

# PREMIUM MERCHANTS LIMITED

Corporate Identification Number (CIN): L51909DL1985PLC021077

Registered Office: 3<sup>rd</sup> Floor, Omaxe Square, Plot No.14, Jasola District Centre, Jasola, New Delhi-110025, Delhi, India;

Tel. No.: +91 11 6111 9371 / +91 11 6111 9661;

Email id: premiummerchants123@gmail.com; Website: www.pmltd.in

May 04, 2024

To  
**Metropolitan Stock Exchange of India Limited,**  
205(A), 2<sup>nd</sup> Floor, Piramal Agastya Corporate Park,  
Kamani Junction, LBS Road,  
Kurla (West), Mumbai-400070.

Dear Sir/Madam,

**Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended- in relation to the Outcome of the meeting of the Board of Directors of Premium Merchants Limited ("Company") held on May 04, 2024.**

With reference to the above captioned subject matter and in continuation of our intimation dated April 30, 2024, we wish to inform you that a meeting of the Board of Directors of the Company was held today i.e. on May 04, 2024. The following matters were discussed:

1. The Board considered and took on record:
  - (i) the Due-Diligence Report dated May 04, 2024 ("**Due Diligence Report**") submitted by M/s. Pooja Sawarkar & Associates, Peer Reviewed Practicing Company Secretaries (Membership No. FCS 10262, COP No. 15085, PR No. 1343/2021) in accordance with Regulation 10(3) of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as amended ("**SEBI Delisting Regulations, 2021**") annexed herewith as **Annexure A**;
  - (ii) Reconciliation of Share Capital Audit Report dated May 04, 2024 ("**Audit Report**") submitted by M/s. Pooja Sawarkar & Associates, Peer Reviewed Practicing Company Secretaries (Membership No. FCS 10262, COP No. 15085, PR No. 1343/2021), prepared in accordance with Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 read with Regulation 12(2) of the SEBI Delisting Regulations, 2021, in respect to the Equity Shares proposed to be delisted, covering a period of 6 months prior to the date of the meeting of the Board annexed herewith as **Annexure B**.
2. The Board took on record the letter dated May 04, 2024 received from the Promoter/Acquirer informing the Company that the floor price for the Delisting offer is Rs. 460/- (Rupees Four Hundred and Sixty only) per Equity Share ("**Floor Price**"), which is



determined in accordance with regulation 20(2) of the SEBI Delisting Regulations, 2021 read with Regulation 8 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. In support of the aforesaid, the letter was accompanied by a valuation report dated May 04, 2024 ("**Valuation Report**") issued by Mr. Kalyanam Bhaskar, Registered Valuer in respect of Securities and Financial Assets (ICAI RVO Membership No. ICAIRVO/06/RV-P00361/2019-2020 and IBBI Registration No. IBBI/RV/06/2020/12959), ("**Registered Valuer**").

3. After discussing and considering various factors of the Due Diligence Report and the information available with the Company, the Board of Directors has:
  - a. Subject to approval from shareholders, approved the Delisting Proposal in accordance with regulation 10(1) of the SEBI Delisting Regulations, 2021;
  - b. Pursuant to Regulation 10(4) of SEBI Delisting Regulations, 2021, certified the following:
    - i. That the Company is in compliance with the applicable provisions of the Securities Law;
    - ii. That the Promoter Acquirer is in compliance with the applicable provisions of securities laws in terms of the Due Diligence Report including compliance with sub-regulation (5) of Regulation 4 of the SEBI Delisting Regulations, 2021; and
    - iii. That the delisting is in the interest of the public shareholders.
4. Consented to seek necessary approval of the public shareholders of the Company for the Delisting Proposal by way of postal ballot in accordance with Section 110 and all other applicable provisions, if any, of the Companies Act, 2013 (the "**Companies Act**"), read together with the Companies (Management & Administration) Rules, 2014, including any statutory modification or re-enactment thereof for the time being in force, relating to passing of resolutions by postal ballot (the "**Postal Ballot**").
5. Appointed **M/s Vishal Arora & Associates**, Company Secretaries (Membership No FCS – 5958 /COP No. – 5992), to act as scrutinizer for conducting the E-voting/Postal Ballot process in a fair and transparent manner.
6. Discussed and approved the Notice of Postal Ballot.
7. Authorized Ms. Jyoti Bharti, Company Secretary and Ms. Babita Gupta, Director of the company ("**Authorised Representative**") jointly and/or severally to finalize, sign, approve and issue all documents in relation to the resolution sought to be passed by the postal ballot, including but not limited to the explanatory statement and form.
8. Appointed National Securities Depository Limited ("**NSDL**") to provide services of e-voting to the shareholders in respect of resolutions mentioned postal ballot notice.



