



FRASER AND COMPANY LIMITED

CIN – L51100MH1917PLC272418

GSTIN - 27AAACF3592R1ZZ



Address – House No. 12, Plot 6A, Ground Floor – Sneh, Road No. 2, Abhinav Nagar, Opposite CTCR Training Center, Borivali (East), Mumbai – 400066. Contact No. 02265075394. Email – fraseracp@gmail.com

Thursday, 13th Day of February, 2025

To,

General Manager, Listing Department, Bombay Stock Exchange Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 539032	The Manager, Listing & Compliance Department The CSE Limited 7, Lyons Range, Kolkata-700001 Scrip Code: 016052
--	---

Subject: Outcome of Board Meeting held on February 13th, 2025 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Dear Sir/ Ma'am,

This is to inform you that the Board of Directors of the Company at its Meeting held today i.e. February 13th, 2025 has inter-alia approved the Un-Audited Standalone Financial Results of the Company for the Quarter ended December 31st, 2024 along with the following businesses:

1. Approved the Un-Audited Standalone Financial Results for the Quarter ended December 31st, 2024 along with the Limited Review Report of the Statutory Auditor.

Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the following:

- a) Un-Audited Standalone Financial Results of the Company for the Quarter ended December 31st, 2024 **and**
 - b) Limited Review Report issued by the Statutory Auditor of the Company on the Un-Audited Financial Results of the Company for the Quarter ended December 31st, 2024; (*Annexure-A*)
2. Appointment of Mr. Vijay Solanki as the Chief Financial Officer of the Company with effect from February 13th, 2025.



FRASER AND COMPANY LIMITED

CIN – L51100MH1917PLC272418

GSTIN - 27AAACF3592R1ZZ



Address – House No. 12, Plot 6A, Ground Floor – Sneh, Road No. 2, Abhinav Nagar, Opposite CTCR Training Center,
Borivali (East), Mumbai – 400066. Contact No. 02265075394. Email – fraseracp@gmail.com

The brief profile as per the requirement of Regulation 30 read with clause 7B of Part A of Schedule III of the Listing Regulations, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is enclosed as **Annexure –B**.

3. Any other item with the permission of the chair.

The Meeting of the Board of Directors commenced at 02:00 P.M. and concluded at 4.40 P.M.

Kindly acknowledge and take the same on records.

Thanking you,

Yours sincerely,

**For and on behalf of
FRASER AND COMPANY LIMITED**

OMKAR
RAJKUMAR
SHIVHARE

Digitally signed by OMKAR RAJKUMAR
SHIVHARE
DN: c=IN, o=Personal, postalCode=400101,
st=Maharashtra,
serialNumber=63C779980F1558A30CF94388
81F509643684F5706C0588392D80A23649D
BECS2, cn=OMKAR RAJKUMAR SHIVHARE
Date: 2025.02.13 16:42:41 +05'30'

**OMKAR RAJKUMAR SHIVHARE
MANAGING DIRECTOR
DIN: 08374673**

Encl: As above


FRASER AND COMPANY LIMITED


House No. 12, Plot 6A, Ground Floor - Sneh, Road No. 2, Abhinav Nagar, Opposite CTRC Training Center, Borivali East, Mumbai - 400066

CIN :- L51100MH1917PLC272418

Tel: 022 65075394, Email: fraseracp@gmail.com, Website: www.fraserindia.co.in

Statement of Unaudited Financial Results for the Quarter and Nine Months Ended 31st December, 2024

