

20th ANNUAL REPORT

2019-20

ACML CAPITAL MARKETS LIMITED

(Formerly: ASE CAPITAL MARKETS LIMITED)

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

BOARD OF DIRECTORS

Mr. Priyank S. Jhaveri – Director
Mr. Dhruv K. Mukadam - Director
Mr. Devang C. Sheth – Director
Mr. Vipul Patel – Director

STATUTORY AUDITORS

M/s. G. K. Choksi & Co.
Chartered Accountants
Ahmedabad

INTERNAL AUDITORS

M/s. Nautam R. Vakil & Co.
Chartered Accountants
Ahmedabad

BANKERS

HDFC Bank Ltd.
Central Bank of India
Kotak Mahindra Bank Ltd.

REGISTERED OFFICE

Kamdhenu Complex
Opp. Sahajanand College
Nr. Panjarapole
Ahmedabad 380015
CIN: U67120GJ2000PLC037431

Contents	Page no.
Notice	2
Director's Report	4
Auditors' Report	12
Balance Sheet	15
Statement of Profit and Loss	16
Cash Flow Statement	17
Notes forming Part of Accounts	18

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

NOTICE

Notice is hereby given that the 20th (Twentieth) Annual General Meeting of the members of ACML Capital Markets Ltd. will be held on Wednesday, 30th December 2020 at 10.30 a.m. at Registered office, Kamdhenu Complex, Nr. Panjarapole, Ahmedabad 380015 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors thereon.
2. To take note of the retirement of Mr. Devang C. Sheth (DIN: 01442419) Director who retires by rotation and being eligible, offers himself for re-appointment. To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:-
“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr.Devang C. Sheth (DIN: 01442419), who retires by rotation, be and is hereby re-appointed as a director liable to retire by rotation.”
3. To take note of Statutory Auditors appointment.

Special Business:

4. Alteration in Articles of Association:

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

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions of the Companies Act, 2013 including any statutory modifications or re-enactments thereof for the time being in force and subject to approvals, permissions and sanctions from the appropriate authority, if any, the Articles of Association of the Company be and is hereby altered that the existing Article No 4(c) shall be deleted from the Articles of Association of the Company.”

Date: 01-12-2020

Place: Ahmedabad

Regd. Office:

Kamdhenu Complex, Opp. Sahajanand
College Nr Panjarapole
Ahmedabad 380015,

**By order of the Board
For ACML CAPITAL MARKETS LIMITED**

**Vipul Ramanbhai Patel
Director
DIN: 02286599**

Notes:

1. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 (Act) is annexed hereto and forms part of this notice.
2. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its General Circular No. 20/2020 dated 5th May, 2020 read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”) and MCA Circulars.
3. Since the AGM is to be held in restricted mode with reference to the Ministry Home Affairs notice related to holding of meetings at a public place with restricted number of persons, physical attendance of the Members is only required, the facility for appointment of proxies by the Members will not be available for the AGM. Hence, the Proxy Form is not annexed to this Notice.
4. In compliance with the aforesaid MCA Circulars, notice of the AGM along with the Annual Report is being sent only through electronic mode to those Members whose email addresses are registered with the Company / RTA/ Depository Participants (NSDL/CDSL). Members may note that the Notice and Annual Report will also be available on the Company’s website www.acml.in.
5. The register of members and share transfer registers will remain closed from Saturday 26th December 2020 till Wednesday 30th December 2020 (both the days inclusive) for the purpose of Annual general Meeting.
6. The Members who still hold share certificate(s) in physical form are advised to dematerialise their shareholding to avail the benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialised form only, electronic transfer, savings in stamp duty and elimination of any possibility of loss of documents and bad deliveries. Further, effective from April 01, 2019, requests for effecting transfer of securities shall not be processed unless the securities are held in a dematerialized form with a depository except in case of transmission or transposition of securities as per the Listing Regulations. Therefore, the Members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding at the earliest.
7. Corporate Members intending to attend the AGM through their authorised representatives are requested to send a Certified True Copy of the Board Resolution and Power of Attorney, (PDF / JPG Format), authorizing its representative to attend and vote on their behalf at the AGM. The said Resolution /Authorisation shall be sent to the Company by e-mail through its registered e-mail address at info@acml.in.
8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
9. Members are requested to intimate the change in their e-mail ID and address, if any, Permanent Account Number or Corporate Identification Number; Unique Identification Number, if any; Occupation; Status; Nationality; in case member is a minor, name of the guardian and the date of birth of the member; name and address of nominee to RTA.
10. Pursuant to the provisions of Section 124 of the Companies Act, 2013, the dividend declared by the Company which remains unclaimed for a period of seven years will be transferred to the Investor Education and Protection Fund (IEPF), established by the Central Government on the due dates. Members who have not encashed their dividend cheques in respect of the above period are requested to make their claim by surrendering the unencashed cheques immediately to the Company.
11. The Relevant documents referred to in the accompanying Notice and the Explanatory Statement, Registers and all other documents will be available for inspection in electronic mode. Members can inspect the same up to the date of AGM, by sending an e-mail to the Company at info@acml.in.
12. Members can avail the facility of nomination in respect of the Equity Shares held by them in physical form pursuant to the provisions of Section 72 of the Companies Act read with rules thereunder. Members desiring to avail this facility may send their nomination in Form SH-13 duly filled in to the Registrar & Share Transfer Agent (“RTA”) of the Company i.e. Link Intime India Private Limited. Further, members desirous of cancelling / varying nomination pursuant to the provisions of the Act are requested to send their requests in Form SH. 14 to RTA of the Company. These forms will be made available on request.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

13. With reference to the 18th Annual General Meeting of company the ratification of appointment of Statutory Auditors is not required with amendment to Section 139 of the Companies Act, 2013. Subsequently, the Statutory Auditors of the company have been appointed at the 19th Annual General Meeting of the company for the period till the completion of 24th Annual General Meeting, hence the requirement of taking their appointment every year has been omitted.

Explanatory Statement pursuant to Section 102 (1) of the Companies Act, 2013

Item no. 4: Article 4(C) of our Articles of Association, which reads as, ***"The Company shall not undertake any dealing in the capital market on its own account."*** required to be **deleted** because of restriction it imposes on company for dealing in the capital market on its own account. With the various investment opportunities floating in the capital market like IPO's, FPO's, Bonds etc. the earning spectrum of the company needs to be widened but due to restriction imposed by the aforesaid Article, the company's earnings in the capital market gets restricted. Hence, the restriction is required to be omitted.

None of the Directors of the Company or key managerial personnel or their relatives is, in any way, concerned or interested in the resolution.

Date: 01-12-2020

Place: Ahmedabad

Regd. Office: Kamdhenu Complex, Opp. Sahajanand

College Nr Panjarapole

Ahmedabad 380015,

**By order of the Board
For ACML CAPITAL MARKETS LIMITED**

**Vipul Ramanbhai Patel
Director
DIN: 02286599**

ACML CAPITAL MARKETS LIMITED

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DIRECTORS' REPORT

Dear Shareholders,

The Directors take pleasure in presenting the Twentieth (20th) Annual Report together with the audited financial statements for the Financial Year ended 31st March, 2020.

1. FINANCIAL HIGHLIGHTS

(Rs. in Lacs)

Particulars	Year ended on 31.3.2020	Previous Year 31.3.2019
Revenue from Operations	322.40	405.53
Add: Other Income	227.82	206.80
Total Revenue	550.23	612.33
Profit Before Tax	142.90	202.50
Provision for taxation	39.80	24.28
Profit for the year	103.10	178.22

2. DIVIDEND

Considering the lower profits and stable financial performance of the company for the year 2019-20, the Directors have not recommended any dividend for the year 2019-20. Previous year, the Company has paid no dividend.

3. TRANSFER TO RESERVE

The Company did not transfer any amount to reserves during the year.

4. STATE OF COMPANY'S AFFAIRS

Website of the company

The web address of the Company where the Annual Report can be referred to is www.acml.in

Overview of the Operations

During the year under review, the Company has earned operational revenue of Rs. 322.40 lacs as compared to Rs. 405.53 lacs in the previous year, showing a decrease of Rs.83.13 lacs (20.5%). The Profit after tax stood at Rs. 103.10 lacs as compared to Rs. 178.22 lacs showing a marginal decrease of Rs. 75.12 lacs over the previous year and the Earning per Share of the Company has decreased to Rs.0.14 from Rs. 0.24 as compared with the previous year.

The total trading volume of the company during the year under review remained under pressure due to global and domestic negative factors affecting the growth and pace of economic measures already undertaken by the Government and market regulators. The Board hopes that the market conditions will improve with the implication of the new governance policies and structures. The company also activated Currency Derivatives Segment at BSE on March 11, 2020.

The outbreak of Coronavirus (COVID-19) pandemic globally and in India is causing significant disturbance and slowdown of economic activity. In many countries, businesses are being forced to cease or limit their operations for long or indefinite periods of time. Measures taken to restrict the spread of the virus, including travel bans, quarantines, social distancing, and closures of non-essential services have triggered significant disruptions to businesses worldwide, resulting in an economic slowdown. COVID-19 is significantly impacting business operation of the companies, by way of interruption in production, supply chain disruption, unavailability of personnel, closure/lockdown of production facilities etc. On 24th March, 2020, the Government of India ordered a nationwide lockdown which was extended upto 30th May, 2020 to prevent community spread of COVID-19 in India resulting in significant reduction in economic activities. The company implemented the Covid-19 policy for all of our employees and adhered strictly with all the Government issued Guidelines.

