

Date: 16.05.2024

To
The Manager, Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001

Dear Sir,

SCRIP ID: 540404

Sub: Outcome of Board Meeting dated 16th May, 2024

With regard to above, this is to inform you that a meeting of Board of Directors was held today, Thursday, 16th May, 2024, at the registered office of the company, which commenced at 04:20 PM and concluded at 04:45 p.m. and the Board considered the following agenda along with other agenda:

1. The audited Standalone and Consolidated Financial Results for the Half year and year ended as on 31st March, 2024
2. Took on Record the Audited Standalone and Consolidated Financial Statements of the Company for the Year Ended 31st March, 2024.
3. Appointment of Umesh Ved & Associates as secretarial Auditor of the Company for the financial year 2024-25.
4. Appointment of Shah Dalal & Associates as an Internal Auditor of the Company for the Financial year 2024-25.
5. To take note of the Resignation Letter received from Mr. Umesh Patel (DIN:07964920) Director of the company.
6. Reconstitution of Audit Committee of the Company.
7. Reconstitution of Nomination & Remuneration Committee of the Company
8. Reconstitution of Stakeholder Relationship Committee of the Company
9. Reconstitution of CSR Committee of the Company

Kindly consider the above Disclosures as per applicable regulation of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to kindly intimate the members of the stock exchange and public at large accordingly.

Thanking you,

Yours faithfully,

For Prime Fresh Limited

**JASMIN
JAYKUMAR
DOSHI**

**JASMIN DOSHI
COMPANY SECRETARY**

Digitally signed by JASMIN JAYKUMAR
DOSHI
DN: c=IN, o=Personal, postalCode=380015,
st=Gujarat,
serialNumber=F8082216B7513D72E4F428
ADF67D11281992E4691268292FCF44802
59F5A5CA, cn=JASMIN JAYKUMAR DOSHI
Date: 2024.05.16 16:48:46 +05'30'





O. P. Bhandari & Co.
Chartered Accountants

30, Omkar House, C. G. Road, Navrangpura, Ahmedabad - 380009
Ph (o): 079-26462539, Mo.: 9825014208, Fax: 079-26563388, e-mail: opbhandarica@gmail.com
GST NO. 24AAAFO6762HST129

INDEPENDENT AUDITOR'S REPORT ON STANDALONE AUDITED ANNUAL FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015. (as amended)

To the Board of Directors of
Prime Fresh Limited

REPORT ON THE AUDIT OF THE FINANCIAL RESULTS

OPINION

We have audited the accompanying standalone financial statements of PRIME FRESH LIMITED. (the Company) for the half year and year ended March 31, 2024, attached herewith, 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").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regards; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted India of the net profit and other comprehensive income and other financial information for the half year ended 31st March, 2024 as well as the year to date results for the period from 1st April, 2023 to 31st March, 2024.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013 (the Act). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Results section of the 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 financial results under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of



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

MANAGEMENT'S RESPONSIBILITIES FOR THE FINANCIAL RESULTS

This Statement has been prepared on the basis of the standalone annual financial statements. The Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the net profit and other comprehensive income and other financial information of the Company in accordance with the accounting principles generally accepted in India, prescribed under Section 133 of the Act, read with relevant rules issued there under and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations including SEBI Circular. 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 Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Statement, 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.

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

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, 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 this Statement.

As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit, We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we



are also responsible for expressing our opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the 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 Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained.
- Evaluate the overall presentation structure and content of the Statement including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable related safeguards.

Other Matter

The Statement includes the financial results for the half year ended 31st March, 2024 being the balancing figures between the audited figures in respect of then full financial year and the published unaudited year to date figures up to the half year of the current financial year, which were subject to limited review by us. As required under the Listing Regulations.

For M/s. O. P. BHANDARI & CO.