Published pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

PART-I		Rs. In Million (Except per share data)					
		Quarter Ended			Nine Months Ended		Year Ended
Sr. No.	Particulars	31.12.2024 (Unaudited)	30.09.2024 (Unaudited)	31.12.2023 (Unaudited)	31.12.2024 (Unaudited)	31.12.2023 (Unaudited)	31.03.2024 (Audited)
1	Income from Operations						
	Gross Value of Sales	0.00	2.58	0.19	2.58	0.31	0.30
	Less : GST Recovered	0.00	0.39	0.03	0.39	0.04	0.03
	(a) Net Sales/ Income from Operations	(0.00)	2.19	0.16	2.19	0.27	0.27
	(b) Other Income	(0.00)	0.81	-	0.82	-	-
	Total Income from Operations (a+b)	(0.00)	3.00	0.16	3.01	0.27	0.27
2	Expenses						
	(a) Purchase of Stock-in Trade	0.00	-	0.15	2.08	0.22	0.22
	(b) Changes in inventories of finished goods, and work-in-progress and stock in trade	-	2.08	-	-	-	-
	(c) Employee Benefit Expenses	0.18	0.24	0.79	0.62	1.03	1.23
	(d) Finance Costs	0.02	0.03	0.16	0.07	0.38	0.41
	(e) Depreciation & Amortisation Expenses	0.06	0.06	-	0.26	0.38	0.75
	(f) Other Expenses	0.35	8.57	1.37	9.66	3.86	5.32
	Total Expenses	0.61	10.98	2.47	12.69	5.87	7.94
3	Profit / (Loss) before Exceptional and Extra ordinary items and Tax (1-2)	(0.61)	(7.98)	(2.31)	(9.69)	(5.60)	(7.66)
4	Exceptional Items	-	-	-	-	-	-
5	Profit/(Loss) before Extra ordinary items and Tax (3-4)	(0.61)	(7.98)	(2.31)	(9.69)	(5.60)	(7.66)
6	Extra ordinary items	-	-	-	-	-	-
7	Net Profit/(Loss) from Ordinary Activities before Tax(5-6)	(0.61)	(7.98)	(2.31)	(9.69)	(5.60)	(7.66)
8	Tax Expenses						
	I. Current Tax	-	-	-	-	-	-
	II. Deferred Tax	-	-	(0.66)	-	(1.40)	0.22
	II. Earlier Year Taxation	-	-	-	-	-	2.66
9	Net Profit / (Loss) for the Period (7-8)	(0.61)	(7.98)	(1.65)	(9.69)	(4.20)	(10.54)
10	Other Comprehensive Income						
	Remeasurement of Defined Benefit Plans	-	-	-	-	-	-
	Income Tax	-	-	-	-	-	-
11	Total Comprehensive Income/(Loss) for the period (9+10)	(0.61)	(7.98)	(1.65)	(9.69)	(4.20)	(10.54)
12	Paid up Equity Share Capital (F. V. of Rs. 10/- Each)	81.20	81.20	81.20	81.20	81.20	81.20
13	Other Equity excluding Revaluation Reserve	-	-	-	-	-	(11.77)
14	Earnings per Share (of Rs. 10/- each) :						
	(a) Basic-Rs	(0.07)	(0.98)	(0.20)	(1.19)	(0.52)	(1.30)
	(b) Diluted-Rs	(0.07)	(0.98)	(0.20)	(1.19)	(0.52)	(1.30)

Notes :

- The Unaudited Financial Results have been reviewed by Audit Committee and approved by the Board of Directors in its meeting held on Thursday, 13th February, 2025. The above results have been reviewed by the Statutory Auditors of the Company. The Statutory Auditors of the Company have carried out a "Limited Review" of the financial results for the quarter and nine months ended 31st December, 2024.
- The entire operation of the Company relate to only one segment viz. supply of construction and real estate related materials. Hence, as per the Management approach under Ind AS - 108, the company has a single operating segment.
- Figures for the Previous period /quarter have been rearranged/re-grouped wherever necessary, to confirm with the figures for the current year/quarter.
- Employees Benefit expenses includes Rs.0.49 Million paid towards the unaccounted contribution of ESIC liability on the basis of show cause notice received from the Office of the Recovery Officer, Employees State Insurance Corporation vide Ref No. C-47247/18-19&ORS/RRC(41-39942-1099)6251 dated 30.03.2023
- The management have filed an application with NCLT against three parties covering the receivables of Rs. 72.99 Million on which Order is under process and order is not yet passed at NCLT.



