

Independent Auditor's Review Report on Unaudited Consolidated Financial Results of Prime Securities Limited for the Quarter ended June 30, 2025 Pursuant to the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**TO THE BOARD OF DIRECTORS OF
Prime Securities Limited**

Introduction

We have reviewed the accompanying statement of unaudited Consolidated financial results of Prime Securities Limited ("the Company") for the quarter ended June 30, 2025 ("the statement"), being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

This statement, which is the responsibility of the Company's Management and approved by the Board of Directors, 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"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial results based on our review.

Scope of the 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 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.

Conclusion

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement prepared in accordance with applicable accounting standards 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 or that it has not been prepared in accordance with the relevant prudential norms issued by the Reserve Bank of India in respect of income recognition, asset classification, provisioning and other related matters.



Emphasis of matters

We draw attention to Note 5 to the statement that explains the reasons for the holding company not making the additional provision in view of the reasons mentioned in the aforesaid note.

The Component auditor of wholly owned subsidiary PRIME RESEARCH AND ADVISORY LIMITED had given following EOM in its review report for June 30, 2025.

"We draw attention to Note 4 of the accompanying financial results, which describes the recognition of revenue amounting to Rs. 2,795 lakhs by the Company during the quarter, invoking a non-circumvention clause in an advisory contract. As stated in the note, the Company has issued a formal demand notice to the client, which remains un-responded as of the date of our report. While there exists a material uncertainty with respect to the recoverability of the revenue, the management based on legal advice and substance of the contract considers the revenue as fully recoverable.

Our conclusion is not modified in respect of this matter." (Refer note 6 to The Statement)

The Component auditor of wholly owned subsidiary PRAL MANAGEMENT CONSULTANCIES LLC had given following EOM in its review report for June 30, 2025.

"We draw attention to Note 2 of the accompanying financial results, which describes that the Company is in the initial stages of its operations, has incurred a net loss of UAE Dirhams 4,64,178 (Rs.108 lakhs) during the quarter and has accumulated losses of UAE Dirhams 2,54,178 (Rs59 lakhs) as of the quarter end. The Company's ability to continue its operations is dependent on continued financial support from its Holding Company and the successful execution of management's business plans.

Our conclusion is not modified in respect of this matter." (Refer note 7 to The Statement)

The auditor of the Associate company namely ARKNEO FINANCIAL SERVICES PRIVATE LIMITED had given following EOM in its review report for June 30, 2025.

"We draw attention to Note 2 of the accompanying financial results, which describes the basis for recognition of deferred tax assets by the Company. The recognition is based on management's projections of future taxable profits and the resulting expectation that sufficient taxable income will be available to utilize the deferred tax assets. The realization of such deferred tax assets is dependent upon the Company achieving the projected performance.

Our conclusion is not modified in respect of this matter."

Our Conclusion is not modified with respect to these emphasis of matters referred above



Other Matters

We did not review the unaudited consolidated financial results of 1 subsidiary and unaudited standalone financial results of 1 subsidiary incorporated in INDIA and 2 foreign subsidiaries included in the statement whose financial information reflects total revenues of Rs. 3,396 lakhs, total net profit after tax of Rs 1,010 lakhs, total comprehensive income of Rs 999 lakhs for the quarter ended June 30, 2025, as considered in the Statement. These interim financial results have been reviewed by the other auditors whose review reports have been furnished to us by the management, and our conclusion in so far as it relates to the amounts and disclosures included in respect of these subsidiaries including the conversions from reporting currency to the local currency for foreign currency is based solely on the review reports of such other auditors and the procedures performed by us as stated in paragraph above.

The statement includes the Group share of unaudited standalone loss after tax of Rs. 40 lakh for the quarter ended June 30, 2025, and unaudited standalone Total Comprehensive income of Rs. (40) lakh for the quarter ended June 30, 2025, with respect to 1 associate. The unaudited consolidated financial results have been reviewed by other auditor and have been approved and furnished to us by the management and our conclusion on the statement, in so far it relates to the amounts and disclosure included in respect of the Associates is based solely on the review reports of such other auditor.

Our report is not modified in respect of these other matters

For Sharp & Tannan Associates

Chartered Accountants

ICAI Firm Reg. No. 109983W

By the hands of



A handwritten signature in blue ink, appearing to read "Tirtharaj Khot".