Chartered Accountants

Reg. No. 112633W


(O. P. Bhandari)

Partner



M. No.: 34409

Place: Fort Collins

Date: 16.05.2024

UDIN : 24034409BKFHIC7314



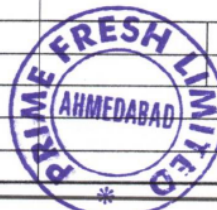
| PRIME FRESH LIMITED CIN:L51109GJ2007PLC050404 Regd Office: 102 SANSKAR- 2, NEAR KETAV PETROL PUMP POLYTECHNIC ROAD, AMBAWADI AHMEDABAD GJ 380015 IN Audited Standalone Statement of Assets and Liabilities as on 31.03.2024 (Amount in Lakhs) | | |
|--|---|--|
| Particulars | As at 31.03.2024 (Audited) | As at 31.03.2023 (Audited) |
| A EQUITY AND LIABILITIES | | |
| 1 Shareholders' Funds | | |
| (a) Share capital | 1364.58 | 1252.29 |
| (b) Reserves and surplus | 4786.21 | 1747.47 |
| (c) Money received agaisnt Warrants | - | - |
| Sub-total - Shareholders' funds | 6,150.79 | 2999.76 |
| 2 Non-current liabilities | | |
| (a) Long-term borrowings | - | 10.09 |
| (b) Deferred tax liabilities (net) | - | - |
| Sub-total - Non-current liabilities | - | 10.09 |
| 3 Currents Liabilities | | |
| (a) Short-term borrowings | -20.57 | 429.59 |
| (b) Trade payables | | |
| 1. Total Outstanding dues to micro enterprises and small enterprises | | |
| 2. Total Outstanding dues of creditors other than micro enterprised and | 498.29 | 187.87 |
| (c) Other current liabilities | 166.08 | 34.76 |
| (d) Short-term provision | 37.50 | 120.73 |
| Sub-total - Current liabilities | 681.30 | 772.95 |
| TOTAL | 6832.09 | 3782.80 |
| B ASSETS | | |
| 1 Non-current assets | | |
| (a) Fixed assets | | |
| (i) Tangible Assets | 70.45 | 77.06 |
| (ii) Intangible Assets | 4.53 | 0.42 |
| (b) Capital Work in Progress | 11.97 | 0 |
| (c) Intangible Assets under Development | 0 | 4.86 |
| (d) Non-current investments | 729.55 | 54.55 |
| (e) Other Non- current Assets | 81.03 | 41.27 |
| (f) Deferred Tax Assets (Net) | 2.00 | 1.57 |
| Sub-total - Non-current assets | 899.53 | 179.73 |
| 2 Current assets | | |
| (a) Inventories | 623.94 | 390.04 |
| (b) Trade receivables | 4400.32 | 2406.80 |
| (c) Cash and cash equivalents | 409.24 | 269.89 |
| (d) Short-term loans and advances | 499.06 | 536.35 |
| Sub-total - Current assets | 5932.56 | 3603.08 |
| | 6832.09 | 3782.80 |
| Date :- 16.05.2024 Place :- Ahmedabad |  | For and on behalf of the board of Directors  Jinen C Ghelani Managing Director & CFO DIN: 01872929 |

| Particulars | Half year ended on | | | Year Ended on | Year Ended on |
|--|--------------------|-----------------|-----------------|------------------|-----------------|
| | (31.03.2024) | (30.09.2023) | (31.03.2023) | (31.03.2024) | (31.03.2023) |
| | (Audited) | (Un Audited) | (Audited) | (Audited) | (Audited) |
| 1 Revenue from operations | | | | | |
| I. Revenue from operations | 8,010.11 | 6,284.03 | 5,181.72 | 14,294.14 | 9,521.32 |
| II. Other income | 21.18 | 15.36 | 10.37 | 36.54 | 34.46 |
| Total Revenue (I + II) | 8,031.29 | 6,299.39 | 5,192.09 | 14,330.68 | 9,555.78 |
| 2 Expenses: | | | | | |
| (a) Cost of materials consumed | - | - | - | - | - |
| (b) Purchase of stock-in-trade | 6,209.39 | 4,599.66 | 3,735.46 | 10,809.05 | 6,741.96 |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | -129.19 | -104.72 | -160.15 | -233.91 | -76.26 |
| (d) Employee benefits expense | 904.29 | 872.77 | 719.05 | 1,777.06 | 1,242.12 |
| (e) Finance costs | 11.53 | 28.21 | 14.59 | 39.74 | 30.41 |
| (f) Depreciation and amortisation expense | 8.66 | 6.82 | 7.12 | 15.48 | 11.68 |
| (g) Other expenses | 486.38 | 514.75 | 519.39 | 1,001.13 | 926.99 |
| Total expenses | 7,491.06 | 5,917.49 | 4,835.46 | 13,408.55 | 8,876.90 |
| 3 Profit / (Loss) before exceptional and extraordinary items and tax (1-2) | 540.23 | 381.90 | 356.63 | 922.13 | 678.88 |
| 4 Exceptional items | - | - | - | - | - |
| 5 Profit / (Loss) before extraordinary items and tax (3-4) | 540.23 | 381.90 | 356.63 | 922.13 | 678.88 |
| 6 Extraordinary items | - | - | - | - | - |
| 7 Profit / (Loss) before Tax (5-6) | 540.23 | 381.90 | 356.63 | 922.13 | 678.88 |
| 8 Tax expense: | | | | | |
| (a) Current tax | 146.53 | 97.00 | 102.00 | 243.53 | 185.00 |
| (b) Deferred tax | -0.44 | 0.02 | -0.15 | -0.42 | -0.30 |
| 9 Profit / (Loss) for the period before Minority | 394.14 | 284.88 | 254.78 | 679.02 | 494.18 |
| 10 Minority Interest | - | - | - | - | - |
| 11 Net Profit / (Loss) for the period | 394.14 | 284.88 | 254.78 | 679.02 | 494.18 |
| 11 Paid-up equity share capital (Face Value Re. 10/- per Share) | 1,364.58 | 1,252.29 | 1,252.29 | 1,364.58 | 1,252.29 |
| 12 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | | | | 4,786.21 | 1,747.47 |
| 13 Earnings per share (FV of Rs. 10/- each) (not annualised): | | | | | |
| (a) Basic (in Rs.) | 2.89 | 2.27 | 2.03 | 4.98 | 3.95 |
| (b) Diluted (in Rs.) | 2.89 | 2.27 | 2.03 | 4.98 | 3.95 |

