CELLA SPACE LIMITED
CIN:L93000KL1991PLC006207
Regd Office : “SREE KAILAS”,57/2993-94, PALIAM ROAD, ERNAKULAM, COCHIN- 682 016
Phone: (0484) 2382182, E-mail: secretary@sreekailas.com, Website:- www.sreekailas.com

April 22, 2025

To,

The Manager
Listing Department
BSE Ltd
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400001

Dear Sir/ Madam,

Sub:	**Outcome of the Board Meeting held today (22.04.2025) – Pursuant to Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015**
Ref:-	**Scrip code – 532701, ISIN – INE266H01014**

The Board of Directors, at their meeting held today, i.e., April 22, 2025, inter-alia, considered and approved the following: -

1. Audited financial results for the quarter and financial year ended March 31, 2025 and the report issued by the statutory auditors of the Company based on the recommendation of the audit committee in accordance with Regulation 33 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015;

2. Draft Scheme of reduction of capital for Rs. 10,00,00,000/- (Rupees Ten Crore only) Issued, subscribed and paid-up unlisted, unrated preference share capital as envisaged under Section 66 read with Section 52 of Companies Act, 2013, subject to obtaining of No-Objection letter from BSE Ltd, and filing the said Scheme with Hon’ble National Company Law Tribunal, Kochi Bench.

In accordance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 read with SEBI Circular No. vide SEBI/HO/CFD/POD-2/P/CIR/2023/120 dated July 11, 2023, we are furnishing herewith the requisite details in “Annexure A”

A copy of the said financial results together with auditor’s report is enclosed herewith for records.

The meeting started at 03:45 PM and concluded at 07.00 P.M.

This is for your information and records.

For Cella Space Limited

RAJKUMAR S
Digitally signed by RAJKUMAR S
Date: 2025.04.22 19:23:56 +05'30'

S Rajkumar
Vice Chairman & Managing Director
DIN:01790870

Annexure-A

Particulars	Information/details required
Details and reasons for reduction of Share Capital	Under the Scheme of Arrangement, the unlisted and unrated preference share capital held by the Promoters of the company will be reduced and set off against the Securities Premium Account. The account will be debited accordingly to reflect such reduction. **Existing issued, Subscribed and Paid-up Preference Share capital structure** — **Amount** 99,51,200 6% Non- Convertible Redeemable Preference shares of INR 10 each. — INR 9,95,12,000 48,800 11.25% Non-Convertible Redeemable Preference shares of INR 10 each. — INR 4,88,000
Quantitative and/ or qualitative effect of restructuring	The Scheme envisages on reduction of issued, subscribed and paid-up Preference share capital by cancelling, extinguishing and repayment of the entire outstanding preference shares held by the holders of the Company in accordance with Section 66 of Companies Act, 2013.
Details of benefit, if any, to the promoter/promoter group/group companies from such proposed restructuring	In accordance with the terms of issue, consideration for the reduction of preference share capital will be paid to preference shareholders at ₹10 per Non - Convertible Redeemable Preference shares, being the par value.
Brief details of change in shareholding pattern of all entities	The proposed Scheme entails a capital reduction arrangement with the preference shareholders, without any effect on the equity shareholding structure of the Company.

CELLA SPACE LIMITED
CIN :L93000KL1991PLC006207
STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE YEAR ENDED 31st MARCH 2025