CA Tirtharaj Khot

Partner

Membership No. (F) 037457

UDIN: 25037457BMMBHF6587

Place: Mumbai, INDIA

Date: July 22, 2025

PRIME SECURITIES LIMITED - CONSOLIDATED

Regd. Office: 1109/1110, Maker Chambers V, Nariman Point, Mumbai 400021 (CIN: L67120MH1982PLC026724)

Tel: +91-22-61842525 Fax: +91-22-24970777 Website: www.primesec.com Email: prime@primesec.com

STATEMENT OF CONSOLIDATED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2025

(Rs. in Lakhs, unless otherwise stated)

Particulars	Quarter ended			Year ended
	30-Jun-25 (Unaudited)	31-Mar-25 (Unaudited)	30-Jun-24 (Unaudited)	31-Mar-25 (Audited)
I Revenue from Operations				
Fee and commission income	3,961	1,079	2,287	7,980
II Other Income				
i) Interest income	62	82	117	405
ii) Dividend income	-	-	1	2
iii) Net gain on fair value changes				
- Realised	29	72	47	210
- Unrealised	570	-	462	301
iv) Others	69	38	-	42
Total Other Income	730	192	627	960
III Total income (I+II)	4,691	1,271	2,914	8,940
Expenses				
i) Finance cost	10	7	2	12
ii) Fee and commission expense	278	110	559	922
iii) Net loss on fair value changes				
- Unrealised	-	224	-	-
iv) Impairment on financial instruments	862	(61)	59	224
v) Employee benefit expenses	1,191	573	857	2,781
vi) Depreciation and amortisation expense	51	41	28	132
vii) Other expenses	653	308	178	767
IV Total expenses	3,045	1,202	1,683	4,838
V Profit before exceptional items and tax (III-IV)	1,646	69	1,231	4,102
VI Exceptional items (net)	-	-	368	368
VII Profit before share of profit of Non-controlling interest and tax (V)+(VI)	1,646	69	1,599	4,470
VIII Profit attributable to Non-controlling interest	(0)	3	-	3
IX Profit before tax (VII) + (VIII)	1,646	72	1,599	4,473
X Tax expenses				
- Current tax charge	518	32	334	926
- Earlier year tax charge/ (credit)	-	-	-	(1)
- Impact on deferred tax liability due to change in tax rate	-	(96)	-	(417)
- Deferred tax liability on temporary differences	40	40	55	114
XI Profit after tax (IX-X)	1,088	96	1,210	3,851
Share of Profit/ (Loss) of Associate	(40)	(16)	-	(21)
XII Profit after Tax and Share of Profit/ (Loss) of Associate	1,048	80	1,210	3,830
XIII Other comprehensive income				
a) I) Items that will not be reclassified to profit or loss				
(a) Remeasurement of defined employee benefit plans	(25)	(14)	(21)	(39)
(b) Remeasurement gain / (loss) on fair valuation of investments in equity instruments	237	985	-	1,482
II) Income tax relating to items that will not be reclassified to profit or loss	(28)	(140)	6	(205)
b) I) Items that will be reclassified to profit or loss	-	-	-	-
II) Income tax relating to items that will be reclassified to profit or loss	-	-	-	-
Other comprehensive income / (a+b)	184	831	(15)	1,238
XIV Total comprehensive income for the quarter/ year (XII+ XIII)	1,232	911	1,195	5,068
XV i) Paid-up equity share capital (face value Rs. 5 each)	1,681	1,681	1,677	1,681
ii) Other equity				18,927
XVI Earnings per equity share				
(Rs. not annualised for the quarters and year ended)				
- Basic (amount in Rs.)	3.23	0.29	3.62	11.49
- Diluted (amount in Rs.)	3.15	0.28	3.53	11.15



Consolidated Notes:

- 1 The above consolidated financial results have been prepared in accordance with the recognition and measurement principles laid down in the Companies (Indian Accounting Standard) Rules, 2015 ("Ind-AS") prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with the requirements of Regulation 33 and Regulation 52 of the Securities and Exchange Board of India ("SEBI") Listing Obligations and Disclosure Requirements ("LODR") Regulations, 2015 as amended from time to time. The consolidated financial results were reviewed by Audit Committee and approved and taken on record by the Board of Directors at its Meeting held on July 22, 2025. The results for the quarter ended June 30, 2025, have been reviewed by the statutory auditors of the Company and they have expressed an unmodified audit conclusion on these consolidated financial results. The results are available on the stock exchanges websites at www.bseindia.com / www.nseindia.com and on the website of the Company at www.primesec.com.
- 2 The consolidated financial results include the unaudited financial results of subsidiary companies as referred in note 9 and the share of profit/(loss) attributable to the extent of holding based on unaudited financials of associate i.e. Ark Neo Financial Service Private Limited.
- 3 Exceptional item for the year ended March 31, 2025 represent the net gain on sale of a residential flat during the quarter ended June 30, 2024, calculated on the basis of realisation of sale price, net of directly allocatable expenses as reduced by the cost of flat.
- 4 Pursuant to the amendment approved by the shareholders at their meeting held on June 13, 2023, to the object clause for the utilization of funds received against the issue of equity shares in November 2021 to specified investors on a preferential basis, the holding company have fully utilised in terms of the permitted objects.
- 5 The holding Company had made a provision of INR 188 lakhs up to December 31, 2024 in respect of delays in recovery of its invoices in accordance with its policy in this regard. The management has agreed to a client's request for an extended credit period as the plans arising out of the assignment have been delayed in implementation for reasons beyond the client's control. The extended credit period meant actual recovery upto Third Quarter of F.Y. 2025-2026. The holding Company has therefore decided not to make further provision of INR 150 lakhs for the receivable.
- 6 During the quarter, the subsidiary Company Prime Research and Advisory Limited ("PRAL") has recognized revenue of Rs. 2,795 lakhs towards corporate advisory services pursuant to a non-circumvention clause included in the advisory contract executed with a client. The revenue is recognised based on documentary evidences available with PRAL. PRAL has taken necessary steps to safeguard its claim including serving a formal demand notice to the client through its legal advisors. As of the reporting date, no formal response has been received from the client. Based on the legal advice, the substance of the arrangement, and the ongoing engagement with the client, PRAL considers the full revenue to be good and recoverable. Accordingly, no provision for doubtful receivables has been recorded.
- 7 PRAL Management Consultancies LLC ("PMCL"), in the current quarter, is set-up by Prime Securities Limited ("PSL") to set up a business unit as 100% Subsidiary. The expenses incurred for incorporation and relevant set-up costs have been funded as Equity by PSL. All costs incurred have been debited to expenses account and are funded by the equity infusion. The net worth thus is eroded, Being in the first year, and there being no external liabilities, and based on the strength of the PSL, PMCL is classified as a going concern.
- 8 The Holding Company, during the quarter ended June 30, 2025 subscribed to Optionally Convertible Debentures of INR 50 lakhs into Ark Neo Financial Services Private Limited ("Ark Neo"). The Company has acquired 41.68% equity stake in Ark Neo from the Promoters of Ark Neo in previous year.
- 9 As at June 30, 2025 the Holding Company has the following subsidiaries/ associates:
Subsidiaries:
Prime Research and Advisory Limited - Incorporated in India - Wholly-owned Subsidiary of Prime Securities Limited
Prime Trigen Wealth Limited - Incorporated in India - Wholly-owned Subsidiary of Prime Securities Limited
Prime Advisory Partners Limited - Incorporated in United Kingdom (UK) - 90.91% Subsidiary of Prime Securities Limited
PRAL Management Consultancies LLC - Incorporated in United Arab Emirates (UAE) - Wholly-owned Subsidiary of Prime Securities Limited
Stepdown Subsidiaries:
Prime Global Asset Management PTE Limited - Incorporated in Singapore- 60% Subsidiary of Prime Research & Advisory Limited
Prime Litmus Investment Management Limited - Incorporated in India - 75% Subsidiary of Prime Research & Advisory Limited
Prime Litmus Ventures LLP - Incorporated in India - 99.80% Subsidiary of Prime Research & Advisory Limited
Associates:
Ark Neo Financial Services Private Limited - Incorporated in India- 41.68% Associate of Prime Securities Limited
- 10 The Group has only one segment of business i.e. Financial Advisory and Intermediation services. There are no separate reportable segments in terms of Ind-AS 108.
- 11 The amounts reflected as "0" in the financial information are values with less than rupees one lakh.
- 12 Previous quarter / period and year ended figures have been regrouped / reclassified, wherever necessary, to confirm to the current quarter/ period presentation, the impact of such restatements / regroupings are not material to Financial Statements.



For Prime Securities Limited

N. Jayakumar

Managing Director and Group CEO

(DIN: 00046048)