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# SMC GLOBAL SECURITIES LIMITED

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Clearing & Trading Member : Cash, F&O, Currency, Debt & Commodity

SEBI Regn. No. : INZ 000199438 • Research Analyst No. : INH100001849

Regd. Office : 11/6B, Shanti Chamber, Pusa Road, New Delhi-110005

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E-mail : smc@smcindiaonline.com Website : www.smcindiaonline.com

Date: 08<sup>th</sup> June, 2023

<b>Listing Operations</b> BSE Limited, P J Towers, Dalal Street, Mumbai -400001, India  Scrip Code: 543263	<b>Listing Department</b> National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E) Mumbai - 400051  Symbol: SMCGLOBAL
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Dear Sir/ Ma'am,

**Subject: Annual Report along with Notice of Annual General Meeting for the financial year ended 31st March, 2023.**

Pursuant to Regulation 34 and Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby submitting the Annual Report including Business Responsibility and Sustainability Report of the Company for the financial year 2022-23 along with Notice of 29th Annual General Meeting scheduled to be held on Friday, 30<sup>th</sup> June, 2023 through VC /OAVM at 12:00 Noon, which is already being sent to the Members, who have registered their e-mail addresses with the Company/ Depositories, through electronic mode.

Annual Report and the Notice of Annual General Meeting are also uploaded on the Company's website at: [www.smcindiaonline.com](http://www.smcindiaonline.com) and this is also available on the website of Company's Registrar and Transfer Agent, Link Intime India Pvt. Limited at: <https://instavote.linkintime.co.in/>.

We would like to inform you that in respect of the 29th Annual General Meeting to be held on Friday, 30<sup>th</sup> June, 2023, the voting rights of the members/beneficial owners shall be in proportion to their shares in total paid up share capital of the Company as on the cut-off date i.e. 23<sup>rd</sup> June, 2023.

Kindly take the same on your record.

**For SMC Global Securities Limited**

**Suman Kumar**

**E.V.P. (Corporate Affairs & Legal), Company Secretary & General Counsel**

**Membership No. F5824**

**MUMBAI OFFICE** : A Wing, 401/402, Lotus Corporate Park, Graham Firth Steel Compound, Off Western Express Highway, Jay Coach Signal, Goregaon East  
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**SMC GLOBAL SECURITIES LIMITED**

Registered Office: 11/6-B, Shanti Chamber,

Pusa Road, New Delhi-110005

E-mail: smc@smcindiaonline.com

Website: www.smcindiaonline.com

CIN: L74899DL1994PLC063609



# Notice of 29<sup>th</sup> Annual General Meeting

**NOTICE IS HEREBY GIVEN THAT** the Twenty Ninth (29<sup>th</sup>) **Annual General Meeting** of the Shareholders of **SMC Global Securities Limited (the 'Company')** will be held on **Friday, 30<sup>th</sup> June, 2023 at 12:00 Noon**. Indian Standard Time (IST), through Video Conferencing (VC)/other audio visual means ('VC/OAVM') in conformity with the regulatory provisions and Circulars issued by Ministry of Corporate Affairs, to transact following business (es):

**ORDINARY BUSINESS (ES):****Item No. 1: Adoption of Annual Financial Statements**

To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the Financial Year ended on March 31, 2023 together with the Director's and Auditor's Reports thereon;

**Item No. 2: Declaration of Final Dividend:**

To confirm the payment of Interim Dividend of 60% of the Face Value of the Equity Share (i.e. ₹1.20 per Equity Shares of Face Value of ₹ 2/- each) already paid during the year and declare a Final Dividend of 60% on the Face Value of the Equity Share (i.e. ₹1.20 per Equity Shares of Face Value of ₹2/- each) for the Financial Year 2022-23.

**Item No. 3: Re-appointment of Mr. Anurag Bansal, Whole Time Director (DIN: 00003294) who retires by rotation:**

To appoint a Director in place of Mr. Anurag Bansal, (DIN: 00003294), Whole Time Director who retires by rotation at this Annual General Meeting, in terms of Section 152(6) of Companies Act, 2013 and being eligible, offers himself for re-appointment.

**SPECIAL BUSINESS (ES):****Item No. 4: Re-appointment of Mr. Anurag Bansal (DIN: 00003294) as Whole Time Director of the Company:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (herein after referred to as the Act) read with allied Rules framed there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s), amendment (s) or re-enactment(s) thereof, for the time being in force], Articles of Association of the Company and

pursuant to the recommendation of the Nomination and Remuneration Committee and Board of Directors, and subject to any required regulatory approvals and applicable conditions thereof, the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Anurag Bansal (DIN:00003294) Whole Time Director whose term expires as Whole Time Director of the Company on 27th March, 2024 for a period of 5 (Five) consecutive years with effect from 28th March, 2024 to 27th March, 2029, whose office shall be liable to retire by rotation, upon the approved terms and conditions including remuneration payable from time to time, which at all times, shall be within the limits of the Act or any statutory amendment(s) and/or modification(s) thereof, as recommended by the Nomination and Remuneration Committee of the Board of Directors and as set out in the Explanatory Statement of the Notice of Annual General Meeting.

**RESOLVED FURTHER THAT** the approval of the shareholders of the Company be and is hereby accorded to increase the limit of remuneration payable to Mr. Anurag Bansal (DIN: 00003294)

upto to an overall limit of ₹ 12,00,000 (Rupees Twelve Lakhs Only) per month, plus one month's salary as bonus, which shall be within the limits specified under section 197 and Schedule V of the Act.

**RESOLVED FURTHER THAT** the Board shall have the discretion and authority to modify the aforesaid terms and remuneration, within, the limits as approved by the Members.

**RESOLVED FURTHER THAT** where in any financial year during the currency of his tenure, the Company has no profits or its profits are inadequate, the Company may, for three years or such lesser period as is available in his tenure, pay to him such remuneration as minimum remuneration as prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 from time to time.

**RESOLVED FURTHER THAT** the Board of Directors be and are hereby authorized to alter and vary the terms and conditions, from time to time, in such manner as the Board may deem fit, subject to the overall limit of remuneration approved by the shareholders.

**RESOLVED FURTHER THAT** for

the purpose of giving effect to this resolution, the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion, deem necessary, proper or desirable to give effect to the above resolution.”

**Item No. 5: Approval of enhancement of borrowing limits of the Company**

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

“**RESOLVED THAT** in supersession of the resolution passed by the members at its Extraordinary General Meeting held on 08th March, 2019 and pursuant to the provisions of Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the Board of Directors of the Company (hereinafter referred to as “Board” which term shall include any Committee thereof for the time being exercising the powers conferred on the Board by

resolution) be and is hereby authorized to borrow by way of obtaining loan / overdraft facilities/ line of credit/ commercial papers/ non-convertible debentures (whether secured or unsecured) / external commercial borrowings (loans/bonds) bonds / deposits / fund based / non fund based limits/guarantee for the purpose of the business of the Company any sum or sums of money from time to time from any bank(s) or any financial institution(s) or any other institution(s), firm(s), body corporate(s), or other person(s) or from any other source in India whomsoever, against the security of term deposits/movable assets/immovable assets or such other assets as may be required, provided that the sum or sums so borrowed under this resolution and remaining outstanding at any time shall not exceed the aggregate of Rs. 3,000 Crore (Rupees Three Thousand Crore only) in excess of and in addition to the paid-up capital and free reserves of the Company for the time being (apart from temporary loans obtained or to be obtained from the Company's Bankers in the ordinary course of business) and that the Board be and is hereby empowered and

authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise as it may, in its absolute discretion, think fit.

**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 do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and settle any question, difficulty, doubt that may arise in respect of the borrowings aforesaid, and further the Board be and is hereby authorized to take all such steps as may be deemed necessary, proper or expedient to give effect to this resolution including execution of documents, instruments and writings as may be required.”

**Item No. 6: Approval for creation of charge on movable and immovable properties of the Company**

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

“**RESOLVED THAT** in

supersession to the resolution passed by the shareholders at the annual general meeting of the Company held on 28th September, 2019 and pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 (“Act”) (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force, if any) and all other applicable provisions, if any of the Act, consent of the Members be and is hereby accorded to revise and enhance the powers of the Board of Directors (hereinafter referred to as “the Board” which term shall include a committee thereof authorized for the purpose) to create charge/mortgages/pledges /hypothecation and securities on movable and immovable properties, tangible and intangible assets of the Company both present and future and/sell the whole or any part of the undertaking(s) of the Company as the case may be in favour of the banks, financial institutions and other investing agencies and trustees for securing the borrowings availed/ to be availed by the company by way of loans (in Indian currency/foreign currency) and securities (comprising fully/partly

convertible debentures and/or non-convertible debentures /or secured premium notes and/or floating rates notes/bonds or other debt instruments), issued/ to be issued by the Company, from time to time, subject to the limits approved under Section 180(1)(c) of the Act i.e. Rs. 3000 crores (Rupees Three Thousand Crores Only) together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, premium on prepayment, remuneration of the agent(s)/ trustee(s), premium (if any) on redemption, all other costs, charges and expenses, including any increase as a result of devaluation/revaluation/ fluctuation in the rates of exchange and all other monies payable by the Company in terms of the loan agreements/ debenture trust deed(s) or any other document, entered into/to be entered into between the Company and the lender(s), agent(s) and trustee(s)/ in respect of the said loans/ borrowings/debentures and containing such specified terms and conditions and covenants in respect of enforcement of

security as may be stipulated in that behalf and agreed to between the Board and the lender(s), agent(s)/ trustee(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors or any of the committee constituted by the Board of Directors of the Company be and are hereby authorized to finalize, settle and execute such documents/deeds/writings/ papers/ agreements as may be required and to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in regard to creating mortgage/charge as aforesaid.”

**Item No. 7: Approval for alteration in Articles of Association of the Company**

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

**RESOLVED THAT** pursuant to the provisions of section 14 and other applicable provisions, if any of the Companies Act, 2013, and the rules made thereunder (including any statutory

modification(s) or re-enactment thereof for the time being in force), the Articles of Association of the Company be and is hereby amended by insertion of new clause no. 63A after clause 63 with respect to appointment of nominee director, which read as follows:

*“Notwithstanding anything to the contrary contained in these Articles, so long as the money shall be owing by the Company to any financial institutions, corporations, bank, other financial entities or body corporate or so long as any of the aforesaid banks, financial institutions or such other financing entities holds any shares/ debentures in the Company as a result of subscription or so long as any guarantee given by any of the aforesaid financial institutions or such other financial entities in respect of any financial obligation or commitment of the Company remains outstanding, then in that event any of the said financial institutions or such other financial entities/body corporate shall, subject to an agreement in that behalf between it and the Company, have a right but not an obligation, to appoint one or more persons as Director(s) on the*

*Board of Directors of the Company as Nominee Director on the Board of the Company and to remove from such office any person or persons so appointed and to appoint any person or persons in his or their place/s.”*

**RESOLVED FURTHER THAT** any of the Directors of the Company be and is hereby authorized to take all necessary action for giving effect to the above resolution including but not limited to filing of relevant e-forms with the Registrar of Companies, as required under the provisions of the Companies Act, 2013.”

**Item No. 8: Appointment of Mr. Gobind Ram Choudhary (DIN: 01104704) as an Independent Director of the Company**

To consider and if thought fit, to pass, the following resolution as a **Special Resolution:**

**By Order of the Board of Directors  
For SMC Global Securities Limited**

**Sd/-**

**Suman Kumar  
E.V.P. (Corporate Affairs & Legal),  
Company Secretary & General Counsel**

**Date: 18<sup>th</sup> May, 2023**

**Place: New Delhi**

**“RESOLVED THAT** pursuant to the provisions of section 149, 150, 152 and 161(1) read with Schedule IV and other applicable provisions if any, of the Companies Act, 2013 (“Act”), and rules notified thereunder (including any statutory modification or re-enactment thereof for the time being in force), Regulation 17 read with Regulation 25(2A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and other applicable provisions of Listing Regulations and Articles of Association of the Company and based on the recommendation of the Board of Directors and Nomination and Remuneration Committee, and subject to approval of the exchanges where the Company is a trading/clearing member, Mr. Gobind Ram Choudhary (DIN: 01104704) who was appointed as an

Additional Director and designated as a Independent Director by the Board of Directors in their meeting held on 18th May, 2023, who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations and is eligible for appointment, and in respect of whom, the Company has received a notice in writing from a member under section 160 of the Act, be and is hereby appointed as a Non-Executive Independent Director of the Company for a period of five years which shall be effective from the date approval of the exchanges where the Company is a trading/clearing member and shall not be liable to retire by rotation.”

**NOTES:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts concerning the business under item no. 4, 5, 6 7 & 8 of the accompanying Notice, is annexed thereto. The Board of Directors of the Company at its meeting held on 18th May, 2023 considered that the special businesses mentioned in the Notice being considered unavoidable, and hence be transacted at the 29th AGM of the Company.
2. Considering the continued COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular dated May 5, 2020, April 8, 2020 and April 13, 2020 and recent circular dated December 14, 2021, May 5, 2022 and 28th December, 2022 (collectively referred to as (“**MCA Circulars**”)) permitted convening the Annual General Meeting (“**AGM**”/“**Meeting**”) through Video Conferencing (“**VC**”) or Other Audio Visual Means (“**OAVM**”), without the physical presence of the members at a common venue till 30th September, 2023. In accordance with the MCA Circulars, provisions of the Companies Act, 2013 (“**the Act**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”), the AGM of the Company is being held through **VC/OAVM**. The deemed venue for the AGM shall be the Registered Office of the Company i.e.11/6B, Shanti Chambers Pusa Road, New Delhi-110005.
3. Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under section 103 of the Act.
4. Since this AGM is being held through VC/OAVM pursuant to the MCA Circulars, physical attendance of members has been dispensed and therefore the facility for appointment of proxies by the members under section 105 of the Act will not be available for the 29th AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. However, in pursuance of section 112 and 113 of the Act, representatives of the members may be appointed for the purpose of voting through remote e-voting, for participation in the 29th AGM through VC/OAVM facility and e-voting.
5. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
6. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (“ICSI”) and Regulation 44 of Listing Regulations read with MCA Circulars, the Company is providing remote e-Voting facility to its members in respect of the business to be transacted at the 29th AGM and facility for those members participating in the 29th AGM to cast vote through e-voting system.

7. Corporate/Institutional members (i.e. other than Individuals, HUF, NRI, etc.) intending to attend the meeting in accordance with the terms of Section 113 of the Companies Act, 2013 are required to send scanned certified true copy (PDF format) of the board resolution/power of attorney/ authority letter, etc. to the Scrutinizer at e-mail id: csarvindroy@rediffmail.com to attend the AGM through VC/OAVM on their behalf and to vote through remote e-voting.
8. Members who have questions or seeking clarifications on the Annual Report or on the proposals as contained in this Notice are requested to send e-mail to the Company at sumankumar@smcindiaonline.com on or before 25th June, 2023. This will enable the Company to compile the information and provide replies at the meeting.
9. The Company will allot time for members to express their views or give comments during the meeting. The members who wish to speak at the meeting need to register themselves as a speaker by sending an e-mail from their registered e-mail ID mentioning their name, DP ID and Client ID/ Folio number and mobile number, on e-mail ID at sumankumar@smcindiaonline.com on or before 25th June, 2023. Depending on the availability of time, the Company reserves the right to restrict the number of speakers at the meeting.
10. The members who have registered their e-mail addresses with the Company/ their depository can cast their vote through remote e-voting or through the e-voting during the AGM using the process mentioned below for e-voting through electronic system means.
11. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. In compliance with the MCA and SEBI Circulars, notice of the AGM along with the Annual Report 2022-23 is being sent through electronic mode to those members whose email addresses are registered with the Company/ Depositories. Members holding shares in dematerialized form who have not updated their email addresses are requested to contact their Depository Participant for updation of their email ID.
13. Members may please note that the AGM notice, annual reports are available on the Company's website at www.smcindiaonline.com on websites of the stock exchanges i.e. BSE Limited and National Stock Exchanges of India Limited at www.bseindia.com and www.nseindia.com respectively and also on the website of CDSL and NSDL
14. Pursuant to Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 91 of the Companies Act, 2013 and rules made there under, the Register of Members and Share Transfer Books of the Company will remain closed from 17th June, 2023 to 21st June, 2023



- (Both days inclusive), for determining the names of members eligible for Final Dividend on Equity Shares, if declared, at the meeting.
15. Payment of dividend as recommended by the Board of Directors, if approved at the meeting, will be made to those members whose names are on the Company's Register of Members on Record Date i.e. 16th June, 2023 and those whose names appear as Beneficial Owners as at the close of the business hours on 16th June, 2023 as per the details to be furnished by the Depositories, viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) for this purpose.
  16. In accordance with the provisions of the Income Tax Act, 1961 as amended by and read with the provisions of the Finance Act, 2020, with effect from 1st April 2020, dividend declared and paid by the Company is taxable in the hands of its members and the Company is required to deduct tax at source (TDS) from dividend paid to the members at the applicable rates. Sufficient time will be provided for submitting the documents/declarations by the members who desire to claim beneficial tax treatment. Further no tax shall be deducted on the dividend payable to a resident individual shareholder if the total amount of dividend to be received from the Company during the Financial Year 2023-24 does not exceed ₹5,000/-. Shareholders may note that in case PAN is not updated with the Depository Participant/ Registrar of the Company, the tax will be deducted at a higher rate of 20%.
  17. Members holding shares in electronic form are advised to keep the bank details updated with the respective Depositories, viz. NSDL and CDSL. Member holding shares in certificate form are requested to update bank details with the Company's Registrar and Transfer Agents.
  18. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act will be available electronically for inspection by the members during the AGM. All documents referred to in the notice will also be available for electronic inspection without any fee by the members from the date of circulation of this notice upto the date of AGM i.e. 30th June, 2023 during business hours. Members seeking to inspect such documents may send a request on the email id at [sumankumar@smcindiaonline.com](mailto:sumankumar@smcindiaonline.com) at least one working day before the date on which they intend to inspect the document.
  19. Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 and Amendment Rules 2017 notified by the Ministry of Corporate Affairs, the Company is required to transfer all shares in respect of which dividend has not been paid or claimed by the

members for seven consecutive years or more in the name of Investor Education and Protection Fund (IEPF) Suspense Account. Adhering to various requirements set out in the Rules, the Company has taken appropriate action for transferring the shares to the Demat Account opened by the IEPF Authority. The shares transferred to IEPF Suspense Account including all benefits accruing on such shares, if any, can be claimed by the

members from IEPF Authority, after following the procedure prescribed under the Rules and as disclosed on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2021/05/Procedure-for-claiming-dividend-and-shares-from-IEPF-Authority-2.pdf>

20. During the year, the Company transferred ₹ 1,99,397 and ₹ 1,31,882 pertaining to Final Dividend of FY 2014-15 and Interim Dividend of FY 2015-16, respectively to the IEPF.

Members who have not encashed their dividend warrants for last seven years are requested to write to the Company's Registrar and Transfer Agents and claim their dividends. The total amount of unclaimed dividend has been disclosed in the financial statements. The details of unclaimed dividends as on the date of this annual report, is as follows:

Sl.No.	Dividend and Year	% of Dividend Declared	Dividend Per Share	Date of Declaration	Date of creation of Unpaid Dividend Account	Last Date of Claim
1.	Final Dividend for FY 15-16	18%	0.36	16th July, 2016	16th August, 2016	15th August, 2023
2.	Interim Dividend for FY 16-17	18%	0.36	29th November, 2016	2nd January, 2017	1st January, 2024
3.	Final Dividend for FY 16-17	24%	0.48	29th July, 2017	30th August, 2017	29th August, 2024
4.	Interim Dividend for FY 17-18	24%	0.48	14th August, 2017	20th September, 2017	19th September, 2024
5.	Final Dividend for FY 17-18	24%	0.48	21st July, 2018	27th August, 2018	26th August, 2025
6.	Interim Dividend for FY 18-19	24%	0.48	7th December, 2018	9th January, 2019	8th January, 2026
7.	Final Dividend for FY 18-19	24%	0.48	28th September, 2019	1st November, 2019	31st October, 2026
8.	Interim Dividend for FY 19-20	36%	0.72	4th February, 2020	7th March, 2020	6th March, 2027
9.	Final Dividend for FY 19-20	12%	0.24	30th September, 2020	2nd November, 2020	1st November, 2027
10.	Interim Dividend for FY 2020-21	60%	1.20	10th February, 2021	15th March, 2021	14th March, 2028
11.	Final Dividend for FY 2020-21	40%	0.80	7th August, 2021	8th September, 2021	7th September, 2028
12.	Interim Dividend for FY 21-22	60%	1.20	8th November, 2021	13th December, 2021	12th December, 2028
13.	Final Dividend for FY 21-22	60%	1.20	7th May, 2022	29th July, 2022	25th July, 2029
14.	Interim Dividend for FY 22-23	60%	1.20	6th November, 2022	7th December, 2022	6th December, 2029

21. The facility for Shareholders to join the AGM in the VC/OAVM mode will be kept open for joining for 15 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting. The Shareholders can join the AGM by following the procedure mentioned herein below in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to at least 1000 Shareholders on 'first come first serve' basis. This will not include large Shareholders (i.e. Shareholders holding 2% or more), Promoters, Directors, Key Managerial Personnel, the Chairperson(s) of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of 'first come first serve' basis.
22. The Company has availed the services of Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company as the authorized agency for conducting the AGM through VC/OAVM and providing the e-voting facility.
23. As a part of the green initiatives, the Members who have not yet registered their E-mail addresses are requested to register their E-mail addresses with their DPs in case the shares are held by them in electronic form and with Link Intime India Private Limited in case the shares are held by them in physical form. Upon such registration, all communication from the Company/RTA will be sent to the registered email address.
24. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
25. To enhance ease of dealing in securities markets by investors, SEBI has decided that listed companies shall henceforth issue the securities in dematerialized form only (vide Gazette Notification no. SEBI/LADNRO/GN/2022/66 dated January 24, 2022). Hence, the Members holding shares in physical form are requested to consider converting their holdings in the dematerialized form. The Members, who are desirous to convert their physical holdings into dematerialized form, may contact the Depository Participant of their choice.
26. In compliance with the aforesaid MCA Circulars, the Company has also published a public notice by way of an advertisement dated 1st June, 2023 in the newspaper editions of Financial Express and Jansatta, both having nationwide circulation along with their electronic editions, inter alia, advising the members whose e-mail ids are not registered with the Company, its Registrar and Share Transfer Agent (RTA) or Depository Participant(s) (DPs), as the case may be, to register their e-mail ids with them.

27. Recorded transcript of the Meeting shall be uploaded on the website of the Company and the same shall also be maintained in safe custody of the Company.
28. Pursuant to Regulation 26(4) and 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 (SS-2) on General Meetings, details of directors seeking appointment/reappointment at the Annual General Meeting are furnished in Annexure A which forms part of the notice.
29. The members who have not yet registered their e-mail ids with the Company may contact Link Intime India Private Limited, RTA on (delhi@linkintime.co.in) or (+91 11 41410592) for registering their e-mail ids on or before 23rd June, 2023. The Company shall send the Notice to such members whose e-mail ids get registered within the aforesaid time enabling them to participate in the meeting and cast their votes.
30. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Company or its RTA in respect of shares held in physical form and to DPs in respect of shares held in electronic form.
31. Company will be disclosing to the Stock Exchanges, as per Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the details of results of voting on each of the resolutions proposed in this Notice.
32. The Members of the Company are hereby informed that SEBI vide its notification no. SEBI/LAD/NRO/GN/2018/24 dated 8th June, 2018 & notification no. SEBI/LADNRO/GN/2018/49 dated 30th November, 2018 and SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2022 ('Amendment Regulations, 2022') dated 24th January, 2022 has amended the provisions of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which provides that from 1st April, 2019 transfer of securities would not be processed unless the securities are held in dematerialized form with a depository. Further, the Amendment Regulations, 2022 has also restricted transmission or transposition of securities in physical form. In view of the same, the shares cannot be transferred/ transmitted in the physical mode. Hence, all the members holding shares in physical form are requested to dematerialize their holdings immediately. Please be informed that the restriction imposed by SEBI is only on transfer, transmission & transposition of shares, hence, the members at its own discretion might hold the shares in physical form. Further, in order to protect the interests of the investors in the securities market and to curb fraud and manipulation involved in physical transfer, transmission & transposition of securities by unscrupulous entities, it is imperative to

- mandate compulsory holding of securities in dematerialized form for effecting transfer. Hence, dematerialization of shares is highly recommended and all the shareholders are requested to do the same.
33. Members seeking any information/document relating to the Accounts, Legal and other matters with respect to the businesses to be transacted at the Annual General Meeting may write to the Company Secretary at the Registered Office of the Company atleast seven days in advance of the Meeting.
34. The Company/RTA has sent individual letters to all the Members holding shares of the Company in physical form for furnishing their PAN, KYC details and Nomination pursuant to SEBI Circular No. SEBI/ HO/MIRSD/ MIRSD\_RTAMB/ P/CIR/2021/655 dated November 3, 2021. The aforesaid communication is also intimated to the stock exchanges and available on the website of the Company. Attention of the Members holding shares of the Company in physical form is invited to go through the said important communication under the web link at [https://smcindiaonline.com/wp-content/uploads/2022/02/Write-up\\_Norms-for-investors-service-request.pdf](https://smcindiaonline.com/wp-content/uploads/2022/02/Write-up_Norms-for-investors-service-request.pdf).
35. The Securities and Exchange Board of India ("SEBI") has mandated furnishing of PAN, KYC details (i.e., Postal Address with PIN Code, email address, mobile number, bank account details) and nomination details by holders of securities in prescribed forms. Effective from 1st January 2022, any service requests or complaints received from the member, are being processed by RTA on receipt of aforesaid details/ documents. On or after 1st April 2023, in case any of the above cited documents/ details are not available in the Folio(s), in terms of SEBI circulars, RTA shall be constrained to freeze such Folio(s). Relevant details and forms prescribed by SEBI in this regard are available on the website of the Company at [www.smcindiaonline.com](http://www.smcindiaonline.com)
36. Nomination facility as per the provisions of Section 72 of the Act is available to individuals holding shares in the Company. Members can nominate a person in respect of all the shares held by him singly or jointly. Members holding shares in physical form and who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the website of the Company and RTA. Members holding shares in electronic form may approach their respective DPs for completing the nomination formalities.
37. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/ MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January 2022 has mandated the listed companies to issue securities in dematerialized form only while processing service

- requests, viz. Issue of duplicate securities certificate; renewal/ exchange of securities certificate; endorsement; sub-division/ splitting of securities certificate; consolidation of securities certificates/folios; transmission and transposition. Further SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD\_RTAM B/P/CIR/2022/65 dated 18th May 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 & ISR-5, as the case may be. The said form can be downloaded from the website of the Company and RTA
38. Details as required under Regulation 36 of the Listing Regulations and Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India, in respect of the appointment of Directors seeking appointment/ re-appointment at the 29th AGM, forms an integral part of the Notice of the 29th AGM. Requisite declarations have been received from the Directors seeking appointment/ re-appointment.
39. Members have facility for dematerializing equity shares of the Company with National Securities Depository Ltd. and Central Depository Services (India) Ltd. The ISIN No. allotted to the Company is INE103C01036. Any member desirous of dematerializing his holding may do so through any Depository Participant.
40. Members are requested to visit the website of the Company i.e. 'www.smcindiaonline.com' at Investor's Corner Section for viewing the quarterly & annual financial results and for more information about the Company.
41. Members may please note that all investor related communication may be addressed to the Registrar and Share Transfer Agent at the following address:
- Link Intime India Private Limited** Unit: SMC Global Securities Limited LINK INTIME INDIA PVT LIMITED
- NOBLE HEIGHTS, 1ST FLOOR, PLOT NH 2C-1 BLOCK LSC, NEAR SAVITRI MARKET JANAKPURI, NEW DELHI - 110058
- Tel no. 011-41410592, 93, 94
- E-mail id: delhi@linkintime.co.in
- Website: www.linkintime.co.in
- For effecting changes in address/bank details, members are requested to notify:
- (I) The R&T Agent of the Company, viz. Link Intime India Pvt. Ltd., if shares are held in physical form; and
- (ii) their respective Depository Participant (DP), if shares are held in electronic form.

**42. INSTRUCTIONS FOR E-VOTING AND JOINING THE ANNUAL GENERAL MEETING ARE AS FOLLOWS:**

**Remote e-Voting Instructions for shareholders**

As per the SEBI circular dated December 9, 2020, individual shareholders holding securities in demat mode can register directly with the depository or will have the option of accessing various ESP portals directly from their demat accounts.

**Login method for Individual shareholders holding securities in demat mode is given below:**

1. Individual Shareholders holding securities in demat mode with NSDL
  1. Existing IDeAS user can visit the e-Services website of NSDL viz... <https://eservices.nsdl.com> either on a personal computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing

User ID and Password.

After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name i.e. LINK INTIME and you will be re-directed to "InstaVote" website for casting your vote during the remote e-Voting period.

2. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com> Select "Register Online for IDeAS Portal" or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>
3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a

personal computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name i.e. LINK INTIME and you will be redirected to "InstaVote" website for casting your vote during the remote e-Voting period.

2. Individual Shareholders holding securities in demat mode with CDSL
  1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and



password. The option will be made available to reach e-Voting page without any further authentication. The users to login Easi / Easiest are requested to visit CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by the company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider i.e. LINKINTIME for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to

access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

3. If the user is not registered for Easi/Easiest, the option to register is available at CDSL website [www.cdslindia.com](http://www.cdslindia.com) and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access the e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on [www.cdslindia.com](http://www.cdslindia.com) home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, the user will be able to see the e-Voting option where the evoting is in progress

and also able to directly access the system of all e-Voting Service Providers.

3. Individual Shareholders (holding securities in demat mode) login through their depository participants  
You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on the company name or e-Voting service provider name i.e. LinkIntime and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

**Login method for Individual shareholders holding securities in physical form/ Non-Individual Shareholders holding securities in demat mode is given below:**

Individual Shareholders of the company, holding shares in physical form / Non-Individual Shareholders holding securities in demat mode as on the cut-off date for e-voting may register for e-Voting facility of Link Intime as under:

1. Open the internet browser and launch the URL: <https://instavote.linkintime.co.in>
2. Click on “**Sign Up**” under ‘**SHARE HOLDER**’ tab and register with your following details:-

**A. User ID:** Shareholders holding shares in physical form shall provide Event No + Folio Number registered with the Company. Shareholders holding shares in NSDL demat account shall provide 8 Character DP ID followed by 8 Digit Client ID; Shareholders holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID.

**B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Shareholders who have

not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.

**C. DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format)

**D. Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.

\*Shareholders holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above

\*Shareholders holding shares in **NSDL form**, shall provide ‘D’ above

► Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter).

► Click “confirm” (Your password is now generated).

3. Click on ‘Login’ under ‘**SHARE HOLDER**’ tab.
4. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘**Submit**’.

#### **Cast your vote electronically:**

1. After successful login, you will be able to see the notification for e-voting. Select ‘**View**’ icon.
2. E-voting page will appear.
3. Refer the Resolution description and cast your vote by selecting your desired option ‘**Favour / Against**’ (If you wish to view the entire Resolution details, click on the ‘**View Resolution**’ file link).
4. After selecting the desired option i.e. Favour / Against, click on ‘**Submit**’. A confirmation box will be displayed. If you wish to confirm your vote, click on ‘**Yes**’, else to change your vote, click on ‘No’ and accordingly modify your vote.

### Guidelines for Institutional shareholders:

Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on the e-voting system of LIPL at <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'. They are also

required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

### Helpdesk for Individual Shareholders holding securities in physical mode/ Institutional shareholders:

Shareholders facing any technical issue in login may contact Link Intime INSTAVOTE helpdesk by sending a request at [enotices@linkintime.co.in](mailto:enotices@linkintime.co.in) or contact on: - Tel: 022- 4918 6000.

### Helpdesk for Individual Shareholders holding securities in demat mode:

Individual Shareholders holding securities in demat mode may contact the respective helpdesk for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
<b>Individual Shareholders holding securities in demat mode with NSDL</b>	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at : 022 - 4886 7000 and 022 - 2499 7000
<b>Individual Shareholders holding securities in demat mode with CDSL</b>	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

### Individual Shareholders holding securities in Physical mode has forgotten the password:

If an Individual Shareholders holding securities in Physical mode has forgotten the USER ID [Login ID] or Password or both then the shareholder can use the

"Forgot Password" option available on the e-Voting website of Link Intime:

<https://instavote.linkintime.co.in>

- o Click on '**Login**' under '**SHARE HOLDER**' tab and further Click '**forgot password?**'

- o Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on "SUBMIT".

*In case shareholders is having valid email address, Password will be sent to his / her registered e-*

mail address. Shareholders can set the password of his/her choice by providing the information about the particulars of the Security Question and Answer, PAN, DOB/DOI, Bank Account Number (last four digits) etc. as mentioned above. The password should contain minimum 8 characters, at least one special character (@!#\$%&\*), at least one numeral, at least one alphabet and at least one capital letter.

User ID for Shareholders holding shares in Physical Form (i.e. Share Certificate): Your User ID is Event No + Folio Number registered with the Company

**Individual Shareholders holding securities in demat mode with NSDL/ CDSL has forgotten the password:**

Shareholders who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned depository/ depository participants website.

- It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- For shareholders/ members holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.
- During the voting period, shareholders/ members can login any number of time till they have voted on the resolution(s) for a particular “Event”.

**B. PROCESS AND MANNER FOR ATTENDING THE ANNUAL GENERAL MEETING THROUGH INSTAMEET:**

1. Open the internet browser and launch the URL:  
<https://instameet.linkintime.co.in>
- ▶ Select the “**Company**” and ‘**Event Date**’ and register with your following details:-

- A. Demat Account No. or Folio No:** Enter your 16 digit Demat Account No. or Folio No
- Shareholders/ members holding shares in **CDSL demat account shall provide 16 Digit Beneficiary ID**
- Shareholders/ members holding shares in **NSDL**

**demat account shall provide 8 Character DP ID followed by 8 Digit Client ID**

- Shareholders/ members holding shares in **physical form shall provide** Folio Number registered with the Company
  - B. PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP)/ Company shall use the sequence number provided to you, if applicable.
  - C. Mobile No.:** Enter your mobile number.
  - D. Email ID:** Enter your email id, as recorded with your DP/Company.
- ▶ Click “Go to Meeting” (You are now registered for InstaMeet and your attendance is marked for the meeting).

**Instructions for Shareholders/ Members to Speak during the Annual General Meeting through InstaMeet:**

1. Shareholders who would like to speak during the meeting must register their request 3 days in advance with the company on the specific email id created for the general meeting.
2. Shareholders will get confirmation on first cum first basis depending upon the provision made by the client.
3. Shareholders will receive “speaking serial number” once they mark attendance for the meeting.
4. Other shareholder may ask questions to the panellist, via active chat-board during the meeting.
5. Please remember speaking serial number and start your conversation with panellist by switching on video mode and audio of your device.

Shareholders are requested to speak only when moderator of the meeting/ management will announce the name and serial number for speaking.

**Instructions for Shareholders/ Members to Vote during the Annual General Meeting through InstaMeet:**

Once the electronic voting is activated by the scrutinizer/ moderator during the meeting, shareholders/ members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”
2. Enter your 16 digit Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMEET and click on 'Submit'.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against'.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided

to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.

6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting. Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/ participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops

connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/ Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case shareholders/ members have any queries regarding login/ e-voting, they may send an email to [instameet@linkintime.co.in](mailto:instameet@linkintime.co.in) or contact on: - Tel: 022-49186175.

**43.** The Members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC/OAVM facility but shall not be entitled to cast their vote again through e-voting facility available during the AGM.

**44.** Any person who acquires shares and becomes the member of the Company after the dispatch of the notice of e-AGM and holds shares as of the **cut-off date i.e. 23rd June, 2023** may obtain the login ID and password for remote e-voting by sending request to Link Intime India Pvt. Ltd. at **[enotices@linkintime.co.in](mailto:enotices@linkintime.co.in)** or contact on: - Tel: 022-4918 6000. Any person who is not a member as on cut-off date should read the notice of the-AGM for information purpose only.

**45.** All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during business hours (11:00 A.M. to 1:00 P.M.) on all working days except on holidays upto and including the date of the Annual General Meeting of the Company.

**46. DISPATCH OF ANNUAL REPORT THROUGH ELECTRONIC MODE:**

In compliance with the MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2022-23 is being sent only through electronic mode to those Members who see mail addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2022-23 will also be available on the Company's website [www.smcindiaonline.com](http://www.smcindiaonline.com), and on the website of Company's Registrar and Transfer Agent, LINK INTIME INDIA PVT LIMITED at <https://instavote.linkintime.co.in>

**47. Compulsory transfer of Equity Shares to IEPF Account:** Shares on which dividend remains unclaimed for seven consecutive years will be transferred to the IEPF as per Section 124 of the Act, and the applicable rules. Members may note that the dividend and shares transferred to the IEPF can be claimed back by the concerned shareholders from the IEPF Authority after complying with the procedure prescribed under the Investor Education and

Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016.

Previous year the Unpaid Dividend and respective Equity Shares for the Interim Dividend paid for the F.Y.2015-16 and Final Dividend of F.Y.2014-15 has been transferred to Investor Education and Protection Fund (IEPF).

Information on the procedure to be followed for claiming the dividend/shares is available on the website of the company at the link <https://smcindiaonline.com/wp-content/uploads/2021/05/Procedure-for-claiming-dividend-and-shares-from-IEPF-Authority-1.pdf>

#### 48. GENERAL

**A) M/s A. K. Roy & Associates, (CP No. 9147)** Practicing Company Secretaries, has been appointed as

the Scrutinizer of the Company to scrutinize the e-voting process in a fair and transparent manner.

- B)** The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on **23rd June, 2023**.
- C)** Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- D)** The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblock the votes in the presence of atleast two (2) witnesses not in the employment of the

Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

- E)** The results shall be declared after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be available on the Company's website within two (2) working days of passing of the resolution at the Annual General Meeting of the Company and will accordingly be communicated to the stock exchanges.
- F) E-Voting period commences on 9:00 AM on 27th June, 2023 and concludes on 5:00 PM, on 29th June, 2023.**

**EXPLANATORY STATEMENT  
SETTING OUT ALL MATERIAL  
FACTS CONCERNING EACH OF  
THE BUSINESS (ES) TO BE  
TRANSACTIONED AT THE 29TH  
ANNUAL GENERAL MEETING OF  
THE COMPANY**

*[PURSUANT TO SECTION 102 OF  
THE COMPANIES ACT, 2013]*

The following Explanatory Statements pursuant to Section 102 of the Companies Act, 2013 sets out all material facts relating to the business mentioned in item no. 4, 5, 6, 7 and 8 in the accompanying Notice of the Annual General Meeting are annexed herewith:-

**ITEM NO. 4: Re-appointment of Mr. Anurag Bansal (DIN: 00003294) as Whole Time Director of the Company:**

Mr. Anurag Bansal (DIN 00003294) was appointed as a Whole Time Director of the

Company by the members of the Company at the 24th AGM of the Company held on 21st July, 2018 for a term of 5 (five) years i.e. from 28th March, 2019 to 27th March, 2024. The term of appointment of Mr. Anurag Bansal as Whole Time Director in terms of section 196 and 197 of the Companies Act, 2013 is expiring on 27th March, 2024. Considering the whole hearted sincerity and commitment of Mr. Anurag Bansal in the growth of the Company, the Board of Directors pursuant to the recommendation of Nomination and Remuneration Committee recommends reappointment of Mr. Anurag Bansal as the Whole Time Director of the Company for a further tenure of 5 (five) years i.e. from 28th March, 2024 to 27th March, 2029.

Accordingly, the approval of the shareholders is sought for

reappointment of Mr. Anurag Bansal as the Whole Time Director of the Company for a further period of 5 (five) years i.e. from 28th March, 2024 to 27th March, 2029. In this regard, the remuneration payable to Mr. Anurag Bansal shall be as determined by the Board of Directors shall be within the overall limits approved by the shareholders of the Company and in accordance with the applicable provisions of the Companies Act, 2013 and rules made thereunder.

The information required under the Section II of Part II of the Schedule V of the Companies Act, 2013 is given below:

**Term of appointment**

28th March, 2024 to 27th March, 2029



### Information about Mr. Anurag Bansal

Particulars	Details
<b>Background details</b>	Mr. Anurag Bansal is the Whole Time Director of SMC Global Securities Limited. He is also a rank holder and fellow member of the Institute of Chartered Accountants of India (ICAI) and also a member of Institute of Cost Accountants of India (ICMAI). He has rich legacy of professional exposure in the Capital market.
<b>Past remuneration</b>	Monthly remuneration of Rs. 7,50,000 per month (Rupees Seven Lakh Fifty Thousand per month)
<b>Recognition or awards</b>	Nil
<b>Job profile and his suitability</b>	Mr. Bansal is a fellow member of the Institute of Chartered Accountants of India (ICAI) and also a member of the Institute of Cost Accountants of India (ICMAI). His rich legacy of professional exposure in the Capital market acts as a catalyst in his supervision of various businesses including Investment Banking, Institutional Equities, and Distribution division apart from legal and other strategic functions of the organization and is instrumental in making various strategic decisions for the Company.
<b>Remuneration proposed</b>	Currently, Mr. Anurag Bansal is drawing a monthly remuneration of ₹7,50,000 per month which can be further increased upto ₹8,00,000 per month as approved by the shareholders in their meeting held on 21st July, 2018. Further, the approval of the shareholders is sought for further increasing the overall/maximum limit of his remuneration upto ₹12,00,000 per month, plus one month's salary as bonus.
<b>Comparative remuneration profile with respect to industry, size of the company, profile of the position and person</b>	The terms and conditions of re-appointment are as per the industry norms
<b>Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any</b>	Mr. Anurag Bansal is also part of the promoter group of the Company. Mr. Anurag Bansal holds 2,50,000 equity shares of the Company amounting to 0.24% of total shareholding in the Company.  He does not have any pecuniary relationship with any managerial personnel of the Company.

## Remuneration

In so far as the remuneration of Mr. Anurag Bansal, Whole Time Director is concerned, the Members have by way of a Special Resolution at the Annual General Meeting held on 21st July, 2018 approved payment upto INR 8,00,000 per month to Mr. Anurag Bansal which is within overall limit as prescribed under Schedule V of the Companies Act, 2013 and delegated the authority to the Board of Directors to amend and alter the remuneration of Mr. Bansal within the approved maximum limits.

Where in any financial year during the currency of the tenure of Mr. Anurag Bansal as Whole Time Director, the Company has no profits or its profits are inadequate, it will pay to Mr. Bansal in respect of such financial years in which such inadequacy or loss arises or a period of three years, whichever

is lower, the remuneration as set out above by way of consolidated salary, perquisites and allowances as minimum remuneration, in accordance with the provisions of Section 197 and / or Schedule V of the Act or such higher limit as may be approved by the Central Government or other appropriate authority, if any, required in this regard.

Pursuant to the provisions of Schedule V of the Companies Act, 2013, the following information is being provided to the Members. The Board will provide other information (which is not available as on the date of this Notice) in the year in which Schedule V will be applicable due to having inadequate profit or loss in the Company.

### Perquisites/Benefits

The Whole Time Director shall be entitled to perquisites like benefit of rent free

accommodation, statutory contribution to retirement funds, contribution to PF, gratuity fund, leave encashment and long service award and other benefits subject to the condition that the total remuneration shall not exceed the maximum remuneration approved by the shareholders in accordance with the limits prescribed under Schedule V of the Companies Act, 2013.

### Information required under Schedule V of the Companies Act, 2013

#### General Information

- i. Nature of industry -**  
Financial Services (Stock Broking)
- ii. Date of commencement of commercial production -**  
Not Applicable
- iii. Financial performance based on given indicators**

(₹ in Lakhs)

Particulars	Standalone Basis For the year ended 31st March, 2023	Consolidated Basis For the year ended 31st March, 2023	Standalone Basis For the year ended 31st March, 2022	Consolidated Basis For the year ended 31st March, 2022
Revenue from Operations (net)	67,915.41	1,21,667.59	66,994.06	1,11,693.61
Other Income	1,365.19	408.13	1,415.55	388.47
Total Income	69,280.60	1,22,075.72	68,409.61	1,12,082.08
Total Expense	57,294.10	1,05,880.20	50,192.66	89,942.54
Profit Before Tax	11,986.50	16,195.52	18,216.95	22,138.58
Profit After Tax	9,337.23	12,039.62	14,461.03	17,456.85

**iv. Foreign investments or collaborations, if any.**

Nil.

**III. Other information****(1) Reasons for loss or inadequate profits**

The related information will be provided in the Board's Report prepared for the relevant year in which inadequate profit/ loss arises.

**(2) Steps taken or proposed to be taken for improvement:**

The related information will be provided in the Board's Report prepared for the relevant year in which inadequate profit/ loss arises.

**(3) Expected increase in productivity and profits in measurable terms:**

The related information will be provided in the Board's Report prepared for the relevant year in which inadequate profit/ loss arises.

**IV. Disclosures:**

Disclosures pursuant to Schedule V of the Act are given in the Explanatory Statement hereinbefore and in the Corporate Governance Report which is annexed to the Board's Report.

Other disclosures required under the Act, Secretarial Standard 2 and Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) have been provided as an Annexure to this Notice.

Your Board of Directors recommends passing of **Special Resolution** for reappointment of Mr. Anurag Bansal as the Whole Time Director of the Company for another term of five consecutive years i.e. from 28th March, 2024 to 27th March, 2029 as set out in item no. 4 of the accompanying Notice.

Except Mr. Anurag Bansal and his relatives, none of the Directors or the Key Managerial Personnel of the Company is concerned or interested financially or otherwise in the said resolutions except to the extent of their shareholding in the Company or their interest as Director or otherwise in such other Related Party Entity, if any.

**Item No. 5 & 6: Approval of enhancement of borrowing limits of the Company & Approval for creation of charge on movable and immovable properties of the Company**

The shareholders of the Company are hereby informed that the members in the Extraordinary General Meeting held on 08th March, 2019 and Annual General Meeting held on 28th September, 2019 considered and approved by way of special resolution to the Board of Directors, to borrow funds, from time to time, for the business of the Company, up to an amount not exceeding INR 2000 crores in terms of section 180(1)(c) and 180(1)(a) of the Companies Act, 2013 respectively. Considering the requirement of working capital in future and the ongoing business plans of the Company, the money's already borrowed by the Company, other than temporary loans in the ordinary course of the business, may exceed the existing limit. Accordingly, the Board of Directors propose to increase the existing borrowing limit from INR 2000 crores to INR 3000 crores in accordance with the

requirements of section 180(1)(c) of the Companies Act, 2013 and the rules made thereunder.

Further, the aforesaid borrowings may be required to be secured by way of charge through lien / hypothecation/ mortgage over all or any part of the movable and / or immovable asset of the Company. Therefore, in terms and of Section 180 (1) (a) and 180(1)(c) of the Act, the approval of the Members of the Company is required by way of a Special Resolution

The above proposals are in the interest of the Company and the Board of Directors recommends the Resolution as set out at Item No. 5 & 6 for approval by the members of the Company.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested in these items of business, except to the extent of their shareholding in the Company, and accordingly recommends the Resolution as set out in Item No. 5 & 6 of this notice to be passed as a **special resolution**.

**Item No. 7: Approval for alteration in the Articles of Association of the Company**

The Members of the Company are hereby informed that the Board of Directors of the Company in the meeting held on 18th May, 2023 has proposed to come up with issuance of Non-Convertible Debentures of upto INR 400 crores in single or multiple tranches and either on public issue or private placement basis as may be feasible for the Company. Accordingly, for the purpose of issuance of debentures and in accordance with the provisions of SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 the Company might be required to appoint a debenture trustee. Further, in accordance with the provisions of Regulation 15(1)(e) of the SEBI (Debenture Trustee) Regulations, 1993, read along with Rule 18(3) of Companies (Share Capital and Debentures) Rules, 2014, the Company's Articles of Association should contain an enabling provision for the purpose of bestowing the right upon the debenture trustee to appoint/remove a nominee director on the Board of

Directors as nominated by the Debenture Trustee in case of any breach of covenant as mentioned in Regulation 15(1)(e) of the SEBI (Debenture Trustee) Regulations, 1993 read along with Rule 18(3) of Companies (Share Capital and Debentures) Rules, 2014.

Currently, the Articles of Association does not contain such enabling provision; hence, the Board of Directors proposes and recommends altering the Articles of Association of the Company to include the aforementioned enabling provision by way of insertion of new clause 63A after clause 63 of the existing Articles of Association, which shall read as follows:

*“Notwithstanding anything to the contrary contained in these Articles, so long as the money shall be owing by the Company to any financial institutions, corporations, bank, other financial entities or body corporate or so long as any of the aforesaid banks, financial institutions or such other financing entities holds any shares/debentures in the Company as a result of subscription or so long as any guarantee given by any of the aforesaid financial institutions or*

*such other financial entities in respect of any financial obligation or commitment of the Company remains outstanding, then in that event any of the said financial institutions or such other financial entities/body corporate shall, subject to an agreement in that behalf between it and the Company, have a right but not an obligation, to appoint one or more persons as Director(s) on the Board of Directors of the Company as Nominee Director on the Board of the Company and to remove from such office any person or persons so appointed and to appoint any person or persons in his or their place/s.”*

The above proposals are in the interest of the Company and the Board of Directors recommends the Resolution as set out at Item No. 7 for approval by the members of the Company.

None of the Directors and Key Managerial Personnel and their relatives are concerned or interested in these items of business, except to the extent of their shareholding in the Company, and accordingly recommends the Resolution as set out in Item No. 7 of this notice to be passed as a **special resolution**.

#### **Item No. 8: Appointment of Mr. Gobind Ram Choudhary (DIN: 01104704) as an Independent Director of the Company**

The Board of Directors of the Company (“the Board”) at its meeting held on 18th May, 2023, based on the recommendation of the Nomination & Remuneration Committee (the Committee), recommended for the approval of the Members, the appointment of Mr. Gobind Ram Choudhary as an Independent Director of the Company. In this regard, as the Company is a trading and clearing member of various stock exchanges, the approval for appointment of any director on the Board is required from the stock exchanges. Accordingly, the Company shall sought the approval of the exchanges where the Company is a trading/clearing member and the appointment of Mr. Gobind Ram Choudhary shall be effective from the date of the last approval of the exchanges.

In terms of the amended Regulation 17(1C) of the Listing Regulations, effective from 1st January, 2022, a listed entity has to ensure that the approval of shareholders for appointment of a person on the Board of

Directors has to be taken either at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. In order to comply with the aforementioned provisions, the approval of the shareholders is sought by way of special resolution for appointment of Mr. Gobind Ram Choudhary as a Non-Executive Independent Director of the Company.

The Company has received a declaration from him to the effect that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder and Regulation 16(1)(b) of the SEBI Listing Regulations. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. In the opinion of the Board, he fulfils the conditions

specified in the Act and SEBI Listing Regulations for appointment as an Independent Director and is independent of the management of the Company.

He is neither disqualified from being appointed as Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority. In terms of Section 160 of the Act, the Company has received a notice in writing from a member signifying his intention to propose the name of Mr. Gobind Ram Choudhary as a candidate for the office of Director.

The Board, based on the recommendation of Nomination and Remuneration Committee, considers that given his skills, integrity, expertise and experience, the association of Mr. Gobind Ram Choudhary would be beneficial to the Company and it is desirable to avail his services as an Independent

Director. Further details and current directorships as required under SEBI Listing Regulations and Secretarial Standard-2 for General Meetings are provided in Annexure to this Notice.

Except Mr. Gobind Ram Choudhary and his relatives, none of the other Directors or Key Managerial Personnel of the Company or their respective relatives, is concerned or interested in the Resolution set out in the Notice. Mr. Choudhary is not related to any other Director or Key Managerial Personnel of the Company. None of the Directors, Key Managerial Personnel of the Company including their relatives are concerned or interested in the resolutions.

The Board, accordingly, recommends the passing of **special resolution** as set out at Item No. 8 of this notice, for the approval of the members.

## Annexure A to the Notice

### Details of Directors seeking appointment/ re-appointment at the ensuing Annual General Meeting [Pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India]

Particulars	Mr. Anurag Bansal (DIN-00003294)	Mr. Gobind Ram Choudhary (DIN: 01104704)
Age	48 Years	57 Years
Qualifications	Mr. Bansal is a fellow member of the Institute of Chartered Accountants of India (ICAI) and also a member of the Institute of Cost Accountants of India (ICMAI).	Mr. Choudhary is a commerce graduate from the University of Calcutta, from St. Xaviers College
Brief Resume	<p>Mr. Anurag Bansal is the Whole Time Director of SMC Global Securities Limited. He is also a rank holder and fellow member of the Institute of Chartered Accountants of India (ICAI) and also a member of Institute of Cost Accountants of India (ICMAI). He has rich legacy of professional exposure in the Capital market.</p> <p>He is responsible for managing, operating and supervising various businesses including Investment Banking, Institutional Equities, and Distribution division apart from legal and other strategic functions of the organization and is instrumental in making various strategic decisions for the Company. He consistently explores new avenues for enhancing the growth of the organization.</p>	<p>Mr. Gobind Ram Choudhary, is a commerce graduate from University of Calcutta, Kolkatta in 1987 from St. Xaviers College.</p> <p>He is currently associated with Anmol Industries for more than 2 decades, with his novel and futuristic approach, Mr Choudhary has remarkably changed the dynamics of the company. He is leading a team of more than 2000 employees in Anmol Industries Ltd. He was also the managing director at Bhagwati Cold Storage for 11 years and therefore gathered perfect understanding of Rural Market.</p> <p>Furthermore, he is an active member at BharatLok Shiksha Parishad, Delhi, a council member with western UP council of CII, Executive member of Indian Industries Association of Greater Noida and member PHD chamber. Also, closely linked with some social groups who are working for the upliftment of society such as Marwari Yuva Manch and BhaoRao DeoRas Sewa Nyas.</p>
Experience (including expertise in specific functional area)	He has more than 26 years of experience and has a rich legacy of professional exposure in the Capital Market.	He has more than 30 years of experience in management.

<b>Particulars</b>	<b>Mr. Anurag Bansal (DIN-00003294)</b>	<b>Mr. Gobind Ram Choudhary (DIN: 01104704)</b>
Terms and Conditions of Appointment/ Reappointment	Appointed at the 24th Annual General Meeting of the Company as a Whole Time Director for a term of five years i.e. from 28th March, 2019 to 27th March, 2024. the terms and conditions of re-appointment remains unchanged.	Proposed to be appointed at the 29th Annual General Meeting of the Company as a Non-Executive Independent Director for a term of five years which shall be effective from the date of approval of the exchanges where the Company is a trading/clearing member.
Remuneration last drawn (including sitting fees, if any)	Rs.96,53,789 (within the limits approved by the Members) during the FY 2022-23	NA
Remuneration proposed to be paid	Upto Rs. 12,00,000 per month plus one month's salary as bonus	No remuneration to be paid. Sitting fees payable for attending meetings as per the terms and conditions of appointment of Independent Director.
Date of first appointment on the Board	28th March, 2018	18th May, 2023, Subject to approval of the exchanges where the company is trading/clearing Member, his appointment shall be effective from the last date of approval received from the exchanges.
Shareholding in the Company as on March 31, 2023	Mr. Anurag Bansal holds 2,50,000 equity shares of the Company amounting to 0.24% of total shareholding in the Company.	Nil
Relationship with other Directors/Key Managerial Personnel	None	Mr. Gobind Ram Choudhary is not related to any of the Directors of the Company
Number of meetings of the Board attended during the year	4 meetings of Board of Directors were attended (7th May, 2022, 28th July, 2022, 6th November, 2022 and 31st January, 2023)	NA
Directorships of other Boards as on March 31, 2023	Director of SMC Global IFSC Private Limited and Director of SMC Capitals Limited (Wholly Owned Subsidiaries of SMC Global Securities Limited)  He is also serving as a Director of Pulin Investments Private Limited.	Whole Time Director of Anmol Industries Limited and Director of Anmol Realty Builders Private Limited



<b>Particulars</b>	<b>Mr. Anurag Bansal (DIN-00003294)</b>	<b>Mr. Gobind Ram Choudhary (DIN: 01104704)</b>
Membership/ Chairmanship of Committees of other Boards as on March 31, 2023	None	None
Listed entities from which the person has resigned in the past three years.	None	None
Position of Chairman/Member held in mandatory Committees of other companies.	None	None
Directorships held in other listed entities and memberships of Committees of the Board of the listed entity	None	None
Skills and capabilities required for the role	NA	As per the Nomination and Remuneration Committee Mr Gobind Ram Choudhary has the desired qualification and prior experience required in the field of management.

**By Order of the Board of Directors**

**For SMC Global Securities Limited**

**Sd/-**

**Suman Kumar**

**E.V.P. (Corporate Affairs & Legal),  
Company Secretary & General Counsel**

**Date: 18<sup>th</sup> May, 2023**

**Place: New Delhi**

# ANNUAL REPORT 2022-23

Pioneering the Digital Revolution





**SMC GLOBAL  
SECURITIES LIMITED**

**29th  
Annual  
General  
Meeting**

**Day:** Friday

**Date:** 30th June, 2023

**Time:** 12:00 Noon

**Venue:** Through Video Conferencing (“VC”)  
/other Audio Visual Means (“OAVM”)

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## CORPORATE OVERVIEW



# Performance Snapshot





### TOTAL INCOME

(₹ in Lakhs)

Standalone 69,280.60

Consolidated 1,22,075.72

### TOTAL EXPENSES

(₹ in Lakhs)

Standalone 57,294.10

Consolidated 1,05,880.20

### REVENUE

(₹ in Lakhs)

Standalone

67,915.41

Consolidated

1,21,667.59

### PROFIT

AFTER TAX (₹ in Lakhs)

Standalone 9,337.23

Consolidated 12,039.62

### NETWORTH

(₹ in Lakhs)

Standalone 76,800.25

Consolidated 93,273.46

### EARNINGS

PER SHARE (₹)

Standalone 8.72

Consolidated 11.25





# Our Management

(SMC Global Securities Limited)



**Mr. Subhash Chand Aggarwal**  
Chairman & Managing Director



**Mr. Mahesh C. Gupta**  
Vice Chairman & Managing Director



**Mr. Ajay Garg**  
Director & CEO



**Mr. Anurag Bansal**  
Whole Time Director



**Mr. Himanshu Gupta**  
Non-Executive Director



**Ms. Shruti Aggarwal**  
Non-Executive Director



**Mr. Kundan Mal Agarwal**  
Independent & Non - Executive Director



**Mr. Narendra Kumar\***  
Independent & Non - Executive director



**Mr. Naveen ND Gupta**  
Independent & Non-Executive Director



**Mr. Hari D. Khunteta**  
Independent & Non-Executive Director



**Mr. Chandra Wadhwa**  
Independent & Non -Executive Director



**Dr. Madhu Vij**  
Independent & Non-Executive Director



**Mr. Vinod Kumar Jamar**  
President & Group Chief Financial Officer



**Mr. Suman Kumar**  
E.V.P (Corporate Affairs & Legal),  
Company Secretary & General Counsel

\*Mr. Narendra Kumar was appointed as Non Executive Independent Director of the Company w.ef. 16th September 2022





# Management of Subsidiary Companies



**Dr. D.K Aggarwal**  
Chairman & Managing Director,  
SMC Capitals Limited



**Mr. Rajendra P. Mahipal**  
Independent & Non-Executive Director  
SMC Insurance Brokers Pvt. Ltd.



**Mr. Pranav Aggarwal**  
Director & CEO,  
Moneywise Finvest Ltd.



**Ms. Akanksha Gupta**  
Non-Executive Director  
SMC Comtrade Limited



**Mrs. Reema Garg**  
Director  
Moneywise Finvest Ltd.



**Ms. Anshika Aggarwal**  
Whole Time Director,  
SMC Real Estate Advisors Pvt. Ltd.



**Mr. Ayush Aggarwal**  
Director  
Moneywise Finvest Ltd.



**Mrs. Nidhi Bansal**  
Regional Director - West



**Mr. Pravin K. Agarwal**  
Chairman & Whole-Time Director  
SMC Insurance Brokers Pvt. Ltd.

# The SMC Journey

GOING FROM STRENGTH TO STRENGTH

**1994** SMC Global Securities Limited was incorporated.

**1995** SMC has started business of equity brokerage and got membership of the National Stock Exchange of India Limited. Also started Arbitrage operations.

**2003** SMC started providing trading platforms to clients for trading in commodities through MCX, NCDEX and ICEX. It also has international presence through its wholly owned subsidiary, SMC Comex International DMCC, which is a member of Dubai Gold and Commodity Exchange (DGCE).

**2006** SMC entered into the distribution of life & general insurance products through its subsidiary SMC Insurance Brokers Pvt. Ltd., a licensed insurance broker by IRDA.

**2006** Started providing NRI services, Institutional trading and advisory services.

**2008** SMC went digital by providing facility to trade online in equities, derivatives and commodities. NBFC Started providing margin funding and IPO financing to clients.

**2009** Consequent to merger of SAM Global Securities Limited with the Company, the trading and clearing membership of BSE Limited was acquired by the Company, the Company started the depository business with NSDL & CDSL.

**2010** | Launched corporate hedging desk.

**2014** | Started providing broking services for real estate, mortgage and loan advisory.

**2016** | SMC GLOBAL IFSC Started acting as a stock broker and clearing member on derivative segment of India International Exchange.

**2017** | SMC INSURANCE POS Enrolled a new distribution partner 'POS' approved by IRDA for selling general insurance and life insurance products.

**2018** | INDIAKALOAN.COM Started online marketplace for instant customized rate quotes on loans. SMC GOLD DESK Introduced ultimate service experience for exclusive clients.

**2019** | STOXKART - Established business of retail discount broking, currencies and commodities trading, mutual funds and bonds which empowers traders & investors by sharing its market expertise, new-age technology, zero brokerage advantages and excellent trading platform.

**2021** | The equity shares of the Company were listed on nationwide trading platforms of NSE and BSE on 24th February, 2021. The Company has been ranked among top 1000 listed entities of India as per its market capitalization on 31st March, 2021.

**2022** | SMC became Clearing and Trading Member of India International Bullion Exchange IFSC and has also incorporated Alternate Investment Fund Category III (AIF) in the form of a trust in the Gift City of Gujarat in the name of SMC IFSC Global Opportunities Fund. SMC also has launched its own Gold and Silver Coins in various denominations under its own brand name as "SMCCOINS".

**2023** | The NBFC Segment has attained Middle Layer NBFC status by achieving an asset size of ₹1000 crores. SMC introduced a new gold loan venture with dedicated branches. The company has completed an equity share buyback from open market through stock exchanges.

# SMC Global Securities Limited

## BOARD OF DIRECTORS

**MR. SUBHASH CHAND AGGARWAL**  
(Chairman & Managing Director)

**MR. MAHESH C. GUPTA**  
(Vice-Chairman & Managing Director)

**MR. AJAY GARG**  
(Director & CEO)

**MR. ANURAG BANSAL**  
(Whole-Time Director)

**MR. NAVEEN ND GUPTA**  
(Independent & Non-Executive Director)

**MR. NARENDRA KUMAR\***  
(Independent & Non-Executive Director)

**MR. KUNDAN M. AGARWAL**  
(Independent & Non-Executive Director)

**MR. HARI D. KHUNTETA**  
(Independent & Non-Executive Director)

**MR. CHANDRA WADHWA**  
(Independent & Non-Executive Director)

**DR. MADHU VIJ**  
(Independent & Non-Executive Director)

**MR. HIMANSHU GUPTA**  
(Non-Executive Director)

**MS. SHRUTI AGGARWAL**  
(Non-Executive Director)

\*Mr. Narendra Kumar was appointed as Non Executive Independent Director of the Company w.ef. 16th September 2022



**COMPANY SECRETARY & COMPLIANCE OFFICER**

MR. SUMAN KUMAR  
E-mail: [sumankumar@smcindiaonline.com](mailto:sumankumar@smcindiaonline.com)

**GROUP CHIEF FINANCIAL OFFICER**

MR. VINOD K. JAMAR  
E-mail: [vinodjamar@smcindiaonline.com](mailto:vinodjamar@smcindiaonline.com)

**STATUTORY AUDITORS**

R. GOPAL & ASSOCIATES  
Chartered Accountants

**REGISTERED OFFICE**

11/6-B, Shanti Chamber, Pusa Road, New Delhi-110005  
Tel + 91-11-30111000, 40753333  
Fax + 91-11-25754365  
E-mail: [smc@smcindiaonline.com](mailto:smc@smcindiaonline.com)  
Website: [www.smcindiaonline.com](http://www.smcindiaonline.com)

**REGISTRAR & SHARE TRANSFER AGENT  
LINK INTIME INDIA PRIVATE LIMITED**

Noble Heights, 1st Floor, Plot No. NH2  
LSC, C-1 Block, Near Savitri Market  
Janakpuri, New Delhi-110058  
E-mail id: [delhi@linkintime.co.in](mailto:delhi@linkintime.co.in)  
Website: [www.linkintime.co.in](http://www.linkintime.co.in)

**BANKERS**

Axis Bank Ltd	RBL Bank
ICICI Bank	Yes Bank
Kotak Mahindra Bank Ltd	IDFC First Bank
HDFC Bank	Tata Capital Financial Services Ltd.
DCB Bank Ltd	Kotak Mahindra Investments Ltd.
AU Small Finance Bank	NSDL Payments Bank
Federal Bank	

# Foreword by the Chairman



“

Our future success is directly proportional to our ability to understand, adopt and integrate new technology into our work”

*-Sukant Ratnakar*

## DEAR STAKEHOLDERS,

I, Chairman of your Company with great honor and privilege address you on this occasion of our annual report, reflecting upon the remarkable journey, we have embarked upon over the past years.

First and Foremost, I extend my heartfelt gratitude to our esteemed shareholders for their unwavering support and trust in our company. Your investment in our vision has enabled us to achieve significant milestones and forge ahead on the path of success. The past year has been a testament to our unwavering commitment to excellence, innovation and customer-centricity. In an ever evolving financial landscape, we have stayed at the forefront of change, harnessing the power of technology to enhance our services, improve operational efficiency, and offer seamless trading experience to our clients.

Talking about the global economy, at present, India is better positioned to navigate global headwinds than other major emerging economies. Europe is currently facing problems and the US is grappling with decades high inflation. Like many developing economies, India is also confronting inflation following a surge in global food and fuel prices after Russia's invasion of Ukraine. However, institutions like IMF have confidence that our Country continues to remain at a “bright spot” in the world economy, and will alone contribute 15 per cent of the global growth in 2023. The policy reforms and prudent regulatory measures have played an important role in developing resilience in the economy.

Accordingly, the global as well as our stock markets may witness small to moderate gains over the coming year given that the challenges in the global economy.

Throughout the year, we have witnessed numerous challenges, both global and domestic, that tested our resilience and adaptability. However, I am proud to state that our dedicated team, armed with their expertise and determination, successfully navigated these headwinds and emerged stronger than ever. If we look at SMC Group's performance for the FY 2022-23, the Company has recorded consolidated income of ₹ 1, 22,076 lakhs in FY 2022-23 as compared to ₹1, 12,082 lakhs in previous year and a PAT i.e. Profit after tax of ₹12,040 lakhs as compared to ₹ 17,457 lakhs in previous year. The slight reduction in the earnings is due to the global economic headwinds and Company's focus shift towards technology investment beside other expenditure and investments. Accordingly, the Company recorded earnings per share at ₹11.25 per share on consolidated basis against ₹15.43 per share in previous financial year. The category wise performance has been discussed in detail in the Management Discussion and Analysis Report forming part of this Annual Report.

Your Company is one of the leading players providing financial services across the Country. The Company has a diversified portfolio of offering services to its customers such as brokerage, clearing services, depository participant services, investment banking, wealth management, PMS, real estate broking, mortgage & loan advisory, NRI & FPI services etc. categorised under Broking, Distribution and Trading segment apart from Financing business and Insurance Broking business. The diversified business of the Company is conducted through the subsidiaries and joint venture companies. The broking, distribution and trading segment of the Company recorded a profit before interest and tax of ₹15757.13 lakhs as against ₹21,912.16 lakhs in the previous year. The insurance broking segment recorded a profit before interest and tax of ₹1,107 lakhs as against ₹ 972 lakhs in previous year and financing activities segment recorded a profit before interest and tax of ₹ 8,264 lakhs as against ₹ 5,007 lakhs in previous year.

The performance of material subsidiary companies of the Company i.e. Moneywise Financial Services Private Limited and SMC Insurance Brokers Private Limited has been exceptional. The total Asset under Management of Moneywise Financial Services Private Limited as on 31st March, 2023 has reached approximately ₹ 935 crores and the total amount of term loans disbursed by the Company during the year aggregates to ₹ 595 Crores as compared to ₹ 431 Crores in previous financial year, which is a surge of approximately 38.05%. Further, Moneywise Financial Services Private Limited has been classified as Middle Layer NBFC-ML as per RBI guidelines for achieving an asset size of ₹ 1000 crores as on 31st March, 2023. During the year under review, the total revenue stood at ₹ 13,713.28 Lakhs as compared to ₹ 9,937.95 Lakhs in previous year, which is an increase in revenue by 37.99% as compared to previous

year. In this regard, SMC Insurance Brokers Private Limited has also performed well with approximately 9,57,635 active policies during FY 2022-23 as compared to 8,01,589 active policies during the previous year. During the year under review, the total revenue of the said company stood at ₹ 34,821.94 Lakhs as compared to ₹27,625 Lakhs in previous year, which is an increase in revenue by 26.05% as compared to previous year.

If we talk about profit distribution during the year, I would like to mention that the Company during the financial year has declared an interim dividend of 60% i.e. ₹ 1.20/- per equity share of ₹2/- each. Further, the Board of Directors considering the performance of the Company for the financial year, also recommends declaration of final dividend of 60% for FY 2022-23 i.e. ₹1.20/- per equity share of ₹2/- each, which if approved, shall result in payment of total dividend of 120%\* i.e. ₹2.4/- each on the face value of the equity share of ₹ 2/- each for the FY 2022-23. Apart from dividend, during the financial year, the Company also came up with Buyback of its fully paid equity shares of the Company on basis of the profits for the FY 2021-22. The Board of Directors of the Company had approved buyback of fully paid up equity shares of the Company from open market through stock exchange mechanism in accordance with the provisions of SEBI (Buy Back of Securities) Regulations, 2018 for an amount not exceeding ₹75,00,00,000 (Rupees Seventy Five Crores Only) excluding transaction costs and applicable taxes on Buyback and at a price not exceeding ₹ 115/- per equity share, payable in cash. The Company commenced buyback on 20th May, 2022 and bought back 84,34,450 equity shares till 16th August, 2022. The total amount utilized in the Buyback was Rs. 74, 72, 84,912.60 (excluding transaction costs) which represents 99.64% of the Maximum Buyback Size of Rs. ₹75,00,00,000 ((excluding transaction costs). The price at which the equity shares were bought back was dependent on the

price quoted on BSE and NSE. The highest price on which the equity shares were bought back was Rs. 94.04/- per equity share while the lowest price was Rs. 85.20/- per equity share. Hence, the Company has not only distributed profits for the FY 2022-23 with the shareholders in the form of dividend but also declared buyback of equity shares of the Company for distributing adequate share of profits among the shareholders. The dividend distribution policy of the Company endeavours to maintain a dividend pay-out in the range of 25% to 35% of the profits of the Company. However, the Company during the last five years, the Company has declared and paid dividend (including interim and final dividend) at a minimum range of 40% and has reached maximum range of 120%\*

SMC recognizes that today's financial industry is highly dependent on technological advancement and hence, during the financial year, the Company has invested its resources to build large tech and research team of qualified professionals that help us present tech enabled research to our clients. The next generation trading tools of the Company i.e. ACE, Easy Invest, Algotrader, Autotrender, Algo, HFT Trading, and Zendesk has assisted our clients to have a hassle free trading interface experience. These tools support algorithm based customized automated trading, Robo Advisory, and are also equipped with a chatbot feature to address clients' issues in real-time. Also, our mobile trading application called SMC Easy Trade which is available on Google Play store & iOS App Store (Apple), is an upgraded version of SMC Mobitrade/SMC Tabtrade. We aim to make our trading apps & platforms multilingual for tapping the diverse market across the country. Apart from redeveloping and continuous rejuvenation of existing apps & platforms, the Company is also in the process of launching new apps with the support of its qualified team members.

During the year, the Company through its subsidiary i.e.

\*Includes 60% final dividend recommended by the Board of Directors for FY 2022-23 and is subject to approval of the Members of the Company.



Moneywise Financial Services Private Limited has ventured into 'Gold Loan Business' and has opened dedicated gold loan branches in Delhi. The Company plans to expand Gold Loan business by opening branches across different geographies in order to tap the huge potential it offers.

Despite the dynamic nature of the industry, we have consistently expanded our footprints and increased our client base. This achievement is a testament to the trust our clients place in us and the quality of services we provide. It is also a reflection of our ability to identify and capitalize on emerging market trends, ensuring our clients to stay ahead in their investment journey. In addition to the growth, we remain committed to upholding the highest standards of corporate governance and ethical practices. Our adherences to regulatory guidelines and transparent business operations have garnered the trust of investors, stakeholders and market at large. We recognize that sustainable growth can only be achieved by fostering a culture of integrity and accountability, and we will continue to prioritize these principles in all our endeavors.

I would also like to highlight that during the year under review, the Company has won various rewards and recognition including 'Significant Contribution to the Commodities Market' award by NCDEX for the year 2022 and recognized among 'Super 20 Companies' for the year 2022 by CEO Review Magazine. It also gives me immense pleasure to inform that Mr. Mahesh C Gupta, Vice Chairman and Managing Director featured in the cover of CEO Insights Magazine issue of December, 2022 and was recognized as top 10 leaders in Investment Companies of 2022.

Our success is not solely measured by financial gains, but also by the positive impact we create in the communities we serve. We believe in giving back and fulfilling our social responsibilities. SMC Group has

contributed approximately ₹244.99 lakhs (PY ₹175.43 lakhs) towards Corporate Social Responsibility initiatives. The vision and mission of the Company is always aligned with the Company's CSR initiatives. Through various CSR initiatives, we have contributed to the betterment of the society, focusing on education, healthcare and environmental sustainability. We are proud to be agents of positive change and will continue to be responsible corporate citizens.

Looking ahead, we are cognizant of the challenges and opportunities that lie before us. The financial landscape is constantly evolving, driven by technological advancements, regulatory changes, and shifting investor preferences. We are prepared to embrace these changes, adapt our strategies, and leveraging emerging opportunities to deliver enhanced value to our clients and stakeholders.

To achieve our goals, we will continue to invest in cutting edge technology, foster innovation and nurture talent. Our teams of professionals remain our greatest asset and we are committed to their growth and development, ensuring that they are equipped with the skills and knowledge to meet the evolving needs of our clients.

In conclusion, I express my sincere gratitude to our clients, shareholders and employees for their continued support and dedication. Together, we have achieved remarkable milestones and I am confident that our collective efforts will propel us to even greater heights in future.

**Sincerely,**

**Sd/-**

**Subhash Chand Aggarwal**  
**Chairman & Managing Director**

# Foreword by the Vice-Chairman



“

It is not the strongest of the species that survives, nor the most intelligent that survives, it is the one that is the most adaptable to change.

- Charles Darwin

## DEAR STAKEHOLDERS,

It gives me immense pleasure to present your Company's annual review of FY23. Over the past year, we have witnessed tremendous growth and transformation in the financial industry. As the Vice Chairman of your Company, I am proud to say that your Company has risen to the challenges and embraced the opportunities presented to us. We have continued to deliver exceptional financial services, placing the needs and aspirations of our clients at the core of our operations.

One of our key achievements has been the expansion of our product and service offerings. We have consistently introduced innovative investment solutions, enabling our clients to diversify their portfolios and access a broader range of financial instruments. By doing so, we have positioned ourselves as a comprehensive financial service provider, catering to the evolving needs of our clients in this dynamic market environment.

In addition to our diverse offerings, we have invested in cutting-edge technology and digital solutions. We have enhanced our trading platforms, improved customer experience, and provided real time insights to help our clients make informed investment decisions. Our commitment to technological excellence has not only enabled us to stay competitive but also helped us in delivering efficient, secure and seamless services.

Talking about the business, your Company with its subsidiaries is one of the leading Financial and Investment Solutions Companies in India, having a robust model reflecting a significant presence in almost all the important segments such as Broking, Distribution of Mutual funds, IPOs & other third party products, Debt Securities (Bonds), Discount broking, Insurance Broking, Financing (NBFC), Real Estate Advisory, Wealth Management, Mortgage & Loan Advisory, Investment Banking, Clearing Services, Depository Participant Services, NRI and FPI Services. In this regard, your Company has been consistently ranked among top 20 syndicate members in most of debt and equity issuances of companies over the last ten consecutive years. The Company has also developed a vast network channel partners for distribution of third party products. Currently, the Company has a cumulative Asset under Management (AUM) of more than ₹3000 crores. The wealth management business of the Company manages ₹609.7 Crores of assets and

serves approximately 10,958 clients. Moneywise Financial Services Private Limited has demonstrated AUM growth at CAGR of 10.40% and revenue growth at CAGR of 11.76% and a very comfortable CAR of 40.10%. The aggregate amount of term loans disbursed by Moneywise during the year is Rs. 595 crores (PY 431 crores). SMC Insurance Brokers Pvt. Ltd recorded an increase in the number of policies which stood at 9,57,635 during FY 22-23 as compared to 8,01,589 policies in FY 21-22. SMC Insurance Brokers Pvt Ltd has a huge network of 13,672 (PY 12,000) POS (Point of Sales) Person and 294 (PY 282) MISP (Motor Insurance Service Provider) registered with the entity for solicitation of insurance as at 31 March 2023.

Your Company has recorded consolidated income of ₹ 1, 22,076 lakhs in FY 2022-23 as compared to ₹1, 12,082 lakhs in previous year and a PAT i.e. Profit after tax of ₹12,040 lakhs as compared to ₹ 17,457 lakhs in previous year. The slight reduction in the earnings is due to the global economic headwinds and Company's focus shift towards technology investment beside other expenditure. Accordingly, the Company recorded earnings per share at ₹11.25 per share on consolidated basis against ₹15.43 per share in previous financial year.

In terms of the clientele of the Company, the equity broking segment of the Company recorded an increase of approximately 9.72% in the number of clients, whereas the currency broking segment recorded

around 12.84% and commodity broking segment recorded around 15.28% increase and the discount broking segment recorded an increase of approximately 83.52% in the number of clients.

With great pleasure I would like to inform that performance of material subsidiaries i.e. Moneywise Financial Services Private Limited and SMC Insurance Brokers Pvt Ltd has been outstanding. During the year, the Company through its subsidiary i.e. Moneywise Financial Services Private Limited has ventured into 'Gold Loan Business' and has opened dedicated gold loan branches in Delhi. The Company plans to expand Gold Loan business by opening more branches across different geographies in order to tap the huge potential.

We understand the importance of trust and transparency in the financial industry. We have remained steadfast in our commitment to uphold the highest standards of corporate governance, compliance and ethics. Our robust risk management practices, adherence to regulatory frameworks and stringent internal controls have earned us the respect and confidence of our clients, regulators and stakeholders.

I am pleased to inform that during the year; the Company not only distributed profits through dividend but also came up with buyback of fully paid equity shares of the Company. These measures are designed to provide tangible benefits to our valued shareholders while maintaining financial health and sustainability of

our Company. Further, this helps to strike a balance between returning value to our shareholders and reinvesting in our business to fuel future growth. It is crucial to note that these decisions are made after careful consideration of our financial position, market conditions and the needs of our organization.

By maintaining a strong financial position and implementing prudent capital allocation strategies, we can continue to invest in innovation, expand our operations, and drive long term success. In conclusion, the distribution of profits through dividends and share buybacks reflects our dedication to maximize shareholder value while upholding the principles of sound financial management.

The major focus for the year has been hiring, training, providing opportunity to perform, recognizing and motivating our talent pool. SMC believes, Human Resources are the most important and precious assets for the Organization and its prosperity. Hence, a major focus has been of the Training, Career development, Reward and Recognition Programs. The Company during the year has also installed Sanitary Napkin Vending Machine at various offices to motivate and create awareness among the female employees of the Company.

As responsible corporate citizens, we have also been actively engaged in various social initiatives aimed at making a positive impact on society. Through our

corporate social responsibility programs, we have contributed towards education, healthcare and sustainable development. SMC Group has contributed approximately ₹244.99 lakhs (PY 175.43 lakhs) towards Corporate Social Responsibility initiatives. We firmly believe that our success should extend beyond financial gains and encompass the well-being of society at large.

I would also like to highlight that the Company has won numerous awards recently. These accolades are a testament to our dedication, innovation and unwavering commitment to excellence in our industry. I would like to extend my heartfelt gratitude to our talented team for their relentless pursuit of excellence and for making these achievements possible.

Looking ahead, we recognize that the financial landscape will continue to evolve, presenting us with both challenges and opportunities. We are committed to staying at the forefront of the industry trends,

embracing innovation and adapting our strategies to meet the evolving needs of our clients. Our dedicated team of professionals, with their expertise and market knowledge, will continue to drive our growth and deliver value to all our stakeholders.

I would like to take this opportunity to thank the Board of Directors and our senior management for their continued guidance and trust. I would also like to thank our shareholders and customers for their unwavering support and faith in us. I look forward to your continued support while we remain committed to delivering quality.

Sincerely

**Sd/-**

**Mahesh C. Gupta**

**Vice- Chairman & Managing Director**



WHEN  
MARKET FALLS  
**OPPORTUNITY  
RISES**

# Key Highlights of The Year

## DECLARED 120% DIVIDEND FOR FY 2022-23\*

Company declared and paid interim dividend of 60% for the FY 22-23 and further recommends declaration of 60% final dividend for FY 22-23.



## BUY-BACK OF SHARES

Completed buy-back of fully paid equity shares of the company through open market from stock exchanges.



\*Includes 60% final dividend as recommended by the Board of Directors for the FY 2022 -23 , subject to approval of the members of the Company.

## LAUNCHED NEW GOLD LOAN VENTURE

Company Expands Offerings with Launch of New Gold Loan Venture and Dedicated Gold Loan Branches.



## NBFC SEGMENT CROSSES ASSET SIZE OF ₹1000 CR.

Company's NBFC Segment Achieves Middle Layer Classification, Crosses Rs. 1000 Crore Asset Size Milestone as per RBI Guideline.



## LAUNCHED INNOVATIVE TECHNOLOGY

Company Unveils Array of Innovative Digital Technology Enabled Capabilities.



## STRATEGIC TIE-UP WITH BANKS

Company Collaborates with Banks to Introduce New 'Discount Brokerage' Plan.



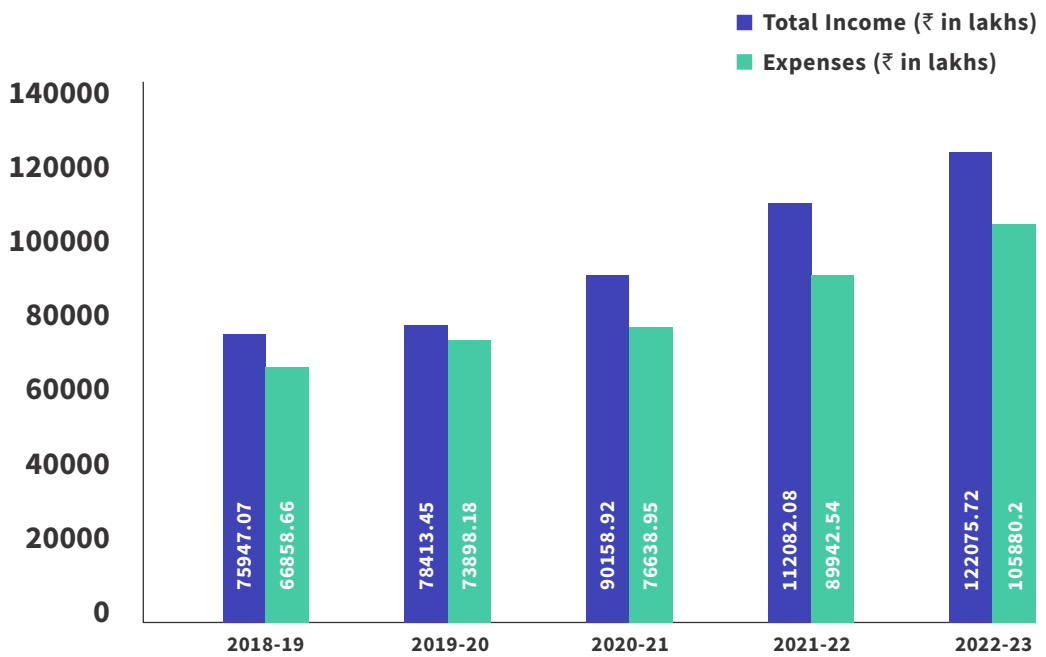


# Stepping Forward. Embracing Growth.



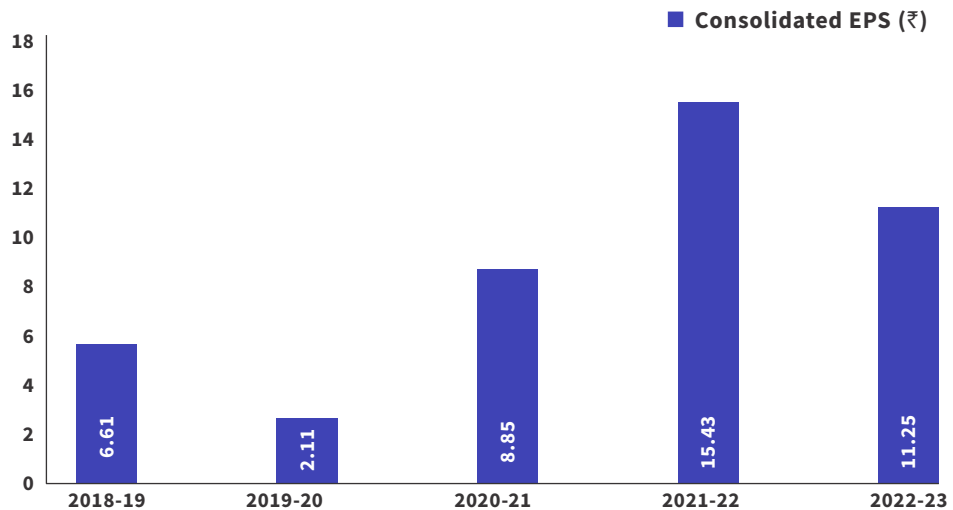
# Financial Highlights

## CONSOLIDATED REVENUE V/S EXPENSES



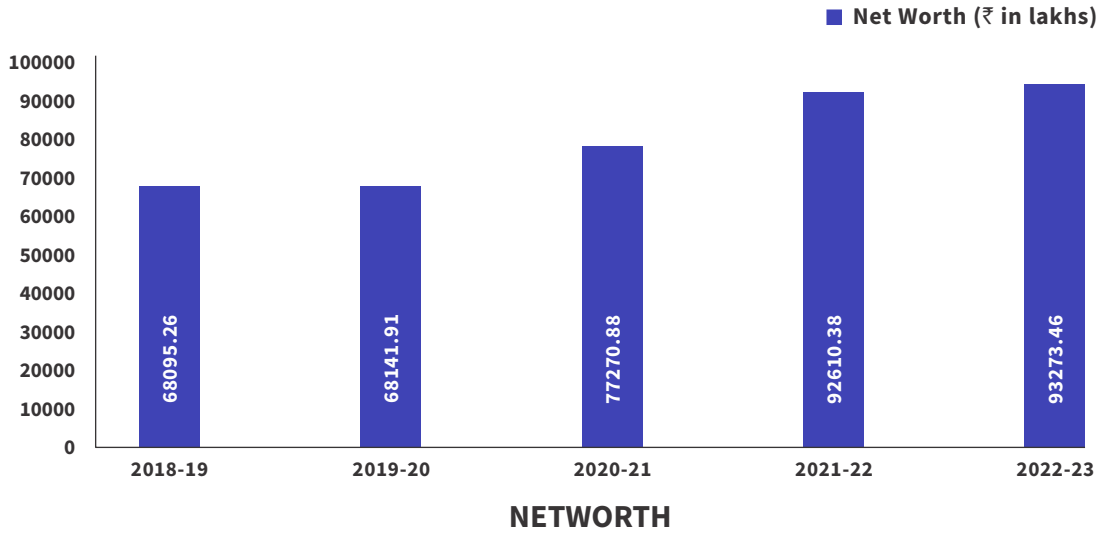
REVENUE VS EXPENSES

## CONSOLIDATED EARNINGS PER SHARE

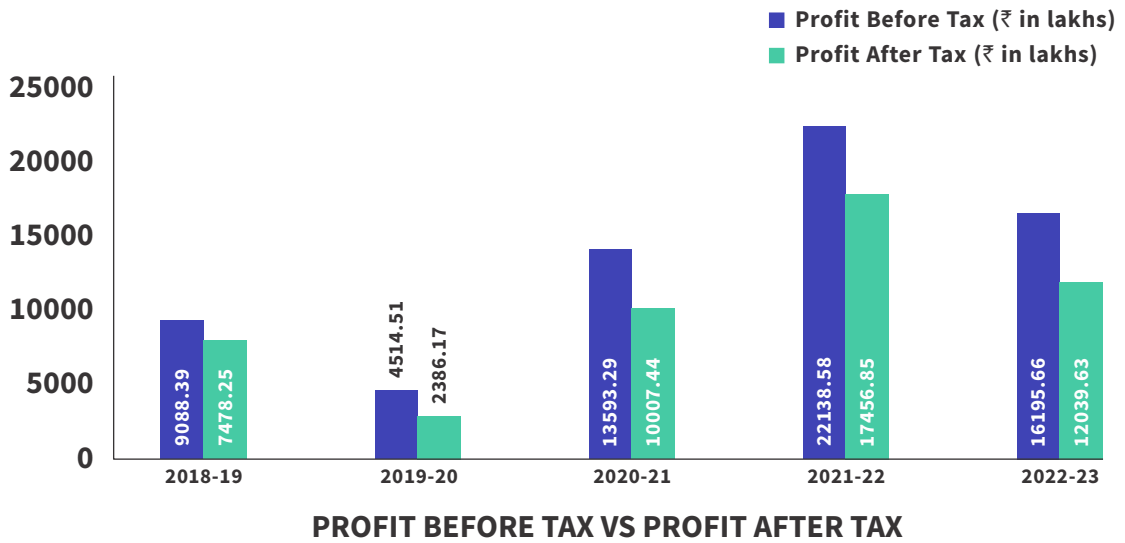


EARNINGS PER SHARE (In Rs.)

