

PRIME SECURITIES LIMITED

Phoenix House, A Wing, 4th Floor, 462, Senapati Bapat Marg,
Lower Parel, Mumbai - 400 013, India
Tel.: 24981515, Fax : 24970777



November 29, 2008

Corporate Relationship Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Fort, Mumbai 400001

Capital Markets-Listing
National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor, Plot No. C/1,
G Block, Bandra Kurla Complex, Bandra (East),
Mumbai 400051

Dear Sir,

Sub: Limited Review Report for the Second Quarter ended September 30, 2008

As required under clause 41 of the Listing Agreement, we are enclosing a Limited Review Report of the Statutory Auditors of the Company for the Financial Results for the Second Quarter ended September 30, 2008.

We would like to inform that certain differences have arisen between the Financial Results that were adopted by the Board (at its Meeting held on October 31, 2008) and the Results as reviewed by the Auditors. The differences are:

1. Income from Operations for the Second Quarter ended September 30, 2008 has changed from Rs (112) lacs to Rs (57) lacs and Income from Operations for the Half-year ended September 30, 2008 has changed from Rs 408 lacs to Rs 463 lacs. The change in Income from Operations is on account of revision in calculation of profit on sale of Investments.
2. On account of change in Income from Operations, the Provision for Current Tax for the Second Quarter ended September 30, 2008 has changed from Rs (27) lacs to Rs (21) lacs and the Provision for Current Tax for the Half-year ended September 30, 2008 has changed from Rs 18 Lacs to Rs 24 Lacs.

The net impact of the above changes is that Profit after Adjustments for the Second Quarter ended September 30, 2008 now stands at Rs (166) lacs vis-à-vis Rs (215) lacs as per the adopted accounts and Profit after Adjustments for the Half-year ended September 30, 2008 now stands at Rs 190 lacs vis-à-vis Rs 141 lacs as per the adopted accounts.

You are requested to take note of the above.

Thanking you,

Yours faithfully,
For Prime Securities Limited

Ajay Shah
Company Secretary



HEAD OFFICE : Voltas International House,
28, G. N. Vaidya Marg, Fort,
Mumbai- 400 001.
Tel.: 2266 4510 / 2266 5559
Fax : 2266 3391
cityoffice@gandhi-associates.com

BRANCH OFFICE : B - 34, Rolex Shopping Centre,
Station Road, Goregaon (W),
Mumbai- 400 062
Tel.: 2878 6352
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Gandhi & Associates

CHARTERED ACCOUNTANTS

**The Board of Directors,
Prime Securities Limited.,
Phoenix House, 'A' Wing, 4th floor,
462 Senapati Bapat Marg,
Lower Parel,
Mumbai - 400 013.**

Dear Sirs,

Sub.: Limited Review Report of the Unaudited Financial Results for the quarter ended September 30, 2008.

1. We have reviewed the accompanying statement of unaudited financial results of Prime Securities Limited for the quarter ended September 2008. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* 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 financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. i) *As per the Company's policy, diminution in value of investments if any, is determined only at financial year end. Consequently, the amount of diminution of Rs.1084.14 lacs as on September 30, 2008 is not accounted*
- ii) *We are unable to express our opinion on the aggregate advances amounting to Rs.6792.58 lacs and asset backed guarantees amounting to Rs.2,325 lacs given on behalf of Its subsidiary Company Prime Broking Company (India) Limited (PBCIL) as to whether these are good and recoverable in view of the fact that PBCIL has (I) given a deposit of Rs.6,250 lacs to secure an option to acquire development rights in respect of a property in Mumbai without adequate documentation and (II) outstanding debtors not yet realised / securitised.*



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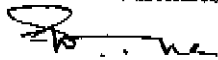
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- iii) *As required under clause 41(IV)(c) of the Listing Agreement, the Company has not Included a note in the above financial results in respect of the qualification as mentioned in (b) above in the audit report on the financial statements for the year ended March 31, 2008 as to how the qualification has been resolved or the steps which the company intends to take in the matter.*
4. *Subject to the above, based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognised accounting practices and policies has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed, or that it contains any material misstatement.*

For GANDHI & ASSOCIATES
Chartered Accountants



K V Sahasrabudhe
Partner
M.No.106172



Place: Mumbai.
Dated: 29.11.2008