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**V. Sankar Aiyar & Co.**

CHARTERED ACCOUNTANTS  
2-C, Court Chambers  
35, New Marine Lines  
Mumbai - 400 020

**LIMITED REVIEW REPORT ON THE UNAUDITED STAND ALONE FINANCIAL RESULTS  
FOR THE QUARTER AND HALF YEAR ENDED 30<sup>TH</sup> SEPTEMBER 2018**

The Board of Directors  
5paisa Capital Limited  
Mumbai.

1. We have reviewed the accompanying statement of unaudited stand-alone financial results of M/s. 5paisa Capital Limited for the quarter and half year ended 30<sup>th</sup> September 2018. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information performed by the Independent Auditor of the Entity*. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted of the stand-alone financial results as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For V. Sankar Aiyar & Co.  
Chartered Accountants  
Firm Regn. No.109208W

Place: Mumbai  
Date : 17<sup>th</sup> October 2018



(G Sankar)  
Partner  
Membership No.046050





## Spaisa Capital Ltd

## Statement of Standalone Unaudited Financial Results for the Quarter and Half Year ended Sep 30, 2018

(₹ in Lakhs)


Particulars	Quarter ended			Half Year Ended		Year Ended
	Sep 30, 2018	Jun 30, 2018	Sep 30, 2017	Sep 30, 2018	Sep 30, 2017	Mar 31, 2018
	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited
<b>1. Income</b>						
I Revenue from Operations	1,273.78	906.19	417.59	2,179.98	642.48	1,965.17
II Other Income	-	-	-	-	-	-
<b>Total Revenue (I+II)</b>	<b>1,273.78</b>	<b>906.19</b>	<b>417.59</b>	<b>2,179.98</b>	<b>642.48</b>	<b>1,965.17</b>
<b>2. Expenses</b>						
a. Employee benefit expenses	619.47	629.12	465.07	1,248.59	891.21	1,933.53
b. Finance cost	158.78	76.19	4.89	234.97	7.14	79.53
c. Depreciation & amortisation expenses	40.97	34.28	11.61	75.25	20.02	66.71
d. Other expenses	1,413.97	916.81	706.76	2,330.78	1,183.83	3,206.44
<b>Total Expenses</b>	<b>2,233.19</b>	<b>1,656.40</b>	<b>1,188.33</b>	<b>3,889.59</b>	<b>2,102.21</b>	<b>5,286.22</b>
<b>3. Profit before exceptional and extraordinary items and tax (1 - 2)</b>	<b>(959.41)</b>	<b>(750.21)</b>	<b>(770.74)</b>	<b>(1,709.61)</b>	<b>(1,459.73)</b>	<b>(3,321.05)</b>
4. Exceptional Items	-	-	-	-	-	-
<b>5. Profit before extraordinary items and tax (3 - 4)</b>	<b>(959.41)</b>	<b>(750.21)</b>	<b>(770.74)</b>	<b>(1,709.61)</b>	<b>(1,459.73)</b>	<b>(3,321.05)</b>
6. Extraordinary items	-	-	-	-	-	-
<b>7. Profit before tax (5-6)</b>	<b>(959.41)</b>	<b>(750.21)</b>	<b>(770.74)</b>	<b>(1,709.61)</b>	<b>(1,459.73)</b>	<b>(3,321.05)</b>
<b>8. Tax expenses</b>						
a. Current tax	-	-	-	-	-	(0.02)
b. Deferred tax	(252.12)	(186.37)	(220.93)	(438.49)	(293.70)	(791.17)
<b>9. Profit (Loss) for the period from continuing operations (7-8)</b>	<b>(707.29)</b>	<b>(563.83)</b>	<b>(549.81)</b>	<b>(1,271.12)</b>	<b>(1,166.03)</b>	<b>(2,529.85)</b>
10. Profit/(loss) from discontinuing operations	-	-	-	-	-	-
11. Tax expense of discontinuing operations	-	-	-	-	-	-
<b>12. Profit/(loss) from Discontinuing operations (after tax) (10-11)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13. Profit (Loss) for the period (9 + 12)</b>	<b>(707.29)</b>	<b>(563.83)</b>	<b>(549.81)</b>	<b>(1,271.12)</b>	<b>(1,166.03)</b>	<b>(2,529.85)</b>
<b>14. Paid up Equity Share Capital (Face Value of Rs.10 each)</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>
<b>15. Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year</b>					6,383.56	5,019.74
<b>16. Earnings Per Share before and after extraordinary items</b>						
Basic (In Rs.) *	(5.55)	(4.43)	(4.32)	(9.98)	(9.15)	(19.86)
Diluted (In Rs.) *	(5.55)	(4.43)	(4.32)	(9.98)	(9.15)	(19.86)