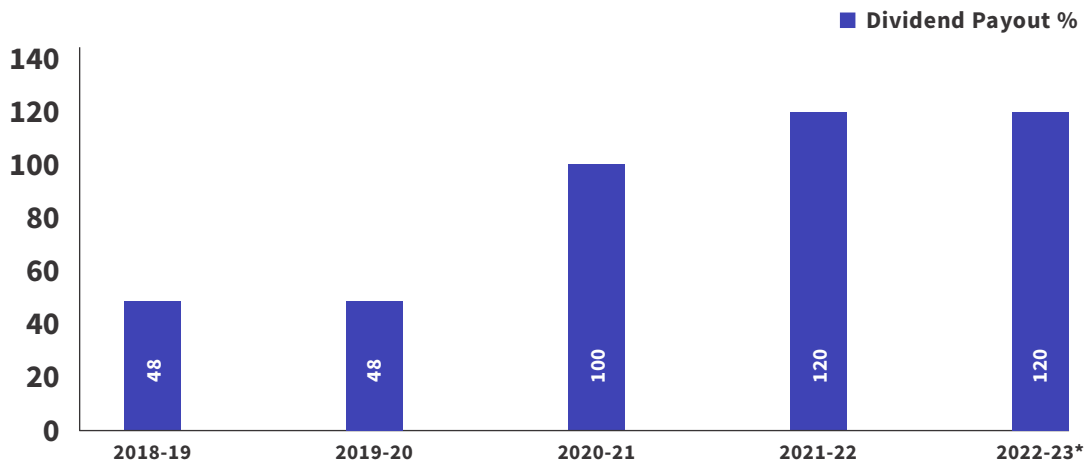
### CONSOLIDATED NET WORTH (EXCLUDING MINORITY INTEREST)



### CONSOLIDATED PBT VS PAT



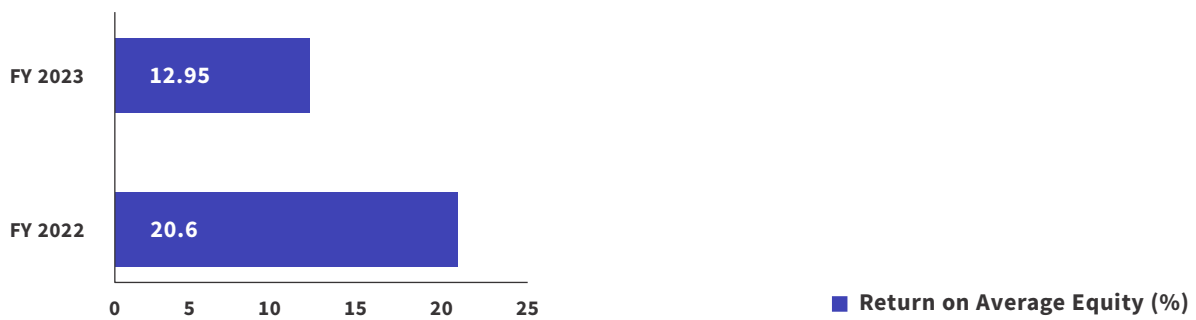
### DIVIDEND PAYOUT %



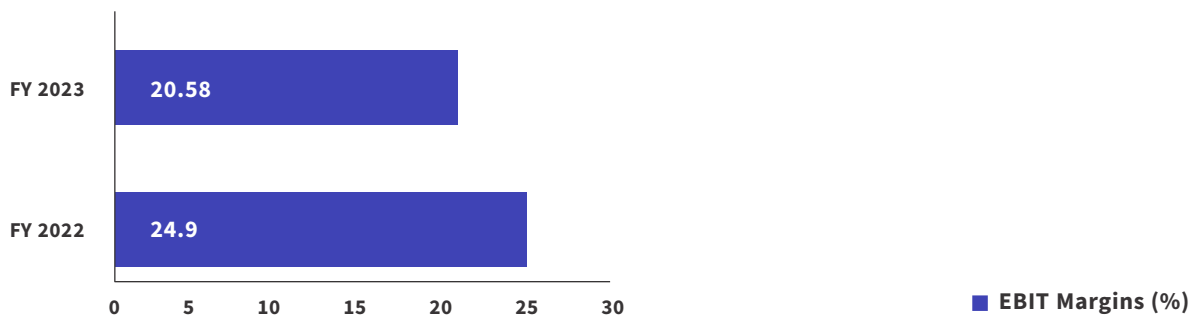
\*Includes recommended final dividend of 60% for the FY 2022-23

## KEY RATIOS-CONSOLIDATED

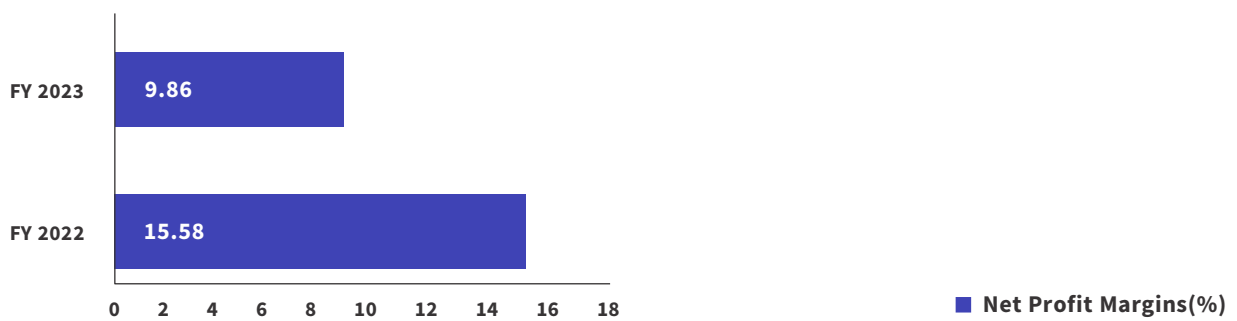
### 1. RETURN ON AVERAGE EQUITY



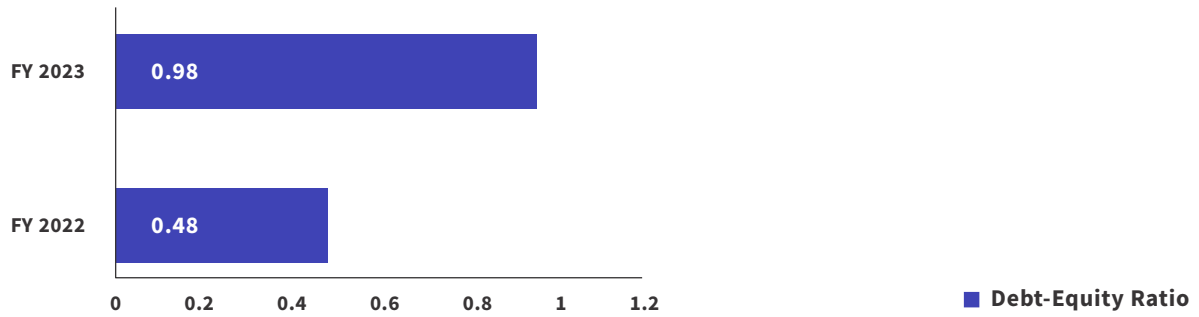
### 2. EBIT MARGINS



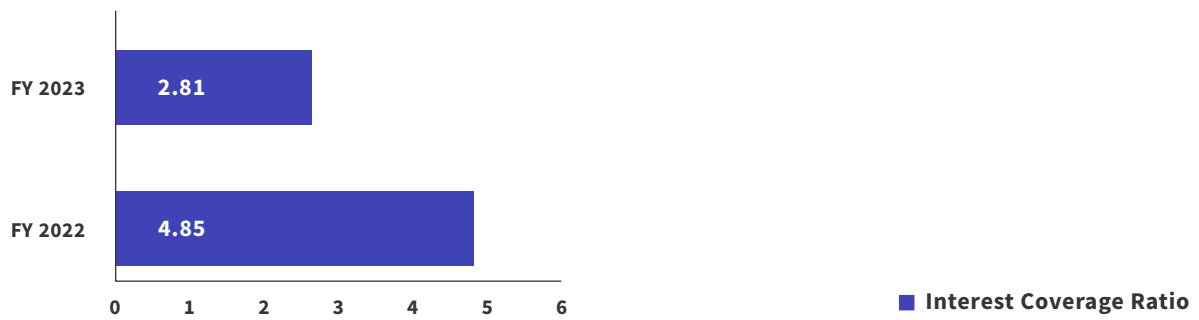
### 3. NET PROFIT MARGINS



#### 4. DEBT-EQUITY RATIO

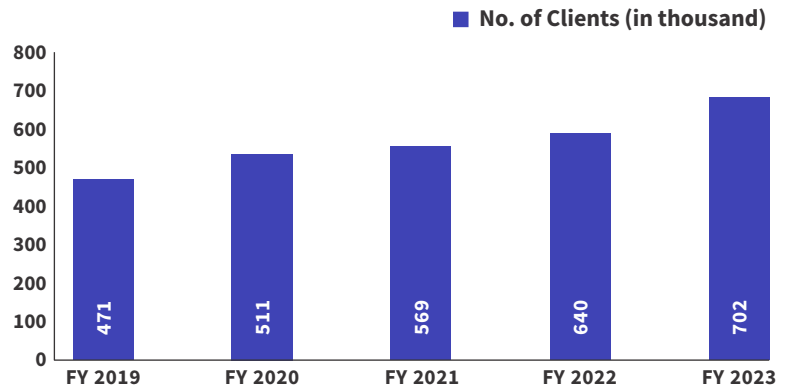


#### 5. INTEREST COVERAGE RATIO

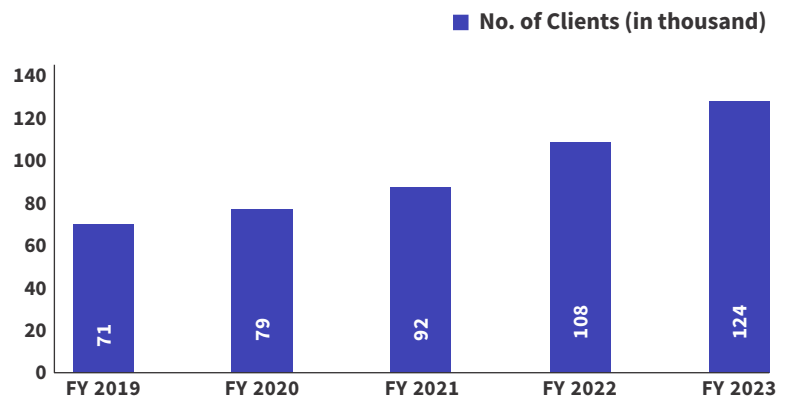


## NUMBER OF CLIENTS- BROKING BUSINESS

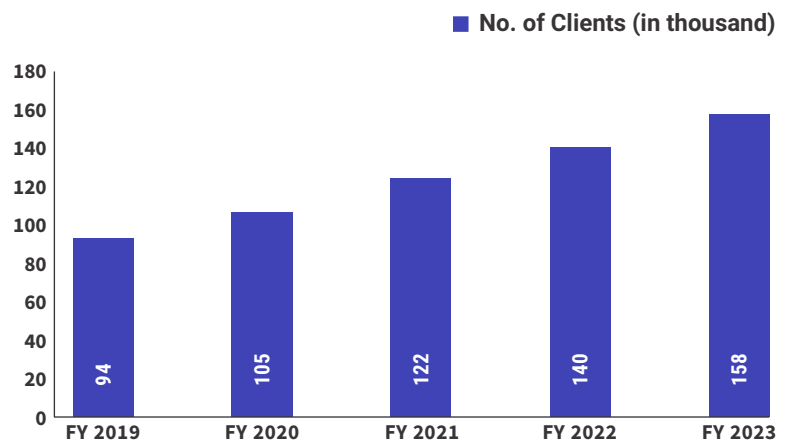
### A) EQUITY BROKING



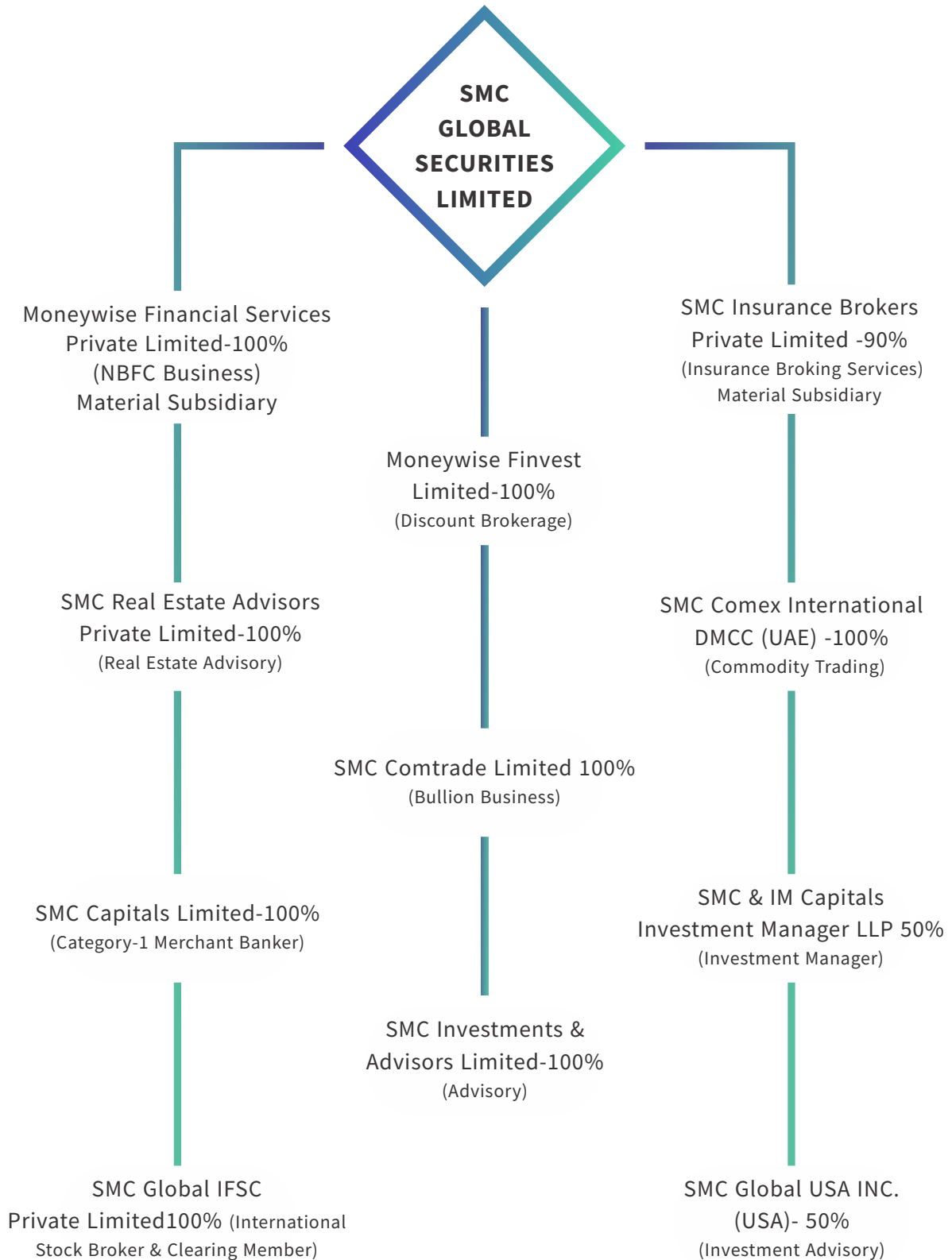
### B) COMMODITY BROKING



### C) CURRENCY BROKING



# Our Structure



\* Note: Here the percentage depict the Equity holding of SMC Global Securities Ltd. ( Holding Company) In subsidiaries / joint ventures as on 31st March, 2023.



# Strong Numbers

**452**

COVERS 452 CITIES  
ACROSS INDIA

**2200+**<sup>CR.</sup>

Cumulative Loans  
disbursed by NBFC Segment

**9,37,026**

9,37,026 CLIENT ACCOUNTS  
IN NSDL & CDSL

**6928**

NETWORK OF 6928  
INDEPENDENT DISTRIBUTORS

**935**<sup>CR.</sup>

AUM of approx. 935 crores  
in NBFC Segment

**CREDIT RATING**

Short Term **ICRA A1+**  
Long Term **ICRA A (Stable)**

**13,672**

13,672 POINT OF SALE (POS)  
PERSONS FOR INSURANCE  
DISTRIBUTION

**9,57,635**

SOLD 9,57,635 LIFE  
INSURANCE AND GENERAL  
INSURANCE POLICIES (FY 22-23)

**69,000+**

RUNNING SIPS [69,000]  
IN VARIOUS SCHEMES OF  
MUTUAL FUND

**3,900+**

WORKFORCE OF  
3,900+ EMPLOYEES

**2,548+**

LARGE NETWORK OF  
2,548 SUB-BROKERS AND  
AUTHORIZED PERSONS

**3,000**<sup>CR.</sup>

CUMULATIVE AUM/AUA  
UNDER MUTUAL FUNDS  
₹3,000 CRORES

**324**

CLEARING SETTLEMENT  
SERVICE TO 324  
TRADING MEMBERS

**143**

143 BRANCHES ACROSS  
INDIA (INCL. 1 OVERSEAS  
BRANCH AT DUBAI)

**28340+**

28340+ ACTIVE BORROWERS  
IN NBFC SEGMENT

**93,274**<sup>Lacs</sup>

Consolidated Net Worth



## SMC OFFICES

SMC is building deeper relationships and responsibly managing investments for large institutions, retail investors and HNI clients as it helps them meet their financial goals through its well-positioned network covering major cities across India.





# Our Ethos

SMC has developed a clearly articulated set of goals that include expanding its product offerings, growing AUMs, and looking for more investment opportunities; these goals align with our mission, vision, and values and will ensure futuristic long-term growth.

## VISION

We aspire to be a global organization having dominant position in the financial & investment services through a customer centric approach.



## MISSION

To help people make the right investment, the right way.

# SMC Values

LIVING BY PRINCIPLES

## RELATIONSHIP

One transaction,  
lifetime relationship.



## TRUSTWORTHY

Keeping our promise.  
Every time.





## INNOVATION

Being ahead with research & technology.



## INTEGRITY

Being ethical to build trust.

# All Under One Roof

SMC offers investors a wide portfolio of services with right investment advice that aims to fulfill all your needs related to investing, trading or financing.





## DISTRIBUTION

Distribution of IPOs & Mutual Funds, Fund Mobilization through Debt Instruments, Corporate Fixed Deposits



## FINANCING (NBFC)

Providing loans against Securities, IPO Funding, Loan against Properties, Gold Loan, Business and Personal Loans to Corporate & Retail clients



## INSTITUTIONAL TRADING

Institutional Trading and Advisory Services



## REAL ESTATE ADVISORY

Providing Real Estate solutions to Investors, Corporates and property owners across the country



## INSURANCE BROKING

Insurance Broking - Life & General



## BROKERAGE & CLEARING

Trading & Clearing member of Equity, Commodity & Currency segments of various exchanges



## WEALTH MANAGEMENT

SEBI Registered Portfolio Manager- Providing Client Specific Portfolio & Wealth Management Services, Corporate Advisory, Debt Syndication and Loan Advisory



## NRI & FPI SERVICES

Providing Trading facilities to NRI & FPI



## INVESTMENT BANKING

Category 1 Merchant Banker- Private Equity, M&A, Corporate Advisory, Debt Syndication, FCCB, IPO, FPO, Rights Issue



## DEPOSITORY SERVICES

Depository Services for both Equities & Commodities



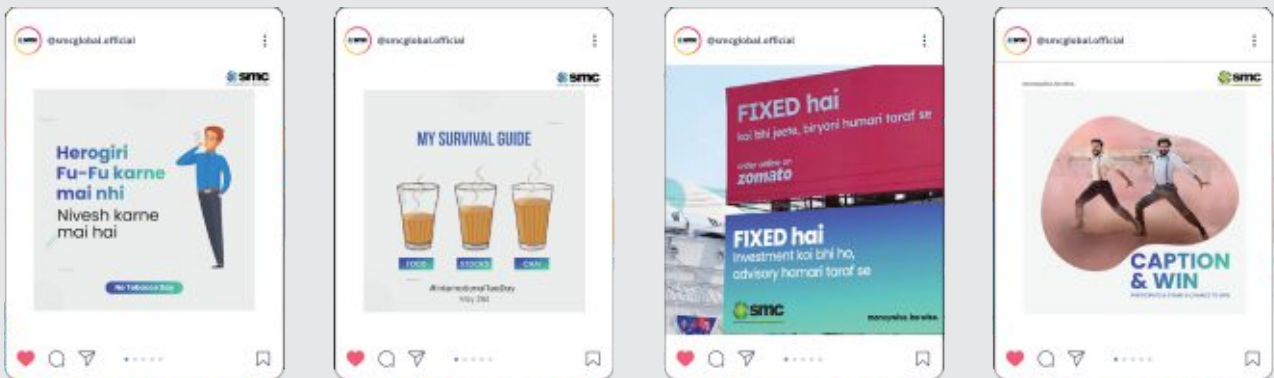
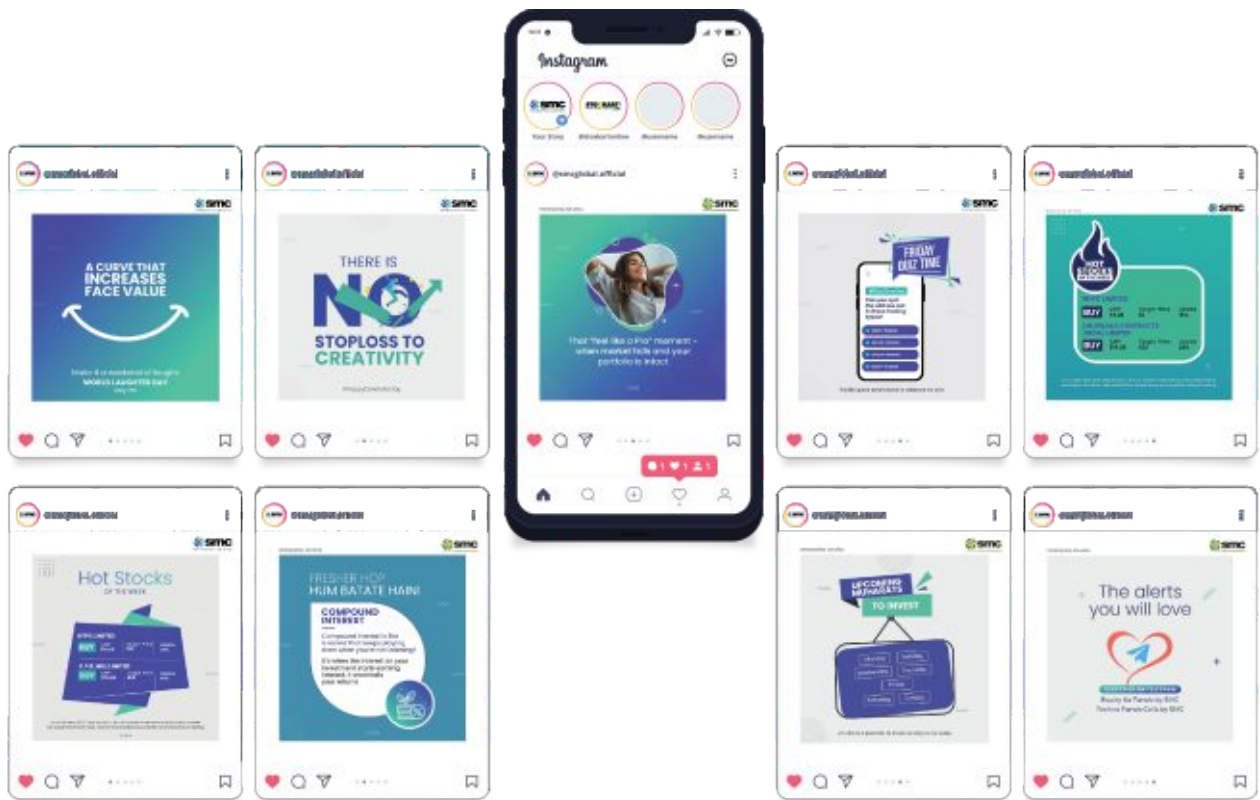
## Gold and Silver Coins/Bullion

Bullion Business



# Branding. Digital. Engaging.



SEARCH ENGINE OPTIMIZATION (SEO) | ONLINE ADS | WEBSITE UPGRADE |  
CONTENT MARKETING | SOCIAL MEDIA MARKETING | INFLUENCER MARKETING |  
EMAIL MARKETING | MOBILE MARKETING



# Social Media Presence

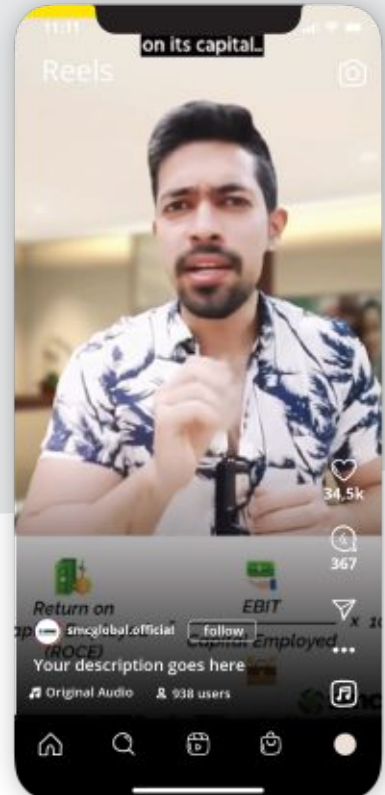
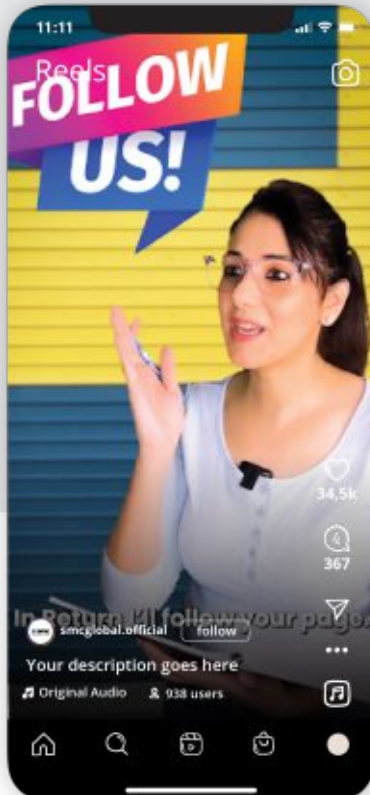


 FB PAGE REACH  
**34,165,861**  
(126.6%) 

 INSTAGRAM REACH  
**7,577,494**  
(95.6%) 

 FB LIKES  
**2,31,291**

 INSTAGRAM FOLLOWERS  
**15,201**



# SMC Recognition

## CONTINUED JOURNEY OF AWARDS AND RECOGNITION

SMC has consistently bagged numerous awards in recognition of its innovative products and services across various categories and is an employer of distinction.

<p><b>2023</b> MEMBER PARTNER FOR NEW INITIATIVES &amp; MARKET OUTREACH- COMMODITY AWARDS</p> <p>Awarded by:</p> 	<p><b>2022</b> LEADING MEMBER OPTIONS</p> <p>Awarded by:</p> 	<p><b>2022</b> NOTABLE CONTRIBUTION IN DEMAT ACCOUNTS-CDSL</p> <p>Awarded by:</p> 
<p><b>2021</b> KRISHI AWARD FOR CONTRIBUTION IN DEVELOPING RETAIL SEGMENT-NCDEX</p> <p>Awarded by:</p> 	<p><b>2021</b> LEADING MEMBER BULLION SEGMENT</p> <p>Awarded by:</p> 	<p><b>2020</b> Leading Member Bullion Segment</p> <p>Awarded by:</p> 
<p><b>2019</b> PREMIER DEPOSITORY PARTICIPANT IN GOLD CATEGORY</p> <p>Awarded by:</p> 	<p><b>2019</b> FASTEST GROWING MFI NORTH IN BSE STAR MF ONLINE</p> <p>Awarded by:</p> 	<p><b>2019</b> CORPORATE BROKER OF THE YEAR- NATIONAL</p> <p>Awarded by: RE/Max India in partnership with</p> 

*\*Awards and recognition provided since 2018 for the sake of brevity.*

**2019**  
**BUSINESS EXCELLENCE AWARD (ORDER OF MERIT)**

Awarded by:  
  
EY GROUP  
GROWING BARRONS EQUITY

**2019**  
**BROKING HOUSE NON AGRICULTURAL COMMODITIES OF THE YEAR**

Awarded by:  
  
MCX  
METAL & ENERGY  
Trade with Trust

**2019**  
**BROKING HOUSE NON AGRICULTURAL COMMODITIES OF THE YEAR**

Awarded by:  
  
MCX  
METAL & ENERGY  
Trade with Trust

**2018**  
**COMPANY OF THE YEAR (FINANCIAL SERVICES)**

Awarded by:  


**2018**  
**BEST PERFORMING RETAIL BROKER NORTHERN REGION**

Awarded by:  


**2018**  
**FRANCHISOR OF THE YEAR - BUSINESS SERVICES**

Awarded by:  


**2018**  
**BEST BROKER WITH IN-HOUSE RESEARCH IN BULLION**

Awarded by:  


**2018**  
**BEST FASTEST GROWING COMMERCIAL NBFC OF THE YEAR**

Awarded by:  
  
www.elets.com

**2018**  
**BEST FINANCIAL SERVICES PROVIDER**

Awarded by:  


*\*Awards and recognition provided since 2018 for the sake of brevity.*

# Awarded and Acclaimed

“

"We are what we repeatedly do. Excellence then, is not an act, but a habit."

- Aristotle





#### **RECOGNIZED AS TOP-10 LEADERS IN INVESTMENT COMPANIES-2022**

Mr. Mahesh Chand Gupta (Vice Chairman & Managing Director, SMC Global Securities Limited) was recognized by CEO Insights, Magazine as one of the "Top-10 Leaders in Investment Companies-2022" in December, 2022 edition in the financial investments segment for guiding the industry to its future by setting benchmarks across several parameters.



**MEMBER PARTNER FOR NEW INITIATIVES AND MARKET OUTREACH- COMMODITY AWARDS, 2023**

SMC Global Securities Limited has been felicitated by the "Member Partner for New Initiatives and Market Outreach" by NCDEx at the Commodity Awards, 2023 held at Mumbai. Dr. D. K. Aggarwal (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited) and Mr. Ajay Garg, Director and CEO received the award on behalf of the Company.



**BEST LEARNING TEAM OF THE YEAR- AWARD**

Mrs. Reema Garg, (Chief Human Resource Officer of the Company) received the award on behalf of SMC Global Securities Limited's team which won the Best Learning Team of the Year award at the "9th Edition of Future of Learning and Development Summit and Awards 2022" organized by USB Forums.



**FASTEST GROWING NBFC COMPANY OF THE YEAR**

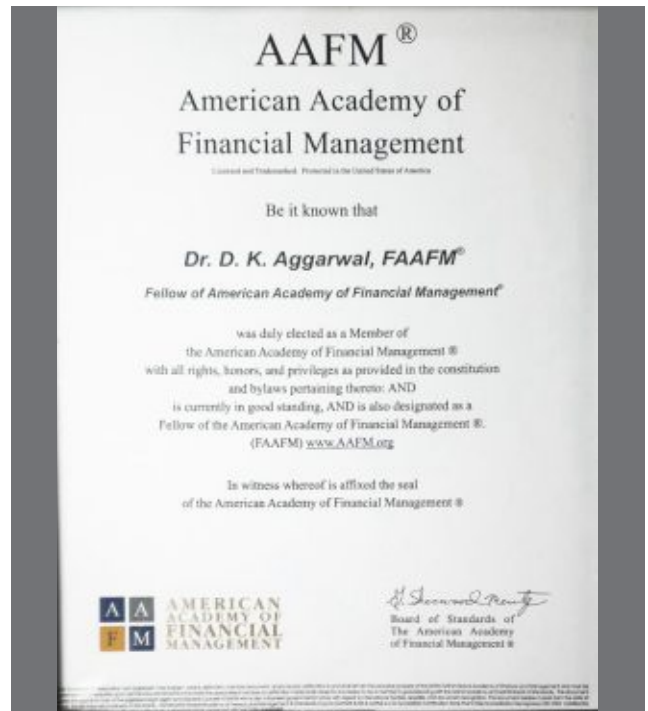
Mr. Himanshu Gupta (Director & CEO, Moneywise Financial Services Pvt. Ltd.) received the award of "Fastest Growing NBFC Company of the year" from Indian Actress and Politician- Mrs. Jaya Prada at The Golden Star Icon Award held on 26th June, 2022 at Radisson Blue Hotel Kaushambhi, U.P.



**LEADING MEMBER IN OPTIONS AND BULLION SEGMENT**

SMC Global Securities Limited has been felicitated with three prestigious awards i.e. Leading Member- Options, 2021-22, Leading Member- Bullion Segment- 2019-20 and 2020-21 at the MCX Awards held at the Lalit Hotel, Goa. Mr. D.K. Aggarwal (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited), and Mr. Ajay Garg, Director & CEO received the award on behalf of the Company.





**PRESTIGIOUS FELLOWSHIP OF AMERICAN ACADEMY OF FINANCIAL MANAGEMENT**

Dr. Damodar Krishan Aggarwal (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited), was conferred upon the prestigious fellowship of American Academy of Financial Management by the Board of Standards of The American Academy of Financial Management, USA. He was also invited as the chief guest and keynote speaker at the 'Wealth Management Convention' organized by AAFM on 25th September, 2022.



**BEST INSURANCE BROKING COMPANY OF THE YEAR**

Mr. Pravin Kr. Agarwal (Whole Time Director, SMC Insurance Brokers Pvt. Ltd.) along with Mrs. Akanksha Gupta (Whole Time Director, SMC Insurance Brokers Pvt. Ltd.) received the award of "Best Insurance Broking Company of the Year" from Mr. Anupam Hazra (National Secretary, BJP) at The Golden Star Icon Award held on 26th June, 2022 at Radisson Blue Hotel Kaushambhi, U.P.



**MOST TRUSTED DISCOUNT BROKING COMPANY OF THE YEAR**

Mr. Pranay Aggarwal [Director & CEO Moneywise Finvest Ltd. (Stoxkart)] received the award of "Most Trusted Discount Broking Company of the Year" from Indian Actress and Politician- Mrs. Jaya Prada at The Golden Star Icon Award held on 26th June 2022 at Radisson Blue Hotel Kaushambhi, U.P.



**INVITATION AT THE STOCK MARKET SUMMIT**

Dr. D.K. Aggarwal, (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited), Mr. Ajay Garg (Director & CEO) and Mr. Pranay Aggarwal (Director & CEO, Moneywise Finvest Ltd) were invited as special guests by one of India's leading stock market influencer Mr. Pushkar Raj Thakur at the Stock Market Summit held at Satya Sai Auditorium in New Delhi on 18th September, 2022.



#### INTERNATIONAL CONVENTION OF CPAI

The participation of the Company and its Directors was felicitated at the 8th International Convention of Commodity Participants Association of India (CPAI) held on Saturday, 28th May, 2022 at Hotel Le Meridien, New Delhi. Mr. Subhash Chand Aggarwal, Chairman and Managing Director, Mr. Ajay Garg, Director & CEO of the Company, Mr. D.K. Aggarwal, (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited), Mr. Ayush Aggarwal, Chief Investment Officer, SMC Private Wealth and Mrs. Vandana Bharti, AVP, Research Commodity attended the program.



#### DISCOUNT BROKERAGE SERVICES- GROOT

SMC entered into an agreement with the Indian Overseas Bank for providing Discount Brokerage Services named "Groot" to all IOB Savings Clients and their employees. Mr. Ajay Garg, Director & CEO of the Company signed an agreement with Mr. SP Mahesh Kumar (GM & CFO) of Indian Overseas Bank.



Mr. Ajay Garg, Director & CEO of the Company signed a deal with Punjab National Bank for providing Discount Brokerage Services named "Groot" to PNB customers on 22nd August, 2022.



**PINK DAY CELEBRATION AT TRADE FAIR**

Mrs. Reema Garg, Chief Human Resource Officer of the Company felicitated by Mrs. Yatri Dave Vitekar, Chief Vigilance Officer of SEBI at Trade Fair where they celebrated Pink Day for women empowerment.



**CRICKET LEAGUE BY CAPITAL MARKET**

SMC won Silver Cup in the Cricket League organized by Capital Market and held on 29th January, 2023.



**ASSOCIATION WITH PRO TENNIS LEAGUE**

Association with Pro Tennis League, 2022 for the fourth season, wherein, the players were felicitated by Mr. D.K. Aggarwal, (CMD, SMC Capitals Limited and SMC Investments & Advisors Limited), and also the Chief Patron for the Pro Tennis League. The Company through these associations intends to boost sports spirit in youngsters.



BALANCING  
YOUR MONEY  
**IS THE KEY TO  
HAVING ENOUGH**

# Welfare and rewards– Employee engagement

“

Financial resources may be lifeblood of a company,  
but human resources are the brains.

- **ROB Silzer**

Human Resource plays a critical role in any organisation, serving as the backbone that derives the success and growth of the company. Engaged employees are motivated and committed to their work, resulting in increased productivity levels. We are pleased to present the review of the financial year 2022-23, highlighting the invaluable contribution of our human capital towards the success and growth of our organisation. Our human capital, consisting of our talented workforce, is the driving force behind our achievements and their dedication and expertise have propelled us forward.

We recognize that our employees are our most valuable asset and accordingly, this year, we have focussed on hiring, training and motivating our talent pool. Throughout the year, we focussed on continuous development in fostering employee growth and organisational success. In FY 2022-23, we continued to invest in comprehensive training programs to enhance the skills, knowledge and capabilities of our workforce.

Employee engagement remains a priority for us, as we believe that engaged employees are key to achieving business outcomes. We have implemented various initiatives to foster a positive work environment, promote open communication, and recognize and reward employee contributions.

## **A) Employee Benefits – Health and Family**

A great deal of work was put into ensuring that the standards for better health of employees were met. Accordingly, the Company has adopted a Group Medclaim Policy (GMP) which has been introduced for all employees and their family members. The sum insured is dependent on the job profiles of every employee.

Similarly, company has also paid Group Term Insurance (GTL) for its employees, where his family member will receive a assured sum in case of any eventuality.

In this regard, both GMP & GTL are provided only to confirmed employees.

## B) Talent Management & Acquisition

**a) Employer Branding & Recruitment** Employer branding has been practiced extensively for Talent acquisition and it has helped to increase the networking and has helped to establish the Brand ‘SMC’ more prominently in the job market. The job postings are done through the channels of social media like LinkedIn, facebook, instagram etc. which has made the hiring process much simpler and easy.

### b) Mass Hiring

With the increase of incessant growth in business opportunities at the tier 2 and tier 3 cities, our team hiring has been augmented approximately by 40% in 2022-2023. Our business has marked its presence with the opening of new offices adding a growth of new branches to approximately 30%.

The next phase of business growth is cropping up in the rural areas. Accordingly the recruitment process has begun to support the business for those areas.

In SMC, we hire interns who cater new thoughts and innovative ideas to the process and operations of different functions/departments along with their hands-on training and practice.

### c) Explicit Training Programs

The Training Programs in SMC for its employees have been designed and developed with the purpose in alignment to the Organization’s vision towards “Customer Satisfaction. The different Training Programs that are conducted in the organisation are as follows:

- ▶ The Induction Training Program for all the New Joiners across the Organization. It gives the overall

idea about the Organization, Leadership and Business Portfolio.

- ▶ The Training Programs designed for the Fresher hired across the Organization :
  - **Buniyad** - Basic Product Training Module.
  - **Prarambh** - Blend of Products, Selling Skills & Soft Skills specifically for Sales Professionals.
- ▶ The Training Program designed for augmentation of knowledge in Products and Services:
  - **Abhinandan** - Intensive Product Training - Both on Tech & Non – Tech platforms.
- ▶ The Training Program designed after SWOT analysis and specifically targeting the weaknesses related to job profile and providing them the support and develop the areas of improvements:
  - **Manthan** - A blend of Products & Soft Skills training is conducted after an one to one counseling session.

## C) Employee Engagement & Benefits

The Employee Engagement activities have taken the centre stage during 2022- 2023 to keep the employees in happy and vibrant spirit. Several activities which took place in SMC are as follows:

**1. Encourage Health and Wellness:** It is well-known that a healthy workforce is more productive and can perform at the highest level. Health check up camps for Diabetes, Ophthalmology, ENT, etc. held at SMC in collaboration with renowned Hospitals and Doctors from time to time to provide vigilance on the employee’s health condition, thus assuring their fitness and prescribing treatment for any deviation.



2. Host SMC Carnival – POPZILLA – 2022: It is always important to have work life balance to get enriched with more vigor and endurance at work. To rejuvenate the team, during Christmas celebrations, SMC hosted POPZILLA – 2022 for the employees and their families. It boosts up the morale of the teams as they enjoy together and a good team bonding twined resulting in better coordination and productivity.

**3. Host Cricket Match:** “All work and no play will make you sad and grey!” - is a famous saying. To hold to it, a cricket match has been organized for all SMCians. It has been a Cricket Day where the cohorts played, won and enjoyed throughout. The winners as well as the participants were all recognized with Trophies and Awards.

**4. Corporate Tie up:** Several corporate tie ups have been done with various business entities in health & telecom sectors wherein employee and their family members have been facilitated to avail benefits.

**5. Festival Celebrations at SMC:** Festivals exhibit the

diversified culture in harmony. In SMC, we hold the culture of celebrating festivals and foster the essence of unity and solidarity. Celebrations provide a common floor for get-together and helps to engage in the best possible way. The vibrancies of festive colors and lights shower new energies and happiness. Trimming the work place in the spirit of merriment and celebrating the happiness across the Organization in consonance imbibed a true team spirit and binds us together. Festivals like Diwali, Holi, Navaratri etc. are celebrated here in SMC with great joy and happiness.

**6. Rewards and Recognition:** Employee Reward & Recognition Programs took place felicitating ‘The Best Team Player’ and ‘The Best Leader’ across departments in SMC. The criteria for recognition have the overall performances, adaptability, cooperation, behavior, tolerance, presentation, team management evaluated by the peers and subordinates. The process has been initiated in its unique way for the time.

## SMC PINNACLE 3.0



The Company organized a training program titled as '**SMC PINNACLE 3.0**' in Shimla for broking division of the company.

## REWARD & RECOGNITION PROGRAM



Glipmse of reward and recognition program for MISIP and Distribution team conducted on 17th June, 2022 by SMC Insurance Brokers Private Limited.

### HAPPY STREET EVENT- NAGPUR



The Nagpur Branch of the Company participated in the Happy Street Event held in Nagpur on 26th June, 2022.

### JANMASHTAMI CELEBRATIONS



Glimpse of Janmashtami Celebrations at SMC Head Office on 18th August, 2022.

### ONAM CELEBRATIONS



Our team at SMC's Kerala Office celebrated Onam with abundant festive spirit and were dressed in their ethnic best. An exquisite Pookalam was showcased at the entrance to welcome the spirit of King Mahabali.

## BLOOD DONATION CAMP



SMC in association with Rotary Club of Delhites organized blood donation camp on 19th September, 2022 and collected 37 units of blood at the camp.

## DENTAL HEALTH CHECK UP



SMC in cooperation with the Rotary Club of Delhites organized a free dental health check up for its employees on 15th September, 2022.

## IN-HOUSE SEMINAR WITH NISM



SMC Ahmedabad office in association with National Institute of Securities Market (NISM) organized an in-house seminar for its associates for upskilling the team members.

## HINDI DIWAS



SMC Global Securities Limited in association with Rotary Club of Delhiites visited Nagar Nigam Prathmik Vidhyalaya, Mandipur Village and emphasized on the importance of Hindi in our Country. The Company also distributed Hindi Story Books to the students.

## MORNING YOGA SESSIONS



Glimpse of early morning yoga sessions, laughter therapy, and games are conducted regularly at SMC Mumbai Office. SMC is meticulously working on the betterment of its work culture, ethics, values through such fun activities and employee engagements.

## WORLD INVESTOR WEEK 2022



SMC celebrated World Investor Week 2022 on 15th October, 2022 at its HO Office to raise awareness about investor education and protection. It was an insightful and enriching program that saw the participation of Mr. Pranay Aggarwal (Director & CEO of Moneywise Finvest Limited) and SMC's research experts. The speakers highlighted the right and practical way of asset allocation and ideas to invest and grow one's wealth.

## INSTALLATION OF SANITARY NAPKIN VENDING MACHINE



Mrs. Reema Garg (CHRO) and Mrs. Akanksha Gupta (Whole Time Director of SMC Insurance Brokers Pvt Ltd) inaugurated Sanitary Napkin Vending Machine at its HQ office and other offices to empower all the female employees and spread awareness about women health and hygiene.

## DIWALI CELEBRATIONS



SMCians celebrated Diwali at every office and made creative rangolis to add the charm of festival to the office premises. SMC expressed gratitude and appreciation towards its employees, clients and partners by sharing sweets and gifts.



## SAMMAN



On 19th November, 2022, SMC Finance hosted the 2nd quarter of SAMMAN, the rewards and recognition program. Mr. Himanshu Gupta (Director & CEO of Moneywise Financial Services Pvt Ltd) awarded and congratulated the employees for their exemplary work and commitment.

## HEALTH CHECK UP CAMP



SMC organized a free health check up camp in association with BLK Hospital for its employees with the intent of encouraging them to sustain a healthier lifestyle. The camp offered different medical tests including Blood Pressure, Blood Sugar, Bone Density, Diet Consultation, Height and Weight measurement. The Company also arranged for suitable physician counselling after the tests.

## INVESTOR AWARENESS PROGRAM IN LUCKNOW



On 8th December, 2022, SMC Lucknow office organized an investor awareness program in cooperation with MCX with participation of more than 120 attendees including SMC's associates, clients, and local industrialists.

## EDUCATIONAL EXCURSION FOR STUDENTS



Glimpse of Commerce Students of DPS Kalinga at SMC's Kolkata Regional Office for their educational excursion tour to learn about stock market on 17th December, 2022 to support budding financial curious minds.

## CHRISTMAS CELEBRATIONS



Christmas cheer rang out at Mumbai Branch on 26th December, 2022 as Secret Santa surprisingly blessed our employees with exciting gifts and goodies.

## SMC'S TEAM BUILDING EXERCISE



Various teams to SMC visited different locations for encouraging employee engagement

## PONGAL/LOHRI CELEBRATIONS



Mr. Anurag Bansal (Whole Time Director) graced the Chennai Branch for Pongal celebration with his esteemed presence. Other offices also celebrated the festival of pongal / lohri at their respective locations.

## CCL-CPAI CRICKET MATCH TOURNAMENT



On 14th January, 2023, SMC & BSE participated with great enthusiasm at the CCL-CPAI Cricket Match Tournament. Sharing glimpse of our sports enthusiasts of SMC i.e. Mr. Ajay Garg (Director & CEO) and Mrs. Reema Garg (CHRO).

## HOLI CELEBRATIONS



Sharing a sneak peak from our Holi celebration at SMC.

## SMC GOLD COINS



SMC recognized the efforts of its business partners and distributed Gold and silver coins to appreciate their commendable performance.



TOGETHER  
**WE THRIVE**



## Events & Conferences



### **SMC GOLD LOAN BRANCH**

SMC celebrated the inauguration of first gold loan branch office at Rohini Sector 16, New Delhi on 30th January, 2023. The opening ceremony was marked by the esteemed presence of Mr. Subhash Chand Aggarwal (Chairman & Managing Director), Mr. Mahesh C Gupta (Vice Chairman & Managing Director), Mr. Himanshu Gupta (Director & CEO of Moneywise Financial Services Private Limited) and Mrs. Akanksha Gupta (Whole Time Director, SMC Insurance Brokers Pvt Ltd).



### **11TH NATIONAL SUMMIT OF CSR RESEARCH FOUNDATION**

Mr. Subhash Chand Aggarwal (CMD, SMC Group) with Mr. Mahendra Nath Pandey (Honorable Minister of Heavy Industries) during the 11th National Summit on CSR: Regulatory Framework and Challenges Organized by CSR Research Foundation



**INAUGURATION OF NEW DISTRIBUTION BRANCH AT PUNE**

Mr. Anurag Bansal (Whole Time Director of the Company) during the inauguration of Distribution branch in Pune held on 24th May, 2022.



**75TH AZADI KA AMRIT MAHOTSAV**

The Branch Managers of the Company participated in the 75th Azadi ka Amrit Mahotsav held at 45 different locations in India held on 10th June, 2022.



**SMC IFSC BRANCH AT GIFT CITY**

Mr. Ajay Garg (Director & CEO) visited the SMC IFSC Branch at Gift City, Gujarat.



**ASSOCHAM'S NATIONAL CONFERENCE ON HOUSING FINANCE IN INDIA**

Mr. Subhash Chand Aggarwal (Chairman and Managing Director) during Assocham's National Conference on Housing Finance in India: Issues and Solutions held on 13th July, 2022 at Le Meridien, New Delhi.



**12TH NATIONAL SUMMIT OF CSR RESEARCH FOUNDATION**

Mr. Subhash Chand Aggarwal (Chairman and Managing Director) during the 12th National Summit of CSR Research Foundation on ‘Green Energy in India: Accelerating towards Global Leadership’ held on 25th & 26th of July, 2022 at Le Meridien, New Delhi.



**NATIONAL CONFERENCE ON INVESTOR PROTECTION**

Mr. Subhash Chand Aggarwal (Chairman and Managing Director and Director) during ASSOCHAM’s National conference on Investors protection held on 5th August, 2022.



**INAUGURATION OF SMC REALTY OFFICE IN PUNE**

Mrs. Anshika Aggarwal, Whole Time Director of SMC Real Estate Advisors Pvt Ltd inaugurated the new office of SMC Real Estate Advisors Pvt Ltd in Pune, Maharashtra on 1st September, 2022.



**INSTALLATION OF SANITARY NAPKIN VENDING MACHINE AT HANSRAJ COLLEGE**

Mr. Subhash Chand Aggarwal (Chairman and Managing Director) was invited as chief guest by Prof. (Dr.) Rama, Principal, Hansraj College, Delhi University for the installation of sanitary napkin vending machine at the campus on 7th September, 2022



**ENTREPRENEURIAL JOURNEY**

Mr. D. K. Aggarwal (CMD, SMC Capitals Ltd & SMC Investments & Advisors Pvt Ltd) was invited as speaker by Dr. Vivek Bindra (Founder, Bada Business) at World’s biggest Entrepreneurship Program held at Talkatora Stadium, New Delhi on 17th September, 2022. Mr. Aggarwal shared SMC’S success story and business mantra with 4000+ entrepreneurs to help them prosper in their entrepreneurial journey.



**TRADERS CONCLAVE 2022**

Mr. Shitiz Gandhi, Senior Research Analyst (Technical) from SMC Group presented the benefits of SMC’s Research Analysis Tool called ‘Auto Trender’ at the ‘Traders Conclave 2022 held from 23rd to 25th September, 2022 at Hotel Hilton, Bengaluru.



**ANMI'S 12TH INTERNATIONAL CONVENTION, 2022**

Mr. Subhash Chand Aggarwal (Chairman and Managing Director), Mr. Ajay Garg (Director & CEO) represented the Company at ANMI's 12th International Convention, 2022 held on 15th October, 2022 at Taj Land Ends, Bandra Mumbai.



**INVESTOR EDUCATION PROGRAM**

Mr. Ajay Garg (Director & CEO) and Ms. Vandana Bharti, AVP Commodity Research chaired the Investor Education Program organized by SMC in association with NCDEX at Raipur.



**EVENT OF FIDC AND LUD**

Mr. Himanshu Gupta, Director & CEO- Moneywise Financial Services Pvt Ltd attended a conference co-organised by FIDC and LUD on 16th November, 2022. He spoke about the new opportunities on collateral free lending under the Credit Guarantee Scheme of CGTMSE and challenges.



**INAUGURATION OF NEW OFFICE IN KARNAL AND ROHTAK IN HARYANA**

Mr. Ajay Garg (Director & CEO) and Mrs. Reema Garg (CHRO) attended the inauguration ceremony of new branch offices in Karnal and Rohtak in Haryana on 25th October, 2022.





**FRANCHISE INDIA EXPO**

SMC Team participated in Franchise India Expo held at the Bombay Convention & Exhibition Centre from 2nd to 3rd December, 2022. Ms. Kuntal Bhatt (Deputy Vice President, Sub-broker Marketing) and Mr. Sahil Gaikwad (Area Manager) represented the brand at the expo.



**FIA ASIA DERIVATIVES CONFERENCE**

Mr. D.K. Aggarwal (CMD, SMC Capitals Ltd & SMC Investments & Advisors Pvt Ltd), Mr. Ajay Garg (Director & CEO) attended FIA Asia Derivatives Conference in Singapore from 29th November – 1st December, 2022.



**INAUGURATION OF NEW BRANCH OFFICE AT GURUGRAM**

Mr. Anurag Bansal (Whole Time Director SMC Global) at the Inauguration of a new Branch office in Gurugram on 22nd November, 2022.



**POPZILLA EVENT ORGANIZED BY SMC GLOBAL**

Mr. S.C Aggarwal (CMD, SMC Group), Mr. Mahesh Chand Gupta (Vice CMD, SMC Group) at the unforgettable SMC carnival night i.e. POPZILLA held on 23rd December, 2022. The night was filled with Music, entertainment.



**INAUGURATION OF NEW OFFICE IN KALYAN AND GHATKOPAR**

Mr. Anurag Bansal (Whole Time Director) of the Company attended the inauguration of new branch offices in Kalyan and Ghatkopar on 22nd December, 2022.



**DISTRIBUTION BRANCH AT NASHIK**

The Company inaugurated a new distribution branch at Nashik on 21st December, 2022.



**INAUGURATION OF NEW BRANCH IN KOTA**

Mr. Utkash Mishra (Zonal Head of North and South India) inaugurated the new Branch office at Kota on 16th January, 2023.



**RAKSHAK PLUS SCHEME**

SMC joins hands with PNB for awareness generation programme for Rakshak Plus Scheme on 18th January, 2023 to share effective ways of financial wealth management with 1st Battalion Tripura State Rifles Members. The gathering delivered a footfall of 100 plus attendees that highlights the enthusiasm and curiosity when it comes to financial management services.



**CONSORTIA**

On 28th & 29th January, 2023, SMC organized ‘Consortia’ elite Business Partners Meet at Hotel Sonha Bangla, Kolaghat, West Bengal. The event was attended by 250 attendees wherein business partner were awarded.



**BUDGET REVIEW MEETING- WEST ZONE**

Mr. Ajay Garg (Director & CEO), Mrs. Reema Garg (CHRO) and Mrs. Nidhi Bansal (Regional Director) during the Budget Review Meeting of West Zone on 11th and 12th May, 2022 at SMC Mumbai Office.



**CONFERENCE ON WOMEN EMPOWERMENT BY ASSOCHAM**

Mrs. Reema Garg (CHRO) represented SMC and shared her thoughts as an esteemed speaker on the topic ‘Empowering Women through Financial Literacy and Inclusion’ at the Conference on Women Empowerment organized by ASSOCHAM on 1st March, 2023 at Hotel Le Meridien, New Delhi.

▪ **STOXKART**

# Pro App. For Pro Traders.



DISCOUNT BROKING APP

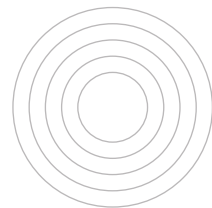
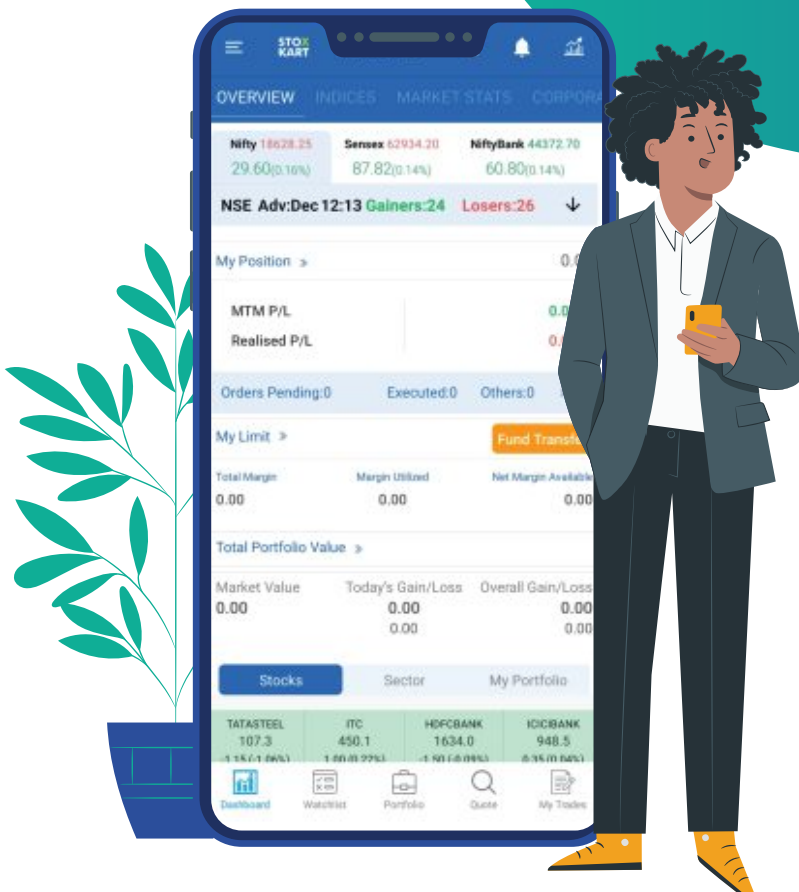
SEAMLESS TRADING ACROSS PLATFORM

UNIQUE 'NO PROFIT, NO BROKERAGE' OFFER

WORLD'S LEADING CHART IQ FEATURE

AWARD WINNING RESEARCH SUPPORT

AUTOMATED ROBO ADVISORY



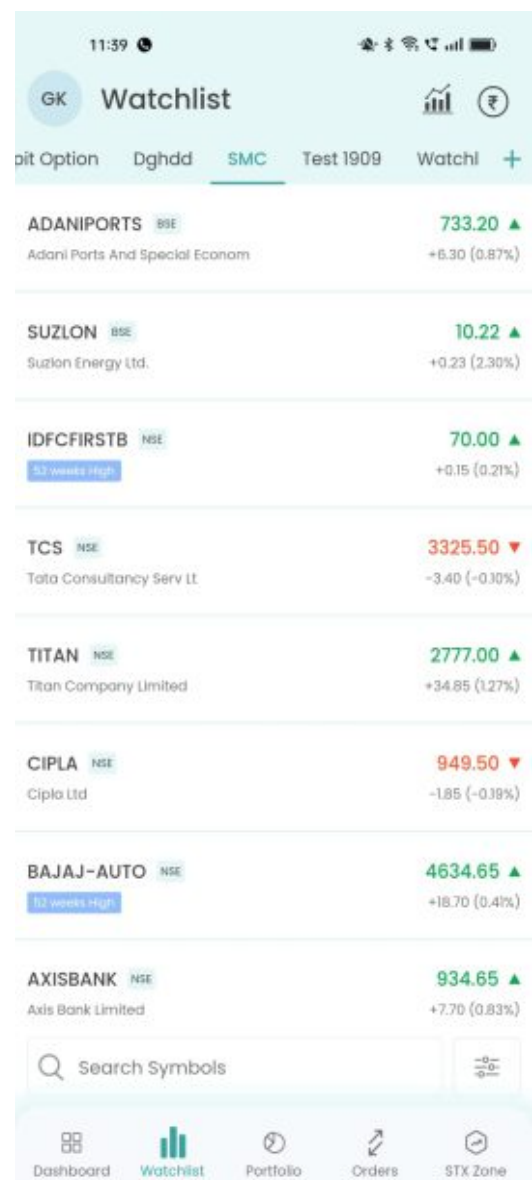
# Technology Platforms

## 1. Stoxkart Mobile App – Superr Evo

We are pleased to present an update on Stoxkart's flagship trading platform, Superr Evo, which is now available for both iOS and Android devices. With its enhanced intuitive UI, lightning-fast trading experience, and easy functionalities, Superr Evo has revolutionized the way our customers engage in trading activities.

**Superr Evo: Your Ultimate Trading Companion on iOS and Android!** Superr Evo empowers traders with a comprehensive suite of features and a user-friendly interface, accessible on both iOS and Android devices. We have ensured that Superr Evo delivers a seamless trading experience across different platforms, making investment opportunities easily accessible to our users.

**Streamlined User Interface:** Superr Evo features a streamlined and intuitive user interface, ensuring effortless navigation even for those new to trading. We have prioritized user experience to simplify the trading process, making it accessible to



traders of all levels of expertise, regardless of whether they use iOS or Android.

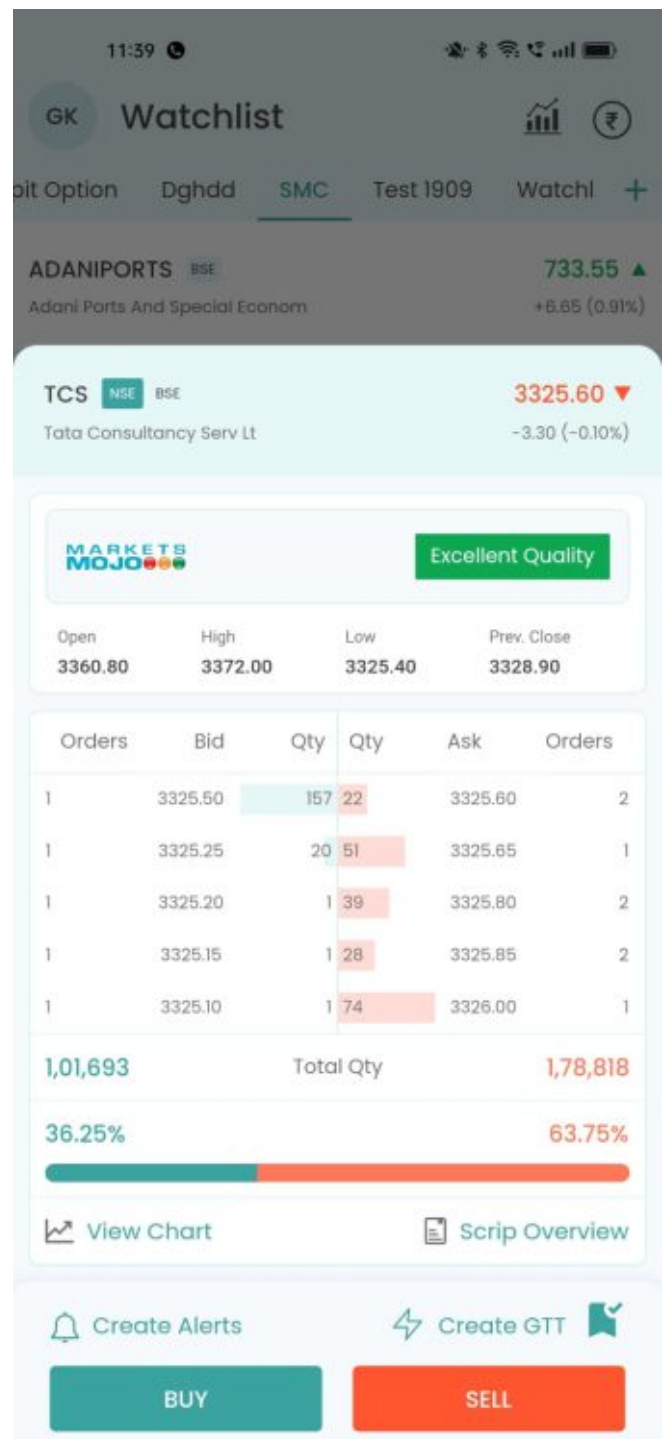
**Lightning-Fast Trading Experience:** We understand the importance of speed in trading. With Superr Evo, traders can expect lightning-fast trade execution and real-time market updates, regardless of their preferred platform. Our cutting-edge technology ensures that users never miss out on crucial market movements, whether they are using iOS or Android devices.

**Simplified Functionalities:** Superr Evo offers a range of easy-to-use functionalities that allow traders to place orders, track their portfolios, analyze stocks, and monitor market trends effortlessly. We have designed the application to provide traders with a seamless and convenient trading experience, regardless of whether they are using iOS or Android devices.

**Staying Ahead with Superr Evo:** Our dedicated team continues to enhance and improve Superr Evo, focusing on adding new features, expanding our offerings, and optimizing the platform to meet the evolving needs of our traders on both iOS and Android platforms. We remain committed to delivering the best trading experience and empowering our users with simplicity, speed, and success, regardless of their preferred device.

- 2. Middleware Platform:** SMC Middleware is a utility that acts as a layer between our Mobile Trading App and CTCL. This utility is completely developed in-house and will provide a technological foundation for modern cloud-native architectures which acts as the core of contemporary trading systems and terminals.

Middleware moves real-time information between applications, systems, and platforms.





Building the Middleware in-house will give us the benefit of working with multiple CTCL systems without having to create separate applications. Not only will this make processes cost-effective for the organization, but it will also help develop and run applications with better scalability through multi-cloud and containerised environments. SMC also developed an Open API layer which will also give us the advantage of nonchalant integration of our services with third-party Algorithmic trading partners. Our applications, namely Stoxkart Superr API

developer portal, SMC Ace API developer portal, Superr Evo mobile app, Stoxkart Web trading app, SMC mobile app, and SMC Web trading app, will use Middleware to streamline their functionalities and deliver the end-user with the best possible trading environment.

### Trading Platforms

#### 3. Privilege (ODIN Diet Client)

SMC Privilege is a state-of-the-art desktop application designed for clients who are actively involved in the stock market and do bulk trading.

ODIN DietClient Ver 10.0.5.0 (Powered by FT-Engines) SMC GLOBAL SECURITIES LTD.

E...	I	Symbol	S.	Buy Qty	Buy ...	Sell ...	Sell Qty	Last...	Avg...	High	Low	Open	Close	Total B...
NSE	E	RPOWER	EQ	1228650	13.25	13.30	1310743	13.30	13.34	13.65	13.00	13.25	13.05	15718977
NSE	E	SUZLON	EQ	953652	10.25	10.30	3660468	10.30	10.25	10.45	10.10	10.15	10.00	26152207
NSE	E	IDEA	EQ	3766801	7.15	7.20	3726248	7.20	7.18	7.30	7.05	7.10	7.05	44459148
NSE	E	YESBANK	EQ	1832404	15.90	15.95	763238	15.90	15.81	15.95	15.60	15.65	15.60	25048944
NSE	E	BHEL	EQ	20520	80.75	80.80	53	80.75	79.25	80.90	77.25	79.10	78.95	3101105
NSE	E	ZOMATO	EQ	34360	67.60	67.65	89811	67.60	67.36	67.90	66.85	67.80	67.25	3898728
NSE	E	ONGC	EQ	7461	158.90	158.95	3594	158.90	158.01	160.00	156.50	160.00	163.75	2024019
NSE	E	IBULHSGFIN	EQ	4516	119.00	119.05	1432	119.05	118.92	121.75	113.55	114.35	113.55	1821809
NSE	E	GMRINFRA	EQ	76094	40.80	40.85	4119	40.85	41.68	44.30	40.55	44.30	45.00	3067499
NSE	E	TATASTEEL	EQ	34740	107.80	107.90	44055	107.90	107.29	108.10	106.30	107.00	106.40	3788430
NSE	E	IRFC	EQ	183848	32.40	32.45	167204	32.45	32.28	32.55	32.00	32.25	31.90	5974315
NSE	E	IDFCFIRSTB	EQ	42751	69.75	69.80	6749	69.80	69.97	70.50	69.60	70.50	69.85	3485367
NSE	E	PNB	EQ	184380	51.05	51.10	103240	51.10	50.71	51.10	50.30	50.65	50.35	4872102
NSE	E	CUB	EQ	3112	126.95	127.00	14571	127.00	127.39	134.50	125.65	134.50	139.40	1114392
NSE	E	IRCON	EQ	8583	83.40	83.45	1928	83.40	82.92	84.15	81.45	81.50	81.35	1345268
NSE	E	SOUTHBANK	EQ	99451	17.05	17.10	628476	17.05	17.10	17.30	17.00	17.15	16.95	5431287
NSE	E	RVNL	EQ	50	120.90	120.95	3074	120.90	119.25	121.50	116.60	116.95	115.85	1520620
NSE	E	SAIL	EQ	6333	83.90	83.95	8011	83.95	83.38	84.10	82.05	82.40	82.10	2912691
NSE	E	ITC	EQ	1012	450.80	450.85	3815	450.85	448.33	451.80	444.10	445.00	443.60	963827
NSE	E	HCC	EQ	51981	18.05	18.10	59917	18.05	18.02	18.25	17.85	18.10	17.90	3170716

LCLTEST 07714 NSE Eq:Open 0.00 07714 NSE Derv: 0.00 470 BSE Eq:Open 0.00  
 10.0.5.0 10515 MCX 0.00 00021 NCDEX 0.00 07714 NSECD5 0.00 0.00  
 NSE FAO: INB/INF 230771431 NSE CM: INB/INF 230771431 BSECM: INB 011107332 SEBI Registration No: Service brought to you by:SMC Global Securities Ltd.

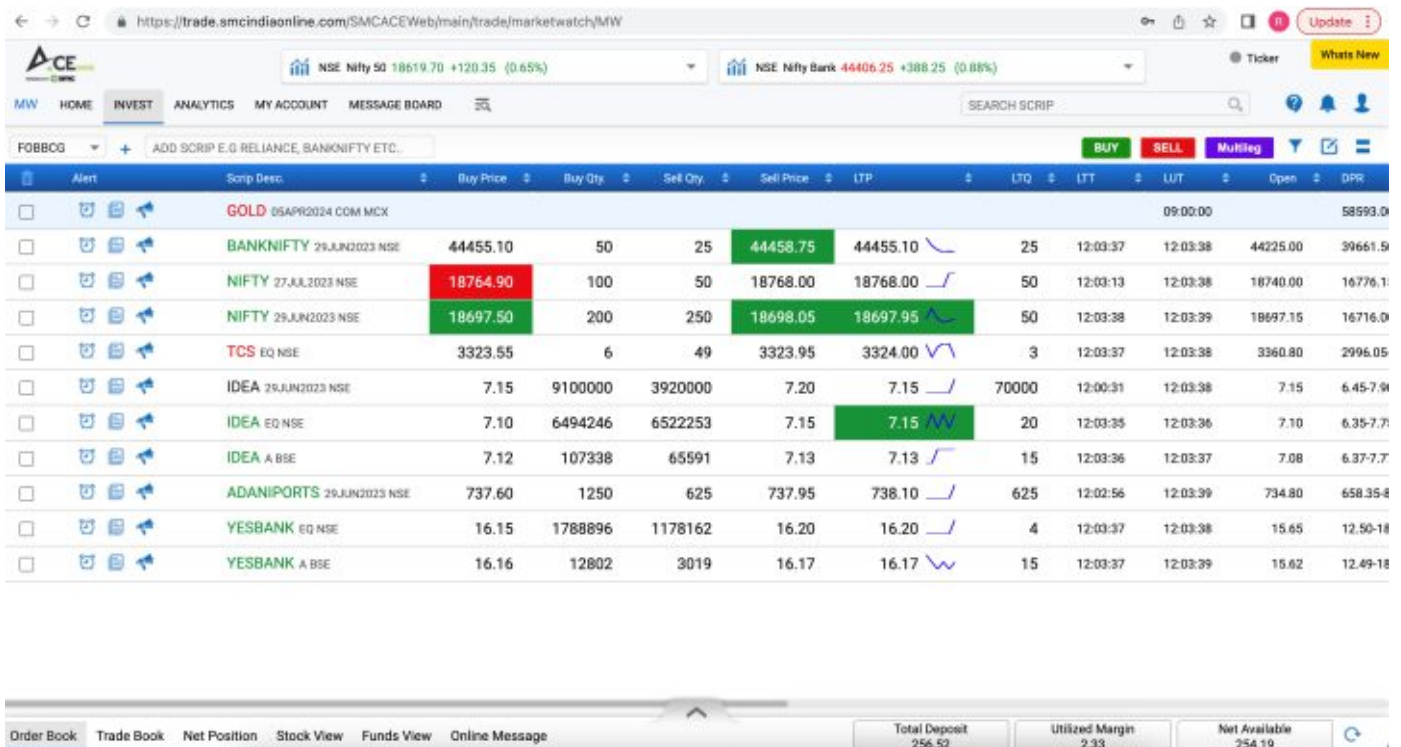
It provides comprehensive facilities on a single screen, similar to that of a broker's terminal, allowing investors to save time and effort. Some of the key features include:

- Trading terminal on your desktop
- Real time streaming quotes
- Intraday charting
- Different exchanges on a single screen
- Fully customizable market watch
- Track multiple stocks on single screen
- Hot key functions for faster trading
- Security lock for better safety
- Online transfer of funds through multiple banks

- Mutual fund
- Online back office
- Notifications
- Latest news, market information and research reports on mail

**4. SMC ACE Web (Advanced Browser Platform):**

SMC ACE Web is a browser-based platform with advanced features. It provides our clients with all market-related information in a convenient manner, including an informative market watch and quick links to trade-related reports. It also gives clients the ability to use an Advance Chart from Chart IQ, one of the world's leading advance chart solution providers. SMC ACE Web has a few key features:

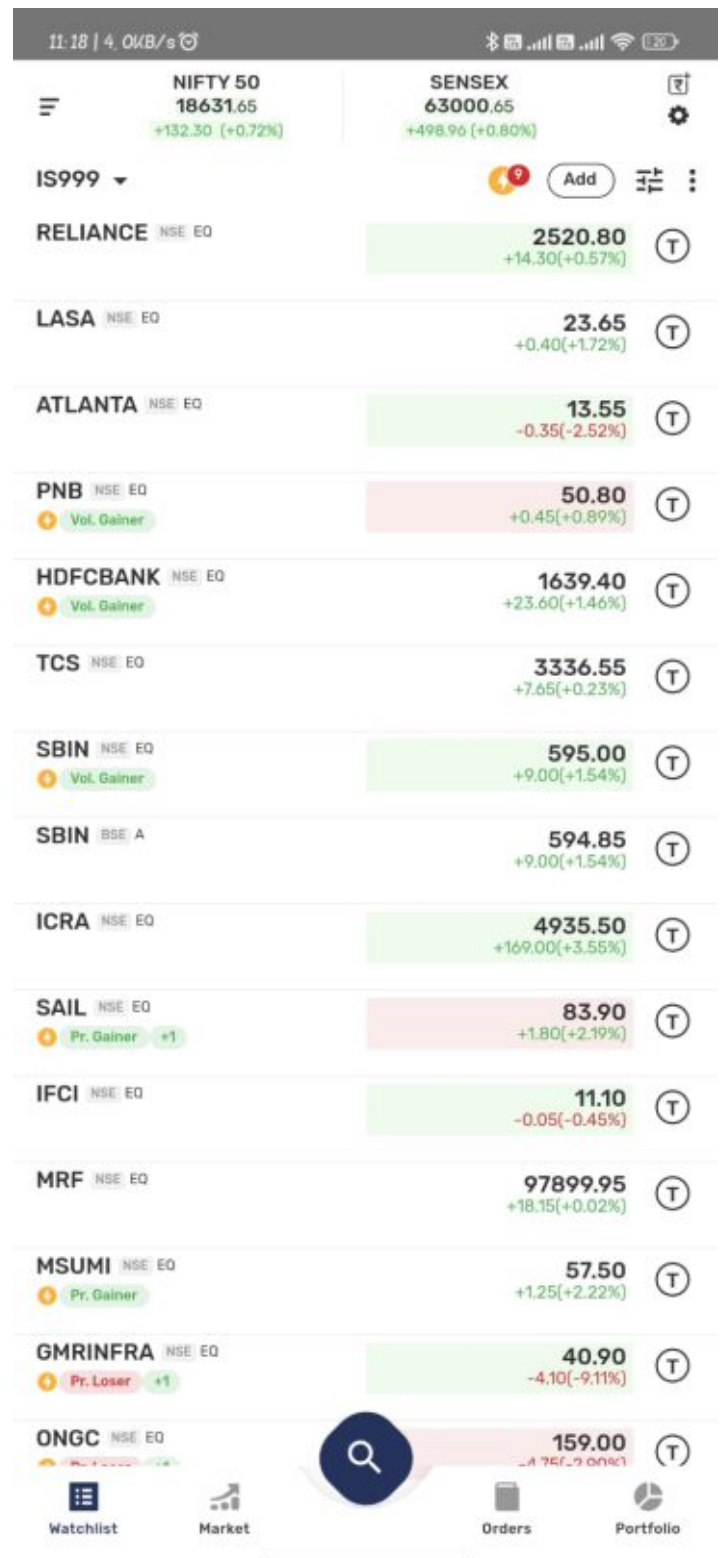


- Theme selection between Dark and White
- Multiple Exchanges with Streaming rates
- Dashboard having holistic view of market and client's trade
- Market watch with all necessary information at one place
- Quick landing option on login page
- Detailed Scrip overview for analysis
- Advance Chart with 100+ Studies
- Seamless Transaction experience across the application
- Screeners & Analytics with Micro/Macro data
- Fund Transfer through Net Banking & UPI
- Settings option for clients for general & order related preferences
- Back-office reports access on trading portal itself
- In portal feedback feature with image capture
- Notifications & Alerts

### 5. SMC Easy Trade Mobile App (Updated Version)

The recently updated version of SMC Easy Trade Mobile App is available on both the Google Play Store and the App Store. The key features of the SMC Easy Trade Mobile Application are as follows:

- Trade on multiple segments on single screen
- Track & Trade in market even on move
- Detailed quote of scrips for informed decision
- Market related trackers on market watch window



- Real time streaming Quotes
- Trade real time with few simple clicks
- Favorites option to track your frequently visited scrips
- Quick scrip search menu for look up and addition in profile
- Quick tour option to understand important menus
- Research Notifications
- Access to back-office reports

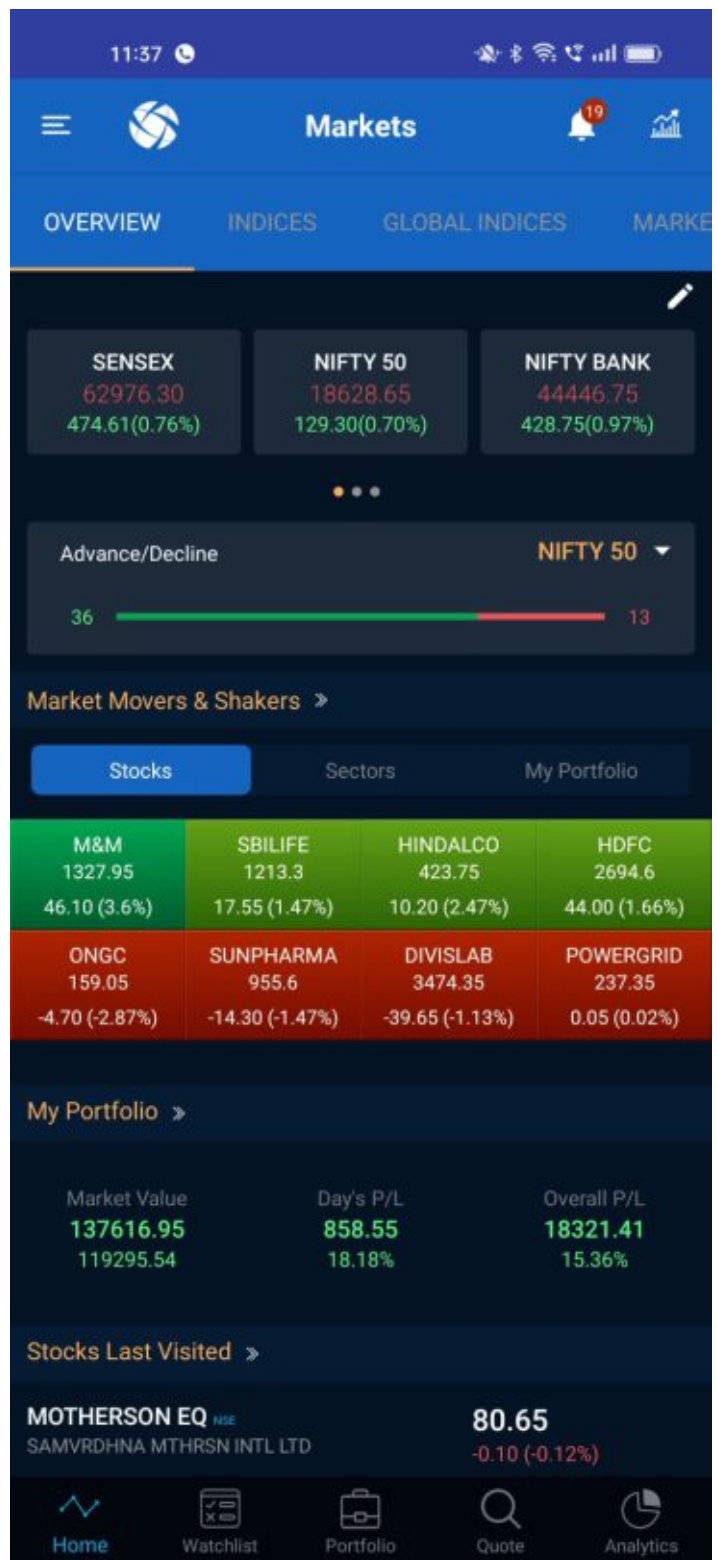
**6. SMC ACE Mobile App (Advanced Version)**

It is a recently launched next-generation mobile trading platform. It has a user-friendly interface that allows you to invest in Stocks, Equity, FNO, Currency and commodity markets with market data for informed decision making. The SMC ACE gives you an advantage over other available applications in the market by putting trading and market information at your fingertips. In future versions, more features will be added.

