

PRABHAKAR VINIYOG PVT. LTD.

(Formerly : Emami Highrise Pvt. Ltd.)

Regd. Office :
687, Anandapur, E.M. Bypass, 2nd Floor
Kolkata - 700 107, Phone : 6613 6264
E-mail : panemamics@emamigroup.com

CIN : U70100WB2007PTC120613

Date: 28.06.2019

The Secretary

National Stock Exchange of India Limited
Exchange Plaza
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra(E)
Mumbai - 400 051

The Secretary

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai - 400 001

The Secretary

The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700 001

The Company Secretary

Emami Limited
687, Anandapur
EM Bypass
Kolkata - 700 107

Dear Sir,

Sub: Disclosure under Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Please find enclosed herewith disclosure in terms of Regulation 31(1) & 31(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

This is for your information & record.

Thanking you,

Yours faithfully,
for Prabhakar Viniyog Private Limited



Director/Authorized Signatory

On Behalf of himself, Promoter & Promoter Group Persons/ Persons Acting in Concert

Place: Kolkata

Encl: a/a

Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance & Release of shares, in terms of Regulation 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011													
Name of the Target company (TC)													
Names of the Stock Exchanges where the shares of the target company are listed													
Date of reporting													
Name of the promoter or PAC on whose shares encumbrance has been created/released/unveiled													
Details of the creation/favoured/relaxation/release-of encumbrance:													
Name of the Promoter (s) or PACs with him(*)	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumbrance (Pledge/Len/ Non disposal/Undertaking /Others)	Reason for encumbrance	Number	% of share capital	Details of events pertaining to encumbrance (3)		Post event holding of encumbered shares (creation (2)+(3) / release [(2)-(3)] / invocation [(2)-(3)])
	Number	% of total Share Capital	Number	% of total Share Capital							Name of the entity in whose favour shares encumbered	Number	
Raviraj Viniyog Private Limited	25,096,984	5.5288	13,251,500	2.9192	Pledge	21.06.2019	Creation	Collateral Pledge	333,656	0.0735	Axis Trustee Services Ltd (Trustee) HDFC Asset Management Company Limited (Lender)	13,585,156	2.9928
Raviraj Viniyog Private Limited	25,096,984	5.5288	13,585,156	2.9928	Pledge	21.06.2019	Creation	Collateral Pledge	645,000	0.1421	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	14,230,156	3.1348
Raviraj Viniyog Private Limited	25,096,984	5.5288	14,250,156	3.1348	Pledge	21.06.2019	Creation	Third Party Pledge	614,779	0.1354	Axis Trustee Services Ltd (Trustee) HDFC Asset Management Company Limited (Lender)	14,844,935	3.2703
Raviraj Viniyog Private Limited	21,456,984	4.7269	14,844,935	3.2703	Release	27.06.2019	Others	Collateral Release	3,297,000	0.7263	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	11,547,935	2.5440
Suraj Viniyog Private Limited	23,645,848	5.2091	6,503,550	1.4327	Pledge	21.06.2019	Creation	Third Party Pledge	140,764	0.0310	Axis Trustee Services Ltd (Trustee) Axis Asset Management Company Ltd (Lender)	6,644,314	1.4637
Suraj Viniyog Private Limited	23,645,848	5.2091	6,644,314	1.4637	Pledge	21.06.2019	Creation	Third Party Pledge	844,263	0.1860	Catalyst Trusteeship Ltd (Trustee) Nomura Capital(India) Private Ltd (Lender)	7,488,577	1.6497

For PRABHAKAR VINIYOG PVT. LTD.

