

INFORMATION

MEMORANDUM

OF

KEN FINANCIAL SERVICES

LIMITED

PURPOSE OF INFORMATION MEMORANDUM:

The Equity Share Capital of the Company is listed on BSE Ltd. (BSE).

The Company intends to make an application to revoke the suspension from listing its Equity Share Capital with Bombay Stock Exchange (BSE). The Company proposes to list and trade the entire equity of the Company on the Bombay Stock Exchange Limited (BSE).

COMPANY PROFILE:

Sr. No.	Particulars	
1	Name and address of registered office of the company	Ken Financial Services Limited F-9, 1 st Floor, Shah Arcade 1, Rani Sati Marg, Near W. E. Highway, Malad (East) Mumbai - 400097
2	Name and address of corporate office of the company	Ken Financial Services Limited F-9, 1 st Floor, Shah Arcade 1, Rani Sati Marg, Near W. E. Highway, Malad (East) Mumbai - 400097
3	Names of regional stock exchange and other stock exchanges where listed – Years of listing and current status.	Is listed on BSE Ltd. and CSE
4	Signing with depositories – ISIN no.	The Company is connected with both the depositories i.e. NDSL and CDSL, the ISIN of the Company is INE395E01018
5	Name and contact details of Compliance Officer and Company Secretary	Sarika Agarwal Email ID: kenfsl@rediffmail.com
6	Email-id for Investor Grievances	kenfsl@rediffmail.com
7	Date of Suspension and reason of suspension	Suspended from 21/12/2015 Due to Penal Reasons

CAPITAL STRUCTURE:

Sr. No.	Share Capital	As on 30.06.2023 (Amount in Rs.)
1	<u>AUTHORISED CAPITAL</u> 32,50,000 equity shares of Rs. 10/- each.	Rs. 3,25,00,000/-
2	<u>ISSUED</u> 30,00,100 equity shares of Rs. 10/- each.	Rs. 3,00,01,000/-
3	<u>LISTED</u> 30,00,100 equity shares of Rs. 10/- each.	Rs. 3,00,01,000/-

COMPANY MANAGEMENT:

History and main objects and present business of the Company:

Ken Financial Services Limited is engaged in providing financial services and consultancy. The company was incorporated on June 10, 1994 as a private limited company. The name of the Company was changed from Ken Financial Services Private Limited to Ken Financial Services limited w.e.f. 29-09-1994.

The main object of the Company is as follows:

- i. To carry on the business of Merchant Banking and subject to Securities and Exchange Board of India (Merchant Banking) Rules and Regulations, 1992 and such other approvals as may be required from other authorities subject to compliance of any other law in this regard, but not to carry on all or any part of Banking Business as contemplated by the Reserve Bank of India Act/Banking Regulation Act, 1959.
- ii. To carry on capital market activities like Leasing, Hire Purchase, Underwriting and Security Brokerage.

The Company is a Non-Banking Financial Company and carries out financial activities like investing in a range of financial securities including stocks, bonds, debentures, etc. and providing loans to corporates and individuals.

The Company has no Subsidiaries.

DETAILS OF PROMOTERS:

Sr. No.	Name	Residential Address	No. of Equity Shares held
1.	AASHISH JAJODIA	5, Bentick Street, 4th Floor, Kolkata, West Bengal – 700 001	41,900

DETAILS OF AUDITORS AND LEGAL ADVISORS OF THE COMPANY:

Sr. No.	Particulars	
1	Name and address of the Auditors of the Company	Satya Prakash Natani & Co. 505, Goyal Trade Center, Sona Cinema, Shantivan, Borivali (East), Mumbai – 400 066
2	Name and address of the Legal Advisors of the Company	The Company has not appointed any Legal Advisors

DETAILS OF KMP'S AND DIRECTORS:

Sr. No.	Name	Designation	DIN	Directorships in Other Companies
1	Shakti Singh Rathore	Managing Director	09208373	FUR AND FLUFF FOUNDATION
2	Praveen Kumar Modi	Director	08428737	N.A.
3	Neha Kailash Bhageria	Non-Executive Independent	09217784	NEXUS SURGICAL AND MEDICARE LIMITED DJS STOCK AND SHARES LIMITED
4	Manoj Kumar More	Non-Executive Independent	00040190	DJS STOCK AND SHARES LIMITED SUMANGAL COMMODITIES PRIVATE LIMITED ACQUITOR FINANCIAL SERVICES PRIVATE LIMITED SUMANGAL SHARES & SECURITIES PRIVATE LIMITED
5	Ritesh Kumar Pathak	Non-Executive Independent	09517090	N.A.
6	Praveen Kumar Modi	CFO	EXHPM4450A	N.A.
7	Sarika Agarwal	Company Secretary	AHMPG7666H	N.A.

DETAILS OF CHANGES IN DIRECTORS/ MANAGEMENT AND AUDITORS OF THE COMPANY IN DURING THE LAST ONE YEAR:

Appointment of Ms. Sarika Agarwal as the Company Secretary and Compliance Officer of the Company, Praveen Kumar Modi as the Director & CFO of the Company, Appointment of Mr. Ritesh Kumar Pathak as Additional Director - Independent Director and Satya Prakash Natani & Co. as the Statutory Chartered Accountants of the Company.

