



April 17, 2018

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037/ BSE Scrip Code: 540776	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 Fax No.: 26598237 NSE Symbol: 5Paisa
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Dear Sir/Madam,

Sub: Outcome of the Board Meeting

This is to inform you that pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI-LODR"), the Board of Directors of the Company at their meeting held today has inter-alia:

- 1) Considered and approved the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended March 31, 2018. In this regards, we are enclosing the Audited financials results (Standalone and Consolidated) along with the Auditors report for the financial year ended March 31, 2018 as required under Regulation 33 of the SEBI- LODR.
- 2) Approved enabling resolution for raising funds through issue of Non- Convertible Debentures on a Private Placement basis, upto a limit of Rs 250 Crores, subject to the approval of the members at the ensuing AGM.
- 3) Approved the Material Related Party Transactions, subject to the approval of the members at the ensuing AGM.

The results have been uploaded on the Stock exchange websites at www.nseindia.com and www.bseindia.com and on the website of the Company at www.5paise.com.

The meeting of the Boards of Directors at 03.00 P.M. and concluded at 7.45 P.M.

Kindly take the above on record and oblige

Thanking you,
For **5paise Capital Limited**

Roshan Dave
Company Secretary
Email ID: csteam@5paise.com



5paise Capital Limited

Corporate Identity Number: U67190MH2007PLC289249

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

E-mail: support@5paise.com • Website: www.5paise.com



April 17, 2018

The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 BSE Scrip Code: 540776	The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 NSE Symbol: 5PAISA
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Sub: - Declaration under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Pursuant to Regulation 33 of Listing Regulations, we hereby confirm and declare that the statutory auditors of the 5paise Capital Limited, M/s. V. Sankar Aiyar & Co., Chartered Accountants have issued audit report on the standalone and consolidated financial results of the 5paise Capital Limited for the quarter and year ended March 31, 2018 with unmodified opinion.

Please take the above on record and oblige.

Yours faithfully,

For **5Paise Capital Limited**


Ankita Lakhotia
Chief Financial Officer



5paise Capital Limited

Corporate Identity Number: U67190MH2007PLC289249


Corporate Office/ Regd. Office: IIFL House, Sun Infotech Park, Road No. 16V, Plot No. B-23, MIDC, Thane Industrial Area, Wagle Estate,
Thane – 400604 E-mail: csteam@5paise.com • Website: www.5paise.com

Spaisa Capital Limited
Statement of Standalone Financial Results for the Quarter and Year ended March 31, 2018

Particulars	(Rs in Lakhs)				
	Quarter ended			Year ended	
	Mar 31, 2018	Dec 31, 2017	Mar 31, 2017	Mar 31, 2018	Mar 31, 2017
	Unaudited	Unaudited	Unaudited	Audited	Audited
1. Income					
a. Revenue from operations	787.09	535.61	460.30	1,965.17	746.68
b. Other Income	-	-	-	-	-
Total Revenue	787.09	535.61	460.30	1,965.17	746.68
2. Expenses					
a. Operating cost	-	-	-	-	-
b. Employee benefits expense	487.89	554.42	313.21	1,933.53	823.79
c. Depreciation and amortisation expense	26.26	20.43	5.43	66.71	27.70
d. Administration and other expense	1,160.72	861.90	550.62	3,206.44	1,408.12
e. Finance Cost	43.97	28.42	59.30	79.53	125.14
Total Expenses	1,718.85	1,465.16	928.56	5,286.22	2,384.74
3. Profit/(Loss) before Exceptional Items and extraordinary items and tax (1-2)	(931.76)	(929.56)	(468.26)	(3,321.05)	(1,638.06)
4. Exceptional Item & Extraordinary items	-	-	-	-	-
5. Profit/(Loss) before Tax (3-4)	(931.76)	(929.56)	(468.26)	(3,321.05)	(1,638.06)
6. Tax Expenses	(239.11)	(258.37)	(129.13)	(791.19)	(469.05)
7. Profit/(Loss) after Tax (5-6)	(692.64)	(671.18)	(339.14)	(2,529.86)	(1,169.01)
8. Paid-up Equity Share Capital (Face Value of Rs10/-)	1,273.90	1,273.90	1,273.90	1,273.90	1,273.90
9. Reserve excluding Revaluation Reserves as per balance sheet	-	-	-	5,019.74	7,549.60
10. Earnings Per Share Before and After Extraordinary Item (Face Value Rs. of 10 each)					
Basic (In Rs.)	(5.44)	(5.27)	(4.18)	(19.86)	(14.41)
Diluted (In Rs.)	(5.44)	(5.27)	(4.18)	(19.86)	(14.41)

