding dues of Micro enterprise and small enterprises	28	20
<b>Sub Total</b>	<b>28</b>	<b>20</b>
Total outstanding dues of other than Micro enterprise and small enterprises		
Payable to Exchanges	35,557	-
Payable to Clients	1,81,667	98,095
Payable to Creditors	201	76
<b>Sub Total</b>	<b>2,17,425</b>	<b>98,171</b>
<b>Total</b>	<b>2,17,453</b>	<b>98,191</b>

**Trade Payables ageing schedule as at 31 March 2024**

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	25	-	-	3	28
ii) Others	2,17,397	7	1	20	2,17,425
ii) Disputed dues - MSME	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-

**Trade Receivables ageing schedule as at 31 March 2023**

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	17	-	-	3	20
ii) Others	98,150	1	1	19	98,171
ii) Disputed dues - MSME	-	-	-	-	-
iv) Disputed dues - Others	-	-	-	-	-

Footnote:

- (i) The amount due to Micro and Small Enterprises as defined in the "The Micro, Small and Medium Enterprises Development Act, 2006" has been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.
- (ii) The disclosures relating to Micro and Small Enterprises are as under:

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
(a) The principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-
(b) The interest due thereon remaining unpaid to any supplier as at the end of the accounting year	28	20
(c) The amount of interest paid, along with the amount of payment made to the supplier beyond the appointed day during the year	-	-
(d) The amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	15	16
(e) The amount of interest accrued during the year and remaining unpaid at the end of the accounting year	13	4
(f) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

**Note 15: Debt securities**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>Unsecured</b>		
Commercial Papers (at amortised cost)	9,44,320	4,21,901
Interest Accrued	8,931	3,882
<b>Total</b>	<b>9,53,251</b>	<b>4,25,783</b>
Debt in India	9,53,251	4,25,783
Debt Outside India	-	-

Note:

As at 31/03/2024

(₹ in lacs)

Particulars	Tenure	Rate of Interest
Commercial Papers	55 - 365 Days	8.15% - 8.85%

As at 31/03/2023

(₹ in lacs)

Particulars	Tenure	Rate of Interest
Commercial Papers	87 - 91 Days	4.10% - 8.07%

\* Refer Note #43 for detail listing

Note:

- The Company is not declared willful defaulter by any bank or financial institution or other lender
- During the year, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - 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 to or on behalf of the Ultimate Beneficiaries

**Note 16: Borrowings (other than debt securities)**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>Secured</b>		
Loan repayable on demand - overdraft	-	99,627
<b>Total</b>	-	<b>99,627</b>

**Note 17: Lease liabilities**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Lease liabilities*	7,778	6,491
<b>Total</b>	<b>7,778</b>	<b>6,491</b>

\*Refer Note # 39 Leases

**Note 18: Other financial liabilities**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Security deposits*	291	89
Employee Benefits Payable	8,193	3,011
Expense Payable	11,708	8,563
Liabilities for capital goods	982	760
Unclaimed dividends	33	27
<b>Total</b>	<b>21,207</b>	<b>12,450</b>

\*Security deposits received from Authorised Persons, Referral Partners and for investment property

**Note 19: Provisions**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
<b>(a) Provision for employee benefits</b>		
Provision for gratuity (Note # 38)	155	262
Compensated absences	1,085	937
<b>(b) Others</b>		
Provision For Contingencies	261	261
<b>Total</b>	<b>1,501</b>	<b>1,460</b>

**Movement of Provision For Contingencies for the year ended 31 March 2024 comprises of:**

(₹ in lacs)

Particulars	Opening	Addition	Deletion	Closing
Dispute with respect to trades executed*	261	-	-	261

**Movement of Provision For Contingencies for the year ended 31 March 2023 comprises of:**

(₹ in lacs)

Particulars	Opening	Addition	Deletion	Closing
Dispute with respect to trades executed*	247	14	-	261

Note:

\*The client disputed trades ongoing with multiple authorities

**Note 20: Other non-financial liabilities**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Deferred rental income	21	27
Statutory Dues including TDS and PF	4,338	2,873
Income received in advance	723	491
Provision for Fringe Benefit Tax	1	1
<b>Total</b>	<b>5,083</b>	<b>3,392</b>

**Note 21: Share Capital**

The Company has issued equity shares, the details in respect of which are given below:

(₹ in lacs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
<b>Authorised</b>				
Equity Shares of ₹10 each	2,00,00,000	2,000	2,00,00,000	2,000
<b>Issued, Subscribed &amp; Paid-up</b>				
Equity Shares of ₹10 each fully paid up	1,59,68,420	1,597	1,58,94,600	1,589
<b>Total</b>	<b>1,59,68,420</b>	<b>1,597</b>	<b>1,58,94,600</b>	<b>1,589</b>

**(i) Reconciliation of the number of shares outstanding at the beginning and end of the year**

(₹ in lacs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	1,58,94,600	1,589	1,58,28,975	1,583
Shares issued under ESOP during the year	73,820	7	65,625	6
Shares outstanding at the end of the year	1,59,68,420	1,597	1,58,94,600	1,589

**(ii) Rights, preferences and restriction attached to equity shares**

The Company has one class of equity shares having a par value of ₹10 per share. Each shareholder is entitled to one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in the case of interim dividend. In the event of liquidation, the equity shareholders are entitled to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

**(iii) Shares in the Company held by the holding Company**

(₹ in lacs)

Particulars	As at 31 March 2024		As at 31 March 2023	
	Number	Amount	Number	Amount
Equity Shares held by HDFC Bank Limited	1,51,90,044	1,519	1,51,90,044	1,519
<b>Total</b>	<b>1,51,90,044</b>	<b>1,519</b>	<b>1,51,90,044</b>	<b>1,519</b>

**(iv) Shares in the Company held by shareholders holding more than 5% of the aggregate equity shares in the Company**

Particulars	As at 31 March 2024		As at 31 March 2023	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
HDFC Bank Limited	1,51,90,044	95.13%	1,51,90,044	95.57%

**(v) Shares reserved for issue under options**

For details of shares reserved for issue under the Share based payment plan of the company, please refer note 44

**(vi) Shares held by promoters at the end of the year**

Promoter Name	No of Shares	% of shares	% Change during the year
HDFC Bank Limited	1,51,90,044	95.13%	-0.44%

**Note 22: Other Equity**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Share based payment reserve	4,538	3,069
Capital Contribution from parent	3,892	3,684
Securities Premium Account	23,518	17,558
Retained Earnings	1,51,355	1,43,383
Less: Appropriations - Final dividend on equity shares	-	-
Less: Appropriations(-) Interim Dividends**	(81,247)	(69,791)
Profit for the year	95,089	77,722
General Reserve Account	2,500	2,500
Share application money pending allotment	1,683	-
<b>Total</b>	<b>2,01,327</b>	<b>1,78,125</b>

\*\* The Company has paid the interim dividend of ₹510 per share (Interim dividend for FY 22-23 was ₹440 per share) that it was declared during the year ended 31 March 2024

**a. Share based payment reserve**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	3,069	2,131
Add: Employee Stock Option Cost	2,905	2,186
Less: Utilised towards equity share option exercised	(1,437)	(1,249)
<b>Closing Balance</b>	<b>4,538</b>	<b>3,069</b>

**b. Capital Contribution from parent**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	3,684	3,298
Add: Employee Stock Option Cost	208	386
<b>Closing Balance</b>	<b>3,892</b>	<b>3,684</b>

**c. Securities Premium Account**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	17,558	12,760
Add: Addition during the year	5,960	4,798
<b>Closing Balance</b>	<b>23,518</b>	<b>17,558</b>

**d. Retained Earnings**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	1,51,314	1,43,518
Add: Net Profit for the year	95,089	77,722
Less: Interim Dividend	(81,241)	(69,791)
Less: Re-measurement loss on post employment benefit obligation (net of tax)	35	(136)
<b>Closing Balance</b>	<b>1,65,197</b>	<b>1,51,314</b>

**e. General Reserve Account**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	2,500	2,500
Add: Changes during the year	-	-
<b>Closing Balance</b>	<b>2,500</b>	<b>2,500</b>

**f. Share application money pending allotment**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Opening Balance	-	-
Add: application money received	1,683	-
<b>Closing Balance</b>	<b>1,683</b>	<b>-</b>

- Share based payment reserve: Share based payment expense pertaining to outstanding portion of the option not yet exercised.
- Capital Contribution from parent: Capital contribution from parent is the parent Company share based payment cost of the employees who are on secondment with Company.
- Securities Premium Account: Securities premium reserve is used to record the premium on issue of shares. The reserve is utilised in accordance with the provision of the Companies Act, 2013.
- Retained Earnings: Retained earnings represents surplus/accumulated earnings of the Company and are available for distribution to shareholders. Other comprehensive income: Other comprehensive income consist of remeasurement gains/ losses on defined benefit plans.
- General Reserve Account: The general reserve is used from time to time to transfer profits from retained earnings for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to statement of profit and loss.
- Share application money pending allotment: Share application money received toward right issue of upto ₹1000 cr