Future Outlook

In the current fiscal, Market Indices have reached to new heights and the momentum of growth is expected to pick a pace due to various efforts initiated by the Government for overall economic growth of the country. The company is willing to commence new business segments such as Commodity, Mutual Fund, debt etc. for expansion of business.

5. CHANGE IN THE NATURE OF BUSINESS

Company is engaged in the stock broking and depository operations business and it has membership of BSE and NSE and is a depository participant of NSDL and CDSL. There is no change in the nature of business during the year.

6. MATERIAL CHANGES AND COMMITMENTS

There are no other material changes and commitments affecting the financial positions of the company which have occurred between the end of the financial year of the company to which the financial statement relates and the date of the report.

7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OF TRIBUNALS

There are no other significant and material orders passed by the regulators or courts of tribunals during the year impacting the going concern status and company's operations in future.

8. INTERNAL FINANCIAL CONTROLS

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit (IA) function is defined in the Internal Audit assignment to the Internal Auditor. To maintain its objectivity and independence, the Internal Audit function reports to the Board of Directors.

The Internal Audit function monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies of the Company. Based on the report of internal audit function, concerned heads of departments undertake corrective action in their respective areas and thereby strengthen the controls. Significant audit observations and corrective actions thereon are presented to the Board.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Internal control framework including clear delegation of authority and standard operating procedures are established and laid out across all businesses and functions and are reviewed periodically. The review and control of the risk helps in ensuring the adequacy of internal financial controls commensurate with the scale of operations of the company. The Board of Directors has reviewed the risk management system in order to strengthen monitoring of the exposure limits to sub-broker members so as to improve it as well as to make it adequate and operationally effective and introduced new version of back office software version.

9. COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES DURING THE YEAR

During the year, no company has become or ceased to be the subsidiary, joint venture company or associate company. The Company is subsidiary of Ahmedabad Stock Exchange Ltd.

10. FIXED DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014.

11. SHARE CAPITAL

During the year (2019-20) under review, there is no change in the paid up share capital of the company and the paid up equity share capital of the company was Rs. 7.37 crore.

12. DETAILS OF DIRECTORS OR KEY MANAGERIAL PERSONNEL

- (i) Mr. Dhruv K. Mukadam appointed as a Director of the Company at the 19th Annual General Meeting of the company held on 30th September, 2019.
- (ii) Mr. Hitesh J. Patel retired by rotation from directorship of the company at the 19th Annual General Meeting held on 30th September, 2019.
- (iii) Mr. Ritesh Goel CFO of the company was re-designated as GM (Accounts) w.e.f. 9th December, 2020 and hence, he ceased to be a KMP of the company.

13. BOARD MEETINGS

During the year 2019-20, Four (4) meetings of the Board of Directors of the company were held on. The attendance details of each of the directors in the meeting of the Board of Directors are annexed hereto as Annexure 1.

14. OTHER COMMITTEES

The Company has other committees namely Management Committee, Internal Complaints Committee and Technology Committee.

15. RISK MANAGEMENT POLICY

The risk management policy provides for its business operations, including norms for cash, F&O and currency segments, client margining, debarred entities, anti money laundering policy along with the business rules of the company. As the company is engaged in stock market business including trading of securities and depository operation, the board of directors in its opinion believes that market trends, regulatory changes, business partners that are sub-brokers, authorized persons or client defaults, business and regulatory compliance default risk which in the opinion of the Board may threaten the existence of the company. These risks are based on the factors such as previous experience, probability of occurrence, probability of non-detection and its impact on business. The Board of Directors reviews the risk management system in order to strengthen monitoring of the exposure limits to Authorised Persons so as to improve it as well as to make it adequate and operationally effective and plans to introduce software based risk management system.

16. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT 9 is annexed herewith as Annexure-2.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The details pertaining to conservation of energy, technology absorption, foreign exchange earnings and outgo are annexed herewith as Annexure-3.

18. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are as per the notes to the Financial Statements.

19. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The particulars of contracts or arrangements with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013, is annexed herewith as Annexure-4.

20. SECRETARIAL STANDARDS

Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI) for the Board and General Meetings (SS-1 & SS-2) are applicable to the Company. The Company has complied with the provisions of both these Secretarial Standards.

21. PARTICULARS OF EMPLOYEES

There are no employees whose information is required to disclose in the Board's report pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

22. COST RECORD

The provision of Cost Audit as per sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the Company.

23. DISCLOSURE UNDER SEXUAL HARASSMENT ACT

The company has set up Internal Complaints Committee (ICC) to redress complaints received regarding sexual harassment. There was no complaint reported during the year under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

24. STATUTORY AUDITORS

M/s. G. K. Choksi & Co., Chartered Accountants (Registration No. 101895W), Ahmedabad, the Statutory Auditors of the have been appointed until the conclusion of the 24th Annual General Meeting as per the provisions of the Companies Act, 2013 and the rules made thereunder at the 19th Annual General Meeting of the company.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

The Auditors' Report on the accounts of the Company for the accounting year ended 31st March, 2020 is self-explanatory and does not call for further explanations or comments that may be treated as adequate compliance of Section 134 of the Companies Act, 2013.

25. INTERNAL AUDITORS

M/s. Nautam R. Vakil & Co., Chartered Accountants, Ahmedabad are the Internal Auditors of the Company for the year 2019-20 and the scope of the internal audit function is as per the terms and conditions of their contract.

26. DIRECTORS' RESPONSIBILITY STATEMENT

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- (b) The directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws including applicable secretarial standards and that such systems were adequate and operating effectively.

27. ACKNOWLEDGEMENT

The Board places on record its sincere appreciation and gratitude for the co-operation and guidance received from regulators, exchanges, depositories and other Government Agencies, Bankers, Auditors, Authorised Persons and clients of the company. The Board also expresses its appreciation for the support extended by the shareholders and employees of the organization.

For and on behalf of the Board

Place: Ahmedabad

Date: 01-12-2020

(Priyank S. Jhaveri)
Chairman & Director
DIN: 02626740

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Annexure: 1 Attendance Details of the meetings of the Board of Directors and Committees thereof during the financial year 2019-20

Sr. no.	Name of Director	Date of Board meeting and whether attended – Yes or No				Total meeting	Attendance
		13.06.2019	04.09.2019	10.12.2019	13.03.2020		
		Yes	Yes	Yes	Yes	4	
1.	Vipul R. Patel	Yes	Yes	Yes	Yes	4	4
2.	Priyank S. Jhaveri	Yes	Yes	Yes	Yes	4	4
3.	Hitesh J. Patel	Yes	Yes	-	-	2	2
4.	Devang C. Sheth	Yes	Yes	Yes	Yes	4	4
5.	Dhruv K. Mukadam	--	--	Yes	Yes	2	2

Management Committee meetings: No meeting held during the year

Annexure: 2

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on the Financial Year ended 31.03.2020

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

(i) CIN	U67120GJ2000PLC037431
(ii) Registration Date	25 th February 2000
(iii) Name of the Company	ACML CAPITAL MARKETS LIMITED (Formerly: ASE CAPITAL MARKETS LIMITED)
(iv) Category / Sub-Category of the Company	Company limited by shares / Indian Non-Government Company
(v) Address of the Registered office and contact details	Kamdhenu Complex, Opp. Sahajanand College, Nr. Panjarapole, Ahmedabad, Gujarat, India- 380015, Te. 079-26308875
(vi) Whether listed company	No
(vii) Name, Address and Contact details of Registrar and Transfer Agents, if any	Link Intime India Pvt. Ltd. C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai- 400078, Contact-022-25946970, Fax- 022-25946969 Email id- dematremat@linkintime.co.in

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1	Stock Broking	99715210	32.74
2	Depository Operations	99715230	18.90

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable section
1	Ahmedabad Stock Exchange Ltd.	U67110GJ2005PLC045636	Holding	54.27	2(46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters	-	-	-	-	-	-	-	-	-
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	40000000	40000000	54.27	-	40000000	40000000	54.27	-
e) Banks/FI	-	-	-	-	-	-	-	-	-
f) Any other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(1):-	-	40000000	40000000	54.27	-	40000000	40000000	54.27	-
(2) Foreign	-	-	-	-	-	-	-	-	-
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI	-	-	-	-	-	-	-	-	-
e) Any other....	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	40000000	40000000	54.27	-	40000000	40000000	54.27	-
B. Public Shareholding	-	-	-	-	-	-	-	-	-

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

(1) Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds / UTI	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	83399	-	83399	0.1132	0.1132
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(1):	-	-	-	-	83399	-	83399	0.11	0.11
(2) Non-Institutions	-	-	-	-	-	-	-	-	-
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	159298	25221656	25380954	34.44	240197	25138257	25378454	34.43	0
ii) Overseas									
b) Individuals									
i) Individual Shareholders holding nominal share capital upto Re. 1 lakh	2500	8317046	8319546	11.29	326096	7912551	8238647	11.18	-0.11
ii) Individual Shareholders holding nominal share capital in excess of Re. 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-Total (B)(2):	161798	33538702	33700500	45.73	566293	33050808	33617101	45.61	-0.12
Total Public Shareholding (B)=(B)(1)+(B)(2)	161798	33538702	33700500	45.73	649692	33050808	33700500	45.72	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	161798	73538702	73700500	100.00	649692	73050808	73700500	100.00	-