Place : Mumbai
Dated : 17th April 2018



For Spaisa Capital Limited

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

SPAISA CAPITAL LIMITED
Standalone Statement of Assets and Liabilities as at March 31, 2018

(Rs in Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
I EQUITY AND LIABILITIES		
(1) Shareholder's funds		
(a) Share Capital	1,273.90	1,273.90
(b) Reserve and Surplus	5,019.74	7,549.60
Sub Total	6,293.64	8,823.50
(2) Non Current Liabilities		
(a) Long-Term borrowings	-	-
(b) Deferred Tax Liabilities (Net)	-	-
(c) Other Long-Term liabilities	-	-
(d) Long-Term Provisions	20.69	31.47
Sub Total	20.69	31.47
(3) Current Liabilities		
(a) Short-Term Borrowings	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	206.95	45.03
(c) Other Current Liabilities	4,522.85	1,616.24
(d) Short-Term Provisions	520.17	405.99
Sub Total	6,864.66	2,067.26
TOTAL	13,178.99	10,922.23
II ASSETS		
(1) Non-Current Assets		
(a) Fixed Assets	-	-
(i) Tangible Assets	124.93	26.86
(ii) Intangible Assets	87.72	20.27
(iii) Capital work in progress	0.50	12.74
Sub Total	213.14	59.87
(b) Non-Current Investments	205.00	-
(c) Deferred Tax Assets (Net)	1,492.88	701.71
(d) Long-Term Loans & Advances	3,259.75	410.96
(e) Other Non-Current Assets	-	-
Sub Total	4,957.63	1,112.66
(2) Current Assets		
(a) Current Investments	-	0.00
(b) Inventories	360.04	255.43
(c) Trade Receivables	56.64	41.05
(d) Cash and Bank Balances	2,864.66	8,112.32
(e) Short-Term Loans & Advances	406.37	158.47
(f) Other Current Assets	4,320.52	1,182.42
Sub Total	8,008.22	9,749.70
TOTAL	13,178.99	10,922.23

For Spaisa Capital Limited



(Signature)
Prakrsh Gagdani
Whole Time Director &
Chief Executive Officer
DIN: 07376258

Place : Mumbai
Dated : 17th April 2018

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF 5PAISA CAPITAL LIMITED

1. We have audited the accompanying Statement of Standalone Financial Results of 5Paisa Capital Limited ('the Company') for the year ended March 31, 2018 ('the Statement'), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related standalone financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (i) is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015; and
 - (ii) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the loss and other financial information of the Company for the year ended March 31, 2018.
4. The Statement includes the results for the Quarter ended March 31, 2018, being the balancing figures between audited figures in respect of the full financial year and the unaudited year to date figures up to the third quarter of the current financial year.

For V. SANKAR AIYAR & CO
Chartered Accountants
(Firm's Registration No.109208W)



(G. Sankar)

Partner

Membership No. 46050

Place: Mumbai
Date: 17th April, 2018

Spaisa Capital Limited
Statement of Consolidated Financial Results for the Quarter & Year ended March 31, 2018