**Note 23: Interest Income**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>On Financial Assets measured at Amortised Cost</b>		
Interest on Loans	66,532	47,978
Interest on deposits with Banks*	28,169	13,862
Interest on GSec	5,357	2,659
Other interest Income	3,014	266
<b>On Financial Assets classified at fair value through profit or loss</b>		
Interest income from investments	-	-
<b>Total</b>	<b>1,03,072</b>	<b>64,765</b>

\* Refer Note # 42 for RPT transactions Interest received on Fixed Deposits



**Note 24: Dividend Income**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Dividend income on investments	15	16
<b>Total</b>	<b>15</b>	<b>16</b>

**Note 25: Rental Income**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Rental income from operating leases	215	215
Amortisation of deferred rental income	6	6
<b>Total</b>	<b>221</b>	<b>221</b>

**Note 26: Fees and Commission Income**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Brokerage Income*	1,19,741	80,832
Fee Income*	37,838	35,629
Depository Income	2,138	1,779
<b>Total</b>	<b>1,59,717</b>	<b>1,18,240</b>
<b>Fee Income includes Commission on sale of insurance products as mentioned below:</b>		
Commission on sale of Life Insurance	11,984	4,864
Commission on sale of General Insurance	48	24
Commission on sale of Health Insurance	434	147

\* Refer Note # 42 for RPT transactions Rendering of services (including recoveries of expenses)

**Note 27: Net gain on fair value changes**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Net gain on financial instruments at fair value through profit or loss		
On Investment	2,498	4,739
<b>Total</b>	<b>2,498</b>	<b>4,739</b>
Fair Value changes:		
Realised	3,795	(117)
Unrealised	(1,297)	4,856
<b>Total</b>	<b>2,498</b>	<b>4,739</b>

**Note 28: Sale of Services**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
SMS and Value Added Services	489	1,146
<b>Total</b>	<b>489</b>	<b>1,146</b>

**Note 29: Other Income**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Miscellaneous income	61	36
<b>Total</b>	<b>61</b>	<b>36</b>

**Note 30: Finance Costs**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>On Financial liabilities measured at Amortised Cost</b>		
Interest Expense	59,618	29,210
Bank Guarantee charges	426	372
Interest expenses on securities deposit	6	6
<b>Total</b>	<b>60,050</b>	<b>29,588</b>

**Note 31: Impairment on financial instruments**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
<b>On Financial instruments measured at Amortised Cost</b>		
Loans	412	(70)
Trade & Other Receivable	1,021	2,168
<b>Total</b>	<b>1,433</b>	<b>2,098</b>

**Note 32: Employee Benefits Expenses**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Salaries and wages	32,516	22,519
Contribution to provident and other Funds	1,354	1,126
Share Based Payments to employees	3,113	2,574
Staff welfare expenses	1,469	1,252
<b>Total</b>	<b>38,452</b>	<b>27,471</b>

**Note 33: Other expenses**

(₹ in lacs)

Particulars	Year ended 31 March 2024	Year ended 31 March 2023
Stamp, registration and trading expenses	8,393	2,568
Legal and Professional charges	3,159	1,905
Director's fees, allowances and expenses	143	77
Repairs and Maintenance	4,450	4,657
Rent, taxes and energy costs	1,922	1,368
Advertisement and publicity	2,697	226
Auditor's fees and expenses (Refer Note 46)	54	39
Insurance	60	59
Printing and stationery	222	171
Expenditure on Corporate Social Responsibility (Refer Note 40)	2,206	1,851
Communication Costs	4,716	3,525
Other expenditure	4,581	3,625
<b>Total</b>	<b>32,603</b>	<b>20,071</b>

**Note 34: Earning per share****A. Basic Earnings per share**

The calculations of profit attributable to equity shareholders and weighted average number of equity shares outstanding for purposes of basic earnings per share calculation are as follows:

(₹ in lacs)

	Particulars		31 March 2024	31 March 2023
a	Equity shares outstanding at the beginning of the year	Nos.	1,58,94,600	1,58,28,975
b	Add: Weighted average number of equity shares issued during the year	Nos.	22,220	25,558
c	Weighted average number of equity shares for basic earnings per share (a + b)	Nos.	1,59,16,820	1,58,54,533
d	Net profit after tax available for equity shareholders	₹ in lacs	95,089	77,722
e	Basic earnings per share of ₹10 each (c/d)	₹	597.41	490.22

**B. Diluted Earnings per share**

The calculation of diluted earnings per share is based on profit attributable to equity shareholders and weighted average number of equity shares outstanding, after adjustment for the effects of all dilutive potential equity shares as follows:

(₹ in lacs)

	Particulars		31 March 2024	31 March 2023
a	Weighted average number of equity shares for basic earnings per share	Nos.	1,59,16,820	1,58,54,533
b	Add / (Less) : Impact of Diluted ESOPs	Nos.	1,674	12,248
c	Weighted average number of equity shares for diluted earnings per share (a + b)	Nos.	1,59,18,495	1,58,66,781
d	Net profit after tax available for equity shareholders	₹ in lacs	95,089	77,722
e	Diluted earnings per share of ₹10 each (c/d)	₹	597.35	489.84

**Note 35: Income Tax**

(₹ in lacs)

**A. Amounts recognised in profit or loss**

Particulars	As at 31 March 2024	As at 31 March 2023
<b>Current Tax</b>		
Current Period	32,153	26,334
Tax Relating to prior period	(51)	-
	32,102	26,334
<b>Deferred Tax</b>		
Attributable to —		
Origination and reversal of temporary differences	(48)	134
Reduction in tax rate	-	-
	(48)	134
<b>Tax expense</b>	<b>32,054</b>	<b>26,468</b>

**B. Income tax recognised in other comprehensive income**

As at 31 March 2024

	Before tax	Tax (expense)	Net of tax
Remeasurements of defined benefit liability (asset)	47	(12)	35
Total	47	(12)	35

As at 31 March 2023

	Before tax	Tax (expense)	Net of tax
Remeasurements of defined benefit liability (asset)	(182)	46	(136)
Total	(182)	46	(136)

The tax impact for the below purpose has been arrived at by applying the tax rate 25.168% (previous years - 25.168%) being the prevailing tax rates for domestic companies under Income Tax Act, 1961.

**C. Reconciliation of effective tax rate**

(₹ in lacs)

Particulars	For the year ended 31 March 2024	For the year ended 31 March 2023
Profit before income tax	1,27,143	1,04,194
Tax using Company's domestic tax rate	31,999	26,223
Effect of		
Corporate social responsibility	555	466
Long Term Capital (Gain) / Loss	(800)	29
Provision for employee benefits	86	39
Provision for Tax Earlier Years	(51)	-
Provisions for Penalty	-	218
MTM (Gain) / Loss on Investments	326	(1,222)
Provision for Doubtful debts	361	528
Deferred Tax	(48)	52
Others (Net)	(375)	133
<b>Total Tax Expense</b>	<b>32,054</b>	<b>26,468</b>

Statutory tax rate is 25.168%. The effective income tax rate for 31 March 2024 is 25.21% (31 March 2023 is 25.40%)

**D. Recognised deferred tax assets and liabilities**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Temporary differences attributable to:		
<b>Deferred tax liabilities</b>		
Property, plant and equipment	459	280
Fair value of investments	1,586	1,912
Ind AS 116 Impact (Net)	-	-
Amortised Interest on G-Sec	140	47
	2,185	2,240
<b>Deferred tax assets</b>		
Provision for employee benefits	312	302
Provision for Doubtful debts	818	869
Provision for Rates and Taxes	166	166
Provision for Contingencies	281	284
Ind AS 116 Impact (Net)	277	252
	1,854	1,873
<b>Net deferred tax (asset) / liability recognised on the balance sheet</b>	<b>331</b>	<b>367</b>

**E. The movement in Deferred Tax assets and liabilities during the year**

(₹ in lacs)

