

PRIME SECURITIES LIMITED

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PRIME

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED DECEMBER 31, 2014

Amt Rs. Lacs

	Quarter ended 31-Dec-14	Quarter ended 30-Sep-14	Quarter ended 31-Dec-13	Period ended 31-Dec-14	Period ended 31-Dec-13	Year ended 30-Sep-13 (Audited)
PART - I						
1. Income from Operations						
Income from Operations	146	13	(38)	(674)	(556)	(1,328)
Other Operating Income	-	-	-	-	-	-
Total Income from Operations	146	13	(38)	(674)	(556)	(1,328)
2. Expenses						
Employee Benefit Expense	13	12	6	54	120	244
Depreciation & Amortisation Expense	6	6	6	29	30	36
Other Expenses	50	33	16	150	139	178
Total Expenses	69	51	28	233	289	458
3. Profit / (Loss) from Operations before Other Income, Interest & Exceptional Items	77	(38)	(66)	(907)	(845)	(1,786)
4. Other Income	-	7	5	17	17	25
5. Profit / (Loss) before Interest and Exceptional Items	77	(31)	(61)	(890)	(828)	(1,761)
6. Finance Cost	-	-	-	1	153	575
7. Diminution in Value of Investments	*	*	*	*	1,777	1,777
8. Other Provisions / Write-offs / (Debts written-off earlier now recovered)	-	61	-	(306)	1,036	1,036
9. Profit / (Loss) from Ordinary Activities before Tax	77	(92)	(61)	(585)	(3,794)	(5,149)
10. Tax Expenses						
- Current Tax	-	-	-	-	-	-
- Deferred Tax	-	-	-	-	-	-
- Income Tax of Earlier Years	-	-	-	-	-	-
11. Net Profit / (Loss) for the Period	77	(92)	(61)	(585)	(3,794)	(5,149)
12. Paid-up Equity Share Capital #	1,328	1,328	1,328	1,328	1,328	1,328
13. Reserves (excluding Revaluation Reserves)	-	-	-	-	-	-
14. Earnings per Share (in Rs. not annualised) (Equity Shares of FV of Rs. 5/- each)						
- Basic EPS before and after Extraordinary Items	0.29	(0.35)	(0.23)	(2.20)	(14.33)	(19.45)
- Diluted EPS before and after Extraordinary Items	0.29	(0.35)	(0.23)	(2.20)	(14.33)	(19.45)
* Provision/Diminution will be made at the year end						
PART - II						
A. Particulars of Shareholding						
1. Public Shareholding						
- Number of Shares	26,473,525	26,473,525	26,473,525	26,473,525	26,473,525	26,473,525
- Percentage of Shareholding	100.00	100.00	100.00	100.00	100.00	100.00
2. Promoter and Promoter Group Shareholding						
a) Pledged / Encumbered						
- Number of Shares	-	-	-	-	-	-
- % of Shares (as a % of the total shareholding of Promoter & Promoter Group)	-	-	-	-	-	-
- % of Shares (as a % of the total share capital of the Company)	-	-	-	-	-	-
b) Non-encumbered						
- Number of Shares	-	-	-	-	-	-
- % of Shares (as a % of the total shareholding of Promoter & Promoter Group)	-	-	-	-	-	-
- % of Shares (as a % of the total share capital of the Company)	-	-	-	-	-	-
B. Investor Complaints						
Pending at the beginning of the Quarter	Nil			Received during the Quarter	6	
Disposed of during the Quarter	6			Remaining unresolved at the end of the Quarter	Nil	

Notes :

