



## **SPICE ISLANDS APPARELS LTD.**

(Govt. Recognised Export House)

Tel.: +91 (22) 6740 0800, 2282 3128 Fax: +91 (22) 22826167 [www.spiceislandsindia.com](http://www.spiceislandsindia.com)

CIN NO : L35101MH1988PLC050197

**Date: February 13, 2024**

To,

**The Listing/Compliance Department, BSE LTD.**

Phiroze Jeejeebhoy Towers, Dalal Street,  
Mumbai – 400001

**BSE CODE: 526827**

**Sub: Outcome of the Board Meeting held on February 13, 2024.**

**Ref.: Regulation 30 & 33 of SEBI (LODR) Regulations, 2015.**

**Dear Sir/Madam,**

The Board of Directors of Spice Islands Apparels Limited (“the Company”) at their meeting held today i.e. Tuesday, February 13, 2024 at 3.30 p.m. inter-alia considered and approved the following:

1. Approved the Unaudited Financial Results (Standalone) as per IND-AS for the 3rd Quarter and 9 months ended December 31, 2023 along with the Limited Review Report of the Auditors is attached as Annexure — A.

2. Alteration of Object Clause of Memorandum of Association

The Board of Directors approved the addition of new clauses to “Matters which are necessary for furtherance of Objects specified in Clause 3 (a)” of the Object Clause.

3. Board considered and approved a proposal to enter into new business to purchase the business of soft drinks and related products and enter in agreement with Dhanik food & Beverages Private Limited including but not limited to purchase of technology/recipe/formulas, trademark, corporate logo and all the licences and any other documentation to enter and run such business of the company subject to approval of Shareholder by special resolution.

4. Approval of Limit u/s 186 for above investment up to Rs. 50 crores in one or More Tranches subject to Approval of Shareholder by special resolution.



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5. Approval of term loan to be convertible in future.
6. Approval of Notice of Postal Ballot seeking the consent of the Members for approval of the above mentioned agenda.
7. Appointment of scrutinizer for the scrutiny of e-voting results to be carried out in the above Postal Ballot.

The Meeting of the Board of Directors commenced at 3:30 p.m. and concluded at 04.45 p.m.

Kindly take the above information on your records.

**Thanking you,**

**Yours faithfully,**

**For Spice Islands Apparels Limited**

Surbhi  
Pachori

Digitally signed  
by Surbhi Pachori  
Date: 2024.02.13  
16:47:59 +05'30'

**Surbhi Pachori  
Company Secretary**

**Place: Mumbai**

# Spice Islands Apparels Limited

Regd. Office : Unit 3043-3048, 3Rd Fl, Bhandup Industrial Estate Pannalal Silk Mills Compd, L.B.S. Marg, Bhandup-W, Mumbai-400078  
CIN: L35101MH1988PLC050197

**Statement of UnAudited Financial Results For the Quarter Ended December , 31, 2023**  
**Prepared in compliance with the Indian Accounting Standards(Ind-AS)**

(Rs in Lakhs)

Particulars	Quarter Ended			Nine Months Ended		Yearly	
	31.12.2023	30.09.2023	31.12.2022	31.12.2023	31.12.2022	31.03.2022	31.03.2023
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited	Audited
<b>1 Income</b>							
Revenue from operations	10.00	12.50	50.64	42.17	67.21	267.64	85.88
Other Income	18.30	7.55	9.09	27.05	14.36	11.11	22.08
	<b>28.30</b>	<b>20.05</b>	<b>59.72</b>	<b>69.23</b>	<b>81.56</b>	<b>278.75</b>	<b>107.96</b>
<b>2 Expenses</b>							
Cost of materials consumed	0.00	0.00	46.11	0.00	48.19	161.45	48.96
Purchase of stock in trade							
Change in inventories of finished goods,stock in trade	0.00	0.00	0.00	0.00	0.00	2.80	-
Employee benefit expenses	1.68	0.75	0.90	3.19	2.54	19.61	3.80
Finance costs	1.66	1.59	0.02	4.81	1.91	7.95	6.00
Depreciation and amortisation	0.81	0.81	0.94	2.48	3.64	14.50	4.28
Other Expenses	17.05	8.50	10.80	38.24	35.49	202.73	55.18
<b>Total Expenses</b>	<b>21.20</b>	<b>11.65</b>	<b>58.77</b>	<b>48.72</b>	<b>91.77</b>	<b>409.04</b>	<b>118.22</b>
Profit/(Loss) before exceptional items and Tax	7.10	8.41	0.95	20.51	(10.21)	(130.29)	(10.25)
Exceptional Items-Others Gain/(Loss)						-	-
<b>Profit/(Loss) before Tax</b>	<b>7.10</b>	<b>8.41</b>	<b>0.95</b>	<b>20.51</b>	<b>(10.21)</b>	<b>(130.29)</b>	<b>(10.25)</b>
Tax Expenses						1.36	1.98
Deffered Taxes asset/(liability)						-	-
<b>Profit/(Loss) for the period from Continuing operations</b>	<b>7.10</b>	<b>8.41</b>	<b>0.95</b>	<b>20.51</b>	<b>(10.21)</b>	<b>(131.65)</b>	<b>(12.23)</b>
<b>Other Comprehensive Income(net of income tax)</b>							
A Items that will not be reclassified to profit or loss						2.49	1.81
B Items that will be reclassified to profit or loss.							
<b>Total other Comprehensive Income</b>						<b>2.49</b>	<b>1.81</b>
<b>Total Comprehensive Income for the period</b>	<b>7.10</b>	<b>8.41</b>	<b>0.95</b>	<b>20.51</b>	<b>(10.21)</b>	<b>(129.16)</b>	<b>(10.42)</b>
Paid up Equity Share Capital (Face value ₹ 10 per share)	430.00	430.00	430.00	430.00	430.00	430.00	430.00
<b>Earnings per share (Equity shares ,par value Rs.10/- each)</b>							
Basic	0.17	0.20	0.02	0.48	(0.24)	(3.06)	(0.24)
Diluted	0.17	0.20	0.02	0.48	(0.24)	(3.06)	(0.24)
(Below notes are integral part of financials )							