Particulars	(Rs in Lakhs)				
	Quarter ended			Year ended	
	Mar 31, 2018	Dec 31, 2017	Mar 31, 2017	Mar 31, 2018	Mar 31, 2017
	Unaudited	Unaudited	Unaudited	Audited	Audited
1. Income					
a. Revenue from operations	787.09	535.61	460.30	1,965.17	746.68
b. Other Income	-	-	-	-	-
Total Revenue	787.09	535.61	460.30	1,965.17	746.68
2. Expenses					
a. Operating cost	-	-	-	-	-
b. Employee benefits expense	487.89	554.42	313.21	1,933.53	823.79
c. Depreciation and amortisation expense	26.26	20.43	5.43	66.71	27.70
d. Administration and other expense	1,160.72	861.90	550.62	3,206.44	1,408.12
e. Finance Cost	43.97	28.42	59.30	79.53	125.14
Total Expenses	1,718.85	1,465.16	928.56	5,286.22	2,384.74
3. Profit/(Loss) before Exceptional Items and extraordinary items and tax (1-2)	(931.76)	(929.56)	(468.26)	(3,321.05)	(1,638.06)
4. Exceptional Item & Extraordinary items	-	-	-	-	-
5. Profit/(Loss) before Tax (3-4)	(931.76)	(929.56)	(468.26)	(3,321.05)	(1,638.06)
6. Tax Expenses	(239.11)	(258.37)	(129.13)	(791.19)	(469.05)
7. Profit/(Loss) after Tax (5-6)	(692.64)	(671.18)	(339.14)	(2,529.86)	(1,169.01)
8. Share of profit / (loss) of Associate Companies	-	-	-	-	-
9. Minority Interest	-	-	-	-	-
10. Net Profit after Taxes, Minority Interest and Share of profit / (loss) of Associates Companies (7+8-9)	(692.64)	(671.18)	(339.14)	(2,529.86)	(1,169.01)
11. Paid-up Equity Share Capital (Face Value of Rs.10/-)	1,273.90	1,273.90	1,273.90	1,273.90	1,273.90
12. Reserve excluding Revaluation Reserves as per balance sheet	-	-	-	5,019.74	7,549.60
13. Earnings Per Share Before and After Extraordinary Item (Face Value Rs. of 10 each)					
Basic (In Rs.)	(5.44)	(5.27)	(4.18)	(19.86)	(14.41)
Diluted (In Rs.)	(5.44)	(5.27)	(4.18)	(19.86)	(14.41)

Place : Mumbai
Dated : 17th April 2018



For Spaisa Capital Limited

Pt. Karsh Gagdani
Whole Time Director & Chief Executive Officer
DIN: 07376258

SPAISA CAPITAL LIMITED
Consolidated Statement of Assets and Liabilities as at March 31, 2018

(Rs in Lakhs)

Particulars	As at March 31, 2018	As at March 31, 2017
I EQUITY AND LIABILITIES		
(1) Shareholder's funds		
(a) Share Capital	1,273.90	1,273.90
(b) Reserve and Surplus	5,019.74	7,549.60
Sub Total	6,293.64	8,823.50
(2) Non Current Liabilities		
(a) Long-Term borrowings	-	-
(b) Deferred Tax Liabilities (Net)	-	-
(c) Other Long-Term liabilities	-	-
(d) Long-Term Provisions	20.69	31.47
Sub Total	20.69	31.47
(3) Current Liabilities		
(a) Short-Term Borrowings	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	206.95	45.03
(c) Other Current Liabilities	4,522.85	1,616.24
(d) Short-Term Provisions	520.17	405.99
Sub Total	6,864.66	2,067.26
TOTAL	13,178.99	10,922.23
II ASSETS		
(1) Non-Current Assets		
(a) Fixed Assets	-	-
(i) Tangible Assets	124.93	26.86
(ii) Intangible Assets	87.72	20.27
(iii) Capital work in progress	0.50	12.74
Sub Total	213.14	59.87
(b) Non-Current Investments	-	-
(c) Deferred Tax Assets (Net)	1,492.88	701.71
(d) Long-Term Loans & Advances	3,259.75	410.96
(e) Other Non-Current Assets	-	-
Sub Total	4,752.63	1,112.66
(2) Current Assets		
(a) Current Investments	-	0.00
(b) Inventories	360.04	255.43
(c) Trade Receivables	56.64	41.05
(d) Cash and Bank Balances	3,069.66	8,112.32
(e) Short-Term Loans & Advances	406.37	158.47
(f) Other Current Assets	4,320.52	1,182.42
Sub Total	8,213.22	9,749.70
TOTAL	13,178.99	10,922.23