- The above results were reviewed by Audit Committee and taken on record by the Board of Directors at its Meeting held on February 14, 2015.
- The Company has extended its Financial Year by a period of six months so as to end on March 31, 2015.
- Pursuant to Clause 41 of the Listing Agreement, the Statutory Auditors have carried out a Limited Review of the results.
- Income from Operations includes fees received and gain / (loss) on sale of investments sold during the period.
- The Auditors of the Company in their Limited Review Report for the quarter ended December 31, 2014 has recorded their views about the following:
 - No adjustments have been made in the carrying value of the assets and liabilities in the financial statements prepared on a going concern basis. *Management clarification: The management has already begun discussions with various lenders for a restructuring of debt obligations. Also, the Company has completely shifted focus to non-fund based advisory work.*
 - No provision has been made in the carrying value of financial exposure in the subsidiary having regard to the proposed capitalisation of share application money advanced to subsidiary. *Management clarification: The management is confident of re-capitalising the subsidiary through various options under consideration.*
 - No provision has been made for value of fixed assets surrendered alongwith the office premisses. *Management clarification: The management is confident of recovering the fair value of fixed assets, negotiations for which are underway.*
- The Auditors of the Company in their Limited Review Report for the quarter ended December 31, 2014 and Audit Report for the year ended September 30, 2013 had recorded their views about the following:
 - Unable to ascertain impact of outstanding inter-corporate deposits received by the company, in respect of which confirmation of balances, terms of repayment & charges of interest are not available. *Management clarification: These are unsecured advances, terms of which the Company is in the process of renegotiating.*
 - Non-provision of interest on certain secured loans, which would have increased the amount of secured loan had the provision been made. *Management clarification: The Company is in the process of renegotiating the terms with the secured lender.*
 - Unable to ascertain the impact of a capital advance. *Management clarification: The management is confident of recovering the amount in the normal course of business.*
- The Company does not have any identifiable segment as required by Accounting Standard 17 issued by ICAI.
- Previous period figures have been re-grouped / re-classified wherever necessary.

For Prime Securities Limited

N. Jayakumar
N. Jayakumar
Managing Director

Mumbai
February 14, 2015

**The Board of Directors,
Prime Securities Limited**
1109-1110 Maker Chambers V,
Nariman Point,
Mumbai 400021

Dear Sirs,

Sub: Limited Review Report of the Unaudited Financial Results for the quarter ended 31st December 2014

1. We have reviewed the accompanying statement of standalone unaudited financial results of Prime Securities Limited for the quarter ended 31st December 2014 except for the disclosures in Part II of the statement regarding 'Public Shareholding', 'Promoter and Promoter Group Shareholding' & 'Investor Complaint' which have been traced from disclosures made by the Company's management. 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) 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 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 provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.



3. Attention is invited to the following:

- (a) The Company's financial statements are prepared on going concern basis, notwithstanding significant doubts as regards the Company's ability to meet its financial obligations as and when they fall due. The appropriateness of the said basis is interalia dependent on the Company's ability to generate cash from disposing-off investments and revenue streams from advisory services to meet its liabilities in normal course of business. Relying on the management's representation on the above, no adjustments have been made to the carrying value of the assets and liabilities in the accompanying financial statements.
- (b) The Company has substantial financial exposure in its subsidiary Primesec Investments Limited whose net worth has been eroded; but having regard to the proposed capitalization of share application monies advanced by the Company, no provision/adjustment is made to the carrying amount of financial exposure in the subsidiary.
- (c) The Company has not provided for interest of Rs. 342.54 Lacs for the quarter on certain secured loans as in the opinion of the management the same is under negotiations with the lenders. Had the Company made such provision the results for the quarter would have resulted in a loss.
- (d) The management is hopeful of recovery of a capital advance of Rs. 327.50 Lacs in respect of which we are unable to ascertain the impact, if any, that may arise in case if the same, or part thereof, is subsequently determined to be doubtful of recovery.
- (e) No provision is made in respect of fixed assets having written-down value of Rs. 83.77 Lacs which have been surrendered with office premises pending negotiations with the party in respect of which we are unable to ascertain the impact, if any, that may arise in case if the same, or part thereof, is subsequently determined to be doubtful of recovery.



(f) As per the Company's policy, diminution in value of investments is determined only at financial year-end (which is extended to 31st March 2015). Consequently, diminution of Rs. 936.39 Lacs as on 31st December 2014 is not accounted.

4. Based on our review conducted as above and **subject to the clause 3 (a) to (f) above** nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results for the quarter ended 31st December 2014 prepared in accordance with applicable accounting standards (notified under the Companies Act 1956 read with General Circular No. 15/2013 dated 13th September 2013 issued by Ministry of Corporate Affairs) and other recognized accounting practices and policies (read with General Circular No. 8/2014 dated 4th April 2014 issued by Ministry of Corporate Affairs), 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
[FRN: 102965W]



Milind Gandhi
Partner

Membership No. 043194



Place: Mumbai

Dated: 14th February 2015