

PRIMA INDUSTRIES LTD.



CORPORATE & REGD. OFFICE
Industrial Development Area
Muppathadam P. O., Edayar, Cochin - 683 110
Kerala State, India
Tel: 91-484-2551533 (4 Lines)
CIN: L15142KL 1994PLC008368
E-mail: primagroupcompanies@gmail.com
www.primaindustries.in

Ref: PIL/SEC/2024-25/29

25th July 2024

To

Stock Code: BSE: 531246
ISIN: INE723N01012

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 023

Dear Sir/Madam,

Sub: Outcome of Board Meeting dated 25th July, 2024 pursuant to Regulation 30 of SEBI (LODR) Regulations 2015

Ref: Board Meeting Intimation Letter dated 15th July, 2024

With reference to the captioned subject, we hereby inform you that the Board of Directors of the Company at its meeting held on Thursday, 25th July, 2024 has inter-alia considered and approved the following: -

1. The Board of Directors approved and adopted the Un-Audited Financial Results both Standalone and Consolidated along with the Limited Review Report on the Un-Audited Financial Results (Standalone and Consolidated) as received from the Statutory Auditors for the quarter ended June 2024. The copy of the said statements are enclosed herewith. The results are duly approved by the Audit Committee also in its meeting held on 25th July, 2024.
2. The Board considered and approved the Annual Report and Board's Report on the operations of the company along with Corporate Governance Report and Management Discussion and Analysis Report along with the Audited Financial Statements, reports of the Statutory Auditors and Secretarial Auditors for the Financial year ended on 31st March 2024.



3. The Board discussed and fixed the date and venue of the 30th Annual General Meeting of the Members of the Company on Thursday, 22nd August, 2024 at 12:30 PM, at Eloor Tourist Home, 11/25, Kalamassery-Eloor Road, Kuttikkattukara P.O. Ernakulam-683501.
4. The Register of Members & Share Transfer Books of the Company was fixed to remain closed from 16th August, 2024 to 22nd August, 2024 (Both days inclusive) for the purpose of 30th Annual General Meeting and the cut-off date on 16th August, 2024 to determine the entitlement of the members, to cast their vote (electronically or physically) on the resolutions set forth in the Notice of the 30th Annual General Meeting.
5. The Board considered and appointed Mr. Bibin Sajan, FCA (Membership Number-228064) M/s Grandmark & Associates, (Chartered Accountants) (Firm Registration No. 011317N) as the Scrutinizer for E-Voting for the purpose of 30th Annual General Meeting.
6. The Board on the recommendation of Nomination and Remuneration Committee approved the appointment of Mr. Kushagra Gupta (DIN- 08477477) as Additional Director in the category of Non Executive Non Independent Director w.e.f., 25th July 2024 and recommended the same for the approval of members at the ensuing 30th Annual General Meeting. The details pertaining to the appointment of Mr. Kushagra Gupta are mentioned under Annexure1.
7. The Board on the recommendation of Nomination and Remuneration Committee approved the appointment of Mrs. Sarita Jindal (DIN- 00021622) as Additional Director in the category of Non Executive Non Independent Director w.e.f., 25th July 2024 and recommended the same for the approval of members at the ensuing 30th Annual General Meeting. The details pertaining to the appointment of Mrs. Sarita Jindal are mentioned under Annexure2.
8. The Board on the recommendation of Nomination and Remuneration Committee approved the appointment of Mrs. Arya Surendran (DIN: 10625534) as Additional Director in the category of Non Executive Independent Director w.e.f., 25th July 2024 and recommended the same for the approval of members at the ensuing 30th Annual General Meeting. The details pertaining to the appointment of Mrs. Arya Surendran are mentioned under Annexure 3.
9. The Board on the recommendation of Nomination and Remuneration Committee approved the appointment of Mrs. Neethu Subramoniyam (DIN: 08788544) as Additional Director in the category of Non Executive Independent Director w.e.f., 25th July 2024 and recommended the same for the approval of members at the ensuing 30th Annual General Meeting. The details pertaining to the appointment of Mrs. Neethu Subramoniyam are mentioned under Annexure 4.
10. The Board on the recommendation of Nomination and Remuneration Committee approved the appointment of Mrs. Hemalatha. G (DIN:10705286) as Additional Director in the category of Non Executive Independent Director w.e.f., 25th July 2024 and recommended the same for the approval of members at the ensuing 30th Annual General Meeting. The details pertaining to the appointment of Mrs. Hemalatha. G are mentioned under Annexure 5.



