



# B. P. CAPITAL LIMITED

CIN NO. : L74899HR1994PLC072042

REGD.OFFICE: Plot No- 138, Roz- Ka-MeolIndustrial Area,  
Sohna(Distt. Mewat), Haryana-122103

Phones: 0124-2362471

Email :bpcapitallimited@gmail.com, Website : [www.bpcapital.in](http://www.bpcapital.in)

Dated: 29<sup>th</sup> May, 2024

To,  
The Manager (Listing),  
Bombay Stock Exchange Limited,  
01<sup>st</sup> Floor, P. J. Towers,  
Dalal Street, Mumbai – 400001

Sub: Outcome of the Board Meeting and Submission of Audited Financial Results for the Quarter and Financial Year ended 31st March, 2024 as required u/r 33 of the SEBI (LODR) Regulations, 2015.

Ref : BSE Scrip Code– 536965; DSE- File No. 8211; CSE– Scrip Code - 10012104

Dear Sir,

This is to inform you that pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, the Board of Directors of the Company in its meeting held on Wednesday, 29<sup>th</sup> May, 2024 at 11:00 A.M. at the registered office of the company at Plot No-138, Roz –Ka –Meo Industrial Area, Sohna (Distt. Mewat) Haryana-122103 and concluded at 1:50 P.M has, inter-alia, transacted the following business:

1. Considered and Approved the Standalone Audited Financial Results of the Company for the Quarter and Financial Year ended 31st March, 2024.
2. Considered and took note of the Auditor's Report for the Audited Financial Results of the Company for the Quarter and Financial Year ended 31st March, 2024.
3. Considered and taken on record Declaration for the audit report with unmodified opinion for the Financial Year ended 31st March, 2024 as required by SEBI vide its circular dated May 27, 2016 bearing reference no. CIR/CFD/CMD/56/2016.
4. Considered and appointed M/s Kundan Agrawal & Associates, Company Secretaries as the Secretarial Auditor of the Company for the F.Y. 2024-25.
5. Considered and appointed M/s Sanghi & Co., Chartered Accountants as the Internal Auditor of the Company for the F.Y. 2024-25.
6. Considered and appointed M/s Saurabh Upadhyay & Associates, Practising Company Secretary for the purpose of obtaining necessary quarterly/half yearly/yearly certificates as required under SEBI (LODR) Regulations, 2015.
7. Considered and taken on record details of Outstanding Qualified Borrowings and Incremental Qualified Borrowings of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 pursuant to the provisions of SEBI Circular No. SEBI/HO/DDHS/P/CIR/2021/613 dated April 13, 2022 and Circular No. SEBI/HO/DDHS/DDHSRACPODI/P/CIR/2023/172 dated October 19, 2023 and amendments thereto.

**SAKSHI  
GUPTA**

Digitally signed by  
SAKSHI GUPTA  
Date: 2024.05.29  
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8. Considered and took note of the communication sent by the Bombay Stock Exchange (BSE) at BSE's listing portal on 23-05-2024 w.r.t. non-submission of Structured Digital Database (SDD) Compliance Certificate for the quarter ending 31<sup>st</sup> March, 2024 by the company. The Board also noted that the company has the Structured Digital Database software "THE PIT ARCHIEVE" in place since 16<sup>th</sup> November 2022 and regular entries are being made on the said software as per the provisions of Regulation 3(5) and/or Regulation 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

The Board was of the opinion that the Company has duly complied with the Regulation 3(5) and/or Regulation 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 in true letter and spirit except to the fact that the company has not submitted the quarterly SDD Compliance certificate for the quarter ended 31<sup>st</sup> March, 2023, 30<sup>th</sup> June, 2023, 30<sup>th</sup> September, 2023, 31<sup>st</sup> December, 2023 & 31<sup>st</sup> March, 2024 because the company was regularly submitting its Annual Secretarial Compliance Report as per Regulation 24A of SEBI (LODR) Regulations, 2015 wherein it is clearly certified by M/s Kundan Agrawal & Associates, Practising Company Secretary, that the Company has duly complied with the requirements of Structural Digital Data Base in terms of Securities & Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 including various Circulars issued by SEBI thereunder and Circular(s) issued by BSE dated March 16, 2023.

