BAMPSL SECURITIES LIMITED
Regd. Off. : 100-A, Cycle Market,
Jhandewalan Extn., New Delhi-110055
Tel. : 91-011-23556436, Fax : 91-011-23617013

CIN: L65100DL1995PLC065028
Email ID: bampslsecurities@yahoo.co.in

Ref. No. : .....

Date : .....

To,
The Department (Listing Operations)
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001

Date: 11.10.2017

Reference: Code: 531591 and Series: EQ

Sub: Submission of Annual Report along with Notice of 22nd AGM as per Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 34 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submit 22nd Annual Report of our Company "Bampsl Securities Limited" along with Notice of AGM for the Financial Year 2016-2017.

You are requested to kindly take the above information on record and oblige.

Thanking You,

Yours faithfully,
For Bampsl Securities Limited

Namrata Kamboj

Namrata Kamboj
(Company Secretary)

Encl: Annual Report

BAMPSL SECURITIES LIMITED

22nd ANNUAL REPORT
2016-2017

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Board of Directors

- Mr. Bhisham Kumar Gupta — Managing Director
- Mr. Vinubhai Prabhudas Patel — Director
- Mr. Sanjay Sharma — Director
- Mrs. Natasha Sarin — Director

Company Secretary

- Ms. Namrata Kamboj

Statutory Auditors

- M/s G.C. Agarwal & Associates, Chartered Accountants
  240, Ghalib Apartments, Parwana Road, Pitampura, Delhi- 110034

Bankers

- STATE BANK OF BIKANER & JAIPUR
  Loha Mandi, Naraina, New Delhi-110002
- KARNATAKA BANK LTD.
  Savita Vihar, Delhi-110092
- PUNJAB NATIONAL BANK
  Patel Nagar, New Delhi
- STATE BANK OF INDIA
  Friends Colony, New Delhi-110092

Registrar & Share Transfer Agent

- ALANKIT ASSIGNMENTS LTD.
  2E/21 Jhandewalan Extn., New Delhi-110055

Registered Office

- 100-A, Cycle Market, Jhandewalan Extension, New Delhi-110055
  CIN : L74899DL1995PLC065028, Tele No.- 23556436 Fax : 011-23617013
  Email Id : bampslsecurities@yahoo.co.in
  Website : www.bampslsecurities.co.in

NOTICE OF THE 22ND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE TWENTY-SECOND ANNUAL GENERAL MEETING OF BAMPSL SECURITIES LIMITED WILL BE HELD ON FRIDAY, 29th SEPTEMBER 2017 AT 10.00 A.M. AT KHASRA NO 24/15, KAKROLA, NEW DELHI - 110043 TO TRANSACT THE FOLLOWING BUSINESS:

A. ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the period ended on that date together with the Auditor's Report and the Director's Report thereon.

2. To appoint a Director in place of **Mr. Vinubhai Prabhudas Patel (DIN: 00906780),** who retires by rotation and being eligible, offers himself for re- appointment.

3. To ratify the appointment of **M/s G.C. Agarwal & Associates, Chartered Accountant** as the Statutory Auditors of the Company who was appointed for the period of five years and fix their remuneration and in this regard to consider and if thought fit, to pass with or without modification(s) the following resolution as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the appointment of **M/s G.C. Agarwal & Associates, Chartered Accountant (Firm Registration No.017851N),** be and is ratifies as the Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting (subject to annual ratification by the Members at the Annual General Meeting), to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and Auditors."

B. SPECIAL BUSINESS:

4. **To Appoint Mr. Sanjay Sharma (DIN- 07342776) as an Independent Director**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149,150,152,160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mr. Sanjay Sharma (DIN-07342776)**, be and is hereby appointed as an Independent Director of the Company and submitted a declaration that he meets the criteria for Independence as provided in Section 149(6) of the Act and eligible for appointment, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term up to 5(five) consecutive years commencing from 15.03.2017."

5. To Appoint Mrs. Natasha Sarin(DIN- 07770818) as an Independent Director

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution.

"RESOLVED THAT pursuant to the provisions of Section 149,150,152,160 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), **Mrs. Natasha Sarin (DIN 07770818)**, be and is hereby appointed as an Independent Director of the Company and submitted a declaration that she meets the criteria for Independence as provided in Section 149(6) of the Act and eligible for appointment, be and is hereby appointed as an Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for a term upto 5 (five) consecutive years commencing from 15.03.2017."

6. **To Appoint Mr. Vinubhai Prabhudas Patel as a Director**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 161 of the Companies Act, 2013, **Mr. Vinubhai Prabhudas Patel (DIN: 00906780),** who was appointed as an Additional director with effect from 12.08.2017 on the Board of the Company who holds office up to the ensuing annual General Meeting, be and is hereby appointed as a director of the Company".

7. To consolidate equity share capital of the company by increasing the face value of the equity shares of the Company

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 61(1)(b) and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for time being in force), read with the Articles of Association of the Company consent of the members of the Company be and is hereby accorded to consolidate issued, subscribed and paid-up equity shares in the share capital of the Company by increasing the face value of the equity shares from Rs.1/- each to Rs.10/- each so that every 1 equity shares with face value of Rs.10/- each held by a member are consolidated and redesigned into 1 (one) equity share with face value of Rs.10/- each provided that no member shall be entitled to a fraction of a share and all fractional entitlements resulting from the consolidation shall be aggregated into whole shares and the number of whole shares so arising shall be held by a trustee appointed by the Board of Directors (hereinafter referred as "the Board" which term shall be deemed to include any Committee thereof) of the Company (Trustee) who shall dispose of the said whole shares".

"**RESOLVED FURTHER THAT** subject to the approval of members as above, the consolidation of shares be determined on the basis of those shareholders whose names appear in the Register of Members as on the 'Date' (hereinafter referred to as "Record Date" or "Effective Date") being 31.03.2017."

"RESOLVED FURTHER THAT subject to the approval of the consolidation of shares, the consent of the members be and is hereby also accorded to the sale of the shares resulting from the consolidation of fractional entitlements by the Board of the Company.

"RESOLVED FURTHER THAT the existing share certificates issued to the holders of Equity Shares be treated as cancelled and that fresh share certificates be issued for the fully paid consolidated Equity Shares to such members in lieu thereof pursuant to the rule 5 of the Companies (Share Capital and Debenture) Rules, 2014 along with the proportionate amount from the sale of fractional entitlements, if any.

"RESOLVED FURTHER THAT for the purpose of giving effect to the above resolutions, the Board of Directors of the company be and are hereby authorized to take all necessary steps in this regard in order to facilitate the legal and / or procedural formalities and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard."

8. **To alter the Capital Clause of the Memorandum of Association of the Company and in this regard to consider and if thought fit to pass, with or without modification(s) the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 13, 61(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any statutory modification or re-enactment thereof for the time being in force), the existing clause V of Memorandum of Association of the Company be and is hereby substituted by the following Clause:

V. The authorized share capital of the Company is Rs.310,000,000 (Rupees Thirty one crores) divided into 31,000,000 (Three crores ten lakhs) Equity shares of Rs.10/- (Rupees ten) each with a power to increase and reduce the capital of the Company or to divide the shares in the capital for the time being into several classes as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take all such steps and actions and give such directions, as may be in its absolute discretion, deem necessary and to settle any question that may arise in this regard."

9.. **To Increase Authorised Share Capital of the Company**

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 61 and other applicable provisions, if any, of the Companies Act, 2013 read with rule 15 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) , Articles of Association and subject to the approval of member of the company, the consent of the Board be and is hereby accorded to enhance the present Authorised Share Capital of the Company from Rs. 31,00,00,000/- (Rupees Thirty one Crores) divided into 310000000 (Thirty one Crores) equity share of Rs.1/- (Rupees One) each

to Rs. 35,00,00,000/- (Rupees Thirty Five Crores) by creation of additional 40,00,000 (Forty Lacs) equity share of Rs. 10/-(Rupees Ten) each ranking pari passu with the right and liabilities of the existing equity shares and accordingly Clause V of the Memorandum of Association of the Company be altered as under:-

The Authorised Share Capital of the Company is Rs. 35,00,00,000/- (Rupees Thirty Five Crores) divided into 35000000 (Three Crore Fifty Lacs) equity shares of Rs 10/- (Rupees Ten) each.

10. To Issue Bonus Share

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with rule 14 of the Companies (Share Capital and Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and relevant provisions of Articles of Association of the company and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI) including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time) the consent of the Members be and is hereby accorded to capitalize a sum of Rs. 4,43,93,690/- (Rupees Four Crore Forty Three Lacs Ninety Three Thousand Six Hundred Ninety) standing to the credit of reserves and surplus of the audited annual Balance Sheet as at 31st march, 2017 for issue and allotment of 44,39,369 (Forty Four Lacs Thirty Nine Thousand Three Hundred Sixty Nine) fully paid up bonus shares of Rs. 10/-each (Rupees ten) in the ratio of 3 (Three) such bonus shares to every 20 (Twenty) fully paid up equity shares held in the company by members of the company as on date to be notified by the company and as a result the present issued, subscribed and paid up Share Capital of the Company of Rs. 29,59,57,915/- (Rupees Twenty Nine Crore Fifty Nine Lacs Fifty Seven Thousand Nine Hundred Fifteen) divided into 295957915 fully paid up equity share of Rs.1/- (Rupees One) shall stand increased from Rs. 29,59,57,915/- (Rupees Twenty Nine Crore Fifty Nine Lacs Fifty Seven Thousand Nine Hundred Fifteen) to Rs. 34,03,51,600 (Rupees Thirty Four Crore Three Lacs Fifty One Thousand Six Hundred) divided into 34035160 fully paid up equity shares of Rs. 10/- (Rupees Ten) each."

"RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company be and is hereby authorized to take all such steps and actions and give such directions, as may be in its absolute discretion, deem necessary and to settle any question that may arise in this regard."

11. AMENDMENT(S) TO MEMORANDUM OF ASSOCIATION OF THE COMPANY: -

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution :

"**RESOLVED THAT** pursuant to the provisions of section 13 of Companies Act, 2013 ('the Act'), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or reenactment thereof for the time being in force), and such other rules and regulations, as may be applicable and subject to the approval of Registrar of Companies, NCT of Delhi & Haryana, New Delhi the consent of the members be and is hereby accorded for alteration of Memorandum of Association of the Company as per the Schedule I Table A of the Companies Act, 2013

including deleting of Clause III C –OTHER OBJECTS along with other alterations as per the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized for taking the necessary approvals as required under provisions of the Companies Act, 2013 to give effect to the Alteration of Memorandum of Association of the company, to take necessary steps and sign the required documents in this connection to be filed with NCT of Delhi & Haryana.

12. ADOPTION OF NEW SET OF ARTICLES OF ASSOCIATION OF COMPANY INTER -ALIA PURSUANT TO THE COMPANIES ACT, 2013: -

To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Special Resolution.

"RESOLVED THAT pursuant to the provisions of section 5 and 14 of Companies Act, 2013 ('the Act'), Schedule I made thereunder, read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of Registrar of Companies, NCT of Delhi & Haryana, New Delhi and the new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company of the Company be and are hereby authorized for taking the necessary approvals as required under provisions of the Companies Act, 2013 to give effect to the Alteration of Articles of Association of the company, to take necessary steps and sign the required documents in this connection to be filed with NCT of Delhi & Haryana

BY ORDER OF THE BOARD
For Bampsl Securities Limited

Sd/-
Namrata Kamboj
(Company Secretary)
M. No. 50336

Date : 05.09.2017
Place : New Delhi

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIN/HER SELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.**

2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The Instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting.