For and on behalf of the Board of Directors

Date :- 16.05.2024

Place :- Ahmedabad



Jines C Ghelani
Jines C Ghelani
Managing Director & CFO
DIN: 01872929

PRIME FRESH LIMITED

CIN:L51109GJ2007PLC050404

Regd Office: 102 SANSKAR- 2, NEAR KETAV PETROL PUMP POLYTECHNIC ROAD, AMBAWADI AHMEDABAD GJ 380015 IN

Tel: 079 40320244 Email: cs@primefreshlimited.com Website: www.primefreshlimited.com

Standalone Audited Cash Flow Statement for the Half Year and Year Ended 31.03.2024

Amount in Lakhs

| Sr No | Particulars | For the Year ended 31.03.2024 | | For the Year ended 31.03.2023 | |
|-----------|---|----------------------------------|--|----------------------------------|--|
| | | Audited | | Audited | |
| A | CASH FLOW FROM OPERATING ACTIVITIES | | | | |
| | Net profit before tax from continuing operations | 922.13 | | 678.88 | |
| | Add/Less : Adjustments | | | | |
| | Loss/(Profit) on disposal of fixed assets | - | | 0.01 | |
| | Depreciation and amortization expense | 15.48 | | 11.68 | |
| | Finance cost | 39.74 | | 30.41 | |
| | Interest income | -32.55 | | -29.44 | |
| II | Operating Profit before Working Capital Changes | 944.80 | | 691.54 | |
| | Movements in working capital : | | | | |
| | Increase/ (decrease) in trade payables | 310.42 | | -20.65 | |
| | Increase/ (decrease) in other current liabilities | 131.33 | | 11.03 | |
| | Decrease / (increase) in trade receivables | -1,993.53 | | -595.53 | |
| | Decrease / (increase) in inventories | -233.91 | | -76.27 | |
| | Decrease / (increase) in loans & advances | 37.28 | | 35.44 | |
| | Decrease / (increase) in other Current and non Current Assets | -39.76 | | -10.02 | |
| | Decrease / (increase) in provisions | - | | - | |
| | Cash generated from /(used in) operations | -843.37 | | 35.55 | |
| | Direct taxes paid (net of refunds) | -326.77 | | -144.86 | |
| V | Net Cash from Operating Activities (A) | -1,170.14 | | -109.31 | |
| B | CASH FLOW FROM INVESTING ACTIVITIES | | | | |
| | Purchase of fixed assets, including CWIP and capital advances | -20.08 | | -25.70 | |
| | Proceeds from sale of fixed assets | - | | 0.56 | |
| | Purchase of investments | -675.00 | | -28.43 | |
| | Interest received | 32.55 | | 29.44 | |
| | Net Cash from/(Used In) Investing Activities (B) | -662.53 | | -24.13 | |
| C | CASH FLOW FROM FINANCING ACTIVITIES | | | | |
| | Repayment of long-term borrowings | - | | - | |
| | Proceeds/(Repayment) from long-term borrowings | -10.09 | | -32.66 | |
| | Proceeds/(Repayment) of short-term borrowings | -450.15 | | 75.99 | |
| | Proceeds from share warrants | - | | - | |
| | Process from Share Capital | 2,472.00 | | 294.06 | |
| | Financial expenses | -39.74 | | -30.41 | |
| | Net Cash from/(Used In) Financing Activities (C) | 1,972.02 | | 306.98 | |
| | Net Increase/(Decrease) in Cash and Cash Equivalents | 139.35 | | 173.54 | |
| | Cash and Cash Equivalents at the Beginning of the Period | 269.88 | | 96.34 | |
| | Cash and Cash Equivalents at the End of the Period | 409.23 | | 269.88 | |