Deferred Tax Assets / Liabilities	OCI	Profit & Loss	Total
As on 1st April 2022			279
Expenses allowed in the year of payment (Gratuity and Compensated Absences)	46	(85)	(39)
Difference between book and tax depreciation	-	54	54
Lease capitalised as per Ind AS 116	-	(451)	(451)
Provision for expected credit loss on trade receivables	-	(524)	(524)
Fair Valuation of Shares and Mutual Funds	-	1,222	1,222
Disallowance u/s 43B	-	(221)	(221)
Others	-	47	47
As on 31st March 2023			367
Expenses allowed in the year of payment (Gratuity and Compensated Absences)	(12)	2	(10)
Difference between book and tax depreciation	-	178	178
Lease capitalised as per Ind AS 116	-	(24)	(24)
Provision for expected credit loss on trade receivables	-	51	51
Fair Valuation of Shares and Mutual Funds	-	(326)	(326)
Disallowance u/s 43B	-	3	3
Others	-	93	93
As on 31st March 2024			331

**Note 36 : Interim Dividend**

During the period, the Company had declared and paid interim dividend\_1 of ₹100 per share amounting to ₹15,895 lacs, interim dividend\_2 of ₹100 per share amounting to ₹15,895 lacs, interim dividend\_3 of ₹100 per share amounting to ₹15,924 lacs and interim dividend\_4 of ₹210 per share amounting to ₹33,534 lacs including tax deduction at source

**Note 37 : Contingent liabilities and Pending capital commitments**
**Contingent liabilities**

(₹ in lacs)

Particulars	Note	31 March 2024	31 March 2023
Claims against the Company not acknowledged as debt	1	589	487
Income Tax, Service Tax and GST demands	2	5,825	5,824
Bank Guarantee	4	89,400	69,400
<b>Total</b>		<b>95,814</b>	<b>75,711</b>

**Note 1**

The claims which are in dispute with the clients and where settlements are still pending and not provided in the books of accounts has been contingent for the Company.

**Note 2**

The statutory dues which are in dispute and where settlements are still pending and not provided in the books of accounts has been contingent for the Company.

Above disputed income tax demands not provided for includes:

- i. ₹2516 lacs Credit of Dividend Distribution Tax Not Given, incorrect levy of interest u/s 234C by Income Tax Department
- ii. ₹1875 lacs Provision for Incentive and Rates & Taxes Written Back. Credit of Dividend Distribution Tax Not Given, incorrect levy of interest u/s 234C by Income Tax Department
- iii. ₹253 lacs Writeback of incentive provision has been wrongly added to income resulting in double taxation by Income Tax Department

**Note 3**

There are numerous interpretative issues relating to the Supreme Court (SC) judgement dated 28th February, 2019, relating to components/allowances paid that need to be taken into account while computing an employer's contribution of provident fund under the EPF Act. The Company is in the process of evaluating the method of computation of its PF contribution prospectively and would record any further effect in its financial statements, on receiving additional clarity on the subject.

**Note 4**

Bank Guarantee are been taken from banks and kept with exchanges as a margin to meet the margin obligation.

**Pending capital commitments**

As at 31 March 2024 the Company has contracts remaining to be executed on capital account and not provided for. The estimated amount of contracts (net of advances) towards property, plant and equipment including intangible assets under development is ₹3,054 lacs (previous year - ₹3,193 lacs).

**Note 38: Employee benefits**
**A. Defined Contribution Plan**

The Company makes contributions towards National Pension Scheme, provident fund and family pension fund which are defined contribution retirement benefit plans for qualifying employees. The provident fund and family pension are administered by office of the Regional Provident Fund Commissioner.

A sum of ₹978 lacs (Previous Year ₹914 lacs) has been charged to the Statement of Profit and Loss towards National Pension fund and provident fund.

The Employee State Insurance Scheme ("ESIC") is a contributory scheme providing medical, sickness, maternity, and disability benefits to the insured employees under the Employees State Insurance Act, 1948.

The charge to the Statement of Profit and Loss is ₹33 lacs (Previous Year ₹51 lacs), which is classified as a part of "Contributions to provident and other funds" [Refer Note No. 32].

**B. Defined Benefit Plan**

The gratuity plan is governed by the Payment of Gratuity Act, 1972. Under the act, the employee who has completed five years of service is entitled to specific benefit.

The Company contributes funds to a post retirement defined benefit plan for gratuity, details of which are as follows:

**Reconciliation of the net defined benefit (asset) liability**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	1,637	1,325
Current Service Cost	220	192
Interest Cost	118	80
Actuarial Losses	(6)	175
Benefits paid	(106)	(135)
<b>Balance at the end of the year</b>	<b>1,863</b>	<b>1,637</b>

**Reconciliation of the present value of plan assets**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Balance at the beginning of the year	1,375	1,091
Expected return on Plan Assets	139	59
Contributions	300	360
Benefits paid	(106)	(135)
Actuarial Gain / (Loss)	-	-
<b>Balance at the end of the year</b>	<b>1,708</b>	<b>1,375</b>

**Amount to be recognised in Balance Sheet and movement in net liability**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Present Value of Funded Obligation	1,863	1,637
Fair Value of Plan Assets	1,708	1,375
<b>Net Liability Recognised in the Balance Sheet</b>	<b>155</b>	<b>262</b>

**Expenses recognised in the Income Statement**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Current Service Cost	220	192
Past Service Cost		
Loss / (Gain) on settlement		
Net Interest Cost / (Income) on the Net Defined Benefit Liability / (Asset)	19	14
<b>Net gratuity expenses recognized in the Statement of Profit and Loss</b>	<b>239</b>	<b>206</b>

**Remeasurements recognised in other comprehensive income**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Actuarial (gains) / losses		
- change in demographic assumptions	25	(34)
- change in financial assumptions	(26)	(46)
- experience variance (i.e. Actual experience vs assumptions)	(6)	256
Return on plan assets, excluding amount recognised in net interest expense	(40)	6
<b>Total</b>	<b>(47)</b>	<b>182</b>

**Major categories of Plan Assets (as percentage of Total Plan Assets)**

(₹ in lacs)

Particulars	As at 31 March 2024	As at 31 March 2023
Funds managed by Insurer	100	100
<b>Grand Total</b>	<b>100</b>	<b>100</b>



**Summary of Actuarial Assumptions**

The actuarial calculations used to estimate defined benefit commitments and expenses are based on the following assumptions which if changed, would affect the defined benefit commitments, size, funding requirements and expense.

Particulars	As at 31 March 2024	As at 31 March 2023
Discount Rate	7.15%	7.20%
Salary Escalation Rate	10.48%	10.78%
Mortality	Indian Assured Lives Mortality tables (2012-14)	Indian Assured Lives Mortality tables (2012-14)

The estimates of future salary increase considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

**Sensitivity analysis**

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would have affected the defined benefit obligation by the amounts shown below.

(₹ in lacs)

Particulars	31 March 2024		31 March 2023	
	Decrease	Increase	Decrease	Increase
Discount Rate (1% movement)	1,981	1,756	1,738	1,547
Salary Growth Rate (1% movement)	1,759	1,976	1,549	1,734
Attrition rate (50% movement)	2,116	1,732	1,881	1,521
Mortality Rate (10% movement)	1,864	1,862	1,638	1,637

**Expected Contribution during the next annual reporting period**

The Employer's best estimate of the contributions expected to be paid to the plan during the next year — ₹381 lacs (previous year — ₹435 lacs).

**Other long term employee benefits**

A sum of ₹148 lacs (Previous Year ₹128 lacs) has been charged to the Statement of Profit and Loss towards Leave encashment [Refer Note No. 32]

**Note 39: Leases**

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

**Company as a lessee**

The Company's lease asset classes primarily consist of leases for premises and leasehold improvements. The Company assesses whether a contract contains a lease, at inception of a contract. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases (underlying asset of less than ₹1,50,000). For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease. The Company has recognised ₹NIL towards short-term lease and ₹NIL towards low value assets during the year ended 31 March 2024. The Company has recognised ₹1,088 lacs towards the leases pertaining to the locations which are not separately identifiable units.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any prepaid lease plus any initial direct costs. They are subsequently measured at cost less accumulated depreciation.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the incremental borrowing rate of the Company. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment on whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments of ₹1,305 lacs have been classified as financing cash flows.

#### Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. The Company has recognised ₹NIL towards income from sub-lease.