3. An explanatory statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto.

4. Corporate members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

5. The register of Members and Share transfer books of the Company will remain closed from 23rd September, 2017 to 29th September, 2017 (both days inclusive).

6. Members /Proxies attending the meeting are requested to bring their Copy of Annual Report to the Meeting.

7. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least Seven days prior to date of AGM to enable the Management to compile the relevant information to reply the same in the Meeting.

8. Members are requested to notify any change in their address/mandate/bank details immediately to the share transfer agent of the Company at the following address :-

   M/s Alankit Assignments Limited
   2E/21, Jhandewalan Extension
   New Delhi-110055

9. The Securities and Exchange Board of India (SEBI) has mandated the submission of copy of PAN card to the Company/ Depository Participants as the case may be. Members holding shares in physical form should submit their PAN details to the Company/RTA.

10. Documents referred to in the Annual General Meeting Notice are open for Inspection at the registered office of the Company at all working days except Saturdays between 11 A.M and 2 P.M up to the date of the Annual General Meeting.

11. The route map of the venue of the Meeting is given in the Notice.

12. Voting Through electronic means

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

Instructions for E-voting are as under:

1. The Notice of the Annual General Meeting (AGM) of the Company inter-alia indicating the process and manner of e-Voting is being sent to all the Members.

2. NSDL shall be sending the User ID and Password to those Members whose shareholding is in the dematerialized format and whose e-Mail addresses are registered with the Company/Depository Participants. For Members who have not registered their e-Mail address, can use the details as provided in this document.

3. Open email and open PDF file viz; **"Bampsl Securities Limited** e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password /PIN for e voting. Please note that the password is an initial password

4. Launch internet browser by typing the following URL:https://www.evoting.nsdl.com

5. Click on "Shareholder - Login".

6. Put User ID and password as initial password noted in step (1) above and Click Login.

7. Password Change Menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof.

8. Home page of "e-Voting" opens. Click on e-Voting: Active Voting Cycles.

9. Select "EVEN" of (**Bampsl Securities Limited**). Members can cast their vote online from September 26th, 2017 (9:00 am) till September 28th, 2017 (5:00 pm).

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

10. Now you are ready for "e-Voting" as "Cast Vote" page opens.

11. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.

12. Upon confirmation the message "Vote cast successfully" will be displayed.

13. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

14. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail (mandalmk@gmail.com) with a copy marked to evoting@nsdl.co.in.

General Instructions

1. In case of any queries, you may refer the Frequently Asked Question (FAQs) for Shareholders and e-voting user manual for Shareholders available to the Downloads section of https://www.evoting.nsdl.com
2. You can also update your mobile number and e-mail id in the profile details of the folio which may be used for sending future communication(s).
3. The e-voting period commences on September 26th, 2017 (9:00 am) till September 28th, 2017 (5:00 pm). During this period Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cutoff date (record date) of September 22nd, 2017may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
4. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of September 22nd, 2017.
5. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding either in physical form or in dematerialized form, as on the cut-off date of September 22nd ,2017 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
6. Mr. Manoj Kumar Mandal, Practicing Company Secretary (Membership No.4968) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
7. The Scrutinizer shall immediately after the conclusion voting at the AGM, first count the voting cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make a Consolidated Scrutinizer's Report of the votes cast in favour or against, if any, and to submit the same to the Chairman of the AGM not later than three working days from the conclusion of the AGM.
8. The Results shall be declared forthwith after the submission of Consolidated Scrutinizer's Report either by Chairman of the Company or by any person authorized by him in writing and the resolutions shall be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the Resolutions.
9. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company www.bampslsecurities.co.in and on the website of NSDL immediately after the declaration of the results by the Chairman.

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013

As required under section 102 of the Companies Act, 2013 the following Explanatory Statement sets out all materials facts relating to the Special Business set out from Item No. 4 to Item No. 12 of the accompanying Notice.

Item No. 4

Mr. Sanjay Sharma is a graduate by Academic Qualification and he has also major experience in his field. He is neither a Director nor a Member of any Committee in any other company.

Mr. Sanjay Sharma had been appointed as an Independent Director of the Company by the Board of Directors at its meeting held on March 15th, 2017.

As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall hold office for affixed term up to five consecutive years on the Board of a Company and shall not be liable to retire by rotation. Mr. Sanjay Sharma has given a declaration to the board in terms of section 149(7) of the Act that he meets the criteria of independence as provided under section 149(6) of the Act.

In the opinion of the Board, Mr. Sanjay Sharma fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and he is Independent of the Management.

None of the Directors or Key Managerial Personnel of the company or their respective relatives is concerned or interested in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 5

Mrs. Natasha Sarin is a graduate in Commerce by Academic Qualification and as per Professional Qualification she has also completed Company Secretary Course. She is neither a Director nor a Member of any Committee in any other company.

Mrs. Natasha Sarin had been appointed as an Independent Director of the Company by the Board of Directors at its meeting held on March 15th, 2017.

As per the provisions of Section 149 of the Companies Act, 2013, an Independent Director shall hold office for a fixed term up to five consecutive years on the Board of a Company and shall not be liable to retire by rotation. Mr. Sanjay Sharma has given a declaration to the board in terms of section 149(7) of the Act that he meets the criteria of independence as provided under section 149(6) of the Act.

In the opinion of the Board, Ms. Natasha Sarin fulfills the conditions specified in the Act and the Rules made there under for appointment as Independent Director and she is Independent of the Management.

None of the Directors or Key Managerial Personnel of the company or their respective relatives is concerned or interested in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 6

Mr. Vinubhai Prabhudas Patel was appointed as an Additional Director w.e.f. 12th August, 2017 in accordance with the provisions of Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 the above holds office up to the date of the ensuing Annual General Meeting. The Board feels that presence of Mr. Vinubhai Prabhudas Patel on the Board is desirable and would be beneficial to the company and hence recommends the passing of the Ordinary Resolution.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 7 & 8

The Board proposes to consolidate issued, subscribed and paid up equity shares in the capital of the Company by increasing the face value of the equity shares from Rs.1/- each to Rs.10/- each so that every 1 equity shares with face value of Rs.10/- each held by a member are consolidated and redesigned into 1 (one) equity share with face value of Rs.10/- each.

Subject to the approval of members as above, the consolidation of shares be determined on the basis of those shareholders whose names appear in the Register of Members as on the 'Date' (hereinafter referred to as "Record Date" or "Effective Date") being 31.03.2017.

In view of the above, it is necessary to amend existing Clause (V) of the Memorandum of Association and substituted by the following :

The authorized share capital of the Company is Rs.310,000,000 (Rupees Thirty one crores) divided into 31,000,000 (Three crores ten lakhs) Equity shares of Rs.10/- (Rupees ten) each.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 9

Increase of Authorized Capital of the Company and amend the Capital Clause in the Memorandum of Association of the Company

Presently, the Authorized Share Capital of your Company is Rs. 31,00,00,000/- (Rupees Thirty one Crore) divided into 310000000 Equity Shares of Rs.1/- (Rupees One) each. The Board is proposing, subject to shareholders' approval, an increase in the authorized Share Capital from Rs. 31,00,00,000/- (Rupees Thirty one Crores) divided into 310000000 equity share of Rs.1/- (Rupees One) each to Rs. 35,00,00,000/- (Rupees Thirty Five Crores) divided into 35000000 (Three Crore Fifty Lacs) equity shares of Rs. 10/- (Rupees Ten) each.

In view of the above, it is necessary to amend Clause (V) of the Memorandum of Association to increase the Authorised Share Capital from Rs. 31,00,00,000/- to Rs. 35,00,00,000/- by placing a Special Resolution for consideration and approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 10

Capitalize Reserves of the Company and issue Bonus Shares

The Board proposes to capitalize a sum a Rs. 4,43,93,690/- (Rupees Four Crore Forty Three Lacs Ninety Three Thousand Six Hundred Ninety) standing to the credit of reserves as on 31/03/2017 for issue and allotment of 44,39,369 (Forty Four Lacs Thirty Nine Thousand Three Hundred Sixty Nine) fully paid up bonus shares of Rs. 10/-each (Rupees ten) in the ratio of 3 (Three) such bonus shares to every 20 (Twenty) fully paid up equity shares held in the company by members of the company.The board also proposes to increased paid up share capital from Rs. 29,59,57,915/- (Rupees Twenty Nine Crore Fifty Nine Lacs Fifty Seven Thousand Nine Hundred Fifteen) to Rs. 34,03,51,600 (Rupees Thirty Four Crore Three Lacs Fifty One Thousand Six Hundred) divided into 34035160 fully paid up equity shares of Rs. 10/- (Rupees Ten) each.

The proposal for capitalization of said reserves and issue of Bonus Shares is now placed for consideration and approval of the Members.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, in passing of the resolution except to the extent of their respective shareholding in the company.

Item No. 11 & 12

Adoption of Memorandum of Association & Articles of Association

With the coming into force of the Companies Act, 2013, several regulations of the existing Memorandum of Association & Articles of Association of the Company require alteration or deletions in several articles. Given this position, it is considered expedient to wholly replace the existing Memorandum of Association & Articles of Association by a new set of Memorandum and Articles.

None of the Directors or Key Managerial Personnel of the Company or their respective relatives is concerned or interested, in passing of the resolution except to the extent of their respective shareholding in the company.

BY ORDER OF THE BOARD
For Bampsl Securities Limited

Sd/-
Namrata Kamboj
(Company Secretary)
M. No. 50336

Date : 05.09.2017
Place : New Delhi

DIRECTOR'S REPORT

TO THE MEMBERS OF
BAMPSL SECURITIES LIMITED

Your Directors take pleasure in presenting the 22nd Annual Report on the business and operations of the Company and the Audited Financial Statement of the Company for the Financial Year ended 31st March, 2017

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

The performance of the Company for the Financial Year ended 31st March, 2017 is summarized below :

Particulars	2016-2017	2015-2016
	(In rupees)	(In rupees)
Gross Income	14427685.44	463928866.62
Expense	12425289.46	457499808.71
Profit Before Interest and Depreciation	2002395.98	6429057.91
Finance Charges	NIL	NIL
Gross Profit	2002395.98	6429057.91
Provision for Depreciation	435032.00	467348.38
Net Profit Before Tax	1567363.98	5961709.53
Tax Expense:		
i. Current Tax	531336.39	2021019.53
ii. Adjustment for previous year	33942	-
iii. Deferred Tax	(36404.46)	(73248.73)
Net Profit After Tax	1038490.05	4013938.73

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

The Company continues to be engaged in the business of dealing and investing in shares and other securities along with financial services like spot financing, short term financial accommodation, long term financial accommodation, and in other similar financial sector. For F.Y. 2016-2017, the Company earned revenue of Rs. 14427685.44. Despite the current market scenario, the company has earned profit and the directors of the company make strenuous efforts to increase the market value and profit of the company.