Director / Authorised Signatory

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	Number	% of total Share Capital	Number	% of total Share Capital	Type of event (creation / release / invocation)	Date of creation / release / invocation of encumbrance	Type of Encumbrance (Pledge/Len/ Non disposal/Under taking /Others)	Reason for encumbrance	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital
Suraj Viniyog Private Limited	20,005,848	4.4072	7,488,577	1.6497	Pledge	25.06.2019	Creation	Third Party Pledge	100,000	0.0220	Catalyst Trusteehip Ltd (Trustee) Nomura Capital(India) Private Ltd (Lender)	7,588,577	1.6717
Suraj Viniyog Private Limited	20,005,848	4.4072	7,588,577	1.6717	Pledge	25.06.2019	Creation	Third Party Pledge	164,000	0.0361	Catalyst Trusteehip Ltd (Trustee) Nomura Capital(India) Private Ltd (Lender)	7,752,577	1.7079
Bhanu Vyapaar Private Limited	51,045,902	11.2452	34,315,000	7.5594	Pledge	21.06.2019	Creation	Third Party Pledge	700,000	0.1542	Kotak Mahindra Prime Ltd (Lender)	35,015,000	7.7137
Bhanu Vyapaar Private Limited	51,045,902	11.2452	35,015,000	7.7137	Pledge	21.06.2019	Creation	Third Party Pledge	1,000,000	0.2203	Kotak Mahindra Investments Ltd (Lender)	36,015,000	7.9340
Bhanu Vyapaar Private Limited	43,765,902	9.6414	36,015,000	7.9340	Pledge	25.06.2019	Creation	Third Party Pledge	584,000	0.1287	Yes Bank Limited (Lender)	36,599,000	8.0626
Bhanu Vyapaar Private Limited	43,765,902	9.6414	36,599,000	8.0626	Release	27.06.2019	Others	Third Party Release	1,535,000	0.3382	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	35,064,000	7.7244
Bhanu Vyapaar Private Limited	43,765,902	9.6414	35,064,000	7.7244	Release	27.06.2019	Others	Third Party Release	3,940,958	0.8682	Kotak Mahindra Investments Ltd (Lender)	31,123,042	6.8563
Divakar Viniyog Private Limited	58,633,849	12.9168	34,497,352	7.5996	Pledge	21.06.2019	Creation	Third Party Pledge	2,000,000	0.4406	RBL Bank Ltd (Lender)	36,497,352	8.0402
Divakar Viniyog Private Limited	58,633,849	12.9168	36,497,352	8.0402	Pledge	21.06.2019	Creation	Third Party Pledge	570,000	0.1256	Indusind Bank Limited (Lender)	37,067,352	8.1658
Divakar Viniyog Private Limited	58,633,849	12.9168	37,067,352	8.1658	Pledge	21.06.2019	Creation	Third Party Pledge	570,000	0.1256	Indusind Bank Limited (Lender)	37,637,352	8.2913

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	Number	% of total Share Capital	Number	% of total Share Capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumbrance (Pledge/Len/Non disposal/Under taking /Others)	Reason for encumbrance	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital
Divakar Viniyog Private Limited	58,633,849	12.9168	37,657,352	8.2913	Pledge	21.06.2019	Creation	Third Party Pledge	500,000	0.1101	Axis Trustee Services Ltd (Trustee) HDFC Asset Management Company Limited (Lender)	38,137,352	8.4015
Divakar Viniyog Private Limited	49,533,849	10.9121	38,137,352	8.4015	Pledge	24.06.2019	Creation	Third Party Pledge	90,091	0.0198	DCB Bank Limited (Lender)	38,227,443	8.4213
Divakar Viniyog Private Limited	49,533,849	10.9121	38,227,443	8.4213	Pledge	24.06.2019	Creation	Third Party Pledge	360,164	0.0793	DCB Bank Limited (Lender)	38,587,607	8.5007
Divakar Viniyog Private Limited	49,533,849	10.9121	38,587,607	8.5007	Pledge	24.06.2019	Creation	Third Party Pledge	200,000	0.0441	Axis Trustee Services Ltd (Trustee) HDFC Asset Management Company Limited (Lender)	38,787,607	8.5447
Divakar Viniyog Private Limited	49,533,849	10.9121	38,787,607	8.5447	Pledge	25.06.2019	Creation	Third Party Pledge	203,000	0.0447	Yes Bank Limited (Lender)	38,990,607	8.5895
Prabhakar Viniyog Private Ltd	24,131,492	5.3161	12,017,800	2.6475	Pledge	21.06.2019	Creation	Collateral Pledge	332,856	0.0733	Axis Trustee Services Ltd (Trustee) HDFC Asset Management Company Ltd (Lender)	12,350,656	2.7208
Prabhakar Viniyog Private Ltd	20,491,492	4.5142	12,350,656	2.7208	Release	24.06.2019	Others	Collateral Release	2,773,600	0.6110	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	9,577,056	2.1098
Prabhakar Viniyog Private Ltd	20,491,492	4.5142	9,577,056	2.1098	Pledge	24.06.2019	Creation	Third Party Pledge	96,936	0.0214	DCB Bank Limited (Lender)	9,673,992	2.1311
Prabhakar Viniyog Private Ltd	20,491,492	4.5142	9,673,992	2.1311	Pledge	25.06.2019	Creation	Third Party Pledge	600,000	0.1322	ICICI Bank Limited (Lender)	10,273,992	2.2633