**The salient features of SMC ACE mobile applications are mentioned below:**

**Key Features:**

- Trade in Different segments in Equity, FNO, Currency & Commodity
- Guest User Login to experience SMC ACE
- Seamless Transaction experience across the application
- Dashboard having holistic view of market and client’s trade
- Advance Chart
- Access to Real Time News
- Real time Market Analytics data



Symbol	Volume	Last	Chng(%Chng)
INFY NSE INFOSYS LIMITED	2154298	1316.20	-1.25 (-0.09%)
TCS NSE TATA CONSULTANCY SERV LT	571108	3328.95	0.05 (0.00%)
RELIANCE NSE RELIANCE INDUSTRIES LTD	2207317	2521.30	14.80 (0.59%)
ONGC NSE OIL AND NATURAL GAS CORP.	21316699	159.00	-4.75 (-2.90%)
UCOBANK BSE UCO BANK	591738	26.49	0.03 (0.11%)
DLF BSE DLF LTD.	93093	480.10	1.90 (0.40%)
SBIN BSE STATE BANK OF INDIA	158831	595.05	9.20 (1.57%)
63MOONS BSE 63 Moons Technologies Lim	3143	165.60	2.75 (1.69%)
MCX NSE MULTI COMMODITY EXCHA..	505381	1399.90	32.40 (2.37%)
TATACHEM NSE TATA CHEMICALS LTD	219506	972.00	1.75 (0.18%)

- SMC Robo Advisory
- SMC Theme Baskets
- Advance Portfolio with real time calculation & Portfolio Health Check Up
- Multiple Back-office Reports
- Market & Historical data for informed Decision making
- Research calls
- Notifications & Alerts

**SMC Research**

SMC Research takes a 360-degree approach to client advisory, aiming to meet each client's unique trading and investment needs. Even in volatile market situations, we have the team strength and tools to guide our clients. We have been a catalyst in our clients' long-term wealth creation over the past year. Our research products have always earned our clients' trust. Important considerations:

- SMC has a well -qualified, dedicated and award winning team of individuals, many of whom enjoy media respect.
- The team strength of SMC is one of the largest in the industry.
- SMC advisory enjoys a great call success ratio both equity & commodity.
- Research has developed unbeatable tools such as Auto Trender (Technical) & Financial Health check-up (Fundamental)
- Offers wide variety of research

magazine which covers every aspect of financial markets

- Event based analysis and literature for better understanding of events & its outcome
- Specific derivative and fundamental research product for all client category
- A dedicated NRI support desk and IPO & MF desk.

#### **SMC Easy Invest (Web)**

The portal will help you cater to your clients both through MFI (Demat) & MFD (Physical) depending upon clients mapping which can be interchanged as per client preference.

#### **Most important features are:**

- Paperless & hassle free Online transaction
- Online Lumpsum, Additional, SIP, Switch & Redemption transaction with few clicks
- Invest 24\*7 as per your client convenience
- Option for both Demat based and Physical Based Transaction
- Multiple Reports including Mutual Fund Portfolio of your clients
- Important MIS reports for better self help
- Increased customer service & client satisfaction

#### **SMC Easy Invest (Mobile)**

The app will assist you in serving your clients through MFI (Demat) and MFD (Physical) mapping, which can be swapped out depending on client preference.

“SMCEasyInvest” Mobile application is available both on Play store and App store.

#### **The salient features are:**

- Invest 24\*7 as per your client convenience
- Easy to Use Mobile App
- Apply online SIP or buy Lumpsum Mutual Funds (paperless transaction)
- Redeem Mutual fund paperless.
- An informative dashboard for your Mutual Fund investment
- Access Mutual Fund portfolio with historical return.
- Access other important reports related to your Mutual Fund investment

#### **SMC Autotrender**

SMC Autotrender is advanced trading research software that can help you analyse the market quickly and thoroughly using unique data analysis and an automated tool to help you time your trades more efficiently.

- Customize and automate the manual technical analysis
- Get faster access to analyse data table with scanning
- Improve accuracy by algorithms, trading signal
- Real-time market signals update
- Covers Nifty, Bank Nifty, Options, Bullions, Metals, Energy and Agri
- Easy access through all the devices like, desktop/laptop, tablets and mobiles

### SMC eKYC

The simplest method is to use eKYC to create an account. It's an online KYC platform that's completely paperless and painless. Simply fill in your information, including your Aadhar card number and Pan Number. We'll verify these details in real time, and you'll be able to open an account in under 15 minutes. . The salient features are:

- Easy to use application
- Faster Account opening process
- Paperless Account Opening
- Instant Approval of account
- E-Signing of documents through Aadhar OTP (If Mobile Number Registered)
- No follow ups for status
- Instant notification of Application Status
- Welcome mail to client with UCC & Demat account number
- Increased client satisfaction w.r.t. offline account opening

### STOXKART

Stoxkart is a rapidly expanding financial brokerage house with the goal of making trading easier and more affordable for Indian traders and investors by removing all cost, support, and technology barriers.

With vast experience in financial markets and a strong understanding of growing customer needs, Stoxkart empowers traders & investors by sharing its Market Expertise, New-age technology, zero brokerage advantages and

excellent trading platform.

#### The salient features are:

- Seamless user-experience on mobile, browser & desktop trading platforms to help you trade on the move.
- Our dedicated team of experienced professionals will be ready to offer any kind of assistance regarding your queries.
- Trade in Different segments in Equity, F&O, Currency & Commodity
- 0 Brokerage on delivery trades
- Easily integrate third party software using Publisher/Partner API.
- Most User Friendly Trading App – Trade from anywhere in the app
- Informative Dashboard – View your trades & Investments at one place
- Advance Charting Tool with 80+ technical indicators on real-time basis
- Advance Portfolio Analysis with real-time calculations (Best In Industry)
- Award Winning Research, First Time in the Discount Broking Industry
- Voice/Email/Chat Team of dedicated agents on Support

### STOXKART eKYC

The simplest method is to use eKYC to open an account. It is a paperless and hassle-free online KYC platform. Simply enter your information, including your Aadhar card number and your Pan number. We will verify these details in real time, and you will be able to open an account in less than 15 minutes. .

**The salient features are:**

- Easy to use application
- Faster Account opening process
- Paperless Account Opening
- Instant Approval of account
- E-Signing of documents through Aadhar OTP (If Mobile Number Registered)
- No follow ups for status
- Instant notification of Application Status
- Welcome mail to client with UCC & Demat account number
- Increased client satisfaction w.r.t. offline account opening
- Instant WhatsApp notification
- Refer and Earn Module

**STOXKART Invest (Web)**

STOXKART Invest Web is a more advanced browser-based Mutual Fund platform. It provides all Mutual Fund related information to our clients in a hassle-free manner, with informative data and quick links to Mutual Fund Investing.

**Most important features are:**

- Paperless & hassle free Online transaction
- Invest 24\*7 as per your client convenience
- Option for Demat based Transaction
- Multiple Reports including Mutual Fund Portfolio of your clients
- Important MIS reports for better self help
- Increased customer service & client

satisfaction

**STOXKART Invest (Mobile)**

It is a newly launched next-generation mobile trading platform. It has a rich user interface for investing in mutual funds, as well as MF analytics data for making informed decisions. In future versions, more features will be added to this application.

The salient features of STOXKART INVEST mobile applications are mentioned below:

The App will help you cater to Invest in Mutual Fund.

**“STOXKART Invest” Mobile application is available on Play store.**

**The salient features are:**

- Invest 24\*7 as per your client convenience
- Easy to Use Mobile App
- Apply online SIP or buy Lumpsum Mutual Funds (paperless transaction)
- Redeem Mutual fund paperless.
- An informative dashboard for your Mutual Fund investment
- Access Mutual Fund portfolio with historical return
- Access other important reports related to your Mutual Fund investment
- SMC EasyGoPlus Our branches and business partners can now use the SMCEasyGO+ mobile application to help their clients 24 hours a day, 7 days a week, even when they're on the go.



**The salient features are:**

- Easy to use Mobile Applications
- Most useable options are available on fingertips.
- Access to Client's back-office Reports
- Access to Commission Report
- Fund Deposit Intimation
- Fund Withdrawal Request
- Client Limit Management

**SMC Easy Go Pro**

It's a cutting-edge mobile platform that we recently launched for our branches and business partners. It has a rich user interface

for opening accounts on behalf of clients and checking each stage with a single click.

The salient features of SMC EasyGoPro mobile applications are mentioned below:

**The salient features are:**

- User Friendly Interface
- Light Weight Mobile Application
- Easy to use Mobile Applications
- Most useable options are available on fingertips.

**Open an account using Mobile APP**

- Most usable Backoffice Report will be available Soon



**Row 1 Left to Right:** 1. **Mr. Suman Kumar** E.V.P (Corporate Affairs & Legal), Company Secretary & General Counsel . 2. **Mrs. Reema Garg** (CHRO, SMC Global Securities Ltd.). 3. **Ms. Shruti Aggarwal** (Non- Executive Director, SMC Global Securities Ltd.). 4. **Ms. Anshika Aggarwal**, (WTD- SMC Real Estate Advisors Pvt. Ltd.). 5. **Ms. Nidhi Bansal** (Director, SMC Comtrade Limited). 6. **Mrs. Akanksha Gupta** (Whole-Time Director, SMC Insurance Brokers Pvt. Ltd.). 7. **Mr. Vinod K. Jamar** (President & Group CFO)

**Row 2 Left to Right:** 1. **Mr. Anurag Bansal** (Whole Time Director, SMC Global Securities Ltd.). 2. **Mr. Ayush Aggarwal** (Director - SMC Real Estate Advisors Pvt. Ltd.). 3. **Dr. Damodar K. Aggarwal** (CMD, SMC Investment & Advisors Ltd.). 4. **Mr. Subhash C. Aggarwal** (Chairman & MD, SMC Global Securities Ltd.). 5. **Mr. Mahesh C. Gupta** (Vice Chairman & MD, SMC Global Securities Ltd.). 6. **Mr. Himanshu Gupta** (Chairman & CEO, Moneywise Financial Services Pvt. Ltd.). 7. **Mr. Rajendra P. Mahipal** (Independent & Non- Executive Director, SMC Insurance Brokers Pvt Ltd).

**Row 3 Left to Right:** 1. **Mr. Ajay Garg** (Director & CEO, SMC Global Securities Ltd.). 2. **Mr. Sunil K. Agarwal** (Statutory Auditor, R. Gopal & Associates, Chartered Accountants). 3. **Mr. Kundan M. Agarwal** (Independent & Non- Executive Director, SMC Global Securities Ltd.). 4. **Mr. Narendra Kumar** (Independent & Non- Executive Director, SMC Global Securities Ltd.). 5. **Mr. Pranay Aggarwal** (Director & CEO- Moneywise Finvest Limited). 6. **Mr. Hari D. Khunteta** (Independent & Non- Executive Director, SMC Global Securities Ltd.).

**Row 4 Left to Right:** 1. **Mr. Vikas Aggarwal** (Statutory Auditor, R. Gopal & Associates, Chartered Accountants). 2. **Mr. Chandra Wadhwa** (Independent & Non- Executive Director, SMC Global Securities Ltd.). 3. **Mr. Naveen ND Gupta** (Independent & Non- Executive Director, SMC Global Securities Ltd.). 4. **Dr. Madhu Vij** (Independent & Non- Executive Director, SMC Global Securities Ltd.).

# Board Members and Management Team of SMC Group



## **Mr. Subhash Chand Aggarwal**

Chairman & Managing Director,  
SMC Global Securities Limited

Mr. Subhash C. Aggarwal is the Chairman & Managing Director of SMC Global Securities Limited since inception. He is the promoter and co-founder of SMC Group and an active contributor to the good governance. He is a fellow member of the Institute of Chartered Accountants of India (ICAI). He has over four decades of diverse experience in the financial, stock broking industry in India and abroad. He has been extremely successful and a key player in enhancing the company's performance and in driving the company towards its set goals. His futuristic vision and sharp financial acumen, has led to the overall growth of the SMC Group.

Mr. Aggarwal is widely recognized for his path-breaking and visionary contributions to the building of SMC as one of the finest financial services conglomerates having retail presence pan India and through his pioneering role as a corporate leader and a dedicated professional. He is having excellence leadership skills, discipline and robust governance ability and under his leadership, the SMC group has successfully established and proved its prudence, strategic might and to emerge resilient and more able from every potential challenge. His performance is reflected through his excellent contribution in SMC Group.

Mr. Aggarwal is a senior member of the management committee of ASSOCHAM and acted as a member of the expert group on behalf of ASSOCHAM working group constituted by the Ministry of Corporate Affairs (MCA) and the Cost Accounting Standards Board (CASB). He has also served as the Chairman of EU Business Promotion Council and National Council on Micro Finance of ASSOCHAM, Chairman/ Co-Chairman of the National Council of Capital Markets). He is also an optimist leader, administrator and contributor.



## **Mr. Mahesh C. Gupta**

Vice Chairman & Managing Director,  
SMC Global Securities Limited

Mr. Mahesh C. Gupta is the Vice Chairman & Managing Director of SMC Global Securities Limited. He is the promoter and co-founder of SMC Group and has been associated with the Company as the backbone since its inception which makes him a pivotal pillar of SMC. He is graduated with Bachelor's in Commerce from University of Delhi and is a fellow member of the Institute of Chartered Accountants of India (ICAI) and having specialization in the areas of equity markets, distribution, Corporate Social Responsibility and Corporate Governance etc. Mr. Gupta has been a visionary, clearly focused, consistent and purpose-driven throughout SMC's Journey right since the seed phrase. **Mr. Gupta Has been recognised by CEO insight, magazine as one of the "top 10 leaders in investment company"**

He possess good knowledge about the intricacies of the Indian Stock Market and has an acclaimed exposure and experience in it of about four decades and being an idealistic leader who has effectively handled all the matters and phases of the dynamic stock market. He oversees the policy, vision and a major part of the operational activities and ensures flawless performance of the Group.

His involvement and guidance has been instrumental in the growth and development of the Group. His varied experience and vision helps the Group work united towards the same goals of the vision set by the management. He has also been a key player in the overall growth of the Group with his efforts. His belief that sustainable business drives superior performance has always had a positive impact on the performance of the group.



## Dr. D.K Aggarwal

Former National President -  
 PHD Chamber of Commerce & Industry (2019- 20)  
 Chairman & Managing Director -  
 SMC Investments and Advisors Ltd.  
 Chairman & Managing Director -  
 SMC Capitals Limited (Category I Merchant Banker)  
 Chairman - SMC Comtrade Limited  
 Chairman - SMC Real Estate Advisors Pvt. Ltd.  
 Director- SMC Comex International DMCC (Dubai)

Dr. Aggarwal is the Fellow Member of The Institute of Chartered Accountants of India (ICAI) with over two decades of experience in the securities market & financial services. His leadership qualities help him manage control and supervise a large number of businesses in the Finance Services Industry.

SMC Group is amongst the top financial services companies in India having a network of 2510+ spread across 455 cities in India. It has 24000+ registered associates/service providers in distribution segment serving the financial needs of a large base of investors efficiently. SMC has been awarded as the 'No.1 Broker' of the country in equity, derivative and currency segment and it has also been rated as broking houses with the largest distribution network in the last three years by renowned organizations/institutions like Bloomberg, UTV, BSE-IPF, D&B (Dun & Bradstreet), etc.

### AWARDS AND RECOGNITIONS:

Dr. D. K. Aggarwal has been recipient of following prestigious awards and recognition for outstanding achievement in his field:

1. Awarded SME Leader Awards 2018 by ICAI – Institute of Chartered Accountants of India.
2. Awarded “Dare to dream Awards- Financial Services”2018 for Extraordinary Entrepreneurial Spiritz by Zee Business.
3. Awarded “Distinguished Entrepreneurship Award 2015” by PHD Chamber of Commerce.
4. International Gold Star Millennium Award “Global Indian” by the hands of Mr. Korn Dabbaransi (Former Dy. Prime Minister of Thailand) organized by Citizens Integration Peace Society.
5. Outstanding National Citizens award by National Citizen Guild, New Delhi.

6. Rashtriya Udh yog Rattan award by All India Achievers Conference, New Delhi.
7. IPE-BFSI Leader award by Asian Confederation of Businesses for setting an example of a Role Model and Exemplary Leader.
8. Brand Slam Leadership Award by CMO Asia.

### MEMBERSHIP OF PROFESSIONAL BODIES AND INSTITUTIONS:

- Former Member of the Governing Body of Sports Authority of India from March, 2017 to March, 2020
- Member of Advisory Board of Amity University
- Member of GST Grievance Redressal Committee (GRC) constituted by The Central Board of Indirect Tax and Customs (CBIC).
- Former National President of Commodities Participants Association of India, the only association of commodity exchange members across India.
- Former Member, BSE Board Advisory Committee
- Member, MSEI Board Advisory Committee
- Member, NCDEX Board Advisory Committee
- Member, MCX Board Advisory Committee
- Former Vice President of PHD Chamber of Commerce from October, 2017 to September, 2018 & Sr. Vice President from October 2018 to September 2019.

Former Chairman, Capital Market Committee of PHD Chamber of Commerce and Industry & Former Chairman of Banking Committee & Commodities Exchange Task Force of PHD Chamber of Commerce and Industry.



### **Mr. Ajay Garg**

Director & CEO - SMC Global Securities Limited  
Director - SMC Insurance Brokers Private Limited  
Non-Executive Director - Moneywise Financial Services Private Limited  
Chairman and Managing Director – SMC Global IFSC Private Limited  
Vice Chairman - Commodity Participants Association of India (CPAI)

Mr. Ajay Garg is the Director & CEO of the SMC Group. He is a merit holder and a fellow member of the Institute of Chartered Accountants of India (ICAI). He has wide and rich experience of about 26 years in Securities, Commodities & Currency markets along with a strong hold into the intricacies of the capital market. He heads the core businesses of Broking & Clearing services at SMC apart from taking care of the NRI & FPI businesses for the company. He is responsible for business development, risk management, technological up-gradation, brand building and marketing activities of the entire Group.

His firm inclination and belief in the power of technology has helped SMC expand its wing and develop a strong **network of 2680+ Franchise and 100+ Branches across 460+ cities of India.\*** Because of his focused approach towards offering a superior user experience by using robust innovations SMC has been able to transform trading from a complex chore to a convenient experience for investors with proprietary features like Auto-Trender, an in-house research-based tool, SMC ACE a mobile trading app, Algo Trader, Robo Advisory enabled platform and Portfolio Health Checker.

Mr. Garg has been awarded with ET's Most Promising Business Leader of Asia – 2019 at The Economic Times - Asian Business Leaders Conclave, Singapore which is a testament of his leadership skills and futuristic approach. He has been recognized as 'Top 10 Group CEOs of 2021' by CEO Insights Magazine. Mr. Garg has also been honored as the 'Entrepreneur of the Year (Innovation in Financial Services)' by Times Now & Franchise India in 2015. He is also the Vice Chairman of Commodity Participants Association of India (CPAI).



## **Mr. Himanshu Gupta**

Director & CEO - Moneywise Financial Services Private Limited  
Non- Executive Director - SMC Global Securities Limited  
Director - SMC Comtrade Limited

Mr. Himanshu Gupta is a Director and CEO of Moneywise Financial Services Private Limited. He is a Fellow Member of the Institute of Chartered Accountants of India (ICAI) having a rich experience of around 13 years in Financing & Securities market along with a strong hold into the intricacies of the capital market. He heads the core business of NBFC at SMC along with fixed Income securities & bullion business apart from taking care of the overall functioning of the Group. He is responsible for envisaging its core strategies, business development, risk management and digital up-gradation.

Mr. Gupta has helped the organization pivot towards change and digitalization in a market that is continually evolving. Mr. Gupta joined the SMC Group in 2011 as the Senior Vice President (Operations), and by the virtue of his astuteness and business acumen the organization has navigated market challenges with setting new industry benchmarks and has carved a name for it by growing into a respectable brand.

He has led from front and over the years ensured that simplification of processes and customer centricity is kept as organizational priority for success and sustain ability in the long run. He firmly believes in the values of hard work & persistence, and his pursuit of the two has led him many exciting pathways in his life. With an eye for detailing, he has learned that nothing can replace the results that come from working tirelessly towards your goals. He has also been instrumental in various initiatives, that helped to create a nimble and agile organization; ensuring that they not only grow at a fast pace, but also keep up with market trends and industry benchmarks. In his pursuit for excellence, he has set a benchmark in core business strategic development and undertaking business development responsibilities of the SMC Group.

A Gen-Y entrepreneur and owner of a charming personality, Mr. Gupta is a role model and inspiration for many of the youths and professionals. He also works towards inspiring the youth as he believes that they are the future of the country.



### **Mr. Anurag Bansal**

Whole Time Director - SMC Global Securities Limited  
 Director - SMC Capitals Limited  
 Director & CFO- SMC Global IFSC Private Limited

Mr. Anurag Bansal is the Whole Time Director of SMC Global Securities Limited. He is also a rank holder and fellow member of the Institute of Chartered Accountants of India (ICAI) and also a member of Institute of Cost Accountants of India (ICMAI).

He has rich legacy of professional exposure in the Capital market. He is responsible for managing, operating and supervising various businesses including Investment Banking, Institutional Equities, and Distribution division apart from legal and other strategic functions of the organization and is instrumental in making various strategic decisions for the Company. He consistently explores new avenues for enhancing the growth of the organization.



### **Mr. Kundan M. Agarwal**

Independent & Non- Executive Director  
 SMC Global Securities Limited  
 Chartered Accountant  
 (Former President of Rotary Club of Vasant Velly)

Mr. Kundan M. Agarwal serves as Independent and Non-Executive Director of SMC Global. He is a fellow member of Institute of Chartered Accountants of India (ICAI) and has experience and professional expertise stretch of more than four decades in financial services industry. Mr. Agarwal is the Chairperson of Stakeholders Relationship Committee and also member of various other Statutory Committees of the Company. He is fostering our Board with his rich and meticulous exposure and knowledge of taxation, corporate matters and securities market. He also on the Board of NBFC's & Other Companies.

**Core Competence Mr. Agarwal** is more than four decade in Accounting Profession such as Auditing, Taxation, Company Law Matters, Corporate & Management Advisory and Compliance Audit Strong Analytical, Problem Solving & Organizational Abilities. Mr. Agarwal is also involved in social Services like Past President of **Rotary Club of Vasant Velly and President of Delhi Chapter of Aroyga Foundation of India which is affiliate of "Ekal Foundation of India"**





### **Mr. Hari D. Khunteta**

Independent & Non-Executive Director of  
SMC Global Securities Ltd. (Chartered Accountant)

Mr. Hari D. Khunteta serves the company as an Independent and Non-Executive Director on the Board of SMC Global Securities Limited and Moneywise Financial Services Private Limited (Subsidiary of SMC Global Securities Limited). He is a fellow member of the Institute of Chartered Accountants of India (ICAI) and is a commerce graduate from University of Rajasthan who has the experience of over 48 years in the field of financial management, Investor servicing Corporate Governance & Resource mobilization from Domestic as well International market. He has strong fundamentals of principles that helps in continuously guiding the company. He had worked as Director of Finance of REC Ltd from May 2004 to July 2012 and as its CMD from April 2011 to November 2011. He also served as the director on the Board of A.Karati Business Advisors Private Limited and Headway Resolution And Insolvency Services Private Limited. He is associated with our group since 2012.



### **Mr. Chandra Wadhwa**

Independent & Non -Executive Director  
SMC Global Securities Limited  
Fellow Member of ICMAI and ICSI  
Former President of ICMAI

Mr. Chandra Wadhwa serves the company as an Independent and Non-Executive Director on the Board of SMC Global Securities Limited and SMC Insurance Brokers Private Limited (Subsidiary of SMC Global Securities Limited). He is the fellow member of Institute of Cost Accountant of India (ICMAI) & Institute of Company Secretaries of India (ICSI). He holds Bachelors of Law as well Masters of Commerce Degree from Delhi University and has exposure of over 41 Years in the field of Financial cost management accounting as well as in cost management auditing sector. Mr. Wadhwa was the member of the Expert Committee constituted by the Ministry of Corporate Affairs to examine the issues relating to maintenance of Cost Records and Cost Audit in the year 2014. He is Nominee Director on the Board of ICMAI Management Accounting Research Foundation since 14.09.2021.

CMA Wadhwa chaired the working group to examine the requirement and make suggestions for an Institutional Framework for Corporate Valuations, constituted by the MCA. He served as member of Indo-UK Task Force on Corporate Governance, constituted by MCA, as member of Expert Group to review Cost Accounting Record Rules, Cost Audit Report Rules and Cost Accounting Standards. CMA Chandra Wadhwa has made more than 150 presentations on various topics at Regional, National & International seminars and also represented the Institute on various national and international forums. He is the man of eminent personality. He has been adding value to the organization from beginning and his support is remarkable. He is also Chairman of the Nomination and Remuneration Committee of the Company. He also serves in the Board of several Companies and was a nominated member of Central Council of the Institute of Chartered Accountants of India since 12th Feb, 2016. He is a member of Quality Review Board of the Institute of Chartered Accountants of India and Institute of Companies Secretaries of India. He is also Chairman of technical cell of the Institute of Cost Accountants of India. He is associated with our group since 2012.



## Mr. Naveen ND Gupta

Independent & Non -Executive Director  
SMC Global Securities Limited  
Chartered Accountant and Former President of ICAI

A man of professional wisdom, vision and strong organisational skills with a firm belief in inclusive growth of Indian Economy, **CA. Naveen ND Gupta is the Past President of The Institute of Chartered Accountants of India (ICAI)** representing more than 3 lacs Chartered Accountants and 7.50 lacs students which makes it largest Accountancy Education Body in the world. Presently, he is **Chairman of Shaheed Sukhdev College of Business Studies, Delhi University**. He is also Director on the Board of Four Plus Security Services Private Limited.

A seasoned professional of around 26 years of standing, CA. Naveen ND Gupta was Category A member on the Board of International Federation of Accountants, New York, USA a federation of accounting regulators of 176 countries. He was Board Member of South Asian Federation of Accountants (2018-19) (Apex body of SAARC) and Confederation of Asian and Pacific Accountants, Manila (2018-19). He is board member of Insurance Regulatory Development Authority (2018-19). He is Chairman of Corporate Affairs Committee of PHD Chamber of Commerce and Industry.

He was member of important committees constituted by the Government Ministries/ Regulators such as Government Accounting Standards Advisory Board (GASAB) and Audit Advisory Board both constituted by Comptroller & Auditor General of India, National Advisory Committee on Accounting Standards (NACAS), National Advisory Committee on Valuation Standards of Ministry of Corporate Affairs, Insolvency Legal Committee, Government of India and SEBI's Primary Market Advisory Committee. Member, Committee for Preparation of Manual for the guidance of Official Liquidators constituted by the Ministry of Corporate Affairs, Government of India. (2014-15). Member of Delhi Value Added Tax Advisory Committee, Ministry of Finance, Government of Delhi. Public Interest Director of Delhi Stock Exchange Ltd (Nominated by Securities & Exchange Board of India; Chairman, Listing Committee and Audit Committee of the Delhi Stock Exchange Ltd (2009-2012)

He was Chairman of Board of Directors of (ICAI- Accounting Research Foundation) and XBRL India, which is instrumental in driving governmental accounting reforms in various bodies such as Indian Railways, MCD and KMC. He was also Director, Indian Institute of Insolvency Professionals of ICAI, which is the first Indian IPA.

He is Regular faculty in officer's training programmes organised by the office of Comptroller & Auditor General of India, Central Board of Direct Taxes etc. And, regular speaker and paper writer/contributor in several conferences, Continuing Professional Education Seminars and budget talks at national and inter-national forums.



### **Dr. Madhu Vij**

Independent & Non - Executive Director  
SMC Global Securities Limited  
Professor of finance at the Faculty of Management Studies, DU.

Dr. Madhu Vij serves the Company as an Independent and Non-Executive Director on the Board of SMC Global. She holds a Master degree in Commerce and a doctorate degree. She has an experience and exposure of over three decades as a Professor of Finance at the Faculty of Management Studies, University of Delhi. She has received the Alumni Excellence award from Shri Ram College of Commerce, University of Delhi. She was also a Member of Academic Council, Indian Institute of Foreign Trade, 2008, 2009, 2010 and also in Ad-Hoc Task Force, Results Framework Document (2011-2013). Also she is a renowned author & has published several research papers in International and national Journals of great repute in the field of banking, asset liability management, country risk analysis, derivatives, foreign exchange risk management, treasury management, corporate valuation, credit ratings and financial crisis, currency correlation and corporate governance. She has been the part of various National and International Conferences held globally. She also served as a Member of Task Force, Department of Public Enterprises, 2006, Ministry of Heavy Industries and Public Enterprises, Government of India. Her area of Specialization includes Banking, Corporate Finance, Financial Accounting, Risk Management, Behavioral Finance, foreign exchange risk management, treasury management, corporate valuation, credit ratings and financial crisis, currency correlation and corporate governance. She believes in a strong culture with shared values and focuses on sustainable growth approach. She is well versed with capability of and effectively implementing, innovation, development of business and administration ideas, accepting challenges for growth and progress of the organization. She is associated with our group since 2014.



### **Mr. Rajendra P Mahipal**

Independent & Non -executive director  
SMC Insurance Brokers Pvt. Ltd.

Mr. Rajendra P Mahipal is an Independent and Non-Executive Director on the Board of SMC Insurance Brokers Private Limited. He holds M.Com degree from Rajasthan University and is also a fellow member of the Institute of Chartered Accountants of India. His team building ability, optimistic approach, co-ordination and support is remarkable. He is a promoter and director of Pinkcity Electronics Private Ltd and has over 43 years of experience in import Export, Finance, Administration and Capital Market. He is a doyen personality in the field of taxation, handling business matters. He has proven himself as man of dedication and devotion. He is associated with our group since 2014.



## Mr. Narendra Kumar

Independent & Non -Executive Director  
SMC Global Securities Limited (Retired IAS & CAIIB)

Mr. Narendra Kumar is recently associated with our group and serves the company as an Independent and Non-Executive Director on the Board of SMC Global Securities Limited, w.e.f. 16th September, 2022. **He is a retired I.A.S Officer from 1988 batch and is a Certified Associate of Indian Institute of Bankers(CAIIB).** He holds Bachelors of Commerce [B.Com (Hons)] from Shri Ram College of Commerce, University of Delhi as well as M.Com. with specialization in Finance from Delhi School of Economics.

Mr. Kumar has more than 34 years of experience in various sectors of the Government. He served as Financial Commissioner (Government of NCT of Delhi), the Managing Director of Delhi State Financial & Development Corporation, the Probationary Officer of SBI in 1980. Apart from this, he was Election Commissioner of Union Territories of Andaman and Nicobar Islands, Lakshadweep, Dadra Nagar Haveli and Daman & Diu.

He has been a Member at (Administration) National Highways Authority of India, Secretary at General Administration Department and Labour & Employment, Administrator(Constitutional Head of two UTs), Secretary to Governor Goa and also Secretary to Government of Goa (Transport; Information & Publicity; Archives & Archeology Museums; Printing & Stationary), Secretary & Commissioner (Industries & Commerce), Government of NCT of Delhi, Secretary & Commissioner (Development), and Divisional Commissioner, Government of NCT of Delhi, Commissioner of Excise, Entertainment and Luxury Tax to Govt. of NCT of Delhi, Labour Commissioner-cum-Secretary Labour & Director-cum-Secretary Employment, Govt. of NCT of Delhi with additional charge of Director, Prevention of Food Adulteration Deptt, Officer on Special Duty with Chief Minister of Delhi, Deputy Commissioner-cum-District and Sessions Judge, Itanagar, Arunachal Pradesh, Assistant Commissioner, Dibang Valley District, Arunachal Pradesh.

Mr. Kumar has handled a wide range of assignments in the Government and has been awarded for doing excellent work for the welfare of labour at the hands of Shri Sharad Yadav, then Union Minister of Labour at the Constitution Club in 2001 by all Indian Business Development Association (AIBDA) and JP Award for Excellence in Public Service and Administration on 11 March, 2017 in Lok Nayak Jai Prakash International Studies Development Centre (LNJPISDC), New Delhi . The award was given at the hands of Shri Ramdas Athawale, Hon. Minister of State for Social Justice & Empowerment, Govt. of India at National Museum, New Delhi.

His association with the Company will undoubtedly prove to be an advantage to our organization.



### **Ms. Shruti Aggarwal**

Non-Executive Director - SMC Global Securities Limited  
 Director - SMC Global IFSC Private Limited

Ms. Shruti Aggarwal serves as a Non- Executive director for SMC Global Securities Limited and is currently leading the Corporate Finance function at SMC Investments & Advisors Limited. She is an MBA from London Business School (Dean’s List), a member of Institute of Chartered Accountants of India (ICAI) and has cleared all three levels of CFA from the CFA Institute, USA. She has over 15 years of experience and has worked with PwC, Vedanta Resources, Kraft Heinz UK. Her expertise is in the areas of management advisory, financial services and strategic planning, contributing to the success and growth of our organization.



### **Mrs. Nidhi Bansal**

Regional Director - West

Ms. Nidhi Bansal is Regional Director - West. She is post graduate in commerce and a fellow member of Institute of Chartered Accountants of India (ICAI). She is handling the business development, operations and human resource section of the Western Zone. She is self-motivated lady with excellent communication skills and always take a leap forward in pace of transforming the organization.



### **Mr. Pranay Aggarwal**

Director & CEO – Moneywise Finvest Limited  
 Director- Moneywise Financial Services Private Limited

Mr. Pranay Aggarwal is a qualified Chartered Accountant from the Institute of Chartered Accountants of India (ICAI) and a commerce graduate from the University of Delhi. Before joining SMC in 2016, he was associated with Price waterhouse coopers. He is a man of creativity, values, devotion and dedication. He is a remarkable young talent who has played a key role in launching of Stoxkart (Discount brokerage platform). His keen business acumen, result oriented approach, energetic leadership and qualities like ebullient, focused, passionate, sincere, hard-working and dynamic has made him excel in executing challenging tasks. His strength lies in the formulation of unique ideas and innovative solutions to various operational problems. He believes in capitalizing new business opportunities and delivering operational efficiency in order to support and delivering industry-leading operational efficiency in order to support our goal of delivering sustainable growth in value.



## **Mr. Ayush Aggarwal**

Director - SMC Real Estate Advisors Private Limited  
 Director - Moneywise Finvest Limited  
 CIO (Chief Investment Officer) - SMC Private Wealth  
 (Division of SMC Global Securities Ltd.)

Mr. Ayush Aggarwal is a young and dynamic leader who has established himself as a visionary with a profound impact on the financial markets. He has been managing and heading the portfolio management activities at SMC Private Wealth, where he ensures that every SMC client benefits significantly from his practical and pragmatic views.

His MBA degree from SP Jain Institute of Management and Research, Mumbai has helped him in gaining an in-depth understanding of the various macro and micro factors driving the economy and financial markets. Mr. Aggarwal has developed a keen eye for identifying high growth as well as fundamentally strong companies. He has time and again addressed various platforms through his interviews and articles in various reputed media such as Economic Times, CNBC TV18, Zee News to name a few. Under his able leadership, SMC's SEBI registered PMS Growth scheme returned a CAGR of over 30% for the last three years as on 31 st march 2023.

Other than his professional accomplishments, Mr. Aggarwal is also well known for his warm and approachable demeanor, making him a favorite among his colleagues and clients alike. He is always willing to go the extra mile to ensure his clients receive the best advice and support. His passion for his work is infectious, and he brings genuine enthusiasm and energy to everything he does.



## **Ms. Anshika Aggarwal**

Whole Time Director  
 SMC Real Estate Advisors Private Limited  
 Director- SMC Investments & Advisors Limited

Anshika Aggarwal is a Chartered Accountant and a B.Com (Hons.) graduate from University of Delhi. She is heading SMC's Real Estate Advisory vertical and in a very short span of time, she has managed to establish the business as a dominant player in primary real estate advisory space comprising of both commercial and residential properties. With her sharp business acumen, she has effectively streamlined and strengthened the processes and systems across the different functions of the company. She is also introducing enterprise wide automation and encashing the fruits of artificial intelligence in tapping the right target audience for the business.

Ms. Aggarwal is also heading SMC's Loan & Mortgage Advisory vertical and envisions to transition the same into a fintech company serving clients across the country digitally.



### **Mr. Pravin K. Agarwal**

Chairman & Whole-Time Director  
SMC Insurance Brokers Pvt. Ltd.

Mr. Pravin K. Agarwal is the whole time director of SMC Insurance Brokers Private Limited. He actively handles the development and operations of our insurance broking business. He is a man of alternative skills and solutions that has led to SMC's substantial expansion and diversification. Having more than a decade of pivotal work experience in Insurance and Financial Industry and with his unmatched analytical skills and effective strategies, he handles all the tasks and workings of the said division efficiently. His blended nature of work at Company helps in running the group in positive way.



### **Ms. Akanksha Gupta**

Whole Time Director-SMC Insurance Brokers Pvt. Ltd.  
Director- SMC Global IFSC Private Limited  
Director- SMC Comtrade Limited

Ms. Akanksha Gupta serves as the Whole Time Director on the Board of SMC Insurance Brokers Private Limited (Subsidiary of SMC Global Securities Limited). She is a qualified Chartered Accountant from the Institute of Chartered Accountants of India (ICAI) and also a member of Institute of Chartered Financial Analyst (CFA). Her vitalizing and confident demeanor inspires everyone with her innovative ideas, conviction and new perspectives. Her ability to see the matters of the Company and unfailingly rise to meet the challenges boosts the effectiveness for the group. She has expertise and wide knowledge of the Insurance Industry including General Insurance, Vehicle Insurance and Life Insurance, etc. apart from the expertise in insurance business, she is well versed in the regulatory, financial and management aspects of the Insurance Business.

In addition, she served in numerous operations and business development roles and with her immense efforts and contribution, the SMC Comtrade Limited (Subsidiary of SMC Global Securities Limited) started Gold Coin and Gold Loan business. She possess expertise and experience in arena of trade in commodity market, business of bullions, gold, silver and other precious metals and she poses the knowledge of markets of commodity and bullion business and currently she is serving as Director of SMC Comtrade Limited.

She has wide knowledge of trading in the securities in International market, trading in financial instruments including shares, equity, commodities, derivatives, debt instrument, depository receipts, hedge instruments, warrants, certificates, options futures, money market securities, marketable or non-marketable securities, Currency, etc. She has relevant experience in portfolio management, investment banking, investment advisory and fund management and she is holding position of Director in SMC Global IFSC Private Limited i.e. the subsidiary of the Company.



**Mrs. Reema Garg (MCA)**

SMC Global Securities Limited  
 CHRO & Director - HR and L&D  
 Moneywise Finvest Limited - Director

Ms Reema Garg is CHRO & Director - HR and L&D at SMC Group of Companies and she has done her Masters in Computer Application (MCA) and B.Sc. in Computer Science from the University of Delhi. Mrs. Garg possesses excellent communication and inter-personal skills and plays a key and active role in strategic planning & brand building for the organization. She is a self-motivated person having a professional approach emphasizing on the core values of the organization.

She innovates, develops and effectively implements new ideas for the growth and progress of the Human Resources, Customer Care, Quality management and Administration functions of the organization. She is technology savvy and has successfully implemented robust HRIS, LMS and highly intensive CRM system in the organization. As a Transformational leader she has adopted various HR Interventions in the work processes including Redesigning of Organizational Hierarchical Structure and process re-engineering.

She believes in employee-centric policies & process-driven work culture with focus on acquisition and retention of talent pool in the organization. Also, a significant amount of time is invested in employee's overall development through various programs viz. skill development, behavioral training, inter-personal relationships, etc. She lives by the philosophy People-wise, Be-wise coined by her and has successfully worked to develop a culture of Team-work, Transparency and Openness amongst the employees resulting in better organizational efficiency and harmony.

**AWARDS WON BY SMC UNDER HER ABLE LEADERSHIP:**

S. No.	Award	Year	Source
1	The Economic Times Most Promising Women Leaders	2021	The Economic Times Edge
2	HR Value Creators Award 2017 - Initiatives for Employee Happiness	2017	Creating Values
3	3rd DMA-Thomas National Award for Excellence in Talent Management	2015	Delhi Management Association and Thomas Assessments Pvt Ltd.
4	Award for Continuous Innovation in HR Strategy at Work	2013	World HRD Congress
5	Learning and Talent Technology Excellence Award	2012	Star News HR and Leadership Awards





## Mr. Suman Kumar

E.V.P (Corporate Affairs & Legal),  
Company Secretary & General Counsel

Mr. Suman Kumar is the fellow member of the Institute of Company Secretaries of India (ICSI). He has varied and chequered experiences in contemporary industries and has excelled himself with hardworking and extraordinary managerial skills. He has joined SMC Group in the year 2005 as a Company Secretary and has been associated with the company since then. Under the inspiring leadership of Mr. Kumar, the company had withstood challenging and intricate corporate complex issues and has always emerged triumph over all the pressing circumstances. Mr. Kumar had also obtained degree in bachelor of law from University of Delhi on account of his keen interest in the field of law in order to supplement his un-famished desire in pursuit of corporate knowledge. His contribution and commitment towards the assignment has been quintessentially acknowledged by the higher management of SMC Group which resulted in quicker elevation of responsibilities and finally he rose to become **“E.V.P (Corporate Affairs & Legal), Company Secretary & General Counsel”** of SMC Group. Presently, Mr. Kumar has been exquisitely discharging his assigned responsibilities with unmatched skills of management with a team of professionals.

Mr. Kumar has been seasoned professional in finding ingeniously viable solution against irreversible circumstances. His knowledge and exemplary acumen-ship led to the resolution of extremely complex corporate issues of great ramification and consequences. Mr. Kumar is combining in himself multiple expertises and experiences over variety of fields which make him multifaceted professional with marked outstanding caliber. He is a person of honesty and high integrity and believes in leading a simple life. He believes in building and maintaining credibility, transparency and good governance. He believes in seeking excellence and performing his duties with devotion and commitment. He has been continuously inspiring young professionals. Mr. Kumar is also involved in various social activities and actively participates in contribution to the community as a whole.

He is known for his hard work, loyalty, credentials and integrity. He has also served as the speaker for creating the awareness about the Indian stock market, different instruments, risks and philosophies, objectives of the instruments and have addressed more than 125 locations across the country under the banner of SMC Group and also with NSE, BSE, Ministry of Corporate Affairs, ICSI, ICAI and have widely travel across the country. He has addressed the “Orientation program on Arbitration” for the Arbitrators of Delhi (Delhi Region) & For the Arbitrators of Dehradun Region by Bombay Stock Exchange (BSE Limited). He has been an eminent speaker and shares his experience and expertise at well-known management institutes of the country.



## **Mr. Vinod Kumar Jamar**

(President & Group CFO)

Mr. Vinod Kumar Jamar has always been committed to ensuring the highest standards of corporate governance and excellence in the Company. He is a fellow member of the Institute of Chartered Accountant of India (ICAI) and with such a diverse exposure he handles all the tasks and assigned projects with great efficiency and effectiveness. He is a man with robust governance qualities, is associated with SMC Global Securities Limited as President & Group Chief Financial Officer. His guidance for establishing, monitoring and enforcing the policies & procedures adds to the company's endeavor to match highest standards of corporate governance. He is responsible for managing financial reporting, audit, compliance of tax laws (direct and indirect), planning and capital structure. He manages all aspects of financial matters and decision making. He ensures the company is able to meet its financial commitments in the most efficient way. He is having rich legacy of professional exposure of over 38 years in Taxation, Finance, Accounts, Strategic Planning, Auditing, and Fund Management. His varied experience helps organization to work unitedly towards the Vision & Mission of the Organization. Prior to joining the Company, he was Head Taxation and Chief Risk Officer at Bajaj Allianz General Insurance Company Limited, Pune.



## **Mr. Ashok K. Aggarwal**

(Senior Vice-President)

Mr. Aggarwal has brought a strong leadership skill in the management of the Company which leads to the better management and achieving desired goals and objective. He is Compliance Officer and Senior Vice President of the Company. He is a fellow member of the Institute of Chartered Accountants of India. Mr. Aggarwal has a wide breadth of experience of 43 years of in the field of audit, taxation and corporate matters. He has a diverse exposure in the field of Tax matters, SEBI and Exchanges Compliance, Depository Participant Operations. He handles & execute long-term Business Strategies, Growth Plan, Researching and implementing new directives for business growth and prosperity monitoring employee productivity with great efficiency and effectiveness. He has a great problem-solving ability where he comes up with solutions to complex challenges. Prior to joining the company he was a practicing Chartered Accountant.



## **Mr. Mohit Shyngle**

(Senior Vice-President)

Mr. Mohit Shyngle is the Senior Vice-President (Country Head) of the Company. He is having a bachelor degree in Commerce from University of Delhi. With his devotion and dedication, he has developed a culture of excellence & work for creating a simplified, leaner and superintends the Sub-Broker network and business development of SMC Group. He has been with associated with the group since 1999. With his intelligence, strategies and experiences he solicits the support of team thereby boosts effectiveness in running and positive result for the group. He believes in operational excellence and always be confident of exponential value creation for the future.



## **Mr. Vishwanath Bansal**

(CFO- SMC Capitals Ltd.)

By leading the organization in a more efficient way, Mr. Vishwanath Bansal is associated with us as CFO - SMC Capitals Limited. He is also a Fellow member of The Institute of Chartered accountants of India (FCA) and is a graduate in commerce. He has considerable experience of more than 15 years in finance, accounting and taxation. He has also a hands own wide experience in the field of Corporate debt syndication, Arbitrage, Commodity and Hedging. Before joining SMC, he was associated with Reliance Industries Ltd., Mumbai (RIL). His efforts and expertise are successfully empowering the Company to achieve the growth of sustainable value.



### **Mr. Shyam S. Bansal**

(Chief Financial Officer  
SMC Real Estate Advisors Private Ltd.)

Mr. Bansal is the Chief Financial Officer of SMC Real Estate Advisors Private Limited. Mr. Bansal is a fellow member of the Institute of Chartered Accountants of India and holds a degree of law. He has over 31 years of rich experience in the field of financial advisory, accounting, auditing, taxation and investment management and serves as helm for investment management and overseeing the Company's finance and profitability. He has proven himself as a man of strong commitment, devotion, discipline and dedication. His varied experience helps organization to work unitedly towards the Vision & Mission of the Organization. Being on a reasonably well-placed position he is committed towards his responsibilities and handles all the tasks and assigned projects with great efficiency and effectiveness.



INVESTING EARLY  
IS THE SECRET FOR  
**RETIRING TO  
HAPPY TIMES**

# Directors' Report

## TO THE MEMBERS,

Your Directors take pleasure in presenting the twenty ninth (29th) Annual Report on the business performance and operations of the Company, along with the audited standalone and consolidated financial statements for the year ended 31st March, 2023.

### Financial Summary

The financial performance of your Company for the financial year ended 31st March, 2023 is summarized below:

(₹in Lakhs)

PARTICULARS	Standalone		Consolidated	
	FY 2022-23	FY 2021-22	FY 2022-23	FY 2021-22
Revenue from operations	67915.41	66994.06	121667.59	111693.61
Other Income	1365.19	1415.55	408.13	388.47
Total Income	69280.60	68409.61	122075.72	112082.08
Total Expenses	57294.10	50192.66	105880.20	89942.54
Profit before share of profit/loss from joint ventures, exceptional items and tax	11986.50	18216.95	16195.52	22139.54
Share of profit/(loss) from associates or joint ventures	0	0	0.14	0.96
Profit before exceptional items and tax	11986.50	18216.95	16195.66	22138.58
Add/less: Exceptional items				
Tax expense	2649.27	3755.92	4156.04	4681.73
Profit after tax for the year	9337.23	14461.03	12039.62	17456.85

### Notes:

- (1) The above figures are extracted from the audited standalone and consolidated financial statements of the Company.
- (2) The amount shown in bracket ( ) in the above table are negative in value

The financial results and revenue from operations, including major developments which have been discussed in detail in the Management Discussion and Analysis Report which forms part of this Annual Report.

The standalone and the consolidated financial statements have been prepared in accordance with the Indian Accounting Standards (IND AS) applicable on the Company.

### Financial Performance

#### Consolidated

On a consolidated basis, your Company has recorded a performance with turnover of Rs. 122075.72 lakhs as against Rs. 112082.08 lakhs in previous year and profit after tax of Rs. 12039.62 lakhs as against Rs. 17456.85 lakhs in previous year. The revenue earned by the Company on consolidated basis largely comprises of income from equity, commodity and currency, brokerage & trading, clearing services, income from depository business, financing, capital market operations etc. The slight shift in the earnings is due to the global economic headwinds and Company's focus shift towards technology investment beside

other expenditure and investments.

#### Standalone

On a standalone basis, your Company recorded a performance with turnover of Rs. 69,280.60 lakhs as against Rs. 68,409.61 Lakhs in previous year and profit after tax stood at Rs.9337.23 Lakhs as against Rs. 14,461.03 Lakhs in previous year. The shift is mainly due to exhibition of varying degrees of volatility in stock market during the year. Refer to Management Discussion and Analysis report for more details.

#### State of Company's Affairs

Your Company along with its subsidiaries and joint venture company, is involved in diversified portfolio of offering of services to its customers such as brokerage, clearing services, depository participant services, investment, wealth management, PMS, real estate broking, mortgage and loan advisory, NRI & FPI services etc. categorized under Broking, Distribution and Trading segment apart from Financing business and Insurance Broking business. The Authorized Share Capital of the Company is Rs. 95,51,00,000 and the paid up share capital of the

Company is Rs. Rs. 20,94,00,000 comprising of 10,47,00,000 equity shares of Rs. 2 each. The Company intends to strengthen and extend its position as leading diversified financial services provider by intensifying the cross-selling efforts across the client base, expanding geographic presence, expanding service and product portfolio, strategic alliances and acquisitions and by expanding financing and discount broking business.

During the year, your Company has recorded good performance and intends to keep up the growth prospects in coming future.

#### Change in the nature of business

During the year, there has been no change in the nature of business of the Company.

#### Listing information

The equity shares of the Company are listed on nationwide trading platforms i.e. National Stock Exchange (NSE) and Bombay Stock Exchange (BSE). The below mentioned table depicts the listing information of the Company as on 31st March, 2023:

The below mentioned table depicts the listing information of the Company as on 31st March, 2023:

Sl. No.	ISIN/Scrip No.	Stock Exchange	Type of Security	No. of Securities Listed	Status
1.	INE103C01036/Scrip Code: SMCGLOBAL	National Stock Exchange	Equity Shares	10,47,00,000*	Active listing
2.	INE103C01036/Scrip Code No. 543263	Bombay Stock Exchange	Equity Shares	10,47,00,000*	Active listing

\*The face value of each equity shares is Rs. 2.

**Material changes and commitments affecting the financial position between the end of financial year and date of the report**

There have been no material changes and commitments that have occurred after the closure of the financial year until the date of the report, which may affect the financial position of the Company.

**Return of surplus funds to shareholders**

During the year, the Company has distributed an interim dividend of 60% on the face value of the equity

shares of the Company i.e. Rs. 1.20 per equity share. The dividend was paid to those shareholders whose name was registered in the Register of Members as on being the record date. The Company has spent approximately Rs.12,56,40,000/- (Rupees Twelve Crore Fifty Six Lakhs and Forty Thousand Only) on account of interim dividend distribution pertaining to FY 2022-23 during the financial year. Considering the financial statements including capital buffers and liquidity levels of the Company for the financial year, the Board considered that the

performance of the Company was good and accordingly, recommended declaration of final dividend of 60% on the face value of equity shares i.e. Rs. 1.20 per equity share, which if approved, shall result in payment of total dividend @ 120% i.e. Rs. 2.4 on the face value of equity shares of Rs. 2 each for the FY 2022-23. The record date for the purpose of distribution of final dividend is 16th June, 2023 and Book closure period is fixed from 17th June, 2023 to 21st June, 2023.

Particulars	FY 2022-23		FY 2021-22	
	Per Share (in ₹)	Payout (₹ in crores)	Per Share (in ₹)	Payout (₹ in crores)
Interim Dividend	1.20	12.56	1.20	13.58
Final Dividend	1.20*	12.56*	1.20	13.40
Total Dividend	2.40	25.12	2.40	26.98
Payout ratio	120%		120%	

**\*Recommended by the Board of Directors in its meeting held on 18th May, 2023. The payment is subject to approval by the shareholders in the Annual General Meeting proposed to be held on 30th June, 2023.**

Pursuant to the Finance Act, 2020, dividend income is taxable in the hands of the shareholders effective April 1, 2020 and the Company is required to deduct tax at source from dividend paid to the Members at prescribed rates as per the Income Tax Act, 1961.

Your Company complies with the Dividend Distribution Policy while recommending, declaring and payment of dividend. Further, in compliance with the requirements of Regulation 43A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the policy is published on the

website of the Company and is available at <http://smcindiaonline.com/wp-content/uploads/2021/09/DIVIDEND-DISTRIBUTION-POLICY.pdf>

In addition to this the Company, during the financial year, the Company also came up with Buyback of its fully paid equity shares of the Company on basis of the profits for the FY 2021-22. The Board of Directors of the Company had approved buyback of fully paid up equity shares of the Company from open market through stock exchange mechanism in accordance with the

provisions of SEBI (Buy Back of Securities) Regulations, 2018 for an amount not exceeding ₹75,00,00,000 (Rupees Seventy Five Crores Only) excluding transaction costs and applicable taxes on Buyback and at a price not exceeding ₹ 115/- per equity share, payable in cash. The Company commenced buyback on 20th May, 2022 and bought back 84,34,450 equity shares till 16th August, 2022. The total amount utilized in the Buyback was Rs. 74, 72, 84,912.60 (excluding transaction costs) which represents 99.64% of the Maximum Buyback Size of Rs.



₹75,00,00,000 ((excluding transaction costs). The price at which the equity shares were bought back was dependent on the price quoted on BSE and NSE. The highest price on which the equity shares were bought back was Rs. 94.04/- per equity share while the lowest price was Rs. 85.20/- per equity share. Hence, during the year, the Company extinguished 84,34,450 fully paid equity shares of the Company.

**Transfer to Reserves**

The Company has not transferred any amount to any reserve for the

The highlights of the performance of the Company's subsidiaries during the FY 2022-23 are as under:

(₹in Lakhs)

Company Name	Total Income	Profit before tax	Profit after tax
Moneywise Financial Services Private Limited	13713.28	4733.53	3614.40
SMC Insurance Brokers Private Limited	34821.94	1084.06	775.83
Moneywise Finvest Limited	2049.53	162.30	116.60
SMC Global IFSC Private Limited	370.50	266.77	266.77
SMC Capitals Limited	1604.29	98.16	73.49
SMC Real Estate Advisors Pvt Limited	2077.87	(1102.97)	(1103.46)
SMC Investments and Advisors Limited*	381.51	(471.12)	(471.12)
SMC Comtrade Limited	112.85	33.86	25.31
SMC Comex International DMCC	902.30	198.36	198.36
SMC Global USA Inc.	0	(75.81)	(75.81)

The amount shown in ( ) in the above table are negative in value. \*excludes profit of SMC & IM capitals investment manager LLP.

During the year, no new company was acquired as a subsidiary or associate or joint venture by the Company. Further, there was no change in the holding of the Company, in its subsidiary companies or Joint Venture Company during the period of review.

The Board of Directors of the Company reviewed the affairs of the subsidiaries. A statement containing the salient

financial year ended 31st March, 2023.

**Subsidiaries, associates and joint ventures**

As on 31st March, 2023, the Company has ten (10) subsidiaries which include eight (8) wholly owned subsidiaries and two (2) partially owned subsidiaries. The Company also has a joint venture company which is partially owned by its subsidiary i.e. SMC Investments and Advisors Limited with 50% control over the said joint venture company. The Company

features of the financial statements of the subsidiary and joint venture in accordance with the provision of section 129(3) of the Companies Act, 2013 is provided in Form AOC-1 as annexed to the Annual Report as **Annexure 1**.

Further, pursuant to the provisions of section 136 of the Companies Act, 2013, the financial statements and

does not have any associate company as defined under section 2(6) of the Companies Act, 2013. In this regard, Moneywise Financial Services Private Limited and SMC Insurance Brokers Private Limited are recognised as material subsidiary by the Board of Directors in accordance with the provisions of Listing Regulations and in accordance with Company's policy for determining material subsidiaries.

relevant information relating to subsidiary companies are also available on the website of the Company at <https://smcindiaonline.com/investors/>.

**Material subsidiaries**

Pursuant to Regulation 16(1) (c) of the Listing Regulations and in accordance with Company's policy for determining

material subsidiaries, Moneywise Financial Services Private Limited and SMC Insurance Brokers Private Limited were recognized as material subsidiary by the Board of Directors of Company during the year. The Company ensures compliances relating to subsidiary companies as is mentioned in Regulation 24 of the Listing Regulations and other compliances mentioned in Companies Act, 2013.

The policy can be accessed at the website of the Company <https://smcindiaonline.com/wp-content/uploads/2021/06/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-COMPANIES.pdf>

#### **Directors' Responsibility Statement**

Pursuant to the section 134(3) (c) & 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

1. That in preparation of the annual financial statements, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
2. That such accounting policies have been selected and applied consistently and judgements and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2023 and of the profit of the Company for the year ended on that date.
3. That proper and sufficient care has been taken for the 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 fraud and other irregularities.
4. That the annual financial statements have been prepared on a going concern basis.
5. Those proper internal financial controls were in place and that the financial control was adequate and was operating effectively.
6. Those proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### **Performance evaluation**

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, the Board of Directors on recommendation from the Nomination and Remuneration Committee has adopted a formal mechanism for evaluation of annual performance of the individual Directors, Board as a whole and Board Committees. The same was carried out by the Board of Directors for the financial year 2022-23 in accordance with the Guidance Note on Board Evaluation issued by Securities and Exchange Board of India on 5th January, 2017.

The independent directors of the Company, also, at their separate meeting held during the year, reviewed the performance of non-independent directors, Chairperson and Board as a whole including evaluation of timeliness and flow of information in the Company and provided their suggestions if any.

In this regard, the Board of Directors considers that the Independent Directors on the Board of the Company has the required level of expertise, experience and integrity as is required for the position.

#### **Familiarization program for independent director**

In accordance with the provisions of

Regulation 25(7) and 46(2) of the Listing Regulations, the Company familiarizes its independent directors at regular intervals, with their roles and responsibilities and the business strategies of the Company. Apart from the aforementioned, the Company also updates the independent directors periodically with the recent changes in statutory provisions applicable on the Company and/or any change /addition in the business operations of the Company. The details of training and familiarization program conducted during the year are provided in the Corporate Governance Report and is also available on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2023/03/Familiarization-program-2022-23.pdf>

#### **Deposits**

During the FY 2022-23, the Company did not accept any deposit within the meaning of section 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

#### **Vigil Mechanism Policy**

The Company has in place a vigil mechanism policy to provide a formal mechanism to the Directors, employees and stakeholders of the Company to report their concerns including concerns about unethical behaviour, actual or suspected fraud, and violation of Company's code of conduct and/or disclosure of unpublished price sensitive information. In this regard, the Policy provides an adequate safeguard to the whistle blower against any victimization and also provides direct access to the Chairman of Audit Committee in exceptional circumstances. An update/report on the functioning of the mechanism

including the complaints received and actions taken is presented to the Audit Committee on yearly basis.

The Audit Committee receives, investigates and redresses the complaints received under the vigil mechanism. The Policy on vigil mechanism is available on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2021/06/VIGIL-MECHANISM-POLICY.pdf>.

#### **Prevention of Sexual Harassment of Women at Workplace**

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a 'Policy for prevention of sexual harassment' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide a procedure for redressal of complaints pertaining to such harassment. In order to sensitize the employees about the policy, the Company has placed the policy on the online employee portal of the Company for ease of access and unified dissemination of the policy to each and every employee of the Company.

The Company also has an Internal Complaints Committee (ICC) constituted in compliance with the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 read with its allied Rules. The ICC comprises of majority women members. The committee is responsible for conducting inquiries pertaining to complaints under the Act.

During the year, ICC has received 'nil' complaints of sexual harassment from the employees of the Company. The Company ensures to sensitize its employees on regular basis about prevention and prohibition of sexual harassment. Also, online training

programs were run for the employees of the Company to enhance awareness and knowledge about sexual harassment within the organization.

#### **Particulars of Contracts or Arrangements with related parties**

During the year, the Company has not entered into any materially significant transaction which may have potential conflict of interest in the Company. All the related party transactions entered during the year were in ordinary course of business and at arm's length basis. The Company did not execute any material related party transactions as is prescribed under section 188(1) of the Companies Act, 2013 read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 and as per Listing Regulations. Further, there were no material related party transactions which were entered in ordinary course of business or arm's length basis. Accordingly, the reporting in form AOC-2 as per section 134 of the Companies Act, 2013 is not applicable and hence does not form part of this report. However, members can refer to the notes to the financial statements for the disclosure related to related party transactions.

During the year, the Company has entered into related party transactions which were in ordinary course and at arm's length basis and were executed by virtue of an omnibus approval granted by the Audit Committee. In this regard, transactions for which omnibus approval was not obtained, specific approval of Audit Committee was obtained as and when required. The Audit Committee on quarterly basis reviewed the related party transactions entered into on the basis of the omnibus approval granted.

The suitable disclosures as required by the Accounting Standards (IND AS 24)

and the Listing Regulations have been made in the notes to the Financial Statements forming part of this annual report.

For the purpose of determination of related party and related party transactions and to ensure compliance of approval and review mechanism relating to such transactions, the Company has formulated a policy for related party transactions. The policy on related party transactions ensures proper identification, approval, review and reporting of related party transactions. The same is published on the website of the Company and can be accessed at <https://smcindiaonline.com/wp-content/uploads/2021/06/POLICY-ON-RELATED-PARTY-TRANSACTIONS-01.pdf>

#### **Significant and Material Orders Passed by Regulators or Courts or Tribunals**

No significant or material orders were passed by the regulators or courts or tribunals which could impact the going concern status of the Company and its future operations.

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

Your Board of Directors had appointed M/s PNG & Co., Practicing Chartered Accountants as the Internal Auditors of the Company for FY 2022-23 to review, monitor and evaluate the efficacy and adequacy of internal control systems in the Company, its compliance with operating systems, procedures and policies of the Company. The scope of internal audit and authority are internally determined by the internal auditor and the management.

The Audit Committee, comprising of independent directors, regularly reviews the significant audit findings, adequacy of internal controls, compliance with accounting standards

as well as evaluates the reasons for any changes in accounting policies and practices, if any.

### **Internal Financial Control and their adequacy**

The Company's has in place adequate internal financial controls with reference to financial statements which commensurate with the size, scale and complexity of its operations. The internal financial control is supplemented by extensive internal audits, regular reviews by the Management and standard policies and guidelines to ensure reliability of financial statements and its reporting and other data. The Audit Committee of the Board reviews internal audit reports given along with management responses, at regular intervals. Detailed discussion on internal financial control can be referred in the Management Discussion and Analysis Report which forms part of this Annual Report.

### **Risk Management**

Company's risk management process is designed to identify and mitigate risks that have the potential ability to materially impact our business objectives. Your Company being in stock broking business is exposed to various risks, which can be classified as, market risk, credit risk and operational risk. The Board of Directors of your Company evaluates the risk management systems periodically and takes into account the recommendation(s) of the Risk Management Committee and the Audit Committee.

The Company adopts mitigation measures to reduce the adverse effects of such risks on real time basis. In this regard, the Company has a risk management policy which acts as a guiding document for the purpose of identifying and mitigating risk. Further,

the Company has a risk management committee which along with the Audit Committee monitors and reviews the risk existent in the Company.

### **Directors and Key Managerial Personnel who were appointed or have resigned during the year**

During the period, Mr. Roop Chand Jindal, Non-Executive Independent Director (DIN: 01450916) of the Company tendered his resignation from the position of Independent Director of the Company due to his advanced age and related health issues and his resignation was effective from 23rd June, 2022. Apart from Mr. Roop Chand Jindal, no director has resigned or was removed from the Company.

The Board places on record its appreciation for the invaluable contribution and guidance of Mr. Roop Chand Jindal during his tenure as an Independent director of the Company.

During the year, the Company appointed Mr. Narendra Kumar (DIN: 02307690) as the Non-Executive Independent Director of the Company and his appointment was effective from the date of approval of the exchanges where the Company is a trading/clearing member i.e. 16th September, 2022. The appointment of Mr. Narendra Kumar as a Non-Executive Independent Director of the Company was also approved by the shareholders by way of postal ballot dated 7th December, 2022.

Further, on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Naveen ND Gupta, Non-Executive Independent Director (DIN: 00271748) whose first term as Independent Director of the Company was expiring on 30th January, 2023 was reappointed by the shareholders of the Company for another term of five years i.e. from 31st January, 2023 to 30th

January, 2028 at the 28th Annual General Meeting of the Company held on 25th June, 2022.

Further, based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Mahesh C. Gupta, Vice Chairman and Managing Director (DIN: 00003082) whose term of appointment as a Managing Director was expiring on 31st August, 2023 was reappointed by the shareholders of the Company another term of five years i.e. from 1st September, 2023 to 31st August, 2027 on the basis of the consent received from Mr. Mahesh C. Gupta at the Annual General Meeting of the Company held on 25th June, 2022.

Mr. Ajay Garg, Director and CEO of the Company (DIN:00003166), also retired by rotation at the 28th Annual General Meeting of the Company held on 25th June, 2022 and being eligible was reappointed. Further, the Company in the upcoming Annual General Meeting scheduled to be held on 30th June, 2023 recommends reappointment of Mr. Anurag Bansal, Whole Time Director of the Company who retires by rotation and being eligible offers himself for reappointment. The Board of Directors have also recommended to the shareholders for reappointment of Mr. Anurag Bansal (DIN: 00003294) as the Whole Time Director whose tenure is expiring on 27th March, 2024 by way special resolution for another term of five years i.e. from 28th March, 2024 to 27th March, 2029.

In this regard, the Board of the Company is diverse with skills such as financial skills, accounting skills, marketing skills, business development and strategic decision making, technology skills etc. The details of skills and expertise of the directors is provided in detail in the Corporate Governance Report of the Company

annexed to this Annual Report. The Company also has a policy on Board diversity which sets out the approach of the Company to diversity.

### Committees of Board

As on March 31, 2023, following statutory Board committees were functional in the Company:

- 1. Audit Committee**
- 2. Nomination and Remuneration Committee**
- 3. Corporate Social Responsibility Committee**
- 4. Stakeholder's Relationship Committee**
- 5. Risk management committee**

The details of composition, terms of reference and number of meetings conducted during the year is provided in the Corporate Governance Report annexed to this Annual Report.

During the year, all recommendations made by the committees were approved by the Board.

### Code of Conduct for Directors and Senior Management Personnel

The code of conduct for directors and senior management personnel of the Company is in conformity with the requirements of the Listing Regulations and is placed on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2018/04/Code-of-Conduct.pdf>.

All the directors of the Company and Senior Management Personnel have affirmed compliance with Company's Code of Conduct for Directors and Senior Management Personnel during the year and a declaration to that effect, signed by the CEO of the Company is enclosed to this Annual Report.

### Management Discussion and Analysis Report

Pursuant to the provisions of Regulation 34 of Listing Regulations, the Management discussion and analysis report is annexed to the annual report.

### Board Meetings and Annual General Meeting

During the year, four Board Meetings were held on 07th May 2022, 28th July 2022, 06th November, 2022 and 31st January, 2023 in accordance with the provisions of Companies Act, 2013. A detailed discussion on Board Meetings including the attendance of the directors can be referred in the Corporate Governance Report annexed to this Annual Report.

The 28th Annual General Meeting (AGM) of the Company was held on Saturday, 25th June, 2022. Further, the 29th Annual General Meeting of the Company for the FY 2022-23 is scheduled to be held on Friday, 30th June, 2023. The details regarding the Annual General Meeting are made available in the Notice of the Meeting as set out in this Annual Report.

Apart from the Annual General Meeting, no Extra-Ordinary General Meetings were conducted/held during the year.

### Postal Ballot

During the year, the Company conducted postal ballot through e-voting from 8th November, 2022 to 7th December, 2022 for the purpose of obtaining approval of the shareholders of the Company for appointment of Mr. Narendra Kumar having DIN: 02307690 as the Non-Executive Independent Director of the Company for a term of five years w.e.f 16th September, 2022 and shall not be liable to retire by rotation. In this regard, the special resolution for appointment of Mr.

Narendra Kumar as the Independent Director of the Company was passed by the Members with requisite majority. The result of the remote e-voting and the report of scrutinizer was hosted on the website of the Company and was duly intimated to the stock exchanges where the securities of the Company are listed.

### Meetings of Independent Director

The Independent Directors of your Company meet at least once in a financial year, without the presence of other executive or non-executive directors. During the year, a separate meeting of independent directors was convened on 25th March, 2023 inter alia, to perform the following:

- a) Review the performance of Non-Independent Directors and the Board as a whole,
- b) Review the performance of the Executive Chairman of the Company (considering the views of the Executive and Non-Executive Directors),
- c) Review the performance of the Company, assess the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

The aforementioned exercise was duly carried out by the Independent Directors in accordance with the provisions of law.

### Business Responsibility and Sustainability Report

In terms of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") read with relevant SEBI Circulars, new reporting requirements on ESG parameters were

prescribed under “Business Responsibility and Sustainability Report” (‘BRSR’). The BRSR seeks disclosure on the performance of the Company against nine principles of the “National Guidelines on Responsible Business Conduct” (‘NGRBCs’). As per the SEBI Circulars, effective from the financial year 2022-23, filing of BRSR is mandatory for the top 1000 listed companies by market capitalization. Accordingly, the requirement of business responsibility and Sustainability reporting has become applicable on the Company for the first-time on the basis of its ranking among the top 1000 listed companies in India as per the market capitalization issued by NSE and BSE as on 31st March, 2022.

The business responsibility and sustainability report drafted in accordance with SEBI circular : SEBI/HO/CFD/CMD-2/P/CIR/2021/562 dated 10th May, 2021 read along with Regulation 34(2)(f) of Listing Regulations, describing the initiatives undertaken by the Company during FY 2022-23 from an environmental, social and governance perspective has been annexed to this annual report.

In this regard, the Board of Directors of the Company has approved constitution of a voluntary committee named as “business responsibility and sustainability committee’ for the purpose of implementation of business responsibility policies existent in the Company and for preparing and finalizing business responsibility and Sustainability report annually.

#### **Nomination and Remuneration Policy**

The Board of Directors of the Company has an appropriate mix of executive and non-executive directors. As on 31st March, 2023 the Board of Directors of the Company consists of four executive directors, two non-executive non-

independent director and six non-executive independent directors. The details of Board of Directors and committees of the Board are provided in the Corporate Governance Report annexed to this Annual Report.

The Board has on the recommendation of Nomination and Remuneration Committee adopted the Nomination and Remuneration policy, which inter alia includes the criteria for determining the qualifications, positive attributes, independence of directors and other matters relating to appointment and payment of remuneration to directors and senior management personnel of the Company. The policy ensures that the remuneration is aligned to the overall performance of the Company. Further, the remuneration paid to the directors and senior management is in line with the remuneration policy of the Company.

The policy is available on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2021/06/NOMINATION-AND-REMUNERATION-POLICY.pdf>

#### **Corporate Social Responsibility**

During the year, the Company has focused its CSR spending on two major activities mentioned in Schedule VII of the Companies Act, 2013 i.e. Health Care and Education.

The Company has incurred a CSR expenditure of Rs.181.7 lakhs and the entire SMC group have spent approximately Rs. 244.97 Lakhs towards CSR during the FY 2022-23. In this regard, the Company along with its material subsidiary Moneywise Financial Services Private Limited has formed a trust named SMC Global Foundation for the purpose of execution of CSR activities on behalf of SMC Global Securities Limited and the

entire SMC group. The trust is a registered trust under the Indian Trusts Act, 1882 and has also acquired necessary registrations as prescribed under the CSR Rules.

The Company complies with the provisions of section 135 of the Companies Act, 2013 and has framed and implemented a CSR policy, which is available on the website of the Company at <https://smcindiaonline.com/wp-content/uploads/2021/06/CORPORATE-SOCIAL-RESPONSIBILITY-POLICY.pdf>.

Further, the details of actual CSR spending of the Company on various activities can be referred from the Annual Report on Corporate Social Responsibility Activities as is annexed to this Report as **Annexure 2**.

The CSR committee of the Company comprises of three directors including one independent director. The detailed composition and terms of reference of the committee can be referred in the Corporate Governance Report annexed to this Annual Report.

#### **Declaration by Independent Directors**

The Company has received necessary declarations pursuant to section 149(7) of the Companies Act, 2013 from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and in terms of Regulation 16 and 25 of Listing Regulations.

#### **Criteria of making payments to Non-Executive Directors**

The criteria of payments to the Non-Executive Directors are published on the website of the Company at <https://smcindiaonline.com/investors/>

#### **Policies**

During the year, the Company had

implemented all the policies required under the Companies Act, 2013 and the Listing Regulations. The Company ensures compliance of all the provisions mentioned in the policies read along with the applicable law.

#### **Directors & Officers Insurance Policy**

The Company has an appropriate Directors and Officers Liability Insurance Policy which provides indemnity in respect of liabilities incurred as a result of their office. The policy is renewed every year by the Company.

The coverage of the insurance extends to all directors of the Company including the Independent directors.

#### **Secretarial Standards**

The Company has complied with the applicable Secretarial Standards, i.e. SS-1 for Meetings of Board of Directors and SS-2 for General Meetings.

#### **Corporate Governance Report**

In compliance with the provisions of Regulation 34 of Listing Regulations, a separate report on Corporate Governance, along with certificate from the Auditors on its compliance, forms part of this Annual Report.

#### **Annual Return**

Pursuant to the provisions of section 92(3) and section 134(3)(a) of the Companies Act, 2013, the annual return as on 31st March, 2023 in the prescribed format is available at company's website at <https://smcindiaonline.com/wp-content/uploads/2021/09/Annual-return-2.pdf>

#### **Particulars of Loans, Guarantee and Investments**

Particulars of loans, guarantee and investments outstanding during the financial year as per section 186 of the Companies Act, 2013 forms part of the

Notes to the financial statements provided in this Annual Report.

#### **Auditor and Auditor's Report**

M/s R. Gopal & Associates, Chartered Accountants bearing firm registration no. 000846C have been appointed as the statutory auditors of the Company for a term of five years at the 25th Annual General Meeting of the Company and shall hold office until conclusion of 30th Annual General Meeting of the Company. The statutory audit of the financial statements of the Company for FY 2022-23 was conducted by the said auditors. The statutory auditors have confirmed that the auditors are competent, qualified and independent of the Board and management and there was no conflict of interest in accordance with the provisions of the Companies Act, 2013 and the Code of Ethics issued by the Institute of Chartered Accountants of India.

In this regard, the Company or its subsidiaries or its joint venture company has not availed any service from the statutory auditor of the Company during the FY 2022-23 which are prohibited non-audit services mentioned under clause (a) to (i) of section 144 of the Companies Act, 2013.

The Auditor's Report for the FY 2022-23 is enclosed with the financial statements in this Annual Report. In this regard, the report does not contain any qualification, reservation or adverse remark. Further, there are no instances of any fraud reported by the Auditors of the Company in pursuance of section 143(12) of the Companies Act, 2013.

#### **Qualification/Reservation/Adverse Remarks of the Statutory Auditor**

The notes on financial statements referred to in the Auditors' Report are

self-explanatory and do not call for any further comments. The Auditors Report does not contain any qualification, reservation, adverse remark or disclaimer.

#### **Secretarial Auditor and its Audit Report**

Pursuant to the provisions of section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board of Directors of the Company had appointed M/s A. K. Roy & Associates, Practicing Company Secretaries Firm, to conduct the secretarial audit for FY 2022-23. The Secretarial Audit Report in form MR-3 for the financial year ended 31st March, 2023 is annexed herewith and marked as **Annexure 3**. The Report does not contain any qualification, reservation, or adverse remark.

Further, in accordance with the provisions of Regulation 24A of the Listing Regulations, the material subsidiaries of the Company i.e. Moneywise Financial Services Private Limited and SMC Insurance Brokers Private Limited have also conducted secretarial audit for FY 2022-23.

The Secretarial audit report of SMC Insurance Brokers Private Limited and Moneywise Financial Services Private Limited does not contain any qualification, reservation or adverse remark.

#### **Annual Secretarial Compliance Report**

Pursuant to the provisions of Regulation 24A of the Listing Regulations read with SEBI circular dated 8th February, 2019, the Board of Directors of the Company has appointed M/s A. K. Roy & Associates, Practicing Company Secretaries Firm to conduct annual secretarial audit for

FY 2022-23 on compliance of all applicable SEBI Regulations and circulars/guidelines issued there under.

#### **Qualification/Reservation/Adverse Remarks of the Auditor**

The Annual Secretarial Compliance Report does not contain any qualification, reservation or adverse remark.

#### **Particulars regarding conservation of energy, technology absorption and foreign exchange earnings and outgo**

During the year, ended 31st March, 2023, there were foreign currency earnings of Rs.6,19,982 and the foreign exchange outgo was of Rs.33,24,690

The Company being in a stock broking business does not have any industrial or energy intensive operations. Hence, the provisions mentioned under Rule 8(3) of Companies (Accounts of Companies) Rules, 2014 are not applicable on the Company.

In this regard, the Company is cognizant of the importance of adopting measures for optimum energy utilisation and conservation.

#### **Particulars of employees and related disclosures**

The SMC Group employs around 3,900+ employees as on 31st March, 2023 leveraging a strong partnership and ownership culture. In terms of the provisions of section 197(12) of the Companies Act, 2013 read with Rule 5(2) and (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory amendment or modification thereof), a statement showing the names and other particulars of top ten employees of the Company and such other employees

drawing remuneration in excess of the limit said out in the said Rules are provided in this Report and marked as

#### **Annexure 4.**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any amendment or modification thereof) are also provided in this Report and marked as

#### **Annexure 5.**

#### **Unclaimed dividend and shares**

Pursuant to the provisions of section 124(5) of the Companies Act, 2013, read with the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, relevant amount which remained unpaid or unclaimed for a period of seven years should be transferred by the Company, from time to time on due dates, to the Investor Education and Protection Fund (IEPF). During the year, your Company has transferred the Unpaid and Unclaimed Final Dividend pertaining to FY 2014-15 of Rs.1,99,397 (One Lakh Ninety Nine Thousand Three Hundred And Ninety Seven Only) and Interim Dividend pertaining to FY 2015-16 of Rs. 1,31,882 (One Lakh Thirty One Thousand Eight Hundred And Eighty two Only) to IEPF in accordance with IEPF Rules.

Pursuant to Section 124 (6) of the Companies Act, 2013 and read with Rule 6 of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended from time to time) read with applicable provisions of the Companies Act, 2013 all the underlying

shares in respect of which dividends are not claimed/paid for the last seven consecutive years or more are liable to get transferred to the IEPF DEMAT Account with a Depository Participant as identified by the IEPF Authority. Accordingly, as on 31st March, 2023, total, 3,20,897 (Three Lakhs Twenty Thousand and Eight Hundred Ninety Seven Only) equity shares of face value Rs. 2/- each are held in IEPF Demat account.

#### **Credit Rating**

During the year, CARE Ratings Limited has provided a short term rating of ICRA A1+ and long term rating of ICRA A (Stable) to the Company together with that of its subsidiary companies i.e. for the entire SMC Group as on 31st March, 2023.

#### **Cyber Security**

The Company has formulated and implemented cyber security policies. The Company has been very adaptive and resilient to the changes in the environment and continues to ensure optimum level of cyber security in the Company.

Further, during the year, the Company has created awareness about cyber security among senior officials, including Directors of Company by organizing a seminar/ webinar.

#### **Human resource engagement and development**

Employee engagement is becoming one of the most important indicators in gauging work satisfaction. Your Company believes in investing in employee engagement by increasing their productivity, work quality and retaining the talent in the organization. Every employee of the Company is imparted with an orientation



programme called 'Abhinandhan' so as to familiarize the employee with the culture and processes of the organization.

Further, the Senior Management Personnel of the Company continuously interact with the concerned employees of each department, for keeping them motivated and conveying the expectation of the Company. HR regularly talks about Career Progression, Culture and Values followed within the Organization for establishing a mutual connect. The Company periodically undertakes sessions/webinars, both physically and virtually on subjects such as mental

health, emotional and psychic wellbeing etc for the overall wellbeing of employees.

#### **Cost records and Cost Audit**

The maintenance of cost records and conducting of cost audit in accordance with the provisions of section 148(1) of the Companies Act, 2013 are not applicable as the Company is not involved in the business of production or manufacturing of goods or providing of services as is mentioned under Rule 3 of Companies (Cost Records and Audit) Rules, 2014.

#### **Fraud Reporting**

During the year, neither the statutory

auditors nor the secretarial auditor have reported to the Audit Committee under section 143(12) of the Companies Act, 2013, any instances of fraud committed against the Company by its officers or employees which has to be reported in the Annual Report.

#### **Acknowledgements**

Your directors value the professionalism and commitment of all employees of the Company and place on record their appreciation and contribution to the excellence of the Company. Your Board also expresses their gratitude to the stakeholders of the Company for their continuous support and cooperation.

#### **Cautionary Statement**

The statements in the Board's Report and Management Discussion and Analysis, describing the Company's objectives, outlook, opportunities and expectations which may constitute "Forward Looking Statements". Accordingly, the actual results may differ from those expressed or implied expectations or projections, among others. Several factors make a significant difference to the Company's operations including the government regulations, taxation and economic scenario affecting demand and supply, natural calamity and other such factors over which the Company does not have any direct control.

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

SD/-

**Subhash Chand Aggarwal**

Chairman and Managing Director

SD/-

**Mahesh C. Gupta**

Vice Chairman and Managing Director

**Place: New Delhi**

**Date: 18<sup>th</sup> May, 2023**

**ANNEXURE-1****Form AOC-1****Statement containing salient features of the financial statement of subsidiaries and joint ventures**

(Pursuant to first proviso to sub-section (3) of section 129 read with the Rule 5 of Companies (Accounts) Rules, 2014)

**Part A: Subsidiaries (Amount in lacs)**

(₹ in Lakhs)

S. No.	Name of subsidiary	Date since when the subsidiary was acquired/incorporated	Reporting currency & exchange rate	Share Capital	Reserves	Total Assets	Total Liabilities	Investments	Turnover	PBT	Provision for tax	PAT	Percentage of Shareholding
1	SMC Capitals Ltd.	August 16, 2008	INR	1,000.00	514.46	1,946.59	432.12	-	1,604.29	98.16	24.67	73.49	100
2	Moneywise Financials Services Pvt. Ltd.	August 1, 2008	INR	4,365.69	35,677.00	1,03,257.80	63,215.11	685.66	13,713.28	4,733.54	1,119.12	3,614.42	100
3	SMC Comtrade Ltd.	April 26, 2007	INR	950.00	53.75	1,119.00	115.25	35.00	112.85	33.86	8.56	25.31	100
4	SMC Investments and Advisors Ltd.*	April 1, 2008	INR	750.00	(342.06)	1,185.62	777.68	38.09	381.38	(471.12)	-	(471.12)	100
5	SMC Global USA Inc**	February 29, 2016	In USD	11.53	(13.75)	-	2.22	-	-	(0.94)	-	(0.94)	50
			In INR	779.71	(961.86)	-	182.14	-	-	(75.81)	-	(75.81)	
6	SMC Global IFSC Pvt. Ltd.	December 8, 2016	INR	1,199.98	2,289.91	4,089.08	599.19	172.15	370.50	266.77	-	266.77	100
7	Moneywise Finvest Ltd.	November 6, 2009	INR	3,500.00	(299.65)	6,151.11	2,950.76	-	2,049.53	162.30	45.71	116.60	100
8	SMC Real Estate Advisors Pvt. Ltd.	February 8, 2013	INR	4,000.00	(4,999.23)	1,838.08	2,837.30	186.77	2,077.87	(1,102.97)	0.49	(1,103.46)	100
9	SMC Insurance Brokers Pvt. Ltd.	April 23, 2007	INR	1,500.00	911.15	7,895.00	5,483.85	1,583.63	34,821.94	1,084.06	308.23	775.83	90
10	SMC Comex International DMCC**	November 16, 2005	In USD	24.05	13.59	42.40	4.76	-	11.23	2.47	-	2.47	100
			In INR	1,538.28	1,556.46	3,485.97	391.23	-	902.30	198.36	-	198.36	

## Notes:

- The aforesaid data is in respect of ten (10) subsidiary companies as on 31st March, 2023.
- Turnover includes other income
- Name of subsidiaries which are yet to commence operations- None
- Name of subsidiaries which have been liquidated or sold during the year- None
- All the subsidiaries follow the reporting period as the holding company
- Proposed dividend of 50% is recommended by the Board of Directors of SMC Insurance Brokers Private Limited & 30% is recommended by Board of Directors of Moneywise Financial Services Private Limited
- Provision for tax includes provision for deferred tax and prior period tax
- In SMC Investments and Advisors Limited the share of loss of SMC & IM Capitals Investment Manager LLP has been excluded and shown separately.

**Part B Joint Venture**

S. No.	Name of the entity	Latest audited Balance Sheet Date	Shares of joint venture company held by the Company at the end of year			Description of how there is significant influence	Reason why the joint venture is not consolidated	Net worth attributable to shareholding as per latest audited balance sheet	Profit or loss for the year	
			Number	Amount of investment ( Lakhs)	Extent of holding				Considered in Consolidation (Lakhs)	Not Considered in Consolidation (Lakhs)
1.	SMC & IM Capitals Investment Manager LLP	March 31, 2023	NA	150.00	NA	NA	-	0.14	Nil	

**Notes:**

1. Name of associate or joint ventures which are yet to commence operations- None
2. Name of associates or joint ventures which have been liquidated or sold during the year- None

## ANNEXURE 2

### ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY ACTIVITIES

*[Pursuant to Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014]*

#### 1. Brief outline on CSR Policy of the Company

We at SMC believe that business enterprises are economic organs of society that draw on social resources. Accordingly, it is very important for business houses to operate in a socially responsible manner to meet both economic and societal expectations of the stakeholders. Based on this thought process, our focus has always been towards advancement of the society and environment for present and future generations. In accordance with the provisions of section 135 of the Companies Act, 2013, the Company has formulated a Corporate Social Responsibility Policy which serves as a guiding document for the Company to identify, execute and monitor the CSR projects.

The CSR policy of the Company outlines the vision and the priority projects identified by the Company for the purpose of CSR. The ultimate responsibility of identifying the CSR projects and ensuring execution of the same is bestowed on the CSR committee under the guidance and assistance of the Board of Directors. The

process of implementation and monitoring of CSR activities is provided in detail in the CSR Policy of the Company. Apart from the process of implementation, the policy also enlists the assessment and reporting requirements with regard to the CSR activities. The priority projects where the Company has focussed its CSR spending of last few years are as follows:

- a) Promoting education including special education and employment enhancing vocation skills especially among children, women, elderly, and the differently abled.
- b) Protection and preservation of National Heritage, Art and Culture including restoration of buildings and sites of historical importance and works of art.
- c) Disaster Management
- d) Promoting health care including preventive health care and sanitation
- e) Rural development projects
- f) Contribution to Clean Ganga Fund set up by Central Government for rejuvenation of river Ganga.
- g) Such other projects as may be identified considering the need of hour

The Policy is available on the website of the Company and can be accessed at <https://smcindiaonline.com/wp-content/uploads/2021/09/CORPORATE-SOCIAL-RESPONSIBILITY-POLICY-1>

#### 2. Composition of CSR Committee

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr. Subhash Chand Aggarwal	Chairman of the Committee and Chairman and Managing Director of the Company	2	2
2	Mr. Mahesh Chand Gupta	Member of the Committee and Vice Chairman and Managing Director of the Company	2	2
3	Mr. Kundan Mal Agarwal	Member of the Committee and Independent Director of the Company	2	2

**3. Web-link of the website of the Company where composition of CSR committee, CSR Policy and CSR projects approved by the Board are disclosed on the website of the Company.**

The composition of CSR committee can be viewed at: <https://smcindiaonline.com/investors/>

The CSR Policy of the Company can be viewed at: <https://smcindiaonline.com/wp-content/uploads/2021/09/CORPORATE-SOCIAL-RESPONSIBILITY-POLICY-1>

The CSR projects approved by the Board can be viewed at: <https://smcindiaonline.com/investors/>

**4. Details of impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable.**

The average CSR obligation of the Company in immediately three preceding financial years does not exceed ₹ 10 crores, hence the provisions relating to undertaking of impact assessment of CSR projects were not applicable on the Company for FY 2022-23.

