

January 25, 2024

General Manager,
Department of Corporate Services,
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai 400 001

Security Code : 502865
Security ID : FORBESCO

Dear Sir,

Subject: Outcome of Board Meeting held on January 25, 2024

Pursuant to Regulation 30 & 33 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company at their meeting held on January 25, 2024 has inter-alia considered and approved the Unaudited standalone and consolidated financial results of the Company for the quarter and nine months ended December 31, 2023.

We enclose copy of the Unaudited standalone and consolidated financial results of the Company for the quarter and nine months ended December 31, 2023, along with Limited Review Report dated January 25, 2024 of M/s. Sharp & Tannan Associates, Chartered Accountants, statutory auditors of the Company in respect of the said Financial Results.

The Board Meeting commenced at 3.30 p.m. and concluded at 5.30 p.m

Kindly take the above on your record.

Thanking you.
Yours faithfully,
For Forbes & Company Limited

Rupa Khanna
Company Secretary and Compliance Officer

Encl: As above

Independent Auditor's Limited Review Report on Standalone Unaudited Financial results of FORBES & COMPANY LIMITED for the quarter & nine months ended December 31, 2023, Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FORBES & COMPANY LIMITED
(CIN – L17110MH1919PLC000628)
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai – 400 001

Introduction

1. We have reviewed the accompanying statement of Unaudited Standalone Financial results of **FORBES & COMPANY LIMITED** ("the Company") for the quarter & nine months ended on December 31, 2023, together with notes thereon ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations, 2015").
2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors on January 25, 2024, 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 ("the Act"), read with relevant rules issued there under and other recognised accounting practices and policies generally accepted in India and Regulation 33 of the Listing Regulations in this regard. Our responsibility is to express a conclusion on the Statement based on our review.

Scope of 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 ("ICAI"). 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 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. Accordingly, we do not express an audit opinion.



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Conclusion

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 as prescribed under section 133 of the Act and other recognised accounting practices and policies generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations 2015, in this regard, including the manner in which it is to be disclosed, or that it contains any material misstatement.

Sharp & Tannan Associates
Chartered Accountants

Firm's Reg. No.: 0109983W

by the hand of



Parthiv S Desai
Partner

Membership No.: (F) 042624

UDIN: 24042624BKFRRD1010

Mumbai, January 25, 2024

Statement of Standalone Unaudited Financial Results for the quarter and nine months ended 31st December, 2023

(Rs. in Lakhs)

Particulars	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Income						
Revenue from operations	7,172	6,945	6,027	19,971	18,739	24,781
Other income	205	261	313	2,222	21,273	21,393
Total Income	7,377	7,206	6,340	22,193	40,012	46,174
2 Expenses						
Real estate development costs	659	863	199	2,509	2,389	2,763
Cost of materials consumed	2,607	2,725	2,119	7,398	7,128	9,227
Purchases of stock-in-trade	61	115	77	216	324	355
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(587)	(1,154)	(196)	(2,715)	(2,691)	(2,875)
Employee benefits expense	1,343	1,537	1,291	4,188	3,890	5,129
Finance costs	33	43	144	130	546	818
Depreciation and amortisation expense	321	330	335	983	996	1,362
Other expenses	1,825	1,762	1,720	5,061	6,312	7,578
Total expenses	6,262	6,221	5,689	17,770	18,894	24,357
3 Profit / (Loss) before exceptional items and tax	1,115	985	651	4,423	21,118	21,817
4 Exceptional items (Net) (Refer Note 3 below)	19	-	(19)	19	2,926	2,905
5 Profit / (Loss) before tax	1,134	985	632	4,442	24,044	24,722
6 Tax expense						
Current tax	249	250	(29)	517	481	270
(Excess) / short provision for tax of earlier years	12	-	52	12	52	52
Deferred tax	(153)	5	104	428	384	541
	108	255	127	957	917	863
7 Profit / (Loss) after tax	1,026	730	505	3,485	23,127	23,859
8 Other Comprehensive Income						
(i) Items that will not be reclassified to Statement of Profit or Loss						
a) Remeasurement of the defined benefit plans	(3)	(11)	9	(1)	56	6
b) Fair value changes on Equity instruments through other comprehensive income	262	(832)	(287)	994	2,128	1,475
(ii) Income tax relating to Items that will not be reclassified to Statement of Profit or Loss						
a) Deferred Tax Expenses	(115)	2	-	(116)	(282)	(173)
Other Comprehensive Income (net of tax)	144	(841)	(278)	877	1,902	1,308
9 Total Comprehensive Income / (Loss) for the period / year	1,170	(111)	227	4,362	25,029	25,167
10 Paid-up equity share capital (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290	1,290
11 Other equity (excluding Revaluation Reserve)						19,395
12 Basic and diluted earnings per equity share (after exceptional items)	Rs.7.95	Rs.5.66	Rs.3.92	Rs.27.02	Rs.179.28	Rs.184.95
13 Basic and diluted earnings per equity share (before exceptional items) (Quarterly and year to date, figures not annualised)	Rs.7.81	Rs.5.66	Rs.4.06	Rs.26.87	Rs.156.60	Rs.162.43

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Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified two operating segments viz., Engineering and Real Estate.

(Rs. in Lakhs)

	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Engineering	6,757	6,522	5,573	18,706	17,344	22,988
(b) Real Estate	415	423	455	1,265	1,397	1,795
Total	7,172	6,945	6,028	19,971	18,741	24,783
Less: Inter Segment Revenue	-	-	1	-	2	2
Total revenue from operations (net)	7,172	6,945	6,027	19,971	18,739	24,781
2 Segment Results [Profit / (Loss) before Tax and Interest from each Segment (including exceptional items related to segments)]						
(a) Engineering	976	1,015	601	2,536	1,714	2,460
(b) Real Estate	337	359	354	2,607	20,816	21,037
Total segment results	1,313	1,374	955	5,143	22,530	23,497
Less: Finance costs	(33)	(43)	(144)	(130)	(546)	(818)
Balance	1,280	1,331	811	5,013	21,984	22,679
Add: Unallocable income / (expense) (net) [including exceptional items]	(146)	(346)	(179)	(571)	2,060	2,043
Profit / (Loss) before tax	1,134	985	632	4,442	24,044	24,722
3 Segment Assets						
(a) Engineering	17,457	16,763	16,201	17,457	16,201	15,576
(b) Real Estate	21,585	20,795	17,813	21,585	17,813	18,824
(c) Unallocated	19,764	18,799	19,312	19,764	19,312	18,420
Total Assets	58,806	56,357	53,326	58,806	53,326	52,820
4 Segment liabilities						
(a) Engineering	5,263	4,852	5,813	5,263	5,813	4,337
(b) Real Estate	26,373	26,275	24,301	26,373	24,301	26,438
(c) Unallocated	2,121	1,353	2,664	2,121	2,664	1,360
Total Liabilities	33,757	32,480	32,778	33,757	32,778	32,135

Notes on Segment Information:

- Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis.
- Details of product categories included in each segment comprises:
 - Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems. The Company caters to the needs of domestic and export markets.
 - Real Estate includes income from renting out investment properties and revenue from real estate development project.
 - Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.
 - Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.
- Other income allocable to respective segments has been considered as part of Segment Results.

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Notes:

- The above results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at their respective meetings held on 25th January, 2024 and have been subjected to a Limited Review by the statutory auditors of the Company in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The above financial results of the Company have been prepared in accordance with the Indian Accounting Standard ("Ind AS") as prescribed and Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and the other accounting principles generally accepted in India.
- Exceptional items:

(Rs. in Lakhs)

Particulars	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(i) Impairment of investments, loans (Including interest accrued thereon) and other receivables in a subsidiary/ Provision for Guarantees/ lien Fixed Deposit given to a subsidiary/ bank (Forbes Technosys Limited/Forbes Concept Hospitality Services Private Limited)	(114)	-	-	(114)	(401)	(419)
(ii) Gain on sale of Associate (Shapoorji Pallonji Forbes Shipping Limited)	-	-	-	-	144	144
(iii) Reversal of provision and Sale / Gain on Sale of shares of Forbes Facility Services Private Limited	115	-	-	115	3,202	3,202
(iv) Capital reduction of Forbes Technosys Limited pursuant to Composite scheme of Arrangement	-	-	-	-	(13,183)	(13,183)
(v) Reversal of provision for impairment of investment in Forbes Technosys Limited	-	-	-	-	13,183	13,183
(vi) Provision for doubtful trade receivables and contractual reimbursement of FTL	-	-	(19)	-	(19)	(22)
(vii) Reversal of Provision of Forbes Concept Hospitality Services Private Limited	18	-	-	18	-	-
(viii) Consideration for Sale of investment in Forbes Concept Hospitality Services Private Limited #	-	-	-	-	-	-
TOTAL	19	-	(19)	19	2,926	2,905

(i) The Company has made a provision for doubtful debts on loans & advances given to the following companies: -

- Forbes Technosys Limited (FTL) - In view of continuing losses in FTL, the Company has made a provision for obligation of bank guarantees of Rs. 114 lacs for the quarter ended 31st December 2023 and for provisions for loan and advances of Rs. 401 lakhs for the nine months ended 31st December 2022.
- Forbes Concept Hospitality Services Private Limited (FCHSPL): The Company has made a provision for loans & advances amounting to Rs. 18 Lakhs for the quarter ended 31st March 2023 as the recoverability of loan is doubtful.

Accordingly, the total provision for the loans and advances as at 31st March, 2023 was Rs. 419 Lakhs.

(ii) The Board of Directors of the Company, at their meeting held on 30th May 2022, have approved the sale of the entire shareholding in SPFSL. The Company has sold 3,75,000 equity shares of Rs. 10 each and 2,21,50,000 Zero Percent Redeemable Preference Shares of Rs. 10 each of SPFSL to M/s G.S Enterprises, a related party for an aggregate purchase consideration of Rs. 2,900 Lakhs during the nine months ended 31st December 2022. The net carrying value of the investments in SPFSL (reflected as asset held for sale on 31st March 2022) as at the date of sale was Rs. 2,756 Lakhs and consequently, the Company has recognized an exceptional gain of Rs. 144 Lakhs for the nine months ended 31st December 2022. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the nine months ended 31st December 2022 and year ended 31st March 2023.



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- (iii) The Board of Directors of the Company at their meeting held on 23rd February 2022 has approved entering into a binding term sheet for the sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly-owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet was executed on 23rd February 2022 and agreement for sale was executed on 20th May 2022. The transaction was completed on 1st July 2022 a sales consideration of Rs. 4,200 Lakhs. The Company has received the consideration of Rs. 3,960 Lakhs after deduction of Rs. 240 Lakhs for the legal disputes with multiple customers. The difference between the net disposal proceeds and the carrying amount of investment and expenditure incurred on the transactions and provision made on account of the obligations undertaken by the company under the agreement for sale the net amount of Rs. 3,202 Lakhs was recognized as gain on disposal during the quarter ended 30th September 2022 & year ended 31st March 2023 and reflected in Exceptional items in these financial results. The capital gains tax impact of the aforesaid transaction was appropriately considered in the quarter ended September 2022 & year ended 31st March 2023. Additionally, as per the terms of the agreement to sale, the Company has taken over current receivables and payable balances of FFSPL to/ from related parties aggregating Rs. 122 Lakhs and Rs. 237 Lakhs respectively and receivable from non-related party amounting to Rs. 54 Lakhs and the net amount of Rs. 60 Lakhs is received by the Company from FFSPL and the same was paid against payables.

During the quarter ended 31st December 2023, the company has received an amount of Rs. 74 lacs and Rs.41 Lakhs in the month of January, 2024 on settlement of legal disputes between FFSPL and customers against the previously withheld amount of Rs. 240 lacs. The provision made earlier on account of legal disputes is reversed to the extent of Rs. 115 lacs and recognized as gain in the profit & loss account.

- (iv) The board of directors of Forbes Technosys Limited (FTL) have pursuant to provisions of Section 230 to 232 applied to the National Company Law Tribunal (NCLT) for merger of Forbes Campbell Service Limited ("FCSL") and FTL for a consideration of Rs. 3 Lakhs effective 1st October 2021 and also proposed for reduction in the share capital of FTL. The NCLT, in its order dated 16th September 2022 ('the Order') approved the Composite Scheme of Arrangement for amalgamation of Forbes Campbell Service Limited ('FCSL') into FTL and reduction of share capital of FTL. The appointed date of the Scheme was 1st October 2021, and the scheme has been effective from 29th September, 2022 i.e., the last date on which the certified copy of the order was filed with the Registrar of Companies. Pursuant to the scheme, the Company has written off the investment of Rs. 13,183 Lakhs and provision created for the investment amounting to Rs. 13,183 Lakhs is reversed in the quarter ended 30th September 2022 and year ended 31st March 2023.
- (v) The Company has made provision for doubtful trade & contractual receivable amounting to Rs. 19 Lacs for the quarter ended 31st December 2022 and Rs. 22 Lakhs for the year ended 31st March 2023 with respect to FTL.
- (vi) # The Company was holding 50% shareholding in Forbes Concept Hospitality Services Private Limited (FCHSPL), a Joint Venture of the Company. The Board of Directors of the Company at their meeting held on 3rd August 2023 has approved sale of its 60% shareholding in FCHSPL, to Metamix Technologies Private Limited and balance 40% shareholding to Floral Finance Private limited for a consideration of Rs. 0.03 Lakh and Rs. 0.02 Lakh respectively. Pursuant to the said sale of the entire shareholding in FCHSPL, it has ceased to be a Joint Venture of the Company effective from 3rd August 2023.
- (vii) The Company has made provision for doubtful debts amounting to Rs. 18 Lakhs in earlier years with respect to Forbes Concept Hospitality Services Private Limited (FCHSPL). During the quarter ended 31st December 2023, the company has received the said loan & advances from FCHSPL and accordingly the provision made in earlier years is now reversed and recognized as a gain in profit & loss account.
4. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March 2018 was effective from accounting period beginning on or after 1st April, 2018 and replaced the existing revenue recognition standards. The application of Ind AS 115 had a significant bearing on the Company's accounting for recognition of revenue from real estate development projects. The Company has recognized revenue of Rs. Nil for the quarter and nine months ended 31st December 2023 and Rs. 201 Lakhs for the nine months ended 31st December 2022 and year ended 31st March 2023.
5. The Board of Directors of the Company, in their meeting held on 26th May 2023, approved for sale of approximately 0.53 acres of land at Chennai for an aggregate consideration of Rs. 15 Crores. The transaction got concluded on 1st June, 2023 by executing sale deed in favour of the buyer. Accordingly, the difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 1,447 Lakhs has been recognized as gain on disposal during the quarter ended 30th June 2023 and nine months ended 31st December 2023 and reflected in other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the quarter ended 30th June 2023 and nine months ended 31st December 2023.
6. The Board of Directors of the Company, in their meeting held on 22nd December 2020, approved entering into a Memorandum of Understanding ("MOU") for sale of approximately 3.804 acres of land at Chandivali. Accordingly, the net carrying value aggregating Rs. 2,316 Lakhs [including Rs. 2,277 Lakhs paid towards seeking permission under the Urban Land (Ceiling & Regulation) Act, 1976 for the transfer/ sale/ development/ redevelopment of the land during the quarter ended 31st March 2022], has been reflected as asset held for sale as on 31st March, 2022.

Pursuant to the Board of Directors meeting dated 24th March 2022, the Company entered into a new Agreement for Sale (AFS) for the aforesaid land, with Equinix India Private Limited (Equinix) for an aggregate consideration of Rs. 23,500 Lakhs, which was executed on 24th March 2022 and completion of the said transaction was subject to fulfilment of conditions precedent.

The transaction for sale of Chandivali land with Equinix got concluded on 28th June 2022 post completion of the conditions precedent and the Company received entire consideration of Rs. 23,500 Lakhs during the nine months ended 31st December 2022. The difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 20,684 Lakhs has been recognized as gain on disposal during the nine months ended 31st December 2022 and reflected in other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the nine months ended 31st December 2022 and year ended 31st March 2023.



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7. The Board of Directors of the Company in their meeting dated 26th September 2022 have approved the Scheme of Arrangement ("Scheme") between the Company ("FCL" or the "Demerged Company") and Forbes Precision Tools and Machine Parts Limited ("FPTL" or the "Resulting Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the Rules framed thereunder. This Scheme is a Scheme of Arrangement involving demerger of "Precision Tools business" of the Company into Forbes Precision Tools and Machine Parts Limited. The appointed date of the scheme is 1st April, 2023.

The Scheme is subject to necessary approvals by the Stock Exchanges, Securities and Exchange Board of India, Shareholders and Creditors of the Company, as may be applicable, Jurisdictional Bench of the National Company Law Tribunal ("NCLT") and such other statutory and regulatory approvals as may be required.

Accordingly, the Company have received the "no objection" from BSE Limited / SEBI. The Company has filed an application along with all the relevant documents with the NCLT for their approval, the NCLT has admitted the application and directed the Company to comply with the certain regulatory and other requirements and submit the reports to the NCLT which has been complied with. The Company is now awaiting for the final order from the NCLT.

FPTL has been incorporated on 30th August 2022 as a wholly-owned subsidiary of the Company.

8. The Company and MACSA ID, S.A., have entered into a 50:50 Joint Venture Agreement on December 5, 2022 (JVA) for providing innovative laser marking and traceability solutions for the entire range of materials metal and non-metals. Pursuant to the terms of the JVA, a joint venture company viz., FORBES MACSA PRIVATE LIMITED has been incorporated on December 9, 2022. The JV partners have infused equity and preference shares capital to the tune Rs. 2.5 Crs. each in the JVC. The JVC and shareholders have executed the technology and trademark license agreement and brand and technology licensing agreement with respect to their respective brands. The operations of JVC started from 1st March 2023.
9. Forbes Lux International AG (FLIAG), a subsidiary of the Company, along with its subsidiary Lux International AG (LIAG) and step-down subsidiaries, has been facing with a severe liquidity crisis for the past several years. Given the ongoing losses and financial difficulties, the management of FLIAG, LIAG, and Lux Schweiz AG submitted an application on April 11, 2023, seeking a provisional debt restructuring moratorium from the Bülach District Court in Wallisellen, Switzerland. By an order dated April 17, 2023, the court granted a provisional moratorium, which will be in effect for four months, until August 17, 2023, to facilitate the restructuring of these companies. A Provisional Administrator was appointed to assess the prospects for this restructuring. The Provisional Administrator submitted the final report to the Court on August 2, 2023. Based on the Administrator's final report, the Court determined that FLIAG, being a pure holding company that hasn't generated any income for a considerable period and has ceased its operational activities, is not viable. Similarly, Lux Schweiz AG has also discontinued its operational activities and income generation, leading to the decision to initiate bankruptcy proceedings for these companies. As for LIAG, the court has granted an extension of the moratorium period until December 1, 2023. Consequently, FLIAG and Lux Schweiz have been declared bankrupt by an order dated August 14, 2023.

Subsequently, following due process, the bankruptcy officials issued a publication on September 8, 2023, announcing the closure of the bankruptcy proceedings due to lack of assets unless a creditor requests implementation within a specified 10-day period. Since no opposition was filed with the Bankruptcy Officer during the stipulated timeline, Forbes Lux International AG, in Liquidation and Lux Schweiz AG, in Liquidation were liquidated and dissolved. In the context of FLIAG's bankruptcy proceedings, Lux International AG, in Liquidation (LIAG), a subsidiary of FLIAG, has been disposed of by the bankruptcy official. Consequently, FLIAG and its subsidiaries are no longer considered subsidiaries of the Company.

10. In the matter of Svadeshi Mills Company Limited (Svadeshi), the Hon'ble High Court, Bombay vide order dated October 9, 2023 has allowed the Interim Application (IA) filed by Grand View Estate Private Limited (GVEPL) granting permanent stay on the winding up of Svadeshi along with directions to Official Liquidator (OL) to handover entire undertaking of Svadeshi including all its properties, assets, books of accounts etc., to GVEPL. OL has been discharged as the liquidator of Svadeshi except for carrying out certain directions. Directors have been appointed on the Board of Svadeshi. ROC has been directed to restore status of Svadeshi as active.

The Company as a shareholder of Svadeshi has secured the funding availed by GVEPL for revival of Svadeshi by way of exclusive pledge of entire equity shares of the Company and its wholly-owned subsidiary Forbes Campbel Finance Limited (FCFL) in Svadeshi, assignment of secured debt due to the Company from Svadeshi together with the underlying security and hypothecation of receivables due to the Company from Svadeshi.

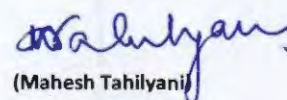
11. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.
12. Figures for the previous periods are re-classified/ re-arranged/ regrouped, wherever necessary, to correspond with the current period's classification/ disclosure.



Mumbai
25th January, 2024



For Forbes & Company Limited


(Mahesh Tahilyani)

Managing Director
DIN: 01423084

Independent Auditor's Limited Review Report on Consolidated Unaudited Financial results of FORBES & COMPANY LIMITED for the quarter & nine months ended December 31, 2023, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To,
The Board of Directors
FORBES & COMPANY LIMITED
(CIN – L17110MH1919PLC000628)
Forbes Building, Charanjit Rai Marg,
Fort, Mumbai – 400 001

Introduction

1. We have reviewed the accompanying statement of Consolidated Unaudited Financial results of **FORBES & COMPANY LIMITED** ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), which includes Group's share of profit/(loss) in its associates and joint ventures for the quarter & nine months ended December 31, 2023, together with notes thereon ("consolidated financial results", "the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
2. The Statement, which is the responsibility of the Holding company's Management and approved by the Holding company's Board of Directors on January 25, 2024, 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, ("the Act") as amended, read with rules issued there under and other recognised accounting practices and policies generally accepted in India and Regulation 33 of the Listing Regulations in this regard. Our responsibility is to express a conclusion on the Statement based on our review.

Scope of 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 of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 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. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations in this regard, to the extent applicable.

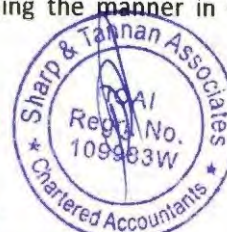


4. 'The Statement' includes the results of the following Holding Companies, Subsidiary Companies, Joint Ventures and Associates;

Name of the related party
Parent Company:
Forbes & Company Limited (FCL)
Subsidiaries (Direct and Indirect):
Forbes Campbell Finance Limited (FCFL)
Forbes Technosys Limited (FTL)
Forbes Lux International AG (FLIAG) (up to August 14, 2023)
Lux International AG (LIAG) (up to August 14, 2023)
Volkart Fleming Shipping & Services Limited (VFSSL)
Campbell Properties & Hospitality Services Limited (CPHSL)
Forbes Precision Tools & Machine Parts Ltd. (FPTL)
EFL Mauritius Limited (EFLML)
Lux International Services & Logistics GmbH (up to August 14, 2023) - (Formerly Lux Services GmbH)
Lux Oesterreich GmbH (up to August 14, 2023)
Lux Professional SA (up to August 14, 2023))
Lux Schweiz AG (up to August 14, 2023)
Lux Hungaria Kereskedelm Kft (up to August 14, 2023)
Lux Welity Polska sp zo o (up to August 14, 2023)
Associates Companies:
Dhan Gaming Solution (India) Private Limited
Nuevo Consultancy Services Private Limited
Joint Ventures:
Forbes Bumi Armada Limited (FBAL)
Forbes Concept Hospitality Services Private Ltd (FCHSPL) (up to August 3, 2023)
Forbes Macsa Private Limited

Conclusion

5. Based on our review conducted and procedures performed as stated in "Scope of review" paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with recognition and measurement principles laid down in Ind AS 34 as prescribed under section 133 of the Act and other recognised accounting practice and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations in this regard, including the manner in which it is to be disclosed, or that it contains any material misstatement.



Emphasis of Matters

6. We draw attention to note No. 7 (B) to the statement that based on the guidance from Ind-AS 110, The company management did not include consolidation of Ind AS standalone financial statements of material Foreign Direct Subsidiary viz. Forbes Lux International AG (FLIAG) & Consolidated financial statements of material step-down foreign subsidiary viz. 'Lux International AG' (LIAG), as the "control" is not established as per facts and circumstances mentioned by the company based that the FLIAG went into bankruptcy and the further it has been liquidated & dissolved, in addition as part of the process of FLIAG liquidation, the LIAG was disposed of. The management feels that the Group does not have the ability to use its power to affect the investor's returns from its involvement with the investee.

Further, the financial statements have been presented considering the liquidation and dissolution of FLIAG and disposed of the LIAG, as a discontinued operation on the face of Profit and loss accounts in the current and comparative reporting periods. The figures for discontinued operations are based on the standalone financial statements of FLIAG and the consolidated financial statements of LIAG, both certified by management up to June 30, 2023 & submitted to the bankruptcy official /District Court of Bülach, Wallisellen, Switzerland for the liquidation of FLIAG, however, there has been no material transaction from July 1, 2023, to August 14, 2023 (the date of bankruptcy).

Our conclusion is not modified with respect to this emphasis of matters.

Material Uncertainty Related to Going Concern

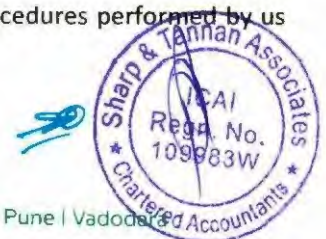
7. The following paragraph in respect of "material uncertainty related to going concern" was included in the review report dated January 23, 2024, containing an unmodified review conclusion on the financial results of Forbes Technosys Limited, a subsidiary of the Holding Company issued by an independent firm of Chartered Accountants and the same is reproduced as under:

"Note 3 of the Statement which indicates that the Company has incurred a net loss during the quarter and nine months ended December 31, 2023 and the Company's current liabilities exceeded its current assets as at December 31, 2023. The Company has accumulated losses and its net-worth is negative as at December 31, 2023. The aforesaid conditions and financial stress indicate the existence of a material uncertainty that may cast a significant doubt about the Company's ability to continue as a going concern. However, the financial statements of the Company have been prepared on a going concern basis for the reasons stated in Note 3. Our conclusion is not modified in respect of this matter."

Note 3 as described above has been reproduced as Note 5 to the consolidated financial results for the quarter ended December 31, 2023.

Other Matters

8. We did not review the interim financial results of 2 domestic subsidiaries included in the consolidated financial results, whose interim financial results reflect total revenue of Rs. 10 lakhs & Rs. 52 lakhs, Net loss of Rs. (87) lakhs & Rs. (222) lakhs and total comprehensive income (comprising of loss and other comprehensive income) of Rs. 333 lakhs & Rs. 1,120 lakhs for the quarter ended and nine months ended December 31, 2023 respectively, as considered in the consolidated financial results. These interim financial results have been reviewed by other auditors and their reports, vide which they have issued an unmodified conclusion, have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries is based solely on the reports of the other auditors and the procedures performed by us as stated in scope of review paragraph above.



9. The consolidated financial results include the interim financial information of 4 subsidiaries which have not been reviewed by their auditors, whose interim financial information reflects total revenue of Rs. 35 lakhs & Rs. 96 lakhs, Net profit of Rs. 16 lakhs & Rs. 45 lakhs, total comprehensive income (comprising of loss and other comprehensive income) of Rs. 16 lakhs & Rs. 45 lakhs for the quarter and nine months ended December 31, 2023 respectively, as considered in the consolidated financial results. The Consolidated Financial Statements also include the Group's share of profit/(Loss) after tax as well as total comprehensive income (comprising of profit and other comprehensive income) of Rs. (2) lakhs & Rs. 21 lakhs for the quarter and nine months ended December 31, 2023 respectively, as considered in the consolidated financial results, in respect of 2 associates and 3 joint ventures, based on their interim financial results which have not been reviewed by their respective auditors, however, the 4 subsidiaries, 2 associates & 3 joint ventures has certified and given by the management of the company. According to the information and explanations given to us by the Management, this interim financial information is not material to the Group.

Our opinion is not modified with respect of these other matters.

Sharp & Tannan Associates

Chartered Accountants

Firm's Reg. No.: 0109983W

by the hand of



Parthiv S Desai

Partner

Membership No.: (F) 042624

UDIN: 24042624BKFRRE2758

Mumbai, January 25, 2024

Statement of Consolidated Unaudited Financial Results for the quarter and nine months ended 31st December, 2023

(Rs. in Lakhs)

Particulars	Quarter ended			Nine months ended		Year ended
	31.12.2023 (Unaudited)	30.09.2023 (Unaudited)	31.12.2022 (Unaudited)	31.12.2023 (Unaudited)	31.12.2022 (Unaudited)	31.03.2023 (Audited)
Continuing Operations						
1 Income						
Revenue from operations (Refer Note 6 below)	7,213	6,996	6,075	20,110	19,105	25,212
Other income	214	360	734	2,357	21,298	24,663
Total Income	7,427	7,356	6,809	22,467	40,403	49,875
2 Expenses						
Real estate development costs	659	863	199	2,509	2,389	2,763
Cost of materials consumed	2,607	2,725	2,118	7,398	7,177	9,312
Purchases of stock-in-trade	61	115	78	230	399	386
Changes in inventories of finished goods, work-in-progress and stock-in-trade	(583)	(1,154)	(191)	(2,695)	(2,650)	(2,830)
Employee benefits expense	1,355	1,551	1,336	4,246	4,075	5,346
Finance costs	38	69	351	169	1,332	1,314
Depreciation and amortisation expense	318	332	449	983	1,345	1,780
Other expenses	1,879	1,821	2,820	5,277	7,619	12,472
Total expenses	6,334	6,322	7,160	18,117	21,686	30,543
3 Profit/ (Loss) before exceptional items, Share of net profits of investments accounted for using equity method and tax	1,093	1,034	(351)	4,350	18,717	19,332
4 Share of Profit of Associates / Joint ventures (net)	(2)	(2)	79	21	354	296
5 Profit before exceptional items and tax	1,091	1,032	(272)	4,371	19,071	19,628
6 Exceptional items (Net) (Refer Note 3 below)	100	(48)	-	52	1,332	1,202
7 Profit/ (Loss) before tax from continuing operations	1,191	984	(272)	4,423	20,403	20,830
8 Tax expense						
Current tax	249	252	(18)	532	498	318
Excess/Short provision for tax of earlier years	12	5	52	17	52	52
Deferred tax	(153)	5	104	428	385	542
	108	262	138	977	935	912
9 Profit/ (Loss) after tax from continuing operations	1,083	722	(410)	3,446	19,468	19,918
10 Discontinued operations						
Profit/ (Loss) before tax from discontinued operations (Refer Note 7 below)	-	(2,216)	359	(2,210)	(607)	1,151
Tax Expense/ (Benefit) of Discontinued Operations	-	(69)	(357)	(129)	(702)	(1,887)
Profit/ (Loss) from discontinued operations	-	(2,285)	2	(2,339)	(1,309)	(736)
Profit/ (Loss) for the period/ year	1,083	(1,563)	(408)	1,107	18,159	19,182
11 Other Comprehensive Income						
A (i) Items that will not be reclassified to statement of profit or loss						
(a) Remeasurement of the defined benefit plans	(3)	(11)	9	(1)	56	7
(b) Equity instruments through other comprehensive income	545	(1,729)	(598)	2,068	3,123	1,766
(c) Income Tax relating to the above items	(115)	2	-	(116)	(282)	(173)
B (i) Items that may be reclassified to statement of profit or loss						
(a) Exchange differences in translating the financial statements of foreign operations	(12)	(1,055)	(693)	(1,111)	(1,447)	(4,822)
(b) Gain/ (Loss) on Disposal of foreign subsidiaries	-	3,698	-	3,698	-	-
Other Comprehensive Income (net of tax)	415	905	(1,282)	4,538	1,450	(3,222)
12 Total Comprehensive Income/ (Loss) for the period / year	1,498	(658)	(1,690)	5,645	19,609	15,960
13 Profit/ (Loss) for the period/ year attributable to:-						
(i) Owners of the Company	1,083	(1,563)	(408)	1,107	18,172	19,195
(ii) Non controlling interests	-	-	-	-	(13)	(13)
	1,083	(1,563)	(408)	1,107	18,159	19,182
14 Other comprehensive income for the period/ year attributable to:-						
(i) Owners of the Company	415	905	(1,283)	4,538	1,449	(3,221)
(ii) Non controlling interests	-	-	1	-	1	(1)
	415	905	(1,282)	4,538	1,450	(3,222)
15 Total comprehensive income/ (loss) for the period/ year attributable to:-						
(i) Owners of the Company	1,498	(658)	(1,691)	5,645	19,621	15,974
(ii) Non controlling interests	-	-	1	-	(12)	(14)
	1,498	(658)	(1,690)	5,645	19,609	15,960
16 Paid-up equity share capital (Face Value of Rs. 10 each)	1,290	1,290	1,290	1,290	1,290	1,290
17 Other equity (excluding Revaluation Reserve)						15,017
18 Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing operations	Rs. 8.51	Rs. 5.67	Rs. (3.22)	Rs. 27.07	Rs. 152.90	Rs. 156.55
19 Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - discontinued operations	-	Rs. (17.95)	0.02	Rs. (18.37)	Rs. (10.28)	Rs. (5.78)
20 Basic and diluted earnings/ (loss) per equity share attributable to owners of the Company (after exceptional items) - continuing and discontinued operations	Rs. 8.51	Rs. (12.28)	Rs. (3.20)	Rs. 8.70	Rs. 142.62	Rs. 150.77

(Quarter and year to date figures not annualised)

See accompanying notes to the consolidated financial results.



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Reporting of Segment wise Revenue, Results, Assets and Liabilities

Based on the evaluation of Ind AS 108 - Operating Segments, the management has identified the following operating segments viz. Engineering, Real Estate and IT Enabled Services and Products.

(Rs. in Lakhs)

	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
1 Segment Revenue						
(a) Engineering	6,757	6,522	5,573	18,706	17,344	22,987
(b) Real Estate	452	456	498	1,366	1,522	1,943
(c) IT Enabled Services and Products	8	21	18	47	264	312
(d) Others	-	-	-	-	8	8
Total	7,217	6,999	6,089	20,119	19,138	25,250
Less: Inter Segment Revenue	(4)	(3)	(14)	(9)	(33)	(38)
Total income from operations (net)	7,213	6,996	6,075	20,110	19,105	25,212
2 Segment Results Profit/(Loss) before Tax and Interest from each Segment (including exceptional items related to segments)						
(a) Engineering	978	1,018	604	2,542	1,736	2,477
(b) Real Estate	354	377	66	2,660	20,563	20,808
(c) IT Enabled Services and Products	% * (83)	% * 9	(460)	% * (183)	* & # (2,502)	* & # (3,011)
Total segment results	1,249	1,404	210	5,019	19,797	20,274
Add: Share of profit of joint ventures and associates accounted for using equity method	(2)	(2)	79	21	354	296
Add/(Less): Unallocated Exceptional Items (SSS)	133	-	-	133	2,189	2,171
Less: Finance costs	(38)	(69)	(351)	(169)	(1,332)	(1,314)
Balance	1,342	1,333	(62)	5,004	21,008	21,427
Add: Unallocable income / (expense) (net)	(151)	(349)	(210)	(581)	(605)	(597)
Profit / (Loss) from continuing activities before tax	1,191	984	(272)	4,423	20,403	20,830
Profit / (Loss) from discontinued operations	-	(2,216)	359	(2,210)	(607)	1,151
Profit / (Loss) before tax from continuing and discontinued operations	1,191	(1,232)	87	2,213	19,796	21,981
3 Segment Assets						
(a) Engineering	17,460	16,767	16,199	17,460	16,199	15,574
(b) Real Estate	22,166	21,334	18,365	22,166	18,365	19,312
(c) IT Enabled Services and Products	760	815	1,718	760	1,718	1,054
(d) Others	-	-	45	-	45	18
(e) Unallocated	25,166	23,945	24,135	25,166	24,135	22,539
Total Assets	65,552	62,861	60,462	65,552	60,462	58,497
Assets pertaining to discontinued operations	-	-	13,902	-	13,902	11,612
Total Assets	65,552	62,861	74,364	65,552	74,364	70,109
4 Segment Liabilities						
(a) Engineering	5,263	4,853	5,804	5,263	5,804	4,329
(b) Real Estate	26,463	26,366	24,401	26,463	24,401	26,526
(c) IT Enabled Services and Products	4,179	4,146	10,925	4,179	10,925	4,228
(d) Others	-	-	3	-	3	-
(e) Unallocated	2,014	1,361	2,302	2,014	2,302	992
Total Liabilities	37,919	36,726	43,435	37,919	43,435	36,076
Liabilities pertaining to discontinued operations	-	-	10,972	-	10,972	11,551
Total Liabilities	37,919	36,726	54,407	37,919	54,407	47,627

Notes on Segment Information:

- The Chief Operating Decision maker of the Group examines the Group's performance from a product portfolio and the industries in which they operate and has identified four reportable segments at the group level.
 - Details of product categories included in each segment comprises:
 - Engineering Segment includes manufacture/ trading in Precision Cutting Tools, Spring Lock Washers and Marking Systems.
 - Real Estate includes income from renting out investment properties and revenue from real estate development project.
 - IT Enabled Services and Products includes trading of point of sale machine, manufacturing of different types of kiosks.
 - Unallocable Corporate Assets mainly comprises of investments, tax receivables and other unallocable assets.
 - Unallocable Liabilities comprise borrowings, provisions and other unallocable liabilities.
 - The segment results, segment assets and segment liabilities from the discontinued operations have been disclosed separately.
 - Segment revenue, segment results, segment assets and segment liabilities include the respective amounts identifiable to each of the segments and amounts allocated on a reasonable basis considering the product portfolio and reportable segments when evaluated from the group perspective. Accordingly, certain amounts considered as unallocated by individual subsidiaries of the group have been classified for the purposes of the consolidated segment disclosure based on the product portfolio and industry of the respective subsidiary as this would be more relevant to the users of these financial results.
- SSS Includes gain on sale on FFSP of Rs. 2,987 lakhs for year ended 31st March, 2023 (Rs. 2,987 for nine months ended 31st December 2022) reclassified to unallocated exceptional items from erstwhile "Health, Hygiene, Safety Products and its services" segment on account of discontinued operations.
- # Includes a non-cash charge of impairment of intangible assets and intangible assets under development of Rs. 500 Lakhs for nine months ended 31st December, 2022 and for the year ended 31st March, 2023.
- & Includes provision for slow-moving damaged or obsolete inventories of Rs. 97 Lakhs for nine months ended 31st December, 2022 and for the year ended 31st March, 2023.
- * Includes Provision for Sales Tax for Rs. 11 Lakhs for the quarter and nine months ended 31st December 2023, Rs. 260 Lakhs for nine months ended 31st December, 2022 and Rs. 372 Lakhs for the year ended 31st March, 2023.
- % Includes Invocation of bank guarantee for Rs. 48 Lakhs for the quarter ended 30th September 2023, Rs. 23 Lakhs for the quarter ended 31st December, 2023 and Rs. 71 Lakhs for nine months ended 31st December, 2023.

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Notes:

- The above results of Forbes & Company Limited ('the parent' or 'the Company') and its subsidiaries (together referred to as "Group") and its joint ventures and associates for the quarter ended 31st December, 2023 were reviewed by the Audit Committee and thereafter approved at the meeting of the Board of Directors held on 25th January, 2024. The results for the quarter ended 31st December, 2023 have been reviewed by the auditors in terms of Regulation 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The above financial results of the Group, its joint ventures and associates have been prepared in accordance with the Indian Accounting Standard ("Ind AS") as prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and the other accounting principles generally accepted in India.
- Exceptional items:

		Quarter ended			Nine months ended		Year ended
		31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
(i)	Provision for impairment of certain intangible assets and intangible assets under development (FTL)	-	-	-	-	(500)	(500)
(ii)	Provision for slow-moving damaged or obsolete inventories (FTL)	-	-	-	-	(97)	(97)
(iii)	Settlement of disputed Value Added Tax (VAT) & other VAT/GST provisions (FTL)	(10)	-	-	(10)	(260)	(372)
(iv)	Provision for loan to FCHSPL Incl. interest	-	-	-	-	-	(18)
(v)	Impact of loss of control in SPFSL / Gain on sale of shareholding	-	-	-	-	98	98
(vi)	Gain /(Loss) on sale of investments	-	-	-	-	(896)	(896)
(vii)	Gain on sale of Subsidiary (FFSPL)	-	-	-	-	2,987	2,987
(viii)	Consideration for Sale of Investment in Forbes Concept Hospitality Services Private Limited	-	*	-	*	-	-
(ix)	Reversal of provision and sale /gain on sale of shares of Forbes Facility Services Private Limited	115	-	-	115	-	-
(x)	Reversal of provision of Forbes Concept Hospitality Services Private Limited	18	-	-	18	-	-
(xi)	Bank Guarantee Invocation (FTL)	(23)	(48)	-	(71)	-	-
	TOTAL	100	(48)	-	52	1,332	1,202

- (i) In respect of Forbes Technosys Limited ('FTL'), a subsidiary: -
- Based on FTL management's assessment of expected future revenues from intangible assets concluded that one of its intangible assets has impaired. The estimated impairment expense of Rs. 500 Lakhs in respect of the said intangible asset is presented as an exceptional item in the financial results for the nine months ended 31st December 2022 and the year ended 31st March 2023.
 - FTL has re-assessed the net realisable value of the balance inventory for write down of slow-moving, damaged or obsolete inventories to their net realizable value, accordingly, a provision of Rs. 97 Lakhs for the nine months ended 31st December 2022 and year ended 31st March 2023 has been created and is presented in financial results as an exceptional item.
 - FTL has finalised and submitted the application for settlement of disputed Value Added Tax (VAT) dues including penalty and interest under the amnesty scheme introduced by the State Government of Maharashtra and made a total payment of Rs.260 Lakhs for the nine months ended 31st December, 2022 & Rs. 372 Lakhs for the year ended 31st March 2023 have been presented in the financial statements as an exceptional item for the year ended 31st March 2023.
 - During the quarter ended 31st December 2023, bank guarantees of Rs.23 Lakhs was invoked by one customer of FTL, citing reasons being non/ underperformance of service, which has disputed and is under discussions for recovery. FTL has made a full provision for the amount invoked during the quarter.
 - During the quarter ended 31st December 2023, FTL has received final assessment order in respect of GST for the financial year 2018-19 and demand of Rs. 10 Lakhs (including interest) has been fully paid by the FTL.



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- (ii) The Board of Directors of the Company, at their meeting held on 30th May, 2022 have approved the sale of the entire shareholding in Shapoorji Pallonji Forbes Shipping Limited. The Company has sold 3,75,000 equity shares of Rs. 10 each and 2,21,50,000 Zero Percent Redeemable Preference Shares of Rs. 10 each of Shapoorji Pallonji Forbes Shipping Limited to M/s G.S Enterprises, a related party for an aggregate purchase consideration of Rs. 2,900 Lakhs during the year ended 31st March, 2023. The net carrying value of the investments in associate as at the date of sale was Rs. 2,802 Lakhs and hence the Company has recognised an exceptional gain of Rs. 98 Lakhs for the nine months ended 31st December 2022 and year the ended 31st March, 2023.
- (iii) During the quarter ended 30th June 2022, Forbes Campbell Finance Limited (FCFL), a subsidiary, sold 10,00,000 equity shares of Eureka Forbes Limited (EFL), of Rs. 10 each at the then prevailing market price of EFL on BSE Limited. The difference between the net disposal proceeds on the sale of EFL shares in the open market and the carrying amount of EFL investments in FCFL books, amounting to Rs. 984 Lakhs has been recognized as an exceptional loss on the sale of investments during the quarter ended 30th June 2022, further, FCFL has sold 2,00,000 Equity Shares of EFL Limited at the then prevailing market price on BSE Limited during the quarter ended 30th September 2022, the difference between sale proceeds and carrying value of the investment has been recognized as an exception gain of Rs. 88 Lakhs for the quarter ended 30th September 2022, accordingly the net loss of Rs. 896 Lakhs been recognized as an exceptional loss for the quarter ended 31st December, 2022 and year ended 31st March, 2023.
- (iv) The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for the sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly-owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet was executed on 23rd February, 2022 and agreement for sale was executed on 20th May, 2022. The transaction was completed on 1st July 2022 at sales consideration of Rs. 4,200 Lakhs. The Company has received the consideration of Rs.3,960 Lakhs after deduction of Rs. 240 Lakhs for the legal disputes with multiple customers and Rs. 301 Lakhs for the fees paid to the consultant. Pursuant to the sale of the entire shareholding in Forbes Facility Services Private Limited (FFSPL) to SILA Solutions Private Limited, FFSPL ceased to be a subsidiary of the Company effective 1st July,2022. Accordingly, the net assets of FFSPL as at 1st July, 2022 aggregating Rs.313 Lakhs were derecognized. The company has undertaken certain obligations with respect to the transaction and accordingly provision of Rs. 359 Lakhs has been made. Gain on sale of the entire shareholding of FFSPL is recorded as an exceptional item in the financial results amounting to Rs. 2,987 Lakhs (Net of expenses & provisions as explained above) for the year ended 31st March, 2023.

During the quarter ended 31st December 2023, the company has received an amount of Rs. 74 Lakhs and Rs.41 Lakhs in the month of January, 2024 on settlement of legal disputes between FFSPL and customers against the previously withheld amount of Rs. 240 Lakhs. The provision made earlier on account of legal disputes is reversed to the extent of Rs. 115 Lakhs and recognized as gain in the profit & loss account.

- (v) * The Company was holding 50% shareholding in Forbes Concept Hospitality Services Private Limited (FCHSPL), a Joint Venture of the Company. The Board of Directors of the Company at their meeting held on 3rd August, 2023 has approved sale of its 60% shareholding in FCHSPL, to Metamix Technologies Private Limited and balance 40% shareholding to Floral Finance Private limited for a consideration of Rs. 0.03 Lakh and Rs. 0.02 Lakh respectively. Pursuant to the said sale of the entire shareholding in FCHSPL, it has ceased to be a Joint Venture of the Company effective from 3rd August 2023.
- (vi) The Company has made provision for doubtful debts amounting to Rs. 18 Lakhs in the year ended 31st March, 2023 with respect to Forbes Concept Hospitality Services Private Limited (FCHSPL). During the quarter ended 31st December 2023, the company has received the said loan & advances from FCHSPL and accordingly the provision made in earlier years is now reversed and recognized as a gain in profit & loss account.

4. Standalone Information:

Particulars	(Rs. in Lakhs)					
	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
Revenue from operations	7,172	6,945	6,027	19,971	18,739	24,781
Profit before tax	1,134	985	632	4,442	24,044	24,722
Profit after tax	1,026	730	505	3,485	23,127	23,859

Investors can view the standalone results of the Company on the Company's website (www.forbes.co.in) or the BSE website (www.bseindia.com).

5. The Subsidiary Forbes Technosys Limited (FTL) has been facing financial difficulties since last many years, FTL has incurred a net loss of Rs. 88 Lakhs for the quarter ended 31st December, 2023 & Rs. 228 Lakhs for the nine months ended 31st December, 2023. Current liabilities exceeded its current assets by Rs. 11,117 Lakhs as at 31st December, 2023. FTL has accumulated losses of Rs. 18,505 Lakhs and its net worth is negative as at 31st December, 2023. These conditions indicate the existence of a material uncertainty that may cast a significant doubt about the FTL's ability to continue as a going concern. In view of the continuing losses, FTL has exited loss-making business verticals in recent past. FTL has assessed the recoverability of its assets such as trade receivables, inventory, other current assets and loans and advances and believes that it will recover the carrying cost of all its assets. FTL is confident of repayment of its liabilities from business operations. The parent company has provided financial support for repayment maturities / settlement of long-term debts and for working capital requirements of the Company as and when considered necessary. Accordingly, the financial results of the FTL have been prepared on a going concern basis.



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The management of FTL will continue to closely monitor any material changes arising out of future economic conditions and impact on its operations.

6. Ind AS 115 'Revenue from Contracts with Customers', a new accounting standard notified by the Ministry of Corporate Affairs (MCA) on 28th March, 2018 was effective from the accounting period beginning on or after 1st April, 2018 and replaced the then existing revenue recognition standards. The application of Ind AS 115 had significant bearing on the Company's accounting for recognition of revenue from real estate development projects.

The Company has recognised revenue of Rs. Nil for the quarter and nine months ended 31st December, 2023 and Rs. 201 Lakhs for the year ended 31st March 2023.

7. Discontinued Operations

A. Forbes Facility Services Private Limited (FFSPL)

The Board of Directors of the Company at their meeting held on 23rd February, 2022 has approved entering into a binding term sheet for the sale of its entire shareholding in Forbes Facility Services Private Limited (FFSPL), a wholly-owned subsidiary of the Company to SILA Solutions Private Limited. This binding term sheet was executed on 23rd February, 2022 and the agreement for sale was executed on 20th May, 2022. The transaction has been completed on the fulfilment of all conditions at a sales consideration of Rs. 4,200 Lakhs effective 1st July, 2022. Accordingly, the carrying value of the assets and liabilities of Rs. 5,833 Lakhs and Rs. 5,305 Lakhs respectively has been classified as pertaining to discontinued operations as on 30th June, 2022.

Additionally, as per terms of the agreement to sale, the Company has taken-over current receivables and payable balances of FFSPL as on 31st December, 2021 to/ from related parties aggregating Rs. 122 Lakhs and Rs. 237 Lakhs respectively and receivable from ONGC aggregating Rs. 54 Lakhs and the net amount of Rs. 60 Lakhs is received by the Company from FFSPL and the same has been paid against payables.

Accordingly, the previous periods have been reclassified and the amount pertaining to discontinued operations has been disclosed as a single line in the financial results.

The summary of results of the aforesaid discontinued operations, as included under the results, is as follows:

Particulars	(Rs. In Lakhs)					
	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
Revenue (Including Other Income)	-	-	-	-	4,545	4,515
Expenses	-	-	-	-	(4,446)	(4,446)
Profit/ (Loss) before tax, share of profit of joint ventures and associates accounted for using equity method and Exceptional items from discontinued operations	-	-	-	-	69	69
Share of profit of joint ventures and associates accounted for using equity method	-	-	-	-	-	-
Profit/ (Loss) before tax and Exceptional items from discontinued operations	-	-	-	-	69	69
Exceptional Items (refer Note 13)	-	-	-	-	-	-
Profit/ (Loss) before tax from discontinued operations	-	-	-	-	69	69
Tax expense	-	-	-	-	(20)	(20)
Profit/ (Loss) after tax from discontinued operations	-	-	-	-	49	49

B. Forbes Lux International AG & its subsidiaries

Forbes Lux International AG (FLIAG), a subsidiary of the company, along with its subsidiary Lux International AG (LIAG) and step-down subsidiaries, has been facing with a severe liquidity crisis for the past several years. Given the ongoing losses and financial difficulties, the management of FLIAG, LIAG, and Lux Schweiz AG submitted an application on April 11, 2023, seeking a provisional debt restructuring moratorium from the Bülach District Court in Wallisellen, Switzerland. By an order dated April 17, 2023, the court granted a provisional moratorium, which will be in effect for four months, until August 17, 2023, to facilitate the restructuring of these companies. A Provisional Administrator was appointed to assess the prospects for this restructuring. The Provisional Administrator submitted the final report to the Court on August 2, 2023. Based on the Administrator's final report, the Court determined that FLIAG, being a pure holding company that hasn't generated any income for a considerable period and has ceased its operational activities, is not viable. Similarly, Lux Schweiz AG has also discontinued its operational activities and income generation, leading to the decision to initiate bankruptcy proceedings for these companies. As for LIAG, the court has granted an extension of the moratorium period until December 1, 2023. Consequently, FLIAG and Lux Schweiz have been declared bankrupt by an order dated August 14, 2023.

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Subsequently, following due process, the bankruptcy officials issued a publication on September 8, 2023, announcing the closure of the bankruptcy proceedings due to lack of assets unless a creditor requests implementation within a specified 10-day period. Since no opposition was filed with the Bankruptcy Officer during the stipulated timeline, Forbes Lux International AG, in Liquidation and Lux Schweiz AG, in Liquidation were liquidated and dissolved. In the context of FLIAG's bankruptcy proceedings, Lux International AG, in Liquidation (LIAG), a subsidiary of FLIAG, has been disposed of by the bankruptcy official. Consequently, FLIAG and its subsidiaries are no longer considered subsidiaries of the Company.

Accordingly, the Company did not include the consolidation of Ind AS standalone financial statements of the foreign direct Subsidiary, Forbes Lux International AG (FLIAG), and the consolidated financial statements of the step-down foreign subsidiary, Lux International AG (LIAG). This decision was made based on the guidance from Ind-AS 110, as the "control" is not established according to the facts and circumstances mentioned above. The company does not have the ability to use its power to affect the investor's returns from its involvement with the investee".

Further, the financial statements have been presented considering the liquidation and dissolution of FLIAG and disposed off the LIAG, as a discontinued operation on the face of Profit and loss accounts in the current and comparative reporting periods. The figures for discontinued operations are based on the standalone financial statements of FLIAG and the consolidated financial statements of LIAG, both certified by management up to June 30, 2023 and submitted to the bankruptcy official /District Court of Buelach, Wallisellen, Switzerland for the liquidation of FLIAG.

The summary of results of the aforesaid discontinued operations, as included in the results, are as follows: -

Particulars	(INR In Lakhs)					
	Quarter ended			Nine months ended		Year ended
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2023
	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
Revenue (Including Other Income)	-	4,891	4,377	9,885	15,895	21,135
Expenses	-	(4,219)	(4,019)	(9,207)	(16,571)	(20,054)
Profit/ (Loss) before tax and Exceptional items from discontinued operations	-	672	358	678	(676)	1,081
Exceptional Items	-	(2,888)	-	(2,888)	-	-
Profit/ (Loss) before tax from discontinued operations	-	(2,216)	359	(2,210)	(676)	1,081
Tax expense	-	(69)	(357)	(129)	(682)	(1,867)
Profit/ (Loss) after tax from discontinued operations	-	(2,285)	2	(2,339)	(1,358)	(786)

The assets and liabilities derecognised on the liquidation/ dissolution of FLIAG and its subsidiaries are as follows: -

(INR In Lakhs)	
Assets	As on 30.06.2023
Property, Plant and Equipment	613
Right-of-use assets	1,464
Other Intangible assets	489
Trade receivables	3,711
Deferred tax assets (net)	394
Other non-current assets	5
Inventories	2,038
Cash and cash equivalents	382
Bank balances other than above	71
Other assets	1,243
Total Assets	10,410
Borrowings	3,486
Lease liability	1,525
Other financial liabilities	447
Provisions	534
Deferred tax liabilities (net)	1,334
Trade payables	1,615
Current tax liabilities (net)	26
Other liabilities	1,761
Total Liabilities	10,727
Net Asset/ (Liability)	-316

8. The Board of Directors of the Company, in their meeting held on 22nd December, 2020, approved entering into a Memorandum of Understanding ("MOU") for the sale of approximately 3.804 acres of land at Chandivali. Accordingly, the net carrying value aggregating Rs. 2,316 Lakhs [including Rs. 2,277 Lakhs paid towards seeking permission under the Urban Land (Ceiling & Regulation) Act, 1976 for the transfer/ sale/ development/ redevelopment of the land during the quarter ended 31st March, 2022], has been reflected as an asset held for sale as on 31st March, 2022.



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Pursuant to the Board of Directors meeting dated 24th March, 2022, the Company entered into a new Agreement for Sale (AFS) for the aforesaid land, with Equinix India Private Limited (Equinix) for an increased consideration of Rs. 23,500 Lakhs, which was executed on 24th March, 2022 and completion of the said transaction was subject to fulfilment of conditions precedent.

The transaction for sale of Chandivali land with Equinix was concluded on 28th June, 2022 post completion of the conditions precedent and the Company received the entire consideration of Rs. 23,500 Lakhs during the half year ended 30th September, 2022. The difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 20,684 Lakhs has been recognized as gain on disposal during the half year ended 30th September, 2022 and reflected in other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the half year ended 30th September, 2022 and appropriately adjusted in the year ended 31st March, 2023.

9. The Board of Directors of the Company in their meeting dated 26th September, 2022 have approved the Scheme of Arrangement ("Scheme") between the Company ("FCL" or the "Demerged Company") and Forbes Precision Tools and Machine Parts Limited ("FPTL" or the "Resulting Company") and their respective shareholders under Section 230 to 232 of the Companies Act, 2013 and other applicable provisions and the Rules framed thereunder. This Scheme is a Scheme of Arrangement involving demerger of the "Precision Tools business" of the Company into Forbes Precision Tools and Machine Parts Limited. The appointed date of the scheme is 1st April, 2023.

The Scheme is subject to necessary approvals by the Stock Exchanges, Securities and Exchange Board of India, Shareholders and Creditors of the Company, as may be applicable, Jurisdictional Bench of National Company Law Tribunal ("NCLT") and such other statutory and regulatory approvals as may be required.

Accordingly, the Company have received the "no objection" from BSE Limited / SEBI. The Company has filed an application along with all the relevant documents with the NCLT for their approval, the NCLT has admitted the application and directed the Company to comply with the certain regulatory and other requirements and submit the reports to the NCLT which has been complied with. The Company is now awaiting for the final order from the NCLT.

FPTL has been incorporated on 30th August 2022 as a wholly-owned subsidiary of the Company.

10. The Board of Directors of the Company, in their meeting held on 26th May, 2023, approved for sale of approximately 0.53 acres of land at Chennai for an aggregate consideration of Rs. 15 Crores. The transaction got concluded on 1st June, 2023 by executing sale deed in favour of the buyer. Accordingly, the difference between the net disposal proceeds and the carrying amount of the land amounting to Rs. 1,447 Lakhs has been recognized as gain on disposal during the quarter ended 30th June, 2023 and nine months ended 31st December, 2023 and reflected in other income in these financial results. The capital gains tax impact of the aforesaid transaction has been appropriately considered during the quarter ended 30th June, 2023 and nine months ended 31st December, 2023.
11. In the matter of Svadeshi Mills Company Limited (Svadeshi), the Hon'ble High Court, Bombay vide order dated October 9, 2023 has allowed the Interim Application (IA) filed by Grand View Estate Private Limited (GVEPL) granting a permanent stay on the winding up of Svadeshi alongwith directions to Official Liquidator (OL) to handover entire undertaking of Svadeshi including all its properties, assets, books of accounts etc., to GVEPL. OL has been discharged as the liquidator of Svadeshi except for carrying out certain directions. Directors have been appointed on the Board of Svadeshi. ROC has been directed to restore the status of Svadeshi as active.
- The Company as a shareholder of Svadeshi has secured the funding availed by GVEPL for revival of Svadeshi by way of an exclusive pledge of entire equity shares of the Company and its wholly owned subsidiary Forbes Campbel Finance Limited (FCFL) in Svadeshi, assignment of secured debt due to Company from Svadeshi together with the underlying security and hypothecation of receivables due to Company from Svadeshi.
12. The Company and MACSA ID, S.A., entered into a 50:50 Joint Venture Agreement on December 5, 2022 (JVA) for providing innovative laser marking and traceability solutions for the entire range of materials metal and non-metals. Pursuant to the terms of the JVA, a joint venture company viz., FORBES MACSA PRIVATE LIMITED has been incorporated on December 9, 2022. The JV partners have infused equity and preference shares capital to the tune of Rs. 2.5 Crs. each in the JVC. The JVC and shareholders have executed the technology and trademark license agreement and brand and technology licensing agreement with respect to their respective brands. The operations of JVC have started from 1st March 2023.
13. The Indian Parliament has approved the Code on Social Security, 2020 ("the code") which, inter alia, deals with employees benefits during employment and post-employment. The code has been published in the Gazette of India. The effective date of the code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of change, if any, will be assessed and recognised post notification of the relevant provisions.
14. Other income includes net realized/ unrealized foreign exchange gains/ (losses) incurred by the Group.
15. Figures for the previous periods are re-classified / re-arranged / regrouped, wherever necessary, to correspond with the current period's classification/disclosure.



Mumbai,
25th January, 2024



For Forbes & Company Limited

Mahesh Tahilyani
(Mahesh Tahilyani)
Managing Director
DIN: 01423084