\* Quarter and half year ended numbers are not annualised

For Spaisa Capital Limited

Date : October 17, 2018

Place: Mumbai

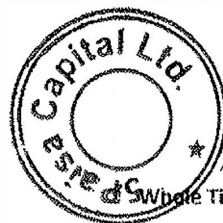


Prakash Gagdani  
Whole Time Director & Chief Executive Officer  
DIN: 07376258

**Spaisa Capital Limited**  
**Standalone Balance Sheet as at September 30, 2018**

(₹ in lakhs)

Particulars	As at Sep 30, 2018 (Unaudited)	As at Mar 31, 2018 (Audited)
<b>I EQUITY AND LIABILITIES</b>		
<b>(1) Shareholder's funds</b>		
(a) Share Capital	1,273.90	1,273.90
(b) Reserve and Surplus	3,748.62	5,019.74
<b>Sub Total</b>	<b>5,022.52</b>	<b>6,293.64</b>
<b>(2) Non Current Liabilities</b>		
(a) Long-Term borrowings	-	-
(b) Deferred Tax Liabilities (Net)	-	-
(c) Other Long-Term liabilities	-	-
(d) Long-Term Provisions	28.87	20.69
<b>Sub Total</b>	<b>28.87</b>	<b>20.69</b>
<b>(3) Current Liabilities</b>		
(a) Short-Term Borrowings	8,911.38	1,614.70
(b) Trade Payables	-	-
(A) total outstanding dues of micro enterprises and small enterprises	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	289.02	206.95
(c) Other Current Liabilities	9,820.76	4,522.85
(d) Short-Term Provisions	694.81	520.17
<b>Sub Total</b>	<b>19,715.97</b>	<b>6,864.67</b>
<b>TOTAL</b>	<b>24,767.36</b>	<b>13,179.00</b>
<b>II ASSETS</b>		
<b>(1) Non-Current Assets</b>		
(a) Fixed Assets		
(i) Tangible Assets	178.34	124.93
(ii) Intangible Assets	69.26	87.72
(iii) Capital work in progress	3.00	0.50
<b>Sub Total</b>	<b>250.60</b>	<b>213.15</b>
(b) Non-Current Investments	205.00	205.00
(c) Deferred Tax Assets (Net)	1,931.37	1,492.88
(d) Long-Term Loans & Advances	3,301.95	3,259.75
(e) Other Non-Current Assets	-	-
<b>Sub Total</b>	<b>5,438.32</b>	<b>4,957.63</b>
<b>(2) Current Assets</b>		
(a) Current Investments	-	-
(b) Inventories	307.59	360.04
(c) Trade Receivables	56.82	56.64
(d) Cash and Cash equivalents	10,369.83	2,864.66
(e) Short-Term Loans & Advances	520.70	406.37
(f) Other Current Assets	7,823.50	4,320.51
<b>Sub Total</b>	<b>19,078.44</b>	<b>8,008.22</b>
<b>TOTAL</b>	<b>24,767.36</b>	<b>13,179.00</b>



For Spaisa Capital Limited

*(Signature)*  
Prakash Gagdani

Whole Time Director & Chief Executive Officer

DIN: 07376258

Date : October 17, 2018  
Place: Mumbai

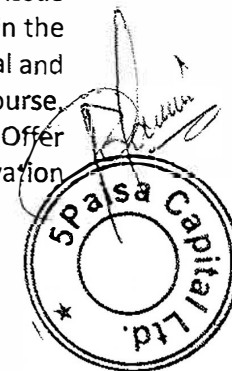
**Spasia Capital Limited**  
CIN : L67190MH2007PLC289249

Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400604

1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on October 17, 2018.
2. The above results have been subjected to limited review by the Statutory Auditors and the Auditors have issued an unqualified report.
3. The Company is engaged only in the business of Securities broking and distribution of financial products primarily through internet and mobile applications. Accordingly, there is no separate reportable segment in accordance with Accounting Standard 17 on 'Segment Reporting' as prescribed under Section 133 of the Companies Act, 2013.
4. Key data relating to Consolidated information of Spasia Capital Limited is as under:

Particulars	(Rs. in Lakhs)			
	Quarter ended September 30, 2018 (Unaudited)	Quarter ended June 30, 2018 (Unaudited)	Half year ended September 30, 2018 (Unaudited)	Year ended March 31, 2018 (Audited)
Revenue from operations	1,277.40	907.11	2,184.51	1,965.17
Profit /(loss) for the period/year	(704.61)	(563.18)	(1,267.79)	(2,529.85)
<b>Earnings per Share</b>				
a) Basic (in Rs.)	(5.53)	(4.42)	(9.95)	(19.86)
b) Diluted (in Rs.)	(5.53)	(4.42)	(9.95)	(19.86)