11. The Board recommended the appointment of Ms. Mayuri Sinha(DIN: 08915515), who was appointed on recommendation of Nomination and Remuneration Committee vide Circular resolution passed on 17th May 2024 and noted at the Board Meeting held on 30th May 2024 as Additional Director in the category of Non Executive Independent Director, for the approval of members at the ensuing 30th Annual General Meeting.
12. The Board accepted and approved the resignation of Mrs. Sruti Jindal(DIN: 03363435) from the office of Independent Director w.e.f., 25th July 2024 which was also taken note by the Nomination and Remuneration Committee. The details pertaining to the resignation of Mrs. Sruti Jindal is enclosed as Annexure – 6.
13. The Board considered, discussed and reviewed the other items of business as per the Agenda.

The above announcements are also being made available on the website of the Company at www.primaindustries.in

The meeting commenced at 03.00 PM and concluded at 04.30 PM.

The details required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR / CFD / CMD / 4 / 2015, dated September 09, 2015, with respect to change in Management are enclosed as **Annexure 1 to 6**. Further, the same will be disclosed to BSE Ltd separately.

This disclosure is made in compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Kindly the above on your records.

Thanking you,

Yours faithfully,

For Prima Industries Limited

Malavika S Kumar
Company Secretary and Compliance Officer



Details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

Annexure 1

Appointment of Mr. Kushagra Gupta (DIN- 08477477) as Additional Director in the category of Non Executive Non Independent Director

Sl. No	Particulars	Details
1	Name	Mr. Kushagra Gupta (DIN- 08477477)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Non Executive Non Independent Director
3	Date of appointment/ cessation and term of appointment	Appointment of Mr. Kushagra Gupta is effective from 25.07.2024
4	Brief Profile (in case of appointment)	Experience in FMCG Industry, Food and beverage Industry, Family Business Management ,Project Planning & development which would prove beneficial to the Company.
5	Disclosure of Relationships between Directors (in case of appointment of Director)	Grandson of Mr. S.K. Gupta, Chairman & Managing Director. Son of Mrs. Swati Gupta, Director.
6.	Shareholding in the Company	705000 shares

Annexure-2

Appointment of Mrs. Sarita Jindal (DIN- 00021622) as Additional Director in the category of Non Executive Non Independent Director

Sl. No	Particulars	Details
1	Name	Mrs. Sarita Jindal (DIN- 00021622)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Non Executive Non Independent Director
3	Date of appointment/ cessation and term of appointment	Appointment of Mrs. Sarita Jindal is effective from 25.07.2024
4	Brief Profile (in case of appointment)	Experience in Human Resources, Operations Management, Financial Planning, and Team Development which would prove beneficial to the Company.
5	Disclosure of Relationships between Directors (in case of appointment of Director)	Daughter of Mr. S.K. Gupta, Chairman & Managing Director. Sister – in- Law of Mrs. Swati Gupta, Director.
6.	Shareholding in the Company	20101 shares



Annexure-3

Appointment of Mrs. Arya Surendran (DIN: 10625534) as Additional Director in the category of Non Executive Independent Director.

Sl. No	Particulars	Details
1	Name	Mrs. Arya Surendran (DIN: 10625534)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Non Executive Independent Director
3	Date of appointment/ cessation and term of appointment	Appointment of Mrs. Arya Surendran is effective from 25.07.2024
4	Brief Profile (in case of appointment)	Practicing law professional having experience in Corporate governance, compliance and legal advisory which would prove beneficial to the Company.
5	Disclosure of Relationships between Directors (in case of appointment of Director)	Not related to any Director(s) of the Company
6.	Shareholding in the Company	Nil

Annexure-4

Appointment of Mrs. Neethu Subramoniyam (DIN: 08788544) as Additional Director in the category of Non Executive Independent Director.