For and on behalf of the Board of Directors

Date :- 16.05.2024

Place :- Ahmedabad



Jinen C Ghelani

Jinen C Ghelani

Managing Director & CFO

DIN: 01872929

Notes to the Standalone Financial Results for the half year and year ended 31st March, 2024

1. The company has incorporated one wholly Owned subsidiary Company named "PRIME FRESH RETAIL (I) PRIVATE LIMITED" on 02nd March, 2024 by subscribing 49,900 Equity shared of Rs. 10/- each.
2. The Company has issued and allotted 11,22,819 equity shares of Rs. 10 at the premium of Rs. 210.16 on Preferential basis to the Non Promoter and received the trading approval for the same on 13.03.2024
3. The Financial Results have been prepared in accordance with generally accepted Accounting Standards as notified under Section 133 of the Companies Act 2013 ("Act"), read there under and other accounting principles generally accepted in India as amended from time to time.
4. The above financial Results have been reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at their respective meetings held on May 16, 2024
5. Figures of Previous year/ period have been regrouped / recast wherever necessary, in order to make them comparable.

For and on behalf of the Board of Directors



Jinen C Ghelani

Jinen C Ghelani
Managing Director & CFO
DIN: 01872929

Date: - 16.05.2024
Place: - Ahmedabad



O. P. Bhandari & Co.
Chartered Accountants

30, Omkar House, C. G. Road, Navrangpura, Ahmedabad – 380009
Ph (o): 079-26462539, Mo.: 9825014208, Fax: 079-26563388, e-mail: opbhandarica@gmail.com
GST NO. 24AAAF06762HST1Z9

INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED AUDITED ANNUAL FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015. (as amended)

To the Board of Directors of
Prime Fresh Limited

REPORT ON THE AUDIT OF THE FINANCIAL RESULTS

OPINION

We have audited the accompanying consolidated financial statements of PRIME FRESH LIMITED (the Holding Company) and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") for the half year and year ended March 31, 2024, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us these financial results:

- i. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regards; and
- ii. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable accounting standards and other accounting principles generally accepted India of the consolidated net profit and other comprehensive income and other financial information for the half year ended 31st March, 2024 as well as the year to date results for the period from 1st April, 2023 to 31st March, 2024.

Basis for Opinion

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



MANAGEMENT'S RESPONSIBILITIES FOR THE FINANCIAL RESULTS

The Statement, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors, has been prepared on the basis of the consolidated annual financial statements. The Holding Company's Board of Directors is responsible for the preparation and presentation of the Statement that gives a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the accounting principles generally accepted in India, prescribed under Section 133 of the Act, read with relevant rules issued there under and other accounting principles generally accepted in India, and in compliance with Regulation 33 of the Listing Regulations including SEBI Circular. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding of the assets of the Group 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 Statement that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the Consolidated Statement, the respective Board of Directors of the Companies included in the Group are responsible for assessing the ability of Group to continue as a going concern, disclosing, as applicable, matters related to going concern, and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors/management of the companies included in the Group is responsible for overseeing the financial reporting process of the companies included in the Group.

Auditor's Responsibilities for the Audit of the Statement

Our objectives are to obtain reasonable assurance about whether the Statement as a whole is 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 guarantee that an audit conducted in accordance with Standards on Auditing, specified under section 143(10) of the Act, 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 this Statement.