9. Fixed Monday, May 06, 2024 as Cut-off date for sending the Postal Ballot Notice to all the members of the Company whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories as on the Cut-off Date.

The Board meeting commenced at 5.00 P.M and concluded at 5.30 P.M

Request you to kindly take note of the same and acknowledge the receipt.

Thanking you,

Yours Faithfully,

**For Premium Merchants Limited**

*Jyoti Bharti*

**Jyoti Bharti**  
**Company Secretary & Compliance Officer**  
**Encl: As above**





**DUE DILIGENCE REPORT  
FOR PREMIUM MERCHANTS LIMITED**

[Pursuant to Regulation 10(3) of the SEBI (Delisting of Equity Shares) Regulations, 2021]

To  
**The Board of Directors**  
Premium Merchants Limited  
Omaxe Square, Plot No.14, 3rd Floor,  
Jasola District Centre, Jasola,  
South Delhi, New Delhi 110025.

In terms of Regulation 10 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("Delisting Regulations"), we, M/s. Pooja Sawarkar & Associates, Peer Reviewed Practicing Company Secretaries (Membership no. FCS 10262, COP no. 15085, PR no. 1343/2021), have been appointed by the Board of Directors of PREMIUM MERCHANTS LIMITED, (hereinafter referred to as the "Company") having CIN: L51909DL1985PLC021077 and having its registered office at Omaxe Square, Plot No.14, 3rd Floor, Jasola District Centre, Jasola, South Delhi, New Delhi, 110025 at the Board meeting held on 20<sup>th</sup> April, 2024, to carry out the due diligence in accordance with Regulation 10(3) and other applicable provisions under the Delisting Regulations and issue a Due Diligence Report ("DDR").

**Background:**

1. In terms of Regulation 8 of the Delisting Regulations, an Initial Public Announcement dated 19<sup>th</sup> April, 2024 ("Initial Public Announcement") was issued by Saffron Capital Advisors Private Limited, Manager to the Offer for and on behalf of K K Modi Investment And Financial Services Private Limited ("Promoter Acquirer/ Acquirer") *inter alia* expressing its intention to:
  - (a) Acquire 2,78,000 (Two Lakhs Seventy Eight Thousand) fully paid up equity shares of the Company, having a face value of ₹ 10 each, ("Equity Shares") representing 27.86% of the paid-up equity capital held by the public shareholders of the Company (as defined under the Delisting Regulations and to be referred to as "Public Shareholders"), by Promoter Acquirer along with the persons acting in concert, as the case may be; and
  - (b) Consequently, voluntarily delist the Equity Shares from the Stock Exchange where the Equity Shares are presently listed namely, Metropolitan Stock Exchange of India Limited (Stock Exchange) by making a delisting offer in accordance with the Delisting Regulations ("Delisting Proposal")
2. The present Capital structure including the details of the Authorised, Subscribed, Issued, Paid up and Listed Equity share Capital of the Company is placed at Annexure I.
3. Shareholding Pattern of the Company as on 03.05.2024 is placed at Annexure II.
4. The distribution of public shareholding as on 03.05.2024 is as per Annexure III.
5. The list of Top Twenty-Five shareholders (other than Acquirer) as on 03.05.2024 is placed at Annexure IV.





**Verification**

1. On the basis of the information received from/furnished by the Board of Directors of the Company, as required under sub-regulation 2 of Regulation 10 of the Delisting Regulations and explanation provided by the officials of the Company, for the purpose of carrying out the due diligence, we have examined the following:
  - (a) The details of buying, selling and dealing in the Equity Shares of the Company by the Acquirer or its related entities during the period of two years prior to the date of Board Meeting held on 4<sup>th</sup> May, 2024 i.e. from 4<sup>th</sup> May, 2022 to 3<sup>rd</sup> May, 2024 ("Due Dilligence Period"/ ("Review Period") to consider the Delisting Proposal including the details of the Top Twenty-Five shareholders, for the said period;
  - (b) Quarterly Beneficial Positions Statements as forwarded by the Company [sent by Registrar & Transfer Agent of the Company, MAS Services Limited ("Registrar" or "RTA")], in relation to Top Twenty-five Public Shareholders and members of Promoter Group for the **Due Dilligence Period**.
  - (c) List of Top Twenty-five Public Shareholders and Acquirer from RTA of the Company as on **03.05.2024**
  - (d) The details of off-market transactions of the aforesaid persons/ shareholders during the Review Period;
  