Sl. No	Particulars	Details
1	Name	Mrs. Neethu Subramoniyam (DIN: 08788544)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Non Executive Independent Director
3	Date of appointment/ cessation and term of appointment	Appointment of Mrs. Neethu Subramoniyam is effective from 25.07.2024
4	Brief Profile (in case of appointment)	Qualified Company Secretary and having experience in Corporate governance, compliance and Statutory matters which would prove beneficial to the Company.
5	Disclosure of Relationships between Directors (in case of appointment of Director)	Not related to any Director(s) of the Company
6.	Shareholding in the Company	Nil



Annexure-5

Appointment of Mrs. Hemalatha. G (DIN:10705286) as Additional Director in the category of Non Executive Independent Director.

Sl. No	Particulars	Details
1	Name	Mrs. Hemalatha. G (DIN:10705286)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Non Executive Independent Director
3	Date of appointment/ cessation and term of appointment	Appointment of Mrs. Hemalatha. G is effective from 25.07.2024
4	Brief Profile (in case of appointment)	Qualified Company Secretary and having experience in Corporate governance, compliance and Statutory matters which would prove beneficial to the Company.
5	Disclosure of Relationships between Directors (in case of appointment of Director)	Not related to any Director(s) of the Company
6.	Shareholding in the Company	Nil

Annexure-6

Resignation of Mrs. Sruti Jindal (DIN: 03363435) from the office of Independent Director

Sl. No	Particulars	Details
1	Name	Mrs. Sruti Jindal (DIN: 03363435)
2	Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation of Mrs. Sruti Jindal from the office of Independent Director due to personal commitments and unavoidable circumstances.
3	Date of appointment/ cessation and term of appointment	Resignation of Mrs. Sruti Jindal is effective from 25.07.2024
4	Brief Profile (in case of appointment)	NA
5	Disclosure of Relationships between Directors (in case of appointment of Director)	NA
Additional Information in case of resignation of an Independent Director		
6	Letter of Resignation along with detailed reason for resignation	Enclosed herewith



7	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Listed Entity: Nil Unlisted Public Entity : 1. Pranaa Plastics Limited (Director) 2. Grndmastermold Limited(Director)
8	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Mrs. Sruti Jindal has confirmed that there are no material reasons for his resignation other than those mentioned in the resignation letter.

Thanking you,

Yours faithfully,
For Prima Industries Limited

Malavika S Kumar
Company Secretary and Compliance Officer

PRIMA INDUSTRIES LIMITED

CIN:L15142KL1994PLC008368

Registered Office: Door No. V-679/C, Industrial Development Area, Muppathadam, Edayar, Cochin-683 110

Statement of Unaudited Standalone Financial Results for the Quarter ended 30th June, 2024 prepared in compliance with the Indian Accounting Standards (Ind-AS)