(ii) Shareholding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / Encumbered to total shares	
1	Ahmedabad Stock Exchange Ltd.	40000000	54.27	-	40000000	54.27	-	-
	Total	40000000	54.27	-	40000000	54.27	-	-

(iii) Change in Promoters' Shareholding (Please specify, if there is no change)

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	At the beginning of the year	No change during the year			
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment/transfer/bonus/sweat equity etc):	No change during the year			
	At the end of the year	No change during the year			

(iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year	Date wise Increase / Decrease in shareholding during the year	Reason	Cumulative Shareholding during the year	Shareholding at the end of the year

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

		No. of Shares	% of total shares of the Company	Date	Increase / Decrease in shareholding during the year		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the Company
1	ASE Capital Market Development Board	16904800	22.94	-	-	-	16904800	22.94	16904800	22.94
2	Investor Education and Protection Fund Authority Ministry of Corporate Affairs	-	-	03.05.2019		Transfer	83399	0.1	83399	0.11
3	Nimish Pravinchandra Vora	83399	0.1	-	-	-	83399	0.1	83399	0.11
4	Ramanlal Gulabchand Share Brokers Private Limited	81031	0.1	-	-	-	81031	0.1	81031	0.1
5	Rajendra Jayantilal Shah	81031	0.1	-	-	-	81031	0.1	81031	0.1
6	Miteshbhai M.Sheth	81030	0.1	-	-	-	81030	0.1	81030	0.1
7	Interface Brokerage & Research Ltd.	80899	0.1	-	-	-	80899	0.1	80899	0.1
8	Vikram Chinubhai Shah	80899	0.1	-	-	-	80899	0.1	80899	0.1
9	Chhaganlal Bhabhumal Rathod	80899	0.1	-	-	-	80899	0.1	80899	0.1
10	Bhavesbhai Indravadan Stock Brokers Pvt.Ltd	80899	0.1	-	-	-	80899	0.1	80899	0.1

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the Company	No. of Shares	% of total shares of the Company
	Directors:				
	At the beginning of the year	None of the Directors hold shares in the Company			
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. Allotment / transfer/bonus/sweat equity etc):	None of the Directors hold shares in the Company			
	At the end of the year	None of the Directors hold shares in the Company			
	Key Managerial Personnel (KMP):				
	At the beginning of the year	None of the KMP hold shares in the Company			
	Datewise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. Allotment /transfer/bonus/sweat equity etc):	None of the KMP hold shares in the Company			
	At the end of the year	None of the KMP hold shares in the Company			

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	-	-	-
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year	-	-	-	-
Addition	-	-	-	-
Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year	-	-	-	-
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total (Amount Rs.)
		-----	-----	----	-
1	Gross Salary	-	-	-	-

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-	-
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2	Stock Options	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- Others, specify....	-	-	-	-
4	Others, please specify	-	-	-	-
	Total (A)	-	-	-	-
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other Directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total (Amount Rs.)
	1. Independent Directors	Dhruv K. Mukadam		
	Fee for attending Board/Committee Meetings	14,000	-	14,000
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)	14,000	-	14,000
	2. Other Non Executive Directors	Vipul R. Patel Priyank S. Jhaveri		
	Fee for attending Board/Committee Meetings	-	14,000	14,000
	Commission	-	-	-
	Others: Charge Allowance	-	-	-
	Total (2)	-	14,000	14,000
	Total (B)= (1)+ (2)			28,000
	Total Managerial Remuneration		-	
	Overall Ceiling as per the Act			

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total (Amount `)
		COO(O) Vipul R. Patel	Company Secretary	CFO (upto November, 2020)	
1.	Gross Salary				
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	5,80,000	2,60,055	8,01,975	16,42,030
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profit in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Options	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- Others, specify....	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (C)	5,80,000	2,60,055	8,01,975	16,42,030

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment / Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty					None
Punishment					
Compounding					
B. DIRECTORS					
Penalty					None
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					None
Punishment					
Compounding					

Annexure: 3 Conservation of energy, technology absorption, foreign exchange earnings and outgo:

(A) Conservation of energy-

- (i) The steps taken or impact on conservation of energy: Nil, The operation of the company is not energy intensive.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

- (ii) The steps taken by the company for utilizing alternate sources of energy: Nil. Though the operations of the company are not energy intensive, the company shall explore alternative sources of energy, as and when the necessity arises.
 - (iii) The capital investment on energy conservation equipments: Nil
- (B) Technology absorption-**
- (i) The efforts made towards technology absorption: The management keeps itself abreast of the technological advancements in the industry and has adopted the state of art transaction, billing and accounting systems and also risk management solutions.
 - (ii) The benefits derived like product improvement, cost reduction, product development or import substitution: Nil
 - (iii) In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) –
 - (a) The details of technology imported; - Nil
 - (b) The year of import; - N.A.
 - (c) Whether the technology been fully absorbed; - N.A.
 - (d) If not fully absorbed, areas where absorption has not taken place, and the reasons thereof; - N.A.
 - (iv) The expenditure incurred on Research and Development - Nil
- (C) Foreign exchange earnings and Outgo-**
- The Foreign Exchange earned in terms of actual inflows during the year and the Foreign Exchange outgo during the year in terms of actual outflows- Nil (last year also Nil)

Annexure: 4

Form No. AOC-2

Particulars of contracts or arrangements with related parties

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

1. Details of contracts or arrangements or transactions not at arm's length basis

- (a) Name(s) of the related party and nature of relationship: Ahmedabad Stock Exchange Ltd.
- (b) Nature of contracts/arrangements/transactions: Facilitation and Infrastructure Usage services & any other related services
- (c) Duration of the contracts / arrangements/transactions: MOU shall continue to be in full force and effect, till the agreement is terminated / amended by both the parties with mutual consent and that both ACML and ASEL may terminate the MOU with respect to one or more or complete support, at any time by giving advance written notice of 60 days
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any –ACML shall pay notional rent/service charges @ Rs.10/- per sq. ft. Per month for 40% of the office space of the Kamdhenu Complex building being utilized by both ASEL and ACML. (Total approximate office space is 16000 sq. ft. hence; the allocated 40% office space for the purpose of payment of above notional rent/service charges by ACML is 6400 sq.ft.)
- (e) Justification for entering into such contracts or arrangements or transactions:
The company is a subsidiary of Ahmedabad Stock Exchange Ltd. which is one of the oldest stock exchanges in India. The exchange floated the subsidiary pursuant to SEBI guidelines and provided platform to its stockbrokers to trade through the subsidiary platform as sub-brokers of subsidiary in nationwide exchanges i.e. NSE and BSE and the subsidiary is using the same infrastructure which was already in use by the stock brokers as provided by the Exchange.
- (f) Date(s) of approval by the Board:
Date of approval of Original MoU by the Board - 11.12.2006
Date of approval of Supplementary MoU by the Board – 23.08.2010
Date of approval by the board – 17.03.2015
- (g) Amount paid as advances, if any: Nil
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188 – N.A.

2. Details of material contracts or arrangement or transactions at arm's length basis

- (a) Name(s) of the related party and nature of relationship: Ahmedabad Stock Exchange Ltd., Holding company
- (b) Nature of contracts/arrangements/transactions: Facilitation and Infrastructure Usage services & any other related services
- (c) Duration of the contracts / arrangements/transactions: MOU shall continue to be in full force and effect, till the agreement is terminated / amended by both the parties with mutual consent and that both ACML and ASEL may terminate the MOU with respect to one or more or complete support, at any time by giving advance written notice of 60 days
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any:
 - A. ACML shall pay/ reimburse to ASEL 40% of all the expenses which are incurred by ASEL for the common benefit of both the organizations.
 - B. The expenses, for which direct reference is available i.e. direct expenses on telephones, postage, stationary & printing, courier etc., shall be borne by the respective organizations; and where the common expenses/overheads which cannot be segregated like electricity, security guard charges shall be charged in the ratio of 40:60 for ACML and ASEL.
 - C. ACML shall pay to ASEL the user charges @ Re 1/- per sq. ft. per month on the above allocated office space of 6400 sq. ft., toward the utilization of old furniture and fixtures, etc. of ASEL.
 - D. ACML shall dispense with the services of ASEL staff and none of them shall work for nor be charged for ACML with effect from 1st April 2010.
- (e) Date(s) of approval by the Board, if any:
Date of approval of Original MoU by the Board - 11.12.2006
Date of approval of Supplementary MoU by the Board – 23.08.2010
Date of approval by the board – 17.03.2015
- (f) Amount paid as advances, if any: Nil

For and on behalf of the Board
(Priyank S. Jhaveri)
Chairman & Director
DIN: 02626740

Place: Ahmedabad

Date: 01-12-2020

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

INDEPENDENT AUDITOR'S REPORT

To,
The Members,
ACML CAPITAL MARKETS LIMITED
(Erstwhile ASE Capital Markets Limited)

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the Standalone Financial Statements of **ACML CAPITAL MARKETS LIMITED** (Erstwhile ASE Capital Markets Limited), which comprise the Balance Sheet as at 31st March 2020, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and Notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as 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 in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its profit and its cash flows for the year ended on that date.