2. For the purpose of verifying applicability and compliance of securities laws, we have identified the following regulations and their applicability

Regulations	Acquirer and their related entities (Including members of Promoter Group)	Top 25 Public Shareholders
The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR Regulations) as amended from time to time	Applicable/Not Applicable	Applicable/Not Applicable
The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (SEBI PIT Regulations) as amended from time to time	Applicable/Not Applicable (As there were no transactions)	Applicable/Not Applicable
The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI SAST Regulations) as amended from time to time	Applicable/Not Applicable	Applicable/Not Applicable
The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (SEBI SBEB Regulations) as amended from time to time	Applicable/Not Applicable	Applicable/Not Applicable





**Observation:**

Basis review of the aforesaid information/ document, set out below is our analysis/ observations:

a) For Acquirer and its related entities:

- i. During the Review Period, we did not notice any change in the shareholding of the Acquirer and its related entities.
- ii. As on 03.05.2024, the Acquirer and its related entities hold 7,20,000 (Seven Lakhs Twenty Thousand) Equity shares, representing 72.14% paid up Equity share capital of the Company.

b) For Top Twenty-Five shareholders:

- i) During the Review Period, Top Twenty-Five Public Shareholders, detailed under have overall (net) bought/sold NIL Equity Shares of the Company.

Table 1.1

Sr. No.	Name of Top 25 Equity Shareholders*	Share holding as on 04.05.2022	Date of dealing*	Buy	Sell	Share holding as on 03.05.2024
1.	Trend Agencies Private Limited	49000	NIL	NIL	NIL	49000
2.	Azure Products Private Limited	48985	NIL	NIL	NIL	48985
3.	Narayan Sales Pvt Ltd	47400	NIL	NIL	NIL	47400
4.	Soni Associates Pvt Ltd.	30000	NIL	NIL	NIL	30000
5.	Rajesh Kumar Thakur	4000	NIL	NIL	NIL	4000
6.	Raj Kumar Prasad	2400	NIL	NIL	NIL	2400
7.	Ram Dhari Gupta	2000	NIL	NIL	NIL	2000
8.	Sanjay Chaturvedi	2000	NIL	NIL	NIL	2000
9.	Satya Devi	2000	NIL	NIL	NIL	2000
10.	Satya Narain Bagri	2000	NIL	NIL	NIL	2000
11.	Shyam Yadav	2000	NIL	NIL	NIL	2000
12.	Subash Chand	2000	NIL	NIL	NIL	2000
13.	Bilas Chand	1800	NIL	NIL	NIL	1800
14.	Kamla Aggarwal	1800	NIL	NIL	NIL	1800
15.	Madhu Chowdhary	1800	NIL	NIL	NIL	1800
16.	O. P. Aggarwal	1800	NIL	NIL	NIL	1800
17.	Renu Kumari	1800	NIL	NIL	NIL	1800
18.	Satish Garg	1800	NIL	NIL	NIL	1800
19.	Ved Prakash	1800	NIL	NIL	NIL	1800
20.	Anita Gupta	1550	NIL	NIL	NIL	1550
21.	Anita Pawar	1500	NIL	NIL	NIL	1500
22.	Ashwini Plane	1500	NIL	NIL	NIL	1500
23.	Atul Agarwal	1500	NIL	NIL	NIL	1500
24.	Dolly Plaha	1500	NIL	NIL	NIL	1500
25.	Jugal Kishore	1500	NIL	NIL	NIL	1500



**\*Note:** There are 16 other public shareholders holding 1500 Equity Shares of the Company other than the public shareholders mentioned from Sr. no 21 to 25 (i.e. same number of Equity Shares). It may be noted that there is no change in the Equity Shares held by such public shareholders also and the details of them are not captured in table above as the requirement is 25 public shareholders only. The details of the public shareholders mentioned from Sr. no 21 to 25 are according to the list provided by the Registrar and Share Transfer Agent, without any order of preference.

- ii. The Acquirer has confirmed that they do not have any connection, direct or indirect, with the Top Twenty-Five Public Shareholders. There are no related entities or other members of the Promoter Group.