Security Code- 531246		(Figures in Millions)			
		STANDALONE			
SL No.	Particulars	Quarter Ended			Year Ended
		30th June, 2024	31st March, 2024	30th June, 2023	31st March, 2024
Type		Unaudited	Audited	Unaudited	Audited
Months		3	3	3	12
1	Revenue from operation	16.08	13.20	23.09	79.37
2	Investment Income	0.00	0.00	0.00	0.00
3	Other Income	0.14	17.90	0.12	18.08
4	Total Income (1+2+3)	16.22	31.10	23.21	97.45
5	Expense				
(i)	Cost of Materials Consumed	0.00	1.18	0.00	1.18
(ii)	Purchase of Stock in Trade	0.00	0.00	0.00	0.00
(iii)	Changes in Inventories of F G, WIP and Stock in Trade	-0.7	0.80	2.31	0.08
(iv)	Employee benefits expense	3.29	6.60	3.52	18.37
(v)	Cost of Power & Fuel	6.71	-10.80	8.47	13.34
(vi)	Finance Costs	0.00	0.27	0.00	0.27
(vii)	Depreciation and amortisation expense	1.60	-0.12	2.10	6.18
(viii)	Administration and other expenses	6.65	24.80	3.09	45.63
6	Total expenses (5(i) to 5(viii))	17.55	22.73	19.49	85.05
7	Profit before exceptional items and tax (4-6)	-1.33	8.37	3.72	12.40
8	Exceptional items (net)	0.00	0.00	0.00	0.00
9	Profit before tax (7+8)	-1.33	8.37	3.72	12.40
10	Tax expense	0.00	5.30	1.03	7.85
11	Profit for the quarter/year (9-10)	-1.33	3.07	2.69	4.55
12	Other comprehensive income (net of taxes)	0.00	11.97	0.00	11.97
13	Total comprehensive income for the quarter/year (11+12)	-1.33	15.04	2.69	16.52
14	Paid up equity share capital (No. of Shares) (Face value per share Rs.10 each)	10.79	10.79	10.79	10.79
15	Other Equity	0.00	0.00	0.00	0.00
16	Earnings per equity share (face value per share Rs10/ each)	0.00	0.00	0.00	0.00
(i)	Basic and diluted before exceptional items and tax (Rs.) (refer note below)	-0.12	0.28	0.25	0.42
(ii)	Basic and diluted after exceptional item and tax (Rs.) (refer note below)	-0.12	0.28	0.25	0.42

Notes

1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 25-7-2024

2.The above results have been prepared in accordance with the principles and procedures of Ind-AS as notified under the Companies (Indian Accounting Standards)Rules, 2015 as specified under section 133 of the Companies Act, 2013

3.The above is an extract of the detailed format of Financial Results filed with the Stock Exchange under Regulation 33 of the Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the financial results are available on the stock exchange website (www.bseindia.com) and Company's web site (www.primaindustries.in)

4.The Company does not have exceptional and extraordinary item to report for the above period.

5.Previous Quarter/Year figures have been regrouped/ reclassified and rearranged where ever necessary to correspond with the current quarter's/ year,s classification/disclosure.

6. EPS is calculated before providing preference dividend.



For Prima Industries Limited

A handwritten signature in black ink, appearing to be "S.K. Gupta", written over a horizontal line.

S.K.Gupta
Chairman & Manging Director
DIN:00248760

Ernakulam
25-07-2024

LIMITED REVIEW REPORT

We have reviewed the accompanying statement of unaudited standalone financial results of **M/s. Prima Industries Limited**, Prima House, V/679-C, Industrial Development Area, Muppathadam Post, Edayar, Cochin - 683110, Ernakulam District, Kerala, for the period ended 30th June, 2024. 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.

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 financial statements are free of material mis-statement. 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.

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 Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material mis-statement.

DATE : 25/07/2024
UDIN : 24202134BJZYIX8753

For. G. Joseph & Associates
Chartered Accountants
Firm Regn. No.006310S



P. RAJAGOPAL
Partner
M. No.202134

PRIMA INDUSTRIES LIMITED

CIN:L15142KL1994PLC008368

Registered Office: Door No. V-679/C, Industrial Development Area, Muppathadam, Edayar, Cochin-683 110

Statement of Unaudited Consolidated Financial Results for the Quarter ended 30th June, 2024 prepared in compliance with the Indian Accounting Standards (Ind-AS)