 For and On behalf of the Board
 For FRASER AND COMPANY LIMITED,

 OMKAR RAJKUMAR SHIVHARE
 (Managing Director)
 DIN :- 06374673

 Place : Mumbai
 Date : 13th February, 2025



UNAUDITED CASH FLOW STATEMENT FOR THE QUARTER ENDED 31ST DECEMBER, 2024

Rs. In Million

Particulars	As at December 31, 2024	As at March 31, 2024
Cash Flow From Operating Activities:		
Net Profit before Tax	(9.69)	(7.66)
Adjustments for:		
Depreciation & Amortisation Expense	0.26	0.75
Finance Cost	0.07	0.41
Profit on sale of car	(0.81)	-
Earlier year taxation	-	(2.66)
Operating Profit Before Working Capital Changes	(10.17)	(9.16)
Adjusted for Changes in Working Capital		
Increase / (Decrease) in Other Current Liabilities	(2.20)	2.02
(Increase) / Decrease in Current Assets	(0.90)	(0.45)
(Increase) / Decrease in other non current asset	7.57	-
(Increase) / Decrease in other financial asset	0.24	-
(Increase) / Decrease in Short Term Loans & Advances	(0.22)	(0.00)
(Increase) / Decrease in Trade Receivables	(0.00)	15.00
Increase / (Decrease) in Trade Payable	(1.01)	(2.83)
Increase / (Decrease) in Short Term Provisions	0.10	(0.35)
Cash Generated From Operations	(6.60)	4.22
Net Income Tax Paid	-	(2.94)
Net Cash Flow from/(used in) Operating Activities:	(6.60)	1.28
Cash Flow From Investing Activities:		
Acquisition of Property, Plant & Equipment & Intangible Assets	-	(0.07)
Transfer or Sale of Property, Plant & Equipment & Intangible Assets	2.12	-
Net Cash Flow from/(used in) Investing Activities:	2.12	(0.07)
Cash Flow from Financing Activities:		
Proceeds from Borrowings (Net)	4.32	(0.60)
Interest Expenses	(0.07)	(0.41)
Net Cash Flow from/(used in) Financing Activities:	4.25	(1.01)
Net Increase/(Decrease) in Cash & Cash Equivalents	(0.23)	0.21
Cash & Cash Equivalents at the Beginning of the Year	0.64	0.43
Cash & Cash Equivalents at the End of the Year	0.41	0.64

Note :1

Cash and Cash Equivalents at the end of the year consists of cash in hand and balances with banks are as follows:

Particulars	As at December 31, 2024	As at March 31, 2024
Cash on Hand	-	-
Balance With Banks	0.41	0.64
	0.41	0.64

Note :2

This statement is prepared as per Ind AS-7 (Indirect method)

Previous Year's figures were re-grouped wherever necessary.

For and On behalf of the Board

For FRASER AND COMPANY LIMITED,



OMKAR RAJKUMAR SHIVHARE

(Managing Director)

DIN:- 08374673

Place : Mumbai

Date : 13th February, 2025

Independent Auditor's Review Report on the Quarterly and Year to Date Unaudited Financial Results of Fraser and Company Limited under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

To,

**The Board of Directors of
Fraser and Company Limited,**

1. We have reviewed the accompanying Statement of the Unaudited Financial Results of **Fraser and Company Limited** ('the Company') for the Quarter and Nine months ended 31st December, 2024 ('the Statement') being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ('the Listing Regulations').
2. This Statement, which is the responsibility of the Company's management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "*Interim Financial Reporting*" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 as amended read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "*Review of Interim Financial Information Performed by the Independent Auditor of the Entity*" issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of the Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

