



FRASER AND COMPANY LIMITED

CIN : L51100MH1917PLC272418



Address : Office : Shop No.75, EMP 75, Evershine Helios, Next to Evershine Crown, Thakur Village, Kandivali (E), Mumbai - 400101,
Mobile : +91 9324089432 / 9833107975 Email : fraseracp@gmail.com

Monday, 13th Day of February, 2023

**Bombay Stock Exchange Limited
Floor I, Rotunda Building, Dalal Street,
Mumbai 01**

Scrip Code- 539032

**The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata- 700 001**

Scrip Code — 016052

Dear Sir/Madam,

Sub: Outcome of Board Meeting held on 13th February, 2023 pursuant to Regulation 30 of the SEBI (Listing Obligation Disclosure Requirements) Regulations, 2015.

This is to inform you that the Board of Directors of the company at its meeting held today i.e. 13.02.2023 has inter-alia approved the Unaudited Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2022 along with the following businesses:

1. Approved the Un-Audited Standalone Financial Results for the Quarter Ended December 31st, 2022 along with the Limited Review Report of the Statutory Auditor.
Pursuant to Regulation 30 and 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 ('Listing Regulations'), we are enclosing herewith the following:
 1. Unaudited Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2022; **and**
 2. Limited Review Report issued by statutory Auditor of the company on Unaudited Standalone Financial Results of the Company for the quarter and nine months ended December 31, 2022. **Annexure -A.**
2. Approved the Alteration of Object Clause of the Memorandum of Association of the Company.
The New Object clause is enclosed as **Annexure -B.**

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3. Approved the reconstitution of Audit Committee, with immediate effect:

Sr. No.	Name of the Director	Designation
1	Mr. Durgaprasad Dattaram Prabhu	Non-Executive Independent Director (Chairman)
2	Mr. Vinod Gopaldas Gulrajani	Non-Executive Independent Director
3	Mr. Kaustubh Ravindra Shetye	Executive Director

4. Approved the reconstitution of Nomination and Remuneration Committee, with immediate effect:

Sr. No.	Name of the Director	Designation
1	Mr. Vinod Gopaldas Gulrajani	Non-Executive Independent Director (Chairman)
2	Mr. Durgaprasad Dattaram Prabhu	Non-Executive Independent Director
3	Mr. Raj Kumar Rajpurohit	Non-Executive Independent Director

5. Approved the reconstitution of Stakeholder Relationship Committee, with immediate effect:

Sr. No.	Name of the Director	Designation
1	Mr. Durgaprasad Dattaram Prabhu	Non-Executive Independent Director (Chairman)
2	Mr. Omkar Rajkumar Shivhare	Executive Director
3	Mr. Kaustubh Ravindra Shetye	Executive Director

6. Approved the reconstitution of Internal Complaints Committee (ICC), with immediate effect:

Sr. No.	Name of the Member	Designation
1	Mrs. Yogeeta Rajkumar Shivhare	Chairperson and Presiding Officer
2	Mr. Omkar Rajkumar Shivhare	Internal Member
3	Ms. Neha Bisht	Internal Member



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7. The appointment of Mr. Kaustubh Ravindra Shetye (DIN: 08545901), as the Managing Director of the Company with effect from February 13th, 2023 on the Board of the Company to hold office till the conclusion of the next Annual General Meeting and subject to the approval of the members in the ensuing General Meeting. The brief profile is enclosed as **Annexure - C.**

Mr. Kaustubh Ravindra Shetye is not related to any of the Directors or Key Managerial Personnel or Promoters of the Company.

8. Approved the Appointment of M/s. AAS & Associates, Company Secretaries as the Scrutinizers for Scrutinizing the e-Voting process.

Kindly take the same on record and acknowledge,

Thanking you,

Yours sincerely,

FOR FRASER AND COMPANY LIMITED

OMKAR

RAJKUMAR

SHIVHARE

Digitally signed by OMKAR
RAJKUMAR SHIVHARE
DN: cn=RAJKUMAR SHIVHARE,
post@Code=000101,
serialNumber=6377960F115BA3,
c=IN, o=FRASER AND COMPANY LIMITED,
ou=OMKAR RAJKUMAR SHIVHARE,
email=08374673@fraseracp.com