Security Code- 531246		(Figures in Millions)			
		CONSOLIDATED			
SL No.	Particulars	Quarter Ended			Year Ended
		30th June, 2024	31st March, 2024	30th June, 2023	31st March, 2024
	Type	Unaudited	Audited	Unaudited	Audited
	Months	3	3	3	12
1	Revenue from operation	16.08	13.20	23.09	79.37
2	Investment Income	0.00	0.00	0.00	0.00
3	Other Income	0.14	17.90	0.12	18.08
4	Total Income (1+2+3)	16.22	31.10	23.21	97.45
5	Expense				
(i)	Cost of Materials Consumed	0.00	1.18	0.00	1.18
(ii)	Purchase of Stock in Trade	0.00	0.00	0.00	0.00
(iii)	Changes in Inventories of F G, WIP and Stock in Trade	-0.7	0.80	2.31	0.08
(iv)	Employee benefits expense	3.29	6.60	3.52	18.37
(v)	Cost of Power & Fuel	6.71	-10.80	8.47	13.34
(vi)	Finance Costs	0.00	0.27	0.00	0.27
(vii)	Depreciation and amortisation expense	1.60	-0.12	2.10	6.18
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6	Total expenses (5(i) to 5(viii))	17.55	22.73	19.49	85.05
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(i)	Basic and diluted before exceptional items and tax (Rs.) (refer note below)	-0.12	0.28	0.25	0.42
(ii)	Basic and diluted after exceptional item and tax (Rs.) (refer note below)	-0.12	0.28	0.25	0.42

Notes

1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors at their respective meetings held on 25-7-2024

2.The above results have been prepared in accordance with the principles and procedures of Ind-AS as notified under the Companies (Indian Accounting Standards)Rules, 2015 as specified under section 133 of the Companies Act, 2013

3.The above is an extract of the detailed format of Financial Results filed with the Stock Exchange under Regulation 33 of the Securities Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the financial results are available on the stock exchange website (www.bseindia.com) and Company's web site (www.primaindustries.in)

4.The Company does not have exceptional and extraordinary item to report for the above period.

5.Previous Quarter/Year figures have been regrouped/ reclassified and rearranged where ever necessary to correspond with the current quarter's/ year,s classification/disclosure.

6. EPS is calculated before providing preference dividend.



For Prima Industries Limited

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S.K.Gupta

Chairman & Manging Director

DIN:00248760

Ernakulam
25-07-2024

LIMITED REVIEW REPORT

We have reviewed the accompanying statement of unaudited consolidated financial results of M/s. Prima Industries Limited, Prima House, V/679-C, Industrial Development Area, Muppathadam Post, Edayar, Cochin - 683110, Ernakulam District, Kerala, for the period ended 30th June, 2024. 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.

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 financial statements are free of material mis-statement. 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.

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 Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material mis-statement.

DATE : 25/07/2024
UDIN : 24202134BJZYIW4862

For. G. Joseph & Associates
Chartered Accountants
Firm Regn. No.006310S



P. RAJAGOPAL
Partner
M. No.202134

13th July, 2024

To

The Board of Directors
Prima Industries Limited
Door No.V/679-C
I.D.A, Muppathadam .P.O.
Edayar, Cochin – 683 110

Dear Sir/Madam,

Sub: Resignation from the Directorship of the Company

Due to certain unavoidable circumstances I am unable to continue as a Director of Prima Industries Limited. Hence kindly treat this as my resignation from the Board of Prima Industries Limited with effect from 25th July, 2024.

I request the Board to take my letter of resignation on record and to do all such acts, deeds and things as required under the provisions of the Companies Act, 2013 and Articles of Association of the Company immediately.

Thanking you,

Yours sincerely,


Sruti Jindal
Independent Director
DIN: 03363435

13th July, 2024

To

The Board of Directors
Prima Industries Limited
Door No.V/679-C
I.D.A, Muppathadam .P.O.
Edayar, Cochin - 683 110
Dear Sir/Madam,

Sub: Declaration from the Resigning Independent Director of the Company

Pursuant to my resignation, I hereby confirm that there are no material reasons for my resignation other than those mentioned in my resignation letter dated 13th July 2024.

I hereby further declare that, I don't hold any Directorship or committee membership in any other listed entity as on the date of my resignation becoming effective.

I further inform the Board and the Committees that, I step down as member of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

I take this opportunity to thank the Board and other committee members for the support extended to me during my tenure as an Independent Director.

Thanking you,

Yours sincerely,



Sruti Jindal
Independent Director
DIN: 03363435