PARTICULARS			Audited	
			Standalone (Rs. in lakhs)	
			As at March 31, 2025	As at March 31, 2024
I.	**Assets**			
	1	**Non-current assets**		
	-	Property,Plant & Equipment	2.64	3,775.91
	-	Capital work-in progress	-	-
	-	Investments in Property	8.53	8.53
	-	**Financial Assets**		
		Investments	1.00	1.00
		Deposits	16.83	181.53
	-	Deferred tax assets (net)	-	-
	-	Other non-current assets	-	18.36
	2	**Current Assets**		
	-	Financial Assets		
		Trade receivables	6.59	36.54
		Cash and cash equivalents	2,401.34	11.54
		Loans & Advances	1,500.00	-
		Other financial assets	-	-
	-	Other current assets	388.74	139.57
		TOTAL	**4,325.67**	**4,172.98**
II.	**Equity & Liabilities**			
	1	**Equity**		
	-	Equity share capital	2,015.12	2,015.12
	-	Other equity	1,049.81	(4,092.66)
	2	**Liabilities**		
		Non-Current Liabilities		
	-	**Financial Liabilities**		
		Non Current Borrowings	924.08	5,188.12
	-	Provisions	0.90	2.24
	-	Deferred tax liabilities (Net)	-	-
	-	Other non-current liabilities	-	344.99
	3	**Current Liabilities**		
	-	Financial Liabilities		
		Current Borrowings	-	583.96
		Trade payables	-	77.20
	-	Other Current Liabilities	10.94	33.05
		Provisions	324.82	20.96
		TOTAL	**4,325.67**	**4,172.98**

CELLA SPACE LIMITED Cochin

For Cella Space Limited

S Rajkumar
Vice Chairman & Managing Director

Date : 22.04.2025
Place : Chennai

CELLA SPACE LIMITED
CIN :L93000KL1991PLC006207
SREE KAILAS, PALIAM ROAD, ERNAKULAM, KOCHI -16

STATEMENT OF AUDITED STANDALONE FINANCIAL RESULTS FOR THE QUARTER AND YEAR ENDED 31st MARCH 2025

Sl. No.	Particulars	STANDALONE (Rs in lakhs)				
		3 months ended			Year ended	
		Audited	Unaudited	Audited	Audited	
		31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
I	**Income from Operations**					
a	- Revenue from Operations	11.69	16.89	211.54	246.19	777.65
b	- Other Income	152.54	72.01	38.06	304.44	71.29
	Total Income	**164.23**	**88.90**	**249.60**	**550.63**	**848.95**
II	**Expenses**					
a	- Purchase	-	-	19.59	5.18	19.59
b	- Direct Expenses	1.13	1.33	-	18.12	9.12
	- Changes in inventories of Stock-in-Trade	-	5.18		-	
b	- Employees benefit expenses	30.60	30.79	28.72	114.22	102.88
c	- Finance cost	6.09	0.21	88.50	157.29	367.75
d	- Depreciation and amortization expenses	0.75	0.49	32.65	57.66	143.53
e	- Other expenses	30.73	28.37	113.32	125.28	167.24
	Total Expenses	**69.30**	**66.37**	**282.79**	**477.75**	**810.11**
III	**Profit before exceptional items and tax (I-II)**	**94.93**	**22.53**	**(33.19)**	**72.88**	**38.84**
IV	Exceptional Items	(76.36)	-	4.70	5,308.27	14.10
V	**Profit before tax (III-IV)**	**18.57**	**22.53**	**(37.89)**	**5,381.15**	**24.74**
VI	**Tax Expenses**					
a	- Current tax	(36.49)	-	-	240.89	-
b	- Tax paid for prior years		-	1.16	-	1.16
VII	**Profit for the period (VI-V)**	**55.06**	**22.53**	**(39.05)**	**5,140.26**	**23.58**
VIII	Other comprehensive income (net of tax)	2.19	-	1.33	2.19	1.33
IX	**Total comprehensive income**	**57.25**	**22.53**	**(37.72)**	**5,142.45**	**24.91**
X	**Paid up Equity share capital (face value Rs.10/-)**	**2,015.12**	**2,015.12**	**2,015.12**	**2,015.12**	**2,015.12**
XI	**Earning per share (Rs.10/- each)**					
	- Basic	0.28	0.11	(0.19)	25.51	0.12
	- Diluted	0.28	0.11	(0.19)	25.51	0.12