**5. Details of amount available for set off in pursuance of sub-rule (3) of Rule 7 of Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any.**

NA

**6. Average net profit of the Company as per section 135(5)**

The average net profit of the Company during immediately three preceding financial years amounted to ₹90,92,61,844

Sl. No.	Particulars	Details (₹)
A	Two percent of the average net profit of the Company as per section 135(5)	₹1,81,85,237
B	Surplus arising out of the CSR projects or programmes or activities of the previous financial years.	0
C	Amount required to be set off for the financial year, if any.	0
D	Total CSR obligation for the financial year (A+B-C)	₹1,81,85,237

**7.a. CSR amount spent or unspent for the financial year**

Total amount spent for the financial year (in ₹.)	Amount unspent (in ₹)				
	Total amount transferred to unspent CSR account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of fund	Amount	Date of transfer
₹1,81,87,270	NIL	NA	NA	NIL	NA

**b. Details of CSR amount spent against ongoing projects for the financial year**

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration no.
NONE												

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

Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/No)	Location of the project		Project duration	Amount spent in the current financial Year (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District				Name	CSR Registration no.**
1.	Ekalavya school book printing	Promoting Education, Including Special Education And Employment Enhancing Vocation Skill	Yes	New Delhi	Karkarduma	2022-23	3163270	No	Iskon	CSR00005241
2.	Support in building of School	Promotion of Education	Yes	New Delhi	Jhandewalan	2022-23	1000000	No	Samarth Shiksha Samiti	CSR00011558
3.	Development of Schools	Promotion of Education	Yes	Delhi	Shahdara	2022-23	300000	No	Chatrapati Shivaji Samaj Kalyan & Shiksha Prachar Samiti	CSR00023634
4.	“MISSION AAA” Service Project related to awareness, availability & affordability of sanitary napkins to promote women’s health	Preventive Health Care of Women	Yes	New Delhi	Connaught Place	2022-23	200000	No	CSR Research Foundation	CSR00011620
5.	Promotion and smooth running of Ekal Vidyalayas	Promotion of Education	Yes	New Delhi	Lawrence Road	2022-23	2398000	No	Bharat Lok Shiksha Parishad	CSR00000667
6.	Promotion of Beti Bachao Beti Padhao Yojana	Promotion of Education	Yes	Delhi	Rohini	2022-23	200000	No	Sawan Dharmarth Sansthan	CSR00044978
7.	Education and Training to visually impaired students	Promotion of Education	Yes	Delhi	Mangolpuri N Block North West Delhi	2022-23	1500000	No	North Ex Blind Welfare & Education Society	CSR00041574
8.	Contribution towards ‘Premalabai Chavan School for Deaf’	Promotion of Education	Yes	Delhi	Karkardooma	2022-23	300000	No	All India Deaf and Dumb Society	CSR00020545
9.	Promotion of education and health	Promotion of education and health	Yes	New Delhi	Gole Market	2022-23	210000	No	Sewa Bharati	CSR00003477
10.	Upliftment of Tribal Brothers & Sisters	Rural & Tribal Uplift	Yes	South Delhi	Andrewsganj	2022-23	500000	No	Vanvasi Raksha Parivar	CSR00004184
11.	Promotion of Education	Promotion of Education	Yes	New Delhi	Tarun Enclave, Pitampura	2022-23	1500000	No	Indraprasth Global Education & Research Foundation	CSR00008796

12.	Welfare of students and training promotion	Promotion of Education	Yes	New Delhi	Daryaganj	2022-23	251000	No	Shakti Shiksha Nyas - Sharda Devi Sanskrit V	CSR00032106
13.	Welfare of Cows	Animal Welfare	Yes	Delhi	Paschim Vihar West Delhi	2022-23	500000	No	Kamdhenu Mangal Parivar	CSR00008984
14.	Promotion of quality of Education	Promotion of Education	No	Uttarakhand	Dehradun	2022-23	2100000	No	Graphic Era Educational Society	CSR00024477
15.	School development, sports facility installation and training facilities	Promotion of Education	Yes	Delhi	Panjabi Bagh	2022-23	2500000	No	Durga Memorial Welfare Society	CSR00040974
16.	A.S.H.A.- Affectionate Secured Home For Alzheimers	Promotion of healthcare	Yes	Delhi	Greater Kailash South Delhi	2022-23	200000	No	Hope Ek A.S.H.A.	CSR00008744
17.	Promoting & providing quality job oriented education	Promotion of Education	Yes	Delhi	Rohini	2022-23	1100000	No	Lord Chaitaniya	CSR00009319
18.	CSR Administrative overheads	CSR Administrative overheads	NA	NA	NA	2022-23	265000	No	CSR Administrative overheads	NA
<b>Total</b>							<b>1,81,87,270</b>			

**d. Amount spent in overheads- NIL**

**e. Amount spent on Impact Assessment, if applicable- NA**

**f. Total amount spent for the Financial Year (B + C + D + E)- ₹1,81,87,270**

**g. Excess amount for set off, if any**

Sl. No.	Particulars	Amount (in ₹)
NA		

**8. a. Details of unspent CSR amount for the preceding three financial years**

Sl. No.	Preceding financial year	Amount transferred to Unspent CSR Account under section 135(6) (in ₹)	Amount spent in the reporting financial year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the fund	Amount (in ₹)	Date of transfer	
1	FY 2021-22	NA	₹ 91,43,896	NA			NIL
2	FY 2020-21	NA	₹ 73,29,287	NA			NIL
3	FY 2019-20	NA	₹ 3,18,863	NA			NIL

**b. Details of CSR amount spent in a financial year for ongoing projects of preceding financial year**

Sl. No.	Project ID	Name of the project	Financial year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in reporting financial year (in ₹)	Cumulative amount spent at the end of reporting financial year (in ₹)	Status of the project- Completed/ Ongoing
<b>NIL</b>								

9. In case of creation or acquisition of capital asset, furnish the details relating to asset so created or acquired through CSR spent in the financial year (asset wise details)
- Date of creation or acquisition of the capital asset - **NA**
  - Amount of CSR spent for creation or acquisition of capital asset- **NA**
  - Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc.- **NA**
  - Provide details of capital assets created or acquired (including complete address and location of the capital asset)- **NA**
10. Specify the reason(s), if the Company has failed to spend 2% of average net profit as per section 135(5) – **NA**

**For and on behalf of  
SMC Global Securities Limited**

**Sd/-  
Subhash Chand Aggarwal  
Chairman and Managing Director  
& Chairman of CSR Committee**

**Sd/-  
Mahesh C. Gupta  
Vice Chairman and Managing Director  
& Member of CSR Committee**



**Annexure 3****FORM No. MR-3****SECRETARIAL AUDIT REPORT****For The Financial Year Ended March 31, 2023,**

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

To,

**The Members,**

**SMC GLOBAL SECURITIES LIMITED,**

**11/6B, Shanti Chambers, Pusa Road,**

**New Delhi- 110005.**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SMC GLOBAL SECURITIES LIMITED (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion there on. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31, 2023 (hereinafter called the 'Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2023 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Overseas Direct Investment; (External Commercial Borrowings and Foreign Direct Investment Not Applicable to the Company during the Audit Period);
- (iv) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act,1992 ('SEBI Act');
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - © The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable to the Company during the Audit Period)
  - (d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not Applicable to the Company during the Audit Period)
  - (e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents)Regulations, 1993 regarding the Companies Act and dealing with clients
  - (f) The Securities and Exchange Board of India (Buyback of Securities) Regulations,1998

During the Year under review, the Company came out with Buyback of its fully paid equity shares from Stock Exchanges through open market route the Buyback commenced on 20th May 2022 & concluded on 16th August 2022. The Company Bought back 83,34,450 Equity Shares amounting Rs. 74,72,84,912.60. Accordingly the paid up Shares capital of the Company reduced to 10,47,00,000 fully paid Equity Shares from 11,31,34,450 fully paid Equity Shares

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.  
During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines and Standards.
- (a) The Company has Adopted MOA/AOA as per Companies Act-2013 during the Review Period.  
We further report that, having regard to the compliance system prevailing in the Company and on the examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has complied with the following laws applicable specifically to the Company:
  - The Securities and Exchange Board of India (Research Analysts) Regulations, 2014;
  - The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
  - The Securities and Exchange Board of India (Underwriters) Regulations, 1993;
  - The Securities and Exchange Board of India (Stock brokers) Regulations, 1992 and Rules, Regulations and Bye-laws of Stock Exchanges;
  - The Securities and Exchange Board of India {KYC (Know Your Client) Registration Agency} Regulations, 2011;
  - The Securities and Exchange Board of India (Investment Advisers) Regulations, 2013;
  - The Securities and Exchange Board of India (Certification of Associated Persons in the Securities Markets) Regulations, 2007;
  - The Securities and Exchange Board of India (Portfolio Managers) Regulations, 2020.

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. 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. All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

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.

**For A.K.ROY & ASSOCIATES**

SD/-

**Arvind Kumar Roy****FCS No.-8308****CP No. - 9147****UDIN- F008308E000272033.****Place- New Delhi****Date: 8th May 2023**

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

## **Annexure**

**To,  
The Members,  
SMC GLOBAL SECURITIES LIMITED,  
11/6B, Pusa Road, New Delhi-110005.**

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 isto 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. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. 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.
5. 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

Thanking You.

**Yours's faithfully  
For A. K. ROY & ASSOCIATES**

**SD/-**

**Arvind Kumar Roy  
(Company Secretaries)  
FCS NO- 8308  
C.P NO.-9147  
UDIN- F008308E000272033  
PLACE- New Delhi  
DATE- 08th May, 2023**

## ANNEXURE 4

### DISCLOSURE REGARDING MANAGERIAL REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- 1. The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the Financial Year 2022-23 and percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer & Company Secretary during the financial year are as follows:**

Sl. No.	Name of Director / KMP	Designation	% increase in remuneration during the FY	Ratio of remuneration of each director to median remuneration of employees
<b>A.</b>	<b>Executive Directors</b>			
1.	Mr. Subhash Chand Aggarwal	Chairman & Managing Director	23.81%	77.97
2.	Mr. Mahesh Chand Gupta	Vice Chairman & Managing Director	23.81%	78.00
3.	Mr. Ajay Garg	Director & Chief Executive Office	17.69%	46.18
4.	Anurag Bansal	Whole Time Director	50%	44.97
<b>B.</b>	<b>Non-Executive Directors</b>			
5.	Mr. Himanshu Gupta	Non-Executive Director	NA	NA
6.	Mrs. Shruti Aggarwal	Non-Executive Director	NA	NA
<b>C.</b>	<b>Key Managerial Personnel</b>			
7.	Mr. Suman Kumar	E.V.P. Corporate Affairs & Company Secretary & General Counsel	15%	40.50
8.	Mr. Vinod Kumar Jamar	President and Group CFO	10.75%	34.47

\*During the year, the Board of Directors in its meeting held 7th May, 2022 increased the remuneration of Mr. Subhash Chand Aggarwal, Chairman and Managing Director, Mr. Mahesh C. Gupta, Vice Chairman and Managing Director, Mr. Anurag Bansal, Whole Time Director, Mr. Ajay Garg, Director & CEO, Mr. Suman Kumar, E.V.P. (Corporate Affairs) & Company Secretary and Mr. Vinod Kumar Jamar, President & Chief Financial Officer w.e.f. 1st April, 2022.

\*\*The expression “median” means the numerical value separating the higher half of a population from the lower half and the median of a finite list of numbers may be found by arranging all the observations from lowest value to highest value and picking the middle value. In case where there is even number of observations, the median shall be average of two middle values

- 2. The percentage increase in the median remuneration of employees in the financial year:**

There was an increase of 2.29% in the median of remuneration paid to the employees of the Company during the financial year 2022-23

- 3. Number of permanent employees on the rolls of the Company:**

As on 31st March, 2023, the Company has 2547 permanent employees on its pay roll (including Directors & Key Managerial Personnel of the Company)

- 4. Average percentile increases already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison along with justification:**

The average percentile increase in the salaries of the employees other than the managerial personnel is 2.26%, whereas the increase in remuneration of employees including managerial personnel is 2.29%.

- 5. Affirmation that remuneration is as per the remuneration policy of the Company:**

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial) Rules, 2014, it is affirmed that remuneration paid to Directors and Key Managerial Personnel is in accordance with the Nomination and Remuneration Policy of the Company.

*Note: Since Non-Executive Directors are not entitled to any remuneration except sitting fees for attending Board/Committee Meetings, the required details are not applicable for such directors.*

## ANNEXURE 5

### DISCLOSURE AS PER SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH THE RULE 5(2) & (3) OF COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

#### 1. Details of top ten employees of the Company in terms of the remuneration drawn as per Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name	Age in Yrs	Qualification	Experience in Yrs	Date of Employment	Designation	Remuneration Received	Name of Last Employer
1.	Abhinav Agarwal	38	Masters in Computer Science	15	01.04.2015	Vice President, Quantitative Trading	4,44,90,726	Citadel LLC
2.	Roopesh Ramaprasad	37	Masters in Electrical Engineering	15	13.04.2015	Vice President	4,44,90,726	Citadel LLC
3.	Nitin Kumar Murarka	45	Chartered Accountant	14	01.03.2007	Vice President, Research	3,66,17,187	Evalueserve
4.	Barath Krishnan	36	Post Graduate Diploma in Management (PGDM)	13	05.08.2019	Senior Quantitative Researcher	2,00,73,442	Edelweiss Financial Services
5.	Bhushan Mohan Sonkusare	44	Management Science and Engineering	19	21.03.2022	Group CTO	1,10,03,582	Emirates NBD Bank
6.	Ashok Kumar Aggarwal	67	Chartered Accountant	43	01.08.2012	Senior Vice President	68,70,767	Self-Employed - Practicing Chartered Accountant
7.	Rohit Jain	40	Higher Secondary (12th)	19	01.08.2019	Senior Vice President	67,84,951	Anand Rathi
8.	Anuj Kansal	37	M.Sc	15	18.04.2022	Head- HFT	59,84,725	Chubb Business Services India Pvt. Ltd.
9.	Surjeet Chakravarty	39	Master of Technology	12	18.05.2022	Senior Software Developer	54,51,614	Alpha 5
10.	Mohit Shyngle	50	Bachelors of Commerce	29	01.04.2004	Senior Vice President, Business Development	53,37,453	S&F Securities Pvt. Ltd.

- No employee of the Company who was employed for a part of the financial year was in receipt of remuneration at a rate which in aggregate was not more than eight lakhs and fifty thousand per month.
- Apart from those mentioned above, no employee was in receipt of remuneration which in aggregate, be at a rate which is in excess of that drawn by the managing director or whole-time director and none of employee along with his spouse and dependent children holds 2% of equity shares of the Company as on 31st March, 2023.
- Nature of employment is contractual in all cases
- Remuneration includes Salary, allowances, Contribution to Provident Fund and other perquisites.

▪ WEALTH MANAGEMENT

☞ Attention, Time  
& Wealth Generation



PORTFOLIO MANAGEMENT SERVICES

—  
MULTI MANAGER INVESTMENT SOLUTIONS

—  
TRADING IN EQUITY, CURRENCY, INTEREST RATE FUTURES

—  
DEPOSITORY SERVICES

—  
MUTUAL FUNDS & IPOS

—  
FIXED INCOME PRODUCTS

—  
NEAR RISK FREE ARBITRAGE PRODUCTS

—  
STRUCTURED PRODUCTS

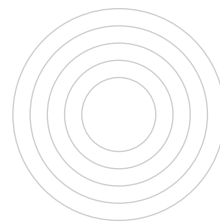
—  
PORTFOLIO ADVISORY

—  
REAL ESTATE FUNDS

—  
PRIVATE EQUITY FUNDS

—  
FINANCIAL PLANNING

—  
HEDGING SERVICES





IT TAKES TIME  
**FOR GOOD  
THINGS TO  
HAPPEN**

# Business Responsibility and Sustainability Report

**[Under Regulation 34(2)(f) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015]**

## Section A- General Disclosures

### I. Details of the Listed Entity

1. **Corporate Identity Number(CIN)of the Listed Entity** – L74899DL1994PLC063609
2. **Name of the Listed Entity**- SMC Global Securities Limited
3. **Year of incorporation** – 19th December, 1994
4. **Registered office address** – 11/6B, Shanti Chambers, Pusa Road, New Delhi- 110005, New Delhi
5. **Corporate address** - Mumbai, Lotus Corporate Park, A wing 401/402, 4th floor, Graham Firth, Compound, Off Western Express Highway, Goregaon East) Mumbi-400063  
  
Kolkata-18, Rabindra Sarani Poddar Court, Gate No. 4, Fifth Floor, Kolkata 700001  
  
Ahemdabad-10/A, Kalapurnam Building, Near Muncipal Market C.G.Road, Ahmedabad - 380009, India
6. **E-mail**- [smc@smcindiaonline.com](mailto:smc@smcindiaonline.com)
7. **Telephone**- 011-30111000 (1800-11-0909)
8. **Website**- [www.smcindiaonline.com](http://www.smcindiaonline.com)
9. **Financial year for which reporting is being done**- FY 2022-23
10. **Name of the Stock Exchange(s) where shares are listed** – National Stock Exchange of India Limited and BSE Limited
11. **Paid-up Capital** - Rs. 20,94,00,000
12. **Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report**-Mr. Suman Kumar, Company Secretary and Compliance Officer, Telephone- 011-30111000, Email Id: [sumankumar@smcindiaonline.com](mailto:sumankumar@smcindiaonline.com)
13. **Reporting boundary- Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together)** – Disclosures made in this report are on a standalone basis



## II. Products/Services

### 1. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Securities Brokerage Services	66120	55.58%

### 2. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1.	Securities Brokerage Services	66120	55.58%
2.	Other financial activities	66190	20.35%

## III. Operations

### 1. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices Total
National	Not Applicable	167
International	Not Applicable	00

### 2. Markets served by the entity:

#### a. Number of locations

Locations	Number
National (No. of States)	25
International (No. of Countries)	0

**b. What is the contribution of exports as a percentage of the total turnover of the entity?**

Being in financial service sector, there is no contribution towards exports during FY 2022-23.

**c. A brief on types of customers**

The Company is engaged in Broking and Clearing Services in equity, commodity, currency and derivatives, depository participant services, distribution of mutual funds, IPOs, FDs and bonds and other third party instrument and registered as research analyst.

**IV. Employees**

1. Details as at the end of Financial Year:

**a. Employees and workers (including differently abled):**

S. No.	Particulars	Total (A)	Male		Female	
			No.(B)	% (B/A)	No. (C)	% (C/A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	2547	1956	77%	591	23%
2.	Other than Permanent (E)	0	0		0	00
3.	Total Employees (D+E)	2547	1956	77%	591	23%
<b>WORKERS</b>						
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	Total Workers (F+G)	0	0	0		00

**b. Differently abled Employees and workers:**

S. No.	Particulars	Total (A)	Male		Female	
			No.(B)	% (B/A)	No. (C)	% (C/A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	8	8	100%	0	0
2.	Other than Permanent (E)	0	0	0	0	0
3.	Total Employees (D+E)	8	8	100%	0	0
<b>WORKERS</b>						
4.	Permanent (F)	0	0	0	0	0
5.	Other than Permanent (G)	0	0	0	0	0
6.	Total Workers (F+G)	0	0	0	0	0

### c. Participation/Inclusion/Representation of women

	Total (A)	No. and percentage of Females	
		No.(B)	% (B/A)
Board of Directors	12	2	16.67%
Key Management Personnel	6	0	0

### d. Turnover rate for permanent employees and workers

	FY 2022-23			FY 2021-22			FY 2020-21		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	34.05%	55.84%	<b>39.08%</b>	30.31%	37.30%	<b>31.76%</b>	27.36%	28.03%	<b>27.49%</b>
Permanent Workers	0%	0%	<b>0%</b>	0%	0%	<b>0%</b>	0%	0%	<b>0%</b>

## V. Holding, Subsidiary and Associate Companies (including joint ventures)

### (a) Names of holding/subsidiary/associate companies/joint ventures

S. No.	Name of the holding/ subsidiary/ associate companies/ joint ventures (A)	Indicate whether holding/Sub subsidiary/Associate/ Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Moneywise Financial Services Private Limited	Wholly Owned Subsidiary	100%	The subsidiaries and joint venture companies participate in BRSR initiatives to the extent possible.
2.	SMC Insurance Brokers Private Limited	Subsidiary	90%	
3.	SMC Capitals Limited	Wholly Owned Subsidiary	100%	
4.	SMC Global IFSC Private Limited	Wholly Owned Subsidiary	100%	
5.	Moneywise Fininvest Limited	Wholly Owned Subsidiary	100%	
6.	SMC Comtrade Limited	Wholly Owned Subsidiary	100%	
7.	SMC Investments & Advisors Limited	Wholly Owned Subsidiary	100%	
8.	SMC Real Estate Advisors Private Limited	Wholly Owned Subsidiary	100%	

9.	SMC Comex International DMCC (UAE)	Wholly Owned Subsidiary	100%	The subsidiaries and joint venture companies participate in BRSR initiatives to the extent possible.
10.	SMC Global USA INC. (USA)	Subsidiary	50%	
11.	SMC & IM Capitals Investment Manager LLP	Joint Venture	50%	

## VI. CSR Details

a. Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No)- Yes

b. Turnover (in Rs.) – Rs. 67,915.41 lakhs

c. Networth (in Rs.) – Rs. 76,800.25 lakhs

## VII. Transparency and Disclosures Compliances

1. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If Yes, then provide web-link for grievance redress policy)	FY 2022-23 Current Financial Year			FY 2021-22 Previous Financial Year		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities		-	-	-	-	-	-
Investors (other than shareholders)	Yes, SMC Global Securities Limited has a grievance redressal mechanism in place for all of its stakeholders. The processes are set internally and communicated to the stakeholder	-	-	-	-	-	-
Shareholders		2	0	Complaints were suitably resolved in a timely manner	1	0	Complaints were suitably resolved in a timely manner
Employees and workers		-	-	-	-	-	-
Customers		76	3	-	90	0	-
Value chain partners		-	-	-	-	-	-

## 2. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format:

S.No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	<b>Data Integrity &amp; Security</b>	Risk & Opportunity	<p><b>Risk:</b> Risk linked to technology directly impact the security and integrity of the system across the business operation. The criticality involved with the technology and cyber security needs to be assessed periodically to prevent breaches of data privacy from the aspects of confidential information of the Company as well as its stakeholders and which can result in business loss.</p> <p><b>Opportunity:</b> Having a robust information security structure helps to reduce cyber threats and ensure privacy, data security for all our stakeholders and facilitates business expansion and growth.</p>	Strengthened security, IT and monitoring systems, anti-virus and conducting trainings on cyber security to reduce risks arising from cyber security and data breaches and create awareness about the same.	<p><b>Negative-</b> Lack of a strong data integrity and security mechanism may lead to increase in number of data breaches and loss of valuable data and business loss.</p> <p><b>Positive:</b> Strong alignment of secure data integrity principles with the help of innovative technology and digitalization initiatives within the Company's business operations will ensure compliance of data security, privacy and prevent any loss of data</p>
2.	<b>Human Capital</b>	Risk & Opportunity	<p><b>Opportunity:</b> Human Capital is one of the key strategic imperative for the Company and we consistently invest in the growth &amp; development and alignment of employees to Company's growth strategy.</p> <p><b>Risk:</b> Talent management parameters such as acquisition, retention and development are intrinsically linked to workforce welfare. Inability to meet with the workforce expectations may impact the Company's retention rate and affect the Company's the business continuity due to the criticality of workforce as a part of the business growth plan.</p>	We put in substantial efforts to ensure that no human right violations take place in the entire line of our business	<b>Negative</b> – Any violation of workforce welfare/Human Rights or any dissatisfaction there of can lead to severe reputational and financial risk for the organization and impact the growth.

3.	<b>Customer Experience</b>	Risk & Opportunity	<p><b>Risk:</b> Poor customer experience can negatively impact customer retention and subsequently reduce profit margins and business growth.</p> <p><b>Opportunity:</b> Customer satisfaction can help in penetration, reputation, new customer building and business growth.</p>	<p>Management and minimization of issues of the customers and working as per customer's expectations and regularly improving the standards in order to comply with prescribed law.</p>	<p><b>Negative-</b> Loss of reputation can result in loss of customer thereby adversely impacting businesses of the Company</p> <p><b>Positive-</b> Adopted customer centric approach</p>
4.	<b>Compliance Management</b>	Risk & Opportunity	<p><b>Risk:</b> In effective compliance management leads to violation of regulatory provision and tarnishes the good will of the Company and can directly impact our business being closely regulated by SEBI and other regulators.</p> <p><b>Opportunity:</b> Robust compliance management ensure company's growth and future business prospects thereof.</p>	<p>Management system for ensuring, that the Company and its employees follow all laws, regulations, standards, and ethical practices that apply to the organization and industry</p>	<p><b>Negative-</b> In case of non-compliance of laws and regulations, heavy penalties can be imposed on the Company and shall also result in reputational/business loss.</p> <p><b>Positive-</b> Compliance of all laws and regulations will help the Company to emerge as one of the well-governed companies of the Country and enjoy goodwill in the market. and growth</p>
5.	<b>Risk Management</b>	Risk & Opportunity	<p><b>Risk:</b> Lack of robust controls across the risk management system may lead to adverse impacts across business operations.</p> <p><b>Opportunity:</b> Risk Management facilitates addressing risks linked to business interruption from changes in local and global geo-political, socioeconomic, regulatory or other events. Thus, the integration of risk management bolsters the Company's business continuity plan</p>	<p>The Company has a robust risk management system and senior management officials of the Company have been bestowed with the responsibility of overseeing and mitigating risks.</p>	<p><b>Negative-</b> If the Company would not be able to mitigate risks timely, it may result in huge loss of operations to the Company.</p> <p><b>Positive-</b> Adequate risk identification and timely mitigation shall help the Company to have an edge over its competitors.</p>

6.	<b>Community Development</b>	Opportunity	Streamlining CSR initiatives with the needs of community members by virtue of stakeholder engagement sessions enables the Company to highlight its positive impact on the community and fulfill our social obligations	NA	<b>Positive:</b> Supporting the CSR activities helps us to create a meaningful impact for the communities and society we deal with
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## SECTION B: MANAGEMENT AND PROCESS DISCLOSURES

The National Guidelines for Responsible Business Conduct (NGRBCs) as prescribed by the Ministry of Corporate Affairs advocates nine principles referred as P1-P9 as given below:

P1	Businesses should conduct and govern themselves with integrity and in a manner that is ethical, transparent and accountable.
P2	Businesses should provide goods and services in a manner that is sustainable and safe
P3	Businesses should respect and promote the well-being of all employees, including those in their value chains
P4	Businesses should respect the interests of and be responsive to all its stakeholders
P5	Businesses should respect and promote human rights
P6	Businesses should respect and make efforts to protect and restore the environment
P7	Businesses when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent
P8	Businesses should promote inclusive growth and equitable development
P9	Businesses should engage with and provide value to their customers in a responsible manner

S.No.	Disclosure Question	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>										
1.	(a) Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs (Yes/No)	Y	N/A #	Y	Y	Y	Y	Y	Y	Y
	(b.) Has the policy been approved by the Board? (Yes/No)*	Y	-	Y	Y	Y	Y	Y	Y	Y
	(c.) Web Link of the Policies, if available	Policies other than those placed on the Company's website ( <a href="https://www.smcindiaonline.com/investors/">https://www.smcindiaonline.com/investors/</a> ) are internal documents and are not accessible to public.								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Y	N/A	Y	Y	Y	Y	Y	Y	Y
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes, The Company strives to influence its partners in the value chain to participate in the responsible and sustainable business conduct depending upon their means and resources.								
4.	<ul style="list-style-type: none"> <li>Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustee) standards (e.g. SA8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle</li> </ul>	All policies have been developed based on industry practices, as per the regulatory requirements and through appropriate consultation with relevant stakeholders								
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any.	The Company does not set targets, goals/ timelines for all the policies, rather the Company ensures that specific implementation plan is executed with regular follow ups. Also, any updation in the policy is always reviewed by the Board/ Committee/ Director/ Any other senior official of the Company.								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.									
<b>Governance, leadership and oversight</b>										
7.	<p><b>Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)</b></p> <p>Business responsibility and sustainability are not mere buzzwords for us, they are at the core of our operations and strategic decision making. We recognize that our actions have far reaching implications on the well-being of our stakeholders, the environment and society as a whole. This is the reason that our social commitments are always linked with our vision of ensuring sustainability in the society.</p> <p>Being a financial sector company, we ensure that our operations do not result in harming the society in any way. Accordingly, the Company through various mechanisms has chosen sustainable working. We are dedicated to fostering a workplace culture that promotes diversity, inclusion and equal opportunities to all.</p> <p>As the Director of the Company, I would like to say that we have always remained committed towards continuous improvement, embracing innovation and staying at the forefront of sustainable practices within the financial sector. Mr Anurag Bansal is Whole Time Director of the Company.</p>									
8.	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Mr. Anurag Bansal, Whole Time Director of the Company (DIN: 00003294) and Designated Director for the purpose of BRSR and Mrs. Reema Garg, Chief Human Resource Officer and Business Responsibility Head.								



9. Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details.	Yes, The Company has voluntarily constituted Business Responsibility and Sustainability Committee for the purpose of ensuring compliance of Business Responsibility Policies.
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# Being a financial sector entity, there was no specific requirement for framing a policy related to P2. Hence, the same is not applicable.

\* Here the term “ Board” shall include any committee constituted by Board of Directors or any delegated authority/official of the Company.

**10. Details of Review of NGRBCs by the Company:**

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)														
	P1	P2	P3	P4	P5	P6	P7	P8	P9	P1	P2	P3	P4	P5	P6	P7	P8	P9						
Performance against above policies and follow up action	Policies are reviewed at periodic intervals in all aspects including statutory requirements depending on as an when required.																							
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	The Company has formulated standard operating procedure for each department of the Company for ensuring compliance of all statutory requirements by each department.																							
11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P2			P3			P4			P5			P6			P7			P8			P9		
	NO																							

**12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:**

Not Applicable since the policies of the Company covers all Principles on NGRBCs, except for P2 as the same is not applicable in the Company.

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the Principles material to its business (Yes/No)	NA	-	NA	NA	NA	NA	NA	NA	NA
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA	-	NA	NA	NA	NA	NA	NA	NA
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA	-	NA	NA	NA	NA	NA	NA	NA
It is planned to be done in the next financial year (Yes/No)	NA	-	NA	NA	NA	NA	NA	NA	NA
Any other reason (please specify)	NA	-	NA	NA	NA	NA	NA	NA	NA

The Company is a financial service provider and hence the principle related to providing goods and services that are sustainable and safe for the environment is not applicable. Therefore, the Company does not have a formulated policy for this principle. However, the Company ensures that its operations are conducted in such a manner that it does not pose any threat to the society.

**SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE**

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

**PRINCIPLE 1: Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable**

**Essential Indicators**

**1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:**

Segment	Total number of training and awareness programs held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by awareness program
<b>Board of Directors</b>	5	During the year, the Board and KMP were provided training and awareness on various matters relating to the industry, business models, risk matrices, mitigation and management of risk, governing regulations, technology including cyber security, their roles, rights and responsibilities and major developments and updates on the Company, etc	100%
<b>Key Managerial Personnel</b>	5		
<b>Employees other than Board of Directors and KMPs</b>	454	Inductions, Product related & Soft Skills	100%
<b>Workers</b>	Not Applicable	Not Applicable	Not Applicable

**2. Details of fines /penalties /punishment /award /compounding fees /settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies /judicial institutions, in the financial year, in the following format :**

*(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website)*

<b>MONETARY</b>				
	<b>NGRBC Principle</b>	<b>Name of the regulatory/ enforcement agencies/ judicial institutions</b>	<b>Brief of the Case</b>	<b>Has an appeal been preferred? (Yes/No)</b>
<b>Penalty/ Fine</b>	NIL	NIL	NIL	NIL
<b>Settlement</b>	NIL	NIL	NIL	NIL
<b>Compounding fee</b>	NIL	NIL	NIL	NIL
<b>NON-MONETARY</b>				
<b>Imprisonment</b>	NIL	NIL	NIL	NIL
<b>Punishment</b>	NIL	NIL	NIL	NIL

**3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed**

<b>Case Details</b>	<b>Name of the regulatory/ enforcement agencies/ judicial institutions</b>
Not Applicable	

**4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy.**

SMC Global Securities Limited have zero tolerance towards unethical business practices and prohibit bribery and corruption in any form in all of its business dealings through necessary policies, codes and charters. The Company does not have a dedicated anti-corruption or anti-bribery policy, however, its operations are governed by the Code of Conduct. The document is applicable to all the employees who must abide by the values of the company.

The code compels the employees to be ethical, accountable and transparent in their day-to-day office work and specifically instructs the employees to abide by anti-corruption and anti-bribery principles.

Apart from the Code of Conduct, the Company also has an in-house vigilance mechanism for whistle blower protection called the vigil mechanism. The mechanism enables both internal

and external stakeholders to report malpractices, If any, in the organization.

**5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:**

No such actions have been taken against our Directors/KMPs/employees/workers both for FY 21-22 and FY 22-23.

**6. Details of complaints with regard to conflict of interest**

No complaints have been received in relation to issues of Conflict of Interest of the Directors and in relation to issues of Conflict of Interest of the KMPs both for FY 21-22 and FY 22-23.

**7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.**

Not Applicable

## Leadership Indicators

### 1. Awareness programmes conducted for value chain partners on any of the principles during the financial year

Total no. of awareness programmes held	Topics/principles covered under the training	% age of persons in respective category covered by the awareness programmes
83	Inductions, Product related & Soft Skills	NA
*The data related to % age of persons in respective category covered by the awareness programmes is not currently available with the Company.		

### 2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the board? (Yes/No) If yes, provide details of the same.

Yes, The Company has a separate Code of Conduct for Directors and Senior Management which provides that 'Directors and Senior Management shall observe the highest standards of ethical conduct and integrity and shall work to the best of their ability and judgement'. The said Code of Conduct requires them to not to engage in any material business relationship or activity, which

conflicts with their duties towards the Company. The Directors and Senior Management on an annual basis provides an affirmation that they have complied with the Code for the financial year and that there were no instances of conflict of interest during the year. Further, the Chief Executive Officer provides a declaration in the Annual Report of the Company affirming compliance of code. In terms of the Companies Act, 2013, the Directors do not participate in discussions on agenda items in which they are interested.

## PRINCIPLE: 2 Businesses should provide goods and services in a manner that is sustainable and safe

### Essential Indicators

As the company is involved in financial services, hence this principle is not application, however the company is disclosing the necessary disclosures when ever possible.

### 1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2022-23	FY 2021-22	FY 2020-21
<b>R&amp;D</b>	Not applicable being a financial services sector Company	NA	NA
<b>Capex</b>	Not Applicable being a financial services sector Company	NA	NA

### 2. Does the entity have procedures in place for sustainable sourcing? If yes, what percentages of inputs were sourced sustainably?

No, being in the Financial Services sector, the consumption of resources is limited to running of operations and sourcing of inputs is not relevant to our core activities.

**3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.**

Given the nature of the business, the Company provides financial services to its customers and does not manufacture any products; hence there is no generation of hazardous and other wastes. However, recycled tissue papers are used at its corporate offices. The Company has systems in place to manage e-waste and engages with certified e-waste handlers for disposal of e-waste.

**4. Whether Extended Producer Responsibility (EPR) is applicable to the entity’s activities (Yes / No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.**

Not Applicable

**LEADERSHIP INDICATORS**

**1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for**

**service industry)? If yes, provide details in the following format?**

SMC is engaged in diversified portfolio of offering financial services to its customers such as brokerage, clearing services, depository participant services, investment banking, wealth management, PMS, real estate broking, mortgage & loan advisory, NRI & FPI services etc. categorized under Broking, Distribution and Trading segment and is not involved in manufacturing or selling of tangible products hence, Life Cycle Perspective/ Assessments (LCA) of products are not applicable.

**2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same**

Not Applicable

**3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry)**

Not Applicable

**4. If the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format**

Particulars	FY 2023			FY 2022		
	Re used	Recycled	Safely Disposed	Re used	Recycled	Safely Disposed
<b>Plastics</b>	Plastic waste generated from our office premises is minimal. The Company emphasizes on reducing dependency on plastic products.					
<b>E-waste</b>	During the year no e-waste was disposed off by the Company			0.44 metric tonnes of e-waste was generated and safely disposed.		
<b>Hazardous waste</b>	Our services do not involve producing or disposing hazardous waste of any kind. Hence, this is not applicable in our industry					
<b>Other waste</b>	The Company has a mechanism for handling and safe disposal of other non-hazardous wastes					

**5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.**

Not Applicable

### PRINCIPLE 3

Businesses should respect and promote the well-being of all employees, including those in their value chains

#### Essential Indicators

##### 1. Details of measures for the well-being of employees:

Category	Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent Employees</b>											
Male	1956	1158	59.2%	-	-	-	-	-	-	-	-
Female	591	257	43.5%	-	-	13	2.2%	-	-	-	-
<b>Total</b>	<b>2547</b>	<b>1415</b>	<b>55.6%</b>	-	-	<b>13</b>	<b>2.2%</b>	-	-	-	-
<b>Other than Permanent Employees</b>											
Male	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
Female	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
<b>Total</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>	<b>NA</b>

##### 2. Details of retirement benefits, for current and previous Financial Year

Benefits	FY 2022-23			FY 2021-22		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/NA)
<b>PF</b>	83.98%	NA	YES	80.57%	NA	YES
<b>Gratuity</b>	3.77%	NA	YES	3.25%	NA	YES
<b>ESI</b>	33.53%	NA	YES	43.53%	NA	YES
<b>Others please specify</b>	NA	NA	NA	NA	NA	NA

##### 3. Accessibility of workplaces

**Are the premises/offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps is being taken by the entity in this regard.**

Yes. The Company has the necessary infrastructure in place to make the workplaces accessible to differently abled employees and visitors.

##### 4. Does the Company have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

No. The Company through its Code of Conduct for Employees prohibits discrimination against any person with disability in any matter related to employment. Discrimination on the basis of race, sex, religion, age, disability, national origin, or other such factors is an explicit violation of this code.

**5. Return to work and retention rates of permanent employees and workers that took parental leave.**

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention Rate
Male	NA	NA	NA	NA
Female	100%	92.31%	NA	NA
Total	100%	92.31%	NA	NA

\*Retention rate determines employees who have returned to work after parental leave ended and were employed with the Company 6 months later.

**6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief:**

Yes/No (If yes, then give details of the mechanism in brief)	
<b>Permanent Employees</b>	<p>The Company has always believed in open and transparent communication. Employees are encouraged to freely discuss issues concerning themselves with the HODs/HR.</p> <p>In addition, the Company has a Vigil Mechanism Policy in place, which provides a formal platform to the employees of the Company to share their genuine concern relating to any unethical practice in the Company. The concerns can be communicated by writing to whistleblower@smcindiaonline.com</p> <p>For grievances pertaining to sexual harassment, employees may raise their concern as per the Sexual Harassment Policy of the Company. The Company on a regular basis sensitizes its employees on prevention of sexual harassment at workplace.</p>
<b>Other than Permanent Employees</b>	<p>The Company does not have any employees other than permanent employees</p>

**7. Membership of employees and worker in association(s) or Unions recognized by the listed company**

The Company does not have any employee associations.

**8. Details of training given to employees**

Category	FY 2022-23					FY 2021-22				
	Total (A)	On Health and safety measures		On skill upgradation		Total (D)	On Health and safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No (E)	% (E/A)	No. (F)	% (F/A)
<b>Employees</b>										
Male	1956	0	0	1266	64.72%	1714	0	0	865	50.47%
Female	591	0	0	435	73.60%	473	0	0	234	49.47%
<b>Total</b>	<b>2547</b>	<b>0</b>	<b>0</b>	<b>1701</b>	<b>66.78%</b>	<b>2187</b>	<b>0</b>	<b>0</b>	<b>1099</b>	<b>50.25%</b>
<b>Workers</b>										
Male	-	-	-	-	-	-	-	-	-	-
Female	-	-	-	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-	-	-	-

All categories of employees have to undergo mandatory induction program at the time of joining. Further, various flyers and emails are frequently circulated for safety and skill upgradation (especially precautions to be ensured for COVID-19). Further, various videos and articles are periodically placed on the intranet portal of the Company for skill upgradation. The training programs are organised for all employees including Directors and Senior Management.

**9. Details of performance and career development reviews of employees and workers**

Category	FY 2022-23			FY 2021-22		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>Employees</b>						
<b>Male</b>	1956	1406	71.88%	1714	1271	74.15%
<b>Female</b>	591	389	65.82%	473	286	60.47%
<b>Total</b>	<b>2547</b>	<b>1795</b>	<b>70.48%</b>	<b>2187</b>	<b>1557</b>	<b>71.19%</b>
<b>Workers</b>						
Male	-	-	-	-	-	-
Female	-	-	-	-	-	-
Total	-	-	-	-	-	-
The Company is also helping its employees in appearing and qualifying different online exams (including NISM) being conducted by SEBI.						



**10. Health and Safety Management System**

**a) Whether an occupational health and safety management system has been implemented by the entity? (Yes/No). If yes, the coverage of such system?**

Considering the nature of business i.e. financial services of the Company, there are no occupational health and safety risks. The Company is focussed on both, physical and mental well-being of its employees and has organised various workshops and discussions with well-being experts and medical practitioners. The Company also organises free health check-up camps at regular intervals for ensuring the welfare of the employees. During the year, there were no accidents of any employee of the Company whilst on duty.

**b) Processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the Company**

The Company is involved in financial services business and hence this is not applicable to us.

**c) Processes for identification and reporting of occupational hazards by workers and action to be taken**

Not Applicable

**d) Do the employees/workers of the Company have access to non-occupational medical and health care services?**

Yes. The Company provides a group mediclaim policy which cover all the permanent employees and also organizes regular free health checkup camp for its employees.

**13) Number of complaints on the following made by the employees**

Particulars	FY 2022-23			FY 2021-22		
	Filed during the Yr.	Pending resolution at the end of Yr.	Remarks	Filed during the Yr.	Pending resolution at the end of Yr.	Remarks
<b>Working conditions</b>	Nil	Nil	-	Nil	Nil	-
<b>Health and Safety</b>	Nil	Nil	-	Nil	Nil	-

**14) Assessments for the year**

	% of your plants and offices that were assessed (by entity or
<b>Working Conditions</b>	NA
<b>Health and Safety</b>	

**15) Provide details of any corrective action taken or underway to address safety related incidents (if any) and on significant risks/concerns arising from assessments of health and safety practices and working conditions.**

Not applicable.

**death of employees? (Y/N)**

Yes. The Company extends support to families in the event of any employee's death. This includes Group Term Insurance cover, Retiral benefits (PF, Gratuity etc).

**Leadership Indicators**

**a) Does the Company extend any life insurance or any compensatory package in the event of**

**b) Provide the measures undertaken by the Company to ensure that statutory dues have been deducted and deposited by the value chain partners.**

The Company is compliant with deduction of statutory dues of employees towards income tax, provident fund, professional tax, ESIC etc. as applicable from time to time. Value Chain Partners

(vendors) are equally responsible to comply with the deduction of statutory dues. We follow the prescribed norms of SEBI and advise the value chain partners to follow the same.

**c) Provide the number of employees/workers having suffered high consequence work related injury/ill health/fatalities, who have been rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment.**

Particulars	Total no. of affected employees/workers		No. of employees	
	FY 2023	FY 2022	FY 2023	FY 2022
Employees	Nil	Nil	Nil	Nil
Workers	Nil	Nil	Nil	Nil

**d) Does the Company provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

No there is no such policy, however, the company organizes exit interview and provide guidance to the employees for continued employability.

**e) Details on assessment of value chain partners:**

	% of value chain partners that were assessed
<b>Health and safety practices</b>	Company expects all its value chain partners to follow extant regulations, including health and safety practices and working environment.
<b>Working conditions</b>	

*\*We follow the compliance norms, however, no such assessment have been conducted by the company.*

**f) Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

In absence of any significant risks / concerns, no corrective action plan has been necessitated.

**Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders**

**Essential Indicators**

**a) Describe the processes for identifying key stakeholder groups of the Company**

Any individual or group of individuals or institution that adds value or is impacted by the activities of the business or is interested in the business is identified as a stakeholder by the Company. The Company has identified both internal and external stakeholders in various policies and codes of the Company and these includes shareholders, employees, authorised persons, sub-brokers, business associates, bankers, exchanges and other regulators, vendors, investors, customers, independent financial distributors, service provides, suppliers, and public at large.

**b) List stakeholder groups identified as key for your Company and the frequency of engagement with each stakeholder group**

<b>Stakeholder Group</b>	<b>Whether identified as Vulnerable and Marginalised Group (Yes/ No)</b>	<b>Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website), Others</b>	<b>Frequency of engagement (Annually/ Half yearly/ Quarterly /others – please specify)</b>	<b>Purpose and scope of engagement including key topics and concerns raised during such engagement</b>
<b>Shareholders &amp; Investors</b>	No	Multiple channels- both physical and digital Quarterly results, Investor presentations, communications through stock exchanges disclosure, newspaper advertisements, Annual Report, Annual General Meeting, Investor/analysts calls and meet, Website etc.	Annual, half yearly, quarterly and as prescribed under lawn and as and when required.	To inform about the performance, present business highlights, major developments and other relevant updates regarding the Company and its subsidiaries. Consent/approval of the shareholders is also obtained as prescribed under law.
<b>Customers</b>	No	Multiple- physical and digital Email, SMS, calls advertisement, website, social media	As and when required	Servicing throughout the lifecycle of the customer and address queries / grievances that the customer may have, regular updates on launch of new products, alerts of stock market, communication relating to website and applications.
<b>Employees</b>	No	Direct contact, team engagement, Email, notice board, intranet, newsletters, and appraisal and training programmes for personal and professional growth	As and when required	To provide our employees a safe, inclusive and empowering workplace that encourages transparent engagement and the freedom to act, innovate and grow as professionals and individuals.
<b>Government &amp; Regulators</b>	No	Through emails, meetings, submissions, representations, query letters etc. as required.	As prescribed under law and as and when required	Seeking clarifications and relaxation, communicating challenges and providing recommendations, knowledge sharing, regulatory inspections and queries.
<b>Value Chain Partners</b>	No	Multiple channels – physical and digital- , partner events, calls, e-mail, website, one-to-one meetings	As and when required	Helps to increase reach and enhance business

Stakeholder Group	Whether identified as Vulnerable and Marginalised Group (Yes/ No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community, Meetings, Notice Board, Website), Others	Frequency of engagement (Annually/ Half yearly/ Quarterly /others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
<b>Society</b>	Yes	Our engagement with the community includes physical visits as well as digital channels.	Frequent and need based	As our Corporate Social Responsibility, promote social welfare activities for inclusive growth, fair and equitable development and well-being of society by targeting the areas of education, health and environmental sustainability through partners and local NGOs around the Country

**Leadership Indicators**

**c) Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.**

We maintain a constant and proactive engagement with our key stakeholders that enable us to communicate our strategy and performance. We practice continuous communication and engagement to align expectations. The Board of Directors are updated on various developments arising out of such engagement and they provide their guidance / inputs on such matters. We follow the norms of communication with the Board.

**d) Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the Company.**

The Company has put in place systems and procedures to identify prioritise and address the needs and concerns of its stakeholders across businesses and units in a continuous, consistent and systematic manner. Our management continuously visits various seminars and conferences as

speakers/special guests and understands the environmental and social topic which needs attention during the current times. We also consider the suggestions of different stakeholders while considering CSR expenditure.

**e) Details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups**

Society: We implement several CSR programs in the areas of education, health and environmental sustainability through partners and local NGOs for marginalized sections of communities. The CSR committee identifies the disadvantages, vulnerable and marginalised stakeholders and identifies the urgent social needs and allocate the CSR expenditure accordingly and as described under the CSR report annexed to this annual report.

**Principle 5- Businesses should respect and promote human rights**

**Essential Indicators**

**a) Employees and workers who have been provided training on human rights issues and policy(ies) of the Company, in the following format:**

The employees and workers have been provided training on human right issues on regular intervals.

**b) Details of minimum wages paid to employees and workers, in following format**

Category	FY 2022-23					Total (D)	FY 2021-22			
	Total	Equal to min wage		More than min wage			Equal to min wage		More than min wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (B)	% (B/A)	No. (C)	% (C/A)
Male	1956	273	13.96%	1683	86.04%	1714	204	11.90%	1510	88.10%
Female	591	134	22.67%	457	77.33%	473	65	13.74%	408	86.26%

**c) Details of remuneration/salary**

The Company has 12 Directors including 6 Independent Directors, 2 Non-Executive Directors and 1 Whole-time Director, 1 Chief Executive Officer and 2 Managing Directors. Non-Executive Directors do not draw any remuneration from the Company. Independent Directors are paid sitting fees for attending meetings of the Board and its Committees. The details of remuneration paid to the directors are provided in detail in the Director's Report and Corporate Governance Report annexed to this Annual Report.

**d) Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No).**

The Company has a Chief Human Resource Officer who is responsible for the human resources function and addresses any issue arising from any human rights impact or issues caused or contributed to by the business.

**e) Internal mechanisms in place to redress grievances related to human rights issues.**

Guidance on human rights issues is covered as a part of Company's Code of Conduct. The Company has a Vigil Mechanism Policy that allows and encourages its stakeholders to raise concerns about the violations against the Code of Conduct. Any concerns reported are addressed by the dedicated official. Additionally, employees can report issues to the Chairman of the Audit Committee.

**f) Number of Complaints on the following made by employees and workers:**

Category	FY 2022-23			FY 2021-22		
	Filed during the Yr	Pending resolution at the end of Yr	Remarks	Filed during the Yr	Pending resolution at the end of Yr	Remarks
Sexual Harassment	Nil	Nil	-	Nil	Nil	-
Discrimination at workplace	Nil	Nil	-	Nil	Nil	-
Child Labour	Nil	Nil	-	Nil	Nil	-
Forced Labour/ Involuntary Labour	Nil	Nil	-	Nil	Nil	-
Wages	Nil	Nil	-	Nil	Nil	-
Other human rights related issues	Nil	Nil	-	Nil	Nil	-

**g) Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.**

The Whistle Blower & Protection policy mentions a clause on confidentiality of complainant/ Protection against victimization or retaliation. The policy allows disclosures of wrongful act on a confidential basis or may be submitted anonymously. Further, the cases related to prevention of sexual harassment at work place are treated with utmost sensitivity and confidentially in line with the guidelines of the Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act 2013.

**h) Do human rights requirements form part of your business agreements and contracts? (Yes/No).**

Human rights requirements form a part of the Company's business agreements and contracts as and where relevant and necessary.

**l) Assessments for the year: %**

	<b>% of your plants and offices that were assessed (by Company or statutory authorities or third parties)</b>
<b>Child labour</b>	Nil
<b>Forced/involuntary labour</b>	Nil
<b>Sexual harassment</b>	Nil
<b>Discrimination at workplace</b>	Nil
<b>Wages</b>	Nil
<b>Others- please specify</b>	Nil

**j) Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 9 above.**

Not Applicable

**Leadership Indicators**

**k) Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.**

Not Applicable

**l) Details of the scope and coverage of any Human rights due diligence conducted**

Nil

**m) Is the premise/office of the Company accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?**

Yes. The Company has the necessary infrastructure in place to make the workplaces accessible to differently abled employees and visitors.

**n) Details on assessment of value chain partners:**

	<b>% of value chain partners (by value of business done with such partners) that were assessed</b>
<b>Child labour</b>	In all of our dealings, the Company expects its value chain partners to uphold the same values, beliefs, and business ethics as the Company. No specific assessment in respect of value chain partners has been carried out.
<b>Forced/involuntary labour</b>	
<b>Sexual harassment</b>	
<b>Discrimination at workplace</b>	
<b>Wages</b>	
<b>Others- please specify</b>	

**o) Provide details of any corrective actions taken or underway to address significant risks / concerns arising from the assessments at Question 4 above**

Not Applicable

**Principle 6: Businesses should respect and make efforts to protect and restore the environment**

**ESSENTIAL INDICATORS**

**a) Details of total energy consumption (in Joules or multiples) and energy intensity:**

Parameter	FY 2022-23	FY 2021-22
Total Electricity consumption (A)	26.46 Gigajoules	22.84 Gigajoules
Total Fuel Consumption (B)	404.29 Gigajoules	700.75 Gigajoules
Total energy consumption through other sources (C)	NIL	NIL
Total Energy Consumption (A+B+C)	430.76 Gigajoules	723.59 Gigajoules
Energy intensity per rupee of turnover (Total energy consumption /turnover in rupees)	0.00	0.00

Note: The information provided above is only of the registered office of the Company.

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?

NO

**b) Does the Company have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.**

Not Applicable

**c) Details of disclosures related to water**

The Company and its subsidiaries' usage of water is restricted to human consumption purposes only. Efforts have been made to ensure that water is consumed judiciously in the office/branch premises.

Parameter	FY 2022-23	FY 2021-22
<b>Water withdrawal by source (in kilolitres)</b>		
<b>A) Surface Water</b>	N/A	N/A
<b>B) Ground Water</b>	N/A	N/A
<b>C) Third Party Water</b>	808	1702
<b>D) Seawater/desalinated water</b>	N/A	N/A
<b>E) Others</b>	N/A	N/A
<b>Total volume of water withdrawal (in kilolitres) (A+B+C+D+E)</b>	808	1702
<b>Total volume of water consumption (in kilolitres)</b>	808	1702
<b>Water intensity per rupee of turnover (Water consumed/turnover)</b>		
<b>Water intensity (optional) – the relevant metric may be selected by the entity</b>	-	-

Note: The information provided above is only of the registered office of the Company.

**Note: Indicate if any independent assessment/ evaluation/ assurance has been carried out by an external agency?**

No

**d) Has the Company implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Not Applicable

**e) Details of air emissions (other than GHG emissions) by the Company.**

Parameter	Please specify unit	FY 2022-23	FY 2021-22
NOx	NA	No emissions	No emissions
SOx	NA	No emissions	No emissions
Particulate matter (PM)	NA	No emissions	No emissions
Persistent organic pollutant (POP)	NA	No emissions	No emissions
Volatile organic compounds (VOC)	NA	No emissions	No emissions
Hazardous air pollutants (HAP)	NA	No emissions	No emissions
Others – please specify	NA	No emissions	No emissions

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?**

Not Applicable as deals in financial services only.

**f) Details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) and its intensity, in the following format:**

Parameter	Unit	FY 2022-23	FY 2021-22
<b>Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)</b>	Metric tonnes of CO2 equivalent	No emissions	No emissions
<b>Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)</b>	Metric tonnes of CO2 equivalent	No emissions	No emissions
<b>Total Scope 1 and Scope 2 emissions per rupee of turnover</b>	No emissions	No emissions	No emissions
<b>Total Scope 1 and Scope 2 emission intensity (optional) – the relevant metric may be selected by the entity</b>	No emissions	No emissions	No emissions

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?**

Not Applicable as deals in financial services only.

**g) Does the Company have any project related to reducing Green House Gas emission? If yes, then provide details.**

No



**h) Provide details related to waste management by the Company, in the following format:**

Parameter	FY 2022-23	FY 2021-22
<b>Total Waste generated (in metric tonnes)</b>		
<b>Plastic Waste (A)</b>	NA	NA
<b>E-waste (B)</b>	Nil	0.44 metric tonnes of e-waste was generated and safely disposed
<b>Bio-medical waste (C)</b>	NA	NA
<b>Construction and demolition waste (D)</b>	NA	NA
<b>Battery waste (E)</b>	NA	NA
<b>Radioactive waste (F)</b>	NA	NA
<b>Other hazardous waste</b>	NA	NA
<b>Other non-hazardous waste generated</b>	NA	NA
<b>Total (A+B+C+D+E+F+G+H)</b>	Nil	0.44 metric tonnes

*Note: The information provided above is only of the registered office of the Company.*

**For each category of waste generated, total waste recovered through re-cycling, reusing or other recovery operations (in metric tonnes)**

<b>Category of Waste</b>		
a) Recycled	NA	NA
b) Re-used	NA	NA
c) Other recovery operations	NA	NA
<b>Total</b>		

**For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)**

<b>Category of waste</b>		
a) Incineration	NA	NA
b) Landfilling	NA	NA
c) Other disposal operations	NA	NA
<b>Total</b>		

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?**

No

**I) Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your Company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.**

Given the nature of the business, there is no usage of hazardous and toxic chemicals by the Company or its subsidiaries. Our waste primarily comprises of food waste, paper, plastic and e-waste. For reducing usage of plastic wastes, the Company has stopped procurement of plastic stationery and encourage our employees to use glass bottles at our offices to reduce the number of plastic bottles being discarded after use. Further, the Company is taking strong steps to digitize its processes to reduce the need for paper and hence reduce paper waste. The Company also has systems in place to manage e-waste and engages with certified e-waste handlers for disposal of e-waste.

**j) If the Company has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format.**

Not Applicable

**k) Details of environmental impact assessments of projects undertaken by the Company based on applicable laws, in the current financial year.**

Not Applicable

**l) Is the Company compliant with the applicable environmental law/ regulations/ guidelines in India, such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and Environment protection act and rules there under (Y/N). If not, provide details of all such non-compliances, in the following format.**

Based on the nature of business, the Company is in compliance with applicable environmental norms.

S. No.	Specify the law/regulation/guidelines which was not complied with	Provide details of the non-compliance	Any fines/ penalties/ action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
1	NA	NA	No	No

**Leadership Indicators**

**m) Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:**

Parameter	FY 2022-23	FY 2021-22
<b>From renewable sources</b>		
<b>Total electricity consumption (A)</b>	26.46 Gigajoules	22.84 Gigajoules
<b>Total fuel consumption (B)</b>	404.29 Gigajoules	700.75 Gigajoules
<b>Energy consumption through other sources ©</b>	NA	NA
<b>Total energy consumed from renewable sources (A+B+C)</b>	430.76 Gigajoules	723.59 Gigajoules
<b>From non-renewable sources</b>		
<b>Total electricity consumption (D)</b>	NA	NA
<b>Total Fuel Consumption (E)</b>	NA	NA
<b>Energy consumption through other sources (F)</b>	NA	NA
<b>Total energy consumed through non-renewable sources (D+E+F)</b>	NA	NA

Note: The information provided above is only of the registered office of the Company.

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?**

No

**n) Details related to water discharged.**

Not Applicable

Parameter	FY 2022-23	FY 2021-22
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
<b>(i) To Surface Water</b>	<b>NA</b>	<b>NA</b>
- No treatment		
- With treatment- please specify level of treatment		
<b>(ii) To Ground Water</b>	<b>NA</b>	<b>NA</b>
- No treatment		
- With treatment- please specify level of treatment		
<b>(iii) To Seawater</b>	<b>NA</b>	<b>NA</b>
- No treatment		
- With treatment- please specify level of treatment		
<b>(iv) Sent to third parties</b>	<b>NA</b>	<b>NA</b>
- No treatment		
- With treatment- please specify level of treatment		
<b>(v) Others</b>	<b>NA</b>	<b>NA</b>
- No treatment		
- With treatment- please specify level of treatment		
<b>Total Water discharged (in kilolitres)</b>	<b>NA</b>	<b>NA</b>

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?**

Not Applicable

**o) Water withdrawal, consumption, and discharge in areas of water stress (in kilolitres):**

**For each facility / plant located in areas of water stress, provide the following information:**

- (i) Name of the area : Not Applicable
- (ii) Nature of operations : Not Applicable
- (iii) Water withdrawal, consumption, and discharge: Not Applicable

**p) Please provide details of total Scope 3 emissions and its intensity, in the following format:**

Parameter	Unit	FY 2022-23	FY 2021-22
<b>Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)</b>	Metric tonnes of CO2 equivalent	No emissions	No emissions
<b>Total Scope 3 emissions per rupee of turnover</b>	Not Applicable	No emissions	No emissions
<b>Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity</b>	Not Applicable	No emissions	No emissions

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency?

Not Applicable

**q) With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct and indirect impact of the Company on biodiversity in such areas along-with prevention and remediation activities.**

Not Applicable

**r) If the Company has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:**

Sr. No.	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
None			

**s) Does the Company have a business continuity and disaster management plan? Give details in 100 words/ web link.**

Yes. The Company has a Corporate Business Continuity Plan in place. The purpose of the Plan is to formalise the business continuity program of the Company and to provide guidelines for developing, implementing, exercising, and maintaining group specific business continuity plans for the respective groups. It is designed to address the threat of disruptions to business activities or processes. The Risk Management Committee at regular intervals discusses the effectiveness of the Business Continuity Plan and suggests necessary amendments.

**t) Disclose any significant adverse impact to the environment, arising from the value chain of the Company. What mitigation or adaptation measures have been taken by the Company in this regard?**

Not Applicable

**u) Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.**

Not Applicable

**Principle 7: Business, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

**a) Number of affiliations with trade and industry chambers/ associations**

The Company is member of four trade and industry chambers/associations during FY 2023.

**b) List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the Company is a member of/ affiliated to.**

Sl. No.	Name of the trade and industry chambers/associations	Reach of trade and industry chambers/ associations (State/National)
1.	The Associated Chambers of Commerce and Industry of India (ASSOCHAM)	National
2.	Commodity Participants Association of India(CPAI)	National
3.	Association of National Exchanges Members of India(ANMI)	National
4.	Bombay Stock Exchange Brokers' Forum	National

**c) Details of corrective action taken or underway on any issues related to anticompetitive conduct by the Company, based on adverse orders from regulatory authorities**

Not Applicable

**Leadership Indicators**

**d) Details of public policy positions advocated by the Company.**

Our officials are instrumental in policy advocacy on various subjects including governance and administration, economic reforms, economic development policies, sustainable business principles through above associations. Associations take regular feedback from us on various economic policy matters and represent to concerned authorities.

**Principle 8: Businesses should promote inclusive growth and equitable development**

**Essential Indicators**

**a) Details of Social Impact Assessments (SIA) of projects undertaken by the Company based on applicable laws, in the current financial year**

Not Applicable

**b) Information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your Company.**

Not Applicable

**c) Describe the mechanisms to receive and redress grievances of the community**

Company's CSR implementation process has been developed keeping in mind the specific needs of the communities that it operates in. The Company finalises its community initiatives after a thorough understanding of the specific needs of each community through stakeholder engagement and need assessment.

The company receives grievances through written letters addressed to it, phone calls and also through emails. Contact details are displayed on the company's website and other communication channels through which the company communicates to its stakeholders also. Depending upon the nature of the complaints and grievances, actions are taken by the department responsible for the complaint redressal.

**d) Percentage of input material (inputs to total inputs by value) sourced from suppliers.**

Being a financial sector company, the Company do not source inputs from various suppliers except for resources required for administration purposes. In this regard, the Company tries to help local and small vendors by purchasing products from them.

**Leadership Indicators**

**e) Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above).**

Not Applicable

**f) CSR projects undertaken by your Company in**

**designated aspirational districts as identified by government:**

During the year, the Company has focussed the expenditure on local areas situated nearby the registered office of the Company i.e. in New Delhi. No expenditure was incurred on designated aspirational districts identified by government.

**g) (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups?**

No

**(b) From which marginalised /vulnerable groups do you procure?**

Not Applicable

**(c) What percentage of total procurement (by value) does it constitute?**

Not Applicable

**h) Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:**

Not Applicable

**i) Details of corrective actions taken or under way, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.**

Not Applicable

**j) Details of beneficiaries of CSR Projects:**

Sr. No.	CSR Project	No. of persons benefited from CSR Projects	*% of beneficiaries from vulnerable and marginalized groups*
1	ISCON	25,000	70%
2	Durga Memorial Welfare Society	250	82%
3	Bharat Lok Shiksha Parishad	10,900	100%
4	Grafic Era Education Society	210	50%
5	Indraprasth Global Education & Research Foundation	150	50%
6	North Ex Blind Welfare & Education Society	83	100%
7	Goenka School	200	50%
8	Samarth Shiksha Samiti	220	50%
9	Kamdhenу Mangal Parivar	50	100%
10	Vanvasi Raksha Parivar	50	100%
11	Chhatrapati Shivaji Samaj Kalyan & Shiksha Prachar Samiti	30	50%
12	Promila bai Deaf &Dumb	30	100%
13	CSR Activities	27	100%
14	Shakti Shiksha Nyas - Sharda Devi Sanskrit V	25	50%
15	Sewa Bharati	21	100%
16	CSR Research Foundation	100	50%
17	Hope Ek A.S.H.A.	20	100%
18	Sawan Dharmarth Sansthan	20	70%
	<b>Grand Total</b>	<b>37,386</b>	

**Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner**

**Essential Indicators**

**a) Describe the mechanisms in place to receive and respond to consumer complaints and feedback**

We have a customer care team and an IGRP wing for redressing the grievances of different clients. We receive client queries and complaints through various channels i.e. Call, Email, letters, notices, through exchanges, through regulators and other modes. The website of the Company provides detailed procedure as to how a consumer can launch its complaint and redressal mechanisms available thereof. Further, if the client is not satisfied with the resolution, the consumer can refer to the Escalation Matrix on our website and can also approach SCORES platform, SEBI, exchanges etc as prescribed under the law.

**b) Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:**

	As a percentage to total turnover
Environmental and social parameters relevant to the product	Not applicable to our products and services
Safe and responsible usage, Recycling and/or safe disposal	

**c) Number of consumer complaints in respect of the following:**

Category	FY 2023			FY 2022		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	Nil	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	Nil	Nil	-	Nil	Nil	-
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Others	76	3	-	90	0	-

**d) Details of instances of product recalls on account of safety issues.**

Not Applicable

**e) Does the Company have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy**

Yes, the Company has framed policies with respect to information technology/cyber security risk which set forth limits, mitigation strategies and internal controls. However, the policy is an internal document and accordingly the weblink is not available.

**f) Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.**

Not Applicable

**Leadership Indicators**

**g) Channels / platforms where information on products and services of the Company can be accessed**

**(provide web link, if available)**

Information on services of the Company can be accessed on [www.smcindiaonline.com](http://www.smcindiaonline.com) and [www.smctradeonline.com](http://www.smctradeonline.com)

**h) Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.**

The Company and its subsidiaries have a mechanism to inform customers on usage of products offered. Continuous and contextual communication across the customer lifecycle through - press releases, yearly customer engagements, company website and blogs, social media campaigns, use of video content, awareness campaigns have helped the Company to educate and create awareness amongst our customers and society at large.

**i) Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services**

We have requisite mechanism for informing the customer about any disruption/ discontinuation of services however, during the year, there were no major disruptions of critical services of the Company.

**j) Does the Company display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief.**

Not applicable as we deal in financial services. However, the details of all the services provided by the company are displayed on the website of the company.

**k) Did your Company carry out any survey with regard to consumer satisfaction relating to the major products / services of the Company, significant locations of operation of the Company or the Company as a whole? (Yes/No).**

No.

**l) Provide the following information relating to data breaches:**

**a. Number of instances of data breaches**

**b. Percentage of data breaches involving personal identifiable information of customers**

The Company did not witness any instances of data breaches during the year.



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ONLINE TRADING PLATFORM FOR BILLION

ROBUST RISK MANAGEMENT AND SURVEILLANCE SYSTEM



IT ALL  
STARTED  
WITH JUST  
**ONE SIP**

# Report on Corporate Governance

As required under Regulation 34(3) read with Part C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations') the details of compliance by the Company with the norms on Corporate Governance are as under:

## **COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE**

In SMC, Corporate Governance philosophy stems from our belief that Corporate Governance is an integral element in improving efficiency and growth as well as ethical corporate behaviour and fairness to all stakeholders comprising regulators, employees, customers, vendors, investors and the public at large. The Company believes in sustainable corporate growth that emanates from the top leadership down through the organization to the various stakeholders which is reflected in its sound financial system, enhanced market reputation and improved efficiency. We believe that our Company shall go beyond adherence to

regulatory framework. Our corporate structure, business, operations and disclosure practices have been strictly aligned to our Corporate Governance Philosophy. Transparency, accountability, fairness and intensive communication with stakeholders are integral to our functioning. We believe in system driven performance and performance-oriented systems. We accord highest priority to these systems and protect the interests of all our shareholders, particularly the minority shareholders. We have tried to blend growth and efficiency with governance and ethics. Our Board of Directors, guided by the mission statement, formulate strategies and policies having focus on optimizing value for various stakeholders like consumers, shareholders and the society at large. The Company has adopted a Code of Conduct for its Senior Management including the Executive Directors and Independent directors as laid down in the Companies Act, 2013 ("the Act"). The Company's corporate governance philosophy has been further strengthened through Prevention of

Insider Trading and the Code of Corporate Disclosure Practices ("Insider Trading Code").

## **BOARD OF DIRECTORS**

The Board of Directors is the apex body constituted by shareholders for overseeing the Company's overall functioning. The Board provides strategic direction and leadership and oversees the management policies and their effectiveness looking at long-term interests of shareholders and other stakeholders. The Board of Directors of the Company is the focal point of corporate governance for the Company as it recognizes the benefit of governance. The Board exercises independent judgement in overseeing the affairs of the Company. The Board comprises of directors that bring a wide range of skills, expertise and experience and enhances the overall Board effectiveness. Brief profiles of the directors are set out in this annual report. The Board along with its committees provides leadership and guidance to the management and enhances shareholder's value.

### 1. Composition

The Board of Directors ('the Board') comprises of appropriate mix of Executive Directors, Non-Executive Directors and Independent Directors as required under the Companies Act, 2013 and Listing Regulations. As on 31st March, 2023, the Board of Directors consisted of twelve (12) members. Out

of twelve members, four (4) members are Executive Directors including Managing Directors, Chief Executive Officer and Whole Time Director and eight (8) Non-Executive Directors, of which six (6) members are Independent Directors and two (2) Non-Executive Non Independent Directors. The Company also has two women

directors on Board out of which one is Independent Director and other is a Non-Executive Director. The Company is headed by an Executive Chairman and Vice Chairman. The composition of the Board can be understood from the below mentioned table:

Category of Director	Name of Director	Designation	No. of Directors	% to total number of Directors
Executive Directors	Mr. Subhash Chand Aggarwal Mr. Mahesh C. Gupta Mr. Ajay Garg Mr. Anurag Bansal	Chairman & Managing Director Vice Chairman & Managing Director Chief Executive Officer & Director Whole Time Director	4	33.33%
Non-Executive Non-Independent Director	Mr. Himanshu Gupta Ms. Shruti Aggarwal	Non-Executive Director Non-Executive Director	2	16.67%
Non-Executive Independent Directors	Mr. Kundan Mal Agarwal Mr. Hari Das Khunteta Dr. Madhu Vij Mr. Chandra Wadhwa Mr. Narendra Kumar* Mr. Naveen ND Gupta	Independent Director Independent Director Independent Director Independent Director Independent Director Independent Director	6	50%
<b>Total</b>			<b>12</b>	<b>100%</b>

\*Mr. Narendra Kumar was appointed as the Non-Executive Independent Director of the Company by the shareholders of the Company w.e.f. 16th September, 2022.

The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with section 149 of the Companies Act, 2013. None of our Directors serve as Director or Independent Director in more than seven listed entities. Further, our Managing Directors and Whole Time Directors do not serve as Independent Director in other companies.

None of the Directors of the Company have been debarred from holding office of

Director in the Company by any authority.

In terms of Regulation 25(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Independent Director have confirmed that they are not aware of any circumstance or situation which exists or may reasonably be anticipated that could impair or impact the ability to discharge their duties. Based on the declarations received from the Independent Directors, the Board of Directors believes that the Independent Directors of the Company

fulfil the criteria of independence as prescribed under section 149(6) of the Companies Act, 2013 and Regulation 16(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and have requisite expertise, experience and integrity required for the position. The Independent Directors of the Company have also included their names in the data bank of Independent Directors as maintained by the Indian Institute of Corporate Affairs.

## 2. Board Skill Matrix

The Board of Directors of the Company comprises of members who possess relevant skills, expertise and competence required for effective

functioning of the Company. The Board of Directors has identified the following core skills/ expertise/ competencies that are necessary for

the Company and are held by the directors:

Sl.No.	Name of Director	Skills/Expertise/Competence
1.	<b>Mr. Subhash Chand Aggarwal</b>	Financial Acumen & Accounting skills, Analytical skills and Innovation, Business & Marketing Expertise, and Merger & Acquisition and Business Development, Strategic decision making and Executive Leadership.
2.	<b>Mr. Mahesh C. Gupta</b>	Financial Acumen & Accounting skills, Analytical skills and Innovation, Business & Marketing Expertise, and Merger & Acquisition and Business Development, Strategic decision making and Executive Leadership.
3.	<b>Mr. Ajay Garg</b>	Analytical skills and Innovation, Business & Marketing Expertise, Merger & Acquisition and Business Development and Information & Technology skills, International Business and Marketing Skills, Research & Development Skills.
4.	<b>Mr. Anurag Bansal</b>	Executive Leadership, Analytical skills and innovation, Business & Marketing Expertise, Legal, Corporate Governance and Compliances, Risk Oversight and Interpersonal Relations.
5.	<b>Mr. Narendra Kumar</b>	Finance Acumen & Administration skill, Executive Leadership and Risk Oversight, Business & Marketing Expertise
6.	<b>Mr. Kundan Mal Agarwal</b>	Finance Acumen & Accounting skills and Information & Technology skills and Strategic thinking.
7.	<b>Mr. Hari Das Khunteta</b>	Finance Acumen & Accounting skills and Managerial skills and Executive Leadership, Analytical Skills and Executive Leadership, Internal control over financial reporting skills.
8.	<b>Dr. Madhu Vij</b>	Executive Leadership and Legal, Corporate Governance and Compliances, Risk Oversight and Interpersonal skills.
9.	<b>Mr. Chandra Wadhwa</b>	Finance Acumen & Accounting skills and Executive Leadership, Strategic thinking, Risk Oversight and Corporate Governance and Compliances.
10.	<b>Mr. Himanshu Gupta</b>	Finance Acumen & Accounting skills, Analytic skills and innovation, Business & Marketing Expertise, and Information & Technology skills, Credit appraisal and Recovery Risk and Executive Leadership.
11.	<b>Mr. Naveen ND Gupta</b>	Finance Acumen & Accounting skills, Interpersonal Skills, Executive Leadership and Internal Control over Financial Reporting
12.	<b>Ms. Shruti Aggarwal</b>	Finance Acumen & Accounting skills, Executive Leadership, and Analytical skills and innovation and Strategic decision making.

### **3. Board Meetings and Other Directorship, Committee Memberships/Chairmanships**

The Board meets at least once a quarter to review the quarterly performance and the financial results of the Company. The Company Secretary in consultation with the Chairman and Executive Directors of the Company, prepare a detailed agenda for the meetings. In exceptional circumstances, additional item(s) are taken up with the permission of Chairman and with the consent of majority Directors. The Board of Directors also invites certain invitees to the

Board Meeting who are mostly from the senior management of the Company to discuss and deliberate on any specific agenda item for which the Board needs to be apprised of. The minutes of each board/committee meetings are subsequently finalized and recorded in the minute's book.

Pursuant to the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015 the Company ensures that the gap between approval of financial results by the Audit Committee and the Board of Directors is kept as minimum as possible.

During financial year 2022-23, four Board Meetings were held i.e. on 7th May, 2022, 28th July, 2022, 06th November, 2022 and 31st January, 2023. The Company conducted Board Meetings during the year physically.

Further, in accordance with the provisions of Companies Act, 2013 and Listing Regulations, the maximum, gap between the two consecutive Board meetings did not exceed 120 days. The attendance of directors at the Board Meetings and at the last Annual General Meeting held on 25th June, 2022 is as under:

Name of Director	Date of appointment/re-appointment	Category of Directorship	No. of Board Meetings		Attendance at last AGM	Other Board Membership and Chairmanship*		Other Committee Membership and Chairmanship*		Name of listed entity where person is Director and category of Directorship
			Held	Attended		Member	Chairman	Member	Chairman	
Mr. Subhash Chand Aggarwal	29/01/2020	Chairman & Managing Director	4	4	Yes	Nil	Nil	Nil	Nil	Nil
Mr. Mahesh C. Gupta	01/09/2022	Vice Chairman & Managing Director	4	4	Yes	Nil	Nil	Nil	Nil	Nil
Mr. Ajay Garg	14/05/2018	Chief Executive Officer & Director	4	4	Yes	4	1	2	Nil	Nil
Mr. Anurag Bansal	28/03/2019	Whole Time Director	4	4	Yes	3	1	Nil	Nil	Nil
Mr. Himanshu Gupta	21/02/2018	Non-Executive Director	4	4	Yes	2	1	Nil	Nil	Nil
Ms. Shruti Aggarwal	16/06/2017	Non-Executive Director	4	4	Yes	1	Nil	Nil	Nil	Nil
Mr. Chandra Wadhwa	01/04/2019	Independent Director	4	4	Yes	5	Nil	1	1	Nil
Dr. Madhu Vij	01/04/2019	Independent Director	4	4	Yes	3	Nil	1	Nil	Singer India Limited-Independent Director
Mr. Hari Das Khunteta	01/04/2019	Independent Director	4	4	Yes	3	Nil	1	Nil	Nil
Mr. Kundan Mal Agarwal	01/04/2019	Independent Director	4	4	Yes	7	Nil	1	1	Nil
Mr. Naveen N D Gupta	31/01/2018	Independent Director	4	4	Yes	1	Nil	Nil	Nil	Nil
Mr. Narendra Kumar*	16/09/2022	Independent Director	2	2	No	1	Nil	Nil	Nil	PTC India Ltd.-Independent Director
Mr. Roop Chand Jindal*	01/04/2019	Independent Director	1	1	No	NIL	NIL	NIL	NIL	NIL

\*Mr. Narendra Kumar was appointed as Non-Executive Independent Director of the Company on 16th September, 2022.

\*The details of committee ship provided in the table include only membership/chairmanship in Audit Committee and Stakeholder's Relationship Committee.

\*The details of memberships in Board and committees of other companies is provided as per the declaration received from the directors

\* Mr. Roop Chand Jindal, Independent Director of the company has tendered his resignation from the board of director of the company on 4th May 2022, effective from the date of approval of the exchanges where the company is a trading/clearing member i.e. 23rd June 2022 due to his advanced is and there were no other material reasons for his resignation except those provided above. .

#### 4. Relationship between Directors inter se

Name of Directors	Category of Directorship	Relationship between Directors
Mr. Subhash Chand Aggarwal	Chairman & Managing Director	Father of Ms. Shruti Aggarwal, Non-Executive Director of the Company
Mr. Mahesh C. Gupta	Vice Chairman & Managing Director	Father of Mr. Himanshu Gupta, Non-Executive Director of the Company
Ms. Shruti Aggarwal	Non-Executive Director	Daughter of Mr. Subhash Chand Aggarwal, Chairman & Managing Director of the Company
Mr. Himanshu Gupta	Non-Executive Director	Son of Mr. Mahesh C. Gupta, Vice Chairman & Managing Director of the Company

The Company has two Non-Executive & Non-Independent Directors. In this regard, Mr. Himanshu Gupta, Non-Executive Director of the Company holds 20,00,000 Equity Shares in the Company and Ms. Shruti Aggarwal, Non-Executive Director of the Company holds 20,175 Equity Shares of the Company.

#### 5. Familiarization Programmes

The Company has a practice of inducting all new Independent Directors to the management and operations of the Company. Generally, the roles and responsibilities expected from an Independent Director are intimated to all the Directors of the Company through the formal letter of appointment issued by the Company which is also placed on the website of the Company at

<https://smcindiaonline.com/wp-content/uploads/2021/09/Appointment-letter-of-IDs-1.pdf>. During the year, Mr. Narendra Kumar was appointed as the Non- Executive Independent Director and was formally inducted to the Board of Directors. Apart from the induction granted to Mr. Narendra Kumar, no such induction programme was conducted as no other new director was appointed on the Board.

Apart from the induction programme and in accordance with the provisions of Regulation 25(7) of the Listing Regulations, every Company is

required to annually familiarize its Independent Directors through various programmes. During the year under review, the Company conducted an annual familiarization programme for the Independent Directors of the Company on 25th March, 2023 to update the Independent Directors about their role and responsibilities and discussion on Company's strategy/business model and operations. Further, as a part of Board discussions, the Company also provides periodic status of performance of the Company, update regarding key developments in the Company and any important regulatory amendments applicable to all the Directors of the Company.

Details of familiarization programmes conducted for Independent Directors during the year are put up on the Company's website can be accessed at <https://smcindiaonline.com/wp-content/uploads/2023/03/Familiarization-program-2022-23.pdf>

#### 6. Board Committees

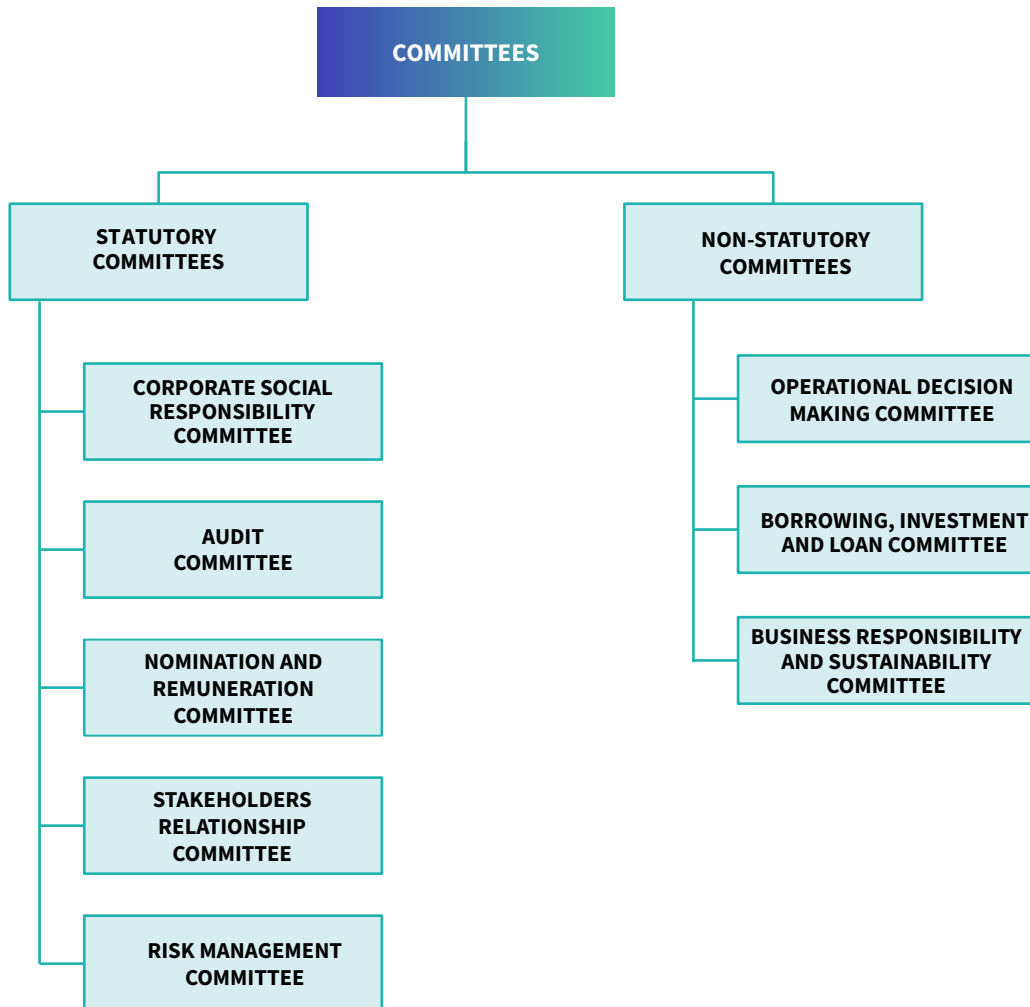
The Company has constituted various Board and Non-Board Committees for enabling smooth decision-making process in the Company. As on 31st March, 2023, the Company had five statutory board committees namely, Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee, Stakeholders Relationship Committee and Risk Management Committee. We have an Independent Chairperson in case of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee. Apart from statutory committee, the Company has also voluntarily constituted a non-statutory non-board committee i.e. Business Responsibility and Sustainability Committee for the purpose of implementation of business responsibility policies existent in the Company and for preparing and finalising Business Responsibility and Sustainability Report annually. The Company also



voluntarily constituted Buyback Committee for the purpose of smooth execution of Buyback of Fully Paid Equity Shares of the Company from open market through stock exchanges. The Board of Directors after completion of buyback resolved to dissolve the said voluntary committee

w.e.f 16th August, 2022. In furtherance to above, the Company also had some functional non-statutory non-board committees for operational purposes delegated by the Board of Directors. These committees include: a) Operational Decision Making (ODM) Committee b)

Borrowings, Investment & Loans (BIL) Committee. The details of the committees operational/functional in the Company as on the date of this Annual Report can be referred from below mentioned chart:



## A. Audit Committee

### Composition of Committee

The primary objective of the Audit Committee is to monitor and provide an effective supervision to the management's financial reporting process. The Committee oversees and reviews the reports of various auditors of the Company and access the quality

of financial reporting in the Company. As on 31st March, 2023, the Company's Audit Committee comprised of three Non-Executive Independent Directors. The Company Secretary acts as the Secretary to the Audit Committee. The Committee held four meetings during the year i.e. on 7th May, 2022, 28th

July, 2022, 06th November, 2022 and 31st January, 2023. The composition and attendance of Directors in committee meeting held during the year, is as under:

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year	No. of meetings attended during the year
Mr. Hari Das Khunteta	Independent Director	Chairman	4	4
Mr. Kundan Mal Agarwal	Independent Director	Member	4	4
Mr. Roop Chand Jindal*	Independent Director	Member	1	1
Mr. Naveen ND Gupta	Independent Director	Member	4	4

\*Mr. Roop Chand Jindal, Independent Director of the Company has tendered his resignation from the Board of Directors of the Company on 4th May, 2022, effective from the date of approval of the Exchanges where the Company is a trading /clearing member i.e. 23rd June, 2022.