Further, the Board was of the opinion that pursuant to BSE's Notice No. 20230329-21 dated 29 March, 2023, companies that were not required to submit the Annual Secretarial Compliance Report as per the requirements of Regulation 24A of SEBI (LODR) Regulations, 2015, are required to submit SDD Compliance certificate on quarterly basis, within 21 days from end of each quarter. The Board also noted that since the company has duly submitted the Annual Secretarial Compliance Report for the F.Y. ended 31<sup>st</sup> March, 2023 & 31<sup>st</sup> March, 2024, the company was not required to submit the SDD Compliance certificate after the issuance of BSE's Notice No. 20230329-21 dated 29 March, 2023. Hence, the Board was of the opinion that the Company has duly complied with the Regulation 3(5) and/or Regulation 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015 in true letter and spirit.

The Board also reviewed the draft reply to be sent to the BSE w.r.t. the aforesaid communication/query dated 23-05-2024 received from the BSE and approved the draft reply with some modifications and directed the Company Secretary to submit the same with the BSE alongwith the quarterly SDD Compliance certificate for the quarter ended 31<sup>st</sup> March, 2023, 30<sup>th</sup> June, 2023, 30<sup>th</sup> September, 2023, 31<sup>st</sup> December, 2023 & 31<sup>st</sup> March, 2024.

9. Considered and took note of the Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2024 issued by M/s Kundan Agrawal & Associates, Company Secretaries.

**SAKSHI  
GUPTA** Digitally signed  
by SAKSHI GUPTA  
Date: 2024.05.29  
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Further pursuant to Regulation 33 of SEBI (LODR) Regulations, 2015, a copy of the aforesaid Audited Financial Results for the Quarter and Financial Year ended 31<sup>st</sup> March, 2024 alongwith Auditor's Report thereon and the aforesaid Declaration for the Audit Report with unmodified opinion for the Financial Year ended 31st March, 2024 and details of Outstanding Qualified Borrowings and Incremental Qualified Borrowings of the Company for the Financial Year ended 31<sup>st</sup> March, 2024 are enclosed herewith for your kind perusal.

Further, the details as required under Clause 7 of Para A of Part A of Schedule III to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the appointment of Secretarial Auditor and Internal Auditor is enclosed herewith.

Kindly take the aforesaid information in your records.

Thanking You,  
Yours Truly,  
For B. P. Capital Limited

**SAKSHI  
GUPTA**

Sakshi Gupta  
Company Secretary

Digitally signed by  
SAKSHI GUPTA  
Date: 2024.05.29  
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End: As Above

C.C. :

The Manager (Listing),  
The Delhi Stock Exchange Ltd.,  
DSE House, 3/1, Asaf Ali Road,  
New Delhi – 110002

The Manager (Listing),  
Calcutta Stock Exchange Limited,  
7, Lyons Range, Kolkatta,  
West Bengal – 700001