5. The comparative figure for quarter and half year ended September 30, 2017 is not provided in the aforesaid consolidated information, since the Spasia P2P Limited, the wholly owned Subsidiary of the Company was incorporated on December 07, 2017.
6. The Board at its Meetings held on July 17, 2018 and September 12, 2018 approved the proposal of issue of equity shares by way of a Rights Issue ("Issue") to the existing shareholders of the Company in the ratio of 1 equity share of Rs 10 each for every 1 equity share of Rs 10 each held in the Company at a premium of Rs 70 per share i.e. issue price of Rs 80 each aggregating to Rs 101.91 Cr. in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, and the record date for determining the entitlement will be announced in due course subject to receipt of relevant approvals from regulatory authorities, as may be required. Further, the Company has filed the Draft Letter of Offer with SEBI, NSE and BSE on September 17, 2018. The Company has received the in-principle approval from NSE and is awaiting the observation letter/in-principle approval from SEBI and BSE, respectively.



7. The wholly owned subsidiary of the Company namely 5paisa P2P Limited (5paisa P2P) has received in-principle approval for registration as NBFC Peer-to-Peer Lending Platform (NBFC-P2P) from Reserve Bank of India (RBI). In terms of the said approval, 5paisa P2P is required to set up the systems and processes and to comply with the other terms and conditions within a period of 12 months for obtaining final approval from RBI and commencement of P2P activities.
8. The accounting policies adopted in the preparation of financial results are consistent with those followed in the previous period/year unless otherwise stated.
9. The figures for the quarter ended March 31, 2018 are the balancing figures between audited figures in respect of the year ended March 31, 2018 and the unaudited figures of the nine month ended December 31, 2017.
10. The Standalone unaudited financial results for the quarter and half year ended September 30, 2018, as submitted to Stock Exchanges are also available on our website [www.5paisa.com](http://www.5paisa.com) .
11. Previous periods figures have been regrouped / rearranged wherever necessary.

Date: October 17, 2018  
Place: Mumbai



By order of the Board  
For 5paisa Capital Limited

  
Prakash Gagdani  
Whole Time Director & CEO



Tel. : 2200 4465, 2206 7440  
Fax : 91- 22-2200 0649  
E-mail : mumbai@vsa.co.in  
Website : www.vsa.co.in

**V. Sankar Aiyar & Co.**

CHARTERED ACCOUNTANTS  
2-C, Court Chambers  
35, New Marine Lines  
Mumbai - 400 020

**LIMITED REVIEW REPORT ON THE UNAUDITED CONSOLIDATED FINANCIAL RESULTS  
FOR THE QUARTER AND HALF YEAR ENDED 30<sup>th</sup> SEPTEMBER 2018**

The Board of Directors  
5paisa Capital Limited  
Mumbai.

1. We have reviewed the accompanying statement of unaudited consolidated financial results of M/s. 5paisa Capital Limited for the quarter and half year ended 30<sup>th</sup> September, 2018. This statement is the responsibility of the Company's management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, *Review of Interim Financial Information performed by the Independent Auditor of the Entity*. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. These statements include the financial results of 5paisa P2P Limited (a wholly owned subsidiary of the Company).
4. Based on our review conducted of the consolidated financial results as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and other recognized accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For V. Sankar Aiyar & Co.  
Chartered Accountants  
Firm Regn. No.109208W