3. CHANGE IN THE NATURE OF BUSINESS, IF ANY

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

4. DIVIDEND

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

5. BONUS SHARE

Your Directors are pleased to recommend Bonus Shares to the members in proportion of 3:20 i.e. 3 (three) new bonus shares to every 20 (twenty) fully paid up equity shares held by them.

6. RESERVES

The Amount of Rs. 830,792.04 is transferred to General Reserve and Rs. 207698.01 is transferred to Statutory Reserve under section 451 C of RBI Act, 1934.

7. CHANGE OF NAME

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

8. SHARE CAPITAL

As on 31st March, 2017, the issued, subscribed and paid up share capital of our Company stood at Rs. 29,59,57,915 comprising 29,59,57,915 Equity Shares of Rs. 1 each.

Your Directors proposes to consolidate issued, subscribed and paid up share capital of the company by increasing the face value of equity shares from Rs.1/- each to Rs.10/- each so that every 1 equity shares with face value of Rs.10/- each held by a member are consolidated and redesigned into 1 equity share with face value of Rs.10/- each.

For the purpose of Bonus Share, the company needs to increase its Authorised Share Capital of the Company. Hence subject to the approval of members at the ensuing Annual General Meeting, the Authorised Share Capital of the company will increase from Rs. 31,00,00,000 (Rupees Thirty One Crore) to Rs. 35,00,00,000 (Rupees Thirty Five Crore).

However after allotment of Bonus shares, once approved by the shareholders of the company, the Paid-up share capital increased from Rs. 29,59,57,915/- (Rupees Twenty Nine Crore Fifty Nine Lacs Fifty Seven Thousand Nine Hundred Fifteen) to Rs. 34,03,51,600 (Rupees Thirty Four Crore Three Lacs Fifty One Thousand Six Hundred) divided into 34035160 fully paid- up equity shares of Rs. 10/- (Rupees Ten) each."

Issue of Equity Shares with Differential Rights

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

Issue of Sweat Equity Share

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

9 DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

In accordance with the provisions of the Act **Mr. Vinubhai Prabudas Patel** is liable to retire by rotation at the ensuing Annual General Meeting and is eligible for re appointment.

At the meeting of the Board of Directors held on 15th March, 2017 **Mr. Sanjay Sharma** & **Mrs. Natasha Sarin** was appointed as an Independent Directors of the Company and **Ms. Namrata Kamboj** was appointed as a Company Secretary of the Company.

The Company has received necessary declarations from each of the Independent Directors under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of the independence as laid down in section 149(6) of the Companies Act, 2013 and Clause 49 and Regulation 16(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mrs. Sheela Gupta has due to some personnel reasons resigned from the post of additional Director of the Company with effect from 12th August, 2017.

Ms. Prerna Bajaj was resigned from the post of Company Secretary of the Company with effect from 1st November 2016.

Our Beloved **Mr. Suresh Kumar Singhal** has passed away on 25th July, 2016, hence ceased to be a Director of the Company with effect from 25th July, 2016.

10 PARTICULARS OF EMPLOYEES

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

11. POLICY ON DIRECTOR'S APPOINTMENT AND REMUNERATION

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

organizational guidelines. The Nomination and Remuneration Policy of the Company is stated in the Corporate Governance Report.

12. BOARD EVALUATION

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

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

13. DIRECTOR'S RESPONSIBILITY STATEMENT

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

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;

(b) Accounting policies have been selected and applied them consistently and judgments and estimates made are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the close of the financial year and of the profit and loss of the company for that period;

(c) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of this Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) The annual accounts have been prepared on a going concern basis;

(e) Internal financial controls have been laid down to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) Proper systems have been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

14. AUDITORS AND AUDITOR'S REPORT

Statutory Auditors

The Statutory Auditor of the Company M/s G.C. Agarwal & Associates (Firm Registration No.017851N), Chartered Accountants, was appointed as statutory auditor of the Company on the Annual General Meeting held in 2015 for the period of five years subject to ratification at every annual general meeting.

Therefore, M/s G.C. Agarwal & Associates (Firm Registration No.017851N), Chartered Accountants, Statutory Auditor of the Company, are liable to ratification at the ensuing Annual General Meeting of the Company.

Cost Auditors

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

Secretarial Auditor

In terms of Section 204 of the Act and Rules made there under, M/s M. K. Mandal & Associates, Practicing Company Secretary have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as **Annexure III** to this report. The report is self-explanatory and do not call for any further comments.

Internal Audit and Controls

The Company engages M/s Manoj Ved & Company, Chartered Accountants as its Internal Auditor. During the year, the Company continued to implement their suggestions and recommendations to improve the control environment. Their scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

15. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

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

16. CORPORATE SOCIAL RESPONSIBILITY (CSR)

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

17. INTERNAL FINANCIAL CONTROLS

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

18. MEETINGS

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

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

The Company has not taken/made any Loans, Guarantees and Investments under the provisions of Section 186 of the Companies Act, 2013 during the financial year ended 31St March 2017.

20. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The company has not entered into contract or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions during the Financial Year ended 31st March, 2017.

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

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

22. VIGIL MECHANISM/ WHISTLE BLOWER POLICY

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

23. RISK MANAGEMENT POLICY

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

24. EXTRACT OF ANNUAL RETURN

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

25. DISCLOSURES

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

1. Issue of equity shares with differential rights as to dividend, voting or otherwise.

2. Issue of shares (including sweat equity shares) to employees of the Company under any scheme.

3. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its related company.

4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

The company adopted a policy for prevention of Sexual Harassment of Women with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All employees (permanent, contractual, temporary, trainees) are covered under this policy.

Your Directors state that during the year under review, no cases of sexual harassment has been received by the company.

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

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

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

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

28. DEPOSITS

During the period under review, your Company has not accepted any deposit from public in accordance with Section 73 of the Companies Act, 2013 and rules made there under and hence no amount of principal or interest was outstanding as on 31/03/2017. No buy Back of shares was proposed or pending during the financial year ended on 31/03/2017.

29. CORPORATE GOVERNANCE CERTIFICATE

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

30. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st March, 2017.

31. HUMAN RESOURCES

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

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

32. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

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

33. LISTING WITH STOCK EXCHANGE

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

34. ACKNOWLEDGEMENTS

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

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

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

BY ORDER OF THE BOARD
For Bampsl Securities Limited

Sd/-	**Sd/-**
Bhisham Kumar Gupta	**Natasha Sarin**
(Managing Director)	**(Director)**
DIN : 00110915	**DIN : 07770818**

Place: New Delhi
Date: 29.05.2017

ANNEXURE INDEX

I. Annual Return Extracts in MGT-9

II. Format of Declaration by Independent Director

III. MR-3 Secretarial Audit Report

Annexure I- EXTRACT OF ANNUAL RETURN (FORM NO. MGT 9)
as on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L74899DL1995PLC065028
2.	Registration Date	03/02/1995
3.	Name of the Company	BAMPSL SECURITIES LIMITED
4.	Category/Sub-category of the Company	Public Company NBFC Limited by Shares Company having share capital
5.	Address of the Registered office & contact details	100-A Cycle Market, Jhandewalan Extn. New Delhi-110055 Telephone : 91-011-23556436, Fax Number : 91-011-23617013 Email Address : bampslsecurities@yahoo.co.in
6.	Whether listed company	Yes BSE Ltd. (Stock Exchange), Code-531591
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Alankit Assignments Limited 2E/21,Jhandewalan Extn. New Delhi-110055 Telephone : 91-11-42541234,91-11-23552001 info@alankit.com

II. **PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	To invest in, acquire and hold, buy or sell or otherwise dispose of or deal in securities and to provide financial & Investment assistance.	803	100

III. **PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :**

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

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

A. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) **Indian**									
a) Individual/ HUF	32057296	NIL	32057296	10.83	32057296	NIL	32057296	10.83	NIL
b) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Total shareholding of Promoter (A)	32057296	NIL	32057296	10.83	32057296	NIL	32057296	10.83	NIL
B. Public Shareholding									
1. Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Sub-total (B)(1):-	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2. Non-Institutions									
a)Bodies Corp.									
i)Indian	102871153	NIL	102871153	34.76	95704729	NIL	95704729	32.34	2.42
ii)Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	51688018	2267303	53955321	18.23	44807444	2266183	47073627	15.91	2.33
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	105770243	NIL	105770243	35.74	113614027	864151	114478178	38.68	2.94
b) Others (specify)									
Non Resident Indians	903162	NIL	903162	0.31	898863	NIL	898863	0.30	0.01
Client Margin/ Clearing Member	400740	NIL	400740	0.14	5745222	NIL	5745222	1.94	1.8
Sub-total (B)(2):-	112320934	864151	113185085	38.25	6644085	NIL	6644085	2.24	1.81
Total Public Shareholding (B)=(B)(1)+ (B)(2)	260769165	3131454	263900619	89.17	260770285	3130334	263900619	89.17	
C. Shares held by Custodian for GDRs & ADRs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	
Grand Total (A+B+C)	292826461	3131454	295957915	100	292827581	3130334	295957915	100	

B. Shareholding of Promoter

S. NO.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	%of Shares Pledged / encumbered to total shares	
1	Mr. Bhisham Kumar Gupta	32057296	10.83	NIL	32057296	10.83	NIL	NIL

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

S.NO.	Particulars	Shareholding at the beginning of the year	
		No. of shares	% of total shares of the company
	At the beginning of the year	32057296	10.83
	NO CHANGE		
	At the end of the year	32057296	10.83

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

S.NO.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	BHAIJEE COMMODITIES PVT. LTD.	34564854.000	11.679	34564854.000	11.679
5.	GG OVERSEAS PRIVATE LIMITED	15643510.000	5.286	15643510.000	5.286
3.	BHAIJEE PORTFOLIO LIMITED	12520726.000	4.231	12520726.000	4.231
4.	SATENDER KUMAR GOYAL	9513094.000	3.214	9513094.000	3.214

5.	VIDYASAGAR MAHAVIRPRASAD SAH	NIL	NIL	7915886.000	2.675
6.	NITIN GUPTA	NIL	NIL	7690823.000	2.599
7.	AMIT JAIN	NIL	NIL	7557644.000	2.554
8.	BHAIJEE OVERSEAS LIMITED	7307969.000	2.469	7307969.000	2.469
9.	ASHLAR SECURITIES PVT. LTD.	7000000.000	2.365	7000000.000	2.365
10.	PREM SHANKAR	6500000.000	2.196	6500000.000	2.196

E. Shareholding of Directors and Key Managerial Personnel:

S.No	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Bhisham Kumar Gupta	32057296	10.83	32057296	10.83
2.	Sanjay Sharma	NIL	NIL	NIL	NIL
3.	Vinubhai Prabhudas Patel	NIL	NIL	NIL	NIL
4.	Natasha Sarin	NIL	NIL	NIL	NIL

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

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL -

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S.No.	Particulars of Remuneration	Name of MD/WTD/ Manager	
		Bhisham Kumar Gupta	Suresh Kumar Singhal
1	**Gross salary**	12000	12000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil

2	**Stock Option**	Nil	Nil
3	**Sweat Equity**	Nil	Nil
4	**Commission** **- as % of profit** **- others, specify…**	Nil	Nil
5	**Others, please specify**	Nil	Nil
	Total (A)	12000	12000

Note : Mr. Suresh Kumar Singhal has passed away on 25.07.2016

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

S.No.	Particulars of Remuneration	Key Managerial Personnel
		CS Ms. Prerna Bajaj (resigned w.e.f 01.11.2016)
1	**Gross salary**	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	112000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil
2	**Stock Option**	Nil
3	**Sweat Equity**	Nil
4	**Commission**	
	- as % of profit	Nil
	others, specify…	Nil
5	**Others, please specify**	Nil
	Total	112000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

ANNEXURE - DECLARATION OF INDEPENDENCE **Date :- 15.03.2017**

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

Sub: Declaration of independence under regulation 25 of SEBI (listing obligation and disclosure requirement) and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mr. Sanjay Sharma (DIN:07342776),** hereby certify that I am a Non-executive Independent Director of **Bampsl Securities Limited,** New Delhi and comply with all the criteria of independent director as envisaged regulation 25 of SEBI (listing obligation and disclosure requirement) and the companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- I have not been an executive of the Company in the immediately preceding three financial years;
- Neither me nor any of my relatives:

    a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

    b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

        i) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

        ii) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

    c) holds together with my relatives 2% or more of the total voting power of the company; or

    d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
- I am not less than 21 years of age.