Notes

1. The above results (Standalone) of the company where reviewed by the audit committee and approved by the Board of Directors at their meetings held on 22nd April 2025. In terms of SEBI Circular CIR/CFD/CMD/58/2016 dtd 27th May 2016, the company hereby declares that the statutory auditors have issued audit report for standalone financial results with unmodified opinion for the year ended 31st March 2025

2. Beginning 1st April 2017, the company has for the first time adopted the Indian Accounting Standards (IND-AS) with transition date of 1st April 2018. These financial results have been prepared in accordance with IND-AS prescribed under section 133 of The Company's Act, 2013, read with the relevent rules thereunder and in terms of Regulation 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement), Regulations, 2015 (SEBI Regulations) and SEBI Circular dated 5th July 2016. The Company has also prepared a reconciliation of equity and net profit / (loss) for the corresponding period under the previous applicable generally accepted accounting principles (previous GAAP) with the equity and total comprehensive income as reported in these standalone financial results under IND-AS.

3. The figures for the quarter ended March 31, 2025 are the balancing figures between the audited figures for the full financial year ended March 31, 2025 and nine months unaudited published figures upto December 31, 2024.

4. The company has earned profits during the year and the total reserves have become positive. The only liability left over except very small year end payables is the preference share capital. The company also have surplus funds. The preference shareholders had agreed to redeem the shares at par foregoing dividend. On this basis, the company initially redeemed the 75,00,000 preference shares of Rs.10 each in July 2024. However, subsequently, the company was advised that the redemption was incorrect. Accordingly, the entire amount paid on redemption was recovered and redemption was reversed during the year itself.

For Cella Space Limited

CELLA SPACE LIMITED Cochin

S.Rajkumar
Vice Chairman & Managing Director

Date : 22.04.2025
Place : Chennai

CELLA SPACE LIMITED
CIN : L93000KL1991PLC006207
SREE KAILAS 57/2993-94
PALIAM ROAD ERNAKULAM KL 682016

Standalone Statement of Cash Flow for the period ended March 31, 2025 **(Amount in ₹ Lakhs)**

In Terms of Indian Accounting Standard (Ind AS) 7 Statement of Cash Flows Under Indirect Method

Particulars			For period ended March 31, 2025	For period ended March 31, 2024
A	CASH FLOW FROM OPERATING ACTIVITIES			
		Total Comprehensive Income before tax	**5,383.34**	**26.07**
		Adjustments for :		
		Provision for Gratuity	3.83	2.13
		Depreciation, amortisation and impairment	57.66	143.53
		Interest Income	-198.06	-9.11
		Profit on sale of fixed assets	-5,650.33	-2.44
		Finance Cost	114.73	367.75
		Operating Profit before working capital changes	**-288.83**	**527.93**
		Decrease(Increase) in Trade receivable	29.95	17.50
		Decrease(Increase) in Investments	-	14.10
		Decrease(Increase) in Deposits	164.70	-0.15
		Decrease(Increase) in other non current assets	-	1.86
		Decrease(Increase) in other loans & advances	-1,500.00	
		Decrease(Increase) in other current assets	-13.11	101.17
		Increase(Decrease) in Trade payable	-77.20	-207.44
		Increase(Decrease) in Current Liabilities and Provisions	35.70	-22.92
		Increase(Decrease) in Other Non Current Liabilities	-344.99	-34.76
		Cash from Operations	**-1,993.78**	**397.29**
		Income Tax paid	-236.06	-42.55
		Cash from Operating before exceptional Items	**-2,229.84**	**354.74**
		Exceptional Items	-	-
		Cash from Operating Activities	**-2,229.84**	**354.74**
B	CASH FLOW FROM INVESTING ACTIVITIES			
		Purchase of Fixed Assets	-12.16	-8.21
		Sale of Fixed Assets	9,396.47	2.61
		Interest Income	198.06	9.11
		Net Cash from Investing Activities	**9,582.37**	**3.51**
C	CASH FLOW FROM FINANCING ACTIVITIES			
		Net Proceeds from		
		- Issue of shares		-
		- Borrowings	-4,848.00	18.01
		Interest paid	-114.73	-367.75
		Net Cash from Financing Activities	**-4,962.73**	**-349.74**
D		**TOTAL INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS DURING THE YEAR (A+B+C)**	**2,389.80**	**8.51**
		Cash and cash equivalents at the beginning of the year	11.54	3.03
		Cash and cash equivalents at the end of the year	**2,401.34**	**11.54**
	Components of cash and cash equivalents			
		Balance with Banks		
		In Current Accounts	-1,126.43	10.58
		In Deposit Accounts	3,527.68	0.94
		Cash in Hand	0.09	0.02
		Total cash and cash equivalents	**2,401.34**	**11.54**