(G Sankar)  
Partner

Membership No.046050

Place: Mumbai  
Date : 17<sup>th</sup> October 2018




Spaisa Capital Ltd				
Statement of Consolidated Unaudited Financial Results for the Quarter and Half Year ended Sep 30, 2018				
(₹ In Lakhs)				
Particulars	Quarter ended		Half year Ended	Year Ended
	Sep 30, 2018	Jun 30, 2018	Sep 30, 2018	Mar 31, 2018
	Unaudited	Unaudited	Unaudited	Audited
<b>1. Income</b>				
I Revenue from Operations	1,277.40	907.11	2,184.51	1,965.17
II Other Income	-	-	-	-
<b>Total Revenue (I+II)</b>	<b>1,277.40</b>	<b>907.11</b>	<b>2,184.51</b>	<b>1,965.17</b>
<b>2. Expenses</b>				
a. Employee benefit expenses	619.47	629.12	1,248.59	1,933.53
b. Finance cost	158.78	76.19	234.97	79.53
c. Depreciation & amortisation expenses	40.97	34.28	75.25	66.71
d. Other expenses	1,413.97	916.84	2,330.81	3,206.44
<b>Total Expenses</b>	<b>2,233.18</b>	<b>1,656.43</b>	<b>3,889.61</b>	<b>5,286.22</b>
<b>3. Profit before exceptional and extraordinary items and tax (1 - 2)</b>	<b>(955.78)</b>	<b>(749.32)</b>	<b>(1,705.10)</b>	<b>(3,321.05)</b>
4. Exceptional Items	-	-	-	-
<b>5. Profit before extraordinary items and tax (3 - 4)</b>	<b>(955.78)</b>	<b>(749.32)</b>	<b>(1,705.10)</b>	<b>(3,321.05)</b>
6. Extraordinary items	-	-	-	-
<b>7. Profit before tax (5-6)</b>	<b>(955.78)</b>	<b>(749.32)</b>	<b>(1,705.10)</b>	<b>(3,321.05)</b>
<b>8. Tax expenses</b>				
a. Current tax	1.17	-	1.17	(0.02)
b. Deferred tax	(252.35)	(186.14)	(438.49)	(791.17)
<b>9. Profit (Loss) for the period from continuing operations (7-8)</b>	<b>(704.60)</b>	<b>(563.18)</b>	<b>(1,267.78)</b>	<b>(2,529.85)</b>
10. Profit/(loss) from discontinuing operations	-	-	-	-
11. Tax expense of discontinuing operations	-	-	-	-
<b>12. Profit/(loss) from Discontinuing operations (after tax) (10-11)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>13. Profit (Loss) for the period (9 + 12)</b>	<b>(704.60)</b>	<b>(563.18)</b>	<b>(1,267.78)</b>	<b>(2,529.85)</b>
<b>14. Paid up Equity Share Capital (Face Value of Rs.10 each)</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>	<b>1,273.90</b>
<b>15. Reserves excluding Revaluation Reserve as per balance sheet of previous accounting year</b>				<b>5,019.74</b>
<b>16. Earnings Per Share before and after extraordinary items</b>				
Basic (In Rs.) *	(5.53)	(4.42)	(9.95)	(19.86)
Diluted (In Rs.) *	(5.53)	(4.42)	(9.95)	(19.86)

\* Quarter and half year ended numbers are not annualised

Date : October 17, 2018  
Place: Mumbai

For Spaisa Capital Limited

Prakash Gogdani  
Whole Time Director & Chief Executive Officer  
DIN: 07376258

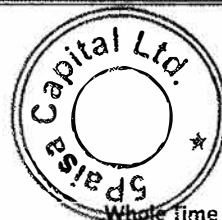




**Spaisa Capital Limited**  
**Consolidated Balance Sheet as at Sep 30, 2018**

(₹ in lakhs)

Particulars	As at September 30, 2018 (Unaudited)	As at March 31, 2018 (Audited)
<b>I EQUITY AND LIABILITIES</b>		
<b>(1) Shareholder's funds</b>		
(a) Share Capital	1,273.90	1,273.90
(b) Reserve and Surplus	3,751.96	5,019.74
<b>Sub Total</b>	<b>5,025.86</b>	<b>6,293.64</b>
<b>(2) Non Current Liabilities</b>		
(a) Long-Term borrowings	-	-
(b) Deferred Tax Liabilities (Net)	-	-
(c) Other Long-Term liabilities	-	-
(d) Long-Term Provisions	28.87	20.69
<b>Sub Total</b>	<b>28.87</b>	<b>20.69</b>
<b>(3) Current Liabilities</b>		
(a) Short-Term Borrowings	8,911.38	1,614.70
(b) Trade Payables	-	-
(A) total outstanding dues of micro enterprises and small enterprises	-	-
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	289.02	206.95
(c) Other Current Liabilities	9,820.76	4,522.85
(d) Short-Term Provisions	695.98	520.17
<b>Sub Total</b>	<b>19,717.14</b>	<b>6,864.67</b>
<b>TOTAL</b>	<b>24,771.87</b>	<b>13,179.00</b>
<b>II ASSETS</b>		
<b>(1) Non-Current Assets</b>		
(a) Fixed Assets		
(i) Tangible Assets	178.34	124.93
(ii) Intangible Assets	69.26	87.72
(iii) Capital work in progress	3.00	0.50
<b>Sub Total</b>	<b>250.60</b>	<b>213.15</b>
(b) Non-Current Investments	-	-
(c) Deferred Tax Assets (Net)	1,931.37	1,492.88
(d) Long-Term Loans & Advances	3,302.31	3,259.75
(e) Other Non-Current Assets	-	-
<b>Sub Total</b>	<b>5,233.68</b>	<b>4,752.63</b>
<b>(2) Current Assets</b>		
(a) Current Investments	-	-
(b) Inventories	307.59	360.04
(c) Trade Receivables	56.82	56.64
(d) Cash and Cash equivalents	10,578.07	3,069.66
(e) Short-Term Loans & Advances	520.70	406.37
(f) Other Current Assets	7,824.41	4,320.51
<b>Sub Total</b>	<b>19,287.59</b>	<b>8,213.22</b>
<b>TOTAL</b>	<b>24,771.87</b>	<b>13,179.00</b>