**Certification:**

We hereby certify that, during the Due Diligence Period:

- There was no buying, selling and dealing in the equity shares of the company carried out by the Acquirer or its related entities and the Top Twenty-Five Shareholders and hence the certification for compliance with the applicable provisions of securities laws is not applicable.
- The Acquirer has not, directly or indirectly, –
  - (a) employed any device, scheme or artifice to defraud any shareholder or other person; or
  - (b) engaged in any transaction or practice that operates as a fraud or deceit upon any shareholder or other person; or
  - (c) engaged in any act or practice that is fraudulent, deceptive or manipulative –

in connection with delisting of Equity Shares of the Company sought or permitted or exit opportunity given or other acquisition of Equity Shares made under the Delisting Regulations.

**Assumption and Limitation of Scope & Review:**

1. Ensuring the authenticity of documents and information furnished is the responsibility of the Board of Directors of the Company.
2. This DDR is based on due diligence of documents/ information shared by the Company for our review. Our responsibility is to give report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. Various concepts viz. defraud, deceit, fraudulent, deceptive, manipulative are used in the SEBI Delisting Regulations. However, parameters/methodology for determining the same are not prescribed therein. By reading these terminologies, it can be construed that the Acquirer shall not directly or indirectly cause any loss to the Public Shareholders by adopting any malpractice. Based on publicly available information, we have checked whether the Acquirer or the Company has common registered office or directorship. We do not have any negative observation.





4. We are not expressing any opinion on the Floor price and/or the price at which the shares would ultimately be delisted. We have assumed that the Company/ Acquirer would comply with the applicable provisions related to floor price. Further, we are not an investment adviser or tax adviser or a broker/ dealer. This report should not be construed as investment/ disinvestment advise.
5. This DDR is solely for the intended purpose of delisting of Equity Shares of the Company and for your information and it is not to be used, circulated, quoted or otherwise referred to for any purpose other than Delisting purposes and as required under the Delisting Regulations.

For M/s. Pooja Sawarkar & Associates  
Company Secretary



Pooja Sawarkar  
Proprietor

Membership No: FCS 10262  
COP: 15085; PR no. 1343/2021

UDIN: F010262F000308441  
Place: Mumbai  
Date: 04.05.2024



**ANNEXURE I**

**CAPITAL STRUCTURE OF THE COMPANY AS ON 03.05.2024**

**AUTHORISED CAPITAL**

Particulars	Number of shares	Nominal value per share (In Rs.)	Total Authorised Capital (In Rs.)
Equity	10,00,000	10	1,00,00,000
Preference	10,00,000	10	1,00,00,000
Unclassified	NIL	NIL	NIL

**ISSUED CAPITAL**

Particulars	Number of shares	Nominal value per share (In Rs.)	Total Issued Capital (In Rs.)
Equity	9,98,000	10	99,80,000
Preference	6,00,000	10	60,00,000
Unclassified	NIL	NIL	NIL

**SUBSCRIBED CAPITAL**

Particulars	Number of shares	Nominal value per share (In Rs.)	Total Subscribed Capital (In Rs.)
Equity	9,98,000	10	99,80,000
Preference	6,00,000	10	60,00,000
Unclassified	NIL	NIL	NIL

**PAID UP CAPITAL**

Particulars	Number of shares	Nominal value per share (In Rs.)	Total Paid up Capital (In Rs.)
Equity	9,98,000	10	99,80,000
Preference	6,00,000	10	60,00,000
Unclassified	NIL	NIL	NIL

**LISTED CAPITAL**

Particulars	Number of shares	Nominal value per share (In Rs.)	Total Listed Capital (In Rs.)	Name of Stock Exchange where listed
Equity	9,98,000	10	99,80,000	Metropolitan Stock Exchange of India Limited
Preference	NIL	NIL	NIL	NIL
Unclassified	NIL	NIL	NIL	NIL



**ANNEXURE II**

**SHAREHOLDING PATTERN AS ON 03.05.2024**

Category	No. of Equity Shares	%
Acquirer: (a) who decides to make an offer for delisting of equity shares and Persons acting in concert in accordance with Regulation 5A of the Takeover Regulations or b) who is a Promoter or part of Promoter Group along with persons acting in concert	7,20,000	72.14
Public Shareholders	2,78,000	27.86
Total	9,98,000	100.00