Mr. Omkar Rajkumar Shivhare
Whole Time Director
DIN: 08374673



FRASER AND COMPANY LIMITED



Regd. Office: Shop No.75, Bldg No.75, B Wing, Evershine Helio Chs Ltd, Emp, Thakur Village, Kandivali (E) Mumbai 400101

CIN :- L51100MH1917PLC272418

Tel: 022-26686735, Email: fraseracp@gmail.com, Website: www.fraserindia.co.in

Statement of Unaudited Financial Results for the Quarter and Half year ended 31st December, 2022

Published pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

PART-I		Rs. In Million (Except per share data)					
Sr. No.	Particulars	QUARTER ENDED			NINE MONTHS ENDED		YEAR ENDED
		31.12.2022 (Unaudited)	30.09.2022 (Unaudited)	31.12.2021 (Unaudited)	31.12.2022 (Unaudited)	31.12.2021 (Unaudited)	31.03.2022 (Audited)
1	Income from Operations						
	Gross Value of Sales	2.83	43.15	102.95	151.05	479.38	577.59
	Less : GST Recovered	0.40	6.73	15.14	22.98	71.81	86.51
	(a) Net Sales/ Income from Operations	2.43	36.42	87.81	128.06	407.57	491.08
	(b) Other Income	-	0.02	-	0.02	0.07	0.82
	Total Income from Operations (a+b)	2.43	36.44	87.81	128.08	407.64	491.90
2	Expenses						
	(a) Purchase of Stock-in-Trade	1.88	32.56	78.51	114.14	366.56	439.76
	(b) Changes in inventories of finished goods, and work-in-progress and stock in trade	0.21	(0.07)	0.15	0.28	1.15	1.01
	(c) Employee Benefit Expenses	1.10	1.03	1.34	3.10	3.41	5.02
	(d) Finance Costs	0.26	0.08	0.07	0.43	0.21	0.28
	(e) Depreciation & Amortisation Expenses	0.32	0.32	0.29	0.95	0.84	1.17
	(f) Other Expenses	(0.91)	2.41	5.14	6.93	24.87	29.13
	Total Expenses	2.85	36.34	85.49	125.83	396.04	476.37
	Profit / (Loss) before Exceptional and Extra ordinary items and Tax (1-2)	(0.42)	0.11	2.32	2.26	11.60	15.53
4	Exceptional Items	-	-	-	-	-	-
5	Profit/(Loss) before Extra ordinary items and Tax (3-4)	(0.42)	0.11	2.32	2.26	11.60	15.53
6	Extra ordinary items	-	-	-	-	-	-
7	Net Profit/(Loss) from Ordinary Activities before Tax(5-6)	(0.42)	0.11	2.32	2.26	11.60	15.53
8	Tax Expenses						
	I. Current Tax	(0.09)	0.19	0.60	0.68	2.99	3.99
	II. Deferred Tax	(0.02)	(0.20)	(0.02)	(0.05)	(0.05)	(0.05)
9	Net Profit / (Loss) for the Period (7-8)	(0.31)	0.12	1.73	1.64	8.65	11.59
10	Other Comprehensive Income						
	Remeasurement of Defined Benefit Plans	-	-	-	-	-	-
	Income Tax	-	-	-	-	-	-
11	Total Comprehensive Income/(Loss) for the period (9+10)	(0.31)	0.12	1.73	1.64	8.65	11.59
12	Paid up Equity Share Capital (F. V. of Rs. 10/- Each)	81.20	81.20	81.20	81.20	81.20	81.20
13	Other Equity excluding Revaluation Reserve	-	-	-	-	-	(4.65)
14	Earnings per Share (of Rs. 10/- each) :						
	(a) Basic-Rs	(0.04)	0.01	0.21	0.20	1.07	1.43
	(b) Diluted-Rs	(0.04)	0.01	0.21	0.20	1.07	1.43

Notes :

- The Un-Audited Financial Results have been reviewed and approved by the Board of Directors in its meeting held on Monday, 13th February, 2023. The above results have been reviewed by the Statutory Auditors of the Company. The Statutory Auditors of the Company have carried out a "Limited Review" of the financial results for the Quarter ended 31st December, 2022.
- The entire operation of the Company relate to only one segment viz. supply of construction and real estate related materials. Hence, as per the Management approach under Ind AS - 108, the company has a single operating segment.
- Figures for the Previous period / quarter have been rearranged/ re-grouped wherever necessary, to confirm with the figures for the current year/ quarter.