Declaration

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

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

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

Thanking you,
Yours faithfully,

Sd/-

Sanjay Sharma
DIN:07342776
R/o : RZ-25 B/1, GALI NO 31
Indra Park, Palam Colony
New Delhi- 110045

DECLARATION OF INDEPENDENCE

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

Date : 15.03.2017

Sub: Declaration of independence under regulation 25 of SEBI (listing obligation and disclosure requirement) and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Mrs. Natasha Sarin(DIN: 07770818),** hereby certify that I am a Non-executive Independent Director of **Bampsl Securities Limited,** New Delhi and comply with all the criteria of independent director as envisaged regulation 25 of SEBI (listing obligation and disclosure requirement) and the companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- I have not been an executive of the Company in the immediately preceding three financial years;
- Neither me nor any of my relatives:

    a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

    b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

        i) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or

        ii) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;

    c) holds together with my relatives 2% or more of the total voting power of the company; or

    d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or

- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
- I am not less than 21 years of age.

Declaration

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

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

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

Thanking you,
Yours faithfully,

Sd/-

Natasha Sarin
DIN : 07770818
R/o : GH -9/25,
Paschim Vihar
New Delhi -110087

Annexure-III Form No. MR-3 SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31st March, 2017

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

SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH 2017

To,
The Members,
BAMPSL SECURITIES LIMITED
100-A Cycle Market
Jhandewalan Extn
New Delhi-110055

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on 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. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

M/s M. K. Mandal & Associates
Company Secretaries

Sd/-
(Manoj Kumar Mandal)
Prop.
M. No. : 5538
C.P. No. : 4968

Place : New Delhi
Date : 25.07.2017

The Members,
BAMPSL SECURITIES LIMITED
100-A Cycle Market
Jhandewalan Extn
New Delhi-110055

I/We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Bampsl Securities Limited**, **CIN:L74899DL1995PLC065028** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my/our verification of the Bampsl Securities Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I/We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2017, 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:

Corporate Information

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by Bampsl Securities Limited ("the Company") for the financial year ended on 31st March, 2017 according to the provisions of:

(i) The Companies Act, 2013 and the Companies Act, 1956 (to the extent applicable) (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. The Company has received disclosure under Regulation 30(1) and 30(2).

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992. The Company has complied with Regulation 7(1)(a) in Form A. However the Company has adopted the prescribed code of conduct under the Regulations and Trading Plan has been complied.

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009. The Company has not issued any securities during the Financial Year ended on 31st March 2017.

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999. The Company has not issued any securities under Stock Option to its employees during the Financial Year ended on 31st March 2017.

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. Not applicable to the company during the audit period.

(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. The Company has appointed Alankit Assignments Limited for share registry work.

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. Not applicable to the company during the audit period.

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. Not applicable to the company during the audit period.

(vi) The other laws as may be applicable specifically to the Company are:

(a) The Reserve Bank of India Act, 1934. The Company has maintained Statutory Reserve under Section 451C of the Act.
(b) The Income tax Act, 1961
(c) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 1996. The Company has complied with the regulation 55A regarding reconciliation of Share capital Audit.

I/we have also examined compliance with the applicable clauses of the following:

(i) Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India (ICSI).

(ii) The Listing Agreements entered into by the Company with Stock Exchange(s), namely Bombay Stock Exchange (BSE).

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

1. The Directors have disclosed their interest in other firms/Companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under, as required under the provisions of the Section 184 of the Companies Act, 2013.

2. The Company had filed the resolution in Form MGT-14 with the Registrar of Companies in respect of the Adoption of accounts and Boards report, as required under the provisions of the Section 179(3) (g) of the Companies Act, 2013.

3. Ms. Prerna Bajaj, Company Secretary of the Company was resigned from the office as on 1st November, 2016 and has appointed Ms. Namrata Kamboj as Company Secretary on 15th March, 2017 and such company had filed the resolution in Form MGT-14 and DIR-12 for appointment of the Company Secretary under the provisions of the Companies Act, 2013.

4. The Annual General Meeting for the financial year ended on 31st March 2016 was held on 29th September, 2016 after giving notice to the members of the Company and the resolutions passed thereat were recorded in the Minutes Book maintained for the purpose, the Company has filed MGT-15 with the Registrar of Company.

5. Mr. Sanjay Sharma and Mrs. Natasha had appointed as an Additional Independent Directors as on 15th March, 2017 due to vacation of office of the Independent Directors of the Company and The Company had filed the Form DIR-12 for appointment of such directors with the Registrar of Companies, NCT of Delhi & Haryana, New Delhi.

6. The Company had appointed Mrs. Sheela Gupta as an Additional Director on 25th February, 2017 and Company had filed Form DIR-12 for appointment of Such Director with the Registrar of Companies.

7. Mr. Sandeep Kumar Khandelwal has resigned from the post of director as on 28th February, 2017 and Mr. Suresh Kumar Singhal had vacated the post of director due to his death as on 25th July, 2016.

I/we further report that

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

2. Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, 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.

3. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I/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.

I/we further report that during the audit period there were no instances of:

1. Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
2. Redemption / buy-back of securities
3. Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
4. Merger / amalgamation / reconstruction, etc.
5. Foreign technical collaborations

M/s M. K. Mandal& Associates
Company Secretaries

Sd/-
(Manoj Kumar Mandal)
Prop.
FCS No.: 5538
C P No.: 4968

Place: New Delhi
Date: 25.07.2017

CORPORATE GOVERNANCE

CORPORATE GOVERNANCE REPORT FOR THE YEAR 2016-2017

1. COMPANY PHILOSOPHY

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

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

2. BOARD OF DIRECTORS

The Board of Directors of the Company comprised of Four Directors out of which one is Executive and three are Non-Executive Directors. Compositions of Board of Directors as on 31.03.2017 are as follows:

Composition of the Board

S. No.	Name of Director	Category	Attendance of Meeting during 2016-2017		No.of Directorship in other Companies	No. of committees in which Director is a Member	No. of Committees in which Director is a Chairman	Date of Appointment
			Board Meetings	Last AGM				
1.	Mr. Bhisham Kumar Gupta	Managing Director	12	Yes	4	2	-	06.02.2006
2.	Mrs. Sheela Gupta	Non-Executive Director	6	Yes	2	-	-	25.02.2017
3.	Mr. Sanjay Sharma	Independent Director	-	No	1	3	-	15.03.2017
4.	Mrs. Natasha Sarin	Independent Director	-	No	-	-	3	15.03.2017
5.	Mr. Vinubhai Prabhudas Patel *	Independent Director	12	Yes	2	1	-	01.10.2004
6.	Mr. Sandeep Kumar Khandelwal *	Independent Director	11	Yes	1	-	-	04.03.2005
7.	Mr. Suresh Kumar Singhal *	Executive Director	3	No	1	-	-	10.03.2015

Note :* Mrs. Sheela Gupta has resigned w.e.f 12th August, 2017.
Mr. Sandeep Kumar Khandelwal has resigned w.e.f 28th February, 2017.
Due to death of Mr. Suresh Kumar Singhal his office is vacated on 25th July, 2016.

During the year under review, the meeting of Board of Directors held Twelve times on 05/05/2016, 25/05/2016, 30/05/2016, 13/08/2016, 25/08/2016, 03/10/2016, 14/11/2016, 28/12/2016, 13/02/2017, 25/02/2017, 06/03/2017 & 15/03/2017.

3. COMMITTEES OF THE BOARD

(a)Audit Committee

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

Terms of Reference :

- Recommendation for appointment, remuneration and terms of appointment of Auditors of the company.
- Review and monitor auditor's independence and performance and effectiveness of audit process.
- Examination of the Financial Statement and the Auditor's Report thereon.
- Approval or to make any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the company, wherever it is necessary.
- Monitoring the end use of funds raised through public offers and related matters.
- Monitor the vigil mechanism established by the company for directors and employees to report genuine concerns in the prescribed manner.
- All the terms of reference prescribed by the Central Government from time to time,
- All the terms of reference guided in the listing agreement for the Audit Committee including amendments thereof from time to time.

Composition of Audit Committee as on 31.03.2017

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Bhisham Kumar Gupta	Member	Managing Director	6
2.	Mrs. Natasha Sarin	Chairman	Independent Director	_
3.	Mr. Sanjay Sharma	Member	Independent Director	_

Note:
During the year the Audit Committee was re-constituted on 25.05.2016 and 15.03.2017.

However earlier Mr. Vinubhai Prabhudas Patel and Mr. Sandeep Kumar Khandelwal was the member of the Audit Committee and they have attended all the four meetings held during the year.

During the year under review, the meetings of Audit Committee held six times on 01.04.2016, 02/07/2016, 24/10/2016, 12/11/2016, 13/02/2017 and15/02/2017

Notes:

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

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

Financial Reporting and Related Processes

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

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

(b) Nomination and Remuneration Committee

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

Terms of Reference :

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

Details of Composition :

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Vinubhai Prabhudas Patel	Member	Independent Director	3
2.	Mrs. Natasha Sarin	Chairman	Independent Director	-
3.	Mr. Sanjay Sharma	Member	Independent Director	-

During the year the Nomination and Remuneration Committee was re-constituted on 13.08.2016 and 15.03.2017.

However earlier Mr. Sandeep Kumar Khandelwal and Sheela Gupta were the member of the Nomination and Remuneration Committee.

During the year under review, the meetings of Nomination and Remuneration Committee held three times on 04/04/2016, 13/08/2016 and 12/11/2016

(c) Performance Evaluation Criteria for Independent Directors :

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

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

Terms of Appointment & Remuneration

Mr. Bhisham Kumar Gupta, MD w.e.f. February 1st 2014

Period of Appointment	5 Years
Salary Grade	NIL
Allowances	NIL
Perquisites	NIL
Retrial Benefits	NIL
Performance Bonus	NIL
Sign- on Amount	NIL
Deferred Bonus	NIL
Minimum Remuneration	12000
Notice Period & Servance Fees	6 Months Notice
Other	NIL

Note : Details of remuneration paid to the Directors are given in Form MGT – 9

(d) Remuneration Policy

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

The details of remuneration of Executive Directors for the year ended 31.03.2017 was as follows:

Whole-Time Directors	Salary
Shri Bhisham kumar Gupta	12,000
Shri Suresh Kumar Singhal	12,000

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

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

(e) Stakeholders' Relationship Committee

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

Details of Composition as on 31.03.2017:

S. No.	Name	Designation in Committee	Designation in Company	No. of Meetings Attended
1.	Mr. Bhisham Kumar Gupta	Member	Managing Director	3
2.	Mrs. Natasha Sarin	Chairman	Independent Director	-
3.	Mr. Sanjay Sharma	Member	Independent Director	-

During the year the Nomination and Remuneration Committee was re-constituted on 15.03.2017

However earlier Mr. Vinubhai Prabhudas Patel and Mr. Sandeep Kumar Khandelwal were the member of the Nomination and Remuneration Committee. They have attended all the meetings held during the year.