All the members of the Committee are independent, financially literate and have accounting and financial management expertise. The composition of the Audit Committee is in accordance with the requirements prescribed under section 177 of the Companies Act, 2013 and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

### 1. Role of Audit Committee

The Audit Committee reviews, acts and recommends to the Board of Directors with respect to various financial and auditing matters that concern the Company. The primary objective of the Committee is to ensure accurate and timely disclosures with highest levels of transparency in the financial reporting of the Company. A brief highlight of the terms of reference of the committee is as follows:

#### a) Finance and Audit

The Committee is responsible for overseeing Company's financial reporting process, disclosures of financial information, reviewing compliances relating to financial reporting and evaluating the performance of subsidiaries of the Company. The Committee has to ensure that the financial statements/results or any financial reporting by the Company is correct, sufficient and credible.

The Committee recommends the process of appointment or reappointment of auditors including statutory auditors, internal auditors, secretarial auditors and such other auditors as may be appointed by the Company and also determines the quantum of remuneration payable to auditors. The

Committee and auditor discuss the nature and scope of audit prior to the commencement of the audit and areas of concern, if any and arising post audit. The Committee also annually reviews with the management the performance of statutory and internal auditors of the Company.

#### b) Internal controls

The Committee's functions include reviewing the internal control systems in the Company, including the financial control. The Committee reviews the findings of internal auditors in matters related to any irregularity or fraud or failure of internal control systems and evaluates the vigil/whistle blower mechanism and oversees the risk management system in the Company.

**c) Related Party Transactions**

The Committee grants approval for any related party transaction in the Company and ensure that there is no conflict of interest in such transactions. It ensures that all related party transactions are executed in terms of Company’s policy on related party transaction and reviews such transactions on quarterly basis.

**d) Insider trading**

The Committee oversees and supervise the implementation of Company’s Code of Conduct to regulate, monitor and report trading by designated persons. The Committee is also responsible for reviewing and verifying the internal control systems in the Company for the purpose of monitoring insider trading in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015. Accordingly, the committee is entrusted with the responsibility of reviewing instances of non-compliances with the Insider Trading

Regulations, if any.

**e) Investment, loans and issuances**

The Committee scrutinizes the inter-corporate loans and investments granted/accepted by the Company including loans and investment to subsidiary companies which are material in accordance with the provision of law and valuation of undertakings or assets of the Company. The committee reviews with the management, the statement of uses/application of funds raised by the Company through an issue and monitor the utilization of the proceeds, if any.

**B. Nomination and Remuneration Committee**

**1. Composition of the Committee**

The Nomination and Remuneration Committee oversees the Company’s nomination and appointment and determination of remuneration process of Directors and Senior

Management Personnel of the Company including the Key Managerial Personnel. The Company also has in place a succession plan for orderly succession of the Directors and Senior Management Personnel of the Company. The Company ensures that all appointments in the Company, including successions are strictly based on seniority, expertise and experience.

As on 31st March, 2023, the Company’s Nomination and Remuneration Committee comprised of three Non-Executive Independent Directors. The Company Secretary of the Company acts as the Secretary to the Nomination and Remuneration Committee. The Committee held three meetings during the year i.e. on 7th May, 2022, 28th July, 2022 and 31st January, 2023. The composition and attendance of committee members during the year, is as under:

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year	No. of meetings attended during the year
Mr. Chandra Wadhwa	Independent Director	Chairman	3	3
Mr. Roop Chand Jindal*	Independent Director	Member	1	1
Mr. Kundan Mal Agarwal	Independent Director	Member	3	3
Mr. Naveen ND Gupta	Independent Director	Member	3	3

\*Mr. Roop Chand Jindal, Independent Director of the Company has tendered his resignation from the Board of Directors of the Company on 4th May, 2022, effective from the date of approval of the Exchanges where the Company is a trading /clearing member i.e. 23rd June, 2022.

## 2. Role of the Committee

Pursuant to the provisions of section 178 of the Companies Act, 2013 read with Regulation 19 of Listing Regulations, the Nomination and Remuneration Committee is bestowed with following responsibilities:

- a. Formulation of criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board of Directors a policy relating to remuneration of the Directors, Key Managerial Personnel and other employees;
- b. Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- c. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- d. Evaluate the balance of skills, knowledge and experience on Board and on the basis of such evaluation, prepare a description of the role and capabilities required of an Independent Director. For the purpose of identifying suitable candidates, the committee may use services of external agency, consider candidates from wide range of backgrounds, having due regard to diversity, and consider the time commitments of the candidate.
- e. Recommend to the Board, the remuneration payable to senior

management, in whatever form.

- f. Recommend to Board any appointment or change in remuneration or removal of Directors, Key Managerial Personnel and persons in Senior Management.
- g. Determine whether to extend or continue the term of appointment of Independent Director on the basis of the report of performance evaluation of Independent Directors.
- h. Review and recommend the structure, size and composition including skills, knowledge, experience and diversity of Board.
- i. Identify the skills /expertise /competencies required for the Board.
- j. Discharge such other duties and functions as indicated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

### 3. Criteria for evaluation of performance of Independent Directors

In terms of the Companies Act, 2013 and the Listing Regulations and in consonance with the Guidance Note on Board Evaluation issued by SEBI vide circular number SEBI/HO/CFD/CMD/CIR/P/2017/004 dated 5th January, 2017, the Nomination and Remuneration Committee has formulated criteria for evaluation of performance of Independent Directors and reviews the same periodically. The criteria of evaluation are centered mostly on

the performance of the Directors on the Board, the time contribution of the Independent Directors, adherence to Company's codes and policies, involvement in Company's business decisions, contribution in Board/Committee Meetings, inter-personal relations etc. Details of performance evaluation of the Board of Directors of the Company including Independent Directors is provided in the Director's Report forming part of the Annual Report of the Company.

## C. Stakeholders Relationship Committee

### 1. Composition of the Committee

The primary objective of Stakeholders Relationship Committee is to consider and resolve the grievances of stakeholders including complaints relating to non-receipt of annual report, transfer or transmission of securities, non-receipt of dividend/interest, issuance of share certificates etc. As on 31st March, 2023, the Company's Stakeholder's Relationship Committee comprised of two Non-Executive Independent Directors and one Whole Time Director. The Company Secretary of the Company acts as the Secretary to the Stakeholder's Relationship Committee. The Committee held four meetings during the year i.e. on 7th May, 2022, 28th July, 2022, 06th November, 2022 and 31st January, 2023. The composition and attendance of committee meetings during the year, is as under:

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year	No. of meetings attended during the year
Mr. Kundan Mal Agarwal	Independent Director	Chairman	4	4
Mr. Hari Das Khunteta	Independent Director	Member	4	4
Mr. Anurag Bansal**	Whole Time Director	Member	4	4
Mr. Roop Chand Jindal*	Independent Director	Member	1	1

\* Mr. Roop Chand Jindal, Independent Director tendered his resignation from the Board and all the committees where he is a member/chairman on 4th May, 2022. However, his resignation was effective from the date of approval of the exchange where the Company is a trading/clearing member i.e. from 23rd June, 2022.

\*\* Mr. Anurag Bansal, Whole Time Director of the Company was appointed as the Member of the Committee by the Board of Directors in their Meeting held on 7th May, 2022.

Mr. Suman Kumar, E.V.P. (Corporate Affairs) & Company Secretary of the Company acts as the Compliance Officer for the purpose of Listing Regulations. He is responsible for ensuring prompt and effective services to the shareholders and for monitoring the dedicated email address for receiving investors' grievances.

The contact details of the compliance officer are available on our website at <https://smcindiaonline.com/wp-content/uploads/2021/09/COMPANY->

SECRETARY- OPLIANCE-OFFICER-2.pdf

### 2. Role of the Committee

1. Resolving the grievances of the security holders of the Company including complaints related to transfer/transmission of shares, non-receipt of declared dividends, issue of new/duplicate certificates, general meetings etc.
2. Review measures taken for effective exercise of voting rights by

shareholders.

3. Review adherence to the service standards adopted by the Company in respect of various services rendered by the Registrar and Share Transfer Agent
4. Review various measures and initiatives taken by the Company for reducing the quantum of unclaimed dividends, and ensure timely receipt of dividend, warrants, and statutory notices by the shareholders.

### 3. Details of investors complaints received and resolved during the year

Sl. No.	Particulars	No. of complaints
a)	Opening as on April 1, 2022	Nil
b)	Complaints received during the year	2
c)	Complaints resolved during the year	2
d)	Closing as on March 31, 2023	Nil

\*There are no complaints unresolved during the year.

### D. Corporate Social Responsibility Committee

#### 1. Composition of the Committee

Pursuant to the provisions of section 135 of the Companies Act, 2013 the Company has constituted a Corporate Social Responsibility Committee for the purpose of formulating and recommending a

Corporate Social Responsibility Policy to the Board and indicating activities to be undertaken by the Company as per Schedule VII of the Companies Act, 2013, recommending the budget and monitoring the activities. As on 31st March, 2023, the Corporate Social Responsibility Committee comprises of two Executive

Directors and one Independent Director. The Company Secretary of the Company acts as the Secretary to the committee. The Committee held two meetings during the year i.e. 07th May, 2022 and 31st January, 2023. The composition and attendance of members during the year, is as under:

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year	No. of meetings attended during the year
Mr. Subhash Chand Aggarwal	Chairman and Managing Director	Chairman	2	2
Mr. Mahesh C. Gupta	Vice Chairman and Managing Director	Member	2	2
Mr. Kundan Mal Agarwal	Independent Director	Member	2	2

## 2. Role of the Committee

Pursuant to the provision of law, the brief terms of reference of the committee are as follows:

- a) Formulate and recommend to the Board of Directors, the CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of the Act and the applicable Rules;
- b) Formulate/amend/alter the annual action plan in pursuance of the CSR policy of the Company every financial year;
- c) Determine the CSR projects to be undertaken by the Company and determine the mode of execution i.e. either itself or through any implementing agency or any in collaboration with any other company;
- d) Formulate the CSR budget based on the CSR activities planned for the year;
- e) Ensure unspent funds, if any, are

transferred to specified accounts/funds within the time stipulated in law;

- f) Ensure that any profit incurred from CSR activities are not treated as business profits and are either ploughed back in the same project or transferred to specified account/funds;
- g) Determine whether surplus expenditure of any financial year has to be set off with the CSR obligation of upcoming years;
- h) Create an effective due diligence and monitoring mechanism for implementation of the approved CSR activities;
- i) Submit monitoring reports to the Board of Directors in respect of the CSR activities undertaken;
- j) Any other activity as may be required for executing CSR obligation in the Company or as may be required by law.

## E. Risk Management Committee

### 1. Composition of the Committee

The primary objective of the Risk Management Committee is to formulate a detailed risk management policy and approve any amendment/modification thereof. The Committee monitors and oversees implementation of risk management policy including evaluating adequacy of risk management systems. As on 31st March, 2023, the Company's Risk Management Committee comprises of two Executive Directors, one Non-Executive Director & one Independent Director. The Company Secretary of the Company acts as the Secretary to the committee. The Committee held two meetings during the year i.e. 07th September, 2022 and 06th March, 2023. The composition and attendance of members during the year, is as under

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year*	No. of meetings attended during the year*
Mr. Anurag Bansal	Whole Time Director	Chairman	2	2
Mr. Ajay Garg	Chief Executive Officer	Member	2	2
Mr. Himanshu Gupta	Non-Executive Director	Member	2	2
Mr. Chandra Wadhwa	Independent Director	Member	2	2

## 2. Role of the Committee

The brief terms of reference of the committee are as follows:

- a) Formulate a detailed risk management policy and approve any amendment/modification thereof.
- b) Monitor and oversee implementation of risk management policy including evaluating adequacy of risk management systems.
- c) Review the risk management policy at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- d) Ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.
- e) Keep the Board of Directors informed about the nature and content of its discussions, recommendations and actions to be taken.
- f) Review appointment, removal and terms of remuneration of the

Chief Risk Officer (if any) shall be subject to review by the committee.

- g) Coordinate activities with other committees, in instances where there is any overlap with activities of such committees, as per the framework laid down by the Board.
- h) Monitoring and reviewing the risk management for various functions including cyber-security.

## F. Business Responsibility and Sustainability Committee

### 1. Composition of the Committee

Pursuant to Regulation 34(2)(f) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the top 1000 listed entities of India as per market capitalisation as on 31st March of every year has to annex a Business Responsibility and Sustainability Report with its Annual Report. The Business Responsibility and Sustainability Report is a reporting on the initiatives undertaken by the Company from environmental, social and governance perspective. The details regarding Business

Responsibility and Sustainability Report can be referred from the Director's Report.

Further, the Business Responsibility and Sustainability Report also forms part of this Annual Report.

Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Second Amendment Regulations, 2021, the Regulator has replaced the concept of 'business responsibility reporting' with 'business responsibility and sustainability reporting' which shall be applicable from financial year 2022-23. As on 31st March, 2023, the Company does not qualify among top 1000 listed entity, however, in accordance with the provisions of Regulation 3(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company shall continue to comply with the requirements of the Regulations. During the year, the Company conducted one meeting of Business Responsibility and Sustainability Reporting dated 20th February, 2023. The composition of the committee is as follows:

Name of Members	Category of Director	Designation in the Committee	No. of meetings held during the year*	No. of meetings attended during the year*
Mr. Anurag Bansal	Whole Time Director	Member	1	1
Mrs. Reema Garg	Chief Human Resource Officer	Member	1	1

## 2. Role of the Committee

The brief terms of reference of the committee are as follows:

- i. To ensure implementation of business responsibility policies in the Company
- ii. Prepare and finalize Business Responsibility and Sustainability Report required to be annexed to

the Annual Report of the Company

- iii. Any other responsibility as may be determined by the committee members

In furtherance to above, Mrs. Reema Garg, Chief Human Resource Officer of the Company has been designated as Business Responsibility Head and Mr.

Anurag Bansal, Whole Time Director of the Company has been elected as Designated Director for the purpose of ensuring implementation of business responsibilities policies. The detailed report on Business Responsibility can be referred in this Annual Report.

## 7. Remuneration of Directors

### A. Executive Directors

The details of remuneration including commission to all Executive Directors for the year ended 31st March, 2023 is as follows:

Name of Director*	Designation	Fixed Component		Profit/Performance linked incentives/ Commission (₹)	Total (₹)
		Basic Salary (₹)	Allowances, Perquisites and other benefits		
Mr. Subhash Chand Aggarwal	Chairman & Managing Director	1,45,32,600	22,04,400	0	1,67,37,000
Mr. Mahesh C. Gupta	Vice Chairman & Managing Director	1,46,63,394	20,79,000	0	1,67,42,394
Mr. Ajay Garg	Director & Chief Executive Officer	94,31,846	4,80,600	0	99,12,446
Mr. Anurag Bansal	Whole Time Director	8,63,3789	10,20,000	0	9,65,3789

### Notes:

1. The appointment of each executive director is for a period of five years from the date of appointment.
2. The terms of employment of Executive Directors are governed by the applicable policies of the Company at the relevant point of time
3. The Company has not granted any stock options to the Directors of the Company.
4. Allowances, perquisites and other benefits include benefits such as pension, provident fund, leave encashment and allowances.



## B. Non-Executive Directors

The details of sitting fees (excluding applicable taxes) and/or commission paid to Non-Executive Directors for the financial year 2022-23 are as follows:

Name of Director	Designation	Sitting fees (₹) *	Commission (₹)	Total
Mr. Himanshu Gupta*	Non-Executive Director	Nil	Nil	Nil
Ms. Shruti Aggarwal*	Non-Executive Director	Nil	Nil	Nil
Mr. Chandra Wadhwa	Independent Director	3,15,000	Nil	3,15,000
Mr. Naveen ND Gupta	Independent Director	3,45,000	Nil	3,45,000
Mr. Roop Chand Jindal**	Independent Director	1,05,000	Nil	1,05,000
Mr. Narendra Kumar***`	Independent Director	1,20,000	Nil	1,20,000
Dr. Madhu Vij	Independent Director	2,40,000	Nil	2,40,000
Mr. Hari Das Khunteta	Independent Director	3,60,000	Nil	3,60,000
Mr. Kundan Mal Agarwal	Independent Director	4,35,000	Nil	4,35,000

\*Mr. Himanshu Gupta and Ms. Shruti Aggarwal, Non-Executive Directors of the Company has voluntarily chosen not to receive any remuneration for the services rendered to the Company.

\*\*Mr. Roop Chand Jindal tendered his resignation from the post of Independent Director on 4th May, 2022, however, his resignation was subject to approval of the exchanges where the Company is a trading/clearing member. Accordingly, his resignation was effective from 23rd June, 2022 i.e. the date of approval of the exchanges.

\*\*\*Mr. Narendra Kumar was appointed as the Non-Executive Independent Director of the Company effective from the date of approval of the exchanges where the Company is a trading/clearing member i.e. 16th September, 2022.

\*The remuneration paid to other non-executive directors i.e. independent directors is within the limit of 1% of the net profit for the year as prescribed in Companies Act, 2013.

There are no pecuniary relationships or transactions between the Non-Executive Directors (including Independent Directors) and the Company, except for sitting fees drawn by them for attending the meeting of the Board of Directors and Committee(s) thereof. In this regard, none of the Non-Executive Directors of the Company has received any remuneration from the Company which exceeds the 50% of total remuneration paid to all non-executive directors during the FY 2022-23.

None of the Non-Executive Directors,

except Mr. Roop Chand Jindal, Independent Director had given any notice of their resignation / termination to the Company. Also there is no separate provision for payment of any severance fees to the Directors of the Company. The appointment of Directors in the Company is not by virtue of any service contracts and the notice period of the Directors shall be as per the terms and conditions approved by the Board of Directors at the time of appointment/reappointment of the Director.

Further, the Company has not

granted any stock options to its Directors. The brief profile of other directors seeking appointment/re appointment is provided in the notice of 29th Annual General Meeting.

### Criteria of making payments to Non-Executive Directors

The criteria of payments to the Non-Executive Directors are published on the website of the Company and can be viewed at <http://smcindiaonline.com/wp-content/uploads/2021/09/CRITERIA-FOR-MAKING-PAYMENTS-TO-NED.pdf>

## 8. General body meetings

### a) Details of last three (3) Annual General Meetings

Financial Year	Venue	Date	Time	Special Resolutions Passed
2019-2020	Meeting through Video Conferencing	September 30, 2020	11:00 AM	Authorisation to hold office or place of profit by Ms, Shruti Aggarwal, daughter of Mr. Subhash Chand Aggarwal, Chairman and Managing Director of the Company as Director of SMC Investments and Advisors Limited, wholly owned subsidiary of the Company at a monthly remuneration of ₹ 500,000 per month w.e.f. 8th June, 2020
2020-2021	Meeting through Video Conferencing	August 07, 2021	11:00 AM	<ol style="list-style-type: none"> <li>1. Adoption of new Memorandum of Association pursuant to the provisions of Companies Act, 2013</li> <li>2. Adoption of new Articles of Association pursuant to the provisions of Companies Act, 2013</li> <li>3. Authorization to hold office or place of profit by Ms. Shweta Aggarwal, daughter of Mr. Subhash Chand Aggarwal, Chairman and Managing Director of the Company as Whole Time Director from Non-Executive Director of SMC Capitals Limited, wholly owned subsidiary of the Company.</li> </ol>
2021-2022	Meeting through Video Conferencing	June 25, 2022	11:00 AM	<ol style="list-style-type: none"> <li>1. Re-appointment of Mr. Mahesh Chand Gupta (DIN: 00003082) as Vice-Chairman &amp; Managing Director of the Company</li> <li>2. Re-appointment of Mr. Naveen ND Gupta (DIN: 00271748) as Independent Director (Non-Executive) of the Company</li> <li>3. Alteration of object clause of Memorandum of Association of the Company</li> <li>4. Approve increase in remuneration of Mr. Ajay Garg, Director and Chief Executive Officer of the Company</li> </ol>

### b) Details of Postal Ballot conducted during last financial year

During the year, members of the Company vide special resolution passed through postal ballot on 7th December, 2022 approved, with requisite majority, the appointment of Mr. Narendra Kumar (DIN: 02307690) as an Non – Executive Independent Director of the Company w.e.f. 16th September, 2022, to hold office for a term of five consecutive five years.

#### The details of the voting pattern are given below:

Particulars	% of voting
Votes in favour of resolution	99.999%
Votes against the resolution	0.001%

The Board of Directors had appointed Mr. Arvind Kumar Roy, Partner, M/s A.K. Roy & Associates, Practicing Company Secretaries,

as Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

There is no special resolution

proposed to be conducted through postal ballot as on the date on the Annual Report.

## Procedure of Postal Ballot

The Company had issued Postal Ballot Notice dated 6th November, 2022 to the Members, seeking their consent with respect to the aforesaid resolutions. The Postal Ballots were conducted in compliance with Section 108 and 110 of the Act, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations and in accordance with the guidelines

prescribed by the Ministry of Corporate Affairs for holding General Meetings / conducting Postal Ballot process, vide General Circulars Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022.

The consolidated results of the voting by Postal Ballots and e-voting along with the Scrutinizer's Report was intimated to BSE Limited and National Stock Exchange of India Limited where the Equity Shares of the Company are listed. Additionally, the results were uploaded on the Company's website

## 9. Communication to shareholders

Effective communication of information is an essential component of Corporate Governance. The Company regularly interacts with shareholders through multiple channels of communication such as announcement of results, annual report, media releases, Company's website and subject specific communications. Details of communication mode are as under:

### a) Financial Results

The unaudited quarterly and audited annual financial results are announced immediately after approval of the Board and sent to respective stock exchanges where the Company's shares are listed within the time specified in the Listing Regulations. The same is also simultaneously uploaded on the website of the Company. During the year under review, the financial results of the

Company were published in widely circulated leading newspaper named as 'Financial Express' being an English newspaper and 'Jansatta' being a newspaper in vernacular language.

### b) Annual Report

The Annual Report inter-alia, containing Audited Financial Statements, Audited Consolidated Financial Statements, Director's Report including Management Discussion and Analysis, Auditors' Report and other important information of the Company is circulated /emailed /posted to members and others entitled to the report and is then uploaded on the Company's website. The annual report is also be submitted to the respective stock exchanges where the securities of the Company are listed.

### c) Website

The Company's website [www.smcindiaonline.com](http://www.smcindiaonline.com) contains a separate detailed section called 'Investors' wherein all information related to the Members/Investors has been made available. Information on various topics such as Board and committee composition, financial information, details pertaining to unpaid and unclaimed dividend, policies and codes of the Company, intimation to stock exchanges are made available on the website of the Company. The Company shall also publish details of any official news releases and also presentations made to any institutional investors are submitted to the stock exchanges where the securities of the Company is listed for access of the investors.

## 10. General Shareholder Information

1.	<b>Date, time and venue of Annual General Meeting</b>	30th June, 2023 at 12:00 noon to be conducted through video conferencing and other audio visual means. [Deemed venue of the Meeting: Registered Office of the Company i.e. 11/6B, Shanti Chamber, Pusa Road, New Delhi- 110005
2.	<b>Financial Year</b>	1st April, 2022 to 31st March, 2023 [FY: 2022-23]
3.	<b>Dividend payment date</b>	<b>Interim Dividend-</b> The Company has distributed an interim dividend of 60% on the face value of equity shares of the Company i.e. Rs. 1.20 per equity share. The distribution of interim dividend was completed within 30 days of declaration of dividend. <b>Final Dividend:</b> Dividend of Rs. 1.20 per equity share (60%) for the financial year 2022-23 has been recommended by the Board of Directors to Members for their approval. If approved by the Members, payment will be made in accordance with the statutory requirements. For members who are unable to receive the dividend directly in their bank accounts, the Company shall dispatch the dividend warrant to them.
4	<b>Listing of equity shares at stock exchanges</b>	<b>1. National Stock Exchange*</b> Jeevan Vihar Building, 4th Floor, Road Area, 3, Sansad Marg, Janpath, Connaught Place, New Delhi- 110001 <b>2. Bombay Stock Exchange*</b> Address-Phiroze Jeejeebhoy Towers, Dalal Street. Mumbai- 400001
5	<b>Annual Listing Fees</b>	The listing fees has been paid till 31st March, 2023
6	<b>Stock code/symbol</b>	National Stock Exchange- SMCGLOBAL Bombay Stock Exchange - 543263
7	<b>ISIN for Equity Shares</b>	INE103C01036
8	<b>Registrar to an issue and share transfer agents</b>	<b>Link Intime India Private Limited</b> Noble Heights, 1st Floor, Plot NH-2 C-1 Block LSC, Near Savitri Market Janakpuri, New Delhi -110058 Tel: 91-11-41410592,93,94, Fax:91-11-41410591 E-mail: <a href="mailto:delhi@linkintime.co.in">delhi@linkintime.co.in</a> Web: <a href="http://www.linkintime.co.in">www.linkintime.co.in</a>  As per the agreement between the Company and Share Transfer Agents (RTA) of the Company, transmission of physical shares, consolidation of share certificates, issue of duplicate shares etc are carried out by the RTA. These activities are quarterly reviewed by the Stakeholders Relationship Committee.
9	<b>Plant locations</b>	Not Applicable. Considering the Company is involved in service industry; hence, there are no plant locations of the Company.  The SMC group has footprints nearly over 452 cities across India. Kindly refer the Management Discussion and Analysis Report annexed to this Annual Report for more information.
10	<b>Address for correspondence</b>	11/6B, Shanti Chamber, Pusa Road, New Delhi- 110005

11	<b>Depositories</b>	<p><b>National Securities Depository Limited</b> Trade World, 'A' Wing, 4th&amp; 5th Floor, Kamala Mills Compound, Lower Parel, Mumbai-400013.</p> <p><b>Central Depository Services (India) Limited</b> Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013</p>
12	<b>Outstanding ADRs/GDRs/ Warrants or any convertible instruments, conversion date and likely impact on equity</b>	NA
13	<b>Securities are suspended from trading the director's report shall explain the reason</b>	NA
14	<b>Commodity price risk or foreign exchange risk and hedging activities</b>	The Company has no exposure to commodity price risk. Refer the Management Discussion and Analysis Report for details of foreign exchange risk

### Dividend Distribution Policy

In pursuance of Regulation 43A of the Listing Regulations, the top 1000 listed entities as per market capitalization, calculated as on 31st March of every financial year, are required to formulate a dividend distribution policy. As on 31st March, 2022, our Company was ranked among top 1000 listed entities as per market capitalization, accordingly, the Board of Directors had adopted the Dividend Distribution Policy to lay down principles to be considered while declaring and payment of dividend. The policy of the Company is annexed to the Directors' Report and also uploaded on the website of the Company on following web link <http://smcindiaonline.com/wp-content/uploads/2021/09/DIVIDEND-DISTRIBUTION-POLICY.pdf> The details regarding declaration of dividend during FY 2022-23 is provided in detail in the Director's

Report of the Company.

### Share Transfer System

Transfer of shares in dematerialized form is done through the Depository Participants without any involvement of the Company or the Registrar or Share Transfer Agent. All the transfers are processed by the RTA and are approved by the Stakeholders' Relationship Committee. In this regard, a report on total shares dematerialized or rematerialized during the quarter is reviewed by the Stakeholders Relationship Committee.

In this regard, SEBI vide its notification no. SEBI/LAD-NRO/GN/2018/24 dated 8 June, 2018 & Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30 November, 2018 amended the provisions of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

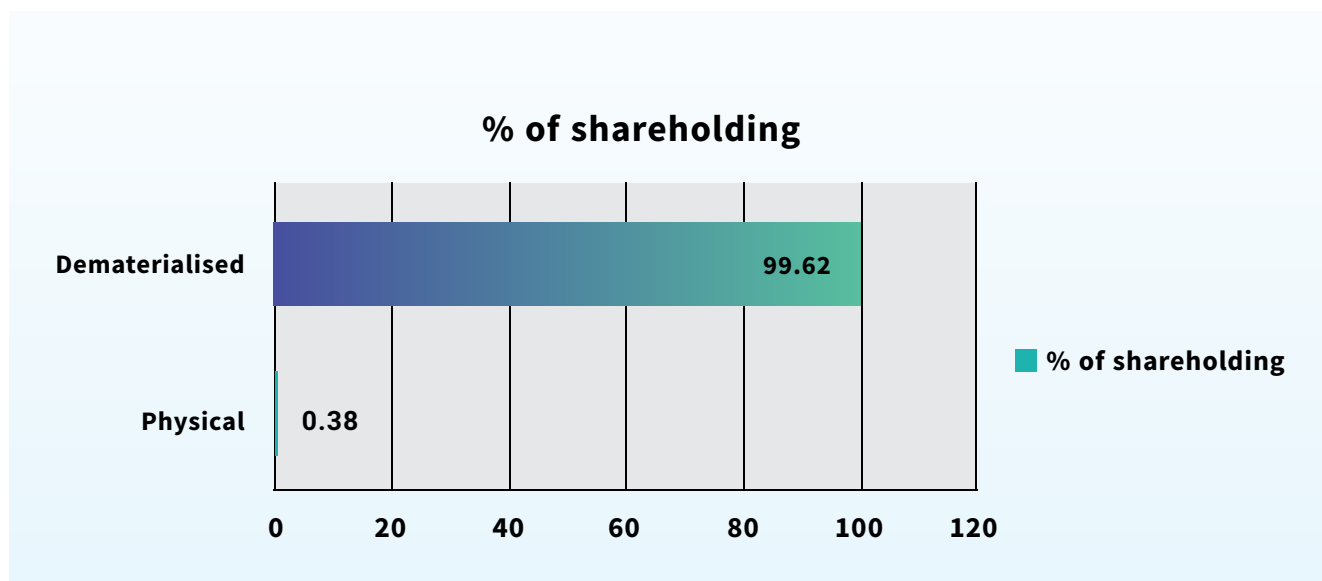
which provides that from 1 April, 2019, transfer of securities would not be processed unless the securities are held in the dematerialized form with a depository. In view of the same, now the shares cannot be transferred in the physical mode. Hence, Members holding shares in physical form are requested to dematerialize their holdings immediately. In furtherance to the aforesaid, SEBI vide circular dated 13th November, 2021, 11th December, 2021 and 25th February, 2022 have amended the provisions of Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to restrict transmission and transposition of shares through physical form. Accordingly, no request for transfer, transmission and transposition of the shares can be affected in physical form.

**Dematerialization of shares and liquidity**

**As on 31st March, 2023, the breakup of shares held in physical and dematerialized form is as follows:**

Shareholding	No. of Shares	% of Total
Physical Mode	4,01,630	0.38%
Dematerialized Mode	10,42,98,370	99.62%
<b>Total</b>	<b>10,47,00,000*</b>	<b>100</b>

\*During the year, the Company came out with buyback of fully paid equity shares of the Company and extinguished 84,34,450 equity shares. Accordingly, the total paid up share capital of the Company reduced from 11,31,34,450 fully paid equity shares to 10,47,00,000 fully paid equity shares.



### Credit Ratings

During the year, CARE Ratings Limited provided short term rating of ICRA A1+ and long term rating of ICRA A (Stable) to the Company on the basis of the assessment of SMC Global Securities Limited including all its subsidiaries on consolidated basis. The details of the same are provided below:

Instrument type	Size of issue (₹ in crore)	FY 2022-23	FY 2021-22	FY 2020-21	FY 2019-20
Commercial Paper	25.00	CARE A1+	CARE A1+	CARE A1+	CARE A1+

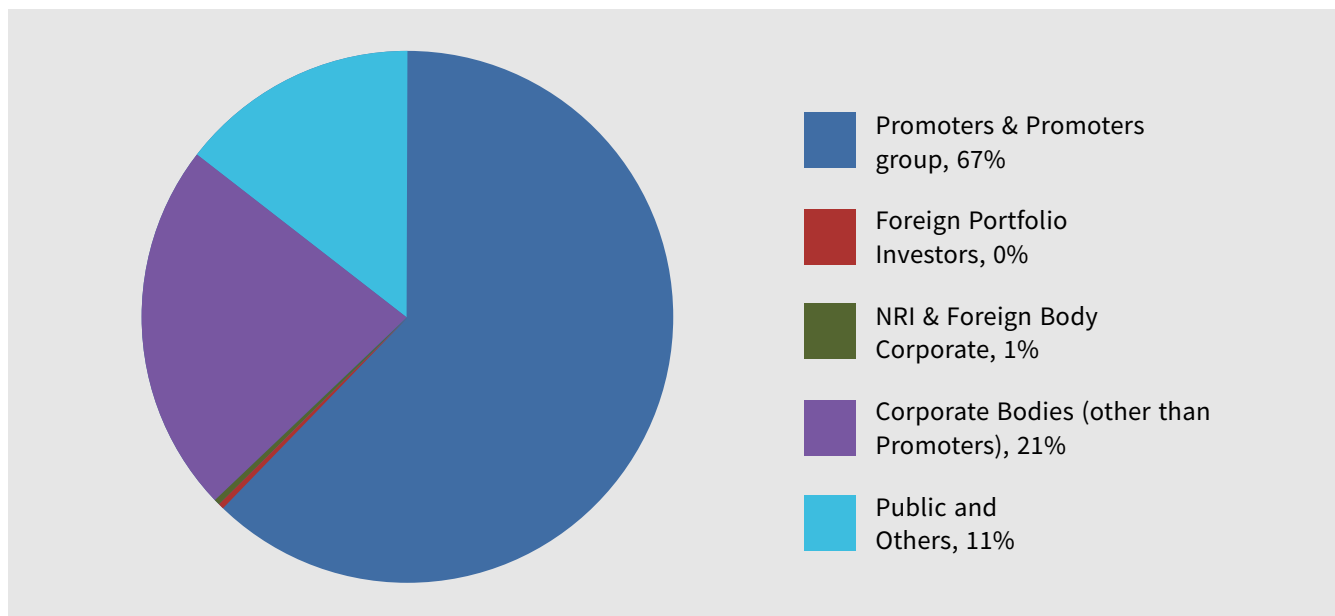
### Distribution of shareholding as on 31st March, 2023

#### By size

Shareholding of Shares (Range)	Number of Shareholders	Shareholders (In %)	Total shares for the Range	Issued capital (In %)
1-500	13098	83.1725	1453320	1.39
501-1000	1234	7.8359	1050700	1.00
1,001-2,000	650	4.1275	1026014	0.98
2,001 - 3,000	212	1.3462	561005	0.53
3,001 - 4,000	95	0.6033	349515	0.33
4,001 - 5,000	106	0.6731	509788	0.49
5,001 - 10,000	157	0.997	1192326	1.14
10,001 & above	196	1.2446	98557332	94.13
<b>TOTAL</b>	<b>15748</b>	<b>100</b>	<b>104700000</b>	<b>100</b>

#### By Category

Category	No. of Shares	Equity (in %)
Promoters & Promoters Group	7,05,67,945	67.40
Foreign Portfolio Investors	12,03,213	1.15
NRI and Foreign Body Corporate	2,57,135	0.25
Corporate Bodies (other than Promoters)	2,13,91,726	20.43
Indian Public and Others	1,12,79,981	10.77
<b>Total</b>	<b>10,47,00,000</b>	<b>100</b>



#### Market price data- high low during each month in last financial year

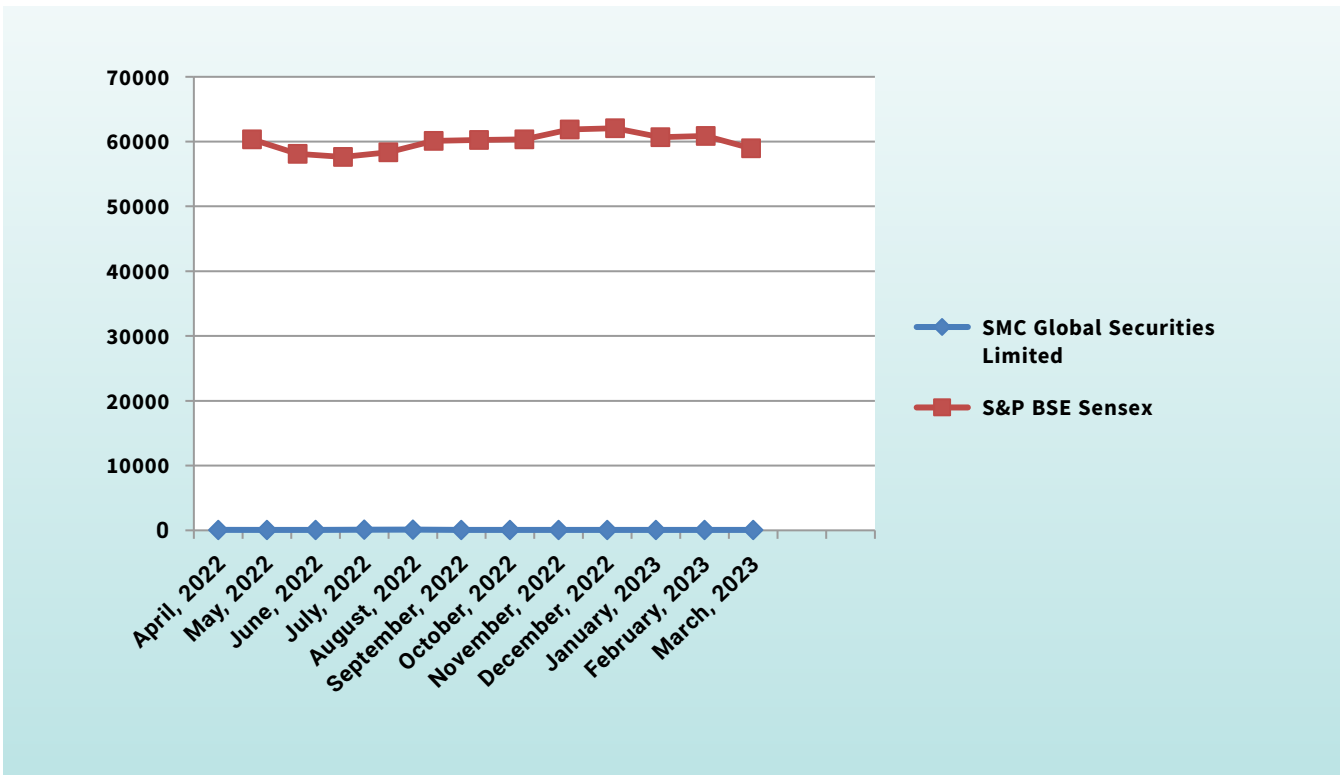
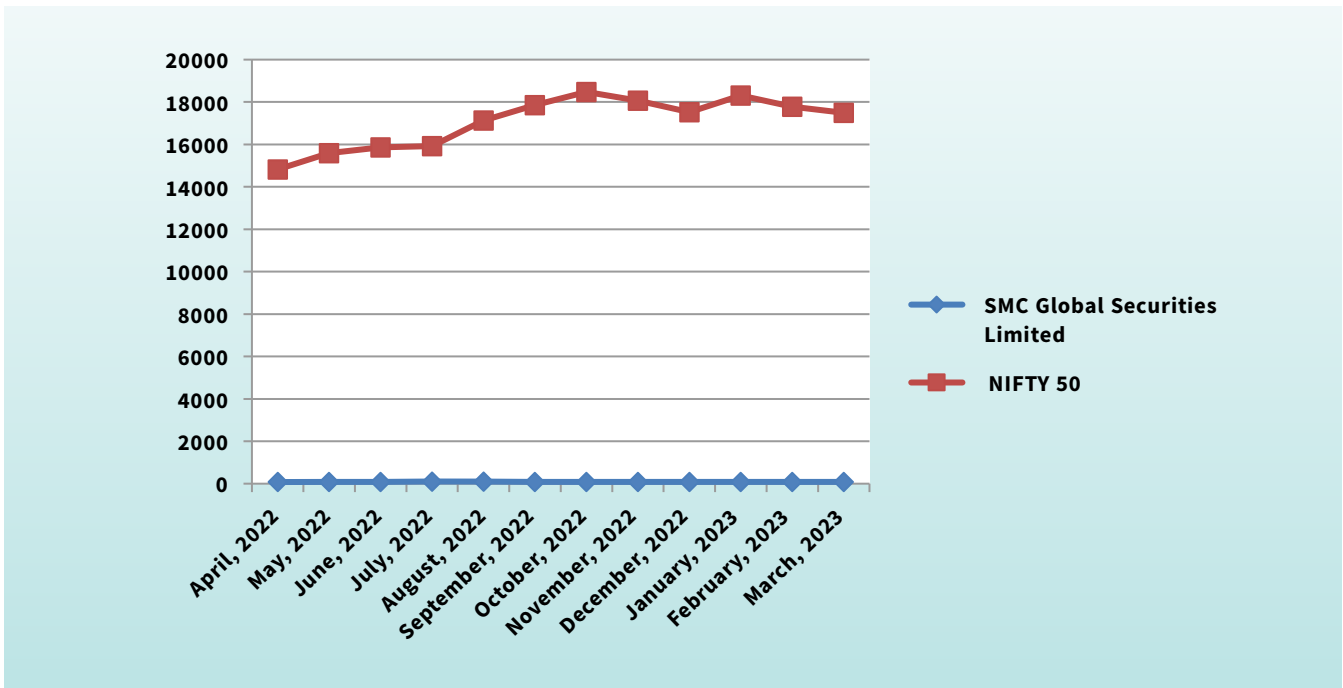
The month wise High, Low and trading volumes of the Company's Equity Shares based on the daily closing prices during the period i.e. 01st April, 2022 to 31st March, 2023 at BSE and NSE are given below:

Stock Exchange	NSE		BSE	
	High (₹)	Low (₹)	High(₹)	Low(₹)
April, 2022	86.40	73.85	86.60	77.75
May, 2022	89.60	78.55	92.00	73.50
June, 2022	95.40	83.30	95.40	83.05
July, 2022	92.65	85.20	93.00	84.45
August, 2022	95.20	83.40	95.00	82.05
September, 2022	89.30	76.05	92.80	74.55
October, 2022	81.75	75.00	83.80	75.90
November, 2022	90.80	78.10	88.80	77.50
December, 2022	82.50	68.60	83.00	72.00
January, 2023	80.80	75.35	81.00	74.00
February, 2023	80.85	73.30	72.25	75.75
March, 2023	78.40	69.7	82.30	69.05



**Performance in comparison to broad based indices**

The comparison of performance of Company with BSE SENSEX and NSE NIFTY is detailed below in the table. The graph is made on the basis of monthly high price of SMC share and BSE SENSEX and NSE NIFTY. Accordingly, our reporting period for the below mentioned reporting is from 1st April, 2022 to 31st March, 2023.



## 11. Other Disclosures

### 1. Materially significant related party transactions

During the year under review, there were no material related party transactions that may have any conflict of interest with the Company in accordance with the provisions of section 188 of the Companies Act, 2013 and Regulation 23 of the Listing Regulations. All related party transactions were entered in ordinary course of business and on arm's length basis and were approved/reviewed by the Audit Committee. The details of related party transactions entered into by the Company are provided in the notes to the financial statements of the Company in accordance with the provisions of applicable accounting standards.

The related party transactions entered into by the Company during the financial year were in accordance with Company's policy on related party transactions and is available on the website at <https://smcindiaonline.com/wp-content/uploads/2021/09/POLICY-ON-RELATED-PARTY-TRANSACTIONS-1.pdf>

### 2. Vigil Mechanism

The information relating to the vigil mechanism policy is provided in the Director's Report of the Company forming part of the Annual Report.

During the year, no person was denied access to the Audit Committee to express concerns or reporting grievances

under the vigil mechanism policy.

### 3. Code of Conduct for Board of Directors and Senior Management Personnel

In compliance with the Listing Regulations, the Company has adopted a Code of Conduct for the Board of Directors and Senior Management Personnel of the Company. The Code is applicable on all directors and senior management personnel of the Company and is available on the website of the Company at following web-link <http://smcindiaonline.com/wp-content/uploads/2021/09/Code-of-Conduct.pdf>

All the directors and senior management personnel have affirmed compliance of the Code of Conduct and a declaration to that effect, signed by the Chief Executive Officer of the Company forms part of this report.

### 4. Strictures and Penalties

During the year, and also during last three years, no penalties or strictures were imposed on the Company by stock exchange, SEBI or other statutory authority on matters related to capital markets.

### 5. Details of utilization of funds raised through preferential allotment or qualified institutional placement

During the year, the Company has not raised any proceeds from issuance of securities through preferential allotment or qualified institutional placement.

## 6. Disclosures pertaining to Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place a Policy on Prevention of Sexual Harassment in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. The details of the complaints pertaining to sexual harassment of women are as under:

Sl. No.	Particulars	No. of complaints
1.	No. of complaints filed during the financial year 2022-23	NIL
2.	No. of complaints disposed off during the financial year 2022-23	NIL
3.	No. of complaints pending as at the end of the financial year 2022-23	NIL

## 7. Disclosure of commodity price risks and commodity hedging activities- Not Applicable

## 8. Certificate that none of the Directors of the Company are disqualified from being appointed as Director in accordance with law

A certificate from Mr. Priyank Kukreja, Practicing Company Secretary is attached and forms part of this report certifying that none of the Directors of the Company have

been debarred or disqualified from being appointed or continuing as Director of the Company, by SEBI or Ministry of Corporate Affairs or any such statutory authority.

### 9. Statutory Auditors

Total fees paid by the Company for the services rendered by the statutory auditor and to all the entities in network firm/network entity belonging to them, are as follows:

Particulars	Amount (₹)
Statutory Audit fees	3000000
Tax Audit Fees	300000
Other Services	288500
Total	3588500

The Company or its subsidiary companies has not availed any of the prohibited non-audit services mentioned under clause (a) to (i) of section 144 of the Companies Act 2013 from the Statutory Auditor or any of their network firms. The other permitted non-audit non- restricted services provided by the Statutory Auditor were approved by the Audit Committee and were not material in nature

### 10. Confirmation by the Board of Directors of acceptance of recommendations from mandatory committees

During the year under review, there were no instances of non-acceptance of any recommendation by the Board of Directors from any committee.

### 11. Weblink where the policy for determining 'material' subsidiaries is disclosed

During the year, Moneywise Financial Services Private

Limited and SMC Insurance Brokers Private Limited were recognised as material subsidiary by the Board of Directors in accordance with the provisions of Listing Regulations and in accordance with Company's policy for determining material subsidiaries. The policy for determining the material subsidiaries has been posted on the website of the Company and can be viewed at: <http://smcindiaonline.com/wp-content/uploads/2021/09/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARY-COMPANIES.pdf>

Sr. No.	Name of Subsidiary	Date of Incorporation	CIN	Name and date of appointment of auditor
1.	Moneywise Financial Services Private Limited	22nd March, 1996	U51909DL1996PTC353582	Rajendra Chauhan & Co. Appointed on the AGM held on 24th June, 2022. However, the auditors resigned at the Board Meeting held on 17th May, 2023 due to their ineligibility to continue as the auditor of the Company. Accordingly, the Board of Directors, subject to approval of the shareholders at the ensuing AGM has proposed appointment of R. Gopal & Associates, Chartered Accountants Firm as the statutory auditor of the Company.
2.	SMC Insurance Brokers Private Limited	20th March, 1995	U66000DL1995PTC172311	R. Gopal & Associates, Chartered Accountants, appointed on the AGM held on 26th September, 2019

### **12. Disclosure of Loans and Advances in the nature of loans to firms/companies in which directors are interested of the Company and Subsidiaries**

During the year, the Company has not provided any loans and advances in the nature of loans to firms / companies in which directors are interested. However, as on 31st March, 2023 the Company has a closing balance of Rs. 328.87 lakhs as loan extended to SMC Comex International DMCC, a wholly owned subsidiary of the Company.

### **13. Details of compliance with mandatory requirements and adoption of non-mandatory requirements**

The Company has complied with all mandatory requirements of Regulation 34(3) read with Schedule V of the Listing Regulations. The Company also complies with the notified Secretarial Standards on the Board and General Meetings as issued by the Institute of the Company Secretaries of India. The Certificate regarding compliance with the conditions of Corporate Governance received from Mr. Priyank Kukreja, Practicing Company Secretary is attached and forms part of this report. Disclosure of Compliance of Non-mandatory requirements as specified in Part E of the Schedule II of Listing Regulations are as under: -

- a) Officer for non-executive Chairman at Company's expense: Not applicable to the Company since the Chairman of the Company is an Executive Director.
- b) Half yearly declaration of financial performance including summary of significant events in last six months to shareholders- Not adopted
- c) Reporting of Internal Auditor to Audit Committee: Complied. The reports of internal audit are placed for review before the Audit Committee of the Company every quarter.
- d) Modified opinion in audit report- The Auditors of the Company have issued an unmodified report on financial statements for FY 2022- 2023. The Company has adopted a regime of unqualified financial statements and unmodified audit opinion.

The Company has complied with the applicable requirements specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

**SD/-**

**Subhash Chand Aggarwal  
Chairman and Managing Director**

**Place: New Delhi  
Date: 18th May, 2023**

## **CERTIFICATE OF COMPLIANCE OF CONDITION OF CORPORATE GOVERNANCE**

**To,**

**The Members**

**SMC Global Securities Limited**

We have examined the compliance of conditions of Corporate Governance by SMC Global Securities Limited (the Company) for the year ended on March 31, 2023, as stipulated in SEBI (Listing Obligations and Disclosure Requirements), 2015 of the said Company with Stock Exchanges

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of 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 knowledge and according to the information and explanations given to us, we certify that the Company has complied with mandatory conditions of Corporate Governance as stipulated in the abovementioned Listing Agreement

No investor grievance is pending as on March 31, 2023.

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**

**CS Priyank Kukreja**

**Practicing Company Secretary**

**Sd/-**

**Priyank Kukreja**

**Membership No. A40585**

**CP No. 19465**

**UDIN: A040585E000264600**

Place: New Delhi

Date: 6th May, 2023

## **CERTIFICATE OF NON— DISQUALIFICATION OF DIRECTORS**

**(Pursuant to regulation 34(3) and schedule V Para C clause (10) of the SEBI (Listing obligations and Disclosure Requirements) Regulation, 2015**

**To,**

**The Members**

**SMC Global Securities Limited**

This certificate is issued pursuant to Clause 10(I) of Part C of Schedule V of SEBI (Listing obligations and Disclosure Requirement) (Amendment) Regulation, 2018.

On the basis of the documents and explanations given to us by Company/Director, we hereby certify that none of the following Directors on the Board of SMC Global Securities Limited ("the company") have been debarred or disqualified from being appointed or continuing as Directors of the company by the SEBI, Ministry of Corporate Affairs and Reserve Bank of India or any other statutory authority as on March 31, 2023:

1. Mr. Subhash Chand Aggarwal
2. Mr. Mahesh C. Gupta
3. Mr. Ajay Garg
4. Mr. Anurag Bansal
5. Mr. Himanshu Gupta
6. Mrs. Shruti Aggarwal
7. Mr. Hari Das Khunteta
8. Mr. Kundan Mal Agarwal
9. Mr. Chandra Wadhwa
10. Dr. Madhu Vij
11. Mr. Naveen ND Gupta
12. Mr. Narendra Kumar

**For**

**CS Priyank Kukreja**

**Practicing Company Secretary**

**Sd/-**

**Priyank Kukreja**

**Membership No. A40585**

**CP No. 19465**

**UDIN: A040585E000264523**

**Place: New Delhi**

**Date: 6th May, 2023**

**Compliance Certificate under Regulation 17(8) read with Regulation 33(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**To,**

**The Board of Directors**

**SMC Global Securities Limited**

**New Delhi**

In compliance with Regulation 17(8) read with Regulation 33(2) and Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby certify that:

A. We have reviewed the financial statements and the cash flow statements for the quarter and year ended 31st March 2023 of SMC Global Securities Limited and that to the best of our knowledge and belief:

- these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading. There are, to the best of our knowledge and belief, no transactions were entered into by the listed entity during the quarter and year ended 31st March 2023 which are fraudulent, illegal or violative of the listed entity's code of conduct.
- these statements together present a true and fair view of the listed entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations

B. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies

C. We have indicated to the auditors and the Audit committee:

- i. Significant changes in internal control over financial reporting during the quarter;
- ii. Significant changes in accounting policies during the quarter and that the same have been disclosed in the notes to the financial statements, if any; 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 listed entity's internal control system over financial reporting.

**SD/ -**

**(Ajay Garg)**

**Director & CEO**

**DIN: 00003166**

**Place: New Delhi**

**Date: 18th May, 2023**

**SD/-**

**(Vinod Kumar Jamar)**

**Chief Financial Officer**

**Place: New Delhi**

**Date: 18th May, 2023**

**DECLARATION BY CEO PURSUANT TO SCHEDULE V (PART D) OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 REGARDING COMPLIANCE WITH CODE OF CONDUCT OF BOARD OF DIRECTOR AND SENIOR MANAGEMENT**

**To,**

**The Member**

**SMC Global Securities Limited**

I, Ajay Garg, Director and Chief Executive Officer of the Company, hereby declare that, all the members of the board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended on 31 March, 2023.

**Date: 18th May, 2023**

**Place: New Delhi**

**SD/-**

**Ajay Garg**

**Director and Chief Executive Officer**

**DIN: 00003166**



▪ REAL ESTATE ADVISORY

# High Level. Integrity and Competence.



RESIDENTIAL AND COMMERCIAL SPACE

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SELECT PROPERTIES FROM MAJOR DEVELOPERS

—  
CUSTOMER CENTRIC APPROACH

—  
PAN INDIA SERVICES

—  
STRUCTURED REAL ESTATE, BESPOKE SOLUTIONS





EARNINGS TAKE  
CARE OF NEEDS  
**INVESTMENT TAKES  
CARE OF DESIRES**

# Management Discussion and Analysis Report



## 1. OVERVIEW & OUTLOOK

### 1.1 Global and Indian Economy

Global economic conditions continue to deteriorate as central banks across the world synchronously hike interest rates in response to tame inflation and to keep inflation expectations anchored. With economic growth slashed by various agencies, the signals appear to indicate that many economies may head towards a recession. Side effects from the fast rise in policy rates are becoming obvious, as banking sector exposures have come into focus; however, it has been largely priced in. Yet, navigating inflation, have had been a tightrope walk for Central banks. Going forward, global growth is expected to be driven by the recovery of the Chinese economy and a relatively strong growth in some of the emerging markets, while the Eurozone and U.S. economies are expected to see muted growth.

With strong macroeconomic factors, India stands tall and steadfast, emerging as a beacon of resilience in the global economy. High frequency indicators suggest that economic activity will continue to remain strong. Going forward, driven by private consumption and private investment on the back of government policies to improve transport infrastructure, logistics, and the business ecosystem, the Indian economy will continue to remain as one of the fastest growing major economies globally despite significant challenges in the global environment – the synchronized tightening of global monetary policies and inflationary pressures. We have been coined as a “bright spot” by IMF. India's growth trajectory continues to be strong and promising; with the IMF predicting that India and China will contribute to half of the world's growth in 2023. With 20

nations driving 75 per cent of global growth, India remains among the top contributors, along with China, the US and Indonesia, further cementing its position as a leading economic power.

India's growth prospects have brightened as the private sector poised for stronger investment growth following the improvement of corporate and bank balance sheets in the past few years, supported by the government's infrastructure drive. Undoubtedly, both macros and structural story of India appears to be better placed among its peers. To note, higher tax collections, focus on infrastructure by the government, strong reforms and India being as one of the favoured destinations for China +1 theme will continue to support growth in the economy. Along with the central government, the Indian central bank too has taken the road that is less travelled by, balancing and calibrating both actions and pace. With peak inflation likely behind us, monetary tightening cycles are reaching late stages for country like India. Going forward, expectations of a bumper rabi harvest, the fiscal thrust on infrastructure, and the revival in corporate investment in select sectors augur well for the economy. Given current growth dynamics, India should become a \$5 trillion economy by fiscal 2029. On the flip side, the persisting headwinds such as rising borrowing costs, tightening financial conditions and ongoing inflationary pressures are expected to weigh on India's growth. Also concerns over below-normal monsoon rainfall amid possible El Nino conditions are increasing worries about rising food inflation.

### 1.2 Industry Structure and Developments- Capital Market

Investors should brace for another turbulent year in the financial markets as central banks fight inflation pushes the global economy towards recession. The three big economies – the US, EU and China – are all slowing down simultaneously. It is expected that equity markets may struggle but remain hopeful of a global economic recovery on the later part of the year.

On the flip side, the Indian equity market seems comfortably seated in an optimism zone, on the back of an ebbing fear of rate hikes in a recessionary environment and a lower valuation premium for emerging markets. As the fundamentals of the Indian macroeconomic are intact, it is expected that India will continue to remain as a bright spot among other emerging countries and market will continue to move northward. The government's focus on infrastructure development, ease of doing business, and initiatives like Make in India and Atmanirbhar Bharat are expected to boost the economy's growth. The government's focus on ease of doing business, a stable political environment and promising economic growth will continue to attract foreign investors to the Indian stock market. Besides, market will continue to take direction from the shift in the power dynamics fuelled by China's aggression towards Taiwan, U.S.-China ongoing pseudo conflict for supremacy, the continuing Russia-Ukraine war, the U.S. banking crisis and a looming recession. Other factors that investors should keep an eye on include oil prices and any potential escalation of war, which could have an impact on global supply chains and lead to increased market volatility.

## 2. SMC- One of the Leading Investment Solutions Group

With around three decades of expertise, SMC Global Securities Ltd. (SMC), with its subsidiaries is **one of the leading Investment Solutions Companies in India, having a robust** model reflecting a significant presence in almost all the important segments of the financial services section such as Broking, Distribution of Mutual funds, IPOs & other third party products, Debt Securities (Bonds), Discount broking, Insurance Broking, Financing (NBFC), Real Estate Advisory, Wealth Management, Mortgage & Loan Advisory, Investment Banking, Clearing Services, Depository Participant Services, NRI and FPI Services.

The company's growth has been powered by strategic vision, strong belief and adherence to its core values and guiding principles, ability to attract and retain talent, strong focus on technology, corporate governance and risk management. SMC has been

recognized at national platforms by various bodies.

SMC has won many awards in the past. The list of awards in last four years are as follows:

- Significant Contribution To The Commodities Market – NCDEX 2022
- Krishi awards developing the retail segment- NCDEX 2021
- Broking House Non-Agricultural Commodities of The Year - MCX Awards 2019
- Premier Depository Participant in Gold Category - CDSL Awards 2019
- Fastest Growing MFI North in BSE Star MF Online - BSE Star MF Awards 2019

The diversified business of SMC is being conducted through an organizational structure consisting of ten subsidiaries and one joint venture including one foreign subsidiary. These subsidiaries are regulated by various regulators in India & respective jurisdiction, depending upon business handled by them. We have presence in major cities in India through various offices through

a strong network of approx., 2,548 (PY 2,550) authorized persons and sub brokers, SMC footprints cover nearly over 452 (PY 550) cities across India. SMC group employs more than 3,900 (PY 3,650) employees as on March 31, 2023, leveraging a strong partnership and ownership culture.

### 2.1 SMC STRATEGY

We intend to strengthen and extend our position as a leading diversified financial services provider. Key elements of our strategy include to:

- Intensify our cross-selling efforts across our client base
- Continue expanding our geographic presence and reach
- Expand our services and product portfolio through continued innovation
- Pursue additional strategic alliances and acquisitions to grow our client base and increase our revenues
- Expand Financing & Discount broking business

### 3. FINANCIALS PERFORMANCE HIGHLIGHTS

**Table 3.a: Statement of Profit and Loss–Consolidated**

(₹in Lakhs)

Particulars	FY 2022-23	% to Total Revenue	FY 2021-22	% to Total Revenue
Total Revenue	1,22,076	100.00%	1,12,082	100.00%
Total Expenditure	1,05,880	86.74%	89,943	80.25%
Profit before tax	16,196	13.26%	22,139	19.75%
Less: Tax expense	4,156	3.40%	4,682	4.18%
Profit After Tax (PAT) Before Minority Interest	12,040	9.86%	17,457	15.58%
Total other comprehensive income for the Year	503	0.41%	165	0.15%
Total comprehensive income for the Year	12,543	10.27%	17,622	15.72%
Share of Minority Interest in Profit (Loss)	34	0.03%	19	0.02%
Net Profit After Tax, Minority Interest	12,005	9.83%	17,438	15.56%
Earnings per Share (Basic) (FV ₹2 ) In “₹”	11.25		15.43	

**Table 3.b: Statement of Profit and Loss – Standalone**

(₹in Lakhs)

Particulars	FY 2022-23	% to Total Revenue	FY 2021-22	% to Total Revenue
Total Revenue	69,281	100.00%	68,410	100.00%
Total Expenditure	57,294	82.70%	50,193	73.37%
Profit before tax	11,987	17.30%	18,217	26.63%
Less: Tax expense	2,649	3.82%	3,756	5.49%
Profit After Tax (PAT)	9,338	13.48%	14,461	21.14%
Total other comprehensive income for the Year	(28)	(0.04)%	(22)	(0.03)%
Total comprehensive income for the Year	9,310	13.44%	14,439	21.11%
Earnings per Share (Basic) (FV ₹2 ) In “₹”	8.72		12.78	

#### 3.1 Segment Wise Performance

SMC’s revenue from operations largely comprises of income from equity, commodity and currency brokerage & trading, clearing services, income from depository business, income from distribution of third-party financial products, income from insurance brokerage & real estate advisory, Financing, capital market operations, etc. A comparison of the segment wise revenue and profit before tax in FY 2022-23 and FY 2021-22 is tabulated below:

**Table 3. c: Segment-wise Performance- Consolidated**

(₹in Lakhs)

Particulars	Year Ended	
	March 31, 2023	March 31, 2022
<b>Segment Revenue</b>		
(1) Broking, distribution and trading	76,779	77,190
(2) Insurance broking services	34,822	27,598
(3) Financing activities	13,704	9,854
<b>Total</b>	<b>1,25,305</b>	<b>1,14,642</b>
Less: Inter Segment Revenue	3,229	2,560
<b>Total Revenue</b>	<b>1,22,076</b>	<b>1,12,082</b>
<b>Segment Profit/(Loss) before tax</b>		
(1) Broking, distribution and trading	15,757	21,912
(2) Insurance broking services	1,107	972
(3) Financing activities	8,264	5,007
<b>Total</b>	<b>25,128</b>	<b>27,891</b>
Less: Interest	8,933	5,752
<b>Total Profit/(Loss) Before Tax</b>	<b>16,196</b>	<b>22,139</b>

**Table 3.d Performance of Material Subsidiaries- Standalone (for the year ended March 31, 2023)**

(₹in Lakhs)

Company Name	Revenue from Operations	Profit before tax	Profit after Tax
Moneywise Financial Services Private Limited	13,713	4,734	3,614
SMC Insurance Brokers Private Limited	34,822	1,084	776

## 3.2 BUSINESS PERFORMANCE HIGHLIGHTS

### SEGMENT 1

#### 1(a). Broking, Distribution & Trading

##### Equity Broking

SMC has been successful in generating a combined turnover of approx. ₹704.05 Lakhs crores (PY ₹328.33 Lakhs crores) higher by 114% as compared to previous year. Total number of clients in this segment are 7,02,451(PY 6,40,233).

##### Currency Broking

SMC clocked combined volume of ₹14.33 Lakhs crores (PY ₹ 15.25 Lakhs crores) reduced by 6% as compared to previous year. Total number of clients in this segment are 1,57,517(PY 1,39,595).

##### Commodity Broking

SMC clocked a combined volume of ₹3.45 Lakhs crores (PY ₹4.77 Lakhs crores) reduced by 28% as compared to previous year. Total number of clients in this segment are 1,24,098(PY 1,07,651).

##### Discount Broking

Moneywise Finvest Ltd., a wholly owned subsidiary of SMC Global Securities Ltd. is a Discount broking platform under brand name STOXKART. It's a first of its kind in broking industry where customers are charged only for profitable transactions. STOXKART is a rapidly growing financial brokerage platform with the goals of making trading easier and cheaper by breaking all barriers that traders and investors face in India in terms of cost, support and technology. With vast experience in financial markets and a strong understanding of growing customer needs, STOXKART empowers traders & investors by sharing its Market

Expertise, New-age technology, zero brokerage advantages and excellent trading platform. As on 31st March, 2023, total clients are 1,94,243 (PY 1,05,844) and numbers of partners associated are 2,895(PY 2,159).

#### 1(b). Clearing Services

SMC offers clearing and settlement services to trading members in the following segments /exchanges:

- Equity Market (Capital Market): NSE, BSE
- Equity Derivatives: NSE, BSE, India INX & NSE-IFSC.
- Currency Derivatives: NSE, BSE, MSCI, India INX & NSE-IFSC.
- Commodity Derivatives: MCX, NCDEX, NSE, BSE, IIBX, India INX & NSE-IFSC
- SMC is one of the leading clearing services providers on Pan- India basis.

#### 1(c) . Financial Products Distribution

SMC offers distribution services of IPOs, Mutual Funds, Non-Convertible Debentures (NCDs), Corporate Fixed Deposits, PMS, Capital gain bonds and Floating rate bonds through its network of branches and channel partners across India. Our initiatives have been quite successful and we are/have:

- Consistently ranked among Top 20 syndicate in most of the debt & equity issuances (for over last ten years).
- Developed vast network of channel partners around 6,928 (PY 13,674)

for distribution of third-party products.

- Built a cumulative Asset under Management (AUM) of around ₹3,000 crores (PY ₹3,080) and having number of running SIP more than 69,000 (PY 66,600) as on March 31, 2023.

#### 1(d). Investment Banking

SMC Capitals Limited, the Investment Banking arm of the SMC Group is a category I Merchant Banker registered with SEBI. SMC Capitals is led by professionals having collective experience of more than 100 years. The entity provides services in areas of Equity & Debt Capital Markets, M&A Advisory, Private Equity and Debt Syndication.

#### 1(e). Wealth Management

- Established wealth management business in 2008 to complement trading and distribution
- Awarded Best Wealth Management Company of India by Business Sphere
- Total Clients served are **10,958**
- We manage ₹6,097 Mn of assets under our wealth management business
- Direct sales branches/ regional offices at Delhi, Mumbai, Bangalore, and pune

#### SMC Wealth: Product Details

##### • In house Products

- **Financial Planning**
- **Portfolio Mgmt. Service**



- Quant based portfolio management
- Plain vanilla equity portfolio based on the client's risk profile

• **Third Party Products – Open**

**Architecture**

• **Investment Products**

- Mutual Funds, Portfolio mgmt. services, Private equity etc.

• **Protection Products**

- Protection Plans, Return of Premium plan etc.

• **Others**

- Real Estate broking, Home Loans, Estate Planning etc.

**1(f). Real Estate Advisory**

- Started Real Estate Advisory Services in FY14
- Business done in SMC Real Estate Advisors Private Limited
- RERA Registered with 15 states Authorities

**Services Offered:**

**For Buyers/Investors**

- Buy and Sell
- Home Loan
- Mortgage
- Construction/ Real Estate Loans
- End To End Advisory
- Real Estate Research

**For Developers**

- Facilitate FSI
- Arrange JV and Collaborations
- Private Equity Funding
- Leasing of Commercial Properties
- Finance from Banks and NBFCs

**Distribution Reach**

• **Focused Locations:**

Delhi NCR, Mumbai, Bangalore, Lucknow, Pune.

• **Team Size:**

Dedicated Team Size of 270+ employees

• **Backed by:**

1186+ Exclusive Real Estate Sub Brokers

• **Supported by:**

Digital Marketing (Google, Facebook etc.) one of major sources of Lead Generation

**SEGMENT 2**

**Insurance Broking Business**

SMC Insurance Brokers Pvt. Ltd. is a Direct Insurance Broker registered with Insurance Regulatory and Development Authority of India (IRDAI) and provides a complete array of services in Life Insurance and General Insurance Category.

The number of policies for FY 22-23 stood at 9,57,635 as compared to 8,01,589 policies in FY 21-22. SMC Insurance Brokers Pvt Ltd has a huge network of 13,672 (PY 12,000) POS (Point of Sales) Person and 294 (PY 282) MISP (Motor Insurance Service Provider) registered with the entity for solicitation of insurance as at 31 March 2023.

During the year under review, the total revenue stood at ₹34,822 Lakhs as compared to ₹27,625 Lakhs in previous year, an increase in revenue by 26% as compared to previous year.

**SEGMENT 3**

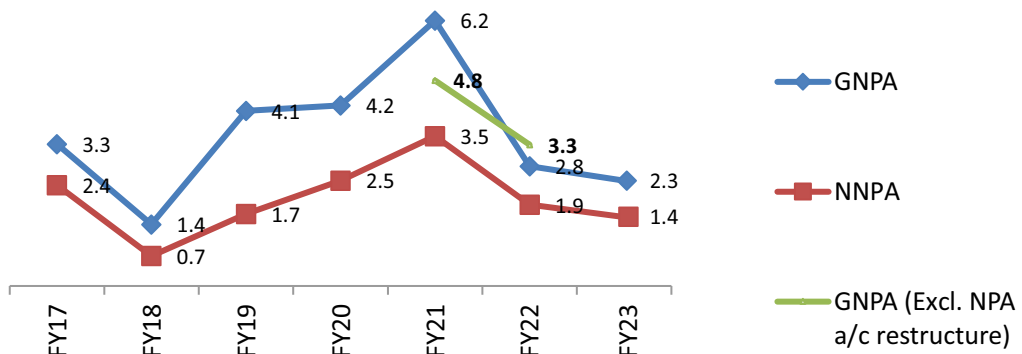
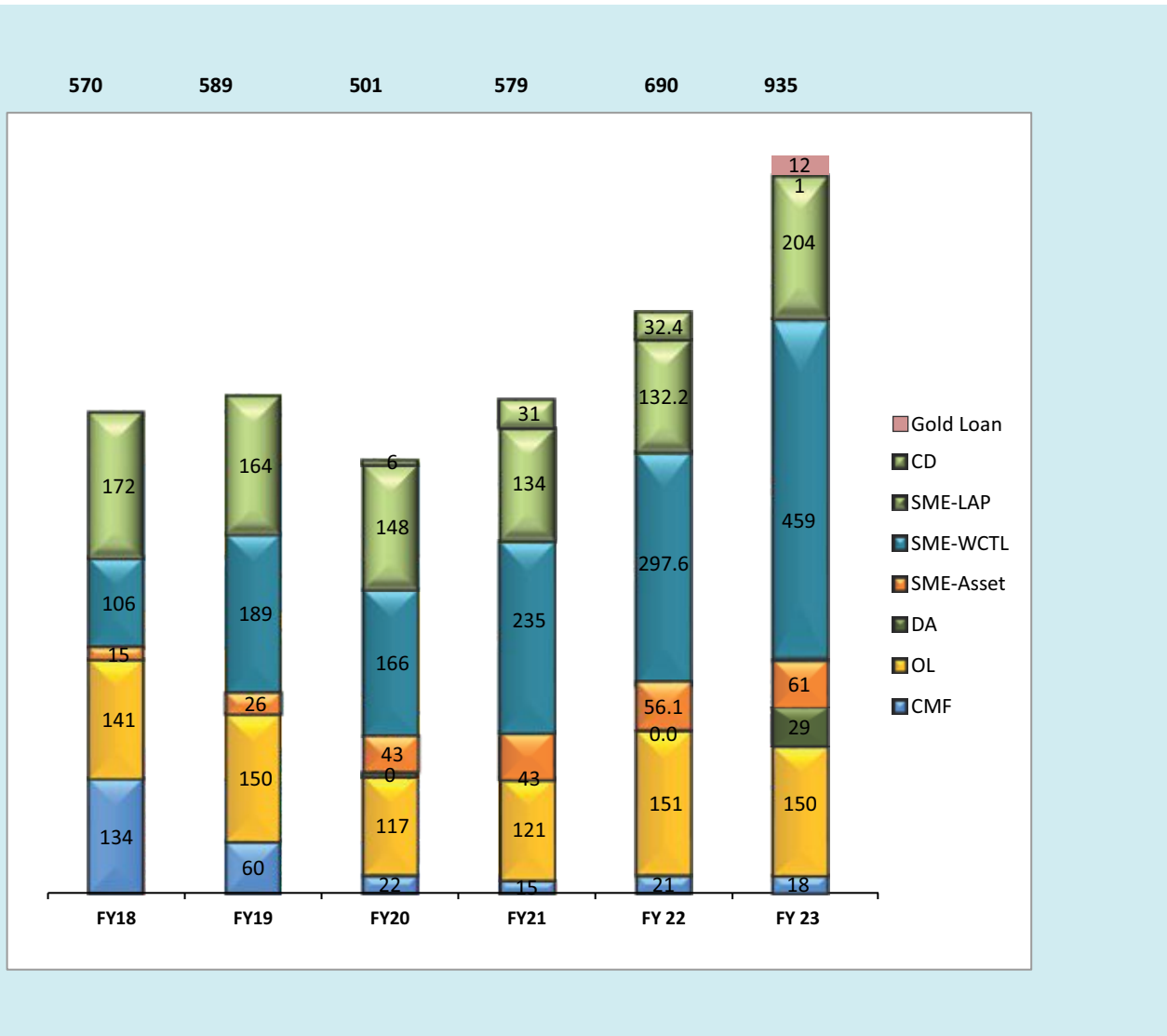
**Financing Business**

The Company's wholly owned subsidiary "Moneywise Financial Services Private Limited" (Moneywise)

is registered with RBI as non-deposit taking middle layer NBFCs based on the asset side as per scale-based regulation issued by Reserve Bank of India. The Company offers wide spectrum of financial products focussing on Small and Medium Enterprises (SME) customers as well as personal consumption and investment needs of the borrowers. It provides loan products like SME - Loan Against Property (LAP), SME – Working Capital Term Loan (WCTL), SME - Assets Finance, Loans to NBFCs/MFIs for onward lending, Loan Against Securities (LAS), Medical Equipment (MEQ) and Gold Loans etc. Moneywise has a long-term rating of A- (stable) from CARE and A-(stable) from ICRA.

Moneywise has Assets under Management (AUM) of approx. ₹ 935 crore as on 31st Mar, 2023. Over the last five years, Moneywise has demonstrated AUM growth at CAGR of 10.40% and revenue growth at CAGR of 11.76% and a very comfortable CAR of 40.10%. During the year, the company continued to increase its focus on expansion of retail loan book (i.e., secured and unsecured products like SME-WCTL, SME-LAP, SME-Assets Finance, Loans to NBFC/MFI for onward lending and SMC Gold. The aggregate amount of term loans disbursed during the year is Rs. 595 (PY 431) crores. Major expansion plans envisaged include opening of new branches PAN India. The company is investing heavily in up gradation of its systems, human resources and processes on an on-going basis in order to meet its expansion plan

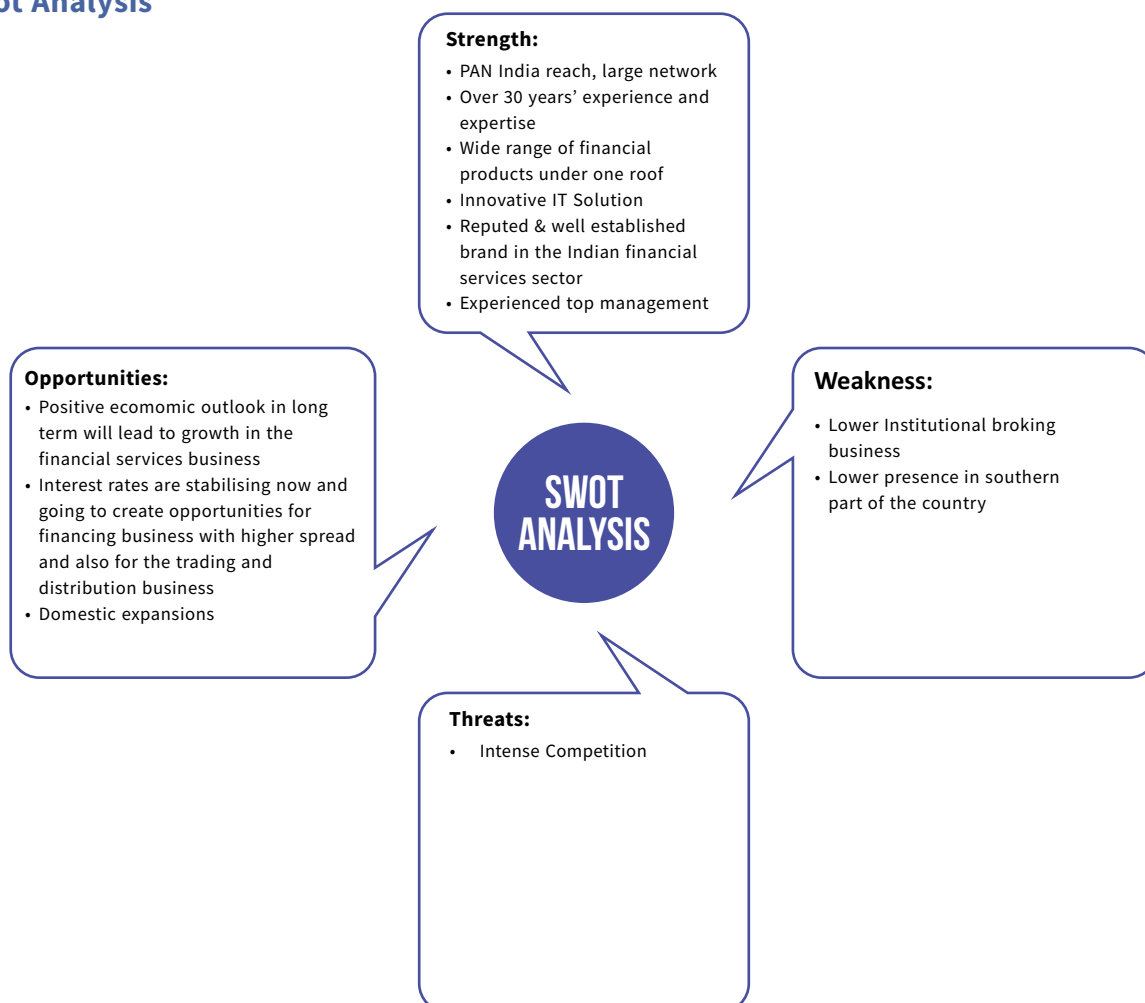
Below chart shows the growth in our financing business – by showing growth in AUM



#### 4. Key Ratios – SMC Global Securities Ltd. (Consolidated)

Particulars	FY 2023	FY 2022
Return on Average Equity	12.95%	20.6%
EBIT Margins	20.58%	24.9%
Net profit Margins	9.86%	15.58%
Debt equity Ratio	0.98	0.48
Interest Coverage Ratio	2.81	4.85

#### 5. Swot Analysis



## 6. Risks and Concerns

SMC has adequate Risk Management techniques and safeguards in place to ensure that major risks are properly assessed, analyzed and mitigation tools are applied and that the identified risks are commensurate with the potential returns.

SMC is active in various markets and in its course of doing business with various counter parties the organization is exposed to various risks. These risks can be broadly classified as market risk, credit risk and operational risk. SMC risk team constantly evaluates these risks & puts necessary mitigation measures in place on near real time basis.

### **Market Risk**

SMC & some of its subsidiaries participate in trading and investment in various asset classes such as equity, debt securities, commodities, foreign currency and derivatives. These asset classes experience volatility due to economic growth levels, inflation, prices, interest rates, foreign exchange rates and other macro-economic factors. Any changes in market prices of these asset classes will affect the Company's income or the value of its holdings of financial instruments. The Group segregates its exposure to market risks in price risk, interest rate risk and currency risk.

The objective of market risk management is to manage and minimize market risk exposures within acceptable parameters, while optimizing the return on risk. The Company's exposure to market risk is determined by a

number of factors, including size, composition and diversification of positions held and market volatility.

### **Credit Risk**

The Company operates in a highly regulated environment which limits its credit risk against exchanges and clearing houses. The Company collects upfront margins in the form of funds and/or securities/commodities from clients and trading members against their trading positions. The Company monitors positions, margins, mark to market losses and risks on real time basis through risk management systems and policies specially designed to mitigate the credit risk.

The Group also runs the financing business through its wholly owned subsidiary Moneywise Financial Services Private Limited. The Company is exposed to high credit risk due to the inherent limitation of the business. The Company lends both secured and unsecured loans to its customer. To mitigate the credit risk the Company has implemented a loan policy to identify the broad principles which the Company follows to accept borrowers and loan proposals, to manage loan portfolio, and recover its dues so as to protect business revenues with consumer satisfaction. To reduce the credit risk in financing, the Company performs a detailed credit assessment on the prospective borrower or seeks security over some assets of the borrower or a guarantee from a third party. The Company takes all reasonable and business precautions through policies and

procedures to mitigate and manage the credit risk. The company has also maintained the adequate provisions as per RBI norms, ECL provisions as per Ind AS and any additional provisions required based on management assessment.

At the portfolio level, the Company manages credit risk through limiting concentration of credit at individual borrower level, group levels, industry level etc. The loan proposals are assessed based on various factors like repayment capacity, credit worthiness, repayment history, business/ professional profile, future business prospects etc. of prospective borrower, field investigation, quality & value of security etc.

The senior management in the Company is responsible for evaluation of internal financial controls and risk management systems. The Company conducts regular internal audits where ever applicable in respect of group companies or various business units to identify scope of improvement/ enhancement in the Company's processes, quality control, fraud prevention and compliance with laws & regulations. The internal audit reports are reviewed by the Audit Committee and also placed before the Board.

### **Operational Risk**

SMC faces operational risks arising from people, systems and processes through which it operates. Operational risk broadly encapsulates other category of risks; inter alia, reputation risk, fraud risk, legal risk and environment risk.

SMC has well defined processes and systems to check & balance operational risks at key points. A platform for exception reporting of violations is in place, which are reviewed regularly and remedial actions are being taken immediately. Enough importance is attached to compliance related issues to keep reputation risk at bay.

Apart from the above risks, management perceives others risks also like Technology risk, Compliance risk and Human resource risk. SMC has put in place a strong management team and risk management committee with active involvement to set the overall strategic moves and it regularly reviews risks to ensure that it is commensurate with the appetite.

## 7. Internal Controls

SMC has adequate internal audit and control systems across all companies / business segments. Risk based internal audits, through external audit firms, are being conducted periodically to independently evaluate adequacy of internal controls, adherence of processes and procedures and compliance of regulatory and legal requirements. The internal audit programme is periodically reviewed by Audit committee of Board, which comprises of:

- Shri Hari Das Khunteta, Chairman & independent Director (former Chairman & MD, REC Ltd. having over 41 years of experience in Financial Management and corporate governance),
- Shri Kundan Mal Agarwal (over 41 years of experience in audit,

taxation and corporate matters), &

- Shri Naveen ND Gupta (over 23 years of relevant experience, Past president of the Institute of Chartered Accountants of India)

for its effectiveness and timely reporting. The scope of internal audit covers all aspects of business including regular front-end and back-end operations and internal compliances. The internal control procedures include segregation of roles and responsibilities, independent confirmations, physical verifications and preventive checks on compliance risk. Every time, a compliance audit of earlier audit observations is conducted by external audit firms to assess the implementation status and improvements in Internal control systems.

Statutory and standard auditing practices employed include, inter alia, compliance to accounting and auditing standards, compliance of all relevant rules & regulations, tax laws and review of related party transactions. The Audit Committee reviews the instances of fraud, if any, and takes appropriate action to strengthen the system and to prevent such recurrence.

The company employs specialized audit firms to carry out specific audit of some critical functions, such as half yearly internal audit of broking business mandated by SEBI/ Exchanges, DP Process, Know your customer (KYC) verifications, Demat transfers, pay-out verifications, systems audit, branches and sub brokers audit, PMS, mutual fund

distribution audit, credit audit, loan documentation audits, pre/post disbursement audit and end use verification audit among others.

SMC believes in conduct of its affairs in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behaviour.

### 7.1 Internal Financials Controls

As per the requirement of Companies Act' 2013, the Board of Directors is required to lay down Internal Financial Controls to be followed by the company and that such Internal Financial controls must be adequate and operating effectively. As per the "Guidance Note on Audit of Internal Financial Controls Over Financial Reporting" issued by the Institute of Chartered Accountants of India (ICAI), the respective Board of Directors of the Holding Company and its subsidiaries ("the Group"), which are companies incorporated in India, are responsible for establishing and maintaining Internal Financial Controls.

The group has involved an Independent professionally competent Chartered Accountants firm (hereinafter "consulting firm") for review of the existing Risk registers and Controls that have been designed and implemented by the group and to provide assistance in documentation of the Internal Financial Controls over financial reporting to comply with the requirements of the Guidance Note on Audit of Internal Financial

Controls over financial reporting issued by ICAI.

The consulting firm has reviewed and documented the Internal Financial Controls for the group in the form of Entity Level Controls, Process Narratives and Risk and Control Matrix for all major processes and sub processes related to internal controls over financial reporting.

## 8. Corporate Social Responsibility

The Company's Corporate Social Responsibility (CSR) Policy encompasses the Company's philosophy for delineating its responsibility as corporate citizen and lays down the guidelines and mechanism for undertaking socially useful programmes for the welfare & sustainable development of the community at large in alignment with the vision of the company. Company's CSR initiative strives to create and enhance value in the society and in the community in which it operates, through its services, conducts & initiatives, so as to promote sustained growth and development and welfare for the society and community at large, more specifically for the deprived and underprivileged persons. CSR Activities identified are related to the activities included in the Companies Act 2013 (the Act) and the Companies (CSR Policy Rules) 2014 and exclude the activities undertaken in the normal course of business as well as exclude projects or programmes or activities that benefit only the employees of the Company and their families.

SMC spends 2.0% of its average

net profits during three immediately preceding financial years on corporate social responsibility activities as required by the Companies Act 2013. SMC Global Securities Ltd. has a corporate social responsibility committee comprising of:

- **Shri Subhash Chand Aggarwal** (Chairman),
- **Shri Mahesh Chand Gupta** (Vice Chairman)
- **Shri Kundan Mal Agarwal** (Independent Director).

Our corporate social responsibility committee oversees CSR initiatives undertaken by our company. During the FY 2022-23, the group has spent ₹244.97 Lakhs (PY ₹175.43 Lakhs) on CSR activities.

## 9. Human Resources

HR is dealing with various business angles that ultimately help in successfully managing personnel and increasing workforce value. It identifies key activities undertaken by the Human Resources Department and the performance of the group in relation to staffing related matters during the last twelve months. Its aim is to highlight areas of priority in relation to activity for FY 2022 - 2023.

The major focus for the year has been hiring, training, providing opportunity to perform, recognizing and motivating our talent pool. SMC believes, Human Resources are the most important and precious assets for the Organization and its prosperity. Hence, a major focus has been of the Training, Career development, Reward and

Recognition Programs, Employee welfare and Employee Engagement activities. The main objective of 2022-2023 was Employee motivation and getting the best performances, creating a cradle of engaged happy employees

### A) Employee Benefits – Health and Family

A great deal of work was put into ensuring the requirements under Standards for Better Health were met. Company paid group Mediclaim policy has been introduced which covers employees and their family members. Sum Insured has been decided on the basis of their job roles.

Similarly, company paid group term insurance has been introduced where family member of employees will receive Rs. 10 Lakh sum insure in case of any eventuality.

Both GMP & GTL are provided to confirmed employees.

### B) Talent Management & Acquisition

#### a) Employer Branding & Recruitment

Employer branding has been practiced extensively for Talent acquisition and it has helped to increase the networking and established the Brand 'SMC' more prominently in the job market. The job postings are done through the channels of social media like LinkedIn, facebook, instagram etc. which has made the hiring process simple and easy.