Place : Mumbai
Dated : 17th April 2018



For Spaisa Capital Limited


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

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF 5PAISA CAPITAL LIMITED

1. We have audited the accompanying Statement of Consolidated Financial Results of 5Paisa Capital Limited ('the Company') and its subsidiary (the Company and its subsidiary together referred to as 'the Group') for the year ended March 31, 2018 ('the Statement'), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. This Statement, which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared on the basis of the related consolidated financial statements which is in accordance with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013, as applicable, and other accounting principles generally accepted in India. Our responsibility is to express an opinion on the Statement.
2. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Statement is free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Statement. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Statement, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the Statement in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Management, as well as evaluating the overall presentation of the Statement.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

3. In our opinion and to the best of our information and according to the explanations given to us, the Statement:
 - (a) Includes the results of the following entity:
5paisa P2P Limited
 - (b) Is presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015; and
 - (c) gives a true and fair view in conformity with the aforesaid Accounting Standards and other accounting principles generally accepted in India of the loss and other financial information of the Company for the year ended March 31, 2018.
4. The Statement includes the results for the Quarter ended March 31, 2018, being the balancing figures between audited figures in respect of the full financial year and the unaudited year to date figures up to the third quarter of the current financial year.

For V. SANKAR AIYAR & CO
Chartered Accountants
(Firm's Registration No.109208W)

Place: Mumbai
Date: 17th April, 2018



(G. Sankar)
Partner

Membership No. 46050

Notes to results:

1. The above financial results have been reviewed by the Audit Committee and approved by the Board at its meeting held on April 17, 2018.
2. The Statutory Auditors have issued audit report with unmodified opinion on the Standalone and Consolidated financials for the year ended March 31, 2018.
3. Further to effecting the Scheme of Arrangement w.e.f. October 01, 2016, as approved by Hon'ble National Company Law Tribunal, Mumbai bench ("NCLT"), the equity shares of the Company got listed on NSE and BSE w.e.f. November 16, 2017.
4. As per the aforesaid Scheme, the assets and liabilities pertaining to demerged undertaking (Spaisa digital Undertaking) were transferred at the respective carrying values as appearing in the books of accounts of IIFL Holdings Limited on October 01, 2016. The difference between the value of the assets and liabilities pertaining to demerged undertaking amounting to Rs. 4,77,09,974 (after adjusting for the amount to the share capital) has been recognised as Capital Reserve in the books of accounts of the Company as on Appointed Date i.e. October 01, 2016.
5. The Company is engaged only in the business of stock broking and distribution of financial products primarily through internet and mobile applications. Accordingly, there is no separate reportable segments in accordance with Accounting Standard 17 on 'Segment Reporting' as prescribed under Section 133 of the Companies Act, 2013.
6. Standalone information of Spaisa Capital Limited is as under:

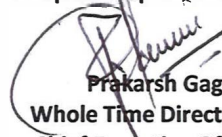
(Rs in Lakhs)

Particulars	Quarter ended March 31, 2018 (Unaudited)	Quarter ended December 31, 2017 (Unaudited)	Quarter ended March 31, 2017 (Unaudited)	Year ended March 31, 2018 (Audited)	Year ended March 31, 2017 (Audited)
Revenues/Turnover	787.09	535.61	460.30	1,965.17	746.68
Profit/(Loss) before tax	(931.76)	(929.56)	(468.26)	(3,321.05)	(1,638.06)
Profit/(Loss) After Tax	(692.64)	(671.18)	(339.14)	(2,529.86)	(1,169.01)

7. The Standalone and Consolidated financial results for the quarter and year ended March 31, 2018, as submitted to Stock Exchanges are also available on website www.5paisa.com.
8. The figures for the quarter ended March 31, 2018 and March 31, 2017 are the balancing figures between audited figures of the full financial year and the published year to date figures upto the third quarter of the relevant financial year.
9. Previous periods figures have been regrouped / rearranged wherever necessary.



By order of the Board
For Spaisa Capital Limited


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

Date: April 17, 2018
Place: Mumbai