



# PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

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

Tel. : 0161- 5043500

E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

Ref.: PIL/ SEC/2024-25/11

Dated: 01.05.2024

To,  
The Manager (Listing)  
BSE Limited,  
Floor 25, P.J. Towers,  
Dalal Street, Mumbai-400001

**Subject: Announcement and intimation of Private Placement Offer cum Application Letter to Proposed Allottee, Pursuant to Section 42 and rule 14(3) of Companies (Prospectus and Allotment of Securities) Rules, 2014**

Dear Sir/Ma'am,

The Board of Directors and Shareholders of our Company have approved the issuance of **47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) Convertible Warrants ("Warrants") to Non Promoter Group** (proposed allottees names and address in Form PAS-5) at a price of Rs. 210.00/- (Rupees Two Hundred Ten only) per warrant, aggregating upto **₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size")**, with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value Rs. 5.00/- (Rupees Five only) for each Warrant on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels.

The names of the proposed allottees are mentioned below:

S. No.	Name of Proposed Allottees	Category (Promoter/ Non - Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Komal Nawandhar	Non-Promoter	18000
2.	Dilip Soni	Non-Promoter	39000
3.	Neetu Bhootra	Non-Promoter	38000
4.	Anil Kumar Bhootra	Non-Promoter	80000
5.	Manju Devi Bhootra	Non-Promoter	41875
6.	Ashish Sharma	Non-Promoter	70000
7.	Bhagirathsingh Prajapati	Non-Promoter	18000
8.	Meenu Sanjive Kumar Pathella	Non-Promoter	34500



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9.	Sitaram Bang	Non-Promoter	9000
10.	Glance Finance Limited	Non-Promoter	50000
11.	Narendra Sardarsingh Karnavat	Non-Promoter	37000
12.	Dinesh Rathi	Non-Promoter	11250
13.	Kavitadevi Bihani	Non-Promoter	7500
14.	Bhanwar Lal Bhootra HUF	Non-Promoter	40000
15.	Mahesh Phophalia HUF	Non-Promoter	40000
16.	Li-Karma Financial Services LLP	Non-Promoter	35000
17.	Bhojwani Universal Impex Private Limited	Non-Promoter	35000
18.	Tehzeeb Mohamed Tariq Nakhoda	Non-Promoter	35000
19.	Pushpa Leela Kumar Jinka	Non-Promoter	18750
20.	ARK Home Interiors and Realty Private Limited	Non-Promoter	18750
21.	Parag Bharat Mehta	Non-Promoter	150000
22.	Abhishek Loonker	Non-Promoter	55000
23.	Ankushi Sanghvi	Non-Promoter	37500
24.	Mausam Nehal Shah	Non-Promoter	140000
25.	Amit Kumar Vora	Non-Promoter	75000
26.	Wallbert Trading and Consultants Private Limited	Non-Promoter	195000
27.	Devki Nandan Sharma	Non-Promoter	130000
28.	Ankur Jitendra Shah	Non-Promoter	18750
29.	Tejas Jitendra Shah	Non-Promoter	18750
30.	Jitendra Kanchanlal Shah	Non-Promoter	18750
31.	Sejal Amish Shah	Non-Promoter	9375
32.	Kamini Ajay Kapasi	Non-Promoter	37500
33.	Yash Ramesh Brahmhatt	Non-Promoter	37500
34.	Kishor Bagri	Non-Promoter	37500
35.	Manish Kumar	Non-Promoter	12750
36.	Priyanka Amit Rustagi	Non-Promoter	160000
37.	Ageless Capital and finance Private Limited	Non-Promoter	75000
38.	Kaleido Capital Advisors LLP	Non-Promoter	300000
39.	Dhirendra Nath Tiwari	Non-Promoter	112500
40.	Antique Securities Private Limited	Non-Promoter	112500
41.	Madhu Sudan Jangid	Non-Promoter	9375
42.	Krupali Jay Parekh	Non-Promoter	9375