Resignation of Mr. Ramanuj Babulal Sodani as the Independent Director, Mr. Sumit Gupta as the Director & CFO and Ms. Khushboo Vasudev as the Company Secretary and Compliance Officer of the Company.

COMPOSITION OF THE BOARD OF DIRECTORS AND OTHER DETAILS:

Sr. No.	Name	Designation	Remuneration	Interest of Directors	Borrowing Powers	Qualification Shares
1	Shakti Singh Rathore	Managing Director	Rs. 9,00,000/- (p.a.)	N.A.	N.A.	N.A.
2	Praveen Kumar Modi	Director	Rs. 3,60,000/- (p.a.)	N.A.	N.A.	N.A.
3	Neha Kailash Bhageria	Non-Executive Independent Director	NIL	NEXUS SURGICAL AND MEDICARE LIMITED DJS STOCK AND SHARES LIMITED	N.A.	N.A.
4	Manoj Kumar More	Non-Executive Independent Director	NIL	DJS STOCK AND SHARES LIMITED SUMANGAL COMMODITIES PRIVATE LIMITED ACQUITOR FINANCIAL SERVICES PRIVATE LIMITED	N.A.	N.A.

				SUMANGAL SHARES & SECURITIES PRIVATE LIMITED		
5	Ritesh Kumar Pathak	Non- Executive Independent Director	NIL	N.A.	N.A.	N.A.

All the Equity Shares of the Company are pari passu and have equal rights regarding Voting and Dividend.

There is no Lien on any shares of the Company.

The Process for modification of such Rights and Forfeiture of Shares will be as per the provisions of the Companies Act, 2013 and the Articles of Association of the Company.

There are no restrictions on transfer and transmission of shares and on their consolidation/splitting.

There was no revaluation of any assets during last five years.

No material contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company) have been entered into by the company till date.

Never any commission, brokerage, discount, or other special terms including an option for the issue, if any, kind of securities granted to any person has been undertaken by the said company.

There are 8 Employees in the Company.

SHAREHOLDING PATTERN:

Shareholding pattern (latest as on 30 th June, 2023)	No. of shares	% of total share-holding	No of shares in demat	Whether 100% in demat for Promoter and 50% in demat for Public	No of Shares Pledged	% of pledged shares
Promoter and Promoter Group	41,900	1.40	41,900	YES	0	0
Public Shareholding	29,58,200	98.60	29,39,729	YES	0	0
Shares held by custodians against DRs issued by the company	0	0	0	N.A.	0	0
TOTAL	30,00,100	100.00	29,81,629	-	0	0

BUSINESS:

The Company is presently engaged in the Business of NBFC.

The Company does not have any Plant and Machinery, technology and process.

The Company does not have any collaboration for performance guarantee or assistance in marketing by the collaborators.

The Company has Basic Infrastructure facilities and utilities like water, electricity, etc.

The Company's approach to marketing is such that we strive to lead in providing best products. We endeavor to create strong, consistent stakeholders value and live up to the trust & confidence reposed in us.

As of now the Company is not looking for providing its services outside India.

Future prospects – Ken Financial Services Limited is engaged in NBFC activities and with the opening up of all major business markets, there are many opportunities emerging for NBFC Companies. Ken's young and energetic team are always in readiness to grab such opportunities. Ken's management team foresee a bright future ahead.

LITIGATION:

There are no outstanding litigation pending by/against the Company pertaining to

- (i) matters likely to affect operation and finances of the company including disputed tax liabilities of any nature; and
- (ii) criminal prosecution launched against the company and the directors for alleged offences

There are no defaults by the Company in payment of any statutory dues, institutional dues, towards any payment of any instrument holders like debentures, fixed deposits, and towards payment of any arrears on cumulative preference shares, etc.

There are no defaults by the Company's in payment of any statutory dues, institutional dues, and towards instrument holders like debentures, fixed deposits, and arrears on cumulative preference shares, etc.

FINANCIAL INFORMATION:

Financial performance for last 2 years

Rs. In Lakhs		
	Financial Year	Financial Year
	Mar 2023	Mar 2022
Sales	600.84	466.00
Income from operations	774.18	723.47
Total Income	790.30	723.47
Expenditure	691.33	623.31
Profit before Tax	98.97	100.16
Provisions for Tax	33.09	25.60
Profit after Tax	61.76	74.62
Equity Share Capital	300.01	300.01
Acc. Profit / (loss)	405.60	349.32

DECLARATION:

No statement made under this Information Memorandum contravenes any of the provisions of Companies Act, 1956 / Companies Act 2013, as may be applicable and the rules made there under. All the legal requirement connected with the listing /revocation of suspension of trading in equity of shares of our company and also the guidelines, instructions etc. issued by SEBI, Government and any other competent authority in this behalf have been duly complied with. All information contained in this document is true and correct.

For Ken Financial Services Limited

Shakti Singh Rathore

DIN: 09208373

Managing Director

Date: 31st July, 2023