B. P. Capital Limited						
CIN : L74899HR1994PLC072042						
Regd. Off. : PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN						
STATEMENT OF STANDALONE AUDITED FINANCIAL RESULTS FOR THE QUARTER & YEAR ENDED MARCH 31, 2024						
Sr No	Particulars	(Rs in Lacs except EPS)				
		For the Quarter ended			Year Ended	
		31-Mar-24 (Audited)	31-Dec-23 (Unaudited)	31-Mar-23 (Audited)	31-Mar-24 (Audited)	31-Mar-23 (Audited)
1	<b>Income from Operation</b>					
	(a) Net Sales/Revenue from Operations	-	-	-	-	-
	(b) Other Operating Income	-	-	-	-	-
	(c) Other Income	-	-	-	-	-
	<b>Total Income</b>	-	-	-	-	-
2	<b>Expenses</b>					
	a) Cost of Materials consumed	-	-	-	-	-
	b) Purchase of Stock-in-trade	-	-	-	-	-
	c) Changes in Inventory of Finished goods, Work-in-progress and Stock-in-trade	-	-	-	-	-
	d) Employee Benefits Expenses	2.44	1.85	1.84	7.99	7.78
	e) Finance Costs	0.01	-	-	0.01	0.01
	f) Depreciation and Amortisation expense	-	-	-	-	-
	g) Other expenses	1.95	1.42	1.80	6.16	6.26
	<b>Total Expenses</b>	<b>4.40</b>	<b>3.27</b>	<b>3.64</b>	<b>14.16</b>	<b>14.05</b>
3	<b>Profit/(Loss) before Exceptional items and tax (1-2)</b>	<b>(4.40)</b>	<b>(3.27)</b>	<b>(3.64)</b>	<b>(14.16)</b>	<b>(14.05)</b>
4	Exceptional Items	-	-	-	-	-
5	<b>Profit/(Loss) before tax (3 + 4)</b>	<b>(4.40)</b>	<b>(3.27)</b>	<b>(3.64)</b>	<b>(14.16)</b>	<b>(14.05)</b>
6	<b>Tax Expense</b>					
	- Current tax	-	-	-	-	-
	- Deferred tax	-	-	-	-	-
	<b>Total Tax Expenses</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
7	<b>Profit/(Loss) for the period (5-6)</b>	<b>(4.40)</b>	<b>(3.27)</b>	<b>(3.64)</b>	<b>(14.16)</b>	<b>(14.05)</b>
8	Other Comprehensive Income (net of tax)	-	-	-	-	-
9	<b>Total Comprehensive Income for the period</b>	<b>(4.40)</b>	<b>(3.27)</b>	<b>(3.64)</b>	<b>(14.16)</b>	<b>(14.05)</b>
10	<b>Paid-up equity share capital ( face value of Rs 10/- per share )</b>	<b>601.18</b>	<b>601.18</b>	<b>601.18</b>	<b>601.18</b>	<b>601.18</b>
11	<b>Earning per share (EPS) of Rs 10/- each (not annualized)</b>					
	(1) Basic	(0.07)	(0.05)	(0.06)	(0.24)	(0.23)
	(2) Diluted	(0.07)	(0.05)	(0.06)	(0.24)	(0.23)
12	<b>Reserves excluding Revaluation Reserves (Reserves as per Balance Sheet of Previous Accounting Year)</b>				<b>(135.26)</b>	<b>(121.10)</b>
<b>Notes :</b>						
1	The above Results for the quarter and year ended March 31, 2024 has been reviewed by the Audit Committee and thereafter, approved by the Board of Directors at their meeting held on 29th May, 2024.					
2	The Statutory Auditors have carried out their audit on the above financial results for the year ended 31st March, 2024					