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	Number	% of total Share Capital	Number	% of total Share Capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of Encumbrance (Pledge/Lein/ Non disposal/Undertraking /Others)	Reason for encumbrance	Number	% of share capital	Name of the entity in whose favour shares encumbered	Number	% of Total share capital
Suntrack Commerce Private Limited	58,234,107	12.8287	39,705,150	8.7469	Pledge	21.06.2019	Creation	Third Party Pledge	300,000	0.0661	Axis Trustee Services Ltd (Trustee) IIFL Wealth Finance Ltd (Lender)	40,005,150	8.8130
Suntrack Commerce Private Limited	58,234,107	12.8287	40,005,150	8.8130	Pledge	21.06.2019	Creation	Third Party Pledge	1,100,000	0.2423	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	41,105,150	9.0553
Suntrack Commerce Private Limited	58,234,107	12.8287	41,105,150	9.0553	Pledge	21.06.2019	Creation	Third Party Pledge	396,000	0.0872	Catalyst Trusteeship Ltd (Trustee) Tata Capital Financial Services Ltd (Lender)	41,501,150	9.1425
Suntrack Commerce Private Limited	58,234,107	12.8287	41,501,150	9.1425	Pledge	21.06.2019	Creation	Third Party Pledge	397,000	0.0875	Catalyst Trusteeship Ltd (Trustee) Tata Capital Financial Services Ltd (Lender)	41,898,150	9.2300
Suntrack Commerce Private Limited	58,234,107	12.8287	41,898,150	9.2300	Pledge	21.06.2019	Creation	Third Party Pledge	350,000	0.0771	Hero Fincorp Limited (Lender)	42,248,150	9.3071
Suntrack Commerce Private Limited	49,134,107	10.8240	42,248,150	9.3071	Pledge	24.06.2019	Creation	Third Party Pledge	500,000	0.1101	Aditya Birla Finance Limited (Lender)	42,748,150	9.4172
Suntrack Commerce Private Limited	49,134,107	10.8240	42,748,150	9.4172	Pledge	25.06.2019	Creation	Third Party Pledge	190,000	0.0419	Hero Fincorp Limited (Lender)	42,938,150	9.4591
Suntrack Commerce Private Limited	49,134,107	10.8240	42,938,150	9.4591	Release	27.06.2019	Others	Third Party Release	9,329,800	2.0553	IDBI Trustee Services Ltd (Trustee) ICICI Prudential Asset Management Company Ltd (Lender)	33,608,350	7.4038
Amitabh Goenka	3,571,496	0.7868	3,137,700	0.6912	Release	21.06.2019	Others	Collateral Release	3,137,700	0.6912	Credit Suisse (Lender)	-	-
Smriti Agarwal	334,000	0.0736	51,000	0.0112	Pledge	26.06.2019	Creation	Collateral Pledge	20,000	0.0044	ICICI Home Finance Co. Limited (Lender)	71,000	0.0156

On Behalf of himself, Promoter & Promoter Group Persons/ Persons Acting in Concert
Place: Kolkata
Date: 28.06.2019

For PRABHAKAR VINIYOG PVT., LTD.

Director / Authorised Signatory

DISCLOSURE BY THE PROMOTER (S) TO THE STOCK EXCHANGES AND TO THE TARGET COMPANY FOR ENCUMBRANCE OF SHARES / INVOCATION OF ENCUMBRANCE/RELEASE OF ENCUMBRANCE, IN TERMS OF REGULATION 31(1) & 31(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