CELLA SPACE LIMITED Cochin

For Cella Space Limited

Date: **22.04.2025**
Place: **Chennai**

S Rajkumar
Vice Chairman & Managing Director

INDEPENDENT AUDITOR'S REPORT ON AUDIT OF STANDALONE FINANCIAL RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

To the Board of Directors of Cella Space Limited, Kochi

Opinion

We have audited the accompanying statement of Standalone Financial Results of **CELLA SPACE LIMITED** Kochi, (CIN: L93000KL1991PLC006207) ("the company") for the quarter and year ended March 31st 2025 (the "statement") being submitted by the company pursuant to the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 as amended (the "Listing Regulations")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements

a) is presented in accordance with the requirements of Regulation 33 of the Listing Obligations and

b) gives a true and fair view in conformity with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under section 133 of the companies Act 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ('the Ind AS') and other accounting principles generally accepted in India, of the net profit and total comprehensive income and other financial information of the company for the quarter and year ended March 31, 2025.

Basis for Opinion

We conducted our audit of the statement with the Standards of Auditing ("SA" s) specified under section 143(10) of the companies Act 2013 (the "Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Results section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Financial Results for the quarter and year ended March 31st 2025 under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

KPR & Co.
FRN:005326S
M.G Road, Kochi-682 035, Kerala

Emphasis of Matter

Attention is drawn to note no.4 of statement of Audited Standalone Financial results for the Quarter and year ended 31st March 2025. In view of the situation explained in the note the company has decided to get the matter resolved by taking appropriate steps based on legal opinion received by the company in this matter.

Our opinion is not qualified in respect of above matter.

Management's Responsibility for the Standalone Financial Results

This statement, which includes the standalone financial results is the responsibility of the Company's management and Board of Directors and has been approved by them for the issuance. This responsibility includes preparation and presentation of standalone financial results for the quarter and year ended March 31st 2024 that give a true and fair view of the net profit and other comprehensive income and other financial information in accordance with recognition and measurement principles laid down in Ind AS 34, prescribed under Section 133 of the Act read with relevant rules issued thereunder and other accounting principles in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

KPR & Co.
FRN:005326S
M.G Road, Kochi-682 035, Kerala

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management and Board of Directors.

- Evaluate the appropriateness and reasonableness of disclosures made by the Board of Directors in terms of the requirements specified under Regulation 33 of the Listing Regulations.

- Conclude on the appropriateness of management and Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report

- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the standalone financial results represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial results that individually, or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial results may be influenced. We consider quantitative materiality and qualitative factors in

i) Planning the scope of our review and in evaluating the results of our work; and

ii) to evaluate the effect of misstatements in the standalone financial results

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KPR & Co. FRN:005326S M.G Road, Kochi-682 035, Kerala

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

For KPR & Co
Chartered Accountants
FRN : 05326S

KPR & Co.
FRN:005326S
M.G Road, Kochi-682 035, Kerala

M R Sukumaran B.Sc., FCA
Partner (M. No: 024506)
UDIN: 25024506BMHVAG2748

Kochi-11
Date: 22.04.2025