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. 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 together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, 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 opinion.

Emphasis of Matter

We draw attention to Note No. 27 to the standalone financial statements with regard to pendency resolution of disputes on account of recovery from CITI Bank N. A. and pendency of final outcome of the lawsuit filed against CITI Bank N.A. the company pursuant to resolution passed by Board of Directors, has made provision for doubtful recovery amounting to Rs. 33,91,385/- in the books on account in the financial year 2012-13.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the standalone financial statements and our auditors' report thereon.

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 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. We have nothing to report in this regard.

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 Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position and financial performance of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. 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 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, the Board of Directors 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 the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also 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:

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

- 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 control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, 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.

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.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure – A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, 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 and the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards 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 as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) The Ministry of Corporate Affairs vide its notification bearing no. G.S.R. 583(6) dated 13th June 2017, amended the provision of section 143(3) of the Companies Act, 2013. In accordance with the same reporting requirement related to adequacy and operating effectiveness of the internal financial controls over financial reporting is not applicable to the Company.
 - (g) 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, 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 26 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.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

FOR G. K. CHOKSI & CO.
[Firm Registration No. 101895W]
Chartered Accountants

ROHIT K. CHOKSI
Partner

Mem. No. 31103
UDIN : 20031103AAAAGM8691

Place : Ahmedabad

Date : 1st December, 2020

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

ANNEXURE- A TO THE AUDITORS' REPORT

[Referred to in our Report of even date to the members of ACML CAPITAL MARKETS LIMITED (Erstwhile ASE Capital Markets Limited)]

- (i) (a) The Company is in the process of updating proper records showing full particulars including quantitative details and situation of fixed assets.
(b) We were informed that the fixed assets were not physically verified by the Management at the end of the year however the company has a regular programme of verification which in our opinion is reasonable having regard to the size of the company and nature of its business. Since the fixed assets records are still under compilation no comparison with the book records have yet been made. In the absence of such comparison opinion as to discrepancies if any cannot be given.
(c) As the Company does not have any immovable properties, therefore the Clause 3(i)(c) is not applicable.
- (ii) The company's nature of operation does not require it to hold inventories. Accordingly, clause 3(ii) of the Companies (Auditor's Report) Order, 2015 is not applicable.
- (iii) The Company has not granted any secured / unsecured loan to any parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of Clause 3(iii) of the Order are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans, investments, guarantees and securities.
- (v) According to information and explanations given to us, the Company has not accepted any deposits as defined in The Companies (Acceptance of Deposits) Rules 2014. Accordingly, the provisions of Clause 3(v) of the Order are not applicable to the Company.
- (vi) The provisions of Companies (Cost Records and Audit) Rules, 2014 prescribed by the Central Government under Section 148(1) of Companies Act, 2013 are not applicable. Accordingly the clause 3(vi) of the order is not applicable.
- (vii) (a) According to the information given to us, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues and Company had no arrears of such outstanding statutory dues as at 31st March, 2020 for a period more than six months from the date they became payable.
(b) According to the information and explanations given to us, the company has no disputed outstanding statutory dues as at 31st March, 2020 other than stated below:

Name of the Statute	Nature of the Dues	Amount`	Period to which the amount relates (F.Y.)	Forum where dispute is pending
The Bombay Stamp Act, 1958	Stamp Duty on Turnover with BSE and NSE	1,97,38,151	2003-2004 to 2005-2006	The Additional Superintendent of Stamps
SEBI Act, 1992	SEBI Penalty	20,00,000 (*)	01-01-2013 to 31-12-2014	Securities Appellate Tribunal

(*) ` 20,00,000/- Penalty under Protest.

- (viii) According to the records of the company examined by us and on the basis of information and explanations given to us, the company has neither taken any loans from a financial institutions and a bank nor issued any debentures. Accordingly clause 3(viii) of the order is not applicable.
- (ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loan during the year.
- (x) According to the information and explanations given to us, no fraud by company or any fraud on the company by its officers and employees have been noticed or reported during the year.
- (xi) According to the information and explanations give to us, the Company has paid/provided for managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and 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, the company is not falling under ambit of provisions contained in section 177 of the Companies Act, 2013, the relevant clause is not applicable. Further transactions with the related parties are in compliance with section 188 of the Act and details of transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934.

FOR G. K. CHOKSI & CO.
[Firm Registration No. 101895W]
Chartered Accountants
ROHIT K. CHOKSI
Partner
Mem. No. 31103
UDIN : 20031103AAAAGM8691

Place : Ahmedabad
Date: 1st December, 2020

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Standalone Balance Sheet as at 31st March, 2020

[Amount in RS]

Particulars	Notes	31st March, 2020	31st March, 2019
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	7 37 00 500	7 37 00 500
Reserves and Surplus	3	22 43 84 630	21 40 74 525
		29 80 85 130	28 77 75 025
Non-current Liabilities			
Other Long Term Liabilities	4	1 71 81 358	2 34 57 764
Long Term Provisions	5	18 25 257	15 22 471
		1 90 06 615	2 49 80 235
Current Liabilities			
Trade Payables	6	-	-
Due to Micro, Small & Medium Enterprises		-	-
Due to Others		48 32 33 847	23 88 70 862
Other Current Liabilities	7	30 71 50 104	48 20 06 746
Short Term Provisions	8	5 91 865	4 54 704
		79 09 75 816	72 13 32 312
Total		1 10 80 67 561	1 03 40 87 572
ASSETS			
Non-current Assets			
Property, Plant & Equipment	9		
Tangible assets		43 37 057	34 93 313
Intangible assets		7 83 102	2 73 938
Capital Work-In-Progress	10	-	4 94 515
		51 20 159	42 61 766
Non-current investments	11	7 92 189	7 92 189
Defered Tax Asset (net)	12	13 26 686	11 96 542
Long-term Loans & Advances	13	4 72 21 882	4 51 93 336
Other Non-current Asset	14	11 71 00 000	23 70 00 000
Current Assets			
Trade Receivables	15	90 52 259	80 99 007
Cash and Cash Equivalents	16	76 95 28 150	40 71 82 975
Short-term Loans and Advances	17	15 39 94 514	32 31 28 665
Other Current Assets	18	39 31 722	72 33 092
		93 65 06 645	74 56 43 739
Total		1 10 80 67 561	1 03 40 87 572
Significant Accounting Policies	1	-	-

The accompanying notes are an integral part of the financial statements
As per attached report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]

Chartered Accountants

ROHIT K. CHOKSI

Partner

Mem. No. 31103

FOR AND ON BEHALF OF THE BOARD

VIPUL PATEL

Director

DIN : 02286599

DEVANG C. SHETH

Director

DIN : 01442419

DHRUV MUKADAM

Director

DIN : 00085042

PRIYANK S. JHAVERI

Director

DIN : 02626740

VIDHI JAIN

Company Secretary

Place : Ahmedabad

Date : 01.12.2020

Place : Ahmedabad

Date : 01.12.2020

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Standalone Statement of Profit and Loss for the year ended 31st March, 2020

[Amount in `]

Particulars	Notes	2019-2020	2018-2019
REVENUE			
Revenue from Operations	19	3 22 40 930	4 05 52 933
Other Income	20	2 27 82 266	2 06 80 295
		5 50 23 196	6 12 33 228
EXPENSES			
Operative Expenses	21	1 30 30 754	1 47 01 405
Employees Benefit Expenses	22	1 68 41 524	1 49 38 274
Finance Cost	23	1 89 962	-
Depreciation & Amortization		21 84 784	31 80 108
Other Expenses	24	84 85 984	81 63 073
		4 07 33 008	4 09 82 860
Profit Before Tax		1 42 90 188	2 02 50 368
Tax expense:			
Current tax		42 50 000	28 39 584
In respect of earlier years		(1 39 773)	-
Deferred tax		(1 30 144)	(2 88 343)
		39 80 083	25 51 241
Profit for the year		1 03 10 105	1 76 99 127
Earnings per equity share:	25		
Basic and Diluted `		0.14	0.24

The accompanying notes are an integral part of the financial statements
As per attached report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]
Chartered Accountants

ROHIT K. CHOKSI

Partner

Mem. No. 31103

Place : Ahmedabad

Date : 01.12.2020

FOR AND ON BEHALF OF THE BOARD

VIPUL PATEL

Director

DIN : 02286599

Place : Ahmedabad

Date : 01.12.2020

DEVANG C. SHETH

Director

DIN : 01442419

PRIYANK S. JHAVERI

Director

DIN : 02626740

DHRUV MUKADAM

Director

DIN : 00085042

VIDHI JAIN

Company Secretary

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Standalone Cash Flow Statement for the year ended 31st March, 2020

[Amount in `]