During the year under review, the meetings of Nomination and Remuneration Committee held three times on 05/05/2016, 30/08/2016 and 25/11/2016

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

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

No. of pending complaints: NIL

(f) Corporate Social Responsibility (CSR) Committee

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

(g) Risk Management Committee

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

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

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

- Oversight of risk management performed by the executive management;
- Reviewing the BRM policy and framework in line with local legal requirements and SEBI guidelines;
- Reviewing risks and evaluate treatment including initiating mitigation actions and ownership as per a pre-defined cycle;
- Defining framework for identification, assessment, monitoring, mitigation and reporting of risks.

(h)Compliance Committee

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

***(i)*Capex Committee**

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

(j) Independent Directors' Meeting

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

During the year under review, the Independent Directors met on 05.05.2016, inter alia, to discuss:

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

All the Independent Directors were present at the Meeting.

(k) General Body Meetings

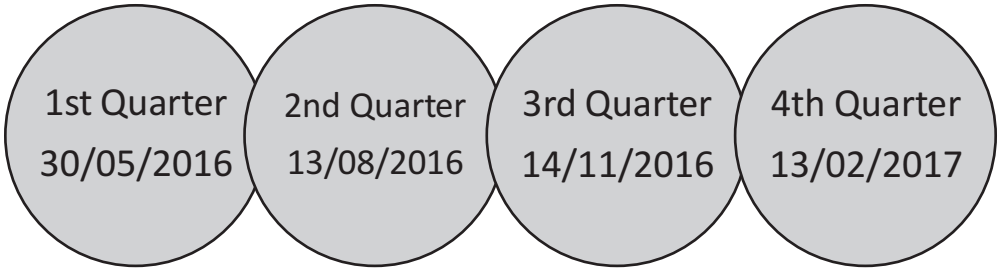
Details of last three Annual general meetings.

AGM	Year ended 31st March,	Venue	Date	Time	Special Resolutions Passed
19th	2014	Khasra No. 24/15 Kakrola, New Delhi-110043	29.09.2014	10.00 a.m.	NIL
20th	2015		29.09.2015	10.00 a.m	NIL
21st	2016		29.09.2016	10.00 a.m	NIL

Extraordinary General Meeting (EGM)

The Company did not held any Extraordinary General Meeting during the Financial Year.
During the year under review, no resolution has been passed through the exercise of postal ballot.

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



(I) Disclosures:

(a) Materially Significant related party transactions

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

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

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

(m) Means of Communication

- The company regularly intimates unaudited as well as audited financial results to the Stock Exchanges immediately after these are taken on record by the board. In terms of requirements of Regulation 33 of the SEBI Listing Regulations, 2015 the Quarterly/ Annual Financial Results of the Company are being published in newspapers and are also being displayed on the Website of the Company i.e. www.bampslsecurities.co.in.

- The Financial Results of the Company are published normally in the following newspapers:

❖ Jansatta (Hindi Language)
❖ Financial Express (English Language)

(n) General Shareholders Information:-

➢ **Annual General Meeting Details:**

Date : Friday, 29th September, 2017
Time : 10.00 A.M.
Venue : Khasra No. 24/15, Kakrola, New Delhi-110043

➢ **Financial Year:** From 1st April, 2016 to 31st March, 2017
➢ **Book Closure Dates:** 23rd September, 2017 to 29th September, 2017 (both days inclusive).
➢ **Dividend Payment Date:** NIL
➢ **Stock Exchanges and Codes:** Bombay Stock Exchange Limited & Code : 531591
➢ **ISIN Number for NSDL & CDSL :** INE802A01029

The monthly high and low stock price during the financial year 2016-17 is under:-

Month	BSE Price	
	High	Low
April,2016	0.31	0.24
May, 2016	0.30	0.24
June,2016	0.30	0.24
July,2016	0.29	0.25
August,2016	0.37	0.29
September,2016	0.44	0.38
October,2016	0.45	0.34
November,2016	0.37	0.34
December,2016	0.35	0.31
January,2017	0.36	0.27
February,2017	0.31	0.25
March,2017	0.29	0.26

(o)Registrar and Transfer Agent :

Alankit Assignments Ltd.
2E/21, Jhandewalan Extension,
New Delhi-110055

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

- **Share Transfer System :**

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

- **Nomination facility for shareholding**

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

- **Permanent Account Number (PAN)**

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

- **Unclaimed Dividends**

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

No dividend was declared by the company for the Financial Year 2016-17.

❖ **Pending Investors' Grievances**

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

Address for Correspondence is given hereunder:

Registered Office:

Bampsl Securities Ltd.
100-A, Cycle Market, Jhandewalan Extn.
New Delhi-110055
Ph. No. 011-23556436
E-Mail : bampslsecurities@yahoo.co.in

4. DISTRIBUTION OF SHAREHOLDING (AS ON 31ST MARCH, 2017)

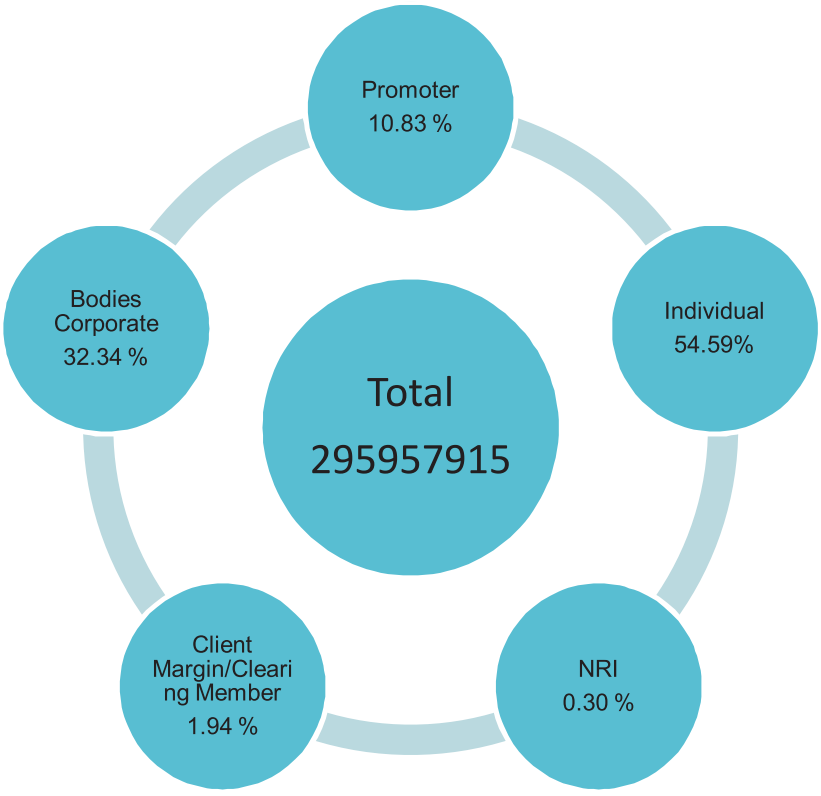
S. No.	Range	Total Holders	% of Total Holders	Total holding	% of Total Capital
1	1-10000	5619	84.52	13902761	4.70
2	10001-20000	416	6.26	6265382	2.12
3	20001-30000	192	2.89	4952356	1.67
4	30001-40000	70	1.05	2484753	0.84
5	40001-50000	620	0.93	2871281	0.97
6	500001-100000	121	1.82	8906041	3.01
7	100001 and Above	168	2.53	256575341	86.69
	Total	**6648**	**100**	**295957915**	**100**

Statement showing Shareholding of more than 1% of the Capital as on March 31st, 2017:-

S. No.	Name of Shareholders	No. of Shares	Percentage of capital
1.	BHAIJEE COMMODITIES PVT. LTD.	34564854.000	11.679
2	GG OVERSEAS PRIVATE LIMITED	15643510.000	5.286
3.	BHAIJEE PORTFOLIO LIMITED	12520726.000	4.231
4	SATENDER KUMAR GOYAL	9513094.000	3.214
5	VIDYASAGAR MAHAVIRPRASAD SAH	7915886.000	2.6747
6	NITIN GUPTA	7690823.000	2.5986
7	AMIT JAIN	7557644.000	2.5536
8	BHAIJEE OVERSEAS LIMITED	7307969.000	2.469
9	ASHLAR SECURITIES PVT. LTD.	7000000.000	2.365
10	PREM SHANKAR	6500000.000	2.196
11	JAGDISH CHAND GUPTA	5500000.000	1.858
12	SAHIL GUPTA	5350000.000	1.808
13	SURENDER KUMAR GUPTA	5055555.000	1.708
14	AKG SECURITIES AND CONSULTANCY LTD.	5000000.000	1.689
15	SMC GLOBAL SECURITIES LTD.	4614000.000	1.559
16	AMAN GUPTA	3900000.000	1.318
17	SATINDER PAUL GUPTA	3012608.000	1.018
18	NISHIL GUPTA	2991963.000	1.011

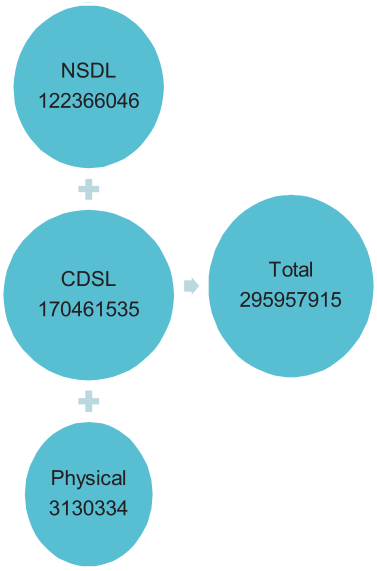
Brief Share Holding Pattern as on 31st March 2017:

Category	No. of Shares Held	% of Share Holding
Promoter and Promoter Group	32057296	10.83
Bodies Corporate	95704729	32.34
Individuals	161551805	54.59
NRI	898863	0.30
Client Margin/ Clearing Member	5745222	1.94
Total	295,957,915	100



5. DEMATERIALIZATION OF SHARES AND LIQUIDITY

Particular	Number of Shares	Percentage (%)
Dematerialization:		
NSDL	122366046	41.35
CDSL	170461535	57.59
Sub-Total:	**292827581**	**98.94**
Physical:	3130334	1.06
Total:	**295957915**	**100**



6. OUTSTANDING ADR'S/GDR'S

The Company has not issued any GDR's/ADR's or any convertible instruments in financial year 2016-17.

7. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

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

8. VIGIL MECHANISM/WHISTLE BLOWER POLICY

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

9. PREVENTION OF INSIDER TRADING

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

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

10. COMPLIANCE WITH ACCOUNTING STANDARDS

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

11. INTERNAL CONTROLS

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

12. RECONCILIATION OF SHARE CAPITAL AUDIT

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

13. MD / CFO CERTIFICATION

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

14. CODE OF CONDUCT

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

15. E-VOTING FACILITY TO MEMBERS

In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members the facility to exercise their right to vote at the 22nd Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

For Bampsl Securities Limited
Sd/-
(Bhisham Kumar Gupta)
Managing Director
DIN : 00110915

Place : New Delhi
Date :25.07.2017

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

We have pleasure in submitting the Management Discussion & Analysis Report on the company's Business. We have attempted to include discussions on all specified matters to the extent relevant, or within such limits that in our opinion are imposed by the Company's own competitive Position and Market conditions in all areas of the company's operations.

- **FORWARD-LOOKING STATEMENTS**

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

- **INDUSTRY STRUCTURE AND DEVELOPMENTS**

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

- **OPPORTUNITIES AND THREATS**

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

The financial highlights are as under :

(In Rs.)

Sales for the Year 2016-2017	14427685.44
Profit after tax	1038490.05

- **SEGMENT WISE REPORTING**

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

- **OUTLOOK**

  As on 31st March, 2017, the issued, subscribed and paid up share capital of the company stood at Rs. 29,59,57,915, comprising 29,59,57,915 Equity shares of Rs. 1 each. The Sales during the year 2016-17 is Rs. 14427685.44.

- **RISKS AND CONCERNS**

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

- **INTERNAL CONTROL AND THEIR ADEQUACY**

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

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

  For F.Y. 2016-17, Company's Profit after tax stood at Rs. 1038490.05 and the Revenue during the year 2016-17 is Rs. 14427685.44.

- **MATERIAL DEVELOPMENTS IN HUMAN RESIURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED**

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

- **CAUTIONARY STATEMENT**

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

DECLARATION AFFIRMING COMPLIANCE OF PROVISIONS OF THE CODE OF CONDUCT

To the best of my knowledge and belief and on the basis of declaration given to me, I hereby affirm that all the Board members and the senior management personnel have fully complied with the provisions of the code of conduct for Directors and Senior Management personnel during the financial year ended 31st March, 2017.

For Bampsl Securities Limited
Sd/-
(Bhisham Kumar Gupta)
Managing Director
DIN : 00110915

Place : New Delhi
Date :25.07.2017

CERTIFICATION BY CFO

The Board of Directors,
Bampsl Securities Ltd.

We have reviewed the financial statements and the cash flow statement of Bampsl Securities Ltd. for the year ended March 31, 2017 and to the best of our knowledge and belief:

(a) (i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

(ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take for rectifying these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:

(i) Significant changes in internal control over financial reporting during the year;

(ii) Significant changes in accounting policies made during the year and the same have been disclosed in the notes to the financial statements; and

(iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Bampsl Securities Limited

Sd/-
Vinod Kumar Sharma
Chief Financial Officer

Place : New Delhi
Date : 25.07.2017

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
Bampsl Securities Ltd.

We have examined the compliance of conditions of corporate Governance by Bampsl Securities Limited ("the Company") for the financial years ended March 31, 2017 as stipulated in Regulation 72 of the SEBI (Listing Obligations And Disclosure Requirements)Regulations, 2015 of the said Company with the Stock Exchange(s).

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

In our opinion, and to the best of our information and according to the explanation given to us, we certify that the company has compiled with the conditions of Corporate Governance as stipulated in the abovementioned Listing Agreement.

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

For G.C Agarwal & Associates
Chartered Accountants
(Firm Registration No. 017851N)

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

Date : 29.05.2017
Place : New Delhi

FORM A

(Pursuant to Clause 31(a) of Listing Agreement)
Format of covering letter of annual audit report to be filed with the stock exchange

S. No.	Particulars	Details
1.	**Name of Company**	Bampsl Securities Limited
2.	**Annual Financial Statements for the year ended**	31st march, 2017
3.	**Type of audit observation**	Un-qualified
4.	**Frequency of observation**	No observation
5.	**To be signed by** **CEO/Managing Director** **Auditors of the Company** **Audit Committee Chairman**	

For Bampsl Securities Ltd.

Sd/-	Sd/-	Sd/-
(Bhisham Kumar Gupta)	(Natasha Sarin)	(Vinod kumar Sharma)
Managing Director	Chairman of Audit Committee	CFO

For G.C. Agarwal & Associates
Chartered Accountants
(Firm Registration No. 017851N)

Sd/-
(G.C. Agarwal)
Prop.
Membership No. 083820

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
BAMPSL Securities Ltd

Report on the Financial Statements

We have audited the accompanying financial statements of **BAMPSL Securities Ltd.** (the Company), which comprise the Balance Sheet as at 31st March 2017, the Statement of Profit & Loss Account and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rule 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities, selection and application of appropriate accounting policies, making judgments and estimates that are reasonable and prudent, and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.

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.

Opinion

In our opinion and to the best of our information and according to explanations given to us, the financial statements are *subject to Note No. 14 regarding non provision for gratuity in accordance with AS-15 issued by ICAI* give the information required by the Act in the manner so required, and give a true and fair view in conformity with the accounting principles generally accepted in India.

(a) In the case of Balance Sheet, of the state of affairs of the Company as at 31st March 2017,
(b) In the case of the Statement of Profit and Loss Account, of **Profit** for the year ended on that date
(c) In the case of Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors Report) order, 2016 (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 A, a statement on the matters specified in Paragraph 3 and 4 of the said order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
(b) In our opinion, proper books of account as required by law have been kept by the company so far as it appears from our examination of those books.
(c) The Balance Sheet, the Statement of Profit & Loss, and the Cash Flow Statement dealt with by this report are in agreement with the books of account.
(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014.
(e) On the basis of the written representations received from the Directors as at 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in term of Section 164(2) of the Act.
(f) With respect to the adequacy of internal financial controls over financial reporting of the Company and operating effectiveness of such controls, refer to our separate report in 'Annexure B'; and
(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us,

i. The Company has disclosed the impact of pending litigations on its financial position in its financial Statements. – Refer Note- 19 to the financial statements.
ii. The Company has made provision, as required under applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. – Refer Note- 20 to the financial statements.

For G.C. Agarwal & Associates
Chartered Accountants
F. R. No. 017851N

Sd/-

(G.C. Agarwal)
Prop.
M.No. 083820

Place: Delhi
Date: 29.05.2017

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure referred to in Independent Auditors' Report to the members of BAMPSL Securities Ltd on the financial statements for the year ended 31st March, 2017)

1. **In respect of Fixed Assets:**
   a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
   b) As explained to us, the fixed assets have been physically verified by the management during the year. We are informed that no material discrepancies were noticed on such verification.

   c) As per information and explanation given to us and on the basis of our examination of the records of the Company, land is held by the Company on the basis of Agreement to sell, the General Power of Attorney is in the name of Managing Director of the Company.

2. **In respect of the inventories:**

   As explained to us, the inventories of shares have been verified with demat accounts, at reasonable intervals during the year. No discrepancy was noticed on verification between the demat holdings and the book records.

3. The Company has not granted any loans, secured or unsecured to Companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Act,2013 ('the Act').
4. In our opinion and according to the information and explanations given to us, the Company has not given any loans, made investments, given guarantees to any company to which the provisions of Section 185 and 186 of the Act, 2013 are applicable.
5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public.

6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any services rendered by the Company.

7. In respect of statutory dues:

a) According to the records of the Company and information and explanation given to us, the Company is generally regular in remittance of undisputed statutory dues including Provident fund, Employees State Insurance, Income Tax, Sales Tax , Wealth Tax, Custom Duty, Service Tax, Excise duty, Cess and other material statutory dues with appropriate authority. There are no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2017 for a period of more than six months from the date of becoming payable.

b) According to the information and explanations given to us, following amounts have not been deposited on account of disputed matter is pending before Appropriate Authorities are as under:

Nature of Statute	Nature of the dues	Rs. In crores	Period to which the matter pertains	Forum where matter is pending
Income Tax Act	Income Tax	6.478	Assessment Year 2012-13	Income Tax Appellate Tribunal
Income Tax Act	Income Tax	0.015	Assessment Year 2014-15	Commissioner of Income Tax (Appeals)

8. The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the order is not applicable.

9. The Company has not raise any money by way of initial public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the order is not applicable.

10. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

11. According to the information and explanations given to us and based on our examination of records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.

12. In our opinion and according to information and explanations given to us, the Company is not a nidhi Company. Accordingly, paragraph 3(xii) of the order is not applicable.

13. According to the information and explanations given to us and based on our examination of records of the Company, transactions with related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

14. During the year under review, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15. According to the information and explanations given to us and based on our examination of records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the order is not applicable.

16. The Company is registered under Section 45-IA of Reserve Bank of India Act, 1934.

For G.C. Agarwal & Associates
Chartered Accountants
F. R. No. 017851N

Sd/-

(G.C. Agarwal)
Prop.
M.No. 083820

Place: Delhi
Date: 29.05.2017

ANNEXURE B TO THE AUDITORS' REPORT

Report on 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 over financial reporting of **BAMPSL Securities Ltd.** (the Company), as of 31st March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for the Financial Statements

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 ensuing 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 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 over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Company's Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were 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 internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For G.C. Agarwal & Associates
Chartered Accountants
F. R. No. 017851N

Sd/-

(G.C. Agarwal)
Prop.
M.No. 083820

Place: New Delhi
Date: 29.05.2017

BAMPSL SECURITIES LIMITED
Balance Sheet as at 31 March, 2017

	Particulars	Note No.	As at 31 March, 2017	As at 31 March, 2016
			Amount In Rs.	Amount In Rs.
A	**EQUITY AND LIABILITIES**			
	Shareholders' funds			
	(a) Share capital	2	29,59,57,915.00	29,59,57,915.00
	(b) Reserves and surplus	3	7,83,28,905.04	7,72,90,414.99
			37,42,86,820.04	**37,32,48,329.99**
	Non-current liabilities			
	(a) Deferred tax liabilities (net)		258.24	36,662.70
			258.24	**36,662.70**
	Current liabilities			
	(a) Trade payables		-	-
	(b) Other current liabilities	4	16,97,969.81	4,07,797.40
	(c) Short-term provisions	5	32,05,958.47	24,77,398.53
			49,03,928.28	**28,85,195.93**
	TOTAL		**37,91,91,006.56**	**37,61,70,188.62**
B	**ASSETS**			
	Non-current assets			
	Fixed assets			
	Tangible assets	6	5,016,094.68	54,01,726.68
			5,016,094.68	**54,01,726.68**
	Current assets			
	(a) Inventories	7	24,52,827.53	22,03,696.90
	(b) Trade receivables	8	18,43,98,559.52	18,46,85,139.85
	(c) Cash and cash equivalents	9	73,015.98	7,87,324.34
	(d) Short-term loans and advances	10	18,67,43,586.00	18,25,51,436.00
	(e) Other current assets	11	5,06,922.85	5,40,864.85
			37,41,74,911.88	**37,07,68,461.94**
	TOTAL		**37,91,91,006.56**	**37,61,70,188.62**
	Significant Accounting Policies	1		
	Other Notes	14 to 23		

