

PRIYA LIMITED



Regd. Office : 4th Floor, Kimatrai Building, 77/79, Maharshi Karve Marg, Marine Lines (East), Mumbai-400 002. India
Tel.: +91-22-4220 3100 • Fax: +91-22-4220 3197 • E-mail: priyabom@priyagroup.com • Website : <http://www.priyagroup.com>
CIN : L99999MH1986PLC040713

14th February, 2023

To,
BSE Limited.,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai 400 001.

Dear Sir,

Sub: Outcome of Board Meeting held on 14th February, 2023.

Pursuant to Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed herewith a copy of the Un-Audited Financial Results accompanied with 'Limited Review Report' received from M/s. Kanu Doshi Associates LLP, Chartered Accountants, Statutory Auditors of the Company for the quarter and nine months ended 31st December, 2022, which were considered, approved and taken on record by the Board of Directors at its meeting held on today i.e. 14th February, 2023.

The meeting commenced at 11.30 a.m. and concluded at 12.55 p.m.

Kindly take the above information on your record and acknowledge receipt of the same.

Thanking you,
Yours Faithfully

For PRIYA LIMITED

Aditya Bhuwania
Whole-time Director
DIN: 00018911



CC:

To,
Calcutta Stock Exchange
7, Lyons Range,
Kolkata, 700 001.



UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2022

(Rs.in lakhs except EPS)

Sr No	Particulars	Quarter Ended			Nine Months Ended		Year Ended
		(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
		31/12/2022	30/09/2022	31/12/2021	31/12/2022	31/12/2021	31/03/2022
1	Income						
	(a) Revenue from Operations	0.00	0.00	0.00	0.00	0.00	0.00
	(b) Other Income	10.51	10.52	10.52	31.55	31.56	42.08
	Total Income from operations	10.51	10.52	10.52	31.55	31.56	42.08
2	Expenses:						
	(a) Purchase of Stock-in-trade	0.00	0.00	0.00	0.00	0.00	0.00
	(b) Changes in Inventory of Stock-in-trade	0.00	0.00	0.00	0.00	0.99	0.99
	(c) Employee Benefits Expenses	2.61	10.55	13.34	24.39	40.21	37.95
	(d) Finance Costs	90.00	89.99	90.00	269.01	269.01	357.05
	(e) Depreciation and Amortisation expense	1.66	1.67	1.87	4.98	6.18	7.94
	(f) Other expenses	12.26	11.06	10.66	34.37	33.39	42.85
	Total Expenses	106.53	113.27	115.87	332.75	349.78	446.78
3	Profit / (Loss) from ordinary activities before Exceptional items (1-2)	-96.02	-102.75	-105.35	-301.20	-318.22	-404.70
4	Exceptional Items	0.00	0.00	0.00	0.00	0.00	0.00
5	Profit / (Loss) before tax (3 +/- 4)	-96.02	-102.75	-105.35	-301.20	-318.22	-404.70
6	Tax Expense						
	- Current tax	0.00	0.00	0.00	0.00	0.00	0.00
	- Deferred tax	0.00	0.00	0.00	0.00	0.00	0.00
	Total Tax Expenses	0.00	0.00	0.00	0.00	0.00	0.00
7	Profit / (Loss) for the period (5 +/- 6)	-96.02	-102.75	-105.35	-301.20	-318.22	-404.70
8	Other Comprehensive Income, net of income tax						
	A. (i) Items that will be reclassified to Profit or Loss	0.00	0.00	0.00	0.00	0.00	0.00
	(ii) Income tax relating to items that will be reclassified to profit or loss	0.00	0.00	0.00	0.00	0.00	0.00
	B. (i) Items that will not be reclassified to Profit or Loss	-12.98	-6.82	64.03	-33.63	88.69	-33.03
	(ii) Income tax relating to items that will not be reclassified to profit or loss	0.00	0.00	0.00	0.00	0.00	0.00
	Total Other Comprehensive Income, net of income tax	-12.98	-6.82	64.03	-33.63	88.69	-33.03
9	Total Comprehensive Income for the period (8 +/- 7)	-109.00	-109.57	-41.32	-334.83	-229.53	-437.73
10	Paid-up equity share capital (face value of Rs 10/- per share)	300.23	300.23	300.23	300.23	300.23	300.23
11	Other Equity	0.00	0.00	0.00	0.00	0.00	-4006.69
12	Earning per share (EPS) (of Rs 10/- each) (not annualised)						
	Basic/ Diluted EPS	-3.20	-3.42	-3.51	-10.03	-10.60	-13.48

Notes:

- The above unaudited financial results of the Company for the quarter ended December 31, 2022 have been reviewed by the Audit committee of the Board and approved by the Board of Directors at its meeting held on 14.02.2023
- The promoter has pledged 2,00,500 equity shares of the company with Indian Bank as collateral Security against the credit facilities availed by the Company.
- The Company had received in October 2018 a notice under Section 13(2) of Securitization and Reconstruction of Financial assets and Enforcement of Security Interest Act, 2002 (the Act) from Indian Bank, Bank of Maharashtra and Union Bank of India, which had provided funds towards working capital requirements, informing that the Company's accounts have become NPA. In the previous years, the Company had also received a notice under Section 13(4) of the Act on failure to repay recalled amount for symbolic attachment of properties. Currently the Company has stopped all its business activities due to blockage of bank accounts and as at period ended 31st December 2022 total liabilities exceeds total assets by Rs. 4,041.29 Lakhs. During the FY 2020-21, the Company has also closed down all its branches except Mumbai branch, has written off/ sold fixed assets located at such branches and has also laid off maximum employees across all branches since the business operations are minimum. As informed by the Management of the Company, the company had approached a consortium of three banks for one-time settlement in the previous years out of which one bank had communicated its acceptance for one-time settlement during the preceeding year, however due to differences identified by the company in the sanction terms and conditions mentioned in the OTS letter, the company had requested for revised terms and conditions. Thus, the bank has cancelled the OTS sanction as on date. The company is awaiting revised OTS letter. Further, the Company has also received summons from Debts Recovery Tribunal (DRT) Mumbai applied by one of the lender banks. During the quarter, as a result of non payment and despite of demand notices, the Authorised officer took physical possession of the properties situated in Chennai and Kolkata, out of which Chennai property was sold in e-auction on 29th December, 2022. However, in the absence of information available in relation to the auction amount, the accounting adjustment between borrowing and the asset sold is pending as at 31st December, 2022. Further, the company has also received a notice dated 13th January, 2023 for auction sale of Mumbai properties which will be conducted on 07th February 2023 by e-auction mode.
- During the quarter, there was a casual vacancy of Chief Financial Officer w.e.f. 30th November, 2022. The Company is in process of appointing new Chief Financial Officer
- As the Company's business activity falls within a single Primary segment viz. : "Trading of Electronics- Computer peripherals and systems" the disclosure requirement of Indian Accounting Standard (IND AS-108) " Segment Reporting" is not applicable.
- Corresponding figures of the previous quarter/year have been regrouped, recasted and reclassified to conform to the current year presentations.



On behalf of the Board of Directors

Aditya Bhuwania

Aditya Bhuwania
 Whole Time Director
 DIN No. 00018911

Place: Mumbai
 Date: 14th February, 2023

UNAUDITED FINANCIAL RESULTS FOR THE QUARTER AND NINE MONTHS ENDED 31ST DECEMBER, 2022

(Rs.in lakhs except EPS)

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	Total Tax Expenses	0.00	0.00	0.00	0.00	0.00	0.00
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9	Total Comprehensive Income for the period (8 +/- 7)	-109.00	-109.57	-41.32	-334.83	-229.53	-437.73
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12	Earning per share (EPS) (of Rs 10/- each) (not annualised)						
	Basic/ Diluted EPS	-3.20	-3.42	-3.51	-10.03	-10.60	-13.48

Notes:

- The above unaudited financial results of the Company for the quarter ended December 31, 2022 have been reviewed by the Audit committee of the Board and approved by the Board of Directors at its meeting held on 14.02.2023
- The promoter has pledged 2,00,500 equity shares of the company with Indian Bank as collateral Security against the credit facilities availed by the Company.
- The Company had received in October 2018 a notice under Section 13(2) of Securitization and Reconstruction of Financial assets and Enforcement of Security Interest Act, 2002 (the Act) from Indian Bank, Bank of Maharashtra and Union Bank of India, which had provided funds towards working capital requirements, informing that the Company's accounts have become NPA. In the previous years, the Company had also received a notice under Section 13(4) of the Act on failure to repay recalled amount for symbolic attachment of properties. Currently the Company has stopped all its business activities due to blockage of bank accounts and as at period ended 31st December 2022 total liabilities exceeds total assets by Rs. 4,041.29 Lakhs. During the FY 2020-21, the Company has also closed down all its branches except Mumbai branch, has written off/ sold fixed assets located at such branches and has also laid off maximum employees across all branches since the business operations are minimum. As informed by the Management of the Company, the company had approached a consortium of three banks for one-time settlement in the previous years out of which one bank had communicated its acceptance for one-time settlement during the preceeding year, however due to differences identified by the company in the sanction terms and conditions mentioned in the OTS letter, the company had requested for revised terms and conditions. Thus, the bank has cancelled the OTS sanction as on date. The company is awaiting revised OTS letter. Further, the Company has also received summons from Debts Recovery Tribunal (DRT) Mumbai applied by one of the lender banks.
During the quarter, as a result of non payment and despite of demand notices, the Authorised officer took physical possession of the properties situated in Chennai and Kolkata, out of which Chennai property was sold in e-auction on 29th December, 2022. However, in the absence of information available in relation to the auction amount, the accounting adjustment between borrowing and the asset sold is pending as at 31st December, 2022. Further, the company has also received a notice dated 13th January, 2023 for auction sale of Mumbai properties which will be conducted on 07th February 2023 by e-auction mode.
- During the quarter, there was a casual vacancy of Chief Financial Officer w.e.f. 30th November, 2022. The Company is in process of appointing new Chief Financial Officer
- As the Company's business activity falls within a single Primary segment viz. : "Trading of Electronics- Computer peripherals and systems" the disclosure requirement of Indian Accounting Standard (IND AS-108) " Segment Reporting" is not applicable.
- Corresponding figures of the previous quarter/year have been regrouped, recasted and reclassified to conform to the current year presentations.