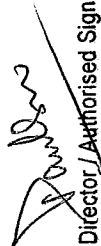
Name of the Promoter (s) or PACs with him (**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares (creation (2)+(3)) / release [(2)-(3)] / invocation [(2)-(3)]	
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital
PRITI A SUREKA	11,609,702	2.5576	2.5576	-	-	-	-	-	-	-	-	-
ADITYA VARDHAN AGARWAL	134,668	0.0297	0.0297	-	-	-	-	-	-	-	-	-
USHA AGARWAL	173,096	0.0381	0.0381	-	-	-	-	-	-	-	-	-
RAJ KUMAR GOENKA	297,964	0.0656	0.0656	-	-	-	-	-	-	-	-	-
RADHE SHYAM AGARWAL	195,000	0.0430	0.0430	-	-	-	-	-	-	-	-	-
ROHIN RAJ SUREKA	3,500,000	0.7710	0.7710	-	-	-	-	-	-	-	-	-
HARSHA VARDHAN AGARWAL	110,266	0.0243	0.0243	-	-	-	-	-	-	-	-	-
SASWAT GOENKA	580,000	0.1278	0.1278	-	-	-	-	-	-	-	-	-
SACHIN GOENKA	717,000	0.1580	0.1580	-	-	-	-	-	-	-	-	-
VIBHASH VARDHAN AGARWAL	573,478	0.1263	0.1263	-	-	-	-	-	-	-	-	-
VIHAN VARDHAN AGARWAL	172,000	0.0379	0.0379	-	-	-	-	-	-	-	-	-
ADVAY GOENKA	554,000	0.1220	0.1220	-	-	-	-	-	-	-	-	-
RITU GOENKA	454,930	0.1002	0.1002	-	-	-	-	-	-	-	-	-

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	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital
RADHE SHYAM GOENKA	392,076	0.0864	0.0864	-	-	-	-	-	-	-	-	-
CHIKKY GOENKA	371,700	0.0819	0.0819	-	-	-	-	-	-	-	-	-
SOBHINA AGARWAL	630,000	0.1388	0.1388	-	-	-	-	-	-	-	-	-
JYOTI AGARWAL	488,000	0.1075	0.1075	-	-	-	-	-	-	-	-	-
DEVARSH GOENKA	407,750	0.0898	0.0898	-	-	-	-	-	-	-	-	-
REYANSH GOENKA	407,750	0.0898	0.0898	-	-	-	-	-	-	-	-	-
AVISHI SUREKA	1,400,000	0.3084	0.3084	-	-	-	-	-	-	-	-	-
SHRUTI GOENKA	196,130	0.0432	0.0432	-	-	-	-	-	-	-	-	-
INDU GOENKA	269,700	0.0594	0.0594	-	-	-	-	-	-	-	-	-
DARSH GOENKA	565,000	0.1245	0.1245	-	-	-	-	-	-	-	-	-
MANAN GOENKA	565,000	0.1245	0.1245	-	-	-	-	-	-	-	-	-
NIKUNJ GOENKA	265,000	0.0584	0.0584	-	-	-	-	-	-	-	-	-
SAROJ GOENKA	215,240	0.0474	0.0474	-	-	-	-	-	-	-	-	-
MANSI AGARWAL	150,000	0.0330	0.0330	-	-	-	-	-	-	-	-	-
NIMISHA GOENKA	244,000	0.0538	0.0538	-	-	-	-	-	-	-	-	-

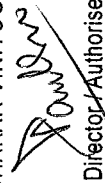
For PRABHAKAR VINIYOG PVT. LTD.



Director / Authorised Signatory

Name of the Promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares {creation (2)+(3)} / release [(2)-(3)] / invocation [(2)-(3)]	
	No. of Shares	% of	% w.r.t diluted share capital (%)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital
MANISH GOENKA	142,196	0.0313	0.0313	-	-	-	-	-	-	-	-	-
SHREYA GOENKA	230,000	0.0507	0.0507	-	-	-	-	-	-	-	-	-
VIDISHREE AGARWAL	80,000	0.0176	0.0176	-	-	-	-	-	-	-	-	-
VIDULA AGARWAL	80,000	0.0176	0.0176	-	-	-	-	-	-	-	-	-
JAYANTI GOENKA	156,254	0.0344	0.0344	-	-	-	-	-	-	-	-	-
RASHMI GOENKA	121,400	0.0267	0.0267	-	-	-	-	-	-	-	-	-
SANTOSH GOENKA	115,640	0.0255	0.0255	-	-	-	-	-	-	-	-	-
SUSHIL KUMAR GOENKA	109,900	0.0242	0.0242	-	-	-	-	-	-	-	-	-
RACHANA GOENKA	317,700	0.0700	0.0700	-	-	-	-	-	-	-	-	-
RICHA AGARWAL	91,722	0.0202	0.0202	-	-	-	-	-	-	-	-	-
JYOTI GOENKA	48,776	0.0107	0.0107	-	-	-	-	-	-	-	-	-
MOHAN GOENKA	61,900	0.0136	0.0136	-	-	-	-	-	-	-	-	-
RACHNA BAGARIA	270,000	0.0595	0.0595	-	-	-	-	-	-	-	-	-
YOGESH GOENKA	245,400	0.0541	0.0541	-	-	-	-	-	-	-	-	-