AMS & CO LLP

CHARTERED ACCOUNTANTS

4. Based on our review conducted and procedure performed as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement of unaudited financial results, prepared in accordance with applicable accounting standard specified under section 133 of the Companies Act 2013 as amended, read with relevant rules issued thereunder and other recognised accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner of disclosure, or that it contains any material misstatements, except for the following:
- a. During the period, there is Rs. 3.01 Million Revenue including other income in the company and management is making best efforts to sustain its operations.
 - b. The Company recently obtained a favourable NCLT Order dated August 1, 2023, in which the Honourable Court disposed of a case brought by one of the operational creditors under section 9 of the Insolvency and Bankruptcy Code (IBC).
 - c. The company remains suspended from trading on the Calcutta Stock Exchange Limited (CSE).
 - d. The Company is having Trade Receivables of amount **Rs. 96.09 Million** which is outstanding from long time or for a period of more than 12 months and management is not able to provide the balance confirmation of the same as on the Balance sheet date and the management have filed an application with NCLT against two parties covering the receivables of Rs. **61.24 Million** which is under process and order is not yet passed at NCLT and one party covering the receivables of **Rs. 11.75 Million** which is under CIRP process as per NCLT order dated **06.01.2025**. In absence of such confirmation and reconciliation and the ongoing recovery proceeding with NCLT, we are unable to ascertain the possible effect of the same on financial statements for the year.
 - e. The Company is having Trade payables of amount **Rs. 63.20 Million** and which is outstanding from long time and management is not able to provide the balance confirmation of the same as on the Balance sheet date. In absence of such confirmation and reconciliation, we are unable to ascertain the possible effect of the same on financial statements for the year.
 - f. The Company has given the Loans to certain parties amounting to **Rs. 9.99 Million** prior to the period ended December 2022 and the management is not able to provide any repayment schedule or terms and conditions on which the said loans have been granted and further the confirmation of the balance as on the balance sheet date have also not been provided accordingly in absence of the adequate details and balance confirmation, we are unable to ascertain the possible effect of the same on the financial statements for the year.

AMS & CO LLP

CHARTERED ACCOUNTANTS

- g. The Company has given the Advances to certain suppliers of amount **Rs. 28.76 Million** prior to the period ended December 2022 and the management is not able to provide any document related to such advances and neither the purpose and the commitment against such advances have been provided to us and also the confirmation of the balance as on the balance sheet date have also not been provided accordingly in absence of the adequate details and balance confirmation we are unable to ascertain the possible effect of the same on the financial statements for the year.
- h. The Company has received order from the GST department for blocking of the ITC of amount **Rs.1.06 Million** however the effect of the same have not been given in the books of accounts and accordingly the loss for the year and liabilities are lower by the said amount.

For AMS & CO LLP

Chartered Accountants

Firm Registration No.: 130878W/W101034

**ASHOK
KUMAR**

LALJI PURI

Digitally signed by
ASHOK KUMAR LALJI
PURI
Date: 2025.02.13
15:34:29 +05'30'

Ashok Kumar Puri

Partner

Membership No.:128996

UDIN: 25128996BMJBDQ3350

Place: Mumbai

Date: 13th February, 2025



FRASER AND COMPANY LIMITED

CIN – L51100MH1917PLC272418

GSTIN - 27AAACF3592R1ZZ



Address – House No. 12, Plot 6A, Ground Floor – Sneh, Road No. 2, Abhinav Nagar, Opposite CTCR Training Center, Borivali (East), Mumbai – 400066. Contact No. 02265075394. Email – fraseracp@gmail.com

ANNEXURE B

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), 2015 related to appointments as mentioned below:

1. Details of the Chief Financial Officer (CFO)

Sr.No.	Details of events that need to be provided	Information of such event(s)
1.	Name of the CFO	Mr. Vijay Ramesh Solanki
2.	Reason for Appointment	The previous CFO tendered her resignation and Mr. Vijay Ramesh Solanki is being appointed as the CFO of the Company with effect from February 13 th , 2025.
3.	Date of Appointment	February 13 th , 2025.
4.	Terms of Appointment	As per the Terms decided by Board which shall be same as that of KMP(s)
5.	Brief Profile	Mr. Vijay Ramesh Solanki is possessing requisite qualification and skills for the said post. Last 5 year he is work in similar industry.
6.	Disclosure of relationship with the Directors of the Company	N.A.
7.	Shareholding, if any, in the Company.	The proposed CFO is not holding any Shares in the Company.