Particulars	2019-2020	2018-2019
A Cash from Operating Activities		
Net Profit Before Tax from Continuing Operation	1 42 90 188	2 02 50 368
Depreciation and Amortization	21 84 784	31 80 108
Interest Received	(2 20 89 515)	(1 72 42 680)
Dividend Income	(1 65 200)	(2 35 658)
	<u>(2 00 69 931)</u>	<u>(1 42 98 230)</u>
Adjustment for Movements in Working Capital:		
Increase/(decrease) in Other Long Term Liabilities	(62 76 406)	51 00 703
Increase/(decrease) in Long Term Provisions	3 02 786	2 37 701
Increase/(decrease) in Trade Payables	24 43 62 985	1 55 20 601
Increase/(decrease) in Other Current Liabilities	(17 48 56 643)	(10 23 02 389)
Increase/(decrease) in Short Term Provisions	1 37 161	56 646
Increase/(decrease) in Long Term Loans and Advances	(1 13 164)	21 26 133
Increase/(decrease) in Trade Receivables	(9 53 252)	4 58 837
Increase/(decrease) in Short Term Loans and Advances	16 91 34 152	7 52 41 395
Increase/(decrease) in Other Current Assets	33 01 370	1 55 156
	<u>23 50 38 989</u>	<u>(34 05 217)</u>
Cash Generated from Operations	<u>22 92 59 246</u>	<u>25 46 921</u>
Direct Taxes (paid) / refund	(60 25 609)	(38 64 842)
Net Cash Flow from Operations	[A] <u>22 32 33 637</u>	<u>(13 17 921)</u>
B Cash flow from Investing Activities		
Purchase of Fixed Assets	(30 43 177)	(12 99 951)
Maturity of / (Investment in) Fixed Deposits	(3 67 00 000)	2 31 00 000
Interest Received	2 20 89 515	1 72 42 680
Dividend Income	1 65 200	2 35 658
Net cash (used in) / generated from Investing Activities	[B] <u>(1 74 88 462)</u>	<u>3 92 78 387</u>
C Cash flow from Financing Activities		
Dividend Paid	-	-
Net cash (used in) / generated from Financing Activities	[C] <u>-</u>	<u>-</u>
Net Increase/(Decrease) in cash and cash equivalents	[A+B+C] <u>20 57 45 175</u>	<u>3 79 60 466</u>
Cash and Cash Equivalents opening	<u>26 64 82 975</u>	<u>22 85 22 509</u>
Cash and Cash Equivalents closing	<u>47 22 28 150</u>	<u>26 64 82 975</u>
Components of Cash and cash equivalent		
Cash in hand	53 418	59 195
Balances with banks	44 81 74 732	18 19 23 780
Fixed Deposits	2 40 00 000	8 45 00 000
	<u>47 22 28 150</u>	<u>26 64 82 975</u>

1 The Cash Flow Statement is prepared by using indirect method in accordance with the format prescribed by Accounting Standard 3 as prescribed by The Institute of Chartered Accountants of India.

2 Figures in brackets indicate cash outflows.

3 Figures of the previous year have been regrouped wherever necessary, to confirm to current years presentation.

This is the Cash Flow referred to in our report of the even date.

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]
Chartered Accountants

ROHIT K. CHOKSI

Partner

Mem. No. 31103

Place : Ahmedabad

Date : 01.12.2020

FOR AND ON BEHALF OF THE BOARD

VIPUL PATEL

Officer

Director

DIN :

02286599

DEVANG C. SHETH

Director

DIN : 01442419

PRIYANK S. JHAVERI

Director

DIN : 02626740

Place : Ahmedabad

Date : 01.12.2020

DHRUV MUKADAM

Director

DIN : 00085042

VIDHI JAIN

Company Secretary

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Notes forming part of Accounts

1. Significant Accounting Policies

(a) Accounting Conventions

- (i) The standalone financial statements of the company have been prepared and presented in accordance with the generally accepted accounting principle under the historical cost convention on an accrual basis. The Company has prepared these standalone financial statements to comply in all material respects with the Accounting Standards as prescribed under section 133 of the Companies Act, 2013 read with Rule 7 of Companies (Accounts) Rules, 2014.
- (ii) The accounting policies adopted in the preparation of the standalone financial statements are consistent with those of previous year.

(b) Use of estimates

The presentation of standalone financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the standalone financial statements and the reported amount of revenues and expenses during the reported period. Differences between the actual result and estimates are recognised in the period in which the results are known/ determined.

(c) Revenue Recognition

- (i) Brokerage income is accounted for on an accrual basis, net of commission to sub brokers.
- (ii) Depository Participants income is accounted for on an accrual basis, net of commission to sub brokers.
- (iii) Interest income is accounted for on an accrual basis.

(d) Property, Plant & Equipment

Property, Plant & Equipment are stated at their original cost including incidental expenses related to acquisition and installation, less accumulated depreciation. Cost comprises of the purchase price and other attributable cost of bringing the assets to its working condition for its intended use.

(e) Impairment of Assets

An asset is treated as impaired when its carrying cost exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting periods is reversed if there has been a change in the estimate of recoverable amount

(f) Depreciation / Amortisation

Depreciation on Tangible Assets is provided on written down value method at rates and over the useful lives of assets specified in Part C of Schedule II to the Companies Act 2013 read with the relevant notifications issued by the Department of Company affairs. Depreciation on addition/deletion to assets during the period is provided on pro-rata basis.

Lease Hold Improvements

Intangible Assets are amortised over the period of three years.

(g) Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments. Current investments are carried at lower of cost and fair value. Long Term Investment has been stated at the cost price. Provision for diminution in the value of Long Term Investment is made only if; such decline is not temporary in nature in the opinion of the management.

Classification of Investment into Short term and Long term in balance sheet is based on the management decision regarding there intention of holding the Investment.

(h) Retirement Benefits

- (i) Defined Contribution Plan
Contribution to Defined Contribution Schemes such as Provident Fund and Employees State Insurance Corporation are charged to the Statement of Profit and loss as and when incurred.
- (ii) Defined Benefit Plan
Gratuity and Leave Benefits with respect to defined benefit schemes are accrued based on actuarial valuations, carried out by an independent actuary as at the balance sheet date and are charged against revenue. Contributions towards Gratuity are covered through Group Gratuity Scheme with Life Insurance Corporation of India.

(i) Taxation

- (i) Current year tax is provided based on the taxable income computed in accordance with the provisions of the Income-tax Act, 1961.
- (ii) Deferred income taxes are recognised for the future tax consequences attributable to timing differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. The effect on deferred tax assets and liabilities of a change in the tax rates is recognised using the tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets arising from unabsorbed depreciation or carry forward losses under tax laws are recognised only to the extent that there is virtual certainty of realisation. Other deferred tax assets are recognised and carried forward to the extent that there is reasonable certainty of realisation.

(j) Earnings per Share

Earning per equity share (basic/diluted) is arrived at based on Net Profit after taxation available to equity shareholders to the basic/weighted average number of equity shares.

(k) Provisions, Contingent Liabilities and Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the Notes. Contingent Assets are neither recognized nor disclosed in the standalone financial statements.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

2 Share Capital

[Amount in Rs.]

Particulars	As at 31st March, 2020	As at 31st March, 2019
(a) Authorised 10,00,00,000 (P.Y. 10,00,00,000) Equity Shares per value of ` 1/- per share	10 00 00 000	10 00 00 000
(b) Issued, Subscribed and Paidup Equity Shares Capital 7,37,00,500 (P.Y. 7,37,00,500) shares of ` 1/- each fully paid up	7 37 00 500 <u>7 37 00 500</u>	7 37 00 500 <u>7 37 00 500</u>

Note

During the period of five financial years immediately preceding the Balance Sheet date, the company has not:

- (i) allotted any fully paid-up equity shares by way of bonus shares;
- (ii) allotted any equity shares pursuant to any contract without payment being received in cash;
- (iii) brought back any equity shares

(c) Reconciliation of number of shares

Particulars	Number of Equity Shares	
	2019-2020	2018-2019
As at April 1	7 37 00 500	7 37 00 500
Add :		
Shares issued for Cash or Right Issue or Bonus	0	0
Exercise of Share Option under ESOS / ESOP	0	0
Shares issued in Business Combination	0	0
	<u>7 37 00 500</u>	<u>7 37 00 500</u>
Less :		
Shares bought back / Redemption etc.	0	0
As at March 31	<u>7 37 00 500</u>	<u>7 37 00 500</u>

(d) Rights, Preferences and Restrictions

- (i) All shares issued are fully paid up ordinary shares. The company has only one class of shares referred to as equity shares having a par value of ` 1/-.
- (ii) The holders of equity shares are entitled to receive dividends as declared from time to time. No dividend shall be payable except out of profits of the Company arrived at in the manner provided for in Section 123 of the Companies Act, 2013.
- (iii) All shares rank equally with regard to Company's residual assets. The distribution will be in proportion to the number of equity shares held by shareholders.

