



PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

Regd. Office : Master Chamber, SCO-19,
Feroze Gandhi Market, Ludhiana - 141 001, Punjab

Tel. : 0161-3911500, 4100307-09

E-mail: prime_indust@yahoo.com

Website : www.primeindustrieslimited.com

Dated: 29th August, 2019

To,

The Secretary
BSE Limited
Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

Prime Industries Ltd. (Scrip Code- 519299)

Dear Sir,

Sub: Fixation of Record Date for Sub-division/Splits of Equity Shares

This to inform you that in terms of Regulation 42 of the SEBI (Listing Obligation & Disclosure Requirements) Regulation, 2015, the Company has fixed Record date for Sub-division/Splits of Equity Shares, the details of which are given below:

Security Code	Security Description	Record Date	Purpose
BSE- 519299	Equity Shares	Wednesday, 11 th September, 2019	Sub-division of Equity Shares of face value of Rs.10/- each will be sub-divided in to Equity Share of face value Rs. 5/- each fully paid up.

Note:

Upon sub-division of face of value of each share from Rs. 10/- to Rs. 5, all fractions resulting from the sub-division of shares shall be consolidated into whole Equity shares and the same will be dispose-off at the market price and the net proceeds (less expenses, if any) will be distributed proportionately, as far as practicable, to the members concerned. (If any)

In this regard, please find enclosed the documents required to be submitted for the Sub-division/Splits of Equity Shares of the Company.

We request you to kindly take the above on record.

Thanking You,

Yours truly,

For Prime Industries Limited

R. K. Singhania

Managing Director

Managing Director

Encl: A./a.



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Sub-Division of Equity Shares

Serial No.	List of Documents/Details to be submitted	Submission Status-Yes/No
1	Certified true copy of the Resolution passed by the shareholders of the company for Sub-division/Split of equity shares.	Yes, enclosed as Annexure-I
2	An Undertaking of company for Sub-division/Split of equity shares.	Yes, enclosed as Annexure-II
3	NEFT /Demand draft of Rs. 50,000/- + GST drawn in favour of BSE Ltd.	Yes, Chq. of Rs. 53,100/- enclosed
4	The new ISIN number assigned by the depository.	New ISIN Code shall be provided, once we received the same from the Depository

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R. K. Singhania Managing Director

Managing Director



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EXTRACT OF THE RESOLUTION PASSED BY THE MEMBERS OF THE COMPANY "PRIME INDUSTRIES LIMITED" THROUGH POSTAL BALLOT ON MONDAY, 12TH AUGUST, 2019 AND RESULT DECLARED ON TUESDAY, 13TH AUGUST, 2019 AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT MASTER CHAMBERS, 19, FEROZE GANDHI MARKET, LUDHIANA-141001, PUNJAB.

SUB-DIVISION OF EXISTING EACH EQUITY SHARE OF FACE VALUE OF RS.10/- FULLY PAID UP INTO TWO EQUITY SHARES OF FACE VALUE OF RS.5/- EACH FULLY PAID UP

"RESOLVED THAT pursuant to the provisions of section 61(1)(d) and other applicable provisions, if any, of the Companies Act, 2013 read with the rules made there under [including any statutory modification(s) or re-enactment thereof, for the time being in force], the provisions of the Memorandum and Articles of Association of the company and subject to such approvals and consents as may be required from appropriate authorities, the consent of the Members of the company be and is hereby accorded for sub-division of each equity share of face value of Rs.10/- (Rupees Ten) fully paid up into two equity shares of face value Rs.5/- (Rupees Five) each fully paid up.

RESOLVED FURTHER THAT pursuant to the sub-division of equity shares of the company, all the authorised, issued, subscribed and paid up equity shares of face value Rs.10/- (Rupees Ten only) each of the company existing on the record date to be fixed by the company shall stand sub-divided into two equity shares of face value Rs.5/- (Rupees Five only) each fully paid up.