For and on behalf of the Board of Directors

Sd/-	**Sd/-**	**Sd/-**	**Sd/-**
BHISHAM KUMAR GUPTA	**NATASHA SARIN**	**NAMRATA KAMBOJ**	**VINOD KUMAR SHARMA**
Managing Director	**Director**	**Company Secretary**	**CFO**
DIN:-00110915	**DIN 07770818**	**Membership No. A50336**	

Auditors' Report
As Per our report of even date attached
For G.C. Agarwal & Associates
Chartered Accountants
Firm Regn. No 017851N

Sd/-
G. C. Agarwal
Proprietor
M. No. 083820

Place :- New Delhi
Dated:- 29-05-2017

BAMPSL SECURITIES LIMITED

Statement of Profit and Loss for the year ended 31 March, 2017

	Particulars	Note No.	For the year ended 31 March, 2017	For the year ended 31 March, 2016
			Amount In Rs.	Amount In Rs.
A	**REVENUE FROM OPERATIONS**			
	Sales of Stock in trade		59,92,826.44	45,32,78,804.62
	Intrest Income(net)		84,34,859.00	1,06,50,062.00
	Total		1,44,27,685.44	46,39,28,866.62
	Expenses			
	Purchse of Stock in trade		62,78,204.27	26,62,42,844.97
	Change in Inventories of Stock in Trade		(2,49,130.63)	18,87,17,773.56
	Employee benefits expense	12	4,99,776.00	7,84,836.20
	Other expenses	13	58,96,439.82	17,54,353.98
	Total		**1,24,25,289.46**	**45,74,99,808.71**
	Profit before Intrest, Depreciation & Tax		20,02,395.98	64,29,057.91
	Depreciation		4,35,032.00	4,67,348.38
	Profit before tax		15,67,363.98	59,61,709.53
	Tax expense:			
	(a) Current tax		5,31,336.39	20,21,019.53
	(b) Adjustment for Previous Years Taxes		33,942.00	-
	(c) Deferred tax		(36,404.46)	(73,248.73)
	Profit for the year		10,38,490.05	40,13,938.73
	Earnings per equity Share(Rs.)			
	Basic		0.004	0.014
	Diluted		0.004	0.014
	Significant Accounting Policies	1		
	Other Notes	14 to 23		

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-
BHISHAM KUMAR GUPTA	**NATASHA SARIN**	**NAMRATA KAMBOJ**	**VINOD KUMAR SHARMA**
Managing Director	**Director**	**Company Secretary**	**CFO**
DIN:-00110915	**DIN 07770818**	**Membership No. A50336**	

-

Auditors' Report

As Per our report of even date attached
For G.C. Agarwal & Associates
Chartered Accountants
Firm Regn. No 017851N

Sd/-
G. C. Agarwal
Proprietor
M. No. 083820

Place :- New Delhi
Dated:- 29-05-2017

BAMPSL SECURITIES LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31st MARCH 2017

Particulars	As at 31 March 2017		As at 31 March 2016	
A. Cash Flow from operating Activities				
Net Profit		1,038.49		4,013.94
Adjustment for non cash expenditure				
: Depreciation	435.03		467.35	
: Provision for Deferred Tax Liabilities	(36.40)		(73.25)	
: Provision for Income Tax	531.34		2,021.02	
: Payment of Income Tax For Earlier Year			-	
: Adjustment Previous Year Tax	33.94		-	
		963.91		2,415.12
Operating Profit befor Working Capital changes		2,002.40		6,429.06
Add/Less				
: Increase/Decrease in Stock	(249.13)		1,88,717.77	
: Decrease/Increase in Trade Payable	-		-	
: Decrease/Increase in Current Liabilities	1290.17		232.57	
: Decrease/Increase in Short term provision	197.22		24.24	
: Decrease/Increase in Loan & Advances	(4,192.15)		(9,694.71)	
: Decrease/Increase in Current Assets			(172.76)	
: Decrease/Increase in Trade Receivables	286.58	(2,667.31)	(1,84,683.50	(5,576.39)
Net Cash from operating activities		(664.91)		852.67
B. Cash Flow from Investing Activities				
Increase in Fixed Assets		(49.40)		(948.80)
C. Cash Flow from Financial Activities				
Add/Less				
Capital Issue Expenses				
Increase In Share Capital				
Net Decrease in Cash		(714.31)		(96.13)
Cash & Cash Equivalent(Opening Balance)		787.32		883.45
Cash & Cash Equivalent(Closing Balance)		73.02		787.32

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-
BHISHAM KUMAR GUPTA	**NATASHA SARIN**	**NAMRATA KAMBOJ**	**VINOD KUMAR SHARMA**
Managing Director	**Director**	**Company Secretary**	**CFO**
DIN:-00110915	**DIN 07770818**	**Membership No. A50336**	

Auditors' Report
As Per our report of even date attached
For G.C. Agarwal & Associates
Chartered Accountants
Firm Regn. No 017851N

Sd/-
G. C. Agarwal
Proprietor
M. No. 083820

Place :- New Delhi
Dated:- 29-05-2017

Note No.1

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FOR THE YEAR ENDING 31st MARCH, 2017

(a) **Basis of Accounting**

The financial statements have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respect with the companies (Accounts) Rules 2014 and the relevant provisions of the Companies Act,2013 The Financial statement have been prepared on an accrual basis and under the historical cost convention. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

(b) **Use of Estimates**

The presentation of financial statements in conformity with the generally accepted accounting principles requires the management to make estimates and assumptions that effect the reported amount of assets and liabilities, revenues and expenses and disclosure of contingent liabilities, Such estimates and assumptions are based on management's evaluation of relevant facts and circumstances as on the date of financial statements.

(c) **Stock in Trade**

Stock in trade of shares is valued at cost or market value whichever is lower.

(d) **Employees Benefits**

These are accounted for on accrual basis.

(e) **Provision for Current and Deferred Tax**

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. The Company adopts full provision basis for deferred tax in accordance with the Accounting Standard-22 on accounting for taxes on income. Deferred tax is recognized subject to the consideration of prudence, on timing difference, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

(f) **Earning per Share**

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

(g) Contingent Liabilities

Contingent Liabilities are not provided for and are discussed by way of notes, if any.

(h) Fixed Assets and Depreciation

(a) Fixed Assets are stated at cost less Accumulated Depreciation.
(b) Depreciation on Fixed Assets has been provided on Straight Line Method at the rates and in the manner specified in Schedule II to the Companies Act, 2013.

		March 31,2017	March 31,2016
2	**Share Capital**		
	Authorised Capital		
	31,00,00,000/- Equity Shares of Rs. 1 Each	31,00,00,000	31,00,00,000
	Issued, subscribed & Fully paid share Capital		
	29,59,57,915(P.Y. 29,59,57,915) Equity Shares of Rs. 1Each	29,59,57,915	29,59,57,915
		29,59,57,915	29,59,57,915
	a) **Reconcilation of the number of shares outstanding at the beginning and at the end of the reporting period**		
	-Number of Shares at the beginning of the year	29,59,57,915	29,59,57,915
	-Shares issued & allotted on exercise of right Issue during the year	-	
	-Number of shares at the end of the year	29,59,57,915	29,59,57,915

b) The company has only one class of equity shares having a par value of Rs. 1 per share. Each shareholder is eligible to one vote per fully paid equity share held (i.e. in proportion to the paid up shares in equity capital) and ranks pari passu. The Dividend proposed, if any, by the Board of Directors is subject to approval of shareholders in the ensuring Annual General Meeting. The repayment of equity share capital in the event of liquidation and buy back of shares are possible subject to prevalent regulations. In the event of liquidation, normally the equity shareholders are eligible to receive the remaining assets of the company in proportion to their shareholding.

c) The company has neither any holding company nor any subsidiary company.

d) **Detail of shareholders holding more than 5% share in the Company**

	as at 31st March 2017		as at 31st March 2016	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Bhisham Kumar Gupta	3,20,57,296	10.83%	3,20,57,296	10.83%
Bhaijee Commodities Pvt Ltd.	3,45,64,854	11.68%	3,45,64,854	11.68%
Bhaijee Oversease Limited	-	-	1,48,07,969	5.00%
GG Overseas Pvt. Ltd.	1,56,43,510	5.28%	-	-

3	**Reserves and Surplus**		
	Profit as per P&L A/c	10,38,490.05	40,13,938.73
	Amount transerred to		
	General Reserve	8,30,792.04	32,11,150.98
	Satatutory Reserve(under section 45IC of RBI Act 1934)	2,07,698.01	8,02,787.75
	General Reserve		
	Opening balance	4,94,68,471.79	4,62,57,320.81
	Add Transfer from Profit & Loss A/c	8,30,792.04	32,11,150.98
		5,02,99,263.83	**4,94,68,471.79**
	Satatutory Reserve(under section 45IC of RBI Act 1934		
	Opening Balance	2,78,21,943.20	2,70,19,155.45
	Add Transfer from Profit & Loss A/c	2,07,698.01	8,02,787.75
		2,80,29,641.21	**2,78,21,943.20**
	Total	**7,83,28,905.04**	**7,72,90,414.99**
4	**Other Current Liablilities**		
	Advances from Director	13,25,494.00	-
	Director Remuneration Payable	1,000.00	-
	Auditor Remuneration Payable	29,000.00	29,000.00
	Exp Payable	2,89,475.81	3,78,797.40
	Salary Payable	53,000.00	-
		16,97,969.81	**4,07,797.40**
5	**Short-Term Provisions**		
	Provision for Income Tax	25,52,355.92	20,21,019.53
	Contingent Provision against Standard Assets	6,53,602.55	4,56,379.00
		32,05,958.47	**24,77,398.53**
7	**Inventories**		
	Quoted Equity Shares(Fully Paid Up)		
	a) BT Technet Ltd.		
	1234387 Equity Share of Rs. 1/- each	21,96,014.70	21,96,014.70
	b) Kay Power & Paper Ltd		
	68885 Equity Share (P.Y. Nil) of Rs.10/- each	2,51,413.93	-
	c) SML ISUZU Ltd		
	NIL Equity Share (P.Y. 10) of Rs.10/- each	-	7,682.20
	c) Escorts ltd		
	10 Equity Share (P.Y. NIL) of Rs 10/- each	5,398.90	-
		24,52,827.53	**22,03,696.90**
8	**Trade Receivables** (Unsecured, considered good)		
	Outstanding for a period exceeding six months due date	18,43,61,503.86	18,46,85,139.85
	others	37,055.66	-
		18,43,98,559.52	**18,46,85,139.85**
9	**Cash and Cash equivalents**		
	Cash in Hand	63,366.00	7,84,987.00
	Balance with scheduled Banks		
	in Current Accounts	9,649.98	2,337.34