(e) Details of Shareholding

Particulars	As at 31st March, 2020		As at 31st March, 2019	
	Number	(%)	Number	(%)
Number of Shares held by				
Holding Company				
Ahmedabad Stock Exchange Ltd.	4 00 00 000	54.27	4 00 00 000	54.27
Shareholders holding more than 5% shares				
Ahmedabad Stock Exchange Ltd.	4 00 00 000	54.27	4 00 00 000	54.27
ASE Capital Market Development Board	1 69 04 800	22.94	1 69 04 800	22.94

3 Reserves and Surplus

[Amount in Rs]

Particulars	As at 31st March, 2020	As at 31st March, 2019
General Reserve	1 03 00 170	1 03 00 170
Capital Reserve (Refer Note 28)	18 73 733	18 73 733
Customers Protection Fund	10 00 000	10 00 000
Surplus in Statement of Profit & Loss		
At the beginning of the year	20 09 00 622	18 32 01 495
Add : Profit for the year	<u>1 03 10 105</u>	<u>1 76 99 127</u>
	<u>21 12 10 727</u>	<u>20 09 00 622</u>
Less : Appropriations		
Dividend Distribution on Equity Shares	-	-
Dividend Tax on Dividend Distribution	-	-
	<u>0</u>	<u>0</u>
	21 12 10 727	20 09 00 622

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

22 43 84 630 21 40 74 525

4 Other Long Term Liabilities

[Amount in Rs.]

	As at 31st March, 2020	As at 31st March, 2019
Base Minimum Capital		
From Sub-brokers	1 71 81 358	2 34 57 764
	1 71 81 358	2 34 57 764

5 Long Term Provisions

[Amount in Rs.]

	As at 31st March, 2020	As at 31st March, 2019
Provision for Employee Benefits	18 25 257	15 22 471
	18 25 257	15 22 471

6 Trade Payables

[Amount in Rs.]

	As at 31st March, 2020	As at 31st March, 2019
Due to Micro, Small and Medium Enterprises (Refer Note 29)	-	-
Due to Others		
Related Party - Holding Company	2 28 096	-
Payables to Clients	47 88 04 970	23 52 43 970
Other Trade Payables	42 00 781	36 26 892
	48 32 33 847	23 88 70 862
	48 32 33 847	23 88 70 862

7 Other Current Liabilities

[Amount in Rs.]

	As at 31st March, 2020	As at 31st March, 2019
Margin Received for Exchange Trades - F&O	13 86 09 000	30 94 45 528
Additional BMC from Sub-brokers	14 62 93 093	15 85 90 854
Interest Payable to Sub-broker on Additional BMC	51 17 242	3 63 083
Income received in advance	84 22 173	79 53 143
Bank Book Over Draft	14 65 179	-
Unpaid Dividend	50 239	57 520
[Unpaid Dividend amounting to NIL (P.Y. ` 2,502/-) which was due for payment to Investor Education & Protection Fund on (P.Y. 27th November, 2018) was paid on (P.Y. 27th November, 2018)]		
Other Payables		
DP Dividend Payable	38 51 268	15 22 985
Statutory Liabilities	20 75 678	32 90 968
Other	12 66 232	7 82 665
	30 71 50 104	48 20 06 746

8 Short Term Provisions

[Amount in Rs.]

	As at 31st March, 2020	As at 31st March, 2019
Provision for Provident Fund	2 05 626	1 74 045
Provision for ESIC	9 101	14 875
Provision for Leave Encashment	3 10 288	2 65 784
Provision for Leave Travel Allowance	60 450	-
Provision for Professional Tax	6 400	-
	5 91 865	4 54 704

11 Non-current Investments

[Amount in Rs.]

	As at 31st March, 2020		As at 31st March, 2019	
	Number	Value `	Number	Value `
In Equity Instruments				

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Unquoted, Non-trade BSE Ltd. 6,428 (P.Y.6,428) Shares of ` 2/- each fully paid up	6 428	7 92 189	6 428	7 92 189
		7 92 189		7 92 189

As at balance sheet date, the company holds 250 shares (P.Y. 250 shares) of CSE Ltd. for which the company has not paid any consideration.

12 Deferred Tax Asset (Net)

[Amount in `]

Particulars	As at 31st March, 2020	As at 31st March, 2019
Related to Fixed Assets	7 32 577	6 75 802
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	5 94 109	5 20 740
Net Deferred Tax Assets	13 26 686	11 96 542

13 Long-term Loans and Advances

(Considered good unless otherwise stated)

[Amount in `]

Particulars	As at 31st March, 2020	As at 31st March, 2019
Deposits with Stock Exchanges/Depositories		
Bombay Stock Exchange	16 25 000	16 25 000
National Stock Exchange	2 48 00 000	2 46 00 000
National Stock Exchange Clearing Corporation Ltd.	1 34 00 000	1 34 00 000
CDSL Security Deposits	5 00 000	5 00 000
National Securities Depository Ltd.	10 45 000	10 00 000
Other Deposit	58 000	1 38 000
Loans and Advances to Employees	12 09 345	12 61 181
Advance Tax (Net of Provision)	45 84 537	26 69 155
	4 72 21 882	4 51 93 336

(Amount receivable from Related Parties, Directors and Officers ` NIL (P. Y. ` NIL)

14 Other Non-current Assets

(Considered good unless otherwise stated)

[Amount in Rs.]

Particulars	31st March, 2020	31st March, 2019
Fixed Deposits with Original Maturity for more than 12 months [Of the above deposits amounting to ` 9,71,00,000/- (P.Y. ` 22,20,00,000/-) have been placed as margin money with Stock Exchanges and ` 2,00,00,000/- (P.Y. ` 1,00,00,000/-) have been placed against FD OD]	11 71 00 000	23 70 00 000
	11 71 00 000	23 70 00 000

15 Trade Receivables

(Considered good unless otherwise stated)

[Amount in `]

Particulars	As at 31st March, 2020	As at 31st March, 2019
Outstanding for a period exceeding six months	85 92 912	74 96 412
Other Receivables	4 59 347	6 02 595
	90 52 259	80 99 007

(Amount receivable from Related Parties, Directors and Officers ` NIL (P. Y. ` NIL)

16 Cash Bank Balances

[Amount in Rs.]

Particulars	As at 31st March, 2020	As at 31st March, 2019
Cash and Cash Equivalents		
Cash in hand	53 418	59 195
Balances with Banks In Current Account	44 69 85 156	18 06 59 145

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

[Net of provision for doubtful recovery]		
Unclaimed Dividend in Escrow Account	11 89 576	12 64 635
Deposit with Original Maturity for less than 3 Months	2 40 00 000	8 45 00 000
[Of the above deposits amounting to ` 50,00,000/- (P.Y. ` 7,95,00,000/-) have been placed as margin money with Stock Exchanges, ` 1,40,00,000/- (P.Y. NIL) have been placed against FD OD and ` 50,00,000/- (P.Y. NIL) have been placed against Bank Guarantee]		
	47 22 28 150	26 64 82 975

Other Bank Balances

Deposit with Original Maturity for more than 3 Months but less than 12 months	29 73 00 000	14 07 00 000
[Of the above deposits amounting to ` 26,73,00,000/- (P.Y. ` 13,36,00,000/-) have been placed as margin money with Stock Exchanges, ` 1,10,00,000/- (P.Y. NIL) have been placed against FD OD and ` 50,00,000/- (P.Y. NIL) have been placed against Bank Guarantee]		
	76 95 28 150	40 71 82 975

17 Short-term Loans and Advances

(Considered good unless otherwise stated)

[Amount in Rs.]

Particulars	As at	As at
	31st March, 2020	31st March, 2019
Margin Money with Stock Exchanges - F&O	14 11 62 068	30 94 45 528
Loans and Advances to Employees	16 38 519	8 77 593
Advances recoverable in cash or in kind	33 86 714	47 04 930
Security Deposit	-	27 00 000
Prepaid Expenses	13 89 054	13 98 762
Balances with Revenue Authorities (Refer Note 26)	43 67 282	26 44 273
Others	20 50 877	13 57 579
	15 39 94 514	32 31 28 665

(Amount receivable from Related Parties, Directors and Officers ` NIL
(P. Y. ` NIL)

18 Other Current Assets

(Considered good unless otherwise stated)

[Amount in Rs.]

Particulars	As at	As at
	31st March, 2020	31st March, 2019
Interest accrued on Deposits	39 31 722	72 33 092
	39 31 722	72 33 092

19 Revenue from Operations

[Amount in Rs.]

Particulars	2019-2020	2018-2019
	Sale of Services	
Brokerage and Other Charges	1 80 07 596	2 25 61 550
Depository Income	1 03 96 801	1 36 85 207
	2 84 04 397	3 62 46 757
Other Operating Income	38 36 533	43 06 176
	3 22 40 930	4 05 52 933

20 Other Income

[Amount in Rs.]

Particulars	2019-2020	2018-2019
	Interest on	
Fixed Deposit (Net)	2 15 57 418	1 86 10 617
[Net of ` 1,09,10,163/- (P.Y. ` 1,17,86,396/-) being interest paid to Sub-brokers on Additional Base Minimum Capital]		
Income Tax Refund	78 608	15 25 770
Others	5 32 098	1 57 833
	2 21 68 124	2 02 94 220
Delayed Payment Charges	2 81 697	43 929
Dividend on Investment in Shares	1 65 200	2 35 658

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Other Non-Operating Income	1 67 245	1 06 488
	2 27 82 266	2 06 80 295

21 Operative Expenses

[Amount in Rs.]