RESOLVED FURTHER THAT pursuant to the sub-division of the face value of equity shares as mentioned above, the share certificate(s) in relation to the existing issued equity shares of the face value of Rs.10/- each held in physical form shall be deemed to have been automatically cancelled with effect from the record date to be fixed by the board, and the board be and is hereby authorised, without requiring to surrender the existing issued share certificate(s) by the members, to issue new share certificates in lieu of the existing share certificate(s), with regard to the sub-divided shares, and in case of the equity shares held in the dematerialized form, the number of sub-divided equity shares be credited proportionately to the respective beneficiary accounts of the members with the depository participants, in lieu of the existing credits in their beneficiary accounts representing the equity shares of the company before sub-division.

RESOLVED FURTHER THAT Mr. Rajinder Kumar Singhania, Managing Director or Mr. Harjeet Singh Arora, Director or Ms. Jasleen Kaur Bath, Company Secretary of the company be and are hereby authorized severally to:

- (a) Execute and file necessary applications, declarations, and other documents with stock exchanges, depositories, registrar and transfer agents and/or any other statutory authority(ies), if any;
- (b) Settle any question or difficulty that may arise with regard to the sub-division of the Shares as aforesaid or on any matters connected herewith or incidental hereto; and

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Managing Director



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(c) To take such steps as may be required to obtain approvals in relation to above and do such further acts, deeds or things, including all other matters incidental thereto as may be required to give effect to the sub-division of equity shares of the company and in order to implement the foregoing resolution."

"Certified to be True Copy"

For Prime Industries Limited

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R.K. Singhania

Managing Director



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ALTERATION OF THE EXISTING CAPITAL CLAUSE - CLAUSE V OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY BY SUBSTITUTING THE SAME WITH A NEW CLAUSE V.


"RESOLVED THAT pursuant to the provisions of section 13, 61 and other applicable provisions of the Companies Act, 2013 read with the Rules framed there under (including any statutory modification(s) or any re-enactment thereof) existing **Clause V** of the Memorandum of Association of the company be and is hereby substituted with the following:

*" V: The Authorised Share Capital of the Company is Rs.8,00,00,000/- (Rupees Eight Crore only) divided into 1,60,00,000 (One Crore Sixty Lakh) equity shares of Rs.5/- (Rupees five only) each.
The Company shall have power to increase the said capital and to issue any part of its capital, original or increased, with or without any preferential rights, privileges, conditions or advantages over or as compared with any shares previously issued or to be thereafter issued, whether in respect of dividend or repayment of capital or both and whether with any special rights of voting or without any right of voting and generally on such terms as the Company may from time to time determine, nevertheless that in the event of the capital of the Company (including the original capital) being or becoming divided into shares of different classes, the rights or privileges attached to any class, may be affected, altered, modified or dealt with only in accordance with the provisions in that behalf contained in the Articles of Association of the Company for the time being subject to the provisions of the Companies Act, 2013.*

RESOLVED FURTHER THAT Mr. Rajinder Kumar Singhania, Managing Director or Mr. Harjeet Singh Arora, Director or Ms. Jasleen Kaur Bath, Company Secretary, of the company be and are hereby authorized severally to take such steps as may be required to obtain approvals in relation to above and do such further acts, deeds or things as may be required to give effect to the alteration in Memorandum of Association (MOA) of the Company and further authorised to file necessary e-forms in this regard."

"Certified to be True Copy"

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R. K. Singhania Managing Director
Managing Director



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Undertaking

The Board of Directors of the company has fixed a record date/ book closure of 11/09/2019 for purpose of Sub-division/ Splits of Equity Shares of face value of Rs. 10/- per share of the company into Equity Shares of face value of Rs.5/- each fully paid up.

We hereby undertake that the company will set up Auto Corporate Action with both the Depositories – CDSL & NSDL for execution before beginning of the day (BOD) on the first date of book closure period (in case of Book Closure) or before BOD on the trading day succeeding the record date (in case of Record Date)

Further, the company undertakes to resolve any complaint on account of the failure on the part of company to complete all formalities for execution of Auto Corporate Action.

For Prime Industries Limited

~~For Prime Industries Ltd~~


R.K. Singhania Managing Director

Managing Director

Date: 29.08.2019

Place: Ludhiana