#### The details of Right to use Asset of the Company are as follows:

(₹ in lacs)

Asset Class	Carrying Values for the year ended 31 March 2024		
	Leasehold property	Leasehold Improvements	Total
Balance as of 1 April 2023	5,487	-	5,487
Add: Additions during the period	2,070	-	2,070
Less: Deductions during the period	-	-	-
Less: Depreciation	(880)	-	(880)
<b>Total</b>	<b>6,677</b>	<b>-</b>	<b>6,677</b>

(₹ in lacs)

Asset Class	Carrying Values for the year ended 31 March 2023		
	Leasehold property	Leasehold Improvements	Total
Balance as of 1 April 2022	6,147	-	6,147
Add: Additions during the period	606	-	606
Less: Deductions during the period	-	-	-
Less: Depreciation	(1,266)	-	(1,266)
<b>Total</b>	<b>5,487</b>	<b>-</b>	<b>5,487</b>

#### Following is the movement in lease liabilities for the year:

(₹ in lacs)

Asset Class	Carrying Values for the year ended 31 March 2024		
	Leasehold property	Leasehold Improvements	Total
Balance as of 1 April 2023	6,491	-	6,491
Additions during the period	2,052	-	2,052
Deductions during the period	-	-	-
Interest Expense	540	-	540
Less: Lease Payments	(1,305)	-	(1,305)
<b>Total</b>	<b>7,778</b>	<b>-</b>	<b>7,778</b>

(₹ in lacs)

Asset Class	Carrying Values for the year ended 31 March 2023		
	Leasehold property	Leasehold Improvements	Total
Balance as of 1 April 2022	6,936	-	6,936
Additions during the period	570	-	570
Deductions during the period	-	-	-
Interest Expense	562	-	562
Less: Lease Payments	(1,577)	-	(1,577)
<b>Total</b>	<b>6,491</b>	<b>-</b>	<b>6,491</b>

Following is maturity analysis of contractual undiscounted cash flows

(₹ in lacs)

Particulars	31 March 2024	31 March 2023
Less than 1 year	2,215	1,878
One to five years	6,730	5,434
More than five years	1,157	1,148
<b>Total</b>	<b>10,102</b>	<b>8,460</b>

**Note 40 : Corporate Social Responsibility (CSR)**

As per Sec 135 of Companies Act, 2013 a company meeting the activity threshold needs to spend 2% of its average net profit for the immediately preceding three years on CSR activities. The Company initiated a number of programs in the areas of Education, Healthcare, Promotion of national sports, olympics including Paralympics and Eradicating hunger.

11 reputable nonprofit organizations from across India, including those in Maharashtra, Gujarat, Delhi, Tamil Nadu, Jammu & Kashmir and Uttarakhand, have partnered with the company.

Gross amount required to be spent by the Company during the year is ₹2,206 lacs (previous year ₹1,851 lacs)

Particulars	31 March 2024	31 March 2023
Amount required to be spent by the company during the year	2,206	1,851
Amount of expenditure incurred	2,206	1,851
Amount available for set off from preceding financial years	-	-
Amount required to be setoff for the financial year	-	-
Shortfall at the end of the year	-	-
Details of unspent CSR amount for the	-	-
Reason for shortfall	-	-
Nature of CSR activities	01 Education 02 Medical Assistance 03 Health & sanitation 04 Sports 05 Skill development	01 Education 02 Medical Assistance 03 Health & sanitation 04 Sports 05 Skill development
Details of related party transactions, e.g. contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard	-	-
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	-	-

**Note 41: Segment Reporting**

The Company's business is to provide brokerage services to its clients in the capital markets within India. All other activities of the Company revolve around the main business. As such, there are no separate reportable segments as per the Ind AS on Operating Segment (Ind AS 108), specified under the Companies Act, 2013. The necessary information to report the revenues from the external customers for each product and service, or each group of similar products and service is not available and the cost to develop it would be excessive. The Chief Operating Decision Maker (CODM) reviews the operations of the Company as one operating segment. Hence no separate segment information has been furnished herewith. Similarly, the geographical information related to the revenue from the external customers attributed to the entity's country of domicile and to all other foreign countries in total is not available and the cost to develop it would be excessive. No single customer accounts for the revenue, which is equal or more than ten percent of the total revenue of the entity, hence no such segment could be identified.

**Note 42: Related Party Disclosures**
**A.**

Parent company	HDFC Bank Limited
Investor exerting significant influence	HDFC Limited (till 30 June 2023)

**B. List of Key Management Personnel (KMP)**

Neeraj Swaroop	Chairman (w.e.f. 13 July 2023)
Dhiraj Relli	Managing Director
Ashish Rathi	Whole-Time Director
Amla Samanta	Non-executive Independent Director
Samir Bhatia	Non-executive Independent Director
Malay Patel	Non-executive Independent Director
Tarun Balram	Non-executive Independent Director (w.e.f. 08 June 2022)
Arvind Vohra	Nominee Director (w.e.f. 09 January 2023)
Ravindera Nahar	Chief Financial Officer (w.e.f. 09 December 2023)
Kunal Sanghavi	Chief Financial Officer (till 09 December 2023)
Mitul Palankar	Company Secretary

**C.**

Post Employment Benefits Plan	Employees Group Gratuity cum Life Assurance Scheme
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**D. List of fellow subsidiaries**

HDB Financial Services Limited
HDFC Ergo General Insurance Company Limited
HDFC Life Insurance Company Limited
HDFC Asset Management Company Limited
HDFC Credila Financial Services Limited
HDFC Education and Development Services Pvt. Ltd.
HDFC Sales Pvt. Ltd.
HDFC Capital Advisors Ltd.
Griha Pte Ltd. Singapore
HDFC AMC International (IFSC) Limited
HDFC Trustee Co. Ltd.
Griha Investments Mauritius
HDFC International Life and Re Company Limited
HDFC Pension Management Co. Ltd.
HDB Employee Welfare Trust

**E. List of KMP & Directors of Parent Company**

Sashidhar Jagdishan	Managing Director and Chief Executive Officer
Kaizad Bharucha	Executive Director
Renu Sud Karnad	Additional Executive Director
Malay Patel	Independent Director (till 30 March 2023)
M. D. Ranganath	Independent Director
Umesh Chandra Sarangi	Independent Director (till 29 February 2024)
Sanjiv Sachar	Independent Director (till 20 July 2023)
Sandeep Parekh	Independent Director
Dr. (Ms.) Sunita Maheshwari	Additional Independent Director
Atanu Chakraborty	Non-Executive Part Time Chairman and Independent Director
Lily Vadera	Additional Independent Director
Bhavesh Zaveri	Executive Director (w.e.f 19 April 2023)
Kekl Mistry	Non - Executive Director (w.e.f 30 June 2023)
V S Rangan	Executive Director (w.e.f 23 November 2023)
Harsh Kumar Bhanwala	Additional Independent Director (w.e.f 25 January 2024)
Santosh Haldankar	Company Secretary
Srinivasan Vaidyanathan	Chief Financial Officer

**Relatives of Key Managerial Personnel or Directors**

Vidyut Samanta	Son of Amla Samanta
Archana Relli	Spouse of Dhiraj Relli
Aditya Samanta	Son of Amla Samanta
Vimal Relli	Brother of Dhiraj Relli
Lalita Rathi	Mother of Ashish Rathi
Dr. Arjun Kalyanpur	Spouse of Mrs. (Dr.) Sunita Maheshwari
Rupali Vohra	Spouse of Arvind Vohra
Ashim Samanta	Spouse of Amla Samanta
Prajwal Haldankar	Son of Santosh Haldankar
Kritya Relli	Daughter of Dhiraj Relli
Poonam Rathi	Spouse of Ashish Rathi
Sanjana Haldankar	Spouse of Santosh Haldankar
Bhakti Prakash Sarangi	Son of Umesh Chandra Sarangi
Selina Vohra	Daughter of Arvind Vohra
Ashok Sud	Brother of Renu Karnad
Mrs. Neela Bhatia	Spouse of Samir Bhatia
Tinaz K Mistry	Daughter of Keki Mistry
Arnaaz K Mistry	Spouse of Keki Mistry
Shakti Prakash Sarangi	Son of Umesh Chandra Sarangi
Bhakti Zaveri	Daughter of Bhavesh Zaveri
Akash Metawala	Daughter's spouse of Bhavesh Zaveri
Varsha Nahar	Spouse of Ravindera Nahar
Ashish Rathi HUF	HUF of Ashish Rathi
Uma Talreja	Spouse of Samir Bhatia
Niharika Zaveri	Daughter of Bhavesh Zaveri

**F. Transactions with related parties**

(₹ in lacs)

I. Parent Company	HDFC Bank	
	31 March 2024	31 March 2023
<b>Transactions during the year :</b>		
Placement of fixed deposits	3,00,000	20,014
Redemption of fixed deposits	2,70,000	10,000
Franking Advance given	-	-
Rendering of services (including recoveries of expenses)	2,496	2,452
Receiving of services (including payment of expenses)	3,705	4,177
Interest received on Fixed Deposits	1,453	476
Interest paid*	0	-
Dividend Paid	77,469	66,836
Purchase of Government Securities	-	57,889

<b>Balances Outstanding :</b>		
Receivables	761	99
Advances / (Payables)	0	0
Bank balances	79,707	29,173
Fixed deposits	30,350	10,061
Accrued interest on fixed deposit — receivable*	764	317
Accrued expenses	550	1,496
Advances	44	61
Deposit received	107	107
Deposit payable	69	80