Particulars	2019-2020	2018-2019
Stock Exchange Charges	9 29 814	15 88 248
Depositories Charges	40 37 351	50 98 599
Infrastructure and other facilities Usage Charges	8 44 800	8 44 800
Software Development and Maintenance Charges	51 41 156	48 80 859
Electricity Expenses	13 99 723	14 22 961
Internet Expenses	1 59 875	1 89 100
Printing, Stationery and Franking	5 18 035	6 76 838
	1 30 30 754	1 47 01 405

22 Employees Benefit Expenses

[Amount in Rs.]

Particulars	2019-2020	2018-2019
Salary and Allowances	1 21 83 490	1 04 33 964
Director's Salary	5 40 000	6 30 000
Contribution to Provident Fund & Other Funds	34 84 378	31 87 748
Staff Welfare Expenses	6 33 656	6 86 562
	1 68 41 524	1 49 38 274

23 Finance Cost

[Amount in Rs.]

Particulars	2019-2020	2018-2019
Interest on Bank FD / OD	1 89 962	0
	1 89 962	0

24 Other Expenses

[Amount in Rs.]

Particulars	2019-2020	2018-2019
Telephones and Postage	3 32 244	6 22 167
Rent,Rates & Taxes	9 98 120	7 92 653
Repairs and Maintenance Expenses	14 52 220	11 92 052
Professional Fees and Legal Charges	22 36 406	25 74 082
Security Service Charges	6 15 890	6 02 822
Travelling and Conveyance	7 98 059	6 86 625
Auditor's Remuneration # (Refer Note (i) below)	4 00 000	4 00 000
Miscellaneous Expenses	15 45 370	12 49 307
Bank Guarantee Charges	1 07 675	43 365
	84 85 984	81 63 073

(i) Breakup of Payment to Auditor

As Statutory and Tax Auditors

	4 00 000	4 00 000
	4 00 000	4 00 000

25 Basic and Diluted Earnings Per Equity Share

Particulars	2019-2020	2018-2019
Net Profit / (Loss) for the year `	1 03 10 105	1 76 99 127
Weighted Number of equity shares	7 37 00 500	7 37 00 500
Nominal value of the share `	1	1
Earning per share `	0.14	0.24

Note : There is no change in the number of equity shares during the year.

26. Contingent Liabilities and Capital Commitments

[Amount in Rs.]

Particulars	2019-2020	2018-2019
Counter Bank Guarantees	1,60,00,000	2,04,00,000

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Claims not acknowledged as debts		
Stamp Duty	1,97,38,151	1,97,38,151
SEBI Penalty*	20,00,000	--
Disputed Charges (CITI Bank)	Undetermined	Undetermined
(Refer Note – 27 below)		

* The Company has not recognized and acknowledged the claims as liability in the books of account amounting to 20,00,000/- (P.Y. NIL) which have been made against the Company by Securities and Exchange Board of India since such claims have been disputed and pending before the appropriate authorities for final adjudication and accordingly sub-judice. The final outcome of such lawsuits filed against the Company is not presently ascertained and accordingly no provision in respect thereof has been made in the books of account of the Company.

27. Pending issues with CITI Bank N. A.

The company has been maintaining two different bank accounts with CITI Bank N. A. Ahmedabad branch for the purpose of client's pay outs resulting from business transacted at BSE and NSE. The company has initiated the process of reconciling the transactions since the commencement of operations in aforesaid accounts as the bank had arbitrarily recovered the charges inspite of the bank's offer to serve free of cost. The company has disputed such recoveries since the details of the same have not been provided by bank and also requested bank to grant refund of the sum already recovered.

During the financial year 2009-2010, upon request by the bank, the company had transferred the sum of ` 32,89,500 in addition to funds already transferred to facilitate the client's pay-out without any hindrance. In addition to such amount, the company has further transferred the sum of ` 1,01,885/- to facilitate the client's pay-out. In spite of company's request to provide details of utilization of such funds and cheques outstanding for presentation, the bank failed to furnish the requisite details and therefore company has insisted bank to appoint an independent agency to reconcile the transactions. The bank has appointed a firm of Chartered Accountant to reconcile the transactions since commencement of operations. However, the process of reconciliation by the said firm of chartered accountants is yet to initiate.

The company has filled Civil Suit before Hon'ble City Civil Court, Ahmedabad to resolve the dispute with a claim of ` 64,75,638/- inclusive of funds transfer, interest thereon and charges debited by Bank. In response to inquiry by the management, the council appointed for the purpose of arguing the case, has informed that the hearing is yet to take place and therefore the current position of the case is status quo.

In view of the above matter the company has already provided for bad recoveries in the financial year 2012-13.

28. Pending adjustments / recovery of certain balances

(a) The company has identified the amount, outstanding exceeding twelve months for NSDL Transaction Charges Receivable amounting to ` 55,88,532/- (P. Y. ` 48,25,823/-) against which company recovered ` 28,24,145/- (P. Y. 28,91,128/-) resulting net balance of ` 27,64,387/- being NSDL Transaction Charges Receivable and outstanding exceeding twelve months for CDSL Transaction Charges Receivable ` 41,72,413/- (P. Y. ` 35,48,159/-), recoverable from various clients for which the recovery, although initiated, is pending inspite of persuasive efforts. The company expects the recovery of the said amounts in near future and therefore considered the same as good for recovery and no provision is made.

(b) The company is yet to identify the clients in respect of DP Dividend Payable amounting to ` 3,15,700/- (P. Y. ` 3,20,149/-).

29. Micro, Small and Medium Enterprises Details

[Amount in Rs.]

S no.	Particulars	2019-2020	2018-2019
1	Principal amount and interest due thereon remaining unpaid to any supplier as at the end of each accounting year.	NIL	NIL
2	The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	NIL	NIL
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	NIL	NIL
4	The amount of interest accrued and remaining unpaid at the end of each accounting year; and	NIL	NIL
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	NIL	NIL

There are no Micro, Small and Medium enterprises to whom the company owes dues which are outstanding for more than 45 days as on the Balance Sheet date. Further the company has neither paid or payable any interest to Micro, Small and Medium enterprises on the Balance Sheet date. The above information

20th Annual Report 2019-20

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

has been determined to the extent such parties have been identified on the basis of information available with the company. This has been relied upon by the auditors.

30. Employee Benefits

Defined contribution to Provident Fund

The company makes contribution towards employees' provident fund plan scheme. Under the rules of these schemes, the Company is required to contribute a specified percentage of payroll costs. The company during the year recognised ` 7,38,144/- (P. Y. ` 6,03,554/-) as expense towards contributions to these plans.

[Amount in Rs.]

Particulars	March 31, 2020	March 31, 2019
	Gratuity	Gratuity
Changes in Present Value of Obligations		
Present Value of Obligation as at the beginning of the year	28,49,793	21,42,167
Interest Cost	2,15,336	1,60,836
Current Service Cost	3,86,363	3,48,117
Actuarial (gain) / Loss on obligations	1,77,097	2,27,335
Benefits paid – from plan assets	NIL	(28,662)
Benefits payable	NIL	NIL
Benefits paid – from own funds	NIL	NIL
Present value of Obligation as at the end of the year	36,28,589	28,49,793
Changes in fair value of plan assets		
Fair Value of Plan Assets at the beginning of the year	35,77,365	25,39,109
Expected Return on Plan Assets	2,84,623	2,01,855
Contributions	9,71,550	8,86,435
Expenses deducted from the fund	NIL	NIL
Actuarial Gain / (loss) on Plan Assets	(39,100)	(21,372)
Benefits paid	NIL	(28,662)
Fair Value of Plan Assets at the end of the year	47,94,438	35,77,365
Amount recognized in balance sheet		
Present Value of Obligations as at the end of the year	(36,28,589)	(28,49,793)
Fair value of plan Assets as at the end of the year	47,94,438	35,77,365
Net Asset / (Liability) recognized in Balance sheet	11,65,849	7,27,572

30. Employee Benefits

[Amount in Rs.]

Particulars	March 31, 2020	March 31, 2019
	Gratuity	Gratuity
Expenses recognized in the Profit and loss account		
Current Service Cost	3,86,363	3,48,117
Interest Cost	2,15,336	1,60,836
Expected Return on Plan Assets	(2,84,623)	(2,01,855)
Expenses deducted from the fund	NIL	NIL
Net actuarial (gain) / loss recognized in the year	2,16,197	2,48,707
Expenses Recognized in the statement of Profit & Loss	5,33,273	5,55,805
* Encashment out of current year's accrual to be charged directly to P&L	NIL	NIL

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Investment details		
Funds with Life Insurance Corporation	100%	100%
Assumptions		
Discount rate	6.85%	7.70%
Rate of increase in compensation levels	6.00%	6.00%
Rate of return on plan assets	6.85%	7.70%

The estimates of rate of escalation in salary considered in actuarial valuation take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The actuary certifies the above information.

31. Related Party Disclosures

As per Accounting Standard 18, issued by the Institute of Chartered Accountants of India, the disclosures of transactions with the related parties as defined in the Accounting Standard are given below:

(a) List of related parties with whom transactions have taken place during the year and relationship:

Sr. No.	Name of the Related Party	Relationship
1.	Ahmedabad Stock Exchange Limited	Holding Company
2.	Mr. Vipul Patel	Key Management Personnel (w.e.f 10 th December, 2019)
3.	Shri Ritesh Goel	Key Management Personnel (upto 9 th December, 2019)

(b) Transactions with related parties: [Amount in Rs.]