As part of an audit in accordance with the Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit, We also:

- Identify and assess the risks of material misstatement of the financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Group has in place an adequate



internal financial controls system over financial reporting and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of the 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 ability of Group to continue as a going concern. If we conclude that a material Uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained.
- Evaluate the overall presentation structure and content of the Statement including the disclosures, and whether the Statement represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial statements of the entities within the Group to express an opinion on the Statement. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in Statement, of which we are the independent auditors.

We communicate with those charged with governance of the Holding Company 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 reasonable be thought to bear on our independence, and where applicable related safeguards.

Other Matter

The Statement includes the consolidated financial results for the half year ended 31st March, 2024 being the balancing figures between the audited consolidated figures in respect of then full financial year and the published unaudited year to date consolidated figures up to the half year of the current financial year, which were subject to limited review by us.

For M/s. O. P. BHANDARI & CO.

Chartered Accountants

Reg. No. 112633W


(O. P. Bhandari)

Partner

M. No.: 34409

Place: Fort Collins

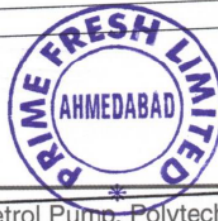
Date: 16.05.2024

UDIN : 24034409BKFIID1283



| PRIME FRESH LIMITED CIN:L51109GJ2007PLC050404 Regd Office: 102 SANSKAR- 2, NEAR KETAV PETROL PUMP POLYTECHNIC ROAD, AMBAWADI AHMEDABAD GJ 380015 IN Audited Consolidated Statement of Assets and Liabilities as on 31.03.2024 (Amount in Lakhs) | | | |
|--|---|-------------------------------|----------------------------------|
| | Particulars | As at 31.03.2024 (Audited) | As at 31.03.2023 (Audited) |
| A | EQUITY AND LIABILITIES | | |
| 1 | Shareholders' Funds | 1364.58 | 1252.29 |
| | (a) Share capital | 4842.75 | 1786.10 |
| | (b) Reserves and surplus | 35.99 | 28.47 |
| | (c) Minority Interest | 0.00 | 0.00 |
| | (d) Money received against Warrants | | |
| | Sub-total - Shareholders' funds | 6243.32 | 3066.86 |
| 2 | Non-current liabilities | 0.00 | 10.09 |
| | (a) Long-term borrowings | - | - |
| | (b) Deferred tax liabilities (net) | | |
| | Sub-total - Non-current liabilities | 0.00 | 10.09 |
| 3 | Currents Liabilities | -20.57 | 461.99 |
| | (a) Short-term borrowings | - | - |
| | (b) Trade payables | - | - |
| | 1. Total Outstanding dues to micro enterprises and small enterprises | 628.46 | 323.61 |
| | 2. Total Outstanding dues of creditors other than micro enterprised and | 166.44 | 35.27 |
| | (c) Other current liabilities | 38.76 | 125.03 |
| | (d) Short-term provision | | |
| | Sub-total - Current liabilities | 813.09 | 945.90 |
| | TOTAL- Liabilities | 7,056.41 | 4,022.85 |
| B | ASSETS | | |
| 1 | Non-current assets | | |
| | (a) Fixed assets | 70.99 | 77.68 |
| | (i) Tangible Assets | 4.53 | 0.42 |
| | (ii) Intangible Assets | 11.97 | - |
| | (b) Capital Work in Progress | - | 4.86 |
| | (c) Intangible Assets under development | 731.96 | 51.78 |
| | (d) Non-current investments | 81.03 | 41.27 |
| | (d) Other Non Current Assets | 2.00 | 1.57 |
| | (e) Deffered Tax Assets (Net) | | |
| | Sub-total - Non-current assets | 902.48 | 177.58 |
| 2 | Current assets | 623.94 | 408.74 |
| | (a) Inventories | 4629.91 | 2623.72 |
| | (b) Trade receivables | 465.70 | 284.36 |
| | (c) Cash and cash equivalents | 432.72 | 527.23 |
| | (d) Short-term loans and advances | 1.66 | 1.22 |
| | (e) Other Current Assets | 6,153.93 | 3,845.27 |
| | | 7,056.41 | 4,022.85 |