**Notes to the Statement of Un-Audited Financial results for the quarter and nine months 31st December 2023**

- The results have been prepared in accordance with the Companies (Indian Accounting Standards)Rules, 2015 (Ind AS) prescribed under section 133 of the Companies Act,2013 and other recognized accounting practices and policies to the extent applicable.
- The above financial results have been reviewed by the Audit Committee of the board and subsequently approved by the Board Of Directors at its respective meetings held on 13th Feburary,2024.The results have been reviewed by the Statutory Auditor of the Company.
- Spice Islands Apparels Limited (the Company) operates in a single business segments, of sale of garments. As such no further disclosures are required
- Previous period figures have been regrouped/rearranged wherever considered necessary to conform to the present presentation.
- The company has undertaken several cost cutting measures, to further cut down expenses and reduce losses. Company believes that it will be able to recover from losses in the next succeeding years once the market stabilises. Accordingly, the accompanying Company's financial statements have been prepared assuming that the Company will continue as a going concern which contemplates the realization of assets and the settlement of liabilities in the normal course of business.. Accordingly, the financial statement has been prepared on a going concern basis

for and on behalf of the board of Director of  
**SPICE ISLANDS APPARELS LTD**

Umesh  
Mohan Katre

Digitally signed by  
Umesh Mohan Katre  
Date: 2024.02.13  
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**Umesh Katre**  
Chairman & Director  
Din No: 00196300

Place : Mumbai  
Date : 13th Feburary,2024



# SACHIN PHADKE & ASSOCIATES

CHARTERED ACCOUNTANTS

**313/309, New Bldg., Shastri- Hall, Nana chowk, J.D.Road, Grant Road, Mumbai – 400 007**

Cell : 9594743444

email: [spassociates23@gmail.com](mailto:spassociates23@gmail.com)

**Independent Auditor’s Review report on Unaudited Quarterly and Year to date financial results of Spice Islands Apparels Limited pursuant to the Regulations 33 of SEBI (Listing obligations and Disclosures Requirements) Regulations, 2015, as amended (“Listing Regulations”)**

**To the Board of Directors of Spice Islands Apparels Limited**

We have reviewed the accompanying statement of Unaudited financial results of Spice Islands Apparels Limited (“the Company”) for the quarter ended 31st December, 2023 (“the statement”) and year to date results for the period from 1st April, 2023 to 31st December, 2023 attached herewith, being submitted by the Company pursuant to the requirements of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, as amended.

This statement, which is the responsibility of the Company’s Management and which has been 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 there under and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. Our responsibility is to issue a report on the statement based on our review.

We conducted our review 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 Statement is free of material misstatement. A review of interim financial information consists of making inquiries primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A Review is substantially less in scope than an audit conducted in accordance with Standards of Auditing and consequently does not enable us to obtain assurance that we have become aware of all significant matters that may be identified in an audit. Accordingly, we do not express an audit opinion.

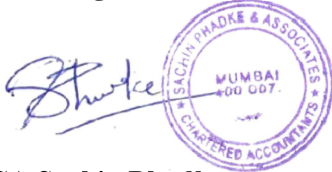
Based on our review conducted as above, nothing has come to our attention that caused us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the applicable Indian Accounting Standards (“Ind AS”) specified under Section 133 of the Companies Act, 2013, read with relevant rules issued there under 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, read with SEBI Circular No. CIR/CFD/FAC/62/2016 dated 5th July 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

**Material Uncertainty Related to Going Concern**

As at 31st December, 2023 Company's net worth is negative amounting to Rs 41.98 lacs. These conditions indicate the existence of a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern. However management has represented to us that they are exploring the possibility of market expansion and are confident of eventually generating profit. Considering all efforts undertaken and further efforts in pipeline, the management is firm about the recoverability of the losses and earning profits in the subsequent years. Accordingly, the accompanying Company's Financial Statements have been prepared assuming that the Company will continue as a going concern which contemplates the realization of assets and settlement of liabilities in the normal course of business. Our opinion is not modified in respect of this matter.

***For Sachin Phadke & Associates***  
**Chartered Accountants**  
**Firm Registration Number: 133898W**



**CA Sachin Phadke**  
***Proprietor***  
**Membership No: 117084**  
**UDIN: 24117084BKCXQN3061**

Place: Mumbai  
Date: 13<sup>th</sup> February, 2024