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REHA GOENKA	240,000	0.0529	0.0529	-	-	-	-	-	-	-	-	-
PUJA GOENKA	169,398	0.0373	0.0373	-	-	-	-	-	-	-	-	-
ADITYA VARDHAN AGARWAL, KARTA(HUF)	204,278	0.0450	0.0450	-	-	-	-	-	-	-	-	-
HARSH VARDHAN AGARWAL, KARTA (HUF)	172,000	0.0379	0.0379	-	-	-	-	-	-	-	-	-
MOHAN GOENKA, KARTA (HUF)	174,000	0.0383	0.0383	-	-	-	-	-	-	-	-	-
MANISH GOENKA, KARTA (HUF)	174,000	0.0383	0.0383	-	-	-	-	-	-	-	-	-
SUSHIL KUMAR GOENKA, KARTA (HUF)	174,000	0.0383	0.0383	-	-	-	-	-	-	-	-	-
PRASHANT GOENKA	190,000	0.0419	0.0419	-	-	-	-	-	-	-	-	-
ASHISH GOENKA	130,000	0.0286	0.0286	-	-	-	-	-	-	-	-	-
LAXMI DEVI BAJORIA	143,000	0.0315	0.0315	-	-	-	-	-	-	-	-	-
PRASHANT GOENKA, KARTA (HUF)	74,000	0.0163	0.0163	-	-	-	-	-	-	-	-	-
JAYANT GOENKA, KARTA (HUF)	74,000	0.0163	0.0163	-	-	-	-	-	-	-	-	-
ASHISH GOENKA, KARTA (HUF)	74,000	0.0163	0.0163	-	-	-	-	-	-	-	-	-
MADAN LAL AGARWAL	60,000	0.0132	0.0132	-	-	-	-	-	-	-	-	-
PRADEEP AGARWAL	31,150	0.0069	0.0069	-	-	-	-	-	-	-	-	-

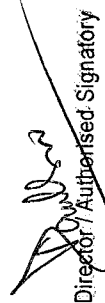
For PRABHAKAR VINIYOG PVT. LTD.



Director/Authorised Signatory

Name of the Promoter (s) or PACs with.him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)					Post event holding of encumbered shares (creation (2)+(3)) / release [(2)-(3)] / invocation [(2)-(3)]	
	No. of Shares	% of	% w.r.t diluted share capital (*)	No. of Shares	% of total share capital	Type of event (creation /release /invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking /others)	No. of shares	% of total share capital	No. of Shares	% of Total share capital
KUSUM AGARWAL	37,800	0.0083	0.0083	-	-	-	-	-	-	-	-	-
DIYA AGARWAL	26,000	0.0057	0.0057	-	-	-	-	-	-	-	-	-
SANGITA AGARWAL	26,000	0.0057	0.0057	-	-	-	-	-	-	-	-	-
SHUBHAM AGARWAL	24,460	0.0054	0.0054	-	-	-	-	-	-	-	-	-
ABHISHEK AGARWAL	24,000	0.0053	0.0053	-	-	-	-	-	-	-	-	-
DHIRAJ AGARWAL	16,750	0.0037	0.0037	-	-	-	-	-	-	-	-	-
VISHAL AGARWAL	8,200	0.0018	0.0018	-	-	-	-	-	-	-	-	-
SUMANGAL AGARWAL	8,200	0.0018	0.0018	-	-	-	-	-	-	-	-	-
IMI VINIYOGAN PRIVATE LIMITED	3,033,160	0.6682	0.6682	-	-	-	-	-	-	1,668,000	0.3675	-
EMAMI PAPER MILLS LTD	933,000	0.2055	0.2055	-	-	-	-	-	-	-	-	-
EPL SECURITIES LTD	84,000	0.0185	0.0185	-	-	-	-	-	-	-	-	-
EMAMI FRANK-ROSS LIMITED	10,000	0.0022	0.0022	-	-	-	-	-	-	-	-	-
AMITABH GOENKA, KARTA (HUF)	74,000	0.0163	0.0163	-	-	-	-	-	-	-	-	-
On behalf of himself, Promoter & Promoter Group Persons/Persons Acting in Concert												
Place: Kolkata												
Date: 28.06.2019												

For PRABHAKAR VINIYOG PVT. LTD.


Director/ Authorised Signatory