		73,015.98	**7,87,324.34**
10	**Short Term Loans and Advances**	18,67,43,586.00	18,25,51,436.00
	Loans recoverable on demand-Unsecured, considered good		
		18,67,43,586.00	**18,25,51,436.00**
11	**Other Current Assets**		
	Income tax refundable	4,89,714.00	5,23,656.00
	Income Tax(A. Y. 12-13)	17,208.85	17,208.85
		5,06,922.85	**5,40,864.85**
12	**Employee benefits expense**		
	Salary to Employees	4,54,083.00	6,92,000.00
	Staff Welfare	21,693.00	32,836.20
	Director Remuneration	24,000.00	60,000.00
		4,99,776.00	7,84,836.20
13	**Other expenses**		
	Advertisement Exp.	10,822.00	79,793.00
	AGM Exp	68,290.00	65,175.00
	Audit Exp.	29,000.00	29,000.00
	Bad Debts / loans written off	45,64,317.00	3,90,468.00
	Bank Charges	2,226.00	6,221.60
	Business Promotion Exp.	40,415.00	36,080.00
	Computor Exp.	33,658.00	15,655.00
	Courier Exp	2,305.00	2,613.00
	Contingent Provision Against Standard Assets	1,97,223.55	24,237.00
	Depository Exp	54,962.76	51,634.15
	Diwali Expenses	7,550.00	6,280.00
	Electricity Exp.	48,797.15	75,307.11
	Fees & Subscription	4,07,711.00	4,14,770.00
	Intrest & Penalty	230.00	4,134.00
	Legal & Secretrial Exp.	72,000.00	56,500.00
	Mis. Exp.	28,775.00	29,531.00
	Office Repair & Maintinance	30,322.00	48,620.00
	Petrol & Conveyance Exp.	36,040.00	24,100.00
	Photostate Exp.	3,699.00	6,745.00
	Postage & Telegram Exp.	95,799.00	1,36,689.00
	Printing & Stationary	1,11,293.00	1,32,822.00
	Repair & Maintinance	21,830.00	27,065.00
	Sitting Fee	-	58,000.00
	Telephone & Internet Exp.	29,174.36	23,360.12
	Tours & Travels	-	6,994.00
	Website Development	-	2,560.00
		58,96,439.82	17,54,353.98

14 No Provision for gratuity has been made as per As-15 as in the opinion of the Management no employee has put on qualifying period of service for entitlement to this benefit.

15 Breakup of Defferred Tax Assets as Deferred Tax Liabilities comprise of following:-

Deferred Tax Liabilities

	as at 31st March 2017	as at 31st March 2016
a) Fixed Assets	258.24	36,662.70
b) Other Expenses	-	-
	258.24	36,662.70

16 Related Party disclosure under AS 18 (As identified by the management and relied upon by the auditor)

a) Director's Remuneration paid to Mr. B. K. Gupta, director amounting 12000/-

b) Director's Remuneration paid to Mr. S. K. Singhal, director amounting 12000/-

c) Mr. B. K. Gupta(Managing Director) as advances

as at 31st March 2016	Received C.Y.	as at 31st March 2017
274392(Dr)	15,99,886	1325494(Cr)

17 As the Company's business activity falls within a single primary business segment the disclosure requirement of AS 17 " Segment Reporting" issued by ICAI is not applicable.

18 Balance of Debtors, Creditors, Loan & Advances Outstanding as on Balance Sheet date are subject to confirmation.

19 **Contingent Liabilities**

	As at 31st March 2017 (In Rs.)	**As at 31st March 2016 (In Rs.)**
Claims against the Company in respect of Income Tax	6,49,31,260	6,47,84,220

(Except above no other contingent liabilityies are outstanding as explained and certified by the Management of the Company)
The Management of the Company has taken an opinion from the legal advisors / professionals and is very much hopeful that the appeal will be decided in favour of the Company and as such, no provision thereof has been made.

20 Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November 2016 to 30th December 2016.

Particulars	SBN	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	-	4586	4586
(+) Permitted receipts	-	95000	95000
(-) Permitted payments	-	56104	56104
(-) Amount deposited in Banks	-	-	-
Closing cash in hand as on 30.12.2016	-	43482	43482

21 **Earning per share:**

Particulars	Year Ended 31.03.2017	Year Ended 31.03.2016
Net Profit for the period attributable to equity shareholders.	10,38,490.05	40,13,938.73
Number of equity shares	29,59,57,915	29,59,57,915
Basic and diluted earning per share (face Value of Re. 1/-	0.004	0.014

22

Paymet To Auditors:	Year Ended 31.03.2017	Year Ended 31.03.2016
Audit Fees	22,000.00	22,000.00
Tax Audit Fees	7,000.00	7,000.00

23 Previous Year's figures are re-arranged and regrouped wherever found necessary to make it comparable with the figure of current period

For and on behalf of the Board of Directors

Sd/-	Sd/-	Sd/-	Sd/-
BHISHAM KUMAR GUPTA	**NATASHA SARIN**	**NAMRATA KAMBOJ**	**VINOD KUMAR SHARMA**
Managing Director	**Director**	**Company Secretary**	**CFO**
DIN:-00110915	**DIN 07770818**	**Membership No. A50336**	

Auditors' Report
As Per our report of even date attached
For G.C. Agarwal & Associates
Chartered Accountants
Firm Regn. No 017851N

Sd/-

G. C. Agarwal
Prop.
M. No. 083820

Place :- New Delhi
Dated:- 29-05-2017

BAMPSL SECURITIES LIMITED

Note No- 6

FIXED ASSETS

PARTICULARS	GROSS BLOCK				DEPRECIATION				WRITTEN DOWN VALUE	
	As on 01.04.2016	Addition during the year	Assets Written off or sold during the year	As on 31.03.2017	Upto 31.03.2016	For the Year	Assets Written off or sold during the year	Total As on 31.03.2017	As on 31.03.2017	As on 31.03.2016
FIXED ASSETS										
Air- Conditioner	23,400.00	-	-	23,400.00	4,927.27	1,573.00	-	6,500.27	16,899.73	18,472.73
Computers	9,73,240.00	-	-	9,73,240.00	9,24,578.00	-	-	9,24,578.00	48,662.00	48,662.00
Laptop	46,000.00	35,600.00	-	81,600.00	43,700.00	6,924.00	-	50,624.00	30,976.00	2,300.00
Furniture & Fixtures	19,66,072.00	-	-	19,66,072.00	9,31,411.75	2,34,866.00	-	11,66,277.75	7,99,794.25	10,34,660.25
Office equipments	1,61,965.00	-		1,61,965.00	1,53,867.00	-	-	1,53,867.00	8,098.00	8,098.00
Fax	6,500.00	-	-	6,500.00	6,175.00	-	-	6,175.00	325.00	325.00
Machinary	9,15,250.00		-	9,15,250.00	4,71,708.15	66,297.00	-	5,38,005.15	3,77,244.85	4,43,541.85
Generater	1,12,640.00	-	-	1,12,640.00	58,459.00	8,092.00	-	66,551.00	46,089.00	54,181.00
Invertor	19,800.00	-	-	19,800.00	5,133.15	1,368.00	-	6,501.15	13,298.85	14,666.85
Printers	38,350.00	13,800.00	-	52,150.00	33,846.00	3,242.00	-	37,088.00	15,062.00	4,504.00
Car	9,48,800.00	-		9,48,800.00	26,485.00	1,12,670.00	-	1,39,155.00	8,09,645.00	9,22,315.00
land	28,50,000.00	-	-		-	-	-	-	2,850,000.00	28,50,000.00
Total	**80,62,017.00**	**49,400.00**	**-**	**52,61,417.00**	**26,60,290.32**	**4,35,032.00**		**30,95,322.32**	**50,16,094.68**	**54,01,726.68**
Previous year	71,13,217.00	9,48,800.00	-	80,62,017.00	21,92,941.94	4,67,348.38	-	26,60,290.32	54,01,726.68	49,20,275.06

Sd/-
BHISHAM KUMAR GUPTA
Managing Director
DIN:-00110915

Sd/-
NATASHA SARIN
Director
DIN 07770818

Sd/-
NAMRATA KAMBOJ
Company Secretary
Membership No. A50336

Sd/-
VINOD KUMAR SHARMA
CFO

Place :- New Delhi
Dated:- 29-05-2017

FIXED ASSETS AS PER INCOME TAX ACT

PARTICULARS	WDV AS ON 01.04.2016	ADDITION DURING THE YEAR		ASSETS WRITTEN OFF OR SOLD DURINGTHE YEAR	AS ON 31.03.2017	RATE	DEPRECIATION FOR THE YEAR	WDV AS ON 31.03.2017
		UP TO 30.09.2016	AFTER 30.09.2016					
FIXED ASSETS								
CAR	11,32,350.59	-	-	-	11,32,350.59	15%	1,69,852.59	9,62,498.00
FURNITURE	9,82,350.90	-	-	-	9,82,350.90	10%	98,235.09	8,84,115.81
OFFICE EQUIPMENT	9,125.97	-	-	-	9,125.97	15%	1,368.90	7,757.07
AIR CONDITIONER	11,298.83	-	-	-	11,298.83	15%	1,694.82	9,604.01
INVERTOR	8,126.46	-	-	-	8,126.46	15%	1,218.97	6,907.49
COMPUTER	25,346.40	49,400.00	-	-	74,746.40	60%	44,847.84	29,898.56
	21,68,599.15	**49,400.00**	**-**	**-**	**22,17,999.15**		**3,17,218.21**	**19,00,780.94**

Sd/-
BHISHAM KUMAR GUPTA
Managing Director
DIN:-00110915

Sd/-
NATASHA SARIN
Director
DIN 07770818

Sd/-
NAMRATA KAMBOJ
Company Secretary
Membership No. A50336

Sd/-
VINOD KUMAR SHARMA
CFO

Place :- New Delhi
Dated:- 29-05-2017

BAMPSL SECURITIES LIMITED
Regd. Office : 100 A, Cycle Market, Jhandewalan Ext. New Delhi-110055

ATTENDANCE SLIP

Particulars to be completed by Member

Name of Member……..(Folio No……..(IN BLOCK LETTERS)

Client ID No……

DP ID No. ……

No. of Shares held……

Name of Proxy, if attending for Member……
(IN BLOCK LETTERS)

I hereby record my presence at the 22nd Annual General Meeting held at **Khasra No. 24/15 Kakrola, New Delhi-110043.** at 10:00 A.M. on Friday the 29th September 2017.

……

(Signature of Member/Proxy)

Note: Member/Proxies are requested to being attendance slip, duly filled up and hand over at the reception. No blank form will be supplied at the reception.

_ _Tear Here_ _

BAMPSL SECURITIES LIMITED
Regd. Office: 100 A, Cycle Market, Jhandewalan Ext. New Delhi-110 055

PROXY FORM

I/We……..(FolioNo./ClientID……..)
of……
……(Address)
Being a member/members of BAMPSL SECURITIES LTD. hereby appoint Mr./Miss/ Mrs. ……of……
……..……(Address).……
……..fallinghim/her,Mr./Miss/Mrs.……of.……
……(Address)

as my/our proxy to vote for me/us on my/our behalf at the 22nd Annual General Meeting held at **Khasra No. 24/15 Kakrola, New Delhi-110043** at 10:00 A.M. on Friday the 29th September 2017.

Stamp

Signed this ---------- day of ---------- 2017

Note: The Proxy, in order to be effective, must be deposited at the Registered Office of the Company not less than 48 hours before the time for holding the meeting of which the person named in the proxy proposes to vote.

BOOK POST

If undelivered, please return to:
BAMPSL SECURITIES LTD.
100 A Cycle Market, Jhandewalan Ext.
New Delhi-110055.

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