#### b) Mass Hiring

With the increase of incessant growth in business opportunities at the tier 2 and tier 3 cities, our team hiring has been augmented approximately by 40% in 2022-2023. Our business has marked its presence with the opening of new offices adding a growth of new branches to approximately 30%.

The next phase of business growth is cropping up in the rural areas. Accordingly, the recruitment process has begun to support the business for those areas.

In SMC, we hire interns who cater new thoughts and innovative ideas to the process and operations of different functions/departments along with their hands-on training and practice.

### c) Explicit Training Programs

The Training Programs in SMC for its employees have been designed and developed with the purpose in alignment to the Organization's vision towards **"Customer Satisfaction."**

The different Training Programs are:

- The **Induction** Training Program for all the New Joiners across the Organization. It gives the overall idea about the Organization, Leadership and Business Portfolio.
- The Training Programs designed for the Fresher hired across the Organization:
  - **Buniyad** - Basic Product Training Module.
  - **Prarambh** - Blend of Products,

Selling Skills & Soft Skills specifically for Sales Professionals.

- The Training Program designed for augmentation of knowledge in Products and Services:
  - **Abhinandan** - Intensive Product Training - Both on Tech & Non-Tech platforms.
- The Training Program designed after SWOT analysis and specifically targeting the weaknesses related to job profile and providing them the support and develop the areas of improvements:
  - **Manthan** - A blend of Products & Soft Skills training is conducted after an one to one counselling session.

### C) Employee Engagement & Benefits

The Employee Engagement activities have taken the centre stage during 2022- 2023 to keep the employees in happy and vibrant spirit. Several activities which took place in SMC are:

- 1. Encourage Health and Wellness:** It is well-known that a healthy workforce is more productive and can perform at the highest level. Health checkup camps for Diabetes, Ophthalmology, ENT held at SMC in collaboration with renowned Hospitals and Doctors from time to time to provide vigilance on the employee's health condition, thus assuring their fitness and prescribing treatment for any deviation.

### 2. Host SMC Carnival –

**POPZILLA – 2022:** It is always important to have work life balance to get enriched with more vigor and endurance at work. To rejuvenate the team, during Christmas celebrations, SMC hosted POPZILLA – 2022 for the employees and their families. It boosts up the morale of the teams as they enjoy together and a good team bonding twined resulting is better coordination and productivity.

**3. Host Cricket Match:** "All work and no play will make you sad and grey!" - is a famous saying. To hold to it, a cricket match has been organized for all SMCians. It has been a Cricket Day where the cohorts played, won and enjoyed throughout. The winners as well as the participants were all recognized with Trophies and Awards.

**4. Corporate Tie up:** Several corporate tie ups have been done with various business entities in health & telecom sectors wherein employee and their family members can avail benefits.

## 10. The Way Forward

After a turbulent year, India's economy is entering 2023 with new hopes to achieve major targets such as a USD five trillion economy and to move one step closer towards becoming a developed nation by 2047—a humongous ambition of Prime Minister Narendra Modi.

Key fundamentals that would be the deciding factor in which way the markets will move are Softening Inflation and Revival of Growth. On a positive note, the inflation in India has started to soften but it is still higher than the expected limit set by RBI.

As per a Morgan Stanley report, the Indian economy in 2023 is likely to continue growth momentum. Domestic demand will continue to drive the economy. Banking, FMCG and healthcare would be the growth driving sectors.

Our IT infrastructure and business continuity processes have allowed us to respond to the situation quickly as it continues to evolve and we are expecting a better growth prospect in time to come. Improvement and expansion of our digital infrastructure, people and geographical reach shall


continue to be key focus going forward. We are in the process of strengthening our I.T. infrastructure and will continue to progress on the roadmap of using digital, analytics and automation opportunities. We are focusing on leveraging technology and innovation to enhance our client's trading experience and to achieve this we are developing our in-house mobile trading application. Our HR policies are well aligned to motivate and retain existing employees and are rigorous as well as attractive enough to acquire new talent. We are also looking at further expanding in selective geographies which will help us to gain additional market share.

## 11. Disclaimer

All statements that address expectations or projections

about future, but not limited to the company's strategy for growth, product development, market position, expenditures and financial results may be forward – looking statements within the meaning of applicable rules and regulations. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The company assumes no responsibility to publicly amend, modify or revise any such statements on the basis of subsequent developments, information or events. There are various factors like conditions in global financial markets, regulatory intervention and other acts of violence which may lead to situations unpredictable for anyone.





WHAT WE  
INVEST NOW  
**ECHOES AS  
HAPPY DAYS  
LATER**

# Independent Auditor's Report

## TO THE MEMBERS OF SMC GLOBAL SECURITIES LIMITED REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

### Opinion

We have audited the accompanying standalone financial statements of **SMC Global Securities Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2023, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India,

of the state of affairs of the Company as at March 31, 2023 and its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

### Basis for Opinion

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

to provide a basis for our audit opinion on the standalone financial statements.

### Key Audit Matter

Key audit matter is those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in our opinion, there is no any such matter to be reported by us.

### Information Other than the Standalone Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, Management Discussion and Analysis, Business Responsibility Report and Report on Corporate Governance and shareholder information, but does not include the standalone financial statements and our auditors' report thereon. The above-referred

information is expected to be made available to us after the date of this audit report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances and the applicable laws and regulations.

**Responsibilities of Management and Those Charged with Governance for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in

accordance with the Ind AS and other accounting principles generally accepted in India. 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 & 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

**Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material

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

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

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial

controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the

economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

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

## **Report on Other Legal and Regulatory Requirements**

- 1.** As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure-A, a statement on the matters specified in the paragraph 3 and 4 of the order.
- 2.** As required by Section 143(3) of the Act, based on our audit we report that:
  - a.** We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b.** In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  - c.** The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account.
  - d.** In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
  - e.** On the basis of the written representations received from the directors as on March 31, 2023, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 from being appointed as a

director in terms of Section 164 (2) of the Act.

**f.** With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “Annexure B”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.

**g.** With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of Sec 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

**h.** With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

**i.** The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements. Refer Note no 33 to the standalone financial statements.

**ii.** The Company did not have any long-term contracts including

derivative contracts for which there were any material foreseeable losses, and

**iii.** There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**iv. (a)** The Management has represented that, to the best of its knowledge and belief, as disclosed in Note 40 (xvi) to the Financial Statements, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate beneficiaries;

**(b)** The Management has represented, that, to the best of its knowledge and belief, as disclosed in Note 40 (xvi) to the Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

**(c)** Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- V** As stated in Note 19 to the standalone financial statements:-
- (a)** The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.
- (b)** The interim dividend declared and paid by the Company during the year and until the date of this report is

in compliance with Section 123 of the Act.

- (c)** The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

- Vi** Proviso to Rule 3(1) of the Companies (Accounts) Rules,

2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable to the Company with effect from April 1, 2023, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.

**For R Gopal & Associates  
Chartered Accountants**

Firm Registration No.: 000846C

Sd/-

**Vikash Aggarwal**

**Partner**

Membership No: 519574

UDIN: 23519574BGXSNZ9895

Date : 18th May 2023

Place : New Delhi

## Annexure A to the Independent Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of the Company on the standalone financial statements for the year ended 31st March 2023, we report that:

**(i)** In respect of the Company's Property, Plant and Equipment and Intangible Assets:

- (a) (A)** The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant & Equipment and relevant details of right-of-use assets.
- (B)** The Company has maintained proper records showing full particulars of Intangible Assets.
- (b)** Property, Plant & Equipment are physically verified by the management according to a phased manner to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the programme, a portion of the Property, Plant & Equipment have been physically verified by the management during the year and no material discrepancies have

been noticed on such verification.

- (c)** According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.
- (d)** The Company has not revalued any of its Property, Plant and Equipment (including right of use assets) and Intangible Assets during the year.
- (e)** As per information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2023 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.
- (ii) (a)** Inventory comprises of stock of commodities which have been physically verified and reconciled by the management with reference to the confirmation / statements

from brokers and holding statements of warehouse and depository participants, during the year and coverage and procedure of such verification by the management is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed.

- (b)** During the year company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets and the quarterly returns or statements filed by the company with such banks or financial institutions are in accordance with terms and conditions.
- (iii) (a)** During the year company has granted loans to its subsidiaries. Details of the loan are stated below. During the year the Company has not provided advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any other parties.

₹ in Lakhs

Particulars	Loan	Guarantee
Aggregate amount granted/ provided during the year to		
subsidiaries	1,042.00*	-
Other	-	-
Balance outstanding as at balance sheet date in respect of above cases		
subsidiaries	328.87	1938.00
Other	-	-

However, company had granted unsecured loan to one of the foreign subsidiaries in the past, the outstanding balance as on March 31, 2023 stands at ₹182.14 lakhs. As the recovery of this loan was doubtful, the company had made full provision against such doubtful loan in earlier years.

\*The Company extends revolving credit facilities to its wholly owned Subsidiaries which is within the limit assigned.

- (b)** According to the information and explanations given to us, the terms and conditions of loans granted by the company to its subsidiaries are not prejudicial to the interest of the Company. The company has not provided any guarantee during the year.
- (c)** The Company has granted loans during the year to its subsidiaries which are repayable on demand and payment of interest has been stipulated and the repayment or receipts are regular.
- (d)** There is an overdue amount of Rs 182.14 lakhs in respect of loan given to one foreign subsidiary in the past (as reported above). According to the information and explanation given to us and based on the audit procedures performed by us, reasonable steps are being taken by the company for recovery of the principal and interest.
- (e)** There were no loans granted to companies, firms, Limited Liability Partnerships or any other parties which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.
- (f)** The Company has granted loans to its subsidiaries as defined in clause (76) of Section 2 of the Companies Act, 2013, which are repayable on demand. The Company has not given any loan to its promoters.

₹ in Lakhs

Particulars	Related Parties
Aggregate amount of loans/ advances in nature of loans - repayable on demand	1,042.00
Percentage of loans to the total loans	100 %



(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of section 186 of the Act, with respect to the loans, investments, guarantees and security made as applicable.

(v) The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act, 2013 and rules framed there under.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the

Act, for any of the services rendered by the Company.

(vii)

(a) According to the information and explanations given to us, Company has generally been regular in depositing undisputed statutory dues including provident fund, employee's state insurance, income-tax, goods and service tax, cess and other statutory dues applicable to it with the appropriate authorities.

According to the information and explanations given to us, no

undisputed amounts payable in respect of provident fund, employee's state insurance, income-tax, goods and service tax, cess and other material statutory dues were in arrears as at 31 March 2023 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub -clause (a) above which have not been deposited as on March 31, 2023 on accounts of dispute are given below:

Name of the statute	Nature of dues	Amount ( in Lacs)	Period to which the amount relates	Forum where dispute is pending
Finance Act 1994	Service Tax	45.66	FY 2009-10 to FY 2012-13	Commissioner of Service Tax, Audit 1, Delhi
Finance Act 1994	Service Tax	527.55	01.07.2012 to 30.06.2017	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)
Income Tax Act 1961	Income Tax	141.56	A.Y 2013-2014 to A.Y 2019-2020	Commissioner of Income Tax (Appeals), Delhi
The Employee State Insurance Act,1948	ESI	18.63	September 2005 to December 2007	High Court, Delhi
The Indian Stamp Act, 1899*	Stamp Duty	-	2010 to 21.11.2014	High Court, Delhi
The Employees Provident Fund Act, 1952*	PF	-	October 1995 to November 2003	High Court, Delhi

\* Amount not ascertained.

- (viii)** As per information and explanation given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix)** **(a)** According to the information and explanations given to us the company has not defaulted in repayment of loans and borrowings including interest thereon to any lender.
- (b)** According to the information and explanations given to us and on the basis of our audit procedures, we report that the Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.
- (c)** According to the information and explanations given to us, the company has utilized the money obtained by way of term loan during the year for the purpose for purpose for which the loans were obtained.
- (d)** According to the information and explanations given to us and on an overall examination of the financial statements of the Company, funds raised on short term basis have, prima facie, not been used during the year for long-term purposes by the Company.
- (e)** According to the information and explanations given to us and on an overall examination of the financial statements of the company, we report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries. Company does not have any associates and joint venture.
- (f)** According to the information and explanations given to us and procedures performed by us, we report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries. Company does not have any associates and joint venture.
- (x)**
- (a)** The Company has not raised any money by way of an initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.
- (b)** According to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year and hence reporting under clause (x)(b) of the Order is not applicable.
- (xi)** **(a)** According to the information and explanations given to us, no fraud by / on the Company has been noticed or reported during the year.
- (b)** No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.
- (c)** As represented to us by the management, there are no whistle blower complaints received by the company during the year.
- (xii)** In our opinion and according to the information & explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii)** According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable Indian Accounting Standards.
- (xiv)**
- (a)** The Company has appointed a firm of chartered accountants to carry out the internal audit of the company. In our opinion and according to the information and explanation given to us, the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- (b)** We have considered, during the course of our audit the reports of the internal auditors for the period under audit issued to the company during the year and till date, in determining the nature, timing and extent of our audit procedures in accordance with the guidance provided in SA 610-

“Using the work of Internal Auditors”.

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

**(xvi)**

**(a)** In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), of the Order is not applicable.

**(b)** The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(b), of the Order is not applicable.

**(c)** The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.

**(d)** According to the information and explanations given to us, in the group (in accordance with Core Investment Companies (CICs) (Reserve Bank) Directions, 2016), there is one company

forming part of the promoter/ promoter group of the Company which is CICs (Core Investment Companies)

**(xvii)** The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

**(xviii)** There has been no resignation of the statutory auditors of the Company during the year.

**(xix)** On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities

falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

**(xx)**

**(a)** In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub-section 5 of Section 135 of the Act. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

**(b)** In respect of the ongoing projects, there are no unspent amounts which is required to be transferred to special account in compliance with provision of sub section (6) of section 135 of the said Act; Accordingly, reporting under clause 3(xx)(b) of the Order is not applicable for the year.

**For R Gopal & Associates  
Chartered Accountants  
Firm Registration No.: 000846C**

Sd/-

**Vikash Aggarwal**

**Partner**

Membership No: 519574

UDIN: 23519574BGXSNZ9895

Date : 18th May 2023

Place : New Delhi

## Annexure B to the Auditors' Report

### Report on the Internal financial controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **SMC Global Securities Limited** ("the Company") as of 31st March 2023 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

### Management's Responsibility for Internal Financial Controls

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

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's

judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

### Meaning of Internal Financial Controls with reference to financial statements

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 management and directors of the company; and

- 3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls with reference to financial statements**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management, override of

controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal

financial controls with reference to financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31st March, 2023, 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 R Gopal & Associates  
Chartered Accountants**

Firm Registration No.: 000846C

Sd/-

**Vikash Aggarwal**

**Partner**

Membership No: 519574

UDIN: 23519574BGXSNZ9895

Date : 18th May 2023

Place : New Delhi

## SMC GLOBAL SECURITIES LIMITED

### Standalone Balance sheet

(₹in Lakhs)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
<b>Assets</b>			
<b>Financial assets</b>			
Cash and cash equivalents	2	2,059.29	5,697.88
Other bank balances	3	134,719.15	113,627.87
Receivables			
Trade receivables	4	29,859.61	26,774.60
Other receivables	5	1,202.48	473.51
Loans	6	18,873.73	10,907.83
Investments	7	42,018.86	55,273.50
Other financial assets	8	6,750.45	8,419.49
<b>Non-financial assets</b>			
Inventories	9	18.54	2,366.41
Current tax assets (net)	30	1,059.71	2,125.09
Deferred tax assets (net)	30	1,040.89	211.18
Property, plant and equipment	10	8,066.27	7,414.49
Right of use asset	11	2,539.01	2,460.48
Capital work-in-progress	11.1	893.49	-
Other intangible assets	12	129.66	77.12
Intangible assets under development	12	107.90	80.48
Other non-financial assets	13	1,393.27	1,247.34
<b>Total assets</b>		<b>250,732.31</b>	<b>237,157.27</b>
<b>Liabilities and equity</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Payables			
Trade payables	14		
- to micro and small enterprises		-	-
- to other than micro and small enterprises		37,662.54	63,556.28
Lease liabilities	11.2	2,522.30	2,372.98
Borrowings	15	38,457.15	15,093.56
Other financial liabilities	16	91,265.24	74,000.72
<b>Non-financial liabilities</b>			
Current tax liabilities (net)	30	157.87	-
Provisions	17	1,932.69	1,578.23
Other non-financial liabilities	18	1,934.27	1,232.24
<b>Equity</b>			
Equity share capital	19	2,094.00	2,262.69
Other equity		74,706.25	77,060.57
<b>Total liabilities and equity</b>		<b>250,732.31</b>	<b>237,157.27</b>

The accompanying notes form an integral part of the standalone financial statements

1-43

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

**For R. Gopal & Associates**

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

**For and on behalf of the Board**

Sd/-

**S.C. Aggarwal**

Chairman &

Managing Director

DIN: 00003267

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO

DIN: 00003166

Place: New Delhi

**Date:** May 18, 2023

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Suman Kumar**

Company Secretary

## SMC GLOBAL SECURITIES LIMITED

### Standalone statement of profit and loss

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Revenue from operations</b>			
Fee and commission income	20	37,749.75	36,025.16
Interest income	21	13,821.53	10,963.90
Dividend income		91.64	840.00
Net gain on proprietary trading		15,901.20	15,141.05
Net gain on fair value changes	22	351.29	4,023.95
<b>Total revenue from operations</b>		<b>67,915.41</b>	<b>66,994.06</b>
Other income	23	1,365.19	1,415.55
<b>Total income</b>		<b>69,280.60</b>	<b>68,409.61</b>
<b>Expenses</b>			
Fees and commission expenses	24	27,661.35	27,798.32
Employee benefits expenses	25	15,661.73	12,917.25
Finance cost	26	5,884.72	3,718.74
Depreciation and amortisation	27	1,704.59	1,439.99
Impairment on financial instruments	28	28.89	146.28
Other expenses	29	6,352.82	4,172.08
<b>Total expenses</b>		<b>57,294.10</b>	<b>50,192.66</b>
<b>Profit before tax</b>		<b>11,986.50</b>	<b>18,216.95</b>
<b>Tax expense:</b>			
Current tax	30	3,469.68	3,164.14
Deferred tax	30	(820.41)	591.78
<b>Total tax expense</b>		<b>2,649.27</b>	<b>3,755.92</b>
<b>Profit after tax</b>		<b>9,337.23</b>	<b>14,461.03</b>
<b>Other comprehensive income (OCI)</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of the net defined benefit liability / asset		(36.94)	(29.67)
Tax effect of Items that will not be reclassified subsequently to profit and loss		9.30	7.47
<b>Total other comprehensive income (net of tax)</b>		<b>(27.64)</b>	<b>(22.20)</b>
<b>Total comprehensive income for the year (comprising profit and other comprehensive income for the year)</b>		<b>9,309.59</b>	<b>14,438.83</b>
<b>Earnings per equity share (Face value 2)</b>			
Basic & Diluted (in ₹)	31	8.72	12.78

The accompanying notes form an integral part of the standalone financial statements

1-43



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

**For R. Gopal & Associates**

Chartered Accountants  
Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

**For and on behalf of the Board**

Sd/-

**S.C. Aggarwal**

Chairman &  
Managing Director  
DIN: 00003267

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &  
Managing Director  
DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO  
DIN: 00003166

Place: New Delhi

**Date:** May 18, 2023

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Suman Kumar**

Company Secretary

## SMC GLOBAL SECURITIES LIMITED

### Standalone statement of changes in equity

#### A. Equity share capital (Refer note 19)

(₹ in Lakhs)

Particulars	Balance as at April 1, 2021	Changes in Equity Share Capital due to prior period errors	Restated balance as on April 1, 2021	Changes in equity share capital during the period	Balance as at March 31, 2022
Equity Share Capital	2,262.69	-	-	-	2,262.69

(₹ in Lakhs)

Particulars	Balance as at April 1, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance as on April 1, 2022	Changes in equity share capital during the period	Balance as at March 31, 2023
Equity Share Capital	2,262.69	-	-	(168.69)	2,094.00

#### B. Other equity

(₹ in Lakhs)

Particulars	Reserves & surplus				Other comprehensive income		Total
	Securities premium reserve	Retained earnings	General reserve	Capital Redemption Reserve (CRR)	Capital Reserve	Remeasurement of the net defined benefit liability / asset	
<b>Balance as at April 1, 2021</b>	<b>34,444.50</b>	<b>21,015.08</b>	<b>7,844.60</b>	-	<b>1,439.24</b>	<b>141.01</b>	<b>64,884.43</b>
<b>Changes in equity for the year ended March 31, 2021</b>							
Profit for the year	-	14,461.03	-	-	-	-	<b>14,461.03</b>
Other comprehensive income for the year	-	-	-	-	-	(22.20)	<b>(22.20)</b>
<b>Total comprehensive income for the year</b>	-	<b>14,461.03</b>	-	-	-	<b>(22.20)</b>	<b>14,438.83</b>
<b>Transactions with owners in their capacity as owners :</b>							
Payment of dividend	-	(2,262.69)	-	-	-	-	<b>(2,262.69)</b>
<b>Balance as at March 31, 2022</b>	<b>34,444.50</b>	<b>33,213.42</b>	<b>7,844.60</b>	-	<b>1,439.24</b>	<b>118.81</b>	<b>77,060.57</b>
<b>Balance as at April 1, 2022</b>	<b>34,444.50</b>	<b>33,213.42</b>	<b>7,844.60</b>	-	<b>1,439.24</b>	<b>118.81</b>	<b>77,060.57</b>
<b>Changes in equity for the year ended March 31, 2023</b>							
Profit for the year	-	9,337.23	-	-	-	-	<b>9,337.23</b>
Other comprehensive income for the year	-	-	-	-	-	(27.64)	<b>(27.64)</b>
<b>Total comprehensive income for the year</b>	-	<b>9,337.23</b>	-	-	-	<b>(27.64)</b>	<b>9,309.59</b>
<b>Transactions with owners in their capacity as owners :</b>							
On Buyback of Shares	(9,073.37)	-	-	-	-	-	<b>(9,073.37)</b>
Transfer to CRR on buyback of shares	(168.69)	-	-	168.69	-	-	-
Refund of Excess Dividend	-	-	-	-	-	-	-
Distribution Tax paid	-	6.16	-	-	-	-	<b>6.16</b>
Payment of dividend	-	(2,596.70)	-	-	-	-	<b>(2,596.70)</b>
<b>Balance as at March 31, 2023</b>	<b>25,202.44</b>	<b>39,960.11</b>	<b>7,844.60</b>	<b>168.69</b>	<b>1,439.24</b>	<b>91.17</b>	<b>74,706.25</b>

**Nature and purpose of reserves :**

**(A) Securities premium reserve**

Securities premium is used to record the premium received on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

**(B) Retained earnings**

Retained earnings are the profits that the company has earned till date, less any transfers to generate reserve, dividends or other distributions paid to shareholders.

**(C) General reserve**

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations however, the same is not required to be created under Companies Act, 2013. This reserve can be utilised only in accordance with the specified requirements of Companies Act, 2013.

**(D) Capital redemption reserve**

The Companies Act, 2013 requires that when a Company purchases its own shares out of free reserves or securities premium account, a sum equal to the nominal value of the shares so purchased shall be transferred to a capital redemption reserve. The reserve is utilised in accordance with the provisions of Section 69 of the Companies Act, 2013.

**(E) Capital reserve**

A capital reserve is created out of capital profits and cannot be used for the distribution of profits and dividend.

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

**For R. Gopal & Associates**

Chartered Accountants  
Firm Registration No. : 000846C

Sd/-  
**Vikash Aggarwal**  
Partner  
Membership No. : 519574

**For and on behalf of the Board**

Sd/-  
**S.C. Aggarwal**  
Chairman &  
Managing Director  
DIN: 00003267

Sd/-  
**Mahesh C. Gupta**  
Vice-Chairman &  
Managing Director  
DIN: 00003082

Sd/-  
**Ajay Garg**  
Director & CEO  
DIN: 00003166

Place: New Delhi  
**Date:** May 18, 2023

Sd/-  
**Vinod Kumar Jamar**  
President & Group CFO

Sd/-  
**Suman Kumar**  
Company Secretary

# SMC GLOBAL SECURITIES LIMITED

## Standalone statement of cash flows

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Cash flow from operating activities:</b>		
Profit before tax	9,337.23	14,461.03
<b>Adjustments to reconcile net profit to net cash provided by operating activities:</b>		
Tax expense	2,649.27	3,755.92
Depreciation and amortization	1,704.59	1,439.99
Finance Cost	5,884.72	3,718.74
Dividend income	(808.00)	(727.20)
(Gain) / loss on modification of lease	(2.13)	(3.01)
Interest income other than from revenue from operation	(164.23)	(288.57)
Allowance for impairment on financial instruments	28.89	146.28
Rent income	(174.03)	(187.28)
Net loss/(profit) on derecognition of property, plant and equipment	(84.47)	(2.81)
Exchange difference on conversion of foreign currency monetary items	(42.97)	(4.94)
<b>Operating profit before working capital changes</b>	<b>18,328.87</b>	<b>22,308.15</b>
<b>Changes in assets and liabilities</b>		
Other bank balances	(21,091.26)	(12,210.45)
Trade receivables	(3,113.90)	(12,435.31)
Other receivables	(723.64)	(25.15)
Loans	(7,965.56)	(819.07)
Inventories	2,347.87	(1,048.93)
Investments	12,806.36	(6,063.91)
Other financial assets	1,669.04	(1,858.00)
Other non-financial assets	(148.37)	125.62
Trade payables	(25,896.97)	23,765.96
Other financial liabilities	17,264.52	15,255.09
Other non-financial liabilities	702.03	431.84
Provisions	317.52	274.69
<b>Cash generated from / (used in) operations</b>	<b>(5,503.49)</b>	<b>27,700.53</b>
Income taxes paid (net of refund)	(2,246.42)	(3,670.60)
<b>Net cash generated from / (used in) operating activities (A)</b>	<b>(7,749.91)</b>	<b>24,029.93</b>
<b>Cash flow from investing activities:</b>		
Expenditure on Property, Plant and Equipments	(2,456.75)	(5,972.23)
Expenditure on Intangible assets	(121.09)	(118.20)
Sale proceeds on property, plant and equipment and intangible assets	121.96	4.00
Investment in Subsidiaries (refer note no. 7.01)	(2,200.00)	(800.00)
Sale of Investment in Subsidiary (refer note no. 7.01)	2,690.00	-
Interest received	122.51	288.57
Dividend received	808.00	727.20
Rent received	174.03	187.28
<b>Net cash generating from / (used in) investing activities (B)</b>	<b>(861.34)</b>	<b>(5,683.38)</b>
<b>Cash flow from financing activities:</b>		
Payment of dividends	(2,596.70)	(2,239.98)
Payment of interest	(5,551.43)	(3,491.94)
Repayment of lease liabilities	(1,048.69)	(894.24)
Proceeds from term loan	3,227.50	3,811.73
Repayment of term loan	(282.65)	(31.80)
Proceeds / (repayment) from loan repayable on demand (net)	20,417.56	(12,518.07)
Buyback of Shares	(9,242.06)	-
Refund of Dividend distribution tax excess paid	6.16	-
<b>Net cash generating from / (used in) financing activities (C)</b>	<b>4,929.70</b>	<b>(15,364.30)</b>
<b>Net increase / (decrease) in cash and cash equivalents (A+B+C)</b>	<b>(3,681.56)</b>	<b>2,982.25</b>
Effect of change in exchange rate on foreign operations and foreign currency monetary items	42.97	4.94
Cash and cash equivalents at the beginning of the year	5,697.88	2,710.69
<b>Cash and cash equivalents at the end of the year (refer note 2)</b>	<b>2,059.29</b>	<b>5,697.88</b>

**Notes :**

1. Changes in liabilities arising from financing activities

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Opening balance	15,093.56	23,840.61
Addition during the year	23,645.06	3,811.73
Repayments during the year	(282.65)	(12,549.87)
Other adjustments	1.18	(8.91)
<b>Closing Balance</b>	<b>38,457.15</b>	<b>15,093.56</b>

2. The above statement of cash flows has been prepared under the "Indirect Method" as set out in Ind AS - 7 notified u/s 133 of the Companies Act, 2013.
3. Interest expense includes other borrowing cost.
4. Figures in brackets indicate cash outflow.
5. The significant accounting policies and notes to the financial statements (Refer note no. 1 - 43) form an integral part of the standalone financial statements.

**In terms of our report of even date attached****For R. Gopal & Associates**

Chartered Accountants  
Firm Registration No. : 000846C

Sd/-  
**Vikash Aggarwal**  
Partner  
Membership No. : 519574

**For and on behalf of the Board**

Sd/-  
**S.C. Aggarwal**  
Chairman &  
Managing Director  
DIN: 00003267

Sd/-  
**Mahesh C. Gupta**  
Vice-Chairman &  
Managing Director  
DIN: 00003082

Sd/-  
**Ajay Garg**  
Director & CEO  
DIN: 00003166

Place: New Delhi  
**Date:** May 18, 2023

Sd/-  
**Vinod Kumar Jamar**  
President & Group CFO

Sd/-  
**Suman Kumar**  
Company Secretary

# SMC GLOBAL SECURITIES LIMITED

## Notes to standalone financial statements

### NOTE NO. 1

#### Significant accounting policies and measurement basis

##### 1.01 Company overview

SMC Global Securities Limited (CIN-L74899DL1994PLC063609) ("the company" or "SMC Global"), a limited liability company is domiciled in India, incorporated in the year 1994 having its registered office at 11/6B, Shanti Chambers, Pusa Road, New Delhi-110005. The Company's equity shares are listed and traded on National Stock Exchange ("NSE") and Bombay Stock Exchange ("BSE") in India with effect from February 24, 2021. The Company is a trading and clearing member of the National Stock Exchange of India Limited ("NSE"), BSE Limited ("BSE") and Metropolitan Stock Exchange of India Limited ("MSEI") in the capital market. Further, the company is a trading member of NSE, BSE and MSEI in the futures and options of currency, commodity and equity derivative segment. The Company also holds depository participants registration of Central Depository Services (India) Limited and National Securities Depository Limited, participants of NCDEX, Comtrack, AMFI registered mutual fund distribution and portfolio management service (PMS) registration from Securities and Exchange Board of India ("SEBI"). The company is regulated by SEBI. The company has ten subsidiaries and one joint venture.

The company offers a wide range of services to meet client's needs including brokerage services, clearing services, depository services, distribution of third party financial

products such as mutual fund and initial public offerings, fund management services, research support services and also engages in proprietary & commodity trading.

##### 1.02 Statement of compliance

These standalone financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

##### 1.03 Basis of preparation

These standalone financial statements are prepared under the historical cost convention on the accrual basis except for certain assets and liabilities which are measured at fair value / amortised cost / transaction price as stated in respective accounting policies / notes.

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

##### Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or ₹) which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless indicated otherwise

##### 1.04 Use of estimates

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

##### 1.05 Revenue recognition

The company derives its revenue primarily from the brokerage services, clearing services, depository services, distribution of third party financial products such as mutual fund and initial public offerings, fund management services, research support services and also engages in proprietary & commodity trading. The company follows Ind AS 115 Revenue from Contract with Customer, which prescribed the core principle to recognise revenue. This core principle is delivered in a five-step model framework:

- (a) Identify the contract(s) with a customer.
- (b) Identify the performance obligations in the contract.
- (c) Determine the transaction price.
- (d) Allocate the transaction price to the performance obligations in the contract.
- (e) Recognise revenue when (or as) the entity satisfies a performance obligation.

Based on the above principle the company recognise the revenue as follows:

- (i) **Broking:** In these types of contract performance obligation is to provide the platform to traders for trading in securities, commodities and the performance obligation satisfies point in time i.e. as and when the trade is executed. Revenue on commission/brokerage on sale made on behalf of principals is accounted for at the time of purchase/sale made on their behalf.
- (ii) **Distribution of third party financial products:** In these types of contract performance obligation is to sell the third party financial products to the subscriber and the performance obligation satisfies point in time i.e. as and when subscription is ensured and target based incentives are confirmed by registrar/ respective companies. Unbilled revenue is the income that has become due on account of services rendered by the company but pending to be billed.
- (iii) **Depository services:** In these types of contract performance obligation is periodic maintenance of customer account as depository

participant and the performance obligation satisfies over time i.e. over the period and there is reasonable certainty of recovery.

- (iv) **Proprietary trading:** Ind AS 115 Revenue from Contract with Customer is not applicable on this business and hence the revenue is recognised as per Ind AS 109 Financial Instruments i.e. as and when trade is executed.

- (v) **Interest income:** Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial assets through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the financial instrument. The internal rate of return on financial assets after netting off the fees received and cost incurred approximates the effective interest rate method of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs).

It also comprises of Interest on delayed payment/margin trading facility.

- (vi) **Commodity trading:** In these types of contracts the performance obligation satisfies in time i.e. when the sale is executed or ownership is transferred. Accordingly the revenue is recognised on whenever the transaction is executed.
- (vii) **Fund management services:** In these types of contracts the performance obligation satisfies over time i.e. the services are rendered on continuous basis and the revenue is recognised on periodical basis and also considering performance based criteria of fund (as applicable).
- (viii) **Dividend:** Dividend income is recognised when the shareholders right to receive payment is established.
- (ix) **Research support services:** In these types of contract performance obligation is periodic input to participants on the basis of capital market analysis and the performance obligation satisfies over time i.e. over the period.
- (x) **Incentives from exchange:** Incentives from exchange are recognised on point in time basis.

#### 1.06 Inventories

The Company mainly has inventory of commodities (agri and non-agri), which is held for the purpose of trading. The Company measures Inventories at fair value less cost to sell.

#### 1.07 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any.

Cost includes taxes, duties, identifiable direct expenses, expense on installation and net of applicable GST credit thereon. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The company depreciates property, plant and equipment over their estimated useful lives on written down value method. The estimated useful lives of assets are as follows:

Office building	60 years
Computer equipment	3-6 years
Office equipment	5 years
Furniture and fixtures	10 Years
Vehicles	8-10 years

The useful lives for these assets is in compliance with the useful lives as indicated under Part C of Schedule II of the Companies Act, 2013.

Depreciation methods, useful lives and residual values are reviewed at each year end.

Addition to the, property plant and equipment have been accounted only when the item is in location and condition necessary for its use. Depreciation on asset added / sold / discarded during the year is being provided on prorata basis from / upto the date on which such assets are added / sold / discarded.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non financial assets and the assets not ready for use are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated

with these will flow to the company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the statement of profit and loss when incurred. The cost & related accumulated depreciation are eliminated from the financial statements upon sale and the resultant gains or losses are recognised in profit or loss.

#### **1.08 Intangible assets**

Intangible assets are stated at cost less accumulated amortization and impairment, if any. Cost includes taxes, duties, identifiable direct expenses, expense on installation and net of GST credit thereon. Intangible assets are amortized on a written down value basis, from the date that they are available for use. The rates used are as follows :

Computer software	40%
Trade mark logo	40%

#### **1.09 Impairment of Assets other than financial assets**

At each reporting date, the Company reviews the carrying amounts of its property, plant and equipment, intangible assets and right of use assets and investment in subsidiaries to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not generate independent cash flows are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash generating Units ('CGUs'). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the

estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset or CGU. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

#### **1.10 Income tax**

The income tax expense comprises of current and deferred tax. Tax on item recognised in profit or loss is recognised in profit or loss and for items recognised in other comprehensive income or equity, the corresponding tax is recognised in other comprehensive income or equity respectively.

The current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Company's income tax obligation for the year are recognised in the balance sheet as current income tax assets / liabilities.

Deferred tax is recognised based on the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax is determined using tax rates that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.



Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off current tax assets against current tax liabilities & the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

### **1.11 Investment in subsidiaries**

Investment in subsidiaries are measured at cost less accumulated impairment, if any.

The Company assesses at the end of each reporting period if there are any indications of impairment on such investments. If so, the Company estimates the recoverable amount of the investment and provides for impairment (refer note no. 1.09).

### **1.12 Financial instruments**

#### **(a) Initial recognition**

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are adjusted from the fair value of financial asset or financial liabilities on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in Statement of profit and loss.

#### **(b) Subsequent measurement**

##### **(i) Financial assets at amortised cost**

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Advances, security deposits, rental deposits, cash and cash equivalents etc. are classified for measurement at amortised cost.

##### **(ii) Financial assets at fair value through profit or loss**

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss. All investment held for trading, derivative financial instruments are measured at fair value through profit and loss.

##### **(iii) Financial liabilities**

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognised in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

##### **(c) Derecognition of financial instruments**

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the

Company's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

#### **(d) Impairment**

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in statement of profit and loss.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward looking information.

### **1.13 Foreign currency translations**

Items included in financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in Indian rupee (INR).

Foreign currency transactions are

translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognized in Statement of profit and loss.

#### **1.14 Employee benefits**

##### **(a) Defined contribution plans**

Obligations for contributions to defined contribution plans (provident fund and employees state insurance) are recognized as a employee benefit expense in statement of profit or loss in the years during which services are rendered by employees.

##### **(b) Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's gratuity scheme is a defined benefit plan and in accordance with Payment of Gratuity Act, 1972. As per the plan, employee is entitled to get 15 days of basic salary for each completed year of service with a condition of minimum tenure of 5 years subject to a maximum amount of INR 20.00 lakhs.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. Defined benefit obligation (DBO) is based on a number

of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in OCI. The Company determines net interest on the net defined benefit liability (asset) by multiplying the net defined benefit liability (asset) by the discount rate.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in statement of profit or loss.

##### **(c) Short-term employee benefits**

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

##### **(d) Other long-term employee benefits liability for long service leave**

The Company's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior years. That benefit is discounted to determine its present value. Remeasurements are recognised in statement of profit or loss in the year in

which they arise. The valuation of the long service leave are obtained from actuary.

#### **1.15 Leases**

The Company enters into hiring/service arrangements for various assets/services. The Company evaluates whether a contract contains a lease or not, in accordance with the principles of Ind AS 116. This requires significant judgements including but not limited to, whether asset is implicitly identified, substantive substitution rights available with the supplier, decision making rights with respect to how the underlying asset will be used, economic substance of the arrangement, etc.

##### The Company as a Lessee

As a lessee the Company has measured lease liability at the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application. After the commencement date / transition date, the Company measures the right-of-use asset applying a cost model, whereas the Company measures the right-of-use asset at cost:

- (a) less any accumulated depreciation and any accumulated impairment losses; and
- (b) adjusted for any remeasurement of the lease liability.

The Company recognises the finance charges on lease expense on reducing balance of lease liability. The lease asset is depreciated over the lease term on straight line basis.

The Company applies the above policy to all leases except:

- (a) leases for which the lease term (as defined in Ind AS 116) ends within 12 months of the acquisition date;

(b) leases for which the underlying asset is of low value.

The Company as a Lessor

As a lessor the Company identifies leases as operating and finance lease. A lease is classified as a finance lease if the Company transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

At the commencement date, the Company recognises assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. After the initial recognition the Company recognises finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease.

The lease payments on operating leases are recognised as income on straight-line basis.

**1.16 Borrowing costs**

Borrowing costs that are attributable to acquisition, construction or production of qualifying assets, are capitalized as part of the cost of such qualifying assets. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for intended use. All other borrowing costs are charged to the statement of profit and loss. Expenses related to borrowing cost are accounted using effective interest rate.

**1.17 Cash and cash equivalents**

Cash and cash equivalents includes cash on hand, demand deposits, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Bank deposits having maturity more than 12 months have been classified as other bank balances.

**1.18 Provision, contingent liabilities and contingent assets**

Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- (a) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- (b) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are disclosed where an inflow of economic benefit is probable.

**1.19 Statement of cash flows**

Cash flows are reported using the indirect method where by the profit after tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

**1.20 Dividend**

The Company recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India, a distribution is authorised when it is approved by the board for interim dividend and by the shareholders in case of final dividend. A corresponding amount is recognised directly in equity.

**1.21 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the year. The weighted-average number of equity shares outstanding during the year is adjusted for events including a bonus issue.

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

**1.22 Standards issued but not yet effective**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 vide notification no. G.S.R 242(E) dated 31st March 2023. Given below are the amendment made to Ind AS 1, Ind AS 8, Ind AS 12 in brief and their possible impact on the financial statements of the company. Rest of the amendments are consequential in nature and have no material impact on the financial statements:

**"Ind AS 1 – Presentation of Financial Statements:**

Disclosure of Accounting Policies, amended paragraphs 7, 10, 114, 117 and 122, added paragraphs 117A–117E and deleted paragraphs 118, 119 and 121. The amendments to Ind AS 1 are applicable for annual reporting periods beginning on or after 1 April 2023.

The amendment seeks to replace significant accounting policies with material accounting policy information and provides guidance on material accounting policy information. The amendments require complete review of existing disclosure of accounting policies and may involve redrafting, removing some of the accounting policies now being disclosed or adding new accounting policy disclosures. The company is reviewing its accounting policy disclosure to change the same as per the amendments."

**"Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors:**

Definition of Accounting Estimates amended paragraphs 5, 32, 34, 38 and 48 and added paragraphs 32A, 32B and 34A. These amendments are applicable for annual reporting periods beginning on or after 1 April 2023. The amendment replaces the definition of changes in accounting estimates with a new

definition of accounting estimates and provides guidance on that definition, what are regarded as changes in accounting estimates and how to apply changes in accounting estimates. The amendments shall be applied to changes in accounting estimates and changes in accounting policies that occur on or after 1 April 2023. Therefore, the amendments have no impact on the financial position, financial performance or the cash flows of the entity in the current and previous year."

**"Ind AS 12– Income Tax:**

Deferred Tax related to Assets and Liabilities arising from a Single Transaction, amended paragraphs 15, 22 and 24 and added paragraph 22A. The amendment clarifies that in case, where at the time of initial recognition, equal amount of taxable and deductible temporary differences arise, the initial recognition exemption does not apply and the company shall recognise deferred tax liability and deferred tax asset on gross basis on that date of initial recognition depending on the applicable tax law. This happens typically when a lease liability and right-of-use asset is recognised initially or when decommissioning obligations are initially recognised and the same is added to the cost of the item of property, plant and equipment. If the

application of this requirement results in unequal amount of deferred tax asset and deferred tax liability, the difference shall be recognised in profit or loss. These amendments are to be applied for annual reporting periods beginning on or after 1 April 2023 to transactions that occur on or after the beginning of 1 April 2022. The amendment also requires deferred tax assets and deferred tax liabilities to be recognised on 1 April 2022 based on the carrying amounts of the lease liability and right-of-use asset as on 1 April 2022 and recognise any difference in opening balance of retained earnings or another component of equity, where appropriate, if the company has applied the initial recognition exemption requirements earlier or had recognised deferred tax assets and deferred tax liabilities on net basis. The same is also required for decommissioning obligations recognised initially and added to the cost of the item of property, plant and equipment. As the company has recognised deferred tax assets and deferred tax liabilities on gross basis on lease liability and right-of use assets, the amendment has no impact of the financial statements. Further, the requirements relating to decommissioning obligations are not applicable to the company."

## NOTE NO. 2

### Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Cash in hand	19.44	14.22
<b>Balances with banks</b>		
In current accounts	2,039.85	5,683.66
<b>Total cash and cash equivalents</b>	<b>2,059.29</b>	<b>5,697.88</b>

## NOTE NO. 3

### Other bank balances

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Deposit pledged with banks*	76,600.73	41,465.82
Deposit pledged with the clearing corporations and stock exchanges as margin	56,627.10	71,313.44
Deposit placed under lien with consumer court	2.12	2.12
Deposit placed with pension fund regulatory and development authority	20.00	20.00
Deposit placed under arbitration	243.11	277.35
Deposit - no lien	15.00	41.54
Emarked balances (unpaid dividend account)	74.53	65.24
Interest accrued but not due	1,136.56	442.36
<b>Total other bank balances</b>	<b>134,719.15</b>	<b>113,627.87</b>

\* Deposit pledged with bank as margin deposit for the guarantees issued of ₹ 1,19,486.75 lakhs and ₹ 80,348.75 lakhs as of March 31, 2023 and March 31, 2022, respectively, credit facilities or otherwise.

## NOTE NO. 4

### Trade receivables

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Secured considered good	27,705.94	24,999.10
Secured credit impaired	183.72	160.31
Less: Provision for impairment	(118.93)	(130.75)
(A)	<b>27,770.73</b>	<b>25,028.66</b>
Unsecured considered good	763.46	532.59
Unsecured credit impaired	523.26	585.11
Less: Provision for impairment	(545.45)	(593.63)
(B)	<b>741.27</b>	<b>524.07</b>
Unbilled revenue	1,347.61	1,221.87
(C)		
<b>Total trade receivables</b>	<b>29,859.61</b>	<b>26,774.60</b>
(A+B+C)		

**Trade receivables ageing schedule as on March 31, 2023**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	28,469.40	-	-	-	-	28,469.40
Undisputed Trade receivables - considered credit impaired	106.76	29.84	33.11	56.74	-	226.45
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - considered credit impaired	1.68	2.81	5.35	263.77	206.92	480.53
	<b>28,577.84</b>	<b>32.65</b>	<b>38.46</b>	<b>320.51</b>	<b>206.92</b>	<b>29,176.38</b>
Less: Provision for impairment						(664.38)
						<b>28,512.00</b>
Unbilled revenue						1,347.61
						<b>29,859.61</b>

**Trade receivables ageing schedule as on March 31, 2022**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction					Total
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	25,531.69	-	-	-	-	25,531.69
Undisputed Trade receivables - considered credit impaired	40.83	91.95	13.32	82.35	4.86	233.31
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - considered credit impaired	7.62	20.61	209.57	25.39	248.92	512.11
	<b>25,580.14</b>	<b>112.56</b>	<b>222.89</b>	<b>107.74</b>	<b>253.78</b>	<b>26,277.11</b>
Less: Provision for impairment						(724.38)
						<b>25,552.73</b>
Unbilled revenue						1,221.87
						<b>26,774.60</b>

## NOTE NO. 5

### Other receivables

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Other receivables	1,220.76	493.90
	1,220.76	493.90
Less: Provision for impairment	(18.28)	(20.39)
<b>Total other receivables</b>	<b>1,202.48</b>	<b>473.51</b>

## NOTE NO. 6

### Loans

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
<b>Secured</b>		
Margin Trading Facility	18,638.05	8,907.80
<b>Unsecured</b>		
<b>Carried at amortised cost</b>		
Loans to related party*	511.01	2,212.51
	<b>19,149.06</b>	<b>11,120.31</b>
Less: Provision for impairment	(275.33)	(212.48)
<b>Net loans</b>	<b>18,873.73</b>	<b>10,907.83</b>
In India	18,544.86	10,604.60
Outside India	328.87	303.23

\*(Refer note no 37.03)

## NOTE NO. 7

### Investments

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Quoted</b>		
<b>Investments carried at fair value through profit and loss</b>		
<b>Held for trading</b>		
Equity instruments	1,878.59	10,971.78
Debt instruments	661.37	792.31
	<b>(A)</b>	<b>11,764.09</b>
<b>Other than held for trading</b>		
Equity instruments	0.01	1,814.94
Equity instruments under portfolio management service	1,877.88	2,626.06
Debt instruments	31.45	65.64
Interest accrued but not due	41.72	-
	<b>(B)</b>	<b>4,506.64</b>
<b>Sub - Total</b>	<b>(A+B=C)</b>	<b>16,270.73</b>
<b>Unquoted</b>		
<b>Investments carried at cost</b>		
Equity instrument of subsidiaries	38,161.12	37,651.05
Preference instrument of subsidiary	-	1,000.00
Less : Provision for impairment	(633.82)	(633.82)
	<b>(D)</b>	<b>38,017.23</b>
<b>Investments carried at fair value through profit and loss</b>		
Equity instruments	0.54	0.54
Debt instruments	-	985.00
	<b>(E)</b>	<b>985.54</b>
<b>Sub - Total</b>	<b>(D+E=F)</b>	<b>39,002.77</b>
<b>Total investments</b>	<b>(C+F)</b>	<b>55,273.50</b>
In India	40,480.59	53,735.23
Outside India	1,538.27	1,538.27



## NOTE NO. 7.01

### Investments in equity instruments of subsidiaries (Unquoted, fully paid-up)

(₹ in Lakhs)

Particulars	Face Value	No. of shares		As at	
		March 31, 2023	March 31, 2022	March 31, 2023	March 31, 2022
Investments measured at cost (Unquoted)					
Investments in Equity shares of subsidiaries: (Fully paid up)					
SMC Comtrade Limited	10	9,500,000	2,500,000	950.00	250.00
SMC Investments and Advisors Limited	10	7,500,000	7,500,000	750.00	750.00
Moneywise Financial Services Private Limited	10	43,656,920	43,656,920	23,024.60	23,024.60
SMC Capitals Limited	10	10,000,000	10,000,000	1,248.77	1,248.77
SMC Insurance Brokers Private Limited*	10	13,500,000	40,400,000	1,350.07	4,040.00
SMC Comex International DMCC	1000 AED	8,840	8,840	1,538.27	1,538.27
Moneywise Finvest Limited	10	35,000,000	20,000,000	3,625.49	2,125.49
SMC Global USA Inc.	\$ 5000	140	140	473.94	473.94
SMC Global IFSC Private Limited	10	11,999,800	11,999,800	1,199.98	1,199.98
SMC Real Estate Advisors Private Limited**	100	4,000,000	3,000,000	4,000.00	3,000.00
				<b>38,161.12</b>	<b>37,651.05</b>
Investment in Preference shares of subsidiary: (Fully paid up)					
SMC Real Estate Advisors Private Limited***	100	-	1,000,000	-	1,000.00
(1% Cumulative, Redeemable, Non Participating and Optionally Convertible)				-	<b>1,000.00</b>
Less : Provision for impairment				(633.82)	(633.82)
				<b>37,527.30</b>	<b>38,017.23</b>

\*The Company's holding of number of equity shares has reduced from 404.00 lakhs to 135.00 lakhs due to following reasons:

1. Pursuant to the scheme for capital reduction filed with NCLT vide CP number 128/ND/2021/dated 23rd November 2022, the equity shares of SMC Insurance Brokers Private Limited has been reduced from ₹ 4140 lakhs to ₹ 1500 lakhs on payment to the equity shareholders of the company on proportionate basis at face value of ₹ 10 each on 30.11.2022. which has become effective and operative on that date and accordingly to that extent share capital stand cancelled and extinguished upon approval from MCA. Accordingly, company's shares has been reduced by 2,57,63,000 number of share

2. Further, the company has sold 11,37,000 equity shares during the year.

\*\* The investments in subsidiaries are strategic in nature and it is expected to be held for a long period of time. The company is carrying the investment at cost though the net worth has fully eroded as it is hopeful of turnaround in near future based on strategic initiatives of the management and plan of restructuring which is expected to result in positive cash flows and revival of the business. Further, the company has carried out impairment testing and on the basis of the valuation report from a SEBI Registered Category -1 Merchant Banker, the fair value of shares is much more than the carrying amount.

\*\*\*These preference shares were potential equity shares invested with the aim of converting them into equity shares and accordingly the said preference shares have been converted into equity shares during the year.

## Name of subsidiaries along with percentage of holding

### Holding

(₹ in Lakhs)

Name of subsidiaries	Country of Incorporation	As at	
		March 31, 2023	March 31, 2022
a. SMC Comtrade Limited	India	100%	100%
b. SMC Investments and Advisors Limited	India	100%	100%
c. Moneywise Financial Services Private Limited	India	100%	100%
d. SMC Capitals Limited	India	100%	100%
e. SMC Insurance Brokers Private Limited*	India	90.00%	97.58%
f. SMC Comex International DMCC	UAE	100%	100%
g. Moneywise Finvest Limited	India	100%	100%
h. SMC Global USA Inc.	USA	50%	50%
i. SMC Global IFSC Private Limited	India	100%	100%
j. SMC Real Estate Advisors Private Limited	India	100%	100%

## NOTE NO. 8

### Other financial assets

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Derivative financial instruments	5,539.20	7,139.06
Security deposits	1,211.75	1,280.93
	<b>6,750.95</b>	<b>8,419.99</b>
Less : Provision for impairment	(0.50)	(0.50)
<b>Total other financial assets</b>	<b>6,750.45</b>	<b>8,419.49</b>
Financial asset carried at fair value through profit and loss	5,539.20	7,139.06
Financial asset carried at amortized cost	1,211.25	1,280.43

## NOTE NO. 9

### Inventories

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Commodities (Held for Trading)	18.54	2,366.41
<b>Total inventories</b>	<b>18.54</b>	<b>2,366.41</b>

## NOTE NO. 10

### Property, plant and equipment

(₹ in Lakhs)

Particulars	Office Building	Computer equipments	Office equipments	Furniture and fixtures	Vehicles	Freehold Land	Total
Opening gross carrying value as at April 1, 2021	2,059.52	2,632.65	687.00	1,842.86	498.06	-	7,720.09
Additions during the year	-	494.56	70.58	45.36	183.47	5,178.26	5,972.23
Deletions during the year	-	(76.90)	(5.34)	(29.84)	(2.93)	-	(115.01)
<b>Closing gross carrying value as at March 31, 2022</b>	<b>2,059.52</b>	<b>3,050.31</b>	<b>752.25</b>	<b>1,858.38</b>	<b>678.60</b>	<b>5,178.26</b>	<b>13,577.31</b>
Opening gross carrying value as at April 1, 2022	2,059.52	3,050.31	752.25	1,858.38	678.60	5,178.26	13,577.31
Additions during the year	157.73	843.76	128.41	135.15	298.21	-	1,563.26
Deletions during the year	(56.71)	(162.22)	(37.40)	(148.40)	(6.01)	-	(410.74)
<b>Closing gross carrying value as at March 31, 2022</b>	<b>2,160.54</b>	<b>3,731.85</b>	<b>843.26</b>	<b>1,845.13</b>	<b>970.80</b>	<b>5,178.26</b>	<b>14,729.83</b>
Opening accumulated depreciation as at April 1, 2021	624.89	2,333.35	614.10	1,668.26	384.39	-	5,624.99
Depreciation for the year	100.04	363.11	62.89	68.34	57.26	-	651.64
Accumulated depreciation on deletions	-	(76.49)	(5.23)	(29.19)	(2.90)	-	(113.82)
<b>Closing accumulated depreciation as at March 31, 2022</b>	<b>724.93</b>	<b>2,619.97</b>	<b>671.76</b>	<b>1,707.41</b>	<b>438.75</b>	<b>-</b>	<b>6,162.82</b>
Opening accumulated depreciation as at April 1, 2022	724.93	2,619.97	671.76	1,707.41	438.75	-	6,162.82
Depreciation for the year	99.57	486.79	80.32	76.69	130.62	-	873.99
Accumulated depreciation on deletions	(24.73)	(161.82)	(34.32)	(146.43)	(5.95)	-	(373.25)
<b>Closing accumulated depreciation as at March 31, 2022</b>	<b>799.77</b>	<b>2,944.94</b>	<b>717.76</b>	<b>1,637.67</b>	<b>563.42</b>	<b>-</b>	<b>6,663.56</b>
<b>Carrying value as at March 31, 2022</b>	<b>1,334.59</b>	<b>430.34</b>	<b>80.49</b>	<b>150.97</b>	<b>239.85</b>	<b>5,178.26</b>	<b>7,414.49</b>
<b>Carrying value as at March 31, 2023</b>	<b>1,360.77</b>	<b>786.91</b>	<b>125.50</b>	<b>207.46</b>	<b>407.39</b>	<b>5,178.26</b>	<b>8,066.27</b>

## NOTE NO. 11

### Right of use assets

(₹ in Lakhs)

Particulars	As at	
	Lease hold assets	Total
Opening gross carrying value as at April 1, 2021	3,709.61	<b>3,709.61</b>
Additions during the year	590.52	590.52
Termination during the year	(37.19)	(37.19)
<b>Closing gross carrying value as at March 31, 2022</b>	<b>4,262.94</b>	<b>4,262.94</b>
Opening gross carrying value as at April 1, 2022	4,262.94	4,262.94
Additions during the year	895.52	895.52
Termination during the year	(49.68)	(49.68)
<b>Closing gross carrying value as at March 31, 2023</b>	<b>5,108.78</b>	<b>5,108.78</b>
Opening accumulated depreciation as at April 1, 2021	1,073.19	1,073.19
Depreciation for the year	744.43	744.43
Accumulated depreciation on termination	(15.16)	(15.16)
<b>Closing accumulated depreciation as at March 31, 2022</b>	<b>1,802.46</b>	<b>1,802.46</b>
Opening accumulated depreciation as at April 1, 2022	1,802.46	1,802.46
Depreciation for the year	789.49	789.49
Accumulated depreciation on termination	(22.17)	(22.17)
<b>Closing accumulated depreciation as at March 31, 2023</b>	<b>2,569.77</b>	<b>2,569.77</b>
<b>Carrying value as at March 31, 2022</b>	<b>2,460.48</b>	<b>2,460.48</b>
<b>Carrying value as at March 31, 2023</b>	<b>2,539.01</b>	<b>2,539.01</b>

## NOTE NO. 11.01

### Capital Work in Progress

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Projects in progress	893.49	-
<b>Closing balance</b>	<b>893.49</b>	<b>-</b>

## NOTE NO. 11.02

### Detail of lease liability

( in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Opening balance	2,372.98	2,466.03
Addition during the year	895.52	590.52
Deletions during the year	(27.51)	(22.03)
Finance charges on lease	332.11	235.71
Write back during the year	(2.13)	(3.02)
Repayment during the year	(1,048.69)	(894.23)
<b>Closing balance</b>	<b>2,522.30</b>	<b>2,372.98</b>
Interest rate used for capitalisation	9.66%	9.66%

**Maturity analysis of lease liabilities**

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 years	2-5 years	More than 5 years
As at March 31, 2023	2,522.30	272.53	258.40	512.14	990.87	1,356.34	739.57
As at March 31, 2022	2,372.98	229.79	245.59	525.33	968.26	1,054.21	867.30

**NOTE NO. 12**
**Other intangible assets**

(₹ in Lakhs)

Particulars	Computer software	Trademark logo	Total
Opening gross carrying value as at April 1, 2021	715.40	0.20	<b>715.60</b>
Additions during the year	37.72	-	<b>37.72</b>
Deletions during the year	-	-	-
<b>Closing gross carrying value as at March 31, 2022</b>	<b>753.12</b>	<b>0.20</b>	<b>753.32</b>
Opening gross carrying value as at April 1, 2022	753.12	0.20	<b>753.32</b>
Additions during the year	93.40	0.27	<b>93.67</b>
Deletions during the year	(8.21)	-	<b>(8.21)</b>
<b>Closing gross carrying value as at March 31, 2023</b>	<b>838.30</b>	<b>0.47</b>	<b>838.77</b>
Opening accumulated amortization as at April 1, 2021	632.08	0.20	<b>632.28</b>
Amortization for the year	43.92	-	<b>43.92</b>
Accumulated amortization on deletions	-	-	-
<b>Closing accumulated amortization as at March 31, 2022</b>	<b>676.00</b>	<b>0.20</b>	<b>676.20</b>
Opening accumulated amortization as at April 1, 2022	676.00	0.20	<b>676.20</b>
Amortization for the year	41.06	0.05	<b>41.11</b>
Accumulated amortization on deletions	(8.21)	-	<b>(8.21)</b>
<b>Closing accumulated amortization as at March 31, 2023</b>	<b>708.85</b>	<b>0.25</b>	<b>709.11</b>
<b>Carrying value as at March 31, 2022</b>	<b>77.12</b>	<b>0.00</b>	<b>77.12</b>
<b>Carrying value as at March 31, 2023</b>	<b>129.45</b>	<b>0.22</b>	<b>129.66</b>

**Intangible assets under development**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Intangible assets under development	107.90	80.48
<b>Total intangible assets under development</b>	<b>107.90</b>	<b>80.48</b>

IND AS 101 gives option to choose from fair value as its deemed cost or carrying value in the previous gaap as deemed cost, on the date of transition to Ind AS for property, plant & equipment and intangible assets, accordingly the Company has taken the carrying value in the previous gaap as deemed cost.

## NOTE NO. 13

### Other non-financial assets

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Capital advances	171.81	203.95
Prepaid expenses	654.01	826.24
Balances with government authorities and other taxes receivable	272.54	128.24
Advance payment to vendors for supply of goods	294.91	88.91
<b>Total other non financial assets</b>	<b>1,393.27</b>	<b>1,247.34</b>

## NOTE NO. 14

### Trade Payables

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Total outstanding dues of micro enterprises and small enterprises	-	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
Trade payables - Clients	30,716.50	60,719.18
Trade payables - Expenses	6,946.05	2,837.10
<b>Total trade payable</b>	<b>37,662.54</b>	<b>63,556.28</b>

### Ageing schedule as at March 31, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	-	-	-	-	-
Others	34,779.95	125.76	73.68	-	34,979.39
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
	34,779.95	125.76	73.68	-	34,979.39
Accrued expenses					2,683.15
					37,662.54

### Ageing schedule as at March 31, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	
MSME	-	-	-	-	-
Others	60,505.60	364.27	30.65	5.01	60,905.52
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
	60,505.60	364.27	30.65	5.01	60,905.52
Accrued expenses					2,650.76
					63,556.28

## NOTE NO. 15

### Borrowings

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Secured</b>		
<b>Term loan from banks</b>		
from banks	303.72	132.04
from others	6,512.37	3,739.26
<b>Loan repayable on demand</b>		
from banks	28,120.01	9,727.39
from others	-	1,475.00
Interest accrued but not due	21.05	19.87
<b>Total secured borrowings</b>	<b>(A) 34,957.15</b>	<b>15,093.56</b>
<b>Unsecured</b>		
<b>Loan repayable on demand</b>		
from related party	3,500.00	-
<b>Total Unsecured borrowings</b>	<b>(B) 3,500.00</b>	<b>-</b>
<b>Total borrowings</b>	<b>(A+B=C) 38,457.15</b>	<b>15,093.56</b>
In India	38,457.15	15,093.56
Outside India	-	-

- Term Loan amounting ₹3,482.35 lakhs and ₹3,700 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured by way of hypothecation of freehold land and personal guarantee of directors are repayable in 60 instalments.
- Term Loan from others amounting ₹3,000 lakhs and ₹Nil as of March 31, 2023 and March 31, 2022, respectively, are secured by way of Multilateral trading facility.
- Term Loan amounting ₹333.74 lakhs and ₹171.30 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured by way of hypothecation of vehicles and are repayable over a period up to five years.
- Loan from banks amounting ₹28,120.01 lakhs and ₹9,727.39 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured against shares, receivables (including exchange balances), fixed deposits, certain office buildings and personal guarantee of promoter directors.
- Loan from others amounting ₹Nil and ₹1,475.00 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured by way of hypothecation of shares and personal guarantee of promoter directors.

### Repayment terms of borrowings

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
In the first year	35,608.36	11,425.76
In the second year	941.69	927.98
In the third to fifth year	1,907.10	2,739.82
<b>Total</b>	<b>38,457.15</b>	<b>15,093.56</b>

**Segregation of Borrowing on the basis of Fixed & Floating interest rate**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Secured</b>		
<b>Weighted average rate</b>		
Fixed rate borrowings	9.24%	7.99%
Floating rate borrowings	7.75%	8.43%
<b>Amount borrowed</b>		
Fixed rate borrowings	3,816.09	3,874.24
Floating rate borrowings	34,641.06	11,219.32
<b>Total borrowings</b>	<b>38,457.15</b>	<b>15,093.56</b>

Refer note no. 36.05 for contractual maturities of borrowings

**NOTE NO. 16**
**Other financial liabilities**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Book overdraft from banks	1,680.02	1,234.54
Security deposits received	326.03	298.83
Employee benefit payable	330.61	563.98
Derivative financial instruments	5,592.66	5,621.12
Unpaid dividend	74.53	65.24
Margin received from clients	83,261.39	66,217.01
<b>Total other financial liabilities</b>	<b>91,265.24</b>	<b>74,000.72</b>
Financial liability carried at amortized cost	85,672.58	68,379.60
Financial liability carried at fair value through profit and loss	5,592.66	5,621.12

**NOTE NO. 17**
**Provisions**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>i) Provision for employee benefits*</b>		
Gratuity	1,244.58	878.96
Leave encashment	505.77	491.26
<b>ii) Others**</b>	182.34	208.01
<b>Total provisions</b>	<b>1,932.69</b>	<b>1,578.23</b>

\*Refer Note 32



<b>**Provision- Others</b>	<b>As at</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Carrying amount as at beginning of the period	208.01	120.62
Additions	20.50	121.35
Amount used /reversed during the period	(46.17)	(33.96)
<b>Closing Balance as at end of period</b>	<b>182.34</b>	<b>208.01</b>

## NOTE NO. 18

### Other non-financial liabilities

(₹ in Lakhs)

<b>Particulars</b>	<b>As at</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
Unearned income	1,006.62	398.23
Withholding taxes and other taxes payable	903.62	810.22
Others	24.03	23.79
<b>Total other non-financial liabilities</b>	<b>1,934.27</b>	<b>1,232.24</b>

## NOTE NO. 19

### Equity share capital

### NOTE NO. 19.01

#### Authorised issued and subscribed capital

(₹ in Lakhs)

<b>Particulars</b>	<b>As at</b>	
	<b>March 31, 2023</b>	<b>March 31, 2022</b>
<b>Authorised</b>		
47,75,50,000 (March 31, 2022 : 47,75,50,000) equity shares of Rs. 2/- each	9,551.00	9,551.00
	<b>9,551.00</b>	<b>9,551.00</b>
<b>Issued, subscribed &amp; fully paid up</b>		
10,47,00,000 (March 31, 2022 : 11,31,34,450) equity shares of Rs. 2/- each	2,094.00	2,262.69
	<b>2,094.00</b>	<b>2,262.69</b>

**NOTE NO. 19.02****Reconciliation of number of equity shares outstanding**

Particulars	(in numbers)	
	As at	
	March 31, 2023	March 31, 2022
At the beginning of the year	113,134,450	113,134,450
Issued during the year	-	-
Buyback during the year*	(8,434,450)	-
<b>At the end of the year</b>	<b>104,700,000</b>	<b>113,134,450</b>

\*Pursuant to the public announcement dated May 10, 2022 in respect of buy back of shares from the open market through stock exchange mechanism as prescribed under SEBI (Buy Back of Securities) Regulation, 2018, the Buy back of shares commenced on 20th May, 2022 and ended on 16th August, 2022. The Company under the scheme, bought back a total of 84,34,450 shares from the open market. A total sum of ₹9,242.06 lakhs was incurred on the shares bought back (including ₹1,769.21 lakhs towards buy back distribution tax and other expenses). Consequently the total number of paid up equity shares of the company (₹ 2/- nominal value of per share) reduced from 11,31,34,450 shares to 10,47,00,000 shares as at the end of 16th August, 2022. The consideration paid towards buy-back of shares is adjusted against share capital by ₹168.69 lakhs and the balance in share premium by ₹9,073.37 lakhs.

The Company has only one class of equity shares having a par value of ₹2 per share. Each holder of equity shares is entitled to one vote per share. The Board of Directors has proposed an equity dividend @ 60% i.e. ₹1.20 (P.Y. ₹1.20) per share for the financial year ending March 31, 2023 at their meeting held on dated May 18, 2023, which is subject to approval by the shareholders in the ensuing Annual General Meeting. The amount of per share dividend recognised as distribution to equity shareholders for Interim dividend is Rs. 1.20 (P.Y. ₹1.20).

In the event of Liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**NOTE NO. 19.03****Shares held by shareholders holding more than 5% shares**

Name of Shareholder	(in numbers)			
	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% held	No. of Shares held	% held
ASM Pipes Private Limited	18,667,140	17.83	18,667,140	16.50
Pulin Investments Private Limited	9,277,205	8.86	9,277,205	8.20
Mahesh C. Gupta	8,248,500	7.88	8,248,500	7.29
Subhash Chand Aggarwal	8,095,500	7.73	8,095,500	7.16
Signature Global (India) Private Limited	-	-	1,812,329	1.60
Sushma Gupta	7,566,550	7.23	7,566,550	6.69
Globe Capital Market Limited	5,443,055	5.20	-	-

## NOTE NO. 19.04

### Shares held by shareholders holding more than 5% shares

(in numbers)

#### Shares held by promoters as at March 31, 2023

Promoter Name	No. of Shares	% of total shares	% Change during the year
Subhash Chand Aggarwal	8,095,500	7.73%	0.58%
Mahesh Chand Gupta	8,248,500	7.88%	0.59%
Sushma Gupta	7,566,550	7.23%	0.54%
Hemlata Aggarwal	5,000,000	4.78%	0.36%
Pranay Aggarwal	4,720,550	4.51%	0.34%
Ginni Devi	3,184,000	3.04%	1.10%
Himanshu Gupta	2,000,000	1.91%	0.14%
Madan Gopal Agarwal	-	0.00%	(0.87%)
Ajay Garg	841,600	0.80%	0.06%
Damodar Krishan Aggarwal	781,970	0.75%	0.06%
Anurag Bansal	250,000	0.24%	0.02%
Shruti Aggarwal	20,175	0.02%	0.02%
Aditi Aggarwal	43,085	0.04%	0.04%
Archana Aggarwal	30,000	0.03%	0.00%
ASM Pipes Private Limited	18,667,140	17.83%	1.33%
Pulin Investments Private Limited	9,277,205	8.86%	0.66%
Jai Ambey Share Broking Limited	1,616,670	1.54%	0.12%
SMC Share Brokers Limited	225,000	0.21%	0.02%

(in numbers)

#### Shares held by promoters as at March 31, 2022

Promoter Name	No. of Shares	% of total shares	% Change during the year
Subhash Chand Aggarwal	8,095,500	7.16%	-1.77%
Mahesh Chand Gupta	8,248,500	7.29%	-0.88%
Sushma Gupta	7,566,550	6.69%	0.00%
Hemlata Aggarwal	5,000,000	4.42%	0.00%
Pranay Aggarwal	4,720,550	4.17%	1.77%
Ginni Devi	2,200,000	1.94%	0.00%
Himanshu Gupta	2,000,000	1.77%	0.88%
Madan Gopal Agarwal	984,000	0.87%	0.00%
Ajay Garg	841,600	0.74%	0.00%
Damodar Krishan Aggarwal	781,970	0.69%	0.00%
Anurag Bansal	250,000	0.22%	0.00%
Shruti Aggarwal	20,175	0.02%	0.02%
Aditi Aggarwal	33,050	0.03%	0.03%
Archana Aggarwal	30,000	0.03%	0.00%
ASM Pipes Private Limited	18,667,140	16.50%	0.00%
Pulin Investments Private Limited	9,277,205	8.20%	0.00%
Jai Ambey Share Broking Limited	1,616,670	1.43%	0.00%
SMC Share Brokers Limited	225,000	0.20%	0.00%

## NOTE NO. 20

### Fee and commission income\*

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Income from:</b>		
Brokerage	23,588.53	25,150.87
Distribution of financial products	10,436.75	9,208.52
Depository activities	554.75	478.30
Management fees	106.31	113.03
Incentives from exchange	0.77	476.22
Research support services	3,062.64	598.22
<b>Total fee and commission income</b>	<b>37,749.75</b>	<b>36,025.16</b>

\*Revenue from contracts with customers is ₹37,748.98 lakhs (Previous year ₹35,548.94 lakhs)

## NOTE NO. 21

### Interest income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>On financial assets measured at amortised cost</b>		
Interest on deposits with banks	6,861.46	6,501.92
Interest on delayed payment / margin trading facility	6,798.05	4,442.94
Others	51.52	-
<b>On financial assets carried at fair value through profit and loss</b>		
Interest income from investments held for trading	110.50	19.04
<b>Total interest income</b>	<b>13,821.53</b>	<b>10,963.90</b>

## NOTE NO. 22

### Net gain on fair value changes

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Net gain on financial instruments at fair value through profit or loss</b>		
Realised	565.92	2,896.12
Unrealised	(214.63)	1,127.83
<b>Total fair value change of investments</b>	<b>351.29</b>	<b>4,023.95</b>

## NOTE NO. 23

### Other income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Interest income	164.23	288.57
Net gain on derecognition of property, plant and equipment	84.47	2.81
Dividend income*	808.00	727.20
Rent income	174.03	187.28
Liability no longer required written back	61.46	116.41
Net gain on translation of foreign currency monetary items	42.97	4.94
Miscellaneous income	30.02	88.34
<b>Total other income</b>	<b>1,365.19</b>	<b>1,415.55</b>

\*Represents dividend received from subsidiary company.

## NOTE NO. 24

### Fees and commission expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Client introduction charges	11,684.11	11,673.68
Exchange & other regulatory charges	5,002.02	5,091.15
Expense for distribution of financial products	7,735.66	6,969.76
VPN, leaseline, internet & VSAT expenses (net)	322.50	219.52
Securities transaction tax	2,917.07	3,844.21
<b>Total fees and commission expenses</b>	<b>27,661.35</b>	<b>27,798.32</b>

## NOTE NO. 25

### Employee benefits expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Salaries and incentives	14,307.72	11,959.30
Staff welfare	332.24	142.74
Contribution to provident and other funds	701.67	554.13
Gratuity*	320.10	261.08
<b>Total employee benefits expenses</b>	<b>15,661.73</b>	<b>12,917.25</b>

\*Refer note no. 32

## NOTE NO. 26

### Finance costs

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
On financial liabilities measured at amortised cost		
Interest on borrowings from banks and financial institution	1,826.11	977.48
Interest-others	2,986.58	2,033.03
Other borrowing cost	739.92	472.52
Finance charges on lease	332.11	235.71
<b>Total finance costs</b>	<b>5,884.72</b>	<b>3,718.74</b>

## NOTE NO. 27

### Depreciation and amortisation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Depreciation on tangible assets	873.99	651.64
Amortisation of intangible assets	41.11	43.92
Depreciation on lease assets	789.49	744.43
<b>Total depreciation and amortisation</b>	<b>1,704.59</b>	<b>1,439.99</b>

## NOTE NO. 28

### Impairment on financial instruments

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
On financial assets measured at amortised cost/transaction price		
Trade receivables	(78.50)	87.53
Loans	107.39	57.11
Other receivables	-	1.64
<b>Total impairment on financial instruments</b>	<b>28.89</b>	<b>146.28</b>

## NOTE NO. 29

### Other expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Advertisement and publicity	853.85	488.87
Business promotion	499.29	195.24
Conveyance & traveling expenses	418.56	140.08
Directors sitting fee	19.20	22.50
Donation	3.11	-
Insurance	40.89	31.08
Legal & professional charges	770.20	504.26
Bank charges	58.64	32.31
Repair & Maintenance		
Information Technology	749.70	524.84
Others	639.37	389.15
Printing and stationery	182.83	159.61
Rent	726.18	623.02
Electricity and water expenses	565.58	470.14
Membership fees & subscription	16.20	16.10
Communication expenses	366.43	287.13
Vehicle running & maintenance	66.98	46.62
Rates & taxes	42.22	19.51
CSR expenses	181.87	91.44
Miscellaneous expenses	115.83	98.35
<b>Auditor's fees and expenses</b>		
as statutory auditor	30.00	27.00
as tax auditor	3.00	3.00
as fee for other services	2.89	1.83
<b>Total other expenses</b>	<b>6,352.82</b>	<b>4,172.08</b>

## NOTE NO. 30

### Income taxes

### NOTE NO. 30.01

#### Income tax expense in the statement of profit and loss

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Current tax expense</b>		
For the year	3379.74	3,149.40
Change in estimates relating to prior years	89.94	14.74
	<b>3,469.68</b>	<b>3,164.14</b>
Deferred tax charge/(benefit)		
Origination and reversal of temporary differences	(820.41)	591.78
	<b>(820.41)</b>	<b>591.78</b>
<b>Total income tax expense</b>	<b>2,649.27</b>	<b>3,755.92</b>

## NOTE NO. 30.02

### Tax expense recognised in other comprehensive income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Remeasurement of the net defined benefit liability / asset	(9.30)	(7.47)
<b>Total tax expense recognised in other comprehensive income</b>	<b>(9.30)</b>	<b>(7.47)</b>

## NOTE NO. 30.03

### Reconciliation of the income tax expense to the amount computed by applying the statutory income tax rate to the income before income taxes

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Profit before tax	11,986.50	18,216.95
Enacted tax rates in India	25.168%	25.168%
Computed expected tax expense	3,016.76	4,584.84
Non deductible permanent difference	48.46	25.92
Deductible permanent difference	(10.77)	(38.49)
Income exempt from tax	(2.38)	(8.82)
Change in estimates relating to prior years	89.94	14.74
Deductions under chapter VI A	(286.51)	(439.29)
Effect of change in tax rate due to different head of income	(223.41)	(265.39)
Tax on unrealised gain / loss on investment	17.18	(117.59)
<b>Income tax expense</b>	<b>2,649.27</b>	<b>3,755.92</b>

The applicable Indian statutory tax rates for fiscal 2023 and fiscal 2022 is 25.168%.

## NOTE NO. 30.04

### Details of current tax assets and current tax liabilities

(₹ in Lakhs)

Particulars		For the year ended	
		March 31, 2023	March 31, 2022
Current tax assets pertaining to current year		3,223.25	3,744.42
Current tax liabilities pertaining to current year		3,381.12	3,149.40
<b>Net current tax assets / (liability) pertaining to current year</b>	<b>(A)</b>	<b>(157.87)</b>	<b>595.02</b>
<b>Current tax assets pertaining to previous years</b>	<b>(B)</b>	<b>1,059.71</b>	<b>1,530.07</b>
<b>Total current tax assets / (liability) - Net</b>	<b>(A+B)</b>	<b>901.83</b>	<b>2,125.09</b>



## NOTE NO. 30.05

### Movement in the temporary differences of deferred tax

(₹ in Lakhs)

Particulars	Balance as at April 1, 2021	Recognised in profit or loss during 2021-22	Recognised in other comprehensive income	Balance as at March 31, 2022	Recognised in profit or loss during 2022-23	Recognised in other comprehensive income	Balance as at March 31, 2023
Employee benefits	292.12	45.26	7.47	344.85	(140.14)	9.30	214.01
Investment securities	(108.69)	(142.99)	-	(251.68)	288.50	-	36.81
ICDS	(136.04)	(450.79)	-	(586.83)	611.12	-	24.29
Provisions	151.79	12.79	-	164.58	89.22	-	253.80
Property, plant & equipment and intangible assets	267.18	(6.03)	-	261.15	(11.15)	-	250.00
Provision for impairment on receivable from clients	257.07	(63.54)	-	193.53	(26.31)	-	167.22
Other temporary differences	72.06	13.52	-	85.58	9.18	-	94.76
<b>Total</b>	<b>795.49</b>	<b>(591.78)</b>	<b>7.47</b>	<b>211.18</b>	<b>820.41</b>	<b>9.30</b>	<b>1,040.89</b>

## NOTE NO. 31

### Earnings per share

The followings is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share.

(₹ in Lakhs except otherwise stated)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Profit attributable to equity share holders.	9,337.23	14,461.03
Weighted average number of share outstanding during the year	107,032,379	113,134,450
Nominal Value per share (₹)	2.00	2.00
Basic & Diluted (₹)	8.72	12.78

## NOTE NO. 32

### Employee Benefits

#### (a) Gratuity

## NOTE NO. 32.01

### Breakup of amount recognised in statement of profit and loss

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Interest on defined benefit obligation	62.57	45.86
Current service cost	257.53	215.22
<b>Total expense recognized in the statement of profit and loss</b>	<b>320.10</b>	<b>261.08</b>

## NOTE NO. 32.02

### Breakup of amount recognised in the statement of other comprehensive income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Remeasurements of the net defined benefit liability/ (asset)</b>		
Opening amount recognised in OCI outside profit and loss account	119.48	149.14
Actuarial gains / (losses)	(5.53)	(87.91)
Return on plan assets (greater) / less than discount rate	(31.41)	58.25
	<b>82.54</b>	<b>119.48</b>

## NOTE NO. 32.03

### Breakup of the amount recognised in balance sheet

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Present value of the obligation as at the end of the year	2,234.64	1,946.26
Fair value of plan assets as at the end of the year	(990.06)	(1,067.30)
<b>Net liability recognised in balance sheet</b>	<b>1,244.58</b>	<b>878.96</b>

## NOTE NO. 32.04

### Reconciliation of defined benefit obligation and plan asset

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Change in benefit obligations</b>		
Present value of the obligation as at the beginning of the year	1,946.26	1,715.88
Current service cost	257.53	215.22
Interest cost	135.15	112.90
Actuarial (gain)/loss on obligations	5.53	87.91
Acquisitions (credit)/cost	28.58	(26.40)
Benefits paid	(138.41)	(159.25)
<b>Benefit obligations at the end</b> (A)	<b>2,234.64</b>	<b>1,946.26</b>
<b>Change in plan assets</b>		
Fair value of plan assets at the beginning of the year	1,067.30	1,001.26
Interest income on plan assets	72.58	67.04
Contributions	20.00	100.00
Benefits paid	(138.41)	(159.25)
Return on plan assets greater (lesser) than discount rate	(31.41)	58.25
<b>Fair value of plan assets at the end</b> (B)	<b>990.06</b>	<b>1,067.30</b>
<b>Amount recognised in balance sheet [(surplus) / deficit]</b> (A-B)	<b>1,244.58</b>	<b>878.96</b>

## NOTE NO. 32.05

### Disaggregation of plan assets

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Managed by Insurance company	100.00%	100.00%
	<b>100.00%</b>	<b>100.00%</b>

## NOTE NO. 32.06

### Sensitivity of significant assumptions used for DBO valuation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Effect on DBO due to 0.5% increase in discount rate	(70.18)	(121.14)
Effect on DBO due to 0.5% decrease in discount rate	74.60	132.89
Effect on DBO due to 0.5% increase in salary escalation rate	61.68	111.09
Effect on DBO due to 0.5% decrease in salary escalation rate	(59.83)	(104.99)

## NOTE NO. 32.07

### Maturity profile of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Within one year	338.87	132.00
One to five years	1,143.14	329.33
More than five years	1,778.04	883.34

## NOTE NO. 32.08

### Assumptions to determine the defined benefit obligations

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Discount rate	7.10%	7.20%
Salary escalation rate (p.a.)	8.50%	8.25%

Assumptions regarding future mortality experience are set in accordance with the published statistics by the Life Insurance Corporation of India.

The company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The discount rate is based on the government securities yield.

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

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by 50bps, keeping all other actuarial assumptions constant.

Gratuity is applicable only to employees drawing salary in Indian rupees.

**(b) Compensated absences**

**NOTE NO. 32.09**

**Breakup of the amount recognised in balance sheet**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Present value of the obligation as at the end of the year	505.77	491.26
Fair value of plan assets as at the end of the year	-	-
<b>Net liability recognised in balance sheet</b>	<b>505.77</b>	<b>491.26</b>

**NOTE NO. 32.10**

**Number of compensated leave absences outstanding**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Total leave balance (days)	44,631.46	42,873.24

**NOTE NO. 32.11**

**Assumption used in valuation**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Discount rate	7.10%	7.20%
Salary escalation rate (p.a.)	8.50%	8.25%
Leave availment rate	5.00%	5.00%

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

**NOTE NO. 33**

**Contingent liabilities and commitments**

**NOTE NO. 33.01****Contingent liabilities not provided in the financial statements:**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
1 ESI demand (Total amount paid under protest ₹ 12.43 Lakhs (Previous Year: ₹ 12.43 Lakhs))	31.06	31.06
2 Service Tax Demand (Total amount paid under protest ₹ 42.77 Lakhs (Previous Year: 42.77 Lakhs))	615.98	615.98
3 Income Tax Demand (A.Y. 2013-14 to 2019-20) (Total amount paid under protest ₹ Nil (Previous Year: Nil))	141.56	52.89
4 Provident Fund	-	-
5 Stamp Duty	-	-

**Notes:**

- 1 An ESI demand is being agitated by the Company at High Court, Delhi.
- 2 Service Tax demand of ₹ 45.66 Lakhs is being agitated by the Company before Commissioner of Service Tax, Audit 1, Delhi. The adjudication proceedings in the case has been kept in abeyance for the time being since similar issue is sub-judice before the Hon'ble supreme court.

Another demand of ₹ 570.32 Lakhs was being agitated by the Company before the Customs, Excise and Service Tax Appellate Tribunal (CESTAT).

- 3 Block Assessments u/s 153(A) for the A.Y 2013-14 to A.Y 2019-20 have been completed and certain disallowances made by the Income Tax Department. The company has filed necessary appeals before the Commissioner of Income Tax (Appeals), Delhi. However certain refunds have been adjusted against the demand raised, pending final assessment.

- 4 PF matter is pending before High Court and amount is not quantifiable.

- 5 The Company had received a notice dated 21.11.2014 from the Collector of Stamp (HQ), Delhi on account of verification of records pertaining to Stamp duty chargeable on the basis of broker's Note for the period 2010 to 21.11.2014. Matter is sub-judice and has been stayed by jurisdictional High Court at Delhi vide its order dated 09/12/2014 until further order.

The Demerged Company M/s SMC Comtrade Limited had received a show cause notice of demand dated 05/01/2015 from the Office of The Collector of Stamps, Delhi, on account of levy of stamp duty on commodity transactions. The matter is sub-judice and has been stayed by jurisdictional High Court at Delhi vide its order dated 19/01/2015 in the matter of WP/C/516/2015.

**NOTE NO. 33.02****Other litigations**

- 1 Title of the property located at Office no 205, 2nd Floor, Plot no 4A, Community Centre, 21st Century Plaza, Sector 8, Rohini, New Delhi having gross carrying value of ₹ 46.12 Lakhs is under dispute and sealed due to the allegation of acquisition of the said property by the transferor from the funds of Ganga Yamuna Finvest Pvt. Ltd, which is under liquidation.

- 2 The company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the company's results of operations and financial condition.

Pending completion of the legal process the impact of liability, if any, cannot be ascertained at this stage, however, management believes that, based on legal advice, the outcome of these contingencies will be favourable and that outflow of economic resources is not probable.

## NOTE NO. 33.03

### Commitments

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Contracts remaining to be executed on account of capital (net of advances)		
For Purchase/construction of office building	1,634.70	9.00
For purchase of software and others	185.00	175.37

## NOTE NO. 34

The Company has given corporate guarantee towards credit facility of the subsidiaries M/s Moneywise Financial Services Private Limited for ₹1,938 lakhs (PY : ₹16,000 lakhs) and M/s Moneywise Finvest Limited for ₹Nil (PY : ₹500 lakhs). Pursuant to the requirement of NSE circular number NSE/COMP/50957 dated 8th January 2022, the company was required to unwind all corporate guarantees latest by 31.03.2023 and accordingly it has reduced significantly and necessary action/follow up are being made to unwind the balance corporate guarantee.