FOR FRASER AND COMPANY LIMITED

OMKAR RAJKUMAR SHIVHARE
(Whole Time Director)
DIN:- 08374673



Place: Mumbai
Date : 13th February, 2023



Independent Auditor's Limited Review Report on Standalone Unaudited Quarterly Financial Results and Year to Date 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
Fraser and Company Limited,
Mumbai

1. We have reviewed the unaudited financial results of **FRASER AND COMPANY LIMITED**(the 'Company') for the quarter ended December 31, 2022 (the 'Statement') attached herewith being submitted by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016 which has been initiated by us for identification purposes.
2. The preparation of the Statement 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 and Rule 3 of Companies (Indian Accounting Standards) Rules 2015 read with SEBI Circular No.CIR/CFD/FAC/621 2016 dated July 5, 2016 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.
3. We conducted our review of the Statement 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 Statement is 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.
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 aforesaid Accounting Standards and other accounting principles generally accepted in India has not disclosed the information required to be disclosed in terms of Regulation 33



SHWETA JAIN & CO.

CHARTERED ACCOUNTANTS

of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular No.CIR/CFD/FAC/62/2016 dated July 5, 2016 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Shweta Jain & Co
Chartered Accountants
FRN – 127673W

Priyanka



(Partner)
MRN - 416197
UDIN - 23416197BGWGCO4565
Date: 13.02.2023
Place: Thane

**Annexure -B**

Altering the Main Object Clause of the Company by replacing existing clause III (A) by the following Clause III (A):

- 1. To carry on the business as promoters, developers, engineers, contractors and builders of and to purchase, sell, resell, give or take on lease or rent, land, lay out, develop, redevelop, construct, build, erect, demolish, re-erect, alter, repair, remodel commercial, industrial and residential houses or buildings of every type, housing societies, flat schemes, apartments, town ships, commercial buildings, offices, factories, warehouses, shops, godowns, farm houses, markets, malls, schools, colleges, educational institution, hotels, resorts, motels, theatres, hospitals, recreation centers, special economic zones and to undertake all type of contracts entailing Build Operate Transfer (BOT) or Build Operate Lease Transfer (BOLT) of roadways, national highways, bridges, flyovers, sewers, canals, docks, wells, springs, dams, racecourses, watercourses, reclamation, water parks, irrigation scheme, entertainment complex, industrial complex, business parks, business corridors, harbors, power plants, reservoirs, embankments, mining and excavation for mining in any land or place or otherwise on ownership/lease/rent and minerals, excavation and/or of construction, and structural or architectural work of any nature whatsoever in India or abroad and for that purpose to acquire, purchase land, assets, liabilities, shares of any company, firm or corporation engaged into the same business and also to acquire, develop and or redevelop lands, buildings and other properties.***
- 2. To do business of builders constructors and engineers, contractors, decorators, designers, planners, building experts and advisers, dealers in various kinds of stones, bricks, cement lime, sand, timbers, iron, and other building materials, paints and varnishes of all types and to employ engineers, machines, masons, carpenters, scaffold setters, painters, electricians and other technicians as may be found necessary in the efficient handling and carrying on the business of the Company and to deal in all sorts of building materials, including but not limited to marble, mosaic floor tiles, concrete hume-pipes, precast, concrete, hollow, bricks, stonequarry, aggregate metals of all sizes, pre-cast material suitable for buildings, bridges, roads.***

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Annexure -C**Appointment of Mr. Kaustubh Ravindra Shetye as Managing Director**

Sr. No.	Particular	Details
A.	Name	Mr. Kaustubh Ravindra Shetye
B.	Reason Viz. Appointment, resignation, removal, death or otherwise	Mr. Kaustubh Ravindra Shetye has been appointed as Managing Director of the company.
C.	Date of Appointment	13.02.2023
D.	Term of appointment	The terms of appointment of Managing Director is as approved by the Board in their meeting held on 13.02.2023. Mr. Kaustubh Ravindra Shetye has been appointed as an Managing Director of the company to hold the office till the date of ensuing Annual General Meeting of the company.
E.	Brief Profile	Mr. Kaustubh Ravindra Shetye is possessing requisite qualification and skills for the said post. He has rich and varied Business Experience of 10 years.
F.	Number of shares held	46473 Shares
G.	Disclosure of relationship between the directors (in case of appointment of directors)	Mr. Kaustubh Ravindra Shetye is a related party to Mr. Omkar Rajkumar Shivhare