(₹ in lacs)

II. Investor exerting significant influence	HDFC Bank (erstwhile HDFC Limited)	
	31 March 2024	31 March 2023
<b>Transactions during the year:</b>		
Rendering of services (Including recoveries of expenses)	57	389
<b>Balances Outstanding :</b>		
Receivables*	0	12

III. Fellow subsidiaries	HDB Financial Services Limited	
	31 March 2024	31 March 2023
<b>Transactions during the year :</b>		
Rendering of services (Including recoveries of expenses)	-	-
Receiving of services (Including payment of expenses)	20	10
<b>Balances Outstanding :</b>		
Receivables*	0	0
Accrued expenses	12	3

\* Less than ₹50,000 /-

(₹ in lacs)

III. Fellow subsidiaries	HDFC Asset Management Company Ltd	
	31 March 2024	31 March 2023
Transactions during the year:		
Rendering of services (Including recoveries of expenses)	178	128
Balances Outstanding :		
Receivables	1	29

III. Fellow subsidiaries	HDFC Credila Financial Services Pvt. Ltd.	
	31 March 2024	31 March 2023
Transactions during the year:		
Rendering of services (Including recoveries of expenses)	-	-
Balances Outstanding :		
Receivables	-	2

III. Fellow subsidiaries	HDFC Ergo General Insurance Co. Ltd.	
	31 March 2024	31 March 2023
Transactions during the year :		
Rendering of services (Including recoveries of expenses)	51	22
Receiving of services (Including payment of expenses)	15	22
Balances Outstanding :		
Receivables	19	3
Payables	(22)	(20)
Accrued Expenses	-	-

III. Fellow subsidiaries	HDFC Life Insurance Company Limited	
	31 March 2024	31 March 2023
Transactions during the year :		
Rendering of services (Including recoveries of expenses)	10,702	7,113
Receiving of services (Including payment of expenses)	172	197
Balances Outstanding :		
Receivables	2,037	1,350
Payables	2	(26)
Accrued Expenses	69	113

(₹ in lacs)

KMP, Directors, Their Relatives and Entities in which KMP are interested	31 March 2024	31 March 2023
Nature of Transaction		
Rendering of services (including recoveries of expenses)	47	23
Receiving of services (including reimbursement)	79	13
Sitting Fees Paid	103	77
Managerial Remuneration & Perquisites Paid	546	648
Dividend Paid	578	162
ESOP - Number of options outstanding (nos)	87,250	49,850

Note:

- The future liability for gratuity and compensated absences is provided on an actuarial basis for the Company as a whole, accordingly the amount pertaining to KMP's is not ascertainable separately, and not included above.
- Managerial remuneration includes ESOP exercise during the year, bonus on accrual basis.
- The relatives having transactions during the year (and previous year) have been shown in the list above

**Note 43: Financial instruments**

## A. Financial instruments — Fair values

## 1. Accounting classification and fair values

The following table shows the carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy:

The carrying value and fair value of financial instruments by categories as of 31 March 2024 are as follows: (₹ in lacs)

31 March 2024	Carrying amount			Fair value			
	FVTPL	Amortised cost	FVOCI	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>							
Financial assets measured at fair value							
Investments	28,365	72,168	-	3,069	21,853	3,443	28,365
Financial assets not measured at fair value							
Cash and cash equivalents		79,811	-	-	-	-	-
Bank Balance other than above		4,57,774	-	-	-	-	-
Trade Receivables		1,28,657	-	-	-	-	-
Loans		6,02,524	-	-	-	-	-
Other Financial Assets		9,246	-	-	-	-	-
<b>Total</b>	<b>28,365</b>	<b>13,50,180</b>	<b>-</b>	<b>3,069</b>	<b>21,853</b>	<b>3,443</b>	<b>28,365</b>
<b>Financial liabilities</b>							
Financial liabilities not measured at fair value							
Trade Payables		2,17,453	-	-	-	-	-
Debt Securities		9,53,251	-	-	-	-	-
Borrowings (other than debt securities)		-	-	-	-	-	-
Lease Liability		7,778	-	-	-	-	-
Other financial liabilities		21,207	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>11,99,689</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

The carrying value and fair value of financial instruments by categories as of 31 March 2023 are as follows: (₹ in lacs)

31 March 2023	Carrying amount			Fair value			
	FVTPL	Amortised cost	FVOCI	Level 1	Level 2	Level 3	Total
<b>Financial assets</b>							
Financial assets measured at fair value							
Investments	49,561	71,800	-	526	42,963	6,072	49,561
Financial assets not measured at fair value							
Cash and cash equivalents		39,210	-	-	-	-	-
Bank Balance other than above		3,19,980	-	-	-	-	-
Trade Receivables		40,727	-	-	-	-	-
Loans		2,74,757	-	-	-	-	-
Other Financial Assets		3,908	-	-	-	-	-
<b>Total</b>	<b>49,561</b>	<b>7,50,382</b>	<b>-</b>	<b>526</b>	<b>42,963</b>	<b>6,072</b>	<b>49,561</b>
<b>Financial liabilities</b>							
Financial liabilities not measured at fair value							
Trade Payables	-	98,191	-	-	-	-	-
Debt Securities		4,25,783	-	-	-	-	-
Borrowings (other than debt securities)		99,627	-	-	-	-	-
Lease Liability		6,491	-	-	-	-	-
Other financial liabilities	-	12,450	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>6,42,542</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>



## 2. Fair Value hierarchy

The following is the hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

## 3. Valuation techniques used to determine fair value

Specific valuation techniques used to value financial instruments includes investment in equity investment valued at quoted closing price on stock exchange / other basis based on materiality.

### Transfers between Levels 1, 2 and 3

There were no transfers between level 1, 2 and 3.

## 4. Financial instruments not measured at fair value

Financial assets not measured at fair value include cash and cash equivalents, trade receivables, loans and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

## B. Financial risk management

Company has operations in India. Whilst risk is inherent in the Company's activities, it is managed through an integrated risk management framework, including ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities. The Company is exposed to credit risk, liquidity risk and market risk. It is also subject to various operating and business risks.

### a. Credit Risk

Credit risk is the risk that the Company will incur a loss because its customers or counterparties fail to discharge their contractual obligation. The Company manages and controls credit risk by setting limits on the amount of risk it is willing to accept for individual counterparties, and by monitoring exposures in relations to such limits.

The maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented in the financial statements. The Company's major classes of financial assets are cash and cash equivalents, loans, investment in mutual fund units & Government Securities, term deposits, trade receivables and security deposits.

Deposits with banks are considered to have negligible risk or nil risk, as they are maintained with high rated banks/ financial institutions as approved by the Board of directors.

Investments include investment in liquid mutual fund units that are marketable securities of eligible financial institutions for a specified time period with high credit rating given by domestic credit rating agencies.

The management has established accounts receivable policy under which customer accounts are regularly monitored. The Company has a dedicated risk management team, which monitors the positions, exposures and margins on a continuous basis.

**Expected Credit Loss (ECL):**

For the purpose of computation of ECL, the term default implies an event where amount due towards margin requirement and / or mark to market losses for which the client was unable to provide funds / collaterals to bridge the shortfall, the same is termed as margin call triggered.

For arriving at the ECL, the Company follows ECL model as approved by board.

**3. Staging Definition:-**

For the purpose of the computation of Expected credit losses, three stages have been defined as below:-

Stage 1:- Client having open positions in MTF (Margin Trading Funding).

Stage 2:- The dues /debits, post position square off, which are outstanding for more than 2 days but less than 30 days.

Stage 3:- The dues /debits, post position square off, which are outstanding for more than 30 days.

**Computation of Expected Credit Losses for MTF:-**

As per Indian Accounting Standard (Ind AS) 109 on Financial Instruments, an entity shall recognise a loss allowance for expected credit losses on a financial asset and shall measure the loss allowance for a financial instrument.

Based on the above, expected credit loss has been computed taking into consideration the the probability of the borrower default (PD), expected exposure at the time when the borrower defaults (EAD), the expected loss as a percentage of the EAD, conditional on the borrower defaulting LGD (Loss given default).

Expected Credit loss model has been used to recognize the provision (or credit losses) based on expected losses at client level having open position in MTF as on reporting date. The expected loss at client level is calculated as follows:

$$EL = PD \times LGD \times EAD$$

The final aggregate amount is computed to arrive at Final Expected Credit Loss (ECL) across HSL.

The fundamental of the above parameters used are as follows:-

PD: the probability of the borrower default

EAD: expected exposure at the time when the borrower defaults (Exposure at default)

LGD: the expected loss as a percentage of the EAD, conditional on the borrower defaulting (Loss given default)

EL: Expected loss

ECL for Trade Receivables (broking clients) :-

For Trade Receivables (Equity and Derivative Products), current policy of providing 100% for all outstanding debits where the dues are not recoverable (uncovered position after square off), or, is outstanding for more than 90 days is being followed.