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43.	Ankita Chaturvedi	Non-Promoter	37500
44.	Astha Kanodia	Non-Promoter	75000
45.	Rajendra S Shah (HUF)	Non-Promoter	75000
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	Non-Promoter	75000
47.	Parveen Bansal	Non-Promoter	170000
48.	Ajay Garg & Meenu Agrawal	Non-Promoter	40500
49.	Usha Shantikumar Loonker	Non-Promoter	12500
50.	Viresh Pravin Shah	Non-Promoter	6250
51.	Cumulative Ventures LLP	Non-Promoter	18000
52.	Dhruva Das Mall	Non-Promoter	5000
53.	Madhusudan Narayanlal Sarda	Non-Promoter	38000
54.	Pushpa Sarda	Non-Promoter	6250
55.	Amit Kumar Sarda	Non-Promoter	12500
56.	Ravi Bharatbhai Ruparel	Non-Promoter	23937
57.	Kaushal Bharat Ruparel	Non-Promoter	23938
58.	Nevil Vinod Dedhia	Non-Promoter	12500
59.	Usha Maheshwari	Non-Promoter	12500
60.	India Equity Fund 1	Non-Promoter	150000
61.	Sanjay Kukreja & Son HUF	Non-Promoter	25000
62.	Shyam Mohan Gupta HUF	Non-Promoter	25000
63.	Sushant Behl	Non-Promoter	25000
64.	Rama Nand Gupta	Non-Promoter	25000
65.	Jitendra Kumar Agarwal	Non-Promoter	50000
66.	Sarthak Agarwal	Non-Promoter	100000
67.	Manit Sawhney	Non-Promoter	25000
68.	Chhavi Rastogi	Non-Promoter	25000
69.	Suman Tyagi	Non-Promoter	25000
70.	Sushila Gupta	Non-Promoter	40000
71.	Arika Securities Private Limited	Non-Promoter	100000
72.	Pushp Lata Sharma	Non-Promoter	50000
73.	Devinder Garg	Non-Promoter	25000
74.	Radhika Batra Taneja	Non-Promoter	40000
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	Non-Promoter	130000
76.	Atul Kumar Agarwal	Non-Promoter	50000
77.	Sahil Jain HUF	Non-Promoter	25000
78.	Radhika Pareekh	Non-Promoter	15000
79.	Madhusudan Khurana	Non-Promoter	25000



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80.	Atul Saluja HUF	Non-Promoter	25000
81.	Rakesh Laroia	Non-Promoter	100000
82.	Shashi Kiran Bhauka	Non-Promoter	37500
83.	Saket Agarwal	Non-Promoter	100000
84.	Gurjeev Singh Anand	Non-Promoter	37500
85.	Richie Arora	Non-Promoter	25000
86.	Veena Rani Jain	Non-Promoter	25000
87.	Aryan Malik	Non-Promoter	150000
88.	Leelamma Sainu	Non-Promoter	50000
89.	Kanti Lal Jain	Non-Promoter	50000
90.	Veena Jain	Non-Promoter	25000
91.	Swaroop Narain Agarwal	Non-Promoter	25000
92.	Fintellectual Advisors LLP	Non-Promoter	5000

The offer will remain opened for 9 days from Thursday, May, 2, 2024 to Friday, May 10, 2024.

We had already received the 'in-principle' approval under Regulation 28(1) of the SEBI (LODR) Regulation, 2015 from BSE vide letter ref. no. LOD/PREF/AB/FIP/174/2024-25 dated April 30, 2024.

We are enclosing private placement offer cum application letter (PAS-4) for the purpose of this issue.

Hope you will find the same in order.

Thanking You,

Yours Faithfully

**For Prime Industries Limited**

**(Rajinder Kumar Singhania)**

**Managing Director**

**DIN: 00077540**

Encl.: as above



## **PRIME INDUSTRIES LIMITED**

**CIN: L15490PB1992PLC012662**

**Regd. Office:** Master Chambers, 19, Feroze Gandhi Market, Ludhiana, Punjab- 141001

**Tel:** 0161-5043500; **Website:** [www.primeindustrieslimited.com](http://www.primeindustrieslimited.com); **Email:** [prime\\_indust@yahoo.com](mailto:prime_indust@yahoo.com)

**Dear Investor,**

**Subject: PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER OF PRIME INDUSTRIES LIMITED**

With respect to willingness and recording of proposed allottees names and address in Form PAS-5/List of Allottees, the Board of Directors and Shareholders of our Company has approved the issuance of 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five ) Convertible Warrants ("Warrants"), at a price of Rs. 210 /- (Rupees Two hundred ten only) per warrant, aggregating up to Rs. 98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value Rs. 5.00/- (Rupees Five only), each at a premium of Rs. 205/- (Rupees Two hundred five only) per share for each Warrant on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels. We are enclosing private placement offer cum application letter for the purpose of this issue.

***PLEASE NOTE THAT PRIVATE PLACEMENT OFFER AND APPLICATION LETTER SHALL NOT CARRY ANY RIGHT OF RENUNCIATION.***

***FURTHER NOTE THAT THE OFFER IS VALID FOR 09 DAYS FROM MAY 02, 2024 (THURSDAY) TO MAY 10, 2024 (FRIDAY) AND ALLOTMENT OF SHARES SHALL BE MADE AFTER THE CLOSURE OF OFFER.