For Spaisa Capital Limited

Prakrsh Gagdani

Whole Time Director & Chief Executive Officer

DIN: 07376258

Date : October 17, 2018  
Place: Mumbai



**Spasia Capital Limited**  
CIN : L67190MH2007PLC289249

Regd. Office :- IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate, Thane - 400604

1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on October 17, 2018.
2. The above results have been subjected to limited review by the Statutory Auditors and the Auditors have issued an unqualified report.
3. The Company is engaged only in the business of Securities broking and distribution of financial products primarily through internet and mobile applications. Accordingly, there is no separate reportable segment in accordance with Accounting Standard 17 on 'Segment Reporting' as prescribed under Section 133 of the Companies Act, 2013.
4. Key data relating to Standalone information of Spasia Capital Limited is as under:

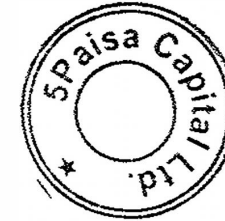
Particulars	(Rs. in Lakhs)					
	Quarter ended September 30, 2018 (Unaudited)	Quarter ended June 30, 2018 (Unaudited)	Quarter ended September 30, 2017 (Unaudited)	Half year ended September 30, 2018 (Unaudited)	Half year ended September 30, 2017 (Audited)	Year ended March 31, 2018 (Audited)
Revenue from operations	1273.79	906.19	417.59	2,179.98	642.48	1,965.17
Profit /(loss) for the period/year	(707.28)	(563.84)	(549.81)	(1,271.12)	(1,166.02)	(2,529.85)
<b>Earnings per Share</b>						
a) Basic (in Rs.)	(5.55)	(4.43)	(4.32)	(9.98)	(9.15)	(19.86)
b) Diluted (in Rs.)	(5.55)	(4.43)	(4.32)	(9.98)	(9.15)	(19.86)

5. The Board at its Meetings held on July 17, 2018 and September 12, 2018 approved the proposal of issue of equity shares by way of a Rights Issue ("Issue") to the existing shareholders of the Company in the ratio of 1 equity share of Rs 10 each for every 1 equity share of Rs 10 each held in the Company at a premium of Rs 70 per share i.e. issue price of Rs 80 each aggregating to Rs 101.91 Cr. in accordance with the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, and the record date for determining the entitlement will be announced in due course, subject to receipt of relevant approvals from regulatory authorities, as may be required. Further, the Company has filed the Draft Letter of Offer with SEBI, NSE and BSE on September 17, 2018. The Company has received the in-principle approval from NSE and is awaiting the observation letter/in-principle approval from SEBI and BSE, respectively.
6. The wholly owned subsidiary of the Company namely Spasia P2P Limited (Spasia P2P) has received in-principle approval for registration as NBFC Peer-to-Peer Lending Platform (NBFC-P2P) from Reserve Bank of India (RBI). In terms of the said approval, Spasia P2P is required to set up the systems and processes and to comply with the other terms and conditions within a period of 12 months for obtaining final approval from RBI and commencement of P2P activities.



7. The accounting policies adopted in the preparation of financial results are consistent with those followed in the previous period/year unless otherwise stated.
8. The figures for the quarter ended March 31, 2018 are the balancing figures between audited figures in respect of the year ended March 31, 2018 and the unaudited figures of the nine month ended December 31, 2017.
9. The Consolidated financial results for the quarter and half year ended September 30, 2018, as submitted to Stock Exchanges are also available on our website [www.5paisa.com](http://www.5paisa.com).
10. Previous periods figures have been regrouped / rearranged wherever necessary.

Date: October 17, 2018  
Place: Mumbai



By order of the Board  
For 5paisa Capital Limited

  
Prakash Gagdani  
Whole Time Director & Chief Executive Officer  
DIN: 07376258