“ECL for Trade Receivable (Third Party Products Receivables):-

For Trade receivables of Third Party Products, any amount which is not received within 90 days is 100% provided for, except for the receivables which pertain to any HDFC group company, or to any Exchange to regulator related receivables.

ECL on ESOP Funding:

All the clients to whom ESOP funding is offered are the trading clients only. Similar treatment of MTF as described above, will be given to the outstanding amount on ESOP funding clients also.”

**The movement in expected credit loss**

(₹ in lacs)

Particulars	Carrying amount	
	31 March 2024	31 March 2023
Opening balance	3,698	1,600
Impairment loss recognised	1,433	2,098
Impairment loss (reversed)	(1,636)	-
Closing balance	3,495	3,698

**Ageing of Margin Trading Funding and Trade Receivable as at 31 March 2024**

(₹ in lacs)

Particulars	Carrying Amount	Less than 6 months	6 months-1year	1-2 years	2-3 years	more than 3years	Total
Margin Trading Funding	6,02,524	5,43,692	56,244	2,327	261	-	6,02,524
i) Undisputed -Trade Receivables -considered good	1,28,657	1,28,657	-	-	-	-	1,28,657
ii) Undisputed -Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed -Trade Receivables -credit impaired	-	-	-	-	-	-	-
iv) Disputed -Trade Receivables -considered good	-	-	-	-	-	-	-
v) Disputed -Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed -Trade Receivables -credit impaired	-	-	-	-	-	-	-

Note: More than 90 days or disputed amount has been considered as provision for doubtful debts

**Ageing of Margin Trading Funding and Trade Receivable as at 31 March 2023**

(₹ in lacs)

Particulars	Carrying Amount	Less than 6 months	6 months-1year	1-2 years	2-3 years	more than 3years	Total
Margin Trading Funding	2,74,757	2,16,999	52,624	6,134	-	-	2,74,757
i) Undisputed -Trade Receivables -considered good	40,727	40,727	-	-	-	-	40,727
ii) Undisputed -Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-	-
iii) Undisputed -Trade Receivables -credit impaired	-	-	-	-	-	-	-
iv) Disputed -Trade Receivables -considered good	-	-	-	-	-	-	-
v) Disputed -Trade Receivables -which have significant increase in credit risk	-	-	-	-	-	-	-
vi) Disputed -Trade Receivables -credit impaired	-	-	-	-	-	-	-

Note: More than 90 days or disputed amount has been considered as provision for doubtful debts

**b. Liquidity risk**

Liquidity risk is the risk that the entity will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The entity's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the entity's reputation.

Prudent liquidity risk management requires sufficient cash and marketable securities and availability of funds through adequate committed credit facilities to meet obligations when due and to close out market positions.

The Company has a view of maintaining liquidity with minimal risks while making investments. The Company invests its surplus funds in short term liquid assets in bank deposits and liquid mutual funds. The Company monitors its cash and bank balances periodically in view of its short term obligations associated with its financial liabilities.

The following are the remaining contractual maturities of financial liabilities as on 31 March 2024

#### Financial Liabilities

(₹ in lacs)

Particulars	Carrying Amount	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	28	25	-	-	3	28
Payable to Exchanges	35,557	35,557	-	-	-	35,557
Payable to Clients	1,81,667	1,81,667	-	-	-	1,81,667
Payable to Creditors	201	173	7	1	20	201
Debt Securities (future interest obligation)	9,53,251	9,65,500	-	-	-	9,65,500
Borrowings (other than debt securities)	-	-	-	-	-	-
Lease Liabilities (undiscounted)	7,778	2,216	2,286	2,048	3,553	10,102
Other financial liabilities	21,207	20,916	292	-	-	21,207
<b>Total</b>	<b>11,99,689</b>	<b>12,06,053</b>	<b>2,585</b>	<b>2,049</b>	<b>3,576</b>	<b>12,14,262</b>

The following are the remaining contractual maturities of financial liabilities as on 31 March 2023

(₹ in lacs)

Particulars	Carrying Amount	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	20	17	-	-	3	20
Payable to Exchanges	-	-	-	-	-	-
Payable to Clients	98,095	98,095	-	-	-	98,095
Payable to Creditors	76	55	1	1	19	76
Debt Securities (future interest obligation)	4,25,783	4,30,000	-	-	-	4,30,000
Borrowings (other than debt securities)	99,627	99,627	-	-	-	99,627
Lease Liabilities (undiscounted)	6,491	1,878	1,617	1,641	3,325	8,460
Other financial liabilities	12,450	12,361	89	-	-	12,450
<b>Total</b>	<b>6,42,542</b>	<b>6,42,033</b>	<b>1,707</b>	<b>1,642</b>	<b>3,347</b>	<b>6,48,728</b>

#### c. Market risk

Market risk is the risk that the fair value or future Cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

##### i. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company does not have any foreign currency exposure as at each reporting date. Accordingly, foreign currency risk disclosure is not applicable.

##### ii. Interest rate risk

The Company is exposed to Interest risk if the fair value or future cash flows of its financial instruments will fluctuate as a result of changes in market interest rates. Fair value interest rate risk is the risk of changes in fair values of fixed interest bearing investments because of fluctuations in the interest rates.

The Company's interest rate risk arises from borrowings, interest bearing deposits with bank and loans given to customers. Such instruments expose the Company to fair value interest rate risk. Management believe that the interest rate risk attached to this financial assets are not significant due to the nature of this financial assets. All the borrowings of the company are fixed interest rate bearing instruments and hence there is no impact of movement in interest rate.

##### iii. Market price risks

The Company is exposed to market price risk, which arises from FVTPL investment in mutual funds. The management monitors the proportion of mutual fund investments in its investment portfolio based on market indices. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by the appropriate authority.

**Note 44: Share-based payment arrangements:**
**A. Description of share-based payment arrangements**
**i. Share option plans (Equity Settled)**

On 21 June 2019, 14 December 2020, 16 September 2021, 13 January 2022, 13 October 2022, 30 August 2023 and on 12 January 2024 the Company has granted share options, that entitles the employees and the key management personnel (KMP) to purchase the shares in the Company. Holders of the vested stock options are entitled to purchase shares at the exercise price of the shares. The key terms and conditions related to the grants under the plan are as follows; and all options are to be settled by the delivery of shares.

Grant date / employees entitled	Number of instruments	Vesting conditions	Method of settlement	Contractual life of options
Options granted to employees and KMP on 21-06-2019	94,500	The options granted to the KMPs and employees shall vest in six years from the date of Grant.	Equity settled	Six years
Options granted to employees and KMP on 14-12-2020	1,67,500	The options granted to the KMPs and employees shall vest in seven years from the date of Grant.	Equity settled	Seven years
Options granted to employees and KMP on 16-09-2021	67,500	The options granted to the KMPs and employees shall vest in seven years from the date of Grant.	Equity settled	Seven years
Options granted to employees and KMP on 13-01-2022	43,000	The options granted to the KMPs and employees shall vest in seven years from the date of Grant.	Equity settled	Seven years
Options granted to employees and KMP on 13-10-2022	1,18,300	The options granted to the KMPs and employees shall vest in six years from the date of Grant.	Equity settled	Six years
Options granted to employees and KMP on 30-08-2023	3,60,500	The options granted to the KMPs and employees shall vest in six years from the date of Grant.	Equity settled	Six years
Options granted to employees and KMP on 12-01-2024	15,200	The options granted to the KMPs and employees shall vest in six years from the date of Grant.	Equity settled	Six years
Total share options granted till date	8,66,500			

**B. Measurement of fair values**
**Equity-settled share-based payment arrangements**

The fair value of the employee share options has been measured using Black - Scholes Option pricing model.

The fair value of the options and the inputs used in the measurement of the grant-date fair values of the equity-settled share based payment options granted during the year are as follows:

Particulars	As at 31 March 2024 Share option plan for KMPs and employees	As at 31 March 2023 Share option plan for KMPs and employees
Fair value of options as on grant date (₹)	1201.03 - 1575.44	1529.63 - 1849.18
Share price as on grant date (₹)	5909	6918
Exercise price (₹)	5909	6918
Expected volatility	40.12% to 46.54%	44.87% to 49.25%
Expected life (expected weighted average life)	3 to 5 years	3 to 5 years
Expected dividends	7.45%	7.91%
Risk- free interest rate (based on government bonds)	7.02% to 7.04%	7.05% to 7.33%
Method used to determine expected volatility	The expected volatility is based on price volatility of listed companies in same or similar industry.	The expected volatility is based on price volatility of listed companies in same or similar industry.