## NOTE NO. 35

### Financial Instruments

## NOTE NO. 35.01

### Financial instruments by category

The carrying value and fair value of financial instruments by categories as of March 31, 2023 were as follows:

(₹ in Lakhs)

Particulars	Amortised cost	Financial assets/liabilities carried at fair value through profit and loss	Total carrying value	Total fair value
		Mandatorily required		
<b>Assets:</b>				
Cash and cash equivalents	2,059.29	-	2,059.29	2,059.29
Other bank balance	1,34,719.15	-	1,34,719.15	1,34,719.15
Trade receivables	29,859.61	-	29,859.61	29,859.61
Other receivables	1,202.48	-	1,202.48	1,202.48
Loans	18,873.73	-	18,873.73	18,873.73
Investments*	-	4,491.56	4,491.56	4,491.56
Other financial assets	1,211.25	5,539.20	6,750.45	6,750.45
<b>Total</b>	<b>1,87,925.52</b>	<b>10,030.76</b>	<b>1,97,956.28</b>	<b>1,97,956.28</b>
<b>Liabilities:</b>				
Trade payables	37,662.56	-	37,662.56	37,662.56
Borrowings	38,457.15	-	38,457.15	38,457.15
Other financial liabilities	85,672.58	5,592.66	91,265.24	91,265.24
<b>Total</b>	<b>1,61,792.30</b>	<b>5,592.66</b>	<b>1,67,384.96</b>	<b>1,67,384.96</b>

\*Investments in subsidiaries are at cost amounting to ₹37,527.30 lakhs which do not fall within the scope of financial instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2022 were as follows:

(₹ in Lakhs)

Particulars	Amortised cost	Financial assets/ liabilities carried at fair value through profit and loss	Total carrying value:	Total fair value
		Mandatorily required		
<b>Assets:</b>				
Cash and cash equivalents	5,697.88	-	5,697.88	5,697.88
Other bank balance	1,13,627.87	-	1,13,627.87	1,13,627.87
Trade receivables	26,774.60	-	26,774.60	26,774.60
Other receivables	473.51	-	473.51	473.51
Loans	10,907.83	-	10,907.83	10,907.83
Investments*	-	17,256.27	17,256.27	17,256.27
Other financial assets	726.96	7,692.53	8,419.49	8,419.49
<b>Total</b>	<b>1,58,208.65</b>	<b>24,948.80</b>	<b>1,83,157.45</b>	<b>1,83,157.45</b>
<b>Liabilities:</b>				
Trade payables	63,556.28	-	63,556.28	63,556.28
Borrowings	15,093.56	-	15,093.56	15,093.56
Other financial liabilities	68,379.60	5,621.12	74,000.72	74,000.72
<b>Total</b>	<b>1,47,029.44</b>	<b>5,621.12</b>	<b>1,52,650.56</b>	<b>1,52,650.56</b>

\*Investments in subsidiaries are at cost amounting to ₹ 38,017.23 lakhs which do not fall within the scope of financial instruments

## NOTE NO. 35.02

### Credit quality of debt securities

The table below sets out the credit quality of debt securities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Government bonds:</b>		
Rated sovereign	29.46	356.78
<b>Corporate bonds:</b>		
Rated AAA	322.07	31.99
Rated AA- to AA+	268.63	147.58
Rated A- to A+	70.80	321.60
Rated BBB- to BBB+	1.86	-
<b>Fair value and carrying amount</b>	<b>692.82</b>	<b>857.95</b>

## NOTE NO. 35.03

### Collateral

#### (A) Assets pledged as collateral

The Company has pledged its certain assets as collateral for liabilities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Assets:</b>		
Property, Plant and Equipment	6,946.41	6,752.70
Other bank balances	1,34,629.62	1,13,521.09
Trade receivables	29,859.61	26,774.60
Loan (Margin Trading Facility)	18,544.86	8,863.26
Investments held for trading	2,539.96	2,961.26
Other financial assets (net)	-	1,517.94
<b>Total</b>	<b>1,92,520.46</b>	<b>1,60,390.85</b>

#### (B) Asset taken as collateral

(₹ in Lakhs)

Particulars	As at			
	March 31, 2023		March 31, 2022	
	Value of asset	Fair value of collateral held	Value of asset	Fair value of collateral held
<b>Assets:</b>				
Trade receivables				
Secured	27,889.66	1,52,559.03	25,159.41	2,41,187.73
Loans				
Secured	18,638.05	29,967.17	8,907.80	13,568.84
<b>Total</b>	<b>46,527.71</b>	<b>1,82,526.20</b>	<b>34,067.21</b>	<b>2,54,756.57</b>

## NOTE NO. 35.04

### Fair value hierarchy

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

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

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

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2023:

(₹ in Lakhs)

Particulars	As at March 31, 2023	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments				
Equity instruments	3,757.02	3,756.48	-	0.54
Debt	734.54	732.54	-	-



The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2022:

(₹ in Lakhs)

Particulars	As at March 31, 2022	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
Assets				
Investments				
Equity instruments	15,413.32	15,412.78	-	0.54
Debt	1,842.95	857.95	985.00	-

**Valuation techniques used to determine fair value**

Following valuation technique has been used for fair valuation of the assets:

Level 2 : Debt instruments have been fair valued based on interest yield and actual transaction data with unrelated parties.

**NOTE NO. 35.05**  
**Financial risk management**

**Financial risk factors**

This note presents the information about the Company’s exposure to financial risks, the Company’s objectives, policies and processes for measuring and managing risk and the Company’s management of capital.

The Company has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk and
- Market risk

**Financial Risk management framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Company’s risk management framework. Financial risk management within the Company is governed by policies and guidelines approved by the management. The

Board has established a Risk Management Committee which is responsible for developing and monitoring the Company’s risk management policies. Company policies and guidelines cover areas such as cash management, investment of excess funds and raising of debt and are managed by segregated functions within the Company.

The Company’s risk management policies and procedures are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company’s activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees and stakeholders understand their roles and obligations.

Different types of risks arising from financial instruments as identified by the Company above have been explained below:

**(i) Credit risk**

The credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company’s receivable from clients and exchange and trading members, loan and advances, investments other than the quoted securities given. Credit risk in respect of quoted securities is expected to have a direct correlation with the quoted market prices and risk.

The Company is exposed to the risk that third parties that owe money or securities will not perform their obligations. Such third parties include clients, trading members, exchanges, clearing houses, and other financial intermediaries. These parties may default on their obligations owed to the

Company due to insolvency, lack of liquidity, operational failure, government or other regulatory intervention or other reasons. In these circumstances, the Company is exposed to risks arising, for example, from holding securities of third parties; executing securities trades that fail to settle at the required time due to non-delivery by the counterparty trading members, exchanges, clearing houses or other financial intermediaries. Significant failures by third parties to timely perform their obligations owed could materially and adversely affect the Company's financial position, and ability to borrow in the credit markets and ability to operate the business.

For the risk management purposes, the Company considers and consolidates all elements of credit risk exposures such as individual obligator default risk, country and sector risk.

**Management / mitigation of credit risk**

The Company operates in a highly regulated environment which limits its credit risk against exchanges and clearing houses. The Company collects upfront margins in form of funds and/or securities/commodities from clients and trading members against their trading positions. The Company monitors positions, margins, mark to market losses and risks on real time basis through risk management systems and policies specially designed to mitigate

the credit risk.

The Company's Board of Directors has delegated responsibility for the oversight of credit risk to the Risk Management Committee ("the Committee"). The Committee is responsible for management of the Company's credit risk, including the following:

- (i) Formulating credit policies in consultation with business units, covering collateral requirements, credit assessment, risk grading and reporting, documentary and legal procedures, and compliance with regulatory and statutory requirements.
- (ii) Establishing the organizational structure for the approval of new customers or counter parties. Authorization limits are allocated to business unit credit officers or the Arbitrager as appropriate.
- (iii) Providing advice, guidance and specialist skills to business units through periodic reviews to promote best practices throughout the Company in the management of credit risk.
- (iv) The Committee assesses the credit worthiness of client or counterparties, prior to taking exposure on them. Accordingly, limits are assigned and the monitoring mechanism ensures that exposure to single client does

not cross the laid down threshold limits. Collateral securities are also collected from clients to cover the exposure.

- (v) Limiting concentrations of exposure to counterparties, geographies and industries (for loans and advances and similar exposures), and by issuer, credit rating bond, market liquidity and country (for investment securities and trading assets).
- (vi) Reviewing compliance of business units with agreed exposure limits, including those for selected industries, country risk and product types. Regular reports on the credit quality of local portfolios are provided to the management, which may require appropriate corrective action to be taken.

The Board of Directors has also constituted Audit Committee, which is responsible for evaluation of internal financial controls and risk management systems. The company conducts regular internal audits of various business units to identify scope of improvement/ enhancement of the Company's processes, quality control, fraud prevention and legal compliance. The internal audit reports are reviewed by audit committee and also placed with the Board.

### Credit Exposure:

The carrying amount of financial assets represents the maximum credit exposure.

The maximum exposure to credit risk at the reporting date was:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Trade receivables	29,859.61	26,774.60
Other receivables	1,202.48	473.51
Loans	18,873.73	10,907.83
Other financial assets	6,750.45	8,419.49
<b>Total</b>	<b>56,686.28</b>	<b>46,575.43</b>

The Company monitors all the receivables, loans and other financial assets continuously basis the factors considered while dealing. If there are any indicators of impairment on management assessment of these receivables, loans and other financial assets, these are provided for. The Company uses ECL method for impairment.

### Following are the reconciliations of the provision for impairment of financial assets

(₹ in Lakhs)

Particulars	As at									
	March 31, 2023					March 31, 2022				
	Trade receivables	Other receivables	Loans*	Other financial assets	Total	Trade receivables	Other receivables	Loans*	Other financial assets	Total
Opening balance at the beginning of the year	724.38	20.39	212.48	0.50	957.76	976.87	18.75	155.37	0.50	1,151.49
Addition/ reversal during the year	(78.50)	-	107.39	-	28.89	87.53	1.64	57.11	-	146.29
Written off	18.50	(2.11)	(44.54)	-	(28.15)	(340.02)	-	-	-	(340.02)
<b>Closing balance at the end of the year</b>	<b>664.38</b>	<b>18.28</b>	<b>275.33</b>	<b>0.50</b>	<b>958.49</b>	<b>724.38</b>	<b>20.39</b>	<b>212.48</b>	<b>0.50</b>	<b>957.75</b>

\*Gross carrying value of credit impaired - ₹182.14 lakhs (PY : ₹167.94 lakhs), impairment provision - ₹182.14 lakhs (PY : ₹167.94 lakhs)

### (ii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company require sufficient liquidity to meet their obligations. Individual companies are generally responsible for their own fund management, including the short-term investment of surpluses and the raising of loans to cover deficits from third parties/companies.

The Company's primary liquidity requirements are to finance the working capital needs, which are typically towards margin maintenance at various exchanges. The principal portion of the working capital requirement is utilized by:

- depositing funds with banks to obtain term deposits and guarantees towards margins payable to the exchanges/clearing houses;
- payments to stock exchanges/clearing houses towards

settlement obligations;

- payment towards purchase of various trading assets; and
- meeting expenses incurred for operations.

### Management of liquidity risk

Working capital requirements fluctuate on a regular basis depending on the business requirements. The Company's approach to managing liquidity is to ensure, as far as possible to have sufficient funds to meet its liabilities

when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

To fund the working capital requirements, the Company currently relies principally on internal accruals and short term credit facilities from banks and financial institutions against pledge of derivative assets, term deposits, receivables from clients and

investments carried at fair value through profit and loss. By maintaining sufficient liquid funds and drawing facilities with banks, the Company comfortably meets the foreseeable liabilities in the present and immediate future, as well as unforeseeable contingencies.

Central treasury receives information from business units regarding the liquidity profile of their financial assets

and liabilities and projected cash flows. Central treasury maintains surplus funds in cash and cash equivalents including term deposits with banks and in investment securities for which there is an active and liquid market. These assets can be readily sold to meet liquidity requirements. Hence, the Company believes that the above monetary mechanism adequately addresses the liquidity risk.

### Maturity analysis for financial assets and financial liabilities March 31, 2023

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 years	2-5 years	More than 5 years
<b>Assets:</b>							
Cash and cash equivalents	2,059.29	2,059.29	-	-	-	-	-
Other bank balances	1,34,719.15	30,089.13	19,168.87	30,876.63	52,281.33	2,303.19	-
Trade receivables	29,859.61	29,859.61	-	-	-	-	-
Other receivables	1,202.48	1,202.48	-	-	-	-	-
Loans	18,873.73	18,544.87	-	-	-	328.87	-
Investments	4,491.56	2,581.68	-	-	1,909.34	-	0.54
Other financial assets	6,750.45	5,671.20	-	-	-	-	1079.25
<b>Total</b>	<b>1,97,956.28</b>	<b>90,008.26</b>	<b>19,168.87</b>	<b>30,876.63</b>	<b>54,190.67</b>	<b>2,632.06</b>	<b>1079.79</b>
<b>Liabilities:</b>							
Trade payables	37,662.56	37,662.56	-	-	-	-	-
Borrowings	38,457.15	242.95	334.84	35,030.57	941.69	1,907.10	-
Other financial liabilities*	91,265.24	26,600.04	11,847.06	19,082.89	32,311.79	1,423.46	-
<b>Total</b>	<b>1,67,384.96</b>	<b>64,505.56</b>	<b>12,181.91</b>	<b>54,113.46</b>	<b>33,253.48</b>	<b>3,330.55</b>	-

\*Maturity analysis of margin from clients (under other financial liabilities) ₹ 83,261.39 Lakhs has been bench marked to the corresponding fixed deposits (under other bank balances).

### March 31, 2022

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 years	2-5 years	More than 5 years
<b>Assets:</b>							
Cash and cash equivalents	5,697.88	5,697.88	-	-	-	-	-
Other bank balances	1,13,627.87	16,516.10	7,213.01	23,365.86	42,192.00	24,340.90	-
Trade receivables	26,774.60	26,774.60	-	-	-	-	-
Other receivables	473.51	473.51	-	-	-	-	-
Loans	10,907.83	10,604.60	-	-	-	303.23	-
Investments	17,256.27	14,564.03	-	-	2,691.70	-	0.54
Other financial assets	8,419.49	7,139.06	-	-	-	-	1,280.43
<b>Total</b>	<b>1,83,157.45</b>	<b>81,769.78</b>	<b>7,213.01</b>	<b>23,365.86</b>	<b>44,883.70</b>	<b>24,644.13</b>	<b>1,280.97</b>
<b>Liabilities:</b>							
Trade payables	63,556.28	63,556.28	-	-	-	-	-
Borrowings	15,093.56	2,534.06	14.46	8,877.24	927.98	2,667.27	72.55
Other financial liabilities*	74,000.72	17,408.52	4,203.40	13,616.53	24,587.52	14,184.74	-
<b>Total</b>	<b>1,52,650.56</b>	<b>83,498.86</b>	<b>4,217.86</b>	<b>22,493.77</b>	<b>25,515.50</b>	<b>16,852.01</b>	<b>72.55</b>

\*Maturity analysis of margin from clients (under other financial liabilities) ₹66,217.01 Lakhs has been bench marked to the corresponding fixed deposits (under other bank balances).

**(iii) Market risk**

The Company participates in trading and investing in various asset classes such as equity, debt securities, commodities, foreign currency and derivatives. These assets classes experience volatility due to economic growth levels, inflation, prices, interest rates, foreign exchange rates and other macro-economic factors. Any changes in market prices of these asset classes will affect the Company's income or the value of its holdings of financial instruments.

The Company segregates its exposure to market risks between price risk, interest rate risk and currency risk.

**Management of market risks:**

The objective of market risk management is to manage and minimize market risk exposures within acceptable parameters, while optimizing the return on risk. The Company's exposure to market risk is determined by a number of factors, including size, composition and diversification of positions held and market volatility.

**(a) Price risk**

Trading and investment portfolios include proprietary positions taken in equities, fixed income securities, commodities, foreign currency and their derivatives mainly for availing arbitrage opportunities. All financial assets and liabilities are accounted on fair value basis. Management actively monitors its market risk by reviewing the effectiveness of arbitrage and setting outstanding position limits. The Company manages market risk with central oversight, analysis and formation of risk policy, specific maximum risk levels to which the individual trader must adhere to and real time continuous monitoring by the senior management.

In respect of the proprietary positions, the Company is exposed to volatility in the price of the underlying securities.

**(b) Interest rate risk**

Interest rate risk arises from movements in interest rates which could have effects on the Company's net income or financial position. Changes in interest rates may cause variations in interest income and expenses resulting from interest-bearing assets and liabilities. Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's exposure to interest rate risk relates to the loans taken from banks, investment in term deposits placed with banks, investment in debt securities and investments of its excess funds in liquid instruments. A majority of the financing of the Company has come from overdraft facility with banks. The business of the Company is exposed to fluctuation in interest rate for the following activities:

- (i) Term deposits placed with banks are generally for short term on fixed interest rates;
- (ii) Facilities availed from banks and other financial institutions generally include short term working capital loans on floating interest rates;
- (iii) Interest paid by Company on clients' funds earmarked as fixed margin are generally for short term on fixed interest rates.

**Management of Interest Rate Risk**

Interest rate risk is managed principally through monitoring interest rate gaps and by having pre-approved limits for re-pricing bands. However the Company

does not use derivative financial instruments to hedge its interest rate risk.

The Company's investments in majority of term deposits with banks are for both short and long duration, and therefore do not expose the Company to significant interest rate risk. Further significant portion of exposure on term deposits with banks is offset with clients' funds earmarked as margins on fixed rate basis. The interest rates on the overdraft facility availed are marginally higher than the interest rates on term deposits with the banks and generally linked to the term deposit rates with the bank. Accordingly, there is limited interest rate risk exposure on the company.

The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's short-term and long-term debt obligations with floating / fixed interest rates, which are included in loans and borrowings. The loans and borrowings represent loans and borrowing taken both fixed and floating interest rate.

**(c) Currency risk**

The Company is not significantly exposed to currency risk as there is no mismatch between the currencies in which sales of services, purchase of goods/services and borrowings are dominated and the respective functional currencies of Company . Further, the functional currency of the Company is primarily the Indian Rupee and do not expose the Company to significant currency risk. The Company considers the valuation changes in foreign currency derivatives it trades in as part of investment/price risk as those derivatives are exchange traded, managed and monitored based on exchange price and are settled in near term in Indian Rupees.

## Exposure

The table below sets out the assets and liabilities subject to price risk.

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Assets subject to price risk</b>		
Equity instrument fair value through profit and loss	3,756.48	15,412.78
Debt instrument fair value through profit and loss	692.82	857.95
Mutual fund fair value through profit and loss	-	-
Derivative financial assets	5,539.20	7,139.06
	<b>(A)</b>	<b>23,409.79</b>
<b>Liabilities subject to price risk</b>		
Derivative financial liabilities	5,592.66	5,621.12
	<b>(B)</b>	<b>5,621.12</b>
<b>Total</b>	<b>(A-B)</b>	<b>17,788.67</b>

## Sensitivity analysis

Below table shows the sensitivity analysis for different financial instrument

(₹ in Lakhs except otherwise stated)

Particulars	For the year ended				For the year ended			
				March 31, 2023			March 31, 2022	
	Risk category	% change increase	% change decrease	Impact on profit before tax due to increase in parameter	Impact on profit before tax due to decrease in parameter	Impact on profit before tax due to increase in parameter	Impact on profit before tax due to decrease in parameter	
Investment in equity instrument fair value through profit and loss and derivatives*	Price risk	5%	5%	185.15	(185.15)	244.25	(268.92)	
Inventories	Price risk	5%	5%	0.93	(0.93)	118.32	(118.32)	
Debt instruments	Interest rate risk	1%	1%	(6.93)	6.93	(8.58)	8.58	
Borrowings	Interest rate risk	1%	1%	384.57	(384.57)	(150.74)	150.74	
Currency risk	Currency risk	5%	5%	25.55	(25.55)	23.56	(23.56)	

\*The Company engages in proprietary transactions of equities, commodities and derivatives of equities, commodities & currencies. These transactions are primarily undertaken using various arbitrage models to capitalize pricing inefficiencies in the markets. Any change in the market prices of their underlying would result in changes in the fair value of these trading assets, trading liabilities and inventories and also result in profit/loss on futures positions.

## NOTE NO. 35.06

### Capital Management

#### Risk Management

The Company manages its capital structure and makes necessary adjustments in light of changes in economic conditions and the requirement of financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend

payment to shareholders, return on capital to shareholders, issue new shares or raise / repay debt.

For the purpose of the Company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders. The primary objective of

the Company's capital management is to maximise the shareholder value and to ensure the Company's ability to continue as a going concern. There is no non compliance with any covenants of borrowings.

#### The capital composition is as follows

Particulars	As at	
	March 31, 2023	March 31, 2022
Borrowings including debt securities	38,457.15	15,093.56
Less: Cash and Cash equivalents	2,059.29	5,697.88
<b>Net Debt (i)</b>	<b>36,397.86</b>	<b>9,395.68</b>
<b>Total Equity (ii)</b>	<b>76,800.25</b>	<b>79,323.26</b>
<b>Gearing Ratio (i)/(ii)</b>	<b>47.39%</b>	<b>11.84%</b>

## NOTE NO. 36

### Related party disclosures

As per Ind AS 24, the disclosures of transactions with related parties are given below :

**NOTE NO. 36.01**

List of related parties where control exists and also other related parties with whom transactions have taken place and relationships:

Sr. No.	Name of related parties	Relationship
1	SMC Comtrade Limited	Subsidiary
2	Moneywise Financial Services Private Limited	Subsidiary
3	SMC Capitals Limited	Subsidiary
4	Moneywise Finvest Limited	Subsidiary
5	SMC Investments & Advisors Limited	Subsidiary
6	SMC Global USA Inc (Foreign company)	Subsidiary
7	SMC Global IFSC Private Limited	Subsidiary
8	SMC Insurance Brokers Private Limited	Subsidiary
9	SMC Comex International DMCC (Foreign company)	Subsidiary
10	SMC Real Estate Advisors Private Limited	Subsidiary
11	Qnance Research Capital LLP (from 01/07/2021 to 30/03/2022)	Subsidiary
12	Pulin Investments Private Limited	Entity controlled by KMPs
13	SMC & IM Capitals Investment Managers LLP	Jointly controlled entity
14	SMC Global Foundation	Trust controlled by KMPs
15	SMC IFSC Global Opportunities Fund (w.e.f 28/12/2021)	Trust where in the company act as investment manager
16	Mr. Subhash Chand Aggarwal	Key managerial personnel
17	Mr. Mahesh Chand Gupta	Key managerial personnel
18	Mr. Ajay Garg	Key managerial personnel
19	Mr. Anurag Bansal	Key managerial personnel
20	Mr. Himanshu Gupta	Key managerial personnel
21	Ms. Shruti Aggarwal	Key managerial personnel
22	Mr. Vinod Kumar Jamar	Key managerial personnel
23	Mr. Suman Kumar	Key managerial personnel
24	Ms. Madhu Vij	Key managerial personnel (Independent director)
25	Mr. Kundan Mal Aggarwal	Key managerial personnel (Independent director)
26	Mr. Hari Das Khunteta	Key managerial personnel (Independent director)
27	Mr. Naveen ND Gupta	Key managerial personnel (Independent director)
28	Mr. Chandra Wadhwa	Key managerial personnel (Independent director)
29	Mr. Roop Chand Jindal (till 07/05/2022)	Key managerial personnel (Independent director)
30	Mr. Narendra Kumar (w.e.f. 16/09/2022)	Key managerial personnel (Independent director)
31	Mr. Ayush Aggarwal	Close family member of KMPs
32	Ms. Hemlata Aggarwal	Close family member of KMPs
33	Ms. Sushma Gupta	Close family member of KMPs
34	Ms. Reema Garg	Close family member of KMPs
35	Ms. Meetu Goel	Close family member of KMPs
36	Ms. Nidhi Bansal	Close family member of KMPs
37	Mr. Anuj Kansal	Close family member of KMPs
38	Mrs. Neha Gupta	Close family member of KMPs
39	Mrs. Uma Agarwal	Close family member of KMPs

Note : Related party relationship is as identified by the company and relied upon by the auditors.



## NOTE NO. 36.02

### Disclosure of transactions between the Company & related parties:-

(₹ in Lakhs)

Sr. No.	Particulars of Transactions	Relationship	For the year ended	
			March 31, 2023	March 31, 2022
<b>1</b>	<b>Remuneration</b>			
	Salaries, wages & other benefits	Key managerial personnel	654.60	526.61
	Contribution to defined benefit plan	Key managerial personnel	37.95	33.19
	<b>Total</b>		<b>692.55</b>	<b>559.80</b>
	Salaries, wages & other benefits	Relative of Key managerial personnel	255.21	157.06
	Contribution to defined benefit plan	Relative of Key managerial personnel	6.40	3.22
	<b>Total</b>		<b>261.61</b>	<b>160.28</b>
<b>2</b>	<b>Directors sitting fee</b>	Independent director	19.20	22.50
<b>3</b>	<b>Investment (equity and preference shares)</b>			
	SMC Comtrade Limited	Subsidiary	700.00	-
	Moneywise Finvest Limited	Subsidiary	1,500.00	800.00
<b>4</b>	<b>Capital Reduction</b>			
	SMC Insurance Brokers Private Limited	Subsidiary	(2,576.23)	-
<b>5</b>	<b>Investment (purchase NCD)</b>			
	SMC Real Estate Advisors Private Limited	Subsidiary	-	78.28
	SMC Insurance Brokers Private Limited	Subsidiary	-	3,015.77
<b>6</b>	<b>Investment (sale NCD)</b>			
	SMC Real Estate Advisors Private Limited	Subsidiary	202.67	559.65
	SMC Insurance Brokers Private Limited	Subsidiary	1238.48	2,822.28
<b>7</b>	<b>Investment (purchase MLD)</b>			
	SMC Insurance Brokers Private Limited	Subsidiary	1,690.73	50.00
<b>8</b>	<b>Loans &amp; advances given</b>			
	Moneywise Financial Services Private Limited	Subsidiary	-	5,620.95
	SMC Real Estate Advisors Private Limited	Subsidiary	512.00	3,841.26
	SMC Investments & Advisors Limited	Subsidiary	530.00	1.02
	SMC Comtrade Limited	Subsidiary	-	2,321.23
	SMC Comex International DMCC	Subsidiary	-	303.23
<b>9</b>	<b>Loans &amp; advances recovered</b>			
	SMC Investments & Advisors Limited	Subsidiary	858.57	457.17
	Moneywise Financial Services Private Limited	Subsidiary	-	5,620.95
	SMC Real Estate Advisors Private Limited	Subsidiary	512.00	4,287.15
	SMC Comtrade Limited	Subsidiary	1,412.77	824.38
<b>10</b>	<b>Loans &amp; advances taken (net)</b>			
	SMC Insurance Brokers Private Limited	Subsidiary	6,925.00	5,521.00
	SMC Comtrade Limited	Subsidiary	7,522.54	-
	Moneywise Financial Services Private Limited	Subsidiary	5,600.00	-
	Moneywise Finvest Limited	Subsidiary	1,300.00	-
<b>11</b>	<b>Loans &amp; advances repaid</b>			
	SMC Insurance Brokers Private Limited	Subsidiary	6,925.00	5,521.00
	SMC Comtrade Limited	Subsidiary	7,522.54	-
	Moneywise Financial Services Private Limited	Subsidiary	3,100.00	-
	Moneywise Finvest Limited	Subsidiary	300.00	-

(₹ in Lakhs)

Sr. No.	Particulars of Transactions	Relationship	For the year ended	
			March 31, 2023	March 31, 2022
<b>12</b>	<b>Brokerage received</b>			
	Moneywise Finvest Limited	Subsidiary	69.54	75.66
	SMC Insurance Brokers Private Limited	Subsidiary	-	2.59
	SMC Real Estate Advisors Private Limited	Subsidiary	300.11	345.03
	SMC Comtrade Limited	Subsidiary	2.64	2.32
	Moneywise Financial Services Private Limited	Subsidiary	3.52	4.49
	Qnance Research Capital LLP	Subsidiary	-	149.30
	Pulin Investments Private Limited	Promoter Group	240.61	214.28
<b>13</b>	<b>Rent received</b>			
	SMC Capitals Limited	Subsidiary	4.23	4.23
	SMC Insurance Brokers Private Limited	Subsidiary	120.00	160.79
	Moneywise Finvest Limited	Subsidiary	49.80	22.25
<b>14</b>	<b>Other income</b>			
	Moneywise Financial Services Pvt. Ltd.	Subsidiary	0.65	-
<b>15</b>	<b>Demat charges received</b>			
	Moneywise Finvest Limited	Subsidiary	4.12	8.45
	SMC Insurance Brokers Private Limited	Subsidiary	0.04	0.06
	SMC Real Estate Advisors Private Limited	Subsidiary	0.06	0.53
	Moneywise Financial Services Private Limited	Subsidiary	0.50	0.90
	SMC Comtrade Limited	Subsidiary	0.02	-
	SMC Investments & Advisors Limited	Subsidiary	0.03	-
	Pulin Investments Private Limited	Entity controlled by KMPs	0.03	0.01
<b>16</b>	<b>Interest income</b>			
	Moneywise Financial Services Private Limited	Subsidiary	-	44.15
	SMC Investments & Advisors Limited	Subsidiary	38.61	51.09
	SMC Real Estate Advisors Private Limited	Subsidiary	14.10	28.21
	SMC Comex International DMCC	Subsidiary	16.08	2.33
	SMC Comtrade Limited	Subsidiary	30.73	42.98
<b>17</b>	<b>Interest income on NCD</b>			
	Moneywise Financial Services Private Limited	Subsidiary	100.10	47.54
	SMC Real Estate Advisors Private Limited	Subsidiary	2.67	-
<b>18</b>	<b>Fair value gain on MLD</b>			
	Moneywise Financial Services Private Limited	Subsidiary	-	0.58
<b>19</b>	<b>Delay payment charges</b>			
	Moneywise Financial Services Private Limited	Subsidiary	-	0.01
	SMC Insurance Brokers Private Limited	Subsidiary	-	1.43
	Pulin Investments Private Limited	Entity controlled by KMPs	66.38	0.02
<b>20</b>	<b>Income from distribution of financial products</b>			
	SMC Capitals Limited	Subsidiary	638.34	500.69
<b>21</b>	<b>Dividend received</b>			
	SMC Insurance Brokers Private Limited	Subsidiary	808.00	727.20
<b>22</b>	<b>Other borrowing cost</b>			
	SMC Investments & Advisors Limited	Subsidiary	-	22.50

(₹ in Lakhs)

Sr. No.	Particulars of Transactions	Relationship	For the year ended	
			March 31, 2023	March 31, 2022
<b>23</b>	<b>Interest expenses</b>			
	SMC Comtrade Limited	Subsidiary	4.26	1.05
	SMC Real Estate Advisors Private Limited	Subsidiary	-	15.30
	SMC Insurance Brokers Private Limited	Subsidiary	251.63	92.63
	Moneywise Finvest Limited	Subsidiary	340.35	205.62
	Moneywise Financial Services Private Limited	Subsidiary	55.94	-
<b>24</b>	<b>Rent expenses</b>			
	SMC Comtrade Limited	Subsidiary	24.48	24.48
<b>25</b>	<b>Commission expense</b>			
	Moneywise Finvest Limited	Subsidiary	439.98	-
<b>26</b>	<b>Service Expenses</b>			
	Moneywise Financial Services Private Limited	Subsidiary	72.67	-
<b>27</b>	<b>Impairment on financial instruments</b>			
	SMC Global USA Inc	Subsidiary		
	Loan		-	57.11
<b>28</b>	<b>Contribution to Trust</b>			
	SMC Global Foundation	Trust where in KMPs have control	-	0.43
<b>29</b>	<b>Reimbursement of expenses received (net)</b>			
	Moneywise Financial Services Private Limited	Subsidiary	9.56	0.10
	Moneywise Finvest Limited	Subsidiary	59.87	23.89
	SMC Capitals Limited	Subsidiary	2.26	1.50
	SMC Comtrade Limited	Subsidiary	1.80	1.64
	SMC Investments & Advisors Limited	Subsidiary	1.99	0.09
	SMC Insurance Brokers Private Limited	Subsidiary	10.02	1.05
	SMC Real Estate Advisors Private Limited	Subsidiary	25.85	29.45
	SMC Global IFSC Private Limited	Subsidiary	0.86	-
<b>30</b>	<b>Reimbursement of expenses paid (net)</b>			
	Qnance Research Capital LLP	Subsidiary	-	56.06
	SMC Global IFSC Private Limited	Subsidiary	-	0.29

Transactions and balances with KMPs and their relatives, related parties (except subsidiaries) through stock exchanges / depositories / PMS in the normal course of business have not been disclosed as the same have been transacted at prevailing market prices under online trade mechanism and not material in nature.

As the liabilities for gratuity and compensated absences are provided on actuarial basis for the company as a whole, the amounts pertaining to individual key management Personnel are not separately available

## NOTE NO. 36.03

### Balances outstanding

(₹ in Lakhs)

Sr. No.	Particulars	Relationship	As at	
			March 31, 2023	March 31, 2022
<b>1</b>	<b>Loans</b>			
	SMC Global USA Inc (net of provision)	Subsidiary	182.14	167.94
	Provision for impairment		(182.14)	(167.94)
	SMC Real Estate Advisors Private Limited	Subsidiary	-	-
	SMC Investments & Advisors Limited	Subsidiary	-	328.57
	SMC Comex International DMCC	Subsidiary	328.87	303.23
	SMC Comtrade Limited	Subsidiary	-	1,412.77
<b>2</b>	<b>Trade receivables</b>			
	Moneywise Financial Services Private Limited	Subsidiary	-	0.06
	SMC Insurance Brokers Private Limited	Subsidiary	21.50	-
	SMC Capitals Limited	Subsidiary	157.97	-
<b>3</b>	<b>Other receivables</b>			
	SMC Capitals Limited	Subsidiary	1.88	-
	SMC Real Estate Advisors Private Limited	Subsidiary	2.35	7.25
	SMC Investments & Advisors Limited	Subsidiary	0.71	-
	Moneywise Finvest Limited	Subsidiary	0.75	-
	SMC Comtrade Limited	Subsidiary	15.83	-
	Moneywise Financial Services Private Limited	Subsidiary	7.32	-
	SMC Global IFSC Private Limited	Subsidiary	0.79	-
<b>4</b>	<b>Other Financial Assets</b>			
	SMC Comtrade Limited	Subsidiary	6.12	-
<b>5</b>	<b>Trade payables</b>			
	Moneywise Finvest Limited	Subsidiary	90.10	2,763.84
	Moneywise Financial Services Private Limited	Subsidiary	-	2.36
	SMC Comtrade Limited	Subsidiary	5.75	39.46
	SMC Real Estate Advisors Private Limited	Subsidiary	50.06	161.23
<b>6</b>	<b>Borrowings</b>			
	Moneywise Finvest Limited	Subsidiary	1,000.00	-
	Moneywise Financial Services Private Limited	Subsidiary	2,500.00	-
<b>7</b>	<b>Other financial liabilities</b>			
	Moneywise Finvest Limited	Subsidiary	3,991.70	220.73
	SMC Insurance Brokers Private Limited	Subsidiary	49.00	49.00
	SMC Comtrade Limited	Subsidiary	47.54	68.49
	SMC Real Estate Advisors Private Limited	Subsidiary	-	0.05

**NOTE NO. 37****Disclosure under The Micro, Small and Medium Enterprises Development Act, 2006**

The Company has sent letters to vendors to confirm whether they are covered under micro, small and medium enterprise development act 2006 as well as they have filed required memorandum with prescribed authority. Out of the letter sent to the party, based on the confirmation received till the date of finalisation of balance sheet. Based on and to the extent of the information received by the Company from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) and relied upon by the auditors, the relevant particulars as at the year end are furnished below:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
The Principal amount remaining unpaid at the year end	-	-
The Interest amount remaining unpaid at the year end	-	-
The amount of interest paid by the buyer under MSMED Act, 2006 along with the amount of the payment made to the supplier beyond the appointed day during the year	-	-
The amount of interest due and payable for the year (where the principal has been paid but interest under the MSMED Act, 2006 not paid)	-	-
The amount of interest accrued and remaining unpaid at the year end	-	-
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act, 2006	-	-

**NOTE NO. 38****Segment reporting**

Ind AS 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the Company's performance and allocates resources based on analysis of various performance indicators by business segments and geographic segments. Accordingly, information has been presented both along industry classes and geographic segmentation of customers, industry being the primary segment. Secondary segmental reporting is performed on the basis of the

geographical location of customers. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the note on significant accounting policies.

**a. Business Segment**

The Company's primary business comprises of dealing in shares, securities, commodities, derivatives and portfolio management services either on its own or on behalf of its constituents and other related ancillary services.

Accordingly the primary business segment

has been identified as below:

**Broking, Distribution & Trading :** Comprises of brokerage income earned on secondary market transactions done on behalf of clients, services rendered as depository participant, clearing services, research support services, proprietary trading in securities, commodities, derivatives and portfolio management services.

**b. Geographical Segment**

The Company operates in one Geographical Segment namely "within India" and hence no separate information for geographic segment wise disclosure is required.

## NOTE NO. 39

Previous year's figures have been regrouped and rearranged wherever necessary to confirm to this year's classification.

### (Non-Ind AS Information)

## NOTE NO. 40

### Additional Regulatory disclosures

- i. Title Deeds of all Immovable properties are held in the name of the company
- ii. The company does not have any investment property, hence disclosure relating to its valuation are not applicable.
- iii. During the year the company has not revalued its property, plant and Equipment.
- iv. During the year the company has not revalued its intangible assets.
- v. Disclosure for loans and advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013)

(₹ in Lakhs)

Type of Borrower	As at			
	March 31, 2023		March 31, 2022	
	Amount	% to total	Amount	% to total
Related parties	-	-	2,044.57	100%
	-	-	2,044.57	100%

- vi. Capital Work in Progress Aging Schedule as at March 31, 2023

Particulars	Amount of CWIP for a period of			
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years
Projects in Progress	893.49	-	-	-
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>893.49</b>	<b>-</b>	<b>-</b>	<b>-</b>

- Capital Work in Progress Aging Schedule as at March 31, 2022

Particulars	Amount of CWIP for a period of			
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years
Projects in Progress	-	-	-	-
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

- vii. Intangible assets under development ageing schedule as at March 31, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years	
Projects in progress	107.90	-	-	-	<b>107.90</b>
Projects temporarily suspended	-	-	-	-	-

Intangible assets under development ageing schedule as at March 31, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years	
Projects in progress	80.48	-	-	-	<b>80.48</b>
Projects temporarily suspended	-	-	-	-	-

- viii. No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
- ix. Quarterly statements of current assets filed with banks and financial institutions for fund borrowed from those banks and financial institutions on the basis of security of current assets are in accordance with terms and conditions.
- x. The company has not been declared as wilful defaulter by any bank or financial institution. Hence the clause is not applicable.

- xi. The company has not entered in any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956, except following:

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Transactions during the year March 31, 2023	Balance Outstanding as at March 31, 2023	Relationship with the Struck off company
Lookline Commodities Private Limited	Payables	0.30	0.41	Client
Micro Forex Equity & Derivatives Private Limited	Payables	-	0.04	Client
Mkb Securities Private Limited	Payables	0.30	1.71	Client
Overreach Merchants Private Limited	Payables	0.30	0.71	Client
Simplex Commodities Trade Private Limited	Payables	0.30	1.37	Client
F6 Commodities Private Limited	Payables	-	1.38	Client
Ori Finance Limited	Payables	0.30	0.09	Client
Adventures India Financial Services Limited	Payables	0.30	0.71	Client

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Transactions during the year March 31, 2022	Balance Outstanding as at March 31, 2022	Relationship with the Struck off company
F6 Commodities Private Limited	Payables	-	0.38	Client
Ori Finance Limited	Payables	-	0.04	Client
Adventures India Financial Services Limited	Payables	-	0.01	Client

- xii. No charges or satisfaction yet to be registered with ROC beyond the statutory period.
- xiii. The company has complied with the number of layers prescribed under clause (87) of section 2 of the act read with companies (Restriction on number of layers) rule 2017.
- xiv. Additional regulatory information required under (WB) (xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in broking business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.
- xv. During the year no Scheme of Arrangements related to the company has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.
- xvi. Utilisation of Borrowed funds and share premium:-
- A) The company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;
- (B) The company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall
- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

## NOTE NO. 41

The company does not have any transactions which are not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax 1961( such as search or survey or any other relevant provisions of the Income Tax 1961).

## NOTE NO. 42

### Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, a company, meeting the applicability threshold , needs to spend atleast 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the company as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

Particulars	As at	
	March 31, 2023	March 31, 2022
Amount required to be spent by the company during the year	181.85	91.44
Amount of expenditure incurred	181.87	91.44
Shortfall / (excess) at the end of the year	-0.02	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Promoting education , Including special education and employment enhancing vocation skill, healthcare, environment sustainability, eradication of hunger and malnutrition and rural development projects	
Details of related party transactions, e.g., contribution to a trust controlled by KMPs in relation to CSR expenditure as per relevant Accounting Standard	-	0.43
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	NA	NA



## NOTE NO. 43

The company has not traded or invested in Crypto Currency or Virtual currency during the year.

### In terms of our report of even date attached

#### For R. Gopal & Associates

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

#### For and on behalf of the Board

Sd/-

**S.C. Aggarwal**

Chairman &

Managing Director

DIN: 00003267

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO

DIN: 00003166

Place: New Delhi

Date: May 18, 2023

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Suman Kumar**

Company Secretary

# Settled. Efficiently.

CLEARING & SETTLEMENT SERVICES

TO 300+ TRADING MEMBERS

CLEARING MEMBERSHIP

F&O SEGMENT: BSE, NSE & MSEI

COMMODITY: MCX, NCDEX, ACE & DGCX

CURRENCY: BSE, NSE, MSEI





IN THE LAND  
OF BULLS AND BEARS  
**BE AN EAGLE**

# Independent Auditors' Report

## TO THE MEMBERS OF SMC GLOBAL SECURITIES LIMITED REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

### OPINION

We have audited the accompanying consolidated financial statements of **SMC Global Securities Limited** (“the Holding Company”) and its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”), its jointly controlled entity, which comprise the Consolidated Balance Sheet as at March 31, 2023, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows for the year ended on that date, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013 (the “Act”) in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended (“Ind AS”) and other accounting

principles generally accepted in India, of the consolidated state of affairs of the Group as at March 31, 2023, the consolidated profit, consolidated total comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

### BASIS FOR OPINION

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s Code of Ethics. We believe that the audit evidence we have

obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in our opinion there is no any such matter to be reported by us.

### INFORMATION OTHER THAN THE CONSOLIDATED FINANCIAL STATEMENTS AND AUDITOR’S REPORT THEREON

The Holding Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to Board’s Report, Business Responsibility Report, Corporate Governance and Shareholder’s Information, but does not include the consolidated financial statements and our auditor’s report

thereon. The above-referred information is expected to be made available to us after the date of this audit report.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact.

When we read the other information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take appropriate actions necessitated by the circumstances and the applicable laws and regulations.

#### **RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE CONSOLIDATED FINANCIAL STATEMENTS**

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive

income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and Joint venture are also responsible for overseeing the financial reporting process of the Group and Joint venture.

#### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable

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

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

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company and its subsidiary companies which

are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities

within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements, which have been audited by other auditors; such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

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

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

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

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

#### **OTHER MATTER**

We did not audit the financial statements / financial information of 9 subsidiaries whose financial statements reflect the total assets of ₹ 123,072.44 lakhs as at 31.03.2023, and total revenue of ₹ 21,212.01 lakhs, net profit after tax of ₹ 2,644.54 lakhs, total comprehensive income ₹ 3,167.77 lakhs and net cash outflow of ₹ (2511.66) lakhs for the year ended 31.03.2023 as considered in the consolidated financial statements. The Consolidated financial statements include the financial results of 1 jointly controlled entity which reflect groups share of net gain of ₹ 0.14 lakhs for the year ended 31.03.2023. These Financial Statements have been audited by other auditors have been furnished to us by the management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and Jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries, and jointly

controlled entity, are based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

#### **REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS**

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the consolidated financial statements.
- b. In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
- d. In our opinion, the aforesaid consolidated financial statements comply with the Ind AS 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 of the holding Company as on March 31, 2023 taken on record by the Board of Directors of the Company and its subsidiaries incorporated in India and the reports of the statutory auditors of its subsidiary companies incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2023 from being appointed as a director in terms of Section 164 (2) of the Act.
- f. With respect to the adequacy of the internal financial controls with reference to financial statements of the holding company and the operating effectiveness of such controls; refer to our separate Report in "Annexure A" which is based on the auditor's reports of the Company and its subsidiary companies incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the internal financial control with reference to financial statements of those companies, for reasons stated therein.
- g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:  
  
In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
- h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, in its consolidated financial statements – Refer Note 35 to the consolidated financial statements.
  - ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended 31 March, 2023.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, and its subsidiaries company incorporated in India.
  - iv. a) The respective Managements of the holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in Note 39 (xvi) to the Financial Statements, no funds

- (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company or any of such subsidiaries to or in any other person or entity, including foreign entity (“Intermediaries”), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- b) The respective Managements of the holding Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, as disclosed in Note 39 (xvi) to the Financial Statements, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiaries from any person or entity, including foreign entity (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us on the holding Company and its subsidiaries which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
- v) (a) The final dividend proposed in the previous year, declared and paid by the holding Company and its subsidiary company during the year is in accordance with Section 123 of the Act, as applicable.
- (b) The interim dividend declared and paid by the holding Company during the year and until the date of this report is in compliance with Section 123 of the Act.
- (c) The Board of Directors of the holding Company and its subsidiary company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed are in accordance with section 123 of the Act, as applicable.
- VI Proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 for maintaining books of account using accounting software which has a feature of recording audit trail (edit log) facility is applicable w.e.f. April 1, 2023 to the Parent Company and its subsidiaries, jointly controlled entity which are companies incorporated in India, and accordingly, reporting under Rule 11(g) of Companies (Audit and Auditors) Rules, 2014 is not applicable for the financial year ended March 31, 2023.



2. With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

**For R Gopal & Associates**

**Chartered Accountants**

Firm Registration No.: 000846C

Sd/-

**Vikash Aggarwal**

**Partner**

Membership No: 519574

UDIN: 23519574BGXOA7318

Date : 18th May 2023

Place : New Delhi

## **Annexure - A to the Independent Auditors' Report**

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

In conjunction with our audit of the consolidated financial statements of the Company as of and for the year ended 31st March 2023, we have audited the internal financial controls with reference to financial statements of SMC Global Securities Limited ("the Holding Company") and its subsidiaries company which are companies incorporated in India, as of that date.

#### **MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS**

The Respective Board of Directors of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **AUDITORS' RESPONSIBILITY**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by ICAI and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both 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 with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the

auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. Internal financial controls with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of

unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are

subject to the risk that the internal financial control 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 Holding Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2023, based on the internal financial

controls with reference to financial statements 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 ICAI.

**OTHER MATTER**

Our aforesaid reports u/s 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding company, in so far as it relates to seven subsidiaries which are companies incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

**For R Gopal & Associates  
Chartered Accountants**

Firm Registration No.: 000846C

Sd/-

**Vikash Aggarwal**

**Partner**

Membership No: 519574

UDIN: 23519574BGXOA7318

Date : 18th May 2023

Place : New Delhi

## SMC GLOBAL SECURITIES LIMITED

### Consolidated Balance Sheet

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2023	As at March 31, 2022
<b>Assets</b>			
<b>Financial assets</b>			
Cash and cash equivalents	2	3,243.96	9,224.56
Other bank balances	3	1,42,746.43	1,18,970.31
Receivables			
Trade receivables	4	37,382.93	33,850.25
Other receivables	5	1,657.38	751.73
Loans	6	1,08,276.72	77,977.60
Investments	7	5,699.66	17,058.79
Other financial assets	8	8,309.96	12,428.16
<b>Non-financial assets</b>			
Inventories	9	523.23	3,451.86
Current tax assets (net)	32	2,904.88	3,647.28
Deferred tax assets (net)	32	3,037.98	2,234.79
Assets held for sale	10	416.59	400.76
Property, plant and equipment	11	8,949.68	7,899.64
Capital work-in-progress	11.1	893.49	-
Right of use asset	12	3,550.54	3,303.41
Other intangible assets	13	287.73	175.82
Intangible assets under development	13.1	109.75	117.99
Other non-financial assets	14	3,495.43	2,756.94
<b>Total assets</b>		<b>3,31,486.34</b>	<b>2,94,249.89</b>
<b>Liabilities and equity</b>			
<b>Liabilities</b>			
<b>Financial liabilities</b>			
Payables			
Trade payables	15		
- to micro and small enterprises		17.15	-
- to other than micro and small enterprises		47,381.56	71,080.58
Lease liabilities	12.1	3,615.49	3,291.47
Debt securities	16	6,366.88	7,020.52
Borrowings	17	84,756.28	39,393.16
Other financial liabilities	18	89,094.98	75,394.45
<b>Non-financial liabilities</b>			
Current tax liabilities (net)	32	428.06	-
Provisions	19	2,935.42	2,681.10
Other non-financial liabilities	20	3,375.95	2,613.94
<b>Equity</b>			
Equity share capital	21	2,094.00	2,262.69
Other equity		91,179.46	90,347.69
Non-controlling interest		241.11	164.29
<b>Total liabilities and equity</b>		<b>3,31,486.34</b>	<b>2,94,249.89</b>

The accompanying notes form an integral part of the Consolidated financial statements.

1-44

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

**For R. Gopal & Associates**

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

Place: New Delhi

Date: May 18, 2023

**For and on behalf of the Board**

Sd/-

**S.C. Aggarwal**

Chairman &

Managing Director

DIN: 00003267

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO

DIN: 00003166

Sd/-

**Suman Kumar**

Company Secretary

## SMC GLOBAL SECURITIES LIMITED

### Consolidated Statement of Profit and Loss

(₹ in Lakhs)

Particulars	Note No.	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Revenue from operations</b>			
Fee and commission income	22	77,533.72	66,818.80
Interest income	23	25,614.21	19,847.77
Rental income		11.41	-
Dividend income		108.01	840.05
Net gain on proprietary trading		16,506.32	19,102.37
Net gain on fair value changes	24	1,893.93	4,023.95
<b>Total revenue from operations</b>		<b>1,21,667.59</b>	<b>1,10,632.94</b>
Other income	25	408.13	1,449.14
<b>Total income</b>		<b>1,22,075.72</b>	<b>1,12,082.08</b>
<b>Expenses</b>			
Fees and commission expenses	26	58,955.82	53,098.78
Employee benefits expenses	27	25,051.71	20,572.22
Finance cost	28	8,932.73	5,752.38
Depreciation and amortisation	29	2,269.40	2,011.60
Impairment on financial instruments	30	640.01	1,616.57
Other expenses	31	10,030.53	6,890.99
<b>Total expenses</b>		<b>1,05,880.20</b>	<b>89,942.54</b>
<b>Profit before share of profit/(loss) of joint venture and tax</b>		<b>16,195.52</b>	<b>22,139.54</b>
Share in profit/(loss) in joint venture		0.14	(0.96)
<b>Profit before tax</b>		<b>16,195.66</b>	<b>22,138.58</b>
<b>Tax expense:</b>			
Current tax	32	5,183.20	3,734.90
Deferred tax	32	(1,027.16)	946.83
<b>Total tax expense</b>		<b>4,156.04</b>	<b>4,681.73</b>
<b>Profit after tax</b>		<b>12,039.63</b>	<b>17,456.85</b>
<b>Other comprehensive income (OCI)</b>			
<b>Items that will not be reclassified subsequently to profit or loss</b>			
Remeasurement of the net defined benefit liability / asset		62.60	13.95
Tax effect of Items that will not be reclassified subsequently to profit and loss		(8.26)	(3.36)
<b>Items that may be reclassified subsequently to profit or loss</b>			
Exchange difference on translation of foreign operations		448.54	154.68
<b>Total other comprehensive income (net of tax)</b>		<b>502.88</b>	<b>165.27</b>
<b>Total comprehensive income for the year (comprising profit and other comprehensive income for the year)</b>		<b>12,542.50</b>	<b>17,622.12</b>
<b>Profit attributable to:</b>			
Owners of the equity		12,005.47	17,437.63
Non controlling interest		34.15	19.22
<b>Total comprehensive income attributable to:</b>			
Owners of the equity		12,509.75	17,602.16
Non controlling interest		32.75	19.96
<b>Earnings per equity share (Face value ₹2)</b>			
Basic & Diluted (in ₹)	33	11.25	15.43

The accompanying notes form an integral part of the Consolidated financial statements.1-44

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

**For R. Gopal & Associates**

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

Place: New Delhi

Date: May 18, 2023

**For and on behalf of the Board**

Sd/-

**S.C. Aggarwal**

Chairman &

Managing Director

DIN: 00003267

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO

DIN: 00003166

Sd/-

**Suman Kumar**

Company Secretary

# SMC GLOBAL SECURITIES LIMITED

## Consolidated statement of changes in equity

A. Equity share capital (Refer note 19)							(₹ in Lakhs)						
Particulars	Balance as at April 1, 2021	Changes in Equity Share Capital due to prior period errors	Restated balance as on April 1, 2021	Changes in equity share capital during the period	Balance as at March 31, 2022								
Equity Share Capital	2,262.69	-	-	-	2,262.69								
B. Other Equity							(₹ in Lakhs)						
Particulars	Balance as at April 1, 2022	Changes in Equity Share Capital due to prior period errors	Restated balance as on April 1, 2022	Changes in equity share capital during the period	Balance as at March 31, 2023	Total							
						Other comprehensive income	Non controlling interest						
						(₹ in Lakhs)							
Particulars						Total	Non controlling interest						
	Securities premium reserve	Retained earnings	General reserve	Capital redemption reserve	Capital reserve			Debt redemption reserve	Reserve fund u/s 45-1C of RBI act 1934	Remeasurement of the net defined benefit liability / asset	Exchange differences on translation of foreign operations	Tax effect of other component of equity	
Balance as at April 1, 2021	34,448.91	27,597.39	7,914.09	1,035.71	1,000.00	2,610.19	346.82	55.11	-	-	75,008.22	162.33	
Changes in equity for the year ended March 31, 2021	-	-	-	-	-	-	-	-	-	-	-	-	-
Profit for the year	-	17,437.63	-	-	-	-	-	-	-	-	-	17,437.63	19.22
Other comprehensive income for the year	-	-	-	-	-	-	9.85	154.68	-	-	-	164.53	0.74
<b>Total comprehensive income for the year</b>	-	<b>17,437.63</b>	-	-	-	-	<b>9.85</b>	<b>154.68</b>	-	-	-	<b>17,602.16</b>	<b>19.96</b>
<b>Transactions with owners in their capacity as owners:</b>													
Addition during the year	-	(4,470.47)	2,500.00	-	4,000.00	470.47	-	-	-	-	-	-	-
Transfer to general reserve	-	-	-	-	(2,500.00)	-	-	-	-	-	-	-	-
Payment of dividend	-	(2,262.69)	-	-	-	-	-	-	-	-	-	(2,262.69)	(18.00)
Balance as at March 31, 2022	34,448.91	38,301.86	10,414.09	1,035.71	2,500.00	3,080.66	356.67	209.79	-	-	-	90,347.69	164.29
Balance as at April 1, 2022	34,448.91	38,301.86	10,414.09	1,035.71	2,500.00	3,080.66	356.67	209.79	-	-	-	90,347.69	164.29
<b>Changes in equity for the year ended March 31, 2023</b>													
Profit for the year	-	12,005.47	-	-	-	-	-	-	-	-	-	12,005.48	34.15
Other comprehensive income for the year	-	-	-	-	-	-	55.73	448.54	-	-	-	504.28	(1.40)
<b>Total comprehensive income for the year</b>	-	<b>12,005.47</b>	-	-	-	-	<b>55.73</b>	<b>448.54</b>	-	-	-	<b>12,509.75</b>	<b>32.75</b>
<b>Transactions with owners in their capacity as owners:</b>													
Shares purchased by NCI	-	-	-	-	-	-	-	-	-	-	-	-	113.70
Adjustment for changes in ownership interests without loss of control	-	-14.07	-	-	-	-	-	-	-	-	-	(14.07)	14.07
Adjustment for Capital Reduction in Subsidiary	-	-	-	-	-	-	-	-	-	-	-	-	-63.70
On Buyback of Shares	(9,073.37)	-	-	-	-	-	-	-	-	-	-	(9,073.37)	-
Transfer to CRR on buyback of shares	(168.69)	-	-	-	-	168.69	-	-	-	-	-	-	-
Refund of Excess Dividend Distribution Tax paid	-	6.16	-	-	-	-	-	-	-	-	-	6.16	-
Payment of dividend	-	(2,596.70)	-	-	-	-	-	-	-	-	-	(2,596.70)	-20.00
<b>Balance as at March 31, 2023</b>	<b>25,206.85</b>	<b>47,202.72</b>	<b>10,414.09</b>	<b>1,035.71</b>	<b>2,500.00</b>	<b>3,080.66</b>	<b>412.40</b>	<b>658.33</b>	-	-	-	<b>91,179.46</b>	<b>241.11</b>



**Nature and purpose of reserves:**

**(A) Securities premium reserve**

Securities premium is used to record the premium received on issue of shares. The reserve can be utilised only for limited purposes in accordance with the provisions of the Companies Act, 2013.

**(B) Retained earnings**

Retained earnings are the profits that the company has earned till date, less any transfers to generate reserve, dividends or other distributions paid to shareholders.

**(c) General reserve**

Under the erstwhile Companies Act 1956, general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations however, the same is not required to be created under Companies Act, 2013. This reserve can be utilised

only in accordance with the specified requirements of Companies Act, 2013.

**(D) Capital reserve**

A capital reserve is created out of capital profits and cannot be used for the distribution of profits and dividend.

**(E) Capital redemption reserve**

The Companies Act, 2013 requires that when a Company purchases its own shares out of free reserves or securities premium account, a sum equal to the nominal value of the shares so purchased shall be transferred to a capital redemption reserve. The reserve is utilised in accordance with the provisions of Section 69 of the Companies Act, 2013

**(F) Debenture redemption reserve**

The debenture redemption reserve is created to be utilised towards redemption of debentures issued

by the company listed at 'c' in note no. 1.05. The reserve will be utilised in accordance with provisions of the Act.

**(G) Reserve fund u/s 45-IC of RBI act 1934**

As required by section 45-IC of the RBI Act 1934, the company listed at 'c' in note no. 1.05 is required to maintain a reserve fund and transfers therein a sum not less than twenty per cent of its net profit every year as disclosed in the statement of profit and loss and before any dividend is declared. The company cannot appropriate any sum from the reserve fund except for the purpose specified by Reserve Bank of India from time to time. Till date, RBI has not specified any purpose for appropriation of Reserve fund maintained under section 45-IC of RBI Act, 1934.

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

**For R. Gopal & Associates**

Chartered Accountants  
Firm Registration No. : 000846C

Sd/-  
**Vikash Aggarwal**  
Partner  
Membership No. : 519574

Place: New Delhi  
Date: May 18, 2023

**For and on behalf of the Board**

Sd/-  
**S.C. Aggarwal**  
Chairman &  
Managing Director  
DIN: 00003267

Sd/-  
**Vinod Kumar Jamar**  
President & Group CFO

Sd/-  
**Mahesh C. Gupta**  
Vice-Chairman &  
Managing Director  
DIN: 00003082

Sd/-  
**Ajay Garg**  
Director & CEO  
DIN: 00003166

Sd/-  
**Suman Kumar**  
Company Secretary

## SMC GLOBAL SECURITIES LIMITED

### Consolidated statement of cash flows

(₹ in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
<b>Cash flow from operating activities:</b>		
Profit after tax	12,039.62	17,456.85
<b>Adjustments to reconcile net profit to net cash provided by operating activities:</b>		
Tax expense	4,156.04	4,681.73
Depreciation and amortization	2,269.41	2,011.60
Interest expense	8,932.73	5,752.38
Dividend income	(3.03)	(0.27)
(Gain) / loss on modification of lease	(1.08)	(31.94)
Interest income other than from financing business	(13.78)	(134.73)
Allowance for impairment of trade receivables	640.01	1,616.57
Change in investment in joint venture	(0.14)	20.96
Net loss/(profit) on derecognition of property, plant and equipment	(75.64)	(2.64)
Exchange difference on conversion of foreign currency monetary items	(43.10)	(4.94)
<b>Operating profit before working capital changes</b>	<b>27,901.04</b>	<b>31,365.57</b>
<b>Changes in assets and liabilities</b>		
Other bank balances	(23,776.12)	(13,638.50)
Trade receivables	(4,172.69)	(10,086.74)
Other receivables	(905.65)	(157.18)
Loans	(30,299.12)	(12,981.13)
Assets acquired against loan portfolio	(15.83)	(160.00)
Investments	11,359.27	(5,365.69)
Inventories	2,928.63	(2,133.80)
Other financial assets	4,118.20	(1,867.43)
Other non-financial assets	(738.49)	(339.15)
Trade payables	(23,681.87)	22,653.03
Other financial liabilities	13,700.53	17,591.98
Other non-financial liabilities	762.01	954.08
Provisions	316.92	350.52
<b>Cash generated from / (used in) operations</b>	<b>(22,503.17)</b>	<b>26,185.56</b>
Income taxes paid (net of refund)	(4,012.73)	(5,299.57)
<b>Net cash generated from / (used in) operating activities (A)</b>	<b>(26,515.91)</b>	<b>20,885.99</b>
<b>Cash flow from investing activities:</b>		
Expenditure on Property, Plant and Equipments	(3,032.45)	(6,189.05)
Expenditure on Intangible assets	(204.21)	(206.20)
Sale proceeds on property, plant and equipment	135.01	10.09
Interest received	13.78	134.73
Dividend received	3.03	0.35
Rent received	-	-
<b>Net cash generating from / (used in) investing activities (B)</b>	<b>(3,084.84)</b>	<b>(6,250.08)</b>
<b>Cash flow from financing activities:</b>		
Payment of dividends	(2,596.70)	(2,257.98)
Payment of interest	(8,502.12)	(5,531.73)
Repayment of lease liabilities	(1,276.26)	(1,143.99)
Proceeds from term loan	40,653.57	24,220.58

(₹ in Lakhs)

Particulars		For the year ended March 31, 2023	For the year ended March 31, 2022
Repayment of term loan		(16,099.35)	(7,838.33)
Proceeds / (repayment) from loan repayable on demand (net)		20,808.90	(16,628.53)
Proceeds from sale of Investment of Subsidiary		113.70	-
Buyback of Shares		(9,242.06)	-
Repayment of debt securities		(653.64)	(805.48)
Refund of Dividend distribution tax excess paid		6.16	-
<b>Net cash generating from / (used in) financing activities</b>	<b>(c)</b>	<b>23,212.20</b>	<b>(9,985.46)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>	<b>(A+B+C)</b>	<b>(6,388.55)</b>	<b>4,650.45</b>
Effect of change in exchange rate on foreign operations and foreign currency monetary items		491.64	159.62
Adjustment on account of change in non controlling interest		(83.70)	0.74
Cash and cash equivalents at the beginning of the year		9,224.56	4,413.75
<b>Cash and cash equivalents at the end of the year (refer note 2)</b>		<b>3,243.96</b>	<b>9,224.56</b>

**Notes :**

1. Changes in liabilities arising from financing activities

(₹ in Lakhs)

Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022
Opening balance	46,413.68	46,035.15
Addition during the year	61,504.26	24,220.58
Repayments during the year	(16,752.99)	(23,740.19)
Other adjustments	41.79	(101.86)
<b>Closing Balance</b>	<b>91,123.16</b>	<b>46,413.68</b>

- The above statement of cash flows has been prepared under the "Indirect Method" as set out in Ind AS - 7 notified u/s 133 of the Companies Act, 2013.
- Interest expense includes other borrowing cost.
- Figures in brackets indicate cash outflow.
- The significant accounting policies and notes to the financial statements (Refer note no. 1 - 44) form an integral part of the consolidated financial statements.

**In terms of our report of even date attached**
**For R. Gopal & Associates**

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

Sd/-

**S.C. Aggarwal**

Chairman &amp;

Managing Director

DIN: 00003267

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &amp;

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director &amp; CEO

DIN: 00003166

Sd/-

**Vinod Kumar Jamar**

President &amp; Group CFO

Sd/-

**Suman Kumar**

Company Secretary

Place: New Delhi

Date: May 18, 2023

## SMC GLOBAL SECURITIES LIMITED

### Notes to consolidated financial statements

#### 1 Significant accounting policies and measurement basis

##### 1.01 Group overview

SMC Global Securities Limited (CIN: L74899DL1994PLC063609) (the "Holding Company") together with its subsidiaries and joint venture (collectively, "the Group") offers its customers a wide range of services across different business segments. The Company's equity shares are listed and traded on National Stock Exchange ("NSE") and Bombay Stock Exchange ("BSE") in India with effect from February 24, 2021.

The Group provides the following range of services:

Broking, distribution and trading services includes brokerage services (in equity, derivative, commodity and currency segments on various stock exchanges in India and abroad), clearing services, depository participant services, fund management, wealth management, distribution of financial products such as mutual funds and initial public offerings, financing mortgage and loan advisory, real estate brokerage and investment banking services which advises middle class to high net worth individuals.

The Group also engages in proprietary transactions in equity securities, commodities, currencies and derivative. Such trading activities are entered primarily to capitalize on the pricing differences in equity, commodity and currency markets. These trades are executed in identical or similar financial instruments, on different markets or in different but analogous forms, such that the positions are generally hedged.

Financing business services offer a

variety of loan products such as capital market loans, finance for onward retail lending, real estate loans (primarily to individuals, affiliated entities, commercial clients), consumer finance and medical equipment finance etc.

Insurance broking services comprises of providing services in life and non-life insurance products.

The Holding Company is a Limited Liability Company incorporated in the year 1994 and domiciled in India. The registered address of the company is 11/6B, Shanti Chamber, Pusa Road, New Delhi-110005.

The Holding Company is a trading member of the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") in the capital market and trading and clearing member of NSE, BSE, Metropolitan Stock Exchange of India Limited ("MSEI"), Multi Commodity Exchange ("MCX") and National Commodity & Derivatives Exchange Limited ("NCDEX") in the futures and options segment, currency derivative segment and commodity segment. The company also have depository participants registration of Central Depository Services (India) Limited and National Securities Depository Limited, participants of NCDEX Comtrack and AMFI registered mutual fund distributor. The company is regulated by Securities and Exchange Board of India ("SEBI").

##### 1.02 Statement of compliance

These Consolidated financial statements are prepared in accordance with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with

Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

##### 1.03 Basis of preparation

These Consolidated financial statements are prepared under the historical cost convention on the accrual basis except for certain assets and liabilities which are measured at fair value / amortised cost / transaction price as stated in respective accounting policies / notes.

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

Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless indicated otherwise

##### 1.04 Principles of consolidation

- (a) The financial statements of the Company and its subsidiaries are combined on a line by line basis by adding together sums of like nature, comprising assets, liabilities, income and expenses (including taxes) and after fully eliminating intra-group balances/ transactions.
- (b) Profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and

- property, plant and equipment are eliminated in full.
- (c) In case of foreign subsidiaries, revenue items are consolidated at the average rate prevailing during the year. All assets and liabilities are converted at rates prevailing at the end of the year. Any exchange difference arising on consolidation is recognised in other comprehensive income (OCI).
- (d) Subsidiaries are consolidated from the date on which effective control is transferred to the Group and are no longer consolidated from the date of disposal.
- (e) The Company's cost of its investment in its subsidiaries has been eliminated against the Company's portion of equity of each subsidiary as on the date of investment in that subsidiary. The excess/short is recognized as 'Goodwill' or 'Capital Reserve', as the case may be.
- (f) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances.
- (g) Investment in joint venture has been accounted under equity method as per Ind AS 28 - Investments in joint ventures and associates.
- (h) Non controlling interest's share of profit/loss of consolidated subsidiaries for the years identified and adjusted against the income of the group in order to arrive at the net income attributable to shareholders of the company.
- (i) Non controlling interest's share of net assets of consolidated subsidiaries is identified and presented in consolidated balance sheet.

**1.05 The consolidated financial statements comprise the financial statements of the company, its subsidiaries and joint venture consolidated in accordance with Ind AS 110, Ind As 28, which have been listed as below :**

<b>Name of Subsidiaries/Joint venture</b>	<b>Country of Incorporation</b>	<b>As at March 31, 2023</b>	<b>As at March 31, 2022</b>
<b>Subsidiaries of SMC Global Securities Limited</b>			
a. SMC Comtrade Limited	India	100%	100%
b. SMC Investments and Advisors Limited	India	100%	100%
c. Moneywise Financial Services Private Limited	India	100%	100%
d. SMC Capitals Limited	India	100%	100%
e. SMC Insurance Brokers Private Limited*	India	90.00%	97.58%
f. SMC Comex International DMCC	UAE	100%	100%
g. Moneywise Finvest Limited	India	100%	100%
h. SMC Global USA Inc.	USA	50%	50%
l. SMC Global IFSC Private Limited	India	100%	100%
j. SMC Real Estate Advisors Private Limited	India	100%	100%
<b>Joint venture of SMC Investments and Advisors Limited</b>			
k. SMC & IM Capitals Investment Manager LLP	India	50%	50%

\*The company has sold equity shares equivalent to 7.58% during the year.

**SMC Comtrade Limited** is engaged in business of bullion trading.

**SMC Investments and Advisors Limited** is engaged in the business of mortgage advisory services.

**Moneywise Financial Services Private Limited** is registered as Systematically Important Non-Deposit taking Non-Banking Financial Company with Reserve Bank of India ("RBI").

**SMC Capitals Limited** is registered as Category I Merchant Banker with Securities and Exchange Board of India ("SEBI").

**SMC Insurance Brokers Private Limited** holds direct insurance broking license from Insurance & Regulatory Development Authority of India ("IRDAI") in the life and non-life insurance.

**SMC Comex International, DMCC** is a trading and clearing member of Dubai Gold Commodity Exchange ("DGCX").

**Moneywise Finvest Limited** is a trading and self clearing member of the National Stock Exchange of India Limited ("NSE") and BSE Limited ("BSE") in the capital market and trading member of NSE and BSE in future and option segment and currency derivative segment. Also the company is a trading member of Multi Commodity Exchange of India Limited ("MCX") in commodity segment and having AMFI registered mutual fund distributor. The company is regulated by the Securities and Exchange Board of India ("SEBI").

**SMC Global IFSC Private Limited** is carrying on the business as IFSC (International Financial Service Centre)

Unit in accordance with the Securities Exchange Board of India (IFSC) Guidelines, 2015 to provide financial services in International Financial Services Centre, GIFT SEZ, Gandhinagar, Gujarat.

**SMC Real Estate Advisors Private Limited** is engaged into real estate broking services and governed by Real Estate (Regulation and Development) Act, 2016 ("RERA").

#### **1.06 Use of estimates**

The preparation of the financial statements in conformity with Ind AS 8, requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the

disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the year in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

### 1.07 Revenue recognition

The group derives its revenue primarily from the brokerage services, clearing services, depository services, distribution of financial products such as mutual fund and initial public offerings, proprietary trading, management and consultancy and interest income from financing business. The group follows Ind AS 115 Revenue from Contract with Customer, which prescribed the core principle to recognise revenue. This core principle is delivered in a five-step model framework:

- (a) Identify the contract(s) with a customer.
- (b) Identify the performance obligations in the contract.
- (c) Determine the transaction price.
- (d) Allocate the transaction price to the performance obligations in the contract.
- (e) Recognise revenue when (or as) the entity satisfies a performance obligation.

Based on the above principle the group recognise the revenue as follows:

**(i) Broking:** In these types of contract performance obligation is to provide the platform to traders for trading in securities, commodities and the performance obligation satisfies point in time i.e. as and when the trade is executed. In real estate broking, the performance obligation is satisfied as and when the property is booked by the customer and a minimum threshold amount specified in the agreement is paid to the developer. The revenue is recorded when the threshold limit is achieved and the same is confirmed by the developer. In insurance broking, the performance obligation satisfies as and when the policy is logged in/placed in case of general insurance and on Weighted Received Premium (WRP) basis in case of life insurance. Unbilled revenue regarding insurance broking is the income that has become due on account of policy issued by the company but pending to be billed. Further it makes provision for cancellation for Life Insurance business on the basis of past trend of business cancellation owing to the very peculiar nature of Life Insurance business. Provision for cancellation is netted off from revenue.

**(ii) Distribution of third party financial products:** In these types of contract performance obligation is to sell the third party financial products to the subscriber and the performance obligation satisfies point in time i.e. as and when subscription is ensured and target based incentives are confirmed by registrar / respective companies. Unbilled revenue is the income

that has become due on account of services rendered by the company but pending to be billed.

**(iii) Depository:** In these types of contract performance obligation is periodic maintenance of customer account as depository participant and the performance obligation satisfies over time i.e. over the period and there is reasonable certainty of recovery.

**(iv) Proprietary trading:** Ind AS 115 Revenue from Contract with Customer is not applicable on this business and hence the revenue is recognised as per Ind AS 109 Financial Instruments i.e. as and when trade is executed.

**(v) Fund management services:** In these types of contracts the performance obligation satisfies over time i.e. the services are rendered on continuous basis and the revenue is recognised on periodical basis and also considering performance based criteria of fund (as applicable).

**(vi) Management and consultancy:** Revenue from management & advisory services is accounted for when the rendering of service under a contract is completed or substantially completed.

**(vii) Interest income:** Interest income on a financial asset at amortised cost is recognised on a time proportion basis taking into account the amount outstanding and the effective interest rate ('EIR'). The EIR is the rate that exactly discounts estimated future cash flows of the financial assets through the expected life of the financial asset or, where appropriate, a shorter period, to the net carrying amount of the

financial instrument. The internal rate of return on financial assets after netting off the fees received and cost incurred approximates the effective interest rate method of return for the financial asset. The future cash flows are estimated taking into account all the contractual terms of the instrument.

The interest income is calculated by applying the EIR to the gross carrying amount of non-credit impaired financial assets (i.e. at the amortised cost of the financial asset before adjusting for any expected credit loss allowance). For credit impaired financial assets the interest income is calculated by applying the EIR to the amortised cost of the credit-impaired financial assets (i.e. the gross carrying amount less the allowance for ECLs). It also includes delayed payments charges.

**(viii) Commodity trading:** In these types of contracts the performance obligation satisfies in time i.e. when the sale is executed or ownership is transferred. Accordingly the revenue is recognised on whenever the transaction is executed.

**(ix) Dividend:** Dividend income is recognised when the shareholders right to receive payment is established.

**(x) Research support services:** In these types of contract performance obligation is periodic input to participants on the basis of capital market analysis and the performance obligation satisfies over time i.e. over the period.

**(xi) Incentives from exchange:** Incentives from exchange are recognised on point in time basis.

### 1.08 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation and impairment, if any. Cost includes taxes, duties, identifiable direct expenses, expense on installation and net of applicable GST credit thereon. Costs directly attributable to acquisition are capitalized until the property, plant and equipment are ready for use, as intended by management. The Group depreciates property, plant and equipment over their estimated useful lives on written down value method. The estimated useful lives of assets are as follows:

Office Building	60	years
Computer equipment	3-6	years
Office equipment	5	years
Furniture and fixtures	10	years
Vehicles	8-10	years
Medical Equipments	13	years

The useful lives for these assets is in compliance with the useful lives as indicated under Part C of Schedule II of the Companies Act, 2013.

Depreciation methods, useful lives and residual values are reviewed at each year end.

Addition to the, property plant and equipment have been accounted for on the date of installation and only when the item is in location and condition necessary for its use irrespective of date of invoice. Depreciation on asset added/sold/discarded during the year is being provided on prorata basis from / upto the date on which such assets are added/sold/discarded.

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under other non financial assets and the

assets not ready for use are disclosed under 'Capital work-in-progress'. Subsequent expenditures relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Group and the cost of the item can be measured reliably. Repairs and maintenance costs are recognised in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale and the resultant gains or losses are recognised in profit or loss. Assets classified as held for sale are reported at the lower of the carrying value and the fair value less cost to sell.

### 1.09 Intangible assets

Intangible assets are stated at cost less accumulated amortization and impairment, if any. Cost includes taxes, duties, identifiable direct expenses, expense on installation and net of GST credit thereon. Intangible assets are amortized on a written down value basis, from the date that they are available for use. The rates used are as follows:

Computer software	40%
Trade mark logo	40%

### 1.10 Impairment of property, plant and equipment, intangible assets and right of use assets

At each reporting date, the Group reviews the carrying amounts of its property, plant and equipment, intangible assets and right of use assets to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. For impairment testing, assets that do not



generate independent cash flows are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash generating Units ('CGUs'). The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset or CGU. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in the statement of profit and loss.

### 1.11 Inventories

The Group mainly has inventory of commodities (agri and non-agri), which is held for the purpose of trading. The Group measures Inventories at fair value less cost to sell.

### 1.12 Income tax

The income tax expense comprises of current and deferred tax. Tax on item recognised in profit or loss and for items recognised in other comprehensive income or equity, the corresponding tax is recognised in other comprehensive income or equity respectively.

The current tax is calculated on the basis of the tax rates, laws and regulations, which have been enacted or substantively enacted as at the reporting date. The payment made in excess / (shortfall) of the Company's income tax obligation for the year are recognised in the balance sheet as current income tax assets / liabilities.

Deferred tax is recognised based on the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. Deferred tax is determined using tax rates that have been enacted or substantively enacted at the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably and it is probable that the future economic benefit associated with asset will be realised.

### 1.13 Investment in joint venture

Investment in joint venture is under equity method.

### 1.14 Financial instruments

#### (a) Initial recognition

The group recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognised at fair value on initial recognition, except for trade receivables which are initially measured at transaction price.

Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, that are not at fair value through profit or loss, are added to or subtracted from the fair value of financial asset or financial liabilities on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in Statement of profit and loss.

#### (b) Subsequent measurement

##### (i) Financial assets at amortised cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Advances, security deposits, rental deposits, cash and cash equivalents etc. are classified for measurement at amortised cost.

##### (ii) Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or

loss. All investment held for trading, derivative financial instruments are valued at fair value through profit and loss.

**(iii) Financial liabilities**

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognised in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

**(c) Derecognition of financial instruments**

The Group derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognised from the group's balance sheet when the obligation specified in the contract is discharged or cancelled or expires.

**(d) Impairment**

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For

all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised as an impairment gain or loss in statement of profit and loss.

When determining whether credit risk of a financial asset has increased significantly since initial recognition an when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

**1.15 Foreign currency translations**

The functional and presentation currency of the Company is Indian Rupee. However there are certain companies in the group which have USD as their functional currency.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains / losses arising on settlement as also on translation of monetary items are recognised in the statement of profit and loss.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

Translation difference on conversion of foreign operations is recognised in the other comprehensive income.

**1.16 Employee benefits**

**(a) Defined contribution plans**

Obligations for contributions to defined contribution plans (provident fund and employees state insurance) are recognized as a employee benefit expense in statement of profit or loss in the years during which services are rendered by employees.

**(b) Defined benefit plans**

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's gratuity scheme is a defined benefit plan and in accordance with Payment of Gratuity Act, 1972. As per the plan, employee is entitled to get 15 days of basic salary for each completed year of service with a condition of minimum tenure of 5 years subject to a maximum amount of INR 20.00 lakhs. Gratuity liability is a defined obligation and is non-funded except in case of the holding company where it is partly funded.

The calculation of defined benefit obligations are performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for the group, the recognised asset is limited to the present value of economic benefits available in the form of any future

refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements. Defined benefit obligation (DBO) is based on a number of critical underlying assumptions such as standard rates of inflation, mortality, discount rate and anticipation of future salary increases. Variation in these assumptions may significantly impact the DBO amount and the annual defined benefit expenses.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognized immediately in OCI. The group determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual year to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the year as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in employee benefits expenses in statement of profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in

statement of profit or loss.

**(c) Short-term employee benefits**

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

**(d) Other long-term employee benefits**

**Liability for long service leave**

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior years. That benefit is discounted to determine its present value. Remeasurements are recognised in statement of profit or loss in the year in which they arise. Un-availed leave liability is a defined obligation and is not funded. The valuation of the long service leave are obtained from actuary.

**1.17 Leases**

The Group account for the leases in accordance with Ind AS 116 Leases.

The Group enters into hiring/service arrangements for various assets/ services. The group evaluates whether a contract contains a lease or not, in accordance with the principles of Ind AS 116. This requires significant judgements including but not limited to, whether asset is implicitly identified, substantive substitution rights available with the supplier, decision making rights with respect to how the

underlying asset will be used, economic substance of the arrangement, etc.

As a lessee, the group has measured lease liability at the present value of the remaining lease payments, discounted using the incremental borrowing rate at the date of initial application. After the commencement date / transition date. The group measures the right-of-use asset applying a cost model, whereas the group measures the right-of-use asset at cost:

- (a) less any accumulated depreciation and any accumulated impairment losses; and
- (b) adjusted for any remeasurement of the lease liability

The group recognises the finance charges on lease expense on reducing balance of lease liability. The Lease asset is depreciated over the lease term on straight line basis.

The group applies the above policy to all leases except:

- (a) leases for which the lease term (as defined in Ind AS 116) ends within 12 months of the acquisition date;
- (b) leases for which the underlying asset is of low value.

As a lessor the Group identifies leases as operating and finance lease. A lease is classified as a finance lease if the Company transfers substantially all the risks and rewards incidental to ownership of an underlying asset.

At the commencement date, the group recognises assets held under a finance lease in its balance sheet and present them as a receivable at an amount equal to the net investment in the lease. After the initial recognition the group recognises finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the

lessor's net investment in the lease.

For Operating leases as a lessor the Group recognises lease payments from/for operating leases as income/expense on straight-line basis.

### **1.18 Borrowing costs**

Borrowing costs that are attributable to acquisition, construction or production of qualifying assets, are capitalized as part of the cost of such qualifying assets. A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for intended use. All other borrowing costs are charged to the statement of profit and loss. Expenses related to borrowing cost are accounted using effective interest rate.

### **1.19 Assets held for sale**

Assets held for sale are carried on balance sheet at the lower of carrying amount and fair value less cost to sell and no depreciation is charged on them as per Ind AS 105.

### **1.20 Cash and cash equivalents**

cash and cash equivalents includes cash on hand, demand deposits, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Bank deposits having maturity more than 12 months have been classified as other bank balances.

### **1.21 Provision, contingent liabilities and contingent assets**

Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation

can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.

Contingent liability is disclosed for:

- (a) Possible obligations which will be confirmed only by future events not wholly within the control of the Company or
- (b) Present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are disclosed where an inflow of economic benefit is probable.

### **1.22 Statement of cash flows**

Cash flows are reported using the indirect method where by the profit after tax is adjusted for the effect of the transactions of a non-cash nature, any deferrals or accruals of past and future operating cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the group are segregated.

### **1.23 Dividend**

The Group recognises a liability to make cash distributions to equity holders when the distribution is authorised and the distribution is no longer at the discretion of the group. As per the corporate laws in India, a distribution is authorised when it is approved by the board for interim

dividend and by the shareholders in case of final dividend. A corresponding amount is recognised directly in equity.

### **1.24 Earnings per share**

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the year. The weighted-average number of equity shares outstanding during the year is adjusted for events including a bonus issue.

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

### **1.25 Standards issued but not yet effective**

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 vide notification no. G.S.R 242(E) dated 31st March 2023. Given below are the amendment made to Ind AS 1, Ind AS 8, Ind AS 12 in brief and their possible impact on the financial statements of the Group. Rest of the amendments are consequential in nature and have no material impact on the financial statements:

#### **Ind AS 1 – Presentation of Financial Statements:**

Disclosure of Accounting Policies, amended paragraphs 7, 10, 114, 117 and 122, added paragraphs 117A–117E and deleted paragraphs 118, 119 and 121. The amendments to Ind AS 1 are applicable for annual reporting periods beginning on or after 1 April 2023. The

amendment seeks to replace significant accounting policies with material accounting policy information and provides guidance on material accounting policy information. The amendments require complete review of existing disclosure of accounting policies and may involve redrafting, removing some of the accounting policies now being disclosed or adding new accounting policy disclosures. The company is reviewing its accounting policy disclosure to change the same as per the amendments.

**Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors:**

Definition of Accounting Estimates amended paragraphs 5, 32, 34, 38 and 48 and added paragraphs 32A, 32B and 34A. These amendments are applicable for annual reporting periods beginning on or after 1 April 2023. The amendment replaces the definition of changes in accounting estimates with a new definition of accounting estimates and provides guidance on that definition, what are regarded as changes in accounting estimates and how to apply changes in accounting estimates. The amendments shall be

applied to changes in accounting estimates and changes in accounting policies that occur on or after 1 April 2023. Therefore, the amendments have no impact on the financial position, financial performance or the cash flows of the entity in the current and previous year.

**Ind AS 12– Income Tax:**

Deferred Tax related to Assets and Liabilities arising from a Single Transaction, amended paragraphs 15, 22 and 24 and added paragraph 22A. The amendment clarifies that in case, where at the time of initial recognition, equal amount of taxable and deductible temporary differences arise, the initial recognition exemption does not apply and the company shall recognise deferred tax liability and deferred tax asset on gross basis on that date of initial recognition depending on the applicable tax law. This happens typically when a lease liability and right-of-use asset is recognised initially or when decommissioning obligations are initially recognised and the same is added to the cost of the item of property, plant and equipment. If the application of this requirement results in unequal amount of deferred tax asset

and deferred tax liability, the difference shall be recognised in profit or loss. These amendments are to be applied for annual reporting periods beginning on or after 1 April 2023 to transactions that occur on or after the beginning of 1 April 2022. The amendment also requires deferred tax assets and deferred tax liabilities to be recognised on 1 April 2022 based on the carrying amounts of the lease liability and right-of-use asset as on 1 April 2022 and recognise any difference in opening balance of retained earnings or another component of equity, where appropriate, if the Group has applied the initial recognition exemption requirements earlier or had recognised deferred tax assets and deferred tax liabilities on net basis. The same is also required for decommissioning obligations recognised initially and added to the cost of the item of property, plant and equipment. As the company has recognised deferred tax assets and deferred tax liabilities on gross basis on lease liability and right-of use assets, the amendment has no impact of the financial statements. Further, the requirements relating to decommissioning obligations are not applicable to the company.