On behalf of the Board of Directors



Aditya Bhuwania
Whole Time Director
DIN No. 00018911

Place: Mumbai
Date: 14th February, 2023



Independent Auditor's Review Report on Unaudited Quarterly 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 Priya Limited ("Company")

1. We have reviewed the accompanying statement of unaudited financial results of **PRIYA LIMITED ("Company")** for the quarter and nine months ended on December 31, 2022 being submitted by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), including relevant circulars issued by SEBI from time to time.
2. The statement is the responsibility of the Company's management and has been approved by Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review of the Statement, which has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind As 34"), specified under Section 133 of the Companies Act, 2013, SEBI Circular CIR/CFD/PAC/62/2016 dated 5 July 2016 (hereinafter referred to as 'the SEBI Circular'), and other accounting principles generally accepted in India.
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 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 an analytical procedure 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.
4. Basis for Qualified Conclusion:
 1. We draw your attention to note no. 3 of Financial Results regarding the Company's account being declared as Non-Performing Asset (NPA) and received a notice under Section 13(4) of Securitization and Reconstruction of Financial assets and Enforcement of Security Interest Act, 2002 ('the Act') for symbolic attachment of properties. The Company has incurred net losses in the current period as well as in the past year. The Company has accumulated losses which exceeds its net worth at the balance sheet date resulting in negative net worth and due to blockage of bank accounts, revenue from operation in the current quarter is nil. During the FY 2020-21, the Company had also closed down all its branches except Mumbai branch, had written off/ sold fixed assets located at such branches and had also laid off maximum employees across all branches since the business operations are nil. Further, the Company has also received summons from Debts Recovery Tribunal (DRT) Mumbai applied by one of the lender banks.

As informed by the Management of the Company, during the quarter, as a result of nonpayment and despite of demand notices, the Authorised Officer took physical possession of the properties situated in Chennai and Kolkata, out of which Chennai

property was sold in e-auction on 29th December, 2022. However, in the absence of information available in relation to the auction amount, the accounting adjustment between borrowing and the asset sold is pending as at 31st December, 2022. we are unable to comment on the impact of the same on the Loss / net worth of the Company.

Further, the company had also received a notice dated 13th January, 2023 for second attempt of auction sale of Mumbai properties which was held on 07th February 2023 by e-auction mode, however no bidder found on the said date.

2. The Company had made aggregate provision of Rs. 3,271.77 lakhs for doubtful debts (expected credit loss) as at December 31, 2022 relating to export sales. The Management has not approached RBI for approval of writing off the said amount from books of accounts. In the absence of any information regarding penal consequences, we are unable to comment on the impact of the same on the Loss / net worth of the Company.

Based on the facts mentioned in point no. 4.1 and 4.2 and in the absence of the information regarding future business plan of the Company, we are unable to comment on the going concern of the Company.

5. Based on our review conducted as above, except for the possible effects of the matter described in the Basis for Qualified Conclusion para 4 as above and read together with matter described in para 6 below, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable Indian Accounting Standards (Ind AS) and other recognized 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 misstatement.
6. Emphasis of Matter:
 - a. The Company has provided interest amounting to Rs. 90.00 lakhs and Rs. 269.01 lakhs on NPA accounts for the quarter and nine months respectively ended on December 31, 2022. The total interest outstanding as at December 31, 2022 is Rs. 1603.65 lacs. However, in the absence of Bank statements in respect of these NPA accounts and confirmation from bank regarding rate of penal interest, we are unable to comment upon the booking of provision of such interest and closing account balances. Our opinion is not modified in respect of this matter.
 - b. As at December 31, 2022, the Company has rent income receivable amounting to Rs. 83.27 lakhs from its group company. The said rent has not been received from FY 2021-22. The company has been booking the rent income in compliance with the rental agreement. We are given to understand that the management is confident of receiving this outstanding from the company in the near future. Hence, no provision for the amount of rent receivable has been considered necessary by the management.

- c. As at December 31, 2022, the Company has Advance tax refund receivable amounting to Rs.24.79 Lakhs pertaining to five assessment years. As per Income tax records the same has been refunded to the company. In the absence of Bank statements in respect of NPA accounts, the Company is unable to record the amount of refunds actually received. Therefore, we are unable to comment upon the closing balances of advance taxes and loans appearing in the books of accounts.
- d. Due to unavailability of funds, the Company is unable to pay gratuity (statutory liability) amounting to Rs. 1.80 lakhs to the employees which is outstanding as at December 31, 2022

For Kanu Doshi Associates LLP
Chartered Accountants
Firm Registration No: 104746W/W100096

KUNAL
SUMANTBHAI
I VAKHARIA

Kunal Vakharia
Partner
Membership No.: 148916
UDIN: 23148916BGUSWY6719

Place: Mumbai
Date: 14th February, 2023