### C. Reconciliation of outstanding share options

The number and weighted-average exercise prices of share options under the share option programmes were as follows.

	Number of options	Weighted average exercise price	Number of options	Weighted average exercise price
	31 March 2024	31 March 2024	31 March 2023	31 March 2023
<b>(A) Equity-settled Share-based payments:</b>				
Options outstanding as at the beginning of the year	2,95,625	₹6,456	2,53,500	₹5,979
Add: Options granted during the year	3,75,700	₹5,909	1,18,300	₹6,918
Less: Options lapsed / forfeited during the year	35,575	₹6,693	10,550	₹6,639
Less: Options exercised during the year	73,820	₹6,137	65,625	₹5,418
Options outstanding as at the year end	5,61,930	₹6,117	2,95,625	₹6,456
Options exercisable as at the year end	46,875	₹6,412	32,250	₹6,105

### D. Expense recognised in the statement of profit and loss

Refer note 32 on employee benefit expense, for information on expense charged to the Statement of profit and loss on account of share based payments.

### Note 45: Revenue from contract with customers

The Company derives revenue primarily from the share broking business. Its other major revenue sources are the distribution income and treasury income.

#### Disaggregate revenue information

The table below presents disaggregate revenues from contracts with customers for the year ended 31 March 2024 by type of revenue segregated into its operating segments. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

#### Nature of Services

Broking Income - Income from services rendered as a broker is recognised upon rendering of the services, in accordance with the terms of contract.

Distribution Income - Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract. Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be, on issue of the insurance policy to the applicant after deducting claw back amount as per the agreed terms. Commissions and fees recognised as aforesaid are exclusive of goods and service tax, securities transaction tax, stamp duties and other levies by SEBI and stock exchanges.

Interest Income - Interest is earned on delayed payments from clients and amounts funded to them. Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.

**Disaggregate revenue information:**

(₹ in lacs)

Particulars	31 March 2024	31 March 2023
Broking	1,19,741	80,832
Distribution	37,838	35,629
Interest on Loan	66,532	47,978
Interest income	36,540	16,787
<b>Total</b>	<b>2,60,651</b>	<b>1,81,226</b>

Nature, timing of satisfaction of the performance obligation and significant payment terms.

Income from services rendered as a broker is recognised upon rendering of the services.

Commissions from distribution of financial products are recognised upon allotment of the securities to the applicant or as the case may be, on issue of the insurance policy to the applicant.

Interest is earned on delayed payments from clients and amounts funded to them as well as term deposits with banks. Interest income is recognised on a time proportion basis taking into account the amount outstanding from customers or on the financial instrument and the rate applicable.

The above services are point in time in nature, and no performance obligation remains once the transaction is executed.

Fees for subscription based services are received periodically but are recognised as earned on a pro-rata basis over the term of the contract, and are over the period in nature.

**Note 46: Auditors Remuneration**

(₹ in lacs)

Particulars	31 March 2024	31 March 2023
Auditor	52	37
For other services	-	-
For reimbursement of expenses	2	2
<b>Total</b>	<b>54</b>	<b>39</b>

**Note 47: Capital management**

The Company manages its capital to ensure that the Company will be able to continue as going concerns while maximizing the return to stakeholders through the optimization of the debt and equity balance.

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's capital management is to maximize shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

(₹ in lacs)

Particulars		31 March 2024	31 March 2023
Borrowings including debt securities		9,53,251	5,25,410
Less: cash and cash equivalents (Note 4)		-79,811	-39,210
Net debt	(i)	8,73,440	4,86,200
Total equity	(ii)	2,02,924	1,79,714
Total capital	(iii = i + ii)	10,76,364	6,65,914
<b>Gearing ratio</b>	(i)/(iii)	81%	73%

**Note 48: Foreign Currency Transaction****a) Expenditure in Foreign Currency**

(₹ in lacs)

Particulars	31 March 2024	31 March 2023
Cloud Charges	357	-
Chat Integration and Information Services	182	128
<b>Total</b>	<b>539</b>	<b>128</b>

**b) Earnings in Foreign Currency**

(₹ in lacs)

Particulars	31 March 2024	31 March 2023
Referral fees for Global Investing	65	NIL
Research Information Services	8	17
<b>Total</b>	<b>73</b>	<b>17</b>

**Note 49: Key Ratios**

	Particulars	31 March 2024	31 March 2023	Variance %	Variance Remarks
1	Current Ratio	1.07	1.12	-5%	-
2	Debt-Equity Ratio (times)	4.70	2.92	61%	Debt has been increased to earn the Interest on loan
3	Debt service coverage ratio (times)	0.19	0.25	-24%	-
4	Interest Services Coverage Ratio	3.12	4.52	-31%	-
5	Net Worth (₹ in lacs)	2,02,924	1,79,714	13%	-
6	Net Profit after tax (₹ in lacs)	95,089	77,722	22%	-
7	Earnings per share (Basic) (₹)	597.41	490.22	22%	-
8	Earnings per share (Diluted) (₹)	597.35	489.84	22%	-
9	Outstanding redeemable preference shares	Not Applicable	Not Applicable	-	-
10	Capital redemption / Debenture redemption reserve	Not Applicable	Not Applicable	-	-
11	Long Term Debt to Working Capital Ratio	Nil	Nil	-	-
12	Bad Debts to Accounts Receivables Ratio	Nil	Nil	-	-
13	Current Liability Ratio	0.99	0.99	0%	-
14	Total Debts to Total Assets	0.68	0.63	6%	-
15	Debt Turnover ratio	2.07	4.64	-55%	Churning has been improved on trade receivable
16	Operating profit ratio	48%	55%	-13%	-
17	Net profit margin	36%	41%	-13%	-



**Explanation**

1	Current Ratio	Current Assets / Current Liabilities
2	Debt-Equity Ratio (times)	Debt Securities + Borrowings (other than debt securities) / Equity (Equity Share Capital + Other Equity)
3	Debt service coverage ratio	Operating profit i.e after adjusting non-cash operating expenses like depreciation and other amortizations Interest & other adjustments like gain on disposal of property, plant and equipment, etc / Interest (notional interest not included) + Principal (actual obligation)
4	Interest Services Coverage Ratio	Profit before interest (notional interest not included) and tax / Interest expenses (notional interest not included)
5	Net Worth	Equity + Other Equity
6	Net Profit after tax	Total Income - Total Expense - Total Tax Expense
7	Earnings per share (Basic)	Weighted average number of equity shares for basic earnings per share / Net profit after tax
8	Earnings per share (Diluted)	Weighted average number of equity shares for diluted earnings per share / Net profit after tax
9	Outstanding redeemable preference shares	Not Applicable
10	Capital redemption / Debenture redemption reserve	Not Applicable
11	Long Term Debt to Working Capital Ratio	Company does not have any Long Term Debt and hence the ratio is Nil
12	Bad Debts to Accounts Receivables Ratio	Company does not have any Bad Debts (Expected credit loss provided) and hence the ratio is Nil
13	Current Liability Ratio	Current Liability / Total Liability
14	Total Debts to Total Assets	Debt Securities + Borrowings (other than debt securities) / Total Assets
15	Debt Turnover ratio	Revenue From Operations / Trade Receivable
16	Operating profit ratio	Profit before tax / Revenue From Operations * 100
17	Net profit Margin	Profit for the year / Revenue From Operations * 100

**Note 50: Maturity Analysis**

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

(₹ in lacs)

Particulars	31 March 2024	Within 12 months	After 12 months
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	79,811	79,811	-
Bank Balance other than (4) above	4,57,774	4,50,240	7,534
Trade Receivables	1,28,657	1,28,657	-
Loans	6,02,524	6,02,524	-
Investments	1,00,533	21,853	78,680
Other Financial Assets	9,246	1,357	7,889
	13,78,545	12,84,442	94,103
<b>Non-Financial Assets</b>			
Current tax assets (Net)	4,156	-	4,156
Deferred tax Assets (Net)	-	-	-
Investment Property	1,341	-	1,341
Property, Plant and Equipment	6,164	-	6,164
Right-of-use assets	6,677	-	6,677
Capital work-in-progress	45	33	12
Intangible assets under development	507	130	377
Other Intangible assets	8,145	-	8,145
Other non-financial assets	4,727	1,814	2,913
	31,762	1,976	29,786
<b>TOTAL ASSETS</b>	<b>14,10,307</b>	<b>12,86,418</b>	<b>1,23,889</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Payables			
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	28	28	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	2,17,425	2,17,425	-
Debt Securities	9,53,251	9,53,251	-
Borrowings (other than debt securities)	-	-	-
Lease Liabilities	7,778	2,216	5,563
Other financial liabilities	21,207	20,916	292
	11,99,689	11,93,835	5,854
<b>Non-Financial Liabilities</b>			
Current tax liabilities (Net)	779	779	-
Provisions	1,501	1,346	155
Deferred tax liabilities (Net)	331	-	331
Other non-financial liabilities	5,083	5,062	21
	7,693	7,187	506
<b>Total Liabilities</b>	<b>12,07,382</b>	<b>12,01,022</b>	<b>6,360</b>
<b>Net</b>	<b>2,02,924</b>	<b>85,396</b>	<b>1,17,528</b>