**SMC GLOBAL SECURITIES LIMITED**  
**Notes to consolidated financial statements**

**NOTE NO. 2**

**Cash and cash equivalents**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Cheques in hand	-	3.18
Cash in hand	26.09	22.42
<b>Balances with banks</b>		
In current accounts	3,217.87	9,198.96
<b>Total cash and cash equivalents</b>	<b>3,243.96</b>	<b>9,224.56</b>

**NOTE NO. 3**

**Other bank balances**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Deposit pledged with banks*	82,756.10	44,416.57
Deposit pledged with the clearing corporations and stock exchanges as margin	58,413.83	73,625.55
Deposit placed under lien with consumer court	2.12	2.12
Placed under lien with statutory authority	3.60	3.80
Deposit placed with pension fund regulatory and development authority	20.00	20.00
Deposit placed under arbitration	243.11	277.35
Fixed deposits having maturity more than 3 months	49.97	76.52
Earmarked balances (unpaid dividend account)	74.53	65.24
Interest accrued but not due	1,183.17	483.16
<b>Total other bank balances</b>	<b>1,42,746.43</b>	<b>1,18,970.31</b>

\*Deposit pledged with bank as margin deposit for the guarantees issued of ₹1,19,986.00 lakhs and ₹80,380.00 lakhs as of March 31, 2023 and March 31, 2022, respectively, credit facilities or otherwise.

**NOTE NO. 4**

**Trade receivables**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Secured considered good*	30,019.21	26,152.28
Secured credit impaired	183.72	207.67
Less: Provision for impairment	(118.93)	(178.11)
	<b>(A)</b>	<b>26,181.84</b>
Unsecured considered good	2,071.51	2,937.76
Unsecured credit impaired	1,734.17	1,801.49
Less: Provision for impairment	(1,537.95)	(1,521.06)
	<b>(B)</b>	<b>3,218.19</b>
Unbilled revenue	<b>(C)</b>	<b>4,450.22</b>
<b>Total trade receivables</b>	<b>(A+B+C)</b>	<b>33,850.25</b>

**Trade receivables ageing schedule as on March 31, 2023**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction					Total
	Less than 6 month	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	32,038.64	20.64	3.66	1.83	25.94	32,090.71
Undisputed Trade receivables - considered credit impaired	143.41	71.82	121.63	125.33	642.49	1,104.68
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - considered credit impaired	1.68	2.81	23.69	263.77	521.26	813.21
	<b>32,183.74</b>	<b>95.27</b>	<b>148.98</b>	<b>390.93</b>	<b>1,189.69</b>	<b>34,008.60</b>
Less: Provision for impairment						(1,656.88)
						<b>32,351.72</b>
Unbilled revenue						5,031.21
						<b>37,382.93</b>

**Trade receivables ageing schedule as on March 31, 2022**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction					Total
	Less than 6 month	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Undisputed Trade receivables - considered good	28,938.19	23.81	14.91	100.73	12.40	29,090.04
Undisputed Trade receivables - considered doubtful	94.82	209.95	118.26	254.03	483.82	1,160.88
Disputed Trade receivables - considered good	-	-	-	-	-	-
Disputed Trade receivables - considered doubtful	7.62	20.93	227.59	41.08	551.06	848.28
	<b>29,040.63</b>	<b>254.69</b>	<b>360.76</b>	<b>395.84</b>	<b>1,047.28</b>	<b>31,099.20</b>
Less: Provision for impairment						(1,699.17)
						<b>29,400.03</b>
Unbilled revenue						4,450.22
						<b>33,850.25</b>

## NOTE NO. 5

### Other receivables

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
Margin receivable from exchange	47.54	-
Other	1,628.72	772.72
	<b>1,676.26</b>	<b>772.72</b>
Less: Provision for impairment	(18.88)	(20.99)
<b>Total other receivables</b>	<b>1,657.38</b>	<b>751.73</b>

## NOTE NO. 6

### Loans

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
<b>Secured</b>		
Loans relating to financing business	44,415.93	32,784.94
Margin Trading Facility	18,638.06	8,908.14
Others	1,000.00	1,000.00
	<b>64,053.99</b>	<b>42,693.08</b>
Less: Provision for impairment	(992.71)	(780.49)
	<b>(A)</b>	<b>63,061.27</b>
<b>Unsecured</b>		
<b>Carried at amortised cost</b>		
Loans relating to financing business	45,550.26	36,251.25
Others	283.11	216.16
	<b>45,833.37</b>	<b>36,467.41</b>
Less: Provision for impairment	(617.93)	(402.40)
	<b>(B)</b>	<b>45,215.44</b>
<b>Net loans</b>	<b>(A+B)</b>	<b>1,08,276.72</b>
		<b>77,977.60</b>
In India	1,08,200.91	77,906.08
Outside India	75.81	71.52



## NOTE NO. 7

### Investments

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Quoted</b>		
<b>Investments carried at fair value through profit and loss</b>		
<b>Held for trading</b>		
Equity instruments	1,878.74	11,211.75
Debt instruments	647.45	799.24
	<b>(A)</b>	<b>12,010.99</b>
<b>Other than held for trading</b>		
Equity instruments	612.27	2,268.27
Equity instruments under portfolio management service	1,877.88	2,626.06
Mutual funds	172.15	-
Debt instruments	437.68	50.13
	<b>(B)</b>	<b>4,944.46</b>
<b>Sub - Total</b>	<b>(A+B=C)</b>	<b>16,955.45</b>
<b>Unquoted</b>		
<b>Investments carried under equity method</b>		
Investment in joint venture (partnership firm)	37.94	67.80
	<b>(D)</b>	<b>67.80</b>
<b>Investments carried at fair value through profit and loss</b>		
Equity instruments	35.54	35.54
	<b>(E)</b>	<b>35.54</b>
<b>Sub - Total</b>	<b>(D+E=F)</b>	<b>103.34</b>
<b>Total investments</b>	<b>(C+F)</b>	<b>17,058.79</b>
In India	5,699.66	17,058.79
Outside India	-	-

## NOTE NO. 8

### Other financial assets

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Derivative financial instruments	5,540.19	7,150.95
Security deposits	2,787.76	5,295.21
	<b>8,327.96</b>	<b>12,446.16</b>
Less : Provision for impairment	(18.00)	(18.00)
<b>Total other financial assets</b>	<b>8,309.96</b>	<b>12,428.16</b>
Financial asset carried at fair value through profit and loss	5,540.19	7,150.95
Financial asset carried at amortized cost	2,769.76	5,277.21

**NOTE NO. 9****Inventories**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Commodities	523.23	3,451.86
<b>Total inventories</b>	<b>523.23</b>	<b>3,451.86</b>

**NOTE NO. 10****Assets held for sale**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Residential Properties	416.59	400.76
<b>Total assets held for sale</b>	<b>416.59</b>	<b>400.76</b>
In India	416.59	400.76
Outside India	-	-

The Group classifies an asset as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. The Group accounts for a non-financial assets classified as held for sale at the lower of its carrying amount and fair value less costs to sell.

One of the subsidiary company namely, Moneywise Financial Services Private Limited, has acquired certain residential properties in the process of recovery from the borrowers, those property are not used in business and held for sale in the future course of action. The management is taking appropriate actions to find the right buyer for the sale of property.

## NOTE NO. 11

### Property, plant and equipment

(₹ in Lakhs)

Particulars								Total
	Medical Equipments	Office Building	Computer Equipment	Office Equipment	Furniture & Fixtures	Vehicles	Freehold Land	
Opening gross carrying value as at April 1, 2021	-	2,353.42	3,856.28	1,044.85	2,318.83	782.64	-	<b>10,356.02</b>
Additions during the year	-	-	695.13	86.82	45.36	183.47	5,178.26	<b>6,189.04</b>
Deletions during the year	-	-	(187.43)	(100.66)	(86.76)	(17.42)	-	<b>(392.27)</b>
Translation difference	-	6.91	6.99	0.73	2.08	-	-	<b>16.71</b>
<b>Closing gross carrying value as at March 31, 2022</b>	-	<b>2,360.33</b>	<b>4,370.97</b>	<b>1,031.74</b>	<b>2,279.51</b>	<b>948.69</b>	<b>5,178.26</b>	<b>16,169.50</b>
Opening gross carrying value as at April 1, 2022	-	2,360.33	4,370.97	1,031.74	2,279.51	948.69	5,178.26	<b>16,169.50</b>
Additions during the year	166.44	315.46	964.63	156.63	144.88	474.22	-	<b>2,222.25</b>
Deletions during the year	-	(56.71)	(206.07)	(41.15)	(148.40)	(57.29)	-	<b>(509.62)</b>
Translation difference	-	20.38	27.84	2.96	7.34	-	-	<b>58.53</b>
<b>Closing gross carrying value as at March 31, 2023</b>	<b>166.44</b>	<b>2,639.47</b>	<b>5,157.37</b>	<b>1,150.18</b>	<b>2,283.33</b>	<b>1,365.62</b>	<b>5,178.26</b>	<b>17,940.66</b>
Opening accumulated depreciation as at April 1, 2021	-	720.78	3,377.36	934.30	2,084.90	557.36	-	<b>7,674.70</b>
Depreciation for the year	-	113.81	564.66	88.15	90.61	106.06	-	<b>963.29</b>
Accumulated depreciation on deletions	-	-	(180.39)	(98.98)	(82.84)	(17.26)	-	<b>(379.47)</b>
Translation difference	-	2.20	6.72	0.66	1.76	-	-	<b>11.34</b>
<b>Closing accumulated depreciation as at March 31, 2022</b>	-	<b>836.79</b>	<b>3,768.35</b>	<b>924.13</b>	<b>2,094.43</b>	<b>646.16</b>	-	<b>8,269.86</b>
Opening accumulated depreciation as at April 1, 2022	-	836.79	3,768.35	924.13	2,094.43	646.16	-	<b>8,269.86</b>
Depreciation for the year	0.14	119.86	655.88	103.68	89.52	156.97	-	<b>1,126.05</b>
Accumulated depreciation on deletions	-	(24.73)	(204.65)	(37.88)	(146.43)	(36.26)	-	<b>(449.94)</b>
Translation difference	-	7.96	27.40	2.77	6.89	-	-	<b>45.02</b>
<b>Closing accumulated depreciation as at March 31, 2023</b>	<b>0.14</b>	<b>931.92</b>	<b>4,219.58</b>	<b>989.93</b>	<b>2,037.52</b>	<b>766.88</b>	-	<b>8,990.98</b>
<b>Carrying value as at March 31, 2022</b>	-	<b>1,523.54</b>	<b>602.62</b>	<b>107.61</b>	<b>185.08</b>	<b>302.54</b>	<b>5,178.26</b>	<b>7,899.64</b>
<b>Carrying value as at March 31, 2023</b>	<b>166.30</b>	<b>1,707.55</b>	<b>937.79</b>	<b>160.25</b>	<b>245.81</b>	<b>598.75</b>	<b>5,178.26</b>	<b>8,949.68</b>

## NOTE NO. 11.01

### Capital Work in Progress

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Capital Work in Progress	893.49	-
<b>Closing balance</b>	<b>893.49</b>	<b>-</b>

## NOTE NO. 12

### Right of use - assets

(₹ in Lakhs)

Particulars	Lease hold assets	
		Total
Opening gross carrying value as at April 1, 2021	4,962.94	4,962.94
Additions during the year	785.00	785.00
Termination during the year	(39.68)	(39.68)
<b>Closing gross carrying value as at March 31, 2022</b>	<b>5,708.26</b>	<b>5,708.26</b>
Opening gross carrying value as at April 1, 2022	5,708.26	5,708.26
Additions during the year	1,359.45	1,359.45
Termination during the year	(91.68)	(91.68)
<b>Closing gross carrying value as at March 31, 2023</b>	<b>6,976.03</b>	<b>6,976.03</b>
Opening accumulated depreciation as at April 1, 2021	1,458.36	1,458.36
Depreciation for the year	961.67	961.67
Accumulated depreciation on termination	(15.18)	(15.18)
<b>Closing accumulated depreciation as at March 31, 2022</b>	<b>2,404.85</b>	<b>2,404.85</b>
Opening accumulated depreciation as at April 1, 2022	2,404.85	2,404.85
Depreciation for the year	1,042.81	1,042.81
Accumulated depreciation on termination	(22.17)	(22.17)
<b>Closing accumulated depreciation as at March 31, 2023</b>	<b>3,425.49</b>	<b>3,425.49</b>
<b>Carrying value as at March 31, 2022</b>	<b>3,303.41</b>	<b>3,303.41</b>
<b>Carrying value as at March 31, 2023</b>	<b>3,550.54</b>	<b>3,550.54</b>

## NOTE NO. 12.01

### Detail of lease liabilities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Opening balance	3,291.47	3,384.40
Addition during the year	1,359.45	785.00
Termination during the year	(65.43)	(24.52)
Finance charges on lease	430.61	322.51
Write back during the year	(16.82)	(31.94)
Repayment during the year	(1,383.79)	(1,143.98)
<b>Closing balance</b>	<b>3,615.49</b>	<b>3,291.47</b>
Interest rate used for capitalisation	9.66%	9.66%

### Maturity analysis of lease liabilities

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 Years	2-5 Years	More than 5 years
As at March 31, 2023	3,615.49	328.46	316.26	633.49	1,228.92	1,818.34	1,027.22
As at March 31, 2022	3,291.47	283.31	300.21	637.80	1,197.17	1,543.23	1,061.66

## NOTE NO. 13

### Other intangible assets

(₹ in Lakhs)

Particulars	Computer software			Trademark logo			Total
Opening gross carrying value as at April 1, 2021	1,130.36	0.54					<b>1,130.90</b>
Additions during the year	93.92	0.09					<b>94.01</b>
Deletions during the year	(2.58)	-					<b>(2.58)</b>
Translation difference	0.29	-					<b>0.29</b>
<b>Closing gross carrying value as at March 31, 2022</b>	<b>1,221.99</b>	<b>0.63</b>					<b>1,222.62</b>
Opening gross carrying value as at April 1, 2022	1,221.99	0.63					<b>1,222.62</b>
Additions during the year	212.18	0.27					<b>212.45</b>
Deletions during the year	(8.21)	-					<b>(8.21)</b>
Translation difference	1.24	-					<b>1.24</b>
<b>Closing gross carrying value as at March 31, 2023</b>	<b>1,427.19</b>	<b>0.90</b>					<b>1,428.09</b>
Opening accumulated amortization as at April 1, 2021	962.14	0.30					<b>962.44</b>
Amortization for the year	86.51	0.13					<b>86.64</b>
Accumulated amortization on deletions	(2.57)	-					<b>(2.57)</b>
Translation difference	0.29	-					<b>0.29</b>
<b>Closing accumulated amortization as at March 31, 2022</b>	<b>1,046.37</b>	<b>0.43</b>					<b>1,046.80</b>
Opening accumulated amortization as at April 1, 2022	1,046.37	0.43					<b>1,046.80</b>
Amortization for the year	100.42	0.13					<b>100.55</b>
Accumulated amortization on deletions	(8.21)	-					<b>(8.21)</b>
Translation difference	1.22	-					<b>1.22</b>
<b>Closing accumulated amortization as at March 31, 2023</b>	<b>1,139.80</b>	<b>0.56</b>					<b>1,140.36</b>
<b>Carrying value as at March 31, 2022</b>	<b>175.82</b>	<b>0.20</b>					<b>175.82</b>
<b>Carrying value as at March 31, 2023</b>	<b>287.39</b>	<b>0.34</b>					<b>287.73</b>

## NOTE NO. 13.01

### Intangible assets under development

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Intangible assets under development	109.75	117.99
<b>Total intangible assets under development</b>	<b>109.75</b>	<b>117.99</b>

IND AS 101 gives option to choose from fair value as its deemed cost or carrying value in the previous gaap as deemed cost, on the date of transition to Ind AS for property, plant & equipment and intangible assets, accordingly the company has taken the carrying value in the previous gaap as deemed cost.

## NOTE NO. 14

### Other non-financial assets

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Capital advances	328.87	350.97
Prepaid expenses	2,089.56	1,644.85
Balances with government authorities and other taxes receivable	608.94	521.19
Advance payment to vendors for supply of goods	458.37	234.88
Others	9.69	5.05
<b>Total other non financial assets</b>	<b>3,495.43</b>	<b>2,756.94</b>

## NOTE NO. 15

### Trade Payables

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Total outstanding dues of micro enterprises and small enterprises	17.15	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		
Trade payables - Clients	33,141.78	64,485.93
Trade payables - Expenses	14,239.78	6,594.65
<b>Total trade payable</b>	<b>47,398.70</b>	<b>71,080.58</b>

### Ageing schedule as at March 31, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
MSME	17.15	-	-	-	<b>17.15</b>
Others	39,940.33	125.76	73.68	14.82	<b>40,154.59</b>
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
	39,957.48	125.76	73.68	14.82	<b>40,171.74</b>
Accrued expenses					7,226.96
					<b>47,398.70</b>

**Ageing schedule as at March 31, 2022**

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 Years	More than 3 years	
MSME	-	-	-	-	-
Others	64,217.26	499.26	30.79	5.00	<b>64,752.31</b>
Disputed dues - MSME	-	-	-	-	-
Disputed dues - Others	-	-	-	-	-
	<u>64,217.26</u>	<u>499.26</u>	<u>30.79</u>	<u>5.00</u>	<b>64,752.31</b>
Accrued expenses					6,328.27
					<b>71,080.58</b>

**NOTE NO. 16**
**Debt Securities**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Secured - at amortised cost</b>		
Non convertible debentures*	6,062.00	6,994.00
Interest accrued but not due	304.88	26.52
<b>Total debt securities</b>	<b>6,366.88</b>	<b>7,020.52</b>
In India	6,366.88	7,020.52
Outside India	-	-

\* During the year ended March 31, 2023, one of the subsidiary company namely, Moneywise Financial Services Private Limited, issued Listed secured redeemable non-convertible debentures secured by way of charge by hypothecation on all present and future eligible of book debts namely, 9.50% secured listed redeemable non-convertible non convertible debentures for a value of ₹2,500 lakhs, with a maturity date of February 5, 2026. The interest on these debentures is payable on half yearly basis.

Further, the subsidiary company namely, Moneywise Financial Services Private Limited has also redeemed non-convertible debentures amounting to ₹5,000 lakhs during the year.

\* During the year ended March 31, 2022, one of the subsidiary company namely, Moneywise Financial Services Private Limited, issued market linked debentures secured by way of charge by hypothecation on all present and future eligible of book debts namely, 8.60% secured listed rated redeemable principal protected market linked non convertible debentures, with a maturity date of March 27, 2025. The interest on these market linked debentures is payable on maturity.

**NOTE NO. 17****Borrowings**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Secured</b>		
<b>Term loan</b>		
from banks	36,810.05	15,216.14
from others	11,299.72	7,614.26
<b>Loan repayable on demand</b>		
from banks	36,458.87	12,830.23
from others	130.90	1,634.00
Interest accrued but not due	56.74	98.53
<b>Total secured borrowings (A)</b>	<b>84,756.28</b>	<b>37,393.16</b>
<b>Unsecured</b>		
<b>Loan repayable on demand</b>		
from related party	-	-
from others	-	2,000.00
<b>Total Unsecured borrowings (B)</b>	<b>-</b>	<b>2,000.00</b>
<b>Total borrowings (A+B=C)</b>	<b>84,756.28</b>	<b>39,393.16</b>
In India	84,756.28	39,393.16
Outside India	-	-

- Term Loan from others amounting ₹3,482.35 lakhs and ₹3,700 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured by way of hypothecation of freehold land and personal guarantee of directors are repayable in 60 instalments.
- Term loan from others amounting ₹3,000 lakhs and ₹Nil as of March 31, 2023 and March 31, 2022, respectively are secured by way of multilateral trading facility.
- Term Loan amounting ₹343.43 lakhs and ₹205.73 lakhs as of March 31, 2023 and March 31, 2022, respectively, are secured by way of hypothecation of vehicles and are repayable over a period up to five years.
- Term loan amounting to ₹41,284.05 lakhs and ₹18,924.67 lakhs as of March 31, 2023 and March 31, 2022 respectively are secured by way of hypothecation of loan book, guarantee given by the holding Company and personal guarantee of promoters/directors.
- Loan from others amounting ₹36,589.71 lakhs and ₹14,464.23 lakhs as of March 31, 2023 and March 31, 2022, respectively are secured against shares receivables (including exchange balances) fixed deposits, certain office buildings & personal guarantee of Promoters / Directors.

**Repayment terms of borrowings**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
In the first year	56,421.15	22,222.58
In the second year	14,731.43	10,467.94
In the third to fifth year	12,603.34	5,336.04
Over fifth Year	1,000.37	1,366.60
<b>Total</b>	<b>84,756.28</b>	<b>39,393.16</b>



**Segregation of borrowing on the basis of fixed & floating interest rate**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Secured</b>		
<b>Secured</b>		
Fixed rate borrowings	7.72%	8.18%
Floating rate borrowings	8.81%	8.75%
<b>Unsecured</b>		
Floating rate borrowings	-	9.50%
<b>Amount borrowed</b>		
<b>Secured</b>		
Fixed rate borrowings	12,178.25	7,558.37
Floating rate borrowings	72,578.03	29,834.79
<b>Unsecured</b>		
Floating rate borrowings	-	2,000.00
<b>Total borrowings</b>	<b>84,756.28</b>	<b>39,393.16</b>

Refer note no. 36.05 for contractual maturities of borrowings

**NOTE NO. 18**
**Other financial liabilities**

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Book overdraft from banks	1,680.02	1,783.96
Security deposits received	1,312.40	1,034.79
Employee benefit payable	794.83	851.62
Derivative financial instruments	5,592.66	5,633.20
Unpaid dividend	74.53	65.24
Margin received from clients	79,624.28	66,025.64
Other liabilities	16.26	-
<b>Total other financial liabilities</b>	<b>89,094.98</b>	<b>75,394.45</b>
Financial liability carried at amortized cost	83,502.32	69,761.25
Financial liability carried at fair value through profit and loss	5,592.66	5,633.20

## NOTE NO. 19

### Provisions

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Provision for employee benefits</b>		
Gratuity	1,823.28	1,453.72
Leave encashment	784.14	788.94
Others**	382.00	438.44
<b>Total provisions</b>	<b>2,935.42</b>	<b>2,681.10</b>

### Provisions-Others\*\*

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Carrying amount as at beginning of the period</b>	<b>438.44</b>	<b>400.54</b>
Addition during the period	38.79	157.21
Amount used / reversed during the period	(149.23)	(119.31)
<b>Closing balance as at end of period</b>	<b>328.00</b>	<b>438.44</b>

## NOTE NO. 20

### Other non-financial liabilities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Unearned income	1,444.29	690.96
Withholding taxes and other taxes payable	1,905.87	1,634.83
Others	25.79	288.15
<b>Total other non-financial liabilities</b>	<b>3,375.95</b>	<b>2,613.94</b>

## NOTE NO. 21

### Equity share capital

## NOTE NO. 21

### Authorised, issued and subscribed capital

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Authorised</b>		
47,75,50,000 (March 31, 2022 : 47,75,50,000) equity shares of Rs. 2/- each	9,551.00	9,551.00
	<b>9,551.00</b>	<b>9,551.00</b>
<b>Issued, subscribed &amp; fully paid up</b>		
10,47,00,000 (March 31, 2022 : 11,31,34,450) equity shares of Rs. 2/- each	2,094.00	2,262.69
	<b>2,094.00</b>	<b>2,262.69</b>

**NOTE NO. 21****Reconciliation of number of equity shares outstanding**

(in numbers)

Particulars	As at	
	March 31, 2023	March 31, 2022
At the beginning of the year	11,31,34,450	11,31,34,450
Issued during the year	-	-
Buyback/forfeiture during the year*	(84,34,450)	-
<b>At the end of the year</b>	<b>10,47,00,000</b>	<b>11,31,34,450</b>

\*Pursuant to the public announcement dated May 10, 2022 in respect of buy back of shares from the open market through stock exchange mechanism as prescribed under SEBI (Buy Back of Securities) Regulation, 2018, the Buy back of shares commenced on 20th May, 2022 and ended on 16th August, 2022. The Company under the scheme, bought back a total of 84,34,450 shares from the open market. A total sum of Rs. 9,242.06 lakhs was incurred on the shares bought back (including Rs. 1,769.21 lakhs towards buy back distribution tax and other expenses). Consequently the total number of paid up equity shares of the company (Rs. 2/- nominal value of per share) reduced from 11,31,34,450 shares to 10,47,00,000 shares as at the end of 16th August, 2022. The consideration paid towards buy-back of shares is adjusted against share capital by Rs. 168.69 lakhs and the balance in share premium by Rs. 9,073.37 lakhs.

The Company has only one class of equity shares having a par value of Rs. 2 per share. Each holder of equity shares is entitled to one vote per share. The Board of Directors has proposed an equity dividend @ 60% i.e. Rs. 1.20 (P.Y. Rs. 1.20) per share for the financial year ending March 31, 2023 at there meeting held on dated May 18, 2023 , which is subject to approval by the shareholders in the ensuing Annual General Meeting. The amount of per share dividend recognised as distribution to equity shareholders for Interim dividend is Rs. 1.20 (P.Y. Rs. 1.20).

In the event of Liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**NOTE NO. 21****Shares held by shareholders holding more than 5% shares**

(in numbers)

Name of shareholder	As at March 31, 2023		As at March 31, 2022	
	No. of Shares held	% held	No. of Shares held	% held
ASM Pipes Private Limited	1,86,67,140	17.83	1,86,67,140	16.50
Pulin Investments Private Limited	92,77,205	8.86	92,77,205	8.20
Mahesh C. Gupta	82,48,500	7.88	82,48,500	7.29
Subhash Chand Aggarwal	80,95,500	7.73	80,95,500	7.16
Signature Global (India) Private Limited	-	-	18,12,329	1.60
Sushma Gupta	75,66,550	7.23	75,66,550	6.69
Globe Capital Market Limited	54,43,055	5.20	-	-

## 21. Shareholding of Promoters as at March 31, 2023

Promoter Name	No. of Shares	% of total shares	% Change during the year
Subhash Chand Aggarwal	80,95,500	7.73%	0.58%
Mahesh Chand Gupta	82,48,500	7.88%	0.59%
Sushma Gupta	75,66,550	7.23%	0.54%
Hemlata Aggarwal	50,00,000	4.78%	0.36%
Pranay Aggarwal	47,20,550	4.51%	0.34%
Ginni Devi	31,84,000	3.04%	1.10%
Himanshu Gupta	20,00,000	1.91%	0.14%
Madan Gopal Agarwal	-	0.00%	(0.87%)
Ajay Garg	8,41,600	0.80%	0.06%
Damodar Krishan Aggarwal	7,81,970	0.75%	0.06%
Anurag Bansal	2,50,000	0.24%	0.02%
Shruti Aggarwal	20,175	0.02%	0.02%
Aditi Aggarwal	43,085	0.04%	0.04%
Archana Aggarwal	30,000	0.03%	0.00%
ASM Pipes Private Limited	1,86,67,140	17.83%	1.33%
Pulin Investments Private Limited	92,77,205	8.86%	0.66%
Jai Ambey Share Broking Limited	16,16,670	1.54%	0.12%
SMC Share Brokers Limited	2,25,000	0.21%	0.02%

## Shares held by promoters as at March 31, 2022

Promoter Name	No. of Shares	% of total shares	% Change during the year
Subhash Chand Aggarwal	80,95,500	7.16%	-1.77%
Mahesh Chand Gupta	82,48,500	7.29%	-0.88%
Sushma Gupta	75,66,550	6.69%	0.00%
Hemlata Aggarwal	50,00,000	4.42%	0.00%
Pranay Aggarwal	47,20,550	4.17%	1.77%
Ginni Devi	22,00,000	1.94%	0.00%
Himanshu Gupta	20,00,000	1.77%	0.88%
Madan Gopal Agarwal	9,84,000	0.87%	0.00%
Ajay Garg	8,41,600	0.74%	0.00%
Damodar Krishan Aggarwal	7,81,970	0.69%	0.00%
Anurag Bansal	2,50,000	0.22%	0.00%
Shruti Aggarwal	20,175	0.02%	0.02%
Aditi Aggarwal	33,050	0.03%	0.03%
Archana Aggarwal	30,000	0.03%	0.00%
ASM Pipes Private Limited	1,86,67,140	16.50%	0.00%
Pulin Investments Private Limited	92,77,205	8.20%	0.00%
Jai Ambey Share Broking Limited	16,16,670	1.43%	0.00%
SMC Share Brokers Limited	2,25,000	0.20%	0.00%

## NOTE NO. 22

### Fee and commission income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Income from:</b>		
Brokerage Income	60,764.00	54,393.79
Distribution of financial products	10,128.31	8,960.59
Depository activities	550.04	468.35
Research support services	3,149.46	687.97
Service & Administrative charges	326.31	143.77
Management fees	106.30	113.03
Advisory fees	1,485.13	743.75
Incentives from exchange	1,024.17	1,307.55
<b>Total fee and commission income</b>	<b>77,533.72</b>	<b>66,818.80</b>

\*revenue from contracts with customers is ₹76,509.55 lakhs (Previous year ₹65,511.25 lakhs)

## NOTE NO. 23

### Interest income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>On financial assets measured at amortised cost</b>		
Interest on loans	11,617.98	8,539.92
Interest on deposits with banks	6,991.89	6,625.12
Interest on delayed payment / margin trading facility	6,961.15	4,648.56
Securitisation receipt	-	15.13
Others	35.45	-
<b>On financial assets carried at fair value through profit and loss</b>		
Interest income from investments held for trading	7.73	19.04
<b>Total interest income</b>	<b>25,614.21</b>	<b>19,847.77</b>

## NOTE NO. 24

### Net gain on fair value changes

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Net gain on financial instruments at fair value through profit or loss</b>		
Realised	1,951.18	4,086.89
Unrealised	(57.25)	997.73
<b>Total fair value change of investments</b>	<b>1,893.93</b>	<b>5,084.62</b>

## NOTE NO. 25

### Other income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Interest income	13.78	134.73
Fair value change of investments		
Realised gain / (loss)	71.06	(397.61)
Unrealised gain	-	368.42
Net gain on derecognition of property, plant and equipment	75.64	2.64
Dividend income	3.03	0.27
Liability no longer required written back	139.94	140.91
Net gain on translation of foreign currency monetary items	43.10	4.94
Miscellaneous income	61.58	134.17
<b>Total other income</b>	<b>408.13</b>	<b>3,88.47</b>

## NOTE NO. 26

### Fees and commission expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Client introduction charges	42,170.52	35,368.25
Exchange & other regulatory charges	5,758.72	5,786.03
Expense for distribution of financial products	7,735.66	6,969.76
VPN, lease line, internet & VSAT expenses (net)	366.53	255.51
Securities transaction tax	2,924.39	4,719.23
<b>Total fees and commission expenses</b>	<b>58,955.82</b>	<b>53,098.78</b>

## NOTE NO. 27

### Employee benefits expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Salaries and incentives	22,977.80	19,033.22
Staff welfare	473.57	224.50
Contribution to provident and other funds	1,077.79	852.78
Gratuity*	522.55	461.72
<b>Total employee benefits expenses</b>	<b>25,051.71</b>	<b>20,572.22</b>

\*Refer Note No. 34

## NOTE NO. 28

### Finance cost

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>On financial liabilities measured at amortised cost</b>		
Interest on borrowings from banks and financial institution	4,548.29	2,017.44
Interest on debt securities	596.48	804.79
Interest-others	2,452.13	2,039.25
Other borrowing cost	905.22	568.39
Finance charges on lease	430.61	322.51
<b>Total finance costs</b>	<b>8,932.73</b>	<b>5,752.38</b>

## NOTE NO. 29

### Depreciation and amortisation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Depreciation on tangible assets	1,126.05	963.29
Amortisation of intangible assets	100.55	86.64
Depreciation on lease assets	1,042.81	961.67
<b>Total depreciation and amortisation</b>	<b>2,269.41</b>	<b>2,011.60</b>

## NOTE NO. 30

### Impairment on financial instruments

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>On financial assets measured at amortised cost/transaction price</b>		
Trade receivables	25.09	163.96
Loans	614.92	1,450.37
Other receivables	-	2.24
<b>Total impairment on financial instruments</b>	<b>640.01</b>	<b>1,616.57</b>

## NOTE NO. 31

### Other expenses

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Advertisement and Publicity	1,851.69	1,095.94
Business promotion	927.11	591.74
Conveyance & traveling expenses	697.92	326.50
Directors sitting fee	27.01	30.15
Donation	3.17	76.39
Insurance	162.90	49.75
Legal & professional charges	1,415.72	933.28
Bank charges	67.30	37.91
Stock exchange listing fee	-	-
Repair & Maintenance		
Information Technology	1,184.17	794.86
Others	888.22	556.56
Printing and stationery	203.73	174.34
Rent	682.56	651.69
Electricity and water expenses	710.18	592.43
Membership fees & subscription	30.19	32.30
Communication expenses	536.68	433.72
Fair value change of investments		
Unrealised	0.18	-
Vehicle running & maintenance	94.75	62.60
Rates & taxes	68.22	63.61
CSR expenses	244.99	175.43
Miscellaneous expenses	169.73	155.33
<b>Auditor's fees and expenses</b>		
as statutory auditor	51.65	45.73
as tax auditor	7.47	7.43
as fee for other services	4.98	3.30
<b>Total other expenses</b>	<b>10,030.52</b>	<b>6,890.99</b>

## NOTE NO. 32

### Income tax

### NOTE NO. 32.01

#### Income tax expense in the statement of profit and loss

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Current tax expense</b>		
For the year	5,036.12	3,750.53
Change in estimates relating to prior years	147.08	(15.63)
	<b>5,183.20</b>	<b>3,734.90</b>
<b>Deferred tax charge/(benefit)</b>		
Origination and reversal of temporary differences	(971.99)	985.07
Minimum alternate tax	(55.17)	(38.24)
	<b>(1,027.16)</b>	<b>946.83</b>
<b>Total income tax expense</b>	<b>4,156.04</b>	<b>4,681.73</b>



## NOTE NO. 32.02

### Tax expense recognised in other comprehensive income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Remeasurement of the net defined benefit liability / asset	8.26	3.36
<b>Total tax expense recognised in other comprehensive income</b>	<b>8.26</b>	<b>3.36</b>

## NOTE NO. 32.03

### Reconciliation of the income tax expense to the amount computed by applying the statutory income tax rate to the income before income taxes

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Profit before tax	16,195.66	22,138.58
Enacted tax rates in India	25.168%	25.168%
Computed expected tax expense	4,076.12	5,571.84
Non deductible permanent difference	55.11	47.52
Non deductible temporary difference	-	60.33
Deductible permanent difference	(31.35)	147.65
Income exempt from tax	(76.60)	(22.21)
Change in estimates relating to prior years	147.08	(15.63)
Deductions under chapter VI A	(297.00)	(620.33)
Effect of change in tax rate due to different head of income	(343.39)	(258.83)
Tax on unrealised gain / loss on investment	17.18	-
Deferred tax not created due to non availability of virtual certainty	400.09	-
Effect of differential tax rates / change in tax rates u/s 115BAA	199.80	(228.61)
<b>Income tax expense</b>	<b>4,156.04</b>	<b>4,681.73</b>

The applicable Indian statutory tax rates for fiscal 2023 and fiscal 2022 is 25.168%.

## NOTE NO. 32.04

### Details of current tax assets and current tax liabilities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Current tax assets pertaining to current year	5,140.40	5,187.40
Current tax liabilities pertaining to current year	4,722.60	3,703.75
<b>Net current tax assets/ (liability) pertaining to current year</b> (A)	<b>417.80</b>	<b>1,483.65</b>
<b>Current tax assets pertaining to previous years</b> (B)	<b>2,059.02</b>	<b>2,163.63</b>
<b>Total current tax assets / (liability) - net</b> (A+B)	<b>2,476.82</b>	<b>3,647.28</b>

## NOTE NO. 32.05

### Movement in the temporary differences of deferred tax

(₹ in Lakhs)

Particulars	Balance as at April 1, 2021	Recognised in profit or loss during 2021-22	Recognised in other comprehensive income	MAT credit adjustment	Others	Balance as at March 31, 2022	Recognised in profit or loss during 2022-23	Recognised in other comprehensive income	MAT credit adjustment	Balance as at March 31, 2023
Employee benefits	344.38	84.98	(3.36)	-	(10.02)	415.98	20.85	(8.26)	-	428.57
Investment securities	(68.71)	(158.94)	-	-	-	(227.65)	238.73	-	-	11.08
ICDS	(123.02)	(475.57)	-	-	-	(598.59)	614.69	-	-	16.10
Provisions	556.59	(52.60)	-	-	-	503.99	127.18	-	-	631.17
Property, plant & equipment and intangible assets	305.01	6.15	-	-	-	311.16	43.14	-	-	354.30
Provision for impairment on receivable from clients	1,042.41	(372.02)	-	-	-	670.39	43.52	-	-	713.91
Other temporary differences	149.39	16.66	-	-	-	166.05	(52.07)	-	-	113.98
<b>Total</b>	<b>2,206.05</b>	<b>(951.34)</b>	<b>(3.36)</b>	<b>-</b>	<b>(10.02)</b>	<b>1,241.33</b>	<b>1,036.04</b>	<b>(8.26)</b>	<b>-</b>	<b>2,269.11</b>
Minimum alternate tax	522.18	13.69	-	24.55	-	560.42	55.17	-	(215.72)	399.87
Carried forward of tax losses shares	13.73	(13.73)	-	-	-	-	-	-	-	-
Carried forward of tax losses and unabsorbed depreciation (net of addition on account of tax losses)	428.49	4.55	-	-	-	433.04	(64.04)	-	-	369.00
	<b>3,170.45</b>	<b>(946.83)</b>	<b>(3.36)</b>	<b>24.55</b>	<b>(10.02)</b>	<b>2,234.79</b>	<b>1,027.17</b>	<b>(8.26)</b>	<b>(215.72)</b>	<b>3,037.98</b>

## NOTE NO. 33

### Earnings per share

The followings is a reconciliation of the equity shares used in the computation of basic and diluted earnings per equity share.

(₹ in Lakhs except otherwise stated)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Profit attributable to equity share holders.	12,039.62	17,456.85
Weighted average number of share outstanding during the year	10,70,32,379	11,31,34,450
Nominal Value per share (₹)	2.00	2.00
Basic & Diluted (₹)	11.25	15.43

## NOTE NO. 34

### Employee Benefits

#### (a) Gratuity

### NOTE NO. 34.01

#### Breakup of amount recognised in the statement of profit and loss

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Interest on defined benefit obligation	97.94	76.68
Current service cost	424.61	385.04
<b>Total expense recognized in the statement of profit and loss</b>	<b>522.55</b>	<b>461.72</b>

### NOTE NO. 34.02

#### Break up of amount recognised in the statement of other comprehensive income

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
<b>Remeasurements of the net defined benefit liability/ (asset)</b>		
Opening amount recognised in OCI outside profit and loss account	(431.71)	(417.76)
Actuarial gains / (losses)	32.16	44.30
Return on plan assets (greater) / less than discount rate	(30.81)	(58.25)
	<b>(368.74)</b>	<b>(431.71)</b>

### NOTE NO. 34.03

#### Breakup of the amount recognised in the balance sheet

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Present value of the obligation as at the end of the year	2,823.00	2,521.01
Fair value of plan assets as at the end of the year	(999.72)	(1,067.29)
<b>Net liability recognised in balance sheet</b>	<b>1,823.28</b>	<b>1,453.72</b>

## NOTE NO. 34.04

### Reconciliation of defined benefit obligation and plan asset

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Change in benefit obligations</b>		
Present value of the obligation as at the beginning of the year	2,521.01	2,228.86
Current service cost	424.61	385.04
Interest cost	170.52	143.72
Actuarial (gain)/loss on obligations	(94.15)	44.30
Acquisitions (credit)/cost	28.02	(28.11)
Changes on account of loss of control	-	(4.59)
Benefits paid	(227.18)	(249.38)
Effects of movement in exchange rate	0.17	1.17
<b>Benefit obligations at the end (A)</b>	<b>2,823.00</b>	<b>2,521.01</b>
<b>Change in plan assets</b>		
Fair value of plan assets at the beginning of the year	1,067.29	1,001.25
Interest income on plan assets	72.58	67.04
Contributions	30.00	100.00
Benefits paid	(139.34)	(159.25)
Return on plan assets greater (lesser) than discount rate	(30.81)	58.25
<b>Fair value of plan assets at the end (B)</b>	<b>999.72</b>	<b>1,067.29</b>
<b>Amount recognised in balance sheet [(surplus) / deficit] (A-B)</b>	<b>1,823.28</b>	<b>1,453.72</b>

## NOTE NO. 34.05

### Disaggregation of plan assets

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Managed by Insurance company	100.00%	100.00%
	<b>100.00%</b>	<b>100.00%</b>

## NOTE NO. 34.06

### Sensitivity of significant assumptions used for DBO valuation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Effect on DBO due to 0.5% increase in discount rate	(87.96)	(156.05)
Effect on DBO due to 0.5% decrease in discount rate	93.55	171.55
Effect on DBO due to 0.5% increase in salary escalation rate	77.62	143.85
Effect on DBO due to 0.5% decrease in salary escalation rate	(75.16)	(135.34)

## NOTE NO. 34.07

### Maturity profile of defined benefit obligation

(₹ in Lakhs)

Particulars	For the year ended	
	March 31, 2023	March 31, 2022
Within one year	538.87	186.04
One to five years	1,660.00	426.27
More than five years	2,159.21	1,246.08

## NOTE NO. 34.08

### Assumptions to determine the defined benefit obligations

Particulars	As at	
	March 31, 2023	March 31, 2022
Discount rate	7.10%	7.20%
Salary escalation rate (p.a.)	8.50%	8.25%

Assumptions regarding future mortality experience are set in accordance with the published statistics by the Life Insurance Corporation of India. The company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards. The discount rate is based on the government securities yield.

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

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by 50bps, keeping all other actuarial assumptions constant.

Gratuity is applicable only to employees drawing salary in Indian rupees.

### (b) Compensated absences

## NOTE NO. 34.09

### Breakup of the amount recognised in balance sheet

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Present value of the obligation as at the end of the year	784.14	788.94
Fair value of plan assets as at the end of the year	-	-
<b>Net liability recognised in balance sheet</b>	<b>784.14</b>	<b>788.94</b>

## NOTE NO. 34.10

### Number of compensated leave absences outstanding

Particulars	As at	
	March 31, 2023	March 31, 2022
Total leave balance (days)	64,204.47	61,096.59

**NOTE NO. 34.11****Assumption used in valuation**

Particulars	As at	
	March 31, 2023	March 31, 2022
Discount rate	7.10%	7.20%
Salary escalation rate (p.a.)	8.50%	8.25%
Leave availment rate	5.00%	5.00%

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

**NOTE NO. 35****Contingent liabilities and commitments****NOTE NO. 35.01**

Contingent liabilities not provided in the financial statements:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
1 ESI demand (Total amount paid under protest ₹12.43 Lakhs (31.03.2022: ₹12.43 Lakhs))	31.06	31.06
2 Service Tax Demand (Total amount paid under protest ₹42.77 Lakhs (31.03.2022: ₹42.77 Lakhs))	615.98	615.98
3 Income Tax Demand (A.Y. 2013-14 to 2019-20) (31.03.2022: A.Y. 2013-14, 2015-16 & 2016-17) (Total amount paid under protest ₹ Nil (31.03.2022: Nil))	141.56	52.89
4 Provident Fund	-	-
5 Stamp Duty	-	-
6 Insurance Regulatory and Development Authority of India (IRDAI)	300.00	300.00
7 VAT demand (paid under protest ₹1.52 lakhs (31.03.2022 ₹1.52 lakhs))	15.64	15.64

Notes:

- 1 An ESI demand is being agitated by the Company at High Court, Delhi.
- 2 Service Tax demand of ₹45.66 Lakhs is being agitated by the Company before Commissioner of Service Tax, Audit 1, Delhi. The adjudication proceedings in the case has been kept in abeyance for the time being since similar issue is sub-judice before the Hon'ble supreme court.  
Another demand of ₹570.32 Lakhs was being agitated by the Company before the Customs, Excise and Service Tax Appellate Tribunal (CESTAT).
- 3 Income Tax demand has been agitated by the Company as per details:  
Block Assessments u/s 153(A) for the A.Y 2013-14 to A.Y 2019-20 have been completed and certain disallowances made by the Income Tax Department against which the rectification was filed by the company which has been accordingly rectified by the assessing officer to the extent of apparent mistakes, during the year. The company has filed necessary appeals before the Commissioner of Income Tax (Appeals), Delhi.
- 4 PF matter for the period October 1995 to November 2003 is pending before High Court and amount is not quantifiable.
- 5 The Company had received a notice dated 21.11.2014 from the Collector of Stamp (HQ), Delhi on account of verification of records pertaining to Stamp duty chargeable on the basis of broker's Note for the period 2010 to 21.11.2014. Matter is sub-judice and has been stayed by jurisdictional High Court at Delhi vide its order dated 09/12/2014 until further order.  
The Demerged Company M/s SMC Comtrade Limited had received a show cause notice of demand dated 05/01/2015 from the Office of The Collector of Stamps, Delhi, on account of levy of stamp duty on commodity transactions. The matter is sub-judice and has been stayed by jurisdictional High Court at Delhi vide its order dated 19/01/2015 in the matter of WP/C/516/2015.
- 6 One of the subsidiary company, namely SMC Insurance Brokers Private Limited, has received penalty order of ₹300 lakhs from Insurance Regulatory Development Authority of India vide order dated (IRDA/INT/MISC/ORD/14.01.2020) for non compliance of MISIP (Motor Insurance Service Provider) Guidelines. Appeal has been filed by the company on 6th Feb 2020 before The Securities Appellate Tribunal at Mumbai. Matter is sub-judice and has been stayed till the pendency of the appeal vide its Stay Order dated 12th Feb 2020.
- 7 One of the subsidiary company namely SMC Comtrade Limited has received a notice for VAT demand ₹15.64 lakhs out of which ₹1.52 lakhs has been paid under protest and the case is pending before State tax Commissioner office.

## NOTE NO. 35.02

### Other litigations

- 1 Title of the property located at Office no 205, 2nd Floor, Plot no 4A, Community Centre, 21st Century Plaza, Sector 8, Rohini, New Delhi having gross carrying value of ₹ 46.12 Lakhs is under dispute and sealed due to the allegation of acquisition of the said property by the transferor from the funds of Ganga Yamuna Finvest Pvt. Ltd, which is under liquidation.
- 2 The company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the company's results of operations and financial condition.

Pending completion of the legal process the impact of liability, if any, cannot be ascertained at this stage, however, management believes that, based on legal advice, the outcome of these contingencies will be favorable and that outflow of economic resources is not probable.

## NOTE NO. 35.03

### Commitments

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Contracts remaining to be executed on account of capital (net of advances)		
For Purchase/construction of office building	1,712.70	18.00
For purchase of software and others	199.99	178.12

## NOTE NO. 36

### Financial Instruments

## NOTE NO. 36.01

### Financial instruments by category

The carrying value and fair value of financial instruments by categories as of March 31, 2023 were as follows:

(₹ in Lakhs)

Particulars	Amortised cost	Financial assets/liabilities carried at fair value through profit & Loss Mandatorily required	Total carrying value:	Total fair value
<b>Assets:</b>				
Cash and cash equivalents	3,243.96	-	3,243.96	3,243.96
Other bank balance	1,42,746.43	-	1,42,746.43	1,42,746.43
Trade receivables	37,382.93	-	37,382.93	37,382.93
Other receivables	1,657.38	-	1,657.38	1,657.38
Loans	1,08,276.72	-	1,08,276.72	1,08,276.72
Investments*	-	5,661.72	5,661.72	5,661.72
Other financial assets	2,769.76	5,540.19	8,309.96	8,309.96
<b>Total</b>	<b>2,96,077.18</b>	<b>11,201.91</b>	<b>3,07,279.10</b>	<b>3,07,279.10</b>
<b>Liabilities:</b>				
Trade payables	47,398.71	-	47,398.71	47,398.71
Debt Securities	6,366.88	-	6,366.88	6,366.88
Borrowings	84,756.28	-	84,756.28	84,756.28
Other financial liabilities	83,502.32	5,592.66	89,094.98	89,094.98
<b>Total</b>	<b>2,22,024.19</b>	<b>5,592.66</b>	<b>2,27,616.84</b>	<b>2,27,616.84</b>

\* Investments in joint venture carried under equity method amounting to ₹37.94 lakhs which do not fall within the scope of financial instruments

The carrying value and fair value of financial instruments by categories as of March 31, 2022 were as follows:

(₹ in Lakhs)

Particulars	Amortised cost	Financial assets/liabilities carried at fair value through profit & Loss Mandatorily required	Total carrying value:	Total fair value
<b>Assets:</b>				
Cash and cash equivalents	9,224.56	-	9,224.56	9,224.56
Other bank balance	1,18,970.31	-	1,18,970.31	1,18,970.31
Trade receivables	33,850.25	-	33,850.25	33,850.25
Other receivables	751.73	-	751.73	751.73
Loans	77,977.60	-	77,977.60	77,977.60
Investments*	-	16,990.99	16,990.99	16,990.99
Other financial assets	4,112.57	8,315.59	12,428.16	12,428.16
<b>Total</b>	<b>2,44,887.02</b>	<b>25,306.58</b>	<b>2,70,193.60</b>	<b>2,70,193.60</b>
<b>Liabilities:</b>				
Trade payables	71,080.58	-	71,080.58	71,080.58
Debt securities	7,020.52	-	7,020.52	7,020.52
Borrowings	39,393.16	-	39,393.16	39,393.16
Other financial liabilities	69,761.25	5,633.20	75,394.45	75,394.45
<b>Total</b>	<b>1,87,255.51</b>	<b>5,633.20</b>	<b>1,92,888.71</b>	<b>1,92,888.71</b>

\* Investments in joint venture carried under equity method amounting to ₹67.80 lakhs which do not fall within the scope of financial instruments



## NOTE NO. 36.02

### Collateral

#### (A) Assets pledged as collateral

The company has pledged its certain assets as collateral for liabilities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Assets:</b>		
Property Plant and Equipments	7,137.78	6,752.70
Other bank balances	1,42,621.93	1,18,345.39
Trade receivables	29,859.61	26,774.60
Loans	82,714.87	46,369.39
Investments	2,539.96	2,961.26
Other financial assets (net)	-	1,517.94
<b>Total</b>	<b>2,64,874.15</b>	<b>2,02,721.28</b>

#### (B) Asset taken as collateral

(₹ in Lakhs)

Particulars	As at			
	March 31, 2023		March 31, 2022	
	Value of asset	Fair value of collateral held	Value of asset	Fair value of collateral held
<b>Assets:</b>				
Trade receivables				
Secured	30,202.93	1,53,409.87	26,359.95	2,54,756.57
Loans				
Secured	64,053.99	1,48,214.73	42,693.08	93,430.12
<b>Total</b>	<b>94,256.61</b>	<b>3,01,624.60</b>	<b>69,053.03</b>	<b>3,48,186.70</b>

## NOTE NO. 36.03

### Fair value hierarchy

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

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

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

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2023:

(₹ in Lakhs)

Particulars	As at March 31, 2023	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
<b>Investments</b>				
Equity instruments	4,404.43	4,368.89	-	35.54
Mutual Fund	1,72.15	1,72.15	-	-
Debt	1,085.14	1085.14	-	-

The following table presents fair value hierarchy of assets and liabilities measured at fair value on a recurring basis as at March 31, 2022:

(₹ in Lakhs)

Particulars	As at March 31, 2022	Fair value measurement at end of the reporting year using		
		Level 1	Level 2	Level 3
<b>Assets</b>				
<b>Investments</b>				
Equity instruments	16,141.62	16,106.08	-	35.54
Debt	849.37	849.37	-	-

**Valuation techniques used to determine fair value**

Following valuation technique has been used for fair valuation of the assets:

Level 2 : Debt instruments have been fair valued based on interest yield and actual transaction data with unrelated parties.

## NOTE NO. 36.04

### Financial risk management

**Financial risk factors**

This note presents the information about the Group’s exposure to financial risks, the Group’s objectives, policies and processes for measuring and managing risk and the Group’s management of capital.

The Group has exposure to the following risks arising from financial instruments:

- Credit risk;
- Liquidity risk and
- Market risk

**Financial Risk management framework**

The Board of Directors has overall responsibility for the establishment and oversight of the Group’s risk management framework. Financial risk management within the Group is governed by policies and guidelines approved by the management. The Board has established a Risk Management Committee which is responsible for developing and

monitoring the Group’s risk management policies. Group policies and guidelines cover areas such as cash management, investment of excess funds and raising of debt and are managed by segregated functions within the Group.

The Group’s risk management policies and procedures are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group’s activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees and stakeholders understand their roles and obligations.

Different types of risks arising from financial instruments as identified by the Group above have been explained below:

**(I) Credit risk**

The credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group’s receivable from clients and exchange and trading members, loan and advances, investments other than the quoted securities given. Credit risk in respect of quoted securities is expected to have a direct correlation with the quoted market prices and risk.

The Group is exposed to the risk that third parties that owe money or securities will not perform their obligations. Such third parties include clients, trading members, exchanges, clearing houses, and other financial intermediaries. These parties may default on their obligations owed to the Group due to insolvency, lack of liquidity, operational failure, government or other regulatory intervention or other reasons. In these circumstances, the Group is exposed to risks arising, for example, from holding securities of third parties; executing

securities trades that fail to settle at the required time due to non-delivery by the counterparty trading members, exchanges, clearing houses or other financial intermediaries. Significant failures by third parties to timely perform their obligations owed could materially and adversely affect the Group's financial position, and ability to borrow in the credit markets and ability to operate the business.

For the risk management purposes, the Group considers and consolidates all elements of credit risk exposures such as individual obligator default risk, country and sector risk.

**Management / mitigation of credit risk**

The Group operates in a highly regulated environment which limits its credit risk against exchanges and clearing houses. The Group collects upfront margins in form of funds and/or securities/commodities from clients and trading members against their trading positions. The Group monitors positions, margins, mark to market losses and risks on real time basis through risk management systems and policies specially designed to mitigate the credit risk.

The Group's Board of Directors has delegated responsibility for the oversight of credit risk to the Risk

Management Committee ("the Committee"). The Committee is responsible for management of the Group's credit risk, including the following:

- (i) Formulating credit policies in consultation with business units, covering collateral requirements, credit assessment, risk grading and reporting, documentary and legal procedures, and compliance with regulatory and statutory requirements.
- (ii) Establishing the organizational structure for the approval of new customers or counter parties. Authorization limits are allocated to business unit credit officers or the Arbitrager as appropriate.
- (iii) Providing advice, guidance and specialist skills to business units through periodic reviews to promote best practices throughout the Group in the management of credit risk.
- (iv) The Committee assesses the credit worthiness of client or counter parties, prior to taking exposure on them. Accordingly, limits are assigned and the monitoring mechanism ensures that exposure to single client does not cross the laid down threshold limits. Collateral securities are also

collected from clients to cover the exposure.

- (v) Limiting concentrations of exposure to counter parties, geographies and industries (for loans and advances and similar exposures), and by issuer, credit rating bond, market liquidity and country (for investment securities and trading assets).
- (vi) Reviewing compliance of business units with agreed exposure limits, including those for selected industries, country risk and product types. Regular reports on the credit quality of local portfolios are provided to the management, which may require appropriate corrective action to be taken.

The Board of Directors has also constituted Audit Committee, which is responsible for evaluation of internal financial controls and risk management systems. The Group conducts regular internal audits of various business units to identify scope of improvement/enhancement of the Group's processes, quality control, fraud prevention and legal compliance. The internal audit reports are reviewed by audit committee and also placed with the Board.

**Credit exposure:**

The carrying amount of financial assets represents the maximum credit exposure.

The maximum exposure to credit risk at the reporting date was:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Trade receivables	37,382.93	33,850.25
Other receivables	1,657.38	751.73
Loans	1,08,276.72	77,977.60
Other financial assets	8,309.96	12,428.16
<b>Total</b>	<b>1,55,626.99</b>	<b>1,25,007.74</b>

**Loan to Value (LTV) for loan and advances to customer**

The general creditworthiness of a customer tends to be the most relevant indicator of credit quality of a loan extended to it. However, collateral provides additional security and the Group generally requests borrowers to provide it. The Group may take collateral in the form of a charge over real estate, floating charges over pledge of securities or other assets and other liens and guarantees.

The table below stratify credit exposures from secured loans and advances to customers which has become non performing assets by ranges of loan-to-value (LTV) ratio. LTV is calculated as the ratio of the gross amount of the loan-to the value of the collateral. The gross amounts exclude any impairment allowance. The valuation of the collateral excludes any adjustments for obtaining and selling the collateral.

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Less than equal to 50 %	13,552.95	8,967.53
51 - 70%	6,690.56	7,279.33
71 - 90%	18,124.54	13,534.93
91 - 100%	5,699.76	2,836.86
more than 100%	514.37	166.29
<b>Total</b>	<b>44,582.18</b>	<b>32,784.94</b>

## NOTE NO. 36.05

**Credit quality of debt securities**

The table below sets out the credit quality of debt securities

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Government bonds:</b>		
Rated sovereign	104.10	381.84
<b>Corporate bonds:</b>		
Rated AAA	322.07	31.99
Rated AA- to AA+	268.63	154.52
Rated A- to A+	388.48	281.02
Rated BBB- to BBB+	1.86	-
<b>Fair value and carrying amount</b>	<b>1,085.14</b>	<b>849.37</b>

**Following are the reconciliations of the provision for impairment of financial assets**

(₹ in Lakhs)

The group monitors all the receivables, loans and other financial assets continuously basis the factors considered while dealing. If there are any indicators of impairment on management assessment of these receivables, loans and other financial assets, these are provided for. The Group uses ECL method for impairment.

Particulars	As at									
	March 31, 2023					March 31, 2022				
	Trade receivables	Other receivables	Loans	Other financial assets	Total	Trade receivables	Other receivables	Loans	Other financial assets	Total
Opening balance at the beginning of the year	1,699.17	20.99	1,182.89	18.00	2,921.05	1,925.50	18.75	2,409.80	18.00	4,372.05
Addition/reversal during the year	25.09	-	614.92	-	640.01	163.96	2.24	1,450.37	-	1,616.57
Exchange difference	-	-	4.29	-	4.29	-	-	5.76	-	5.76
Written off	(67.38)	(2.11)	(191.47)	-	(260.96)	(390.29)	-	(2,683.04)	-	(3,073.33)
<b>Closing balance at the end of the year</b>	<b>1,656.88</b>	<b>18.88</b>	<b>1,610.63</b>	<b>18.00</b>	<b>3,304.39</b>	<b>1,699.17</b>	<b>20.99</b>	<b>1,182.89</b>	<b>18.00</b>	<b>2,921.05</b>

**(ii) Liquidity risk**

Liquidity risk is the risk that the Group will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group require sufficient liquidity to meet their obligations. Individual companies are generally responsible for their own fund management, including the short-term investment of surpluses and the raising of loans to cover deficits from third parties/companies.

The Group's primary liquidity requirements are to finance the working capital needs, which are typically towards margin maintenance at various exchanges. The principal portion of the working capital requirement is utilized by:

- (a) depositing funds with banks to obtain term deposits and guarantees towards margins payable to the exchanges/clearing houses;

- (b) payments to stock exchanges/clearing houses towards settlement obligations;
- (c) payment towards purchase of various trading assets; and
- (d) meeting expenses incurred for operations.

**Management of liquidity risk**

Working capital requirements fluctuate on a regular basis depending on the business requirements. The Group's approach to managing liquidity is to ensure, as far as possible to have sufficient funds to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

To fund the working capital requirements, the Group currently relies principally on internal accruals and short term credit facilities from banks and financial institutions against pledge

of derivative assets, term deposits, receivables from clients and investments carried at fair value through profit and loss. By maintaining sufficient liquid funds and drawing facilities with banks, the Group comfortably meets the foreseeable liabilities in the present and immediate future, as well as unforeseeable contingencies.

Central treasury receives information from business units regarding the liquidity profile of their financial assets and liabilities and projected cash flows. Central treasury maintains surplus funds in cash and cash equivalents including term deposits with banks and in investment securities for which there is an active and liquid market. These assets can be readily sold to meet liquidity requirements. Hence, the Group believes that the above monetary mechanism adequately addresses the liquidity risk.

**Maturity analysis for financial assets and financial liabilities**
**March 31, 2023**

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 years	2-5 years	More than 5 years
<b>Assets:</b>							
Cash and cash equivalents	3,243.96	3,243.96	-	-	-	-	-
Other bank balances	1,42,746.43	35,131.60	20,078.70	32,432.23	52,797.30	2,306.60	-
Trade receivables	37,382.93	37,247.55	35.99	-	9.32	90.07	-
Other receivables	1,657.38	1,657.38	-	-	-	-	-
Loans	1,08,276.72	25,000.47	7,768.11	31,616.05	19,924.45	14,692.25	9,275.40
Investments	5,699.66	2,526.20	-	612.27	2,487.71	72.94	0.54
Other financial assets	8,309.96	5,540.19	-	-	-	-	2,769.76
<b>Total</b>	<b>3,07,317.04</b>	<b>1,10,347.34</b>	<b>27,882.80</b>	<b>64,660.55</b>	<b>75,218.78</b>	<b>17,161.86</b>	<b>12,045.70</b>
<b>Liabilities:</b>							
Trade payables	47,398.71	46,710.22	302.28	386.20	-	-	-
Debt Securities	6,366.88	91.50	-	-	5,025.38	1,250.00	-
Borrowings	84,756.28	8,893.12	4,299.37	43,228.62	14,731.43	12,603.39	1,000.36
Other financial liabilities*	89,094.98	29,067.18	11,199.94	18,090.77	29,450.45	1,286.63	-
<b>Total</b>	<b>2,27,616.84</b>	<b>84,762.03</b>	<b>15,801.60</b>	<b>61,705.59</b>	<b>49,207.27</b>	<b>15,140.01</b>	<b>1,000.36</b>

\* Maturity analysis of margin from clients (under other financial liabilities) ₹79,624.28 Lakhs has been bench marked to the corresponding fixed deposits (under other bank balances).

**March 31, 2022**

(₹ in Lakhs)

Particulars	Carrying amount	1-90 days	91-180 days	181-365 days	1-2 years	2-5 years	More than 5 years
<b>Assets:</b>							
Cash and cash equivalents	9,224.56	9,224.56	-	-	-	-	-
Other bank balances	1,18,970.31	16,526.58	8,423.99	24,692.26	44,983.18	24,344.30	-
Trade receivables	33,850.25	33,799.36	-	50.89	-	-	-
Other receivables	751.73	744.77	-	-	6.96	-	-
Loans	77,977.60	16,447.94	6,832.42	26,530.43	19,782.05	5,264.80	3,119.96
Investments	17,058.79	14,213.46	-	-	2,776.99	67.80	0.54
Other financial assets	12,428.16	7,402.87	0.90	11.69	27.29	12.81	4,972.60
<b>Total</b>	<b>2,70,261.40</b>	<b>98,359.54</b>	<b>15,257.31</b>	<b>51,285.26</b>	<b>67,576.47</b>	<b>29,689.71</b>	<b>8,093.10</b>
<b>Liabilities:</b>							
Trade payables	71,080.58	70,271.02	78.56	-	596.60	-	134.40
Debt securities	7,020.52	2,500.00	1,522.00	-	-	2,998.52	-
Borrowings	39,393.16	3,608.60	1,268.16	17,345.82	10,467.94	5,336.04	1,366.60
Other financial liabilities*	75,394.45	18,016.03	4,264.77	13,715.90	25,208.26	14,189.49	-
<b>Total</b>	<b>1,92,888.71</b>	<b>94,395.65</b>	<b>7,133.49</b>	<b>31,061.72</b>	<b>36,272.80</b>	<b>22,524.05</b>	<b>1,501.00</b>

\* Maturity analysis of margin from clients (under other financial liabilities) ₹66,025.64 Lakhs has been bench marked to the corresponding fixed deposits (under other bank balances).

**(iii) Market risk**

The Group participates in trading and investing in various asset classes such as equity, debt securities, commodities, foreign currency and derivatives. These assets classes experience volatility due to economic growth levels, inflation, prices, interest rates, foreign exchange rates and other macro-economic factors. Any changes in market prices of these asset classes will affect the Group's income or the value of its holdings of financial instruments.

The Group segregates its exposure to market risks between price risk, interest rate risk and currency risk.

**Management of market risks:**

The objective of market risk management is to manage and minimize market risk exposures within acceptable parameters, while optimizing the return on risk. The Group's exposure to market risk is determined by a number of factors, including size, composition and diversification of positions held and market volatility.

**(a) Price risk**

Trading and investment portfolios include proprietary positions taken in equities, fixed income securities, commodities, foreign currency and their derivatives mainly for availing arbitrage opportunities. All financial assets and liabilities are accounted on fair value basis. Management actively monitors its market risk by reviewing the effectiveness of arbitrage and setting outstanding position limits. The Group manages market risk with central oversight, analysis and formation of risk policy, specific maximum risk levels to which the individual trader must adhere to and real time continuous monitoring by the senior management.

In respect of the proprietary positions, the Group is exposed to volatility in the price of the underlying securities.

**(b) Interest rate risk**

Interest rate risk arises from movements in interest rates which could have effects on the Group's net income or financial position. Changes in interest rates may cause variations in interest income and expenses resulting from interest-bearing assets and liabilities. Interest rate risk is the risk that the fair value or the future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Group's exposure to interest rate risk relates to the loans taken from banks, investment in term deposits placed with banks, investment in debt securities and investments of its excess funds in liquid instruments. A majority of the financing of the Group has come from overdraft facility with banks. The business of the Group is exposed to fluctuation in interest rate for the following activities:

- (i) Term deposits placed with banks are generally for short term on fixed interest rates;
- (ii) Facilities availed from banks and other financial institutions generally include short term working capital loans on floating interest rates;
- (iii) Interest paid by Group on clients' funds earmarked as fixed margin are generally for short term on fixed interest rates.

**Management of Interest Rate Risk**

Interest rate risk is managed principally through monitoring interest rate gaps and by having pre-approved limits for re-pricing bands. However the Group does

not use derivative financial instruments to hedge its interest rate risk.

The Group's investments in majority of term deposits with banks are for both short and long duration, and therefore do not expose the Group to significant interest rate risk. Further significant portion of exposure on term deposits with banks is offset with clients' funds earmarked as margins on fixed rate basis. The interest rates on the overdraft facility availed are marginally higher than the interest rates on term deposits with the banks and generally linked to the term deposit rates with the bank. Accordingly, there is limited interest rate risk exposure on the Group.

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's short-term and long-term debt obligations with floating / fixed interest rates, which are included in loans and borrowings. The loans and borrowings represent loans and borrowing taken both fixed and floating interest rate.

**(c) Currency risk**

The Group is not significantly exposed to currency risk as there is no mismatch between the currencies in which sales of services, purchase of goods/services and borrowings are dominated and the respective functional currencies of Group. Further, the functional currency of the Group is primarily the Indian Rupee and do not expose the Group to significant currency risk. The Group considers the valuation changes in foreign currency derivatives it trades in as part of investment/price risk as those derivatives are exchange traded, managed and monitored based on exchange price and are settled in near term in Indian Rupees.

## Exposure

The table below sets out the assets and liabilities subject to price risk.

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
<b>Assets subject to price risk</b>		
Equity instrument fair value through profit and loss	4,404.43	16,106.08
Debt instrument fair value through profit and loss	1,085.14	849.37
Mutual fund fair value through profit and loss	172.15	-
Derivative financial assets	5,540.19	7,150.95
	<b>(A)</b>	<b>11,201.92</b>
<b>Liabilities subject to price risk</b>		
Derivative financial liabilities	5,592.66	5,633.20
	<b>(B)</b>	<b>5,633.20</b>
<b>Total</b>	<b>(A-B)</b>	<b>5,609.27</b>

## Sensitivity analysis

Below table shows the sensitivity analysis for different financial instrument :

(₹ in Lakhs except otherwise stated)

Particulars	Risk category	% change increase	% change decrease	For the year ended March 31, 2023		For the year ended March 31, 2022	
				Impact on profit before tax due to increase in parameter	Impact on profit before tax due to decrease in parameter	Impact on profit before tax due to increase in parameter	Impact on profit before tax due to decrease in parameter
Investment in equity instrument fair value through profit and loss and derivatives*	Price risk	5%	5%	217.60	(217.60)	269.42	(294.09)
Inventories	Price risk	5%	5%	26.16	(26.16)	172.59	(172.59)
Debt instruments	Interest rate risk	1%	1%	(10.85)	10.85	(8.49)	8.49
Borrowings	Interest rate risk	1%	1%	847.56	(847.56)	(392.95)	392.95
Foreign currency (PL)	Foreign currency risk	1%	1%	2.09	(2.09)	13.98	(13.98)
Foreign currency (OCI)	Foreign currency risk	1%	1%	52.45	(52.45)	52.22	(52.22)

\*The group engages in proprietary transactions into equities, commodities and derivatives (equities, commodities and currencies). These transactions are primarily undertaken using various arbitrage models to capitalize pricing differences in the markets. Any change in the market prices of their underlying would result in changes in the fair value of these trading assets, trading liabilities and inventories and also result in profit/loss on futures positions.



**NOTE NO. 36.06****Capital Management****Risk Management**

The Group manages its capital structure and makes necessary adjustments in light of changes in economic conditions and the requirement of financial covenants. To maintain or adjust the capital structure, the Group may adjust

the dividend payment to shareholders, return on capital to shareholders, issue new shares or raise / repay debt.

For the purpose of the Group's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity

holders. The primary objective of the Group's capital management is to maximise the shareholder value and to ensure the Group's ability to continue as a going concern. There is no non compliance with any covenants of borrowings.

The Capital Composition is as follows:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Borrowings including debt securities	91,123.16	46,413.68
Less: Cash and Cash equivalents	3,243.96	9,224.56
<b>Net Debt (i)</b>	<b>87,879.21</b>	<b>37,189.12</b>
<b>Total Equity (ii)</b>	<b>93,273.46</b>	<b>92,610.38</b>
<b>Gearing Ratio (i)/(ii)</b>	<b>94.22%</b>	<b>40.16%</b>

## NOTE NO. 37

### Related party disclosures

As per Ind AS 24, the disclosures of transactions with related parties are given below :

### NOTE NO. 37.01

List of related parties where control exists and also other related parties with whom transactions have taken place and relationships :

Sr. No.	Name of related parties	Relationship
1	Mr. Subhash Chand Aggarwal	Key managerial personnel
2	Mr. Mahesh Chand Gupta	Key managerial personnel
3	Mr. Ajay Garg	Key managerial personnel
4	Mr. Anurag Bansal	Key managerial personnel
5	Mr. Vinod Kumar Jamar	Key managerial personnel
6	Mr. Suman Kumar	Key managerial personnel
7	Mr. Himanshu Gupta	Key managerial personnel
8	Ms. Shruti Aggarwal	Key managerial personnel
9	Ms. Madhu Vij	Key managerial personnel (Independent Director)
10	Mr. Kundan Mal Aggarwal	Key managerial personnel (Independent Director)
11	Mr. Hari Das Khunteta	Key managerial personnel (Independent Director)
12	Mr. Naveen ND Gupta	Key managerial personnel (Independent Director)
13	Mr. Chandra Wadhwa	Key managerial personnel (Independent Director)
14	Mr. Roop Chand Jindal (till 07/05/2022)	Key managerial personnel (Independent Director)
15	Mr. Narendra Kumar (w.e.f. 16/09/2022)	Key managerial personnel (Independent Director)
16	Ms. Hemlata Aggarwal	Close Family Member of KMPs
17	Ms. Sushma Gupta	Close Family Member of KMPs
18	Ms. Reema Garg	Close Family Member of KMPs
19	Ms. Meetu Goel	Close Family Member of KMPs
20	Ms. Archana Aggarwal	Close Family Member of KMPs
21	Mr. Aayush Aggarwal	Close Family Member of KMPs
22	Ms. Nidhi Bansal	Close Family Member of KMPs
23	Mr. Anuj Kansal	Close Family Member of KMPs
24	Mrs. Neha Gupta	Close family member of KMPs
25	Mrs. Uma Agarwal	Close family member of KMPs
26	SMC Global Foundation	Trust where in KMPs have control
27	Pulin Investments Private Limited	Entities Controlled by KMPs
28	Dee Faces Harbal Private Limited	Entities Controlled by KMPs
29	MVR Share Trading Private Limited	Entities Controlled by KMPs
30	Aroma Securities Limited	Entities Controlled by KMPs
31	SMC Share Brokers Limited	Entities Controlled by KMPs

Note : Related party relationship is as identified by the Group and relied upon by the auditors.

## NOTE NO. 37.02

### Disclosure of transactions with related parties

(₹ in Lakhs)

Sr. No.	Particulars of transactions	Relationship	For the year ended	
			March 31, 2023	March 31, 2022
<b>1</b>	<b>Remuneration</b>			
	Salaries, wages & other benefits	Key managerial personnel	654.60	526.61
	Contribution to defined benefit plan	Key managerial personnel	37.95	33.19
	<b>Total</b>		<b>692.55</b>	<b>559.80</b>
	Directors sitting fee	Independent director	27.01	30.15
<b>2</b>	<b>Remuneration</b>			
	Salaries, wages & other benefits	Close member of the family of KMP	255.21	157.06
	Contribution to defined benefit plan	Close member of the family of KMP	6.40	3.22
	<b>Total</b>		<b>261.61</b>	<b>160.28</b>
<b>3</b>	<b>Contribution to Trust</b>			
	SMC Global Foundation	Trust where in KMPs have control	1.08	2.04
<b>4</b>	<b>Loans &amp; Advances Given</b>			
	Mvr Share Trading Pvt. Ltd	Entities Controlled by KMPs	13.36	-
	Dee Faces Herbal Private Limited	Entities Controlled by KMPs	77.50	-
	Pulin Investments Private Limited	Entities Controlled by KMPs	1,432.93	-
	SMC Share Brokers Limited	Entities Controlled by KMPs	1.53	-
<b>5</b>	<b>Loans &amp; Advances Recovered</b>			
	Pulin Investments Private Limited	Entities Controlled by KMPs	1,432.93	-
	SMC Share Brokers Limited	Entities Controlled by KMPs	1.53	-
<b>6</b>	<b>Brokerage received</b>			
	Pulin Investments Private Limited	Entities Controlled by KMPs	240.61	214.28
	Excellent Agencies Private Limited	Entities Controlled by KMPs	1,200.00	-
<b>7</b>	<b>Loans &amp; Advances repaid</b>			
	Excellent Agencies Private Limited	Entities Controlled by KMPs	1,200.00	-
<b>8</b>	<b>Demat charges received</b>			
	Pulin Investments Private Limited	Entities Controlled by KMPs	0.03	0.01
<b>9</b>	<b>Interest Income</b>			
	Dee Faces Herbal Private Limited	Entities Controlled by KMPs	1.16	-
	Pulin Investments Private Limited	Entities Controlled by KMPs	16.09	-
	Mvr Share Trading Pvt. Ltd	Entities Controlled by KMPs	1.35	-
<b>10</b>	<b>Delay payment charges</b>			
	Pulin Investments Private Limited	Entities Controlled by KMPs	66.38	0.02
<b>11</b>	<b>Finance Cost</b>			
	Excellent Agencies Private Limited	Entities Controlled by KMPs	3.66	-
	Pulin Investments Private Limited	Entities Controlled by KMPs	-	0.14
	Aroma Securities Limited	Entities Controlled by KMPs	-	2.84
	SMC Share Brokers Limited	Entities Controlled by KMPs	-	1.45

## NOTE NO. 37.03

### Balance outstanding

(₹ in Lakhs)

Sr. No.	Particulars of transactions	Relationship	For the year ended	
			March 31, 2023	March 31, 2022
<b>12</b>	<b>Loans</b>			
	Mvr Share Trading Pvt. Ltd	Entities Controlled by KMPs	13.36	-
	Dee Faces Herbal Private Limited	Entities Controlled by KMPs	77.27	-

Transactions and balances with KMPs and their relatives, related parties through stock exchanges / depositories / PMS in the normal course of business have not been disclosed as the same have been transacted at prevailing market prices under online trade mechanism and not material in nature.

## NOTE NO. 38

### Segment reporting

Ind AS 108 establishes standards for the way that public business enterprises report information about operating segments and related disclosures about products and services, geographic areas, and major customers. Based on the "management approach" as defined in Ind AS 108, the Chief Operating Decision Maker (CODM) evaluates the group's performance and allocates resources based on analysis of various performance indicators by business segments and geographic segments. Accordingly, information has been presented both along industry classes and geographic segmentation of customers, industry being the primary segment. Secondary segmental reporting is performed on the basis of the geographical location of customers. The accounting principles used in the preparation of the financial statements are consistently applied to record revenue and expenditure in individual segments, and are as set out in the note on significant accounting policies.

#### Business Segment:

The Group has three reportable

segments, as described below, which are the Group's Lines of Business (LoBs). The LoBs offer different products and services, and are managed separately because the nature of products and method used to distribute the services are different.

The following summary describes the operations in each of the Group's reportable segments:

1. Broking, distribution and trading primarily comprises
  - a. Brokerage on dealing in shares, commodities, currency, derivatives and other securities on behalf of customers;
  - b. Proprietary trading in shares, commodities, currency, derivatives and other securities;
  - c. Clearing services;
  - d. Depository services rendered as depository participant;
  - e. Distribution of third party

financial products;

- f. Fund management services and research support services
  - g. Portfolio and wealth management;
  - h. Real estate broking and
  - i. Mortgage and loan advisory and investment banking services
2. Insurance broking services primarily comprises providing services in life and non-life insurance products.
  3. Financing services primarily comprises business of providing loans.

For these LoBs, the Group's Leadership Team comprising of Chairman, Vice-Chairman, Chief Executive Officer and Group Chief Financial Officer, reviews internal management reports. Accordingly, the leadership team is construed to be the Chief Operating Decision Maker (CODM).



## NOTE NO. 38.02

### Geographical segment

(₹ in Lakhs)

Particulars	2022-23	2021-22
<b>Segment revenue - external</b>		
Within India	1,21,173.42	1,10,477.85
Outside India	902.30	1,604.23
<b>Total</b>	<b>1,22,075.72</b>	<b>1,12,082.08</b>
<b>Other information</b>		
Segment assets		
Within India	3,24,962.38	2,85,467.96
Outside India	3,485.97	6,547.14
Segment liabilities		
Within India	2,37,639.51	1,97,662.30
Outside India	573.38	3,977.21

### (Non-Ind AS Information)

## NOTE NO. 39

### Additional Regulatory disclosures

Additional regulatory information/disclosures as required by general instructions to Division-III of Schedule III to the Companies Act, 2013 are furnished to the extent applicable to the Group.

- i. Title Deeds of all Immovable properties are held in the name of the Group
- ii. The Group does not have any investment property, hence disclosure relating to its valuation are not applicable.
- iii. During the year the Group has not revalued its property, plant and Equipment.
- iv. During the year the Group has not revalued its intangible assets.
- v. There are no loans and advances in the nature of loans granted to Promoters, Directors, KMP and related parties (as defined under the Companies Act, 2013) which are payable on demand or without specifying any terms of repayment.

#### vi. Capital Work in Progress Aging Schedule as at March 31, 2023

Particulars	Amount of CWIP for a period of			
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years
Projects in Progress	893.49	-	-	-
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>893.49</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### Capital Work in Progress Aging Schedule as at March 31, 2022

Particulars	Amount of CWIP for a period of			
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years
Projects in Progress	-	-	-	-
Projects temporarily suspended	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

vii. Intangible assets under development ageing schedule as at March 31, 2023

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years	
Projects in progress	109.75	-	-	-	109.75
Projects temporarily suspended	-	-	-	-	-

Intangible assets under development ageing schedule as at March 31, 2022

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment / transaction				Total
	Less than 1 year	1-2 Years	2-3 years	More than 3 Years	
Projects in progress	112.19	5.80	-	-	117.99
Projects temporarily suspended	-	-	-	-	-

viii. No proceeding has been initiated or pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

filed with banks and financial institutions for fund borrowed from those banks and financial institutions on the basis of security of current assets are in accordance with terms and conditions.

x. The group has not been declared as wilful defaulter by any bank or financial institution. Hence the clause is not applicable.

ix. Quarterly statements of current assets

xi. The group has not entered in any transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956, except:

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Transactions during the year March 31, 2023	Balance Outstanding as at March 31, 2023	Relationship with the Struck off company
Lookline Commodities Private Limited	Payables	0.30	0.41	Client
Micro Forex Equity & Derivatives Private Limited	Payables	-	0.04	Client
Mkb Securities Private Limited	Payables	0.30	1.71	Client
Overreach Merchants Private Limited	Payables	0.30	0.71	Client
Simplex Commodities Trade Private Limited	Payables	0.30	1.37	Client
F6 Commodities Private Limited	Payables	-	1.38	Client
Ori Finance Limited	Payables	0.30	0.09	Client
Adventures India Financial Services Limited	Payables	0.30	0.71	Client

(₹ in Lakhs)

Name of struck off Company	Nature of transactions with struck-off Company	Transactions during the year March 31, 2022	Balance Outstanding as at March 31, 2022	Relationship with the Struck off company
F6 Commodities Private Limited	Payables	-	0.38	Client
Ori Finance Limited	Payables	-	0.04	Client
Adventures India Financial Services Limited	Payables	-	0.01	Client

xii. No charges or satisfaction yet to be registered with ROC beyond the statutory period.

xiii. The group has complied with the number of layers prescribed under clause (87) of section 2 of the act read with companies (Restriction on number of layers) rule 2017.

xiv. Additional regulatory information required under (WB) (xiv) of Division III of Schedule III amendment, disclosure of ratios, is not applicable to the Company as it is in broking business and not an NBFC registered under Section 45-IA of Reserve Bank of India Act, 1934.

xv. During the year no Scheme of Arrangements related to the Group has been approved by the Competent Authority in terms of sections 230 to 237 of the

Companies Act, 2013.

xvi. Utilisation of Borrowed funds and share premium:-

A) The group has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall:

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Group (Ultimate Beneficiaries) or

- (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

(B) The Group has not received any fund from any person(s) or entity (ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall

- (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
- (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

## NOTE NO. 40

The group does not have any transactions not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax 1961 ( such as search or survey or any other relevant provisions of the Income Tax Act, 1961).



**NOTE NO. 41****Corporate Social Responsibility (CSR)**

As per Section 135 of the Companies Act, 2013, a group, meeting the applicability threshold, needs to spend at least 2% of its average net profit for the immediately preceding three financial years on corporate social responsibility (CSR) activities. A CSR committee has been formed by the Group as per the Act. The funds were primarily allocated to a corpus and utilized through the year on these activities which are specified in Schedule VII of the Companies Act, 2013:

(₹ in Lakhs)

Particulars	As at	
	March 31, 2023	March 31, 2022
Amount required to be spent by the Group during the year	244.97	175.43
Amount of expenditure incurred	244.99	175.43
Shortfall / (excess) at the end of the year	(0.02)	-
Total of previous years shortfall	-	-
Reason for shortfall	NA	NA
Nature of CSR activities	Promoting Education, Including Special Education and Employment Enhancing Vocation Skill, healthcare, environment sustainability, Eradication of hunger and malnutrition and rural development projects	
Details of related party transactions, e.g., contribution to a trust controlled by KMPs in relation to CSR expenditure as per relevant Accounting Standard	1.08	2.04
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year	NA	NA

**NOTE NO. 42**

The group has not traded or invested in Crypto Currency or Virtual currency during the year.

## NOTE NO. 43

Additional information pursuant to para 2 of general instructions for the preparation of consolidated financial statements :

(₹ in Lakhs)

Name of entity	Net assets		Share in profit or loss		Share in other comprehensive income		Share in total comprehensive income	
	as % of consolidated net assets	Amount	as % of consolidated profit or loss	Amount	as % of consolidated other comprehensive income	Amount	as % of consolidated total comprehensive income	Amount
SMC Global Securities Limited	82.13	76,800.24	77.77	9,337.23	(5.48)	(27.64)	74.42	9,309.59
<b>Indian Subsidiaries</b>								
SMC Comtrade Limited	1.07	1,003.75	0.21	25.31	0.03	0.15	0.20	25.45
SMC Investments and Advisors Limited	0.44	407.94	(3.93)	(471.26)	(1.06)	(5.36)	(3.81)	(476.62)
Moneywise Financial Services Private Limited	42.82	40,042.69	30.11	3,614.41	7.64	38.52	29.20	3,652.93
SMC Capitals Limited	1.62	1,514.46	0.61	73.49	(0.62)	(3.14)	0.56	70.35
SMC Insurance Brokers Private Limited	2.58	2,411.13	6.46	775.83	1.44	7.28	6.26	783.11
Moneywise Finvest Limited	3.42	3,200.44	0.97	116.60	1.67	8.42	1.00	125.02
SMC Global IFSC Private Limited	3.73	3,489.89	2.22	266.77	45.27	228.28	3.96	495.05
SMC Real Estate Advisors Private Limited	(1.07)	(999.22)	(9.19)	(1,103.46)	7.19	36.25	(8.53)	(1,067.21)
<b>Foreign Subsidiaries</b>								
SMC Comex International DMCC	3.31	3,094.74	1.65	198.36	45.62	230.03	3.42	428.38
SMC Global USA Inc.	(0.19)	(182.14)	(0.63)	(75.81)	(1.96)	(9.90)	(0.69)	(85.71)
<b>Joint Venture</b>								
SMC & IM Capitals Investment Manager LLP	-	-	0.00	0.14	-	-	0.00	0.14
Adjustment arising out of consolidation	(40.11)	(37,510.46)	(5.98)	(717.98)	-	-	(5.74)	(717.98)
	<b>99.74</b>	<b>93,273.45</b>	<b>100.28</b>	<b>12,039.62</b>	<b>99.72</b>	<b>502.88</b>	<b>100.26</b>	<b>12,542.50</b>
Non-controlling interest in subsidiaries	0.26	241.12	(0.28)	(34.15)	0.28	1.40	(0.26)	(32.75)
<b>Total</b>	<b>100.00</b>	<b>93,514.57</b>	<b>100.00</b>	<b>12,005.47</b>	<b>100.00</b>	<b>504.28</b>	<b>100.00</b>	<b>12,509.75</b>

## NOTE NO. 44

Previous year's figures have been regrouped and rearranged wherever necessary to confirm to this year's classification.

### In terms of our report of even date attached

#### For R. Gopal & Associates

Chartered Accountants

Firm Registration No. : 000846C

Sd/-

**Vikash Aggarwal**

Partner

Membership No. : 519574

#### For and on behalf of the Board

Sd/-

**S.C. Aggarwal**

Chairman &

Managing Director

DIN: 00003267

Sd/-

**Mahesh C. Gupta**

Vice-Chairman &

Managing Director

DIN: 00003082

Sd/-

**Ajay Garg**

Director & CEO

DIN: 00003166

Sd/-

**Vinod Kumar Jamar**

President & Group CFO

Sd/-

**Suman Kumar**

Company Secretary

Place: New Delhi

Date: May 18, 2023







**SMC GLOBAL SECURITIES LIMITED**

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CIN: L74899DL1994PLC063609