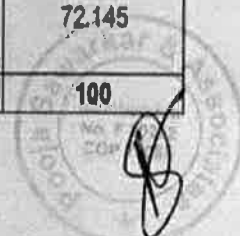




**ANNEXURE III**

**The Distribution of Public shareholding as on 03.05.2024**

Range of share holding of nominal value of Equity Shares		No. of shareholders	% of shareholders	No. of equity shares held	% of total equity shares
1	5000	66	54.545	25315	2.536
5001	10000	6	4.958	4650	0.466
10001	20000	42	34.710	66250	6.639
20001	30000	1	0.827	2400	0.240
30001	40000	1	0.827	4000	0.400
40001	50000	0	0	0	0
50001	100000	0	0	0	0
100001	*****	4	3.306	175385	17.574
<b>Acquirer</b>					
a) who decides to make an offer for delisting of equity shares and Persons acting in concert in accordance with Regulation 5A of the Takeover Regulations or		-	-	-	-
b) who is a Promoter or part of Promoter Group along with persons acting in concert		1	0.827	7,20,000	72.145
<b>Total</b>		<b>121</b>	<b>100</b>	<b>9,98,000</b>	<b>100</b>





**ANNEXURE IV**

**Details of Top Twenty-Five Shareholders (other than Acquirer) as on 03.05.2024**

Sr. No.	Name of Top 25 Equity Shareholders*	Share holding as on 04.05.2022	Date of dealing*	Buy	Sell	Share holding as on 03.05.2024
1.	Trend Agencies Private Limited	49000	NIL	NIL	NIL	49000
2.	Azure Products Private Limited	48985	NIL	NIL	NIL	48985
3.	Narayan Sales Pvt Ltd	47400	NIL	NIL	NIL	47400
4.	Soni Associates Pvt Ltd.	30000	NIL	NIL	NIL	30000
5.	Rajesh Kumar Thakur	4000	NIL	NIL	NIL	4000
6.	Raj Kumar Prasad	2400	NIL	NIL	NIL	2400
7.	Ram Dhari Gupta	2000	NIL	NIL	NIL	2000
8.	Sanjay Chaturvedi	2000	NIL	NIL	NIL	2000
9.	Satya Devi	2000	NIL	NIL	NIL	2000
10.	Satya Narain Bagri	2000	NIL	NIL	NIL	2000
11.	Shyam Yadav	2000	NIL	NIL	NIL	2000
12.	Subash Chand	2000	NIL	NIL	NIL	2000
13.	Bilas Chand	1800	NIL	NIL	NIL	1800
14.	Kamla Aggarwal	1800	NIL	NIL	NIL	1800
15.	Madhu Chowdhary	1800	NIL	NIL	NIL	1800
16.	O. P. Aggarwal	1800	NIL	NIL	NIL	1800
17.	Renu Kumari	1800	NIL	NIL	NIL	1800
18.	Satish Garg	1800	NIL	NIL	NIL	1800
19.	Ved Prakash	1800	NIL	NIL	NIL	1800
20.	Anita Gupta	1550	NIL	NIL	NIL	1550
21.	Anita Pawar	1500	NIL	NIL	NIL	1500
22.	Ashwini Plana	1500	NIL	NIL	NIL	1500
23.	Atul Agarwal	1500	NIL	NIL	NIL	1500
24.	Dolly Plaha	1500	NIL	NIL	NIL	1500
25.	Jugal Kishore	1500	NIL	NIL	NIL	1500

\*Note: There are 16 other public shareholders holding 1500 Equity Shares of the Company other than the public shareholders mentioned from Sr. no 21 to 25 (i.e. same number of Equity Shares). It may be noted that there is no change in the Equity Shares held by such public shareholders also and the details of them are not captured in table above as the requirement is 25 public shareholders only. The details of the public shareholders mentioned from Sr. no 21 to 25 are according to the list provided by the Registrar and Share Transfer Agent, without any order of preference.

# Pooja Sawarkar & Associates

Practicing Company Secretaries



To,  
The Board of Directors,  
Premium Merchants Limited  
Omaxe Square, Plot No.14, 3rd Floor,  
Jasola District Centre, Jasola,  
South Delhi, New Delhi 110025.

## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

**Company Identification Number** : L51909DL1985PLC021077  
**Authorized Capital** : Rs. 2,00,00,000/-  
**ISIN** : INE536R01019

We have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents of **Premium Merchants Limited** maintained by its Registrar and Share Transfer Agent viz: MAS Services Limited, having its registered office at T-34, 2nd Floor, Okhla Phase-II, Delhi 110020 for issuing this certificate, as per Regulation 76 of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

In our opinion and to the best of our knowledge and according to the information and explanations given to us and based on such verification as considered necessary, we hereby certify that:

The aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued/paid-up, listed and admitted capital as on 3<sup>rd</sup> May, 2024 as per details given in Table below:

- |   |   |
|---|---|
| 1. For Six Months Ended:  | <b>From 2<sup>nd</sup> November, 2023 to 3<sup>rd</sup> May, 2024</b>   |
| 2. ISIN:  | <b>INE536R01019</b>   |
| 3. Face Value:  | <b>Rs. 10/-</b>   |
| 4. Name of the Company:   | <b>Premium Merchants Limited</b>  |
| 5. Registered Office Address:   | <b>Omaxe Square, Plot No.14, 3rd Floor,<br/>Jasola District Centre, Jasola,<br/>South Delhi, New Delhi 110025</b> |
| 6. Correspondence Address:  | <b>Omaxe Square, Plot No.14, 3rd Floor,<br/>Jasola District Centre, Jasola,<br/>South Delhi, New Delhi 110025</b> |
| 7. Telephone No:  | <b>Ph: 011-61119661</b>   |
| 8. Email Address:   | <b>premiermerchants123@gmail.com</b>  |
| 9. Name of the Stock exchanges where the Company's Securities are listed: | <b>Metropolitan Stock Exchange of India Limited</b>   |

Page 1 of 3



# Pooja Sawarkar & Associates

## Practicing Company Secretaries



10. Issued Capital:

Number of equity shares	% of total Issued Equity Capital
9,98,000	100

11. Listed Capital (Exchange wise as per company records):

Stock Exchanges	Number of equity shares	% of total Issued Equity Capital
Metropolitan Stock Exchange of India Limited	9,98,000	100

12. Held in dematerialised form in CDSL:

0	0
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13. Held in dematerialised form in NSDL:

8,75,585	87.73
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14. Physical:

1,22,415	12.27
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15. Total No of shares (Equity) (12+13+14):

9,98,000	100
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16. Reasons for difference if any between (10&11), (10&15), (11&15): Nil

17. Certifying the details of changes in share capital during the period under consideration as per table below:

Particulars *	No of shares	Applied/ Not applied for filing	Listed on Stock exchanges (Specify names)	Whether intimated to CDSL	Whether intimated to NSDL	In-principle approval pending for SE (Specify Names)
-	-	-	-	-	-	-

\* Rights, Bonus, Preferential issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, Any other (to Specify)

18. Register of members is updated (Yes/No): **Yes**  
If not updated upto which date **N.A**

19. Reference to previous quarter with regards to excess dematerialised shares if any: **N.A**

20. Has the company resolved the matter mentioned in point no 19 above in the current year? If not, reason why? **N.A**



# Pooja Sawarkar & Associates

Practicing Company Secretaries



21. Mention the total no of requests, if any, confirmed after 21 days and the total no of requests pending beyond 21 days with the reasons for delay:

Total No. of demat requests	No of requests	No of shares	Reasons for delay
Confirmed after 21 days	Nil	Nil	-
Pending for more than 21 days	Nil	Nil	-

22. Name and Telephone No of the Compliance officer of the Company:

**Ms. Jyoti Bharti; Ph: 011-61119371**

23. Name, Address & Tel., Regn No of the Certifying CS:

**Name: M/s. Pooja Sawarkar & Associates**  
**Address: A-401, Savgan Heights, RTO Lane, Andheri West, Mumbai 400053.**  
**Tel: 9820600974**  
**Regn. No. : S2015MH335300**  
**Membership No.: F10262; COP : 15085**

24. Appointment of common agency for share registry work, if yes name and address:

**Name: MAS Services Limited**  
**Address: T-34, 2<sup>nd</sup> Floor, Okhla Phase-II, Delhi 110020.**

25. Any other details that the auditor may like to provide (e.g. BIFR Company, Delisting from SE, Company changed its name etc.)

**This report is being provided in connection with the voluntarily delisting of the equity shares of Premium Merchants Limited from the Metropolitan Stock Exchange of India Limited where the equity shares of the Company are presently listed in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 and Initial Public Announcement dated 19<sup>th</sup> April, 2024 issued on behalf of Acquirer (Viz: K K Modi Investment And Financial Services Private Limited).**

For M/s. Pooja Sawarkar & Associates  
Company Secretary



**Pooja Sawarkar**  
Proprietor

**Membership No: FCS 10262**  
**COP: 15085; PR no. 1343/2021**  
**UDIN: F010262F000308450**

Place: Mumbai  
Date: 4<sup>th</sup> May, 2024