(₹ in lacs)

Particulars	31 March 2023	Within 12 months	After 12 months
<b>ASSETS</b>			
<b>Financial Assets</b>			
Cash and cash equivalents	39,210	39,210	-
Bank Balance other than (4) above	3,19,980	3,18,851	1,129
Trade Receivables	40,727	40,727	-
Loans	2,74,757	2,74,757	-
Investments	1,21,361	42,964	78,397
Other Financial Assets	3,908	1,066	2,842
	7,99,943	7,17,575	82,368
<b>Non-Financial Assets</b>			
Current tax assets (Net)	3,829	-	3,829
Investment Property	1,368	-	1,368
Property, Plant and Equipment	8,051	-	8,051
Right-of-use assets	5,487	-	5,487
Capital work-in-progress	112	28	84
Intangible assets under development	2,743	2,420	323
Other Intangible assets	2,908	-	2,908
Other non-financial assets	3,213	1,287	1,926
	27,711	3,735	23,976
<b>TOTAL ASSETS</b>	<b>8,27,654</b>	<b>7,21,310</b>	<b>1,06,344</b>
<b>LIABILITIES AND EQUITY</b>			
<b>LIABILITIES</b>			
<b>Financial Liabilities</b>			
Payables			
Trade Payables			
- total outstanding dues of micro enterprises and small enterprises	20	20	-
- total outstanding dues of creditors other than micro enterprises and small enterprises	98,171	98,171	-
Debt Securities	4,25,783	4,25,783	-
Borrowings (other than debt securities)	99,627	99,627	-
Lease Liabilities	6,491	1,878	4,613
Other financial liabilities	12,450	12,361	89
	6,42,542	6,37,840	4,702
<b>Non-Financial Liabilities</b>			
Current tax liabilities (Net)	179	179	-
Provisions	1,460	1,198	262
Deferred tax liabilities (Net)	367	-	367
Other non-financial liabilities	3,392	3,365	27
	5,398	4,742	657
<b>Total Liabilities</b>	<b>6,47,940</b>	<b>6,42,581</b>	<b>5,359</b>
<b>Net</b>	<b>1,79,714</b>	<b>78,729</b>	<b>1,00,985</b>

**Note 51: Other Statutory Information**

- a. Additional regulatory information required under (WB) (xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in broking business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.
- b. There are no charges or satisfaction yet to be registered with Registrar of companies beyond the statutory period.
- c. The Company did not have any transactions which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).
- d. The Company does not hold any benami property and no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- e. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
- f. The Company is not declared wilful defaulter by any bank or financial institution or other lender.
- g. During the year ended 31 March, 2024, the Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall 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 to or on behalf of the Ultimate Beneficiaries.
- h. During the year ended 31 March, 2024, the Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall 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 to or on behalf of the Ultimate Beneficiaries.
- i. SUN System ERP (Accounting Software):  
Since inception, the audit trail functionality has been activated to critical financial tables ensuring transparency and accountability in our financial record-keeping Systems. The snapshot of the enabled tables have been furnished during audit.  
Audit logs have consistently been generated, providing a comprehensive trail of financial transactions and activities.  
The activation of audit functionality has been integral to our internal control framework, facilitating compliance with regulatory requirements and enhancing stakeholder confidence.
- The Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, the audit log was enabled and operated throughout the year for relevant transactions recorded in SUN accounting software.
- Precision (Trading backend system):  
Immutability of Submitted Entries:-  
Once an entry is submitted, it cannot be modified, and there is no front-end screen available for modifications, ensuring the integrity and reliability of entered data.
- Limited Access to DBA Changes:- Access to Database Administrator (DBA) changes is restricted to a select group of individuals, following the four-eye principle with multiple reviews to prevent inadvertent command execution.

Data Model Security:- The data model and know-how are exclusively maintained by TCS (Tata Consultancy Services), ensuring that only authorized patches provided by TCS are applied, thus mitigating the risk of unauthorized data tampering.

Functional Role Assignment:

Functional roles are assigned to application users in the back-office application, grouping various screens. Access to screens are granted based on these assigned roles.

Role-Based Access Control (RBAC):- Access to screens is contingent upon the assignment of roles, which are maintained within the database. Additionally, the system logs the date and time stamp of any modifications to these role assignments.

Transaction Logging:- All financial transactions are recorded in the financial ledger with an insert-only option; there is no provision for updates or deletes. Once data is entered into the table, it becomes permanent and immutable. The system automatically captures metadata such as "created by," "create date," and "program ID," facilitating traceability and accountability.

The robust controls and mitigation measures implemented within the Precision system provide a strong foundation for preventing data tampering and ensuring the integrity of financial transactions. These measures, including the immutability of submitted entries, restricted access to DBA changes, and thorough transaction logging, contribute to a secure and reliable data environment. We are confident that these controls effectively mitigate the risks associated with data tampering and support the integrity of our financial reporting processes.

The Company has used accounting software ie SUN and Precision, for maintaining its books of account which has a feature of recording audit trail (edit log) facility. In respect of SUN accounting software, the audit trail was enabled and operated throughout the year for relevant transactions recorded therein. Further, there was no instance of tampering of such audit trail noted in such software. The vendor supporting Precision accounting software could not produce conclusive documentation to demonstrate when audit trail was enabled and whether it operated throughout the year for all relevant transactions recorded in this software. Further, the audit trail feature was not enabled on the databases supporting SUN and Precision.

- j. The Company has Input tax credit (ITC) asset paid by the Company on purchase of goods/services that are used or will be used for business. The Company was previously netting off these ITC assets from GST liability under other non-financial liabilities for the presentation in the balance sheet. However, based on review of commonly prevailing practices and to align with presentation used by the peer group companies, the management considers it to be more relevant if ITC asset is presented under other non financial assets. Prior year comparatives as at 31 March 2024 have been restated by reclassifying ₹1695 lacs from other non financial liabilities to other non financial assets, in the balance sheet. The corresponding amounts included under the head other non financial liabilities as at 1 April 2022 were ₹1,131 lacs. The management believes that the reclassification does not have any material impact on information presented in the balance sheet at the beginning of the preceding period, viz., 1 April 2022. Accordingly, the Company has not presented third balance sheet in the financial statements.

The Company has earned research fees by providing research services to various persons including HDFC Bank. The Company has previously included the research fees under other income for the presentation in the balance sheet. However, based on review of commonly prevailing practices and to align with presentation used by the peer group companies, the management considers it to be more relevant if research fees is presented under operating income. Prior year comparatives as at 31 March 2024 have been restated by reclassifying ₹1,757 lacs from other income to operating income, in the balance sheet. The corresponding amounts included under the head other income as at 1 April 2022 were ₹1,452 lacs. The management believes that the reclassification does not have any material impact on information presented in the balance sheet at the beginning of the preceding period, viz., 1 April 2022. Accordingly, the Company has not presented third balance sheet in the financial statements.

- k. The Company has complied with the requirements of the number of layers prescribed under Section 2(87) of the Companies Act, 2013 read with Companies (Restriction on number of Layers) Rules, 2017.
- l. Quarterly statements of current assets filed with banks and financial institutions for fund borrowed from those banks and financial institutions on the basis of security of current assets are in agreement with the books of account.
- m. The Company is holding immovable property as disclosed in note no.11. Title deeds of the property are held in the name of the Company.
- n. There are no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

**Note 52: Events after reporting date**

There are no material events after the reporting date that require disclosure in these financial statements.

As per our report of even date.

**For S. R. Batliboi & Co. LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

**VIREN H. MEHTA**  
Partner  
Membership No. 048749

Place: Mumbai  
Date: 12 April 2024

For and on behalf of the Board of Directors of  
**HDFC securities Limited**  
CIN Number: U67120MH2000PLC152193

**DHIRAJ RELI**  
Managing Director  
DIN: 07151265

**ASHISH RATHI**  
Whole Time Director  
DIN: 07731968  
Place: Mumbai  
Date: 12 April 2024

**RAVINDERA NAHAR**  
Chief Financial Officer

**MITUL PALANKAR**  
Company Secretary





Investment in securities market are subject to market risks. Read all the related documents carefully before investing.

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