Date :- 16.05.2024
Place :- Ahmedabad



For and on behalf of the Board of Directors

Jinen C Ghelani

Jinen C Ghelani
Managing Director & CFO
DIN: 01872929

| PRIME FRESH LIMITED | | | | | |
|---|-----------------|-----------------|-----------------|------------------|-----------------|
| CIN:L51109GJ2007PLC050404 | | | | | |
| Regd Office: 102 SANSKAR- 2, NEAR KETAV PETROL PUMP POLYTECHNIC ROAD, AMBAWADI AHMEDABAD GJ 380015 IN | | | | | |
| Statement of Consolidated Audited Financial Results for the half year and year Ended on 31.03.2024 (In lakhs) | | | | | |
| Particulars | Half Year Ended | | | Year Ended on | |
| | (31.03.2024) | (30.09.2023) | (31.03.2023) | (31.03.2024) | (31.03.2023) |
| | (Audited) | (Un Audited) | (Audited) | (Audited) | (Audited) |
| 1 Revenue from operations | | | | | |
| I. Revenue from operations | 8,406.06 | 6,514.84 | 5,567.80 | 14,920.90 | 9,934.55 |
| II. Other income | 20.78 | 15.87 | 7.82 | 36.65 | 34.60 |
| Total Revenue (I + II) | 8,426.84 | 6,530.71 | 5,575.62 | 14,957.55 | 9,969.15 |
| 2 Expenses: | - | - | - | - | - |
| (a) Cost of materials consumed | - | - | - | - | - |
| (b) Purchase of stock-in-trade | 6,565.69 | 4,794.99 | 4,106.01 | 11,360.68 | 7,127.50 |
| (c) Changes in inventories of finished goods, work-in-progress and stock-in-trade | -128.41 | -86.79 | -178.86 | -215.20 | -94.97 |
| (d) Employee benefits expense | 904.53 | 876.57 | 722.52 | 1,781.10 | 1,248.85 |
| (e) Finance costs | 11.59 | 28.31 | 14.84 | 39.90 | 30.67 |
| (f) Depreciation and amortisation expense | 8.66 | 6.89 | 7.12 | 15.55 | 11.75 |
| (g) Other expenses | 499.87 | 520.99 | 532.08 | 1,020.86 | 942.46 |
| Total expenses | 7,861.93 | 6,140.96 | 5,203.71 | 14,002.89 | 9,266.26 |
| 3 Profit / (Loss) before exceptional and extraordinary items and tax (1-2) | 564.91 | 389.75 | 371.91 | 954.66 | 702.89 |
| 4 Exceptional items | - | - | - | - | - |
| 5 Profit / (Loss) before extraordinary items and tax (3-4) | 564.91 | 389.75 | 371.91 | 954.66 | 702.89 |
| 6 Extraordinary items | - | - | - | - | - |
| 7 Profit / (Loss) before Tax (5-6) | 564.91 | 389.75 | 371.91 | 954.66 | 702.89 |
| 8 Tax expense: | - | - | - | - | - |
| (a) Current tax | 152.23 | 98.40 | 106.40 | 250.63 | 190.50 |
| (b) Deferred tax | -0.45 | 0.02 | -0.15 | -0.43 | -0.30 |
| 9 Profit / (Loss) for the period before Minority | 413.13 | 291.33 | 265.66 | 704.46 | 512.69 |
| 10 Minority Interest | 6.02 | 1.50 | 4.56 | 7.52 | 5.56 |
| 11 Net Profit / (Loss) for the period | 407.11 | 289.83 | 261.10 | 696.94 | 507.13 |
| 10 Paid-up equity share capital (Face Value Re. 10/- per Share) | 1,364.57 | 1,252.29 | 1,252.29 | 1,364.57 | 1,252.29 |
| 11 Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year | - | - | - | 4842.75 | 1,786.10 |
| 12 Earnings per share (FV of Rs. 10/- each) (not annualised): | - | - | - | - | - |
| (a) Basic | 2.98 | 2.31 | 2.08 | 5.11 | 4.05 |
| (b) Diluted | 2.98 | 2.31 | 2.08 | 5.11 | 4.05 |
| | - | - | - | - | - |