*Aditya Aggarwal*



3	The Company operates in a single segment and the results pertain to a single segment in accordance with IND AS 108- Operating Segment. The company had made an application to RBI to voluntary surrender its Certificate of Registration with RBI so as to discontinue its NBFC activities. Pursuant to the aforesaid application sent by the company to the RBI, the RBI vide its order dated 06.10.2016 had cancelled the Certificate of Registration of the Company with RBI. Thereafter, the company was in the process of merger with Diamond Footcare Udyog Pvt. Ltd. The Management of both the companies had decided to implement the plan of merger of the companies and transfer the Footwear business of Diamond Footcare Udyog Pvt. Ltd. to B. P. Capital Ltd. as a going concern along with its brand and goodwill. However, the Transferor Company ie, Diamond Footcare Udyog Private Limited had filed an application for withdrawal of the Scheme of merger between Diamond Footcare Udyog Private Limited and B.P. Capital Limited and the same had been allowed by the Hon'ble NCLT, Chandigarh Bench vide its order dated August 28, 2019 and the merger petition was dismissed as withdrawn. The management of the company is now exploring the possibilities of starting the new business and is putting necessary efforts in this respect so that the operations of the company can be started again
4	Previous year/period figures have been regrouped/arranged, wherever necessary to make them comparable with the current period figure.
5	The Company has adopted Indian Accounting Standards ("Ind AS") notified by the Ministry of Corporate Affairs. This Statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other recognised accounting practices and policies to the extent applicable.
6	The format for Audited results as prescribed in SEBI's Circular CIR/CFD/CMD/15/2015 dated November 30, 2015 has been modified to comply with requirements of SEBI's circular dated July 5, 2016. IND AS and Schedule III (Division II) to the Companies Act, 2013 applicable to the companies that are required to comply with IND AS.
7	The figures for the quarter ended March 31, 2024 and March 31, 2023 are the balancing Figures between the audited figures in respect of the full financial years and the published year to date figures upto the third quarter of the relevant financial year.
8	Debit and Credit Balances are subject to confirmation from Parties.
9	There is a delay in payment of Annual Listing Fees for the F.Y.2022-23 & 2023-24 of the BSE. In terms of circular bearing no. LIST/COMP/OPS/16/2019-2020 Dated June 11, 2019 and Notice bearing no. 20190903-37 dated September 3, 2019; action(s) is initiated against the company. However, BSE pursuant to its notice no. 20210219-31 dated 19 Feb, 2021 has allowed the trading of shares of the company on Trade-for-Trade basis only on the first trading day of every week till the company makes payment of outstanding ALF to the Exchange. The management of the company is trying to arrange the necessary funds and believes that all the outstanding dues of BSE shall be cleared soon. Further, the Calcutta Stock Exchange Ltd (CSE) has also frozen the demat accounts of few Directors of the company and the company is taking up the matter with CSE to find out the reasons for such arbitrary action taken by CSE.
10	Audited results will be available on the website of the company i.e., <a href="http://www.bpcapital.in">www.bpcapital.in</a>

For and on behalf of Board of Directors of  
B. P. Capital Limited



*Aditya Aggarwal*  
(Aditya Aggarwal)  
Managing Director  
DIN :08982957

Place: Sohna, Haryana  
Date: 29.06.2024

**B. P. CAPITAL LIMITED**  
**CIN : L74899HR1994PLC072042**  
 Regd. Off. : PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN  
**Statement of Assets & Liabilities as on March 31, 2024**

(Rs. In lacs)

Particulars		As at 31.03.24 (Audited)	As at 31.03.23 (Audited)
<b>A.</b>	<b>ASSETS</b>		
<b>1</b>	<b>Non Current Assets</b>		
	Property Plant & Equipment	-	-
	Capital Work in progress	-	-
	Other Intangible Assets	-	-
	<b>Non Current Assets</b>	-	-
	<b>Non Current Financial Assets</b>		
	Investments	267.49	267.49
	Long term Loans and Advances	-	-
	Deferred tax assets (Net)	-	-
	<b>Total-Non current assets</b>	267.49	267.49
<b>2</b>	<b>Current Assets</b>		
	Inventories	-	-
	Investments	-	-
	<b>Current Financial Assets</b>		
	Trade receivables	-	-
	Cash & cash equivalents	0.88	0.82
	Loans and advances	-	-
	Other current financial assets	581.25	580.50
	<b>Total Current Assets</b>	582.13	581.32
	<b>TOTAL ASSETS</b>	849.62	848.81
<b>B.</b>	<b>EQUITY &amp; LIABILITIES</b>		
<b>1</b>	<b>EQUITY</b>		
	Equity Share Capital	601.18	601.18
	Other Equity	(135.26)	(121.10)
	<b>Total Equity</b>	465.92	480.08
<b>2</b>	<b>LIABILITIES</b>		
	<b>Non-Current Liabilities</b>		
	Non-Current Financial Liabilities	-	-
	Borrowings	-	-
	Other Financial Liabilities	-	-
	Long Term Provisions	-	-
	Deferred tax liabilities	-	-
	<b>Total-Non Current Liabilities</b>	-	-
	<b>Current Liabilities</b>		
	<b>Current Financial Liabilities</b>		
	Borrowings	93.18	82.29
	Trade payables	-	-
	Other current financial liabilities	290.52	286.44
	Short term Provisions	-	-
	<b>Total Current Financial Liabilities</b>	383.70	368.73
	<b>TOTAL EQUITY &amp; LIABILITIES</b>	849.62	848.81

For and on behalf of Board of Directors of  
 B. P. Capital Limited

*Aditya Aggarwal*

(Aditya Aggarwal)  
 Managing Director  
 DIN :08982957



Place: Sohna, Haryana  
 Date: 29.05.2024

**B. P. CAPITAL LIMITED**  
CIN:L74899HR1994PLC072042  
PLOT NO 138 ROZ KA MEO INDUSTRIAL AREA SOHNA HARYANA MEWAT HR 122103 IN  
Cash Flow Statement for the year ending 31st March, 2024

		(Amount in Lacs)			
	Particulars	For the year ended 31st March, 2024		For the year ended 31st March, 2023	
		Audited		Audited	
A)	Cash flow from operating activities				
	Net Operating profit before tax and extra ordinary items				
	Adjustments for:-		(14.16)		(14.05)
	Depreciation		-		-
	Profit on sale of Investment		-		-
	Interest Income		-		-
	Profit on redemption of Mutual Fund		-		-
	Fair Value of Mutual Fund Investment		-		-
	Dividend Income		-		-
	Operating profit before working capital changes		(14.16)		(14.05)
	(Increase) / Decrease in Other Current Assots	(0.74)		(0.98)	
	(Increase) / Decrease in Other Bank Balances	-		-	
	(Increase) / Decrease in Trade Recievables	-		-	
	(Increase) / Decrease in Loan Recievables	-		-	
	(Increase) / Decrease in Inventories	-		-	
	(Increase) / Decrease in Shot-term other assets	-		-	
	Increase / (Decrease) in Long-term Provision	-		-	
	Increase / (Decrease) in Short-term Provision	-		-	
	Increase / (Decrease) in Other current liabilities	4.08		1.39	
	Increase / (Decrease) in Non-current Trade payable	-		-	
	Increase / (Decrease) in Current Trade payable	-		-	
	Increase / (Decrease) in Non-current Other current liabilities	-		-	
	Increase / (Decrease) in Other financial liabilities	-	3.34	-	0.41
	Cash generated from operations		(10.82)		(13.64)
	Net direct taxes paid		-		-
	Net cash from Operating Activities		(10.82)		(13.64)
B)	Cash flow from investing Activities				
	Purchase of Tangible Assets		-		-
	(Increase)/Decrease in investments		-		-
	Redemption of investments		-		-
	Interest received		-		-
	Dividend Income		-		-
	Profit on redemption of Mutual Fund		-		-
	Sale of Tangible Assets		-		-
	Net cash used in investing activities		-		-
	Net cash from operating and investing activities		(10.82)		(13.64)
C)	Cash flow from financing activities				
	Proceeds from issuance of preference share capital		-		-
	Increase/(decrease) Short term borrowings	10.88		13.59	
	Dividend Paid	-		-	
	Tax paid on Dividend Distribution	-		-	
	Interest paid	-		-	
	Net cash from financing activities		10.88		13.59
	Net cash from operating, investing & financial activities		0.06		(0.05)
	Net increase in cash & cash equivalent		0.06		(0.05)
	Opening balance of cash & cash equivalent		0.82		0.87
	Closing balance of cash & cash equivalent		0.88		0.82
Note: Cash and cash equivalents included in the Cash Flow Statement comprise of the following:-					
i)	Cash balance in Hand		0.01		0.07
ii)	Balance with Banks:				
	a) In Current Accounts		0.87		0.75
	b) In Fixed Deposits		-		-
	Total		0.88		0.82

Place: Sohna, Haryana  
Date: 29.05.2024



For B. P. CAPITAL LIMITED

*Aditya Aggarwal*  
(Aditya Aggarwal)  
Managing Director  
DIN : 08982957

**NEMANI GARG AGARWAL & CO.**  
**CHARTERED ACCOUNTANTS**  
**1517, DEVIKA TOWER, 6, NEHRU PLACE,**  
**NEW DELHI- 110 019.**

Camp.Office: Ch. No.5, KamadgiriAptt., Kaushambi, Ghaziabad-201010

Tel.-011-26448022/33;0120-4374727

Email ID: [ngacodelhi@gmail.com](mailto:ngacodelhi@gmail.com), [nemani61@gmail.com](mailto:nemani61@gmail.com)

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Independent Auditors' Report on the Quarterly and Year to Date Financial Results of B. P. Capital Limited pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended

To the Board of Directors of  
B. P. Capital Limited

**Opinion**

We have audited the accompanying Statement of quarterly and year to date financial results of B. P. Capital Limited ("the Company") for the quarter and year ended 31<sup>st</sup> March, 2024 ("the Statement"), attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ('Listing Regulations').

In our opinion and to the best of our information and according to the explanations given to us, the Statement:

- a. is presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and
- b. gives a true and fair view, in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, of the net loss, other comprehensive income and other financial information for the quarter ended 31<sup>st</sup> March, 2024 and net loss, other comprehensive income and other financial information for the year ended 31<sup>st</sup> March, 2024.

**Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" 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 together with the ethical requirements that are relevant to our audit of the Statement under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Emphasis on other matter:**

(i) The company had recorded the cost of the investment of Rs. 2.67 crore at cost of the equity shares issued and had not determined the fair value as required by IND AS 109.

(ii) Refer note no. 3 of Financial Result for the year ended March 2024 regarding no business activity during FY 2023-24.

Our opinion is not modified in respect of the above stated matters.



## **Management's Responsibilities for the Financial Results**

The Statement has been prepared on the basis of the audited financial statements. The Board of Directors of the Company are responsible for the preparation and presentation of the Statement that gives a true and fair view of the net loss and other comprehensive income and other financial information in accordance with the recognition and measurement principles laid down under Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Statement, the Board of Directors are 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditors' Responsibilities for the Audit of the Financial Results**

Our objectives are to obtain reasonable assurance about whether the Statement 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 the Statement.

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 Statement, 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 control 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 through a separate report on the complete set of financial statements on whether the adequate internal financial controls with reference to financial statements 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 the Board of Directors.

- Conclude on the appropriateness of the Board of Directors 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 Statement 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 Statement, including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

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.

#### **Other Matters**

Attention is invited to Note No. 7 to the Statement. As stated therein, the Statement includes the results for the quarter ended 31<sup>st</sup> March, 2024 being the balancing figure between the annual audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year, which were subject to limited review by us.

**For Nemani Garg Agarwal & Co.  
(Chartered Accountants)  
F.R. No. 010192N**



**(J.M. Khandelwal)  
Partner  
M. No. 074267**

**UDIN:- 24074267BKHGUC3982**

**Date: May 29, 2024**

**Place: New Delhi**



# B. P. CAPITAL LIMITED

CIN:L74899HR1994PLC072042

REGD.OFFICE: Regd. Office: Plot No. 138, Roz- Ka-Meo Industrial Area,  
Sohna(Distt. Mewat), Haryana-12210

Phone: 0124-2362471

Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

Dated: 29/05/2024

To,  
The Manager (Listing),  
Bombay Stock Exchange Limited,  
01st Floor, P. J. Towers,  
Dalal Street,  
Mumbai – 400001

Subject: Declaration under Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref : BSE Scrip Code– 536965; DSE- File No. 8211; CSE– Scrip Code - 10012104

Dear Sir,

In compliance with the provisions of Regulation 33(3)(d) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI circular dated May 27, 2016 bearing circular reference no. CIR/CFD/CMD/56/2016, we hereby declare that the Statutory Auditors of the Company, i.e., M/s Nemani Garg Agarwal & Co., Chartered Accountants, have issued an Audit Report with unmodified opinion on Annual Audited Standalone Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2024.

This is for your information and records please.

Thanking You.  
Yours Truly,  
For B. P. Capital Limited

*Aditya Aggarwal*

Aditya Aggarwal  
Managing Director  
DIN : 08982957



CC:

The Manager (Listing),  
The Delhi Stock Exchange Ltd.,  
DSE House, 3/1, Asaf Ali Road,  
New Delhi – 110002

The Manager (Listing),  
Calcutta Stock Exchange Limited,  
7, Lyons Range, Kolkatta,  
West Bengal – 700001



# B. P. CAPITAL LIMITED

CIN NO. : L74899HR2094PLC072042

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Phones: 0124-2362471

Email : bpcapitallimited@gmail.com, Website : www.bpcapital.in

DETAILS OF OUTSTANDING QUALIFIED BORROWINGS AND INCREMENTAL QUALIFIED BORROWINGS  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024 PURSUANT TO SEBI CIRCULAR NO.  
SEBI/HO/DDHS/DDHS-RACPOD1/P/CIR/2023/172 DATED OCTOBER 19, 2023

Sl. No.	Particulars	Amount (Rs. In Crores)/Rating
1	Outstanding Qualified Borrowings at the start of the financial year	0.82
2	Outstanding Qualified Borrowings at the end of the financial year	0.93
3	Highest credit rating of the company relating to the unsupported bank borrowings or plain vanilla bonds, which have no structuring/support built in	N.A.
4	Incremental borrowing done during the year (qualified borrowing)	0.11
5	Borrowings by way of issuance of debt securities during the year	NIL

For B. P. Capital Limited

*Aditya Aggarwal*

Aditya Aggarwal  
Managing Director  
DIN: 08982957





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Email :bpcapitallimited@gmail.com, Website : [www.bpcapital.in](http://www.bpcapital.in)

Re-Appointment of M/s KundanAgrawal & Associates, Company Secretaries as the Secretarial Auditors of the Company for the Financial Year 2024-25

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023, are given below:

S.No.	PARTICULARS	DETAILS
1.	Reason for change viz. appointment / re-appointment, resignation, removal, death or otherwise	Re-Appointment of M/s Kundan Agrawal & Associates, Practicing Company Secretaries as the Secretarial Auditors of the Company.
2.	Date of appointment / re-appointment cessation (as applicable) & term of appointment/re-appointment	Re-appointed as the Secretarial Auditors of the Company w.e.f. 29 <sup>th</sup> May ,2024 for the Financial Year 2024-25.
3.	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable
4.	Brief Profile	Kundan Agrawal is a leading firm of Practicing Company Secretaries and lawyers having an experience of 16 years in the field of Company Law, SEBI Compliances, FEMA , RBI , GST XBRL , Trademark, Patent , Income Tax, Firm, Society Registration , Project Loan , Corporate Insolvency and other related matters.

For B. P. Capital Limited

*Aditya Aggarwal*

Aditya Aggarwal  
Managing Director  
DIN: 08982957





# B. P. CAPITAL LIMITED

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Phones: 0124-2362471

Email : [bpcapitallimited@gmail.com](mailto:bpcapitallimited@gmail.com), Website : [www.bpcapital.in](http://www.bpcapital.in)

Re-Appointment of M/s Sanghi & Co., Chartered Accountants as the Internal Auditor of the Company for the Financial Year 2024-25

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July 2023, are given below:

S.No.	PARTICULARS	DETAILS
1.	Reason for change viz. appointment / re-appointment, resignation, removal, death or otherwise	Re-appointment of M/s Sanghi & Co., Chartered Accountants as the Internal Auditor of the Company.
2.	Date of appointment / re-appointment, cessation (as applicable) & term of appointment/re-appointment	Re-appointed as the Internal Auditor of the Company w.e.f. 29 <sup>th</sup> May 2024 for the Financial Year 2024-25.
3.	Disclosure of relationships between Directors (in case of appointment of a director)	Not Applicable
4.	Brief Profile	Sanghi and Co. is a leading Chartered Accountant Firm having a handful experience of almost three decades and having a team of CAs, MBAs, CS, retired bankers, Social Activist, and other expert staff. They rendered services for NGO's/ Trust/ Societies of Registration (80G, 12A, 35AC, FCRA, etc), and Accounting, Auditing, Taxation, Funding from Domestic and Overseas etc

For B. P. Capital Limited

*Aditya Aggarwal*

Aditya Aggarwal  
Managing Director  
DIN: 08982957