Description of the Nature of Transaction	Description of Relationship	Related Party	2019-2020	2018-2019
Managerial Remuneration	Key Management Personnel	Vipul Patel	1 66 935	--
	Key Management Personnel	Ritesh Goel	8 79 248	11 04 789
Loan Given	Key Management Personnel	Ritesh Goel	5 00 000	--
Loan Received Back	Key Management Personnel	Ritesh Goel	31 032	4 03 420
Interest Received	Key Management Personnel	Ritesh Goel	4 850	553
Facilitation and Infrastructure Usage Charges	Holding Company	Ahmedabad Stock Exchange Limited	8 44 800	8 44 800
Reimbursement of Electricity Expense	Holding Company	Ahmedabad Stock Exchange Limited	13 99 723	14 22 961

(c) Outstanding Balances as at March 31, 2020: [Amount in Rs.]

Sr. No.	Particulars	Relationship	2019-2020	2018-2019
(i)	Towards Reimbursement of Electricity Expense			
	-Ahmedabad Stock Exchange Limited	Holding Company	2 32 220	1 12 559
(ii)	Towards Facilitation and Infrastructure Usage Charges			
	-Ahmedabad Stock Exchange Limited	Holding Company	2 28 096	--
(iii)	Towards Managerial Remuneration			
	- Ritesh Goel	Key Management Personnel	--	48 975
	- Vipul Patel	Key Management Personnel	45 000	--

32. Covid-19 outbreak was declared as a global pandemic by World Health Organisation (WHO) on March 11, 2020. Indian authorities have followed an approach of complete lockdown since March 24, 2020 starting with three week complete lockdown, during which only defined essential services were operating with limited capacity. The lockdown kept on getting extended with gradual and modest relaxations. Stock broking service has been declared as an essential service and accordingly, the Company has been in operation consistently with minimal permitted staff. Accordingly, as of March 31, 2020, based on the facts and circumstances existing as of that date, the Company does not anticipate any material uncertainties which affects its liquidity position and also ability to continue as a going concern. However, the impact assessment of COVID-19 is a continuing process given the uncertainties associated with its nature and duration.

33. In the opinion of the Directors, Current Assets, Loans and Advances have a value on realisation in the ordinary course of business equal to the amount at which they are stated in the Balance Sheet.

34. Balance of Sundry Debtors, Creditors, Loans and Advances are subject to confirmation by party concerned.

35. Additional information as required under paragraphs 5 (viii) (c) of general instructions for preparation of the statement of profit and loss as per Schedule III to the Companies Act, 2013, are NIL.

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

36. Statement of Management

- (a) The current assets, loans and advances are good and recoverable and are approximately of the values, if realized in the ordinary courses of business unless and to the extent stated otherwise in the Accounts. Provision for all known liabilities is adequate and not in excess of amount reasonably necessary. There are no contingent liabilities except those stated in the notes.
- (b) Balance Sheet, Statement of Profit and Loss and Cash Flow statement read together with Notes to the accounts thereon, are drawn up so as to disclose the information required under the Companies Act, 2013 as well as give a true and fair view of the statement of affairs of the Company as at the end of the year and results of the Company for the year under review.

37. The previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.
As per our report of even date

FOR G. K. CHOKSI & CO.

[Firm Registration No. 101895W]

Chartered Accountants

ROHIT K. CHOKSI

Partner

Mem. No. 31103

FOR AND ON BEHALF OF THE BOARD

VIPUL PATEL

Director

DIN : 02286599

DEVANG C. SHETH

Director

DIN : 01442419

DHRUV MUKADAM

Director

DIN : 00085042

PRIYANK S. JHAVERI

Director

DIN : 02626740

VIDHI JAIN

Company Secretary

Place : Ahmedabad

Date : 01.12.2020

Place : Ahmedabad

Date : 01.12.2020

ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

ACML CAPITAL MARKETS LTD.

(Formerly known as ASE Capital Markets Limited)

CIN: U67120GJ2000PLC037431

Registered office: Kamdhenu Complex, Opp. Sahajanand College, Nr. Panjarapole, Ahmedabad-380015

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting place)

I/We hereby record my/our presence at the 20th Annual General meeting of the Company being held on Monday, Wednesday, 30th December 2020 at 10 30 a.m. at Kamdhenu Complex, Panjarapole, Ambawadi, Ahmedabad 380015.

Full Name of Member (in Block Letters) _____
Registered Folio No. _____ No. of Equity Shares held _____
Full Name of the Proxy (in Block Letters) _____
Signature of the Member (s) / Proxy Present _____

Please complete and sign this attendance slip and hand over at the entrance of the meeting place. Only Members(s) or his/her/their proxy with this attendance slip will be allowed entry to the meeting.

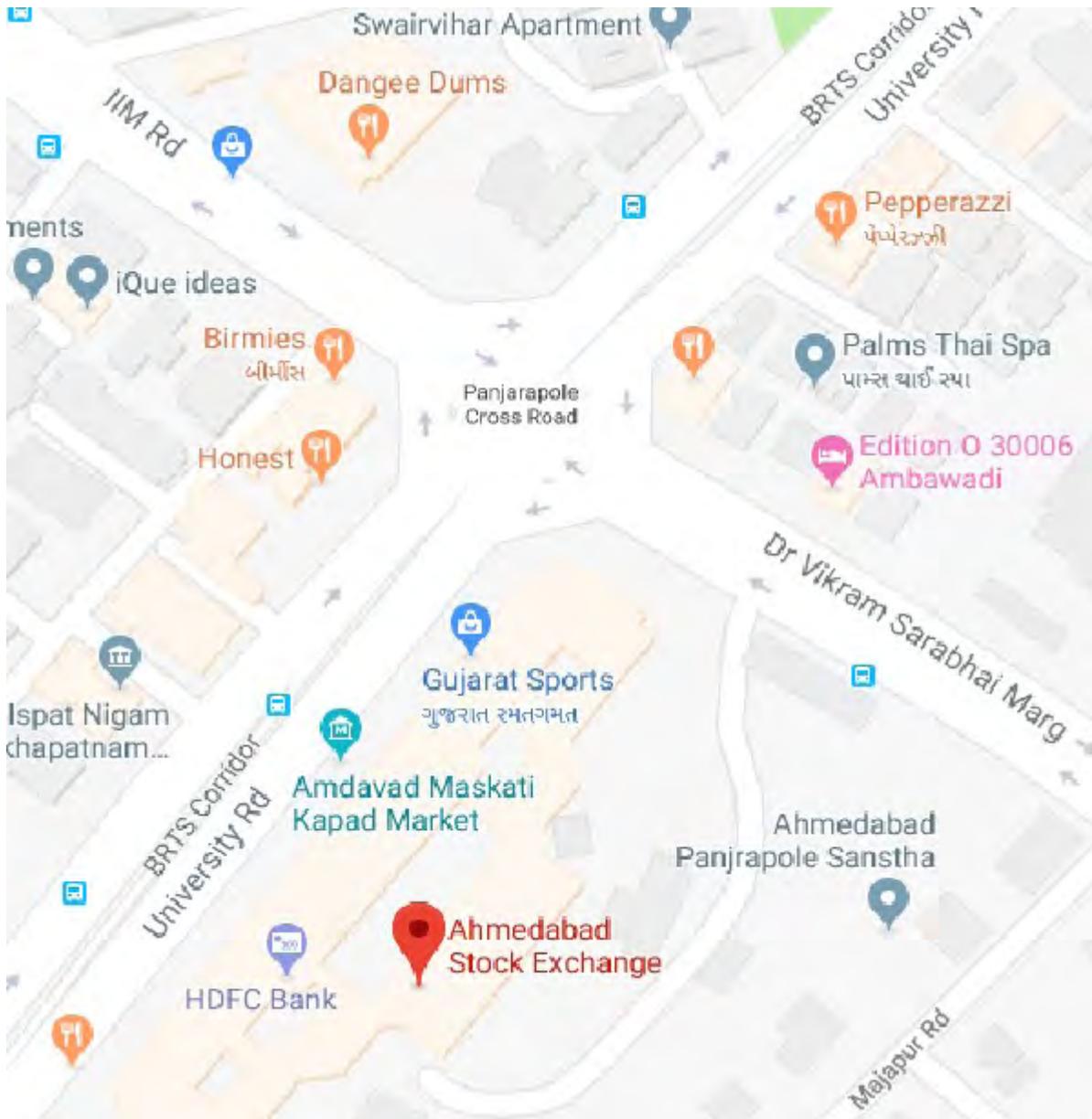
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ACML CAPITAL MARKETS LIMITED

(Formerly known as ASE Capital Markets Limited)

Route map to the venue of the 20th AGM of ACML Capital Markets Ltd. to be held Wednesday, 30th December 2020 at 10.30 a.m. at Registered Office, Kamdhenu Complex, Panjarapole, Ambawadi, Ahmedabad 380015

Landmark: Panjarapole Cross Road, Dr. Vikram Sarabhai Marg, Ahmedabad



ACML CAPITAL MARKETS LIMITED

Registered Office: Kamdhenu Complex,
Opp. Sahajanand College, Nr.
Panjarapole, Ahmedabad-380015