Date :- 16.05.2024
Place :- Ahmedabad

For and on behalf of the Board of Directors



Jinen Ghelani

Jinen Ghelani
Managing Director & CFO
DIN:001872929

| PRIME FRESH LIMITED CIN:L51109GJ2007PLC050404 | | | |
|---|---|---|---------------------------------------|
| Regd Office: 102 SANSKAR- 2, NEAR KETAV PETROL PUMP POLYTECHNIC ROAD, AMBAWADI AHMEDABAD GJ 380015 IN Tel: 079 40320244 Email: cs@primefreshlimited.com Website: www.primefreshlimited.com | | | |
| Audited Consolidated Cash Flow Statement for the Half Year and Year 31.03.2024 | | | |
| | | Amount in Lakhs | |
| Sr No | Particulars | For the Year Ended 31.03.2024 Aduited | For the Year Ended 31.03.2023 Aduited |
| A | CASH FLOW FROM OPERATING ACTIVITIES | | |
| I | Net profit before tax from continuing operations | 954.66 | 702.89 |
| | Add/Less : Adjustments | | |
| | Unearned Profit in Associate | -5.18 | -3.55 |
| | Loss/(Profit) on sale of fixed asset | - | 0.01 |
| | Depreciation and amortization Expense | 15.55 | 11.75 |
| | Finance cost | 39.90 | 30.67 |
| | Interest income | -27.48 | -26.04 |
| II | Operating Profit before Working Capital Changes | 977.45 | 715.73 |
| | Movements in working capital : | | |
| | Increase/ (decrease) in trade payables | 304.85 | 60.66 |
| | Increase/ (decrease) in other current liabilities | 131.17 | 3.98 |
| | Decrease / (increase) in trade receivables | -2006.19 | -670.69 |
| | Decrease / (increase) in inventories | -215.20 | -94.97 |
| | Decrease / (increase) in loans & advances | 94.51 | 20.31 |
| | Decrease / (increase) in Other Current & Non Current assets | -40.20 | -10.02 |
| | Decrease / (increase) in provisions | 0 | 0 |
| | Cash generated from /(used in) operations | -753.60 | 25.00 |
| | Direct taxes paid (net of refunds) | -336.91 | -148.18 |
| | Net Cash from Operating Activities (A) | -1090.51 | -123.18 |
| B | CASH FLOW FROM INVESTING ACTIVITIES | 0 | |
| | Purchase of fixed assets, including CWIP and capital advances | -20.08 | -25.70 |
| | Proceeds of Sale of Fixed Assets | - | 0.56 |
| | Purchase of Investment | -675.00 | -28.43 |
| | Interest Income | 27.48 | 26.04 |
| | Net Cash from/(Used In) Investing Activities (B) | -667.61 | -27.53 |
| C | CASH FLOW FROM FINANCING ACTIVITIES | | |
| | Repayment of long-term borrowings | - | - |
| | Proceeds from long-term borrowings | -10.09 | -32.66 |
| | Proceeds from short-term borrowings | - | - |
| | Repayment of short-term borrowings | -482.55 | 85.89 |
| | Proceeds from share warrants | - | - |
| | Proceeds from Share Capital & Minor Interest | 2472.0000 | 294.06 |
| | Financial expenses | -39.90 | -30.66 |
| | Net Cash from/(Used In) Financing Activities (C) | 1,939.46 | 316.63 |
| | Net Increase/(Decrease) in Cash and Cash Equivalents | 181.34 | 165.92 |
| | Cash and Cash Equivalents at the Beginning of the Period | 284.36 | 118.44 |
| | Cash and Cash Equivalents at the End of the Period | 465.70 | 284.36 |
| Date :- 16.05.2024 Place :- Ahmedabad | | For and on behalf of the Board of Directors | |
| | |  Jinen Ghelani Managing Director & CFO DIN:001872929 | |
| | |  | |

Notes to the Consolidated Financial Results for the half year and year ended 31st March, 2024

1. The company has incorporated one wholly Owned subsidiary Company named "PRIME FRESH RETAIL (I) PRIVATE LIMITED" on 02nd March, 2024 by subscribing 49,900 Equity shared of Rs. 10/- each.
2. The Company has issued and allotted 11,22,819 equity shares of Rs. 10 at the premium of Rs. 210.16 on Preferential basis to the Non Promoter and received the trading approval for the same on 13.03.2024
3. The Financial Results have been prepared in accordance with generally accepted Accounting Standards as notified under Section 133 of the Companies Act 2013 ("Act"), read there under and other accounting principles generally accepted in India as amended from time to time.
4. The above financial Results have been reviewed by the Audit Committee and have been approved and taken on record by the Board of Directors at their respective meetings held on May 16, 2024
5. Figures of Previous year/ period have been regrouped / recast wherever necessary, in order to make them comparable.

For and on behalf of the Board of Directors



Jinen C Ghelani

Jinen C Ghelani
Managing Director & CFO
DIN: 01872929

Date: - 16.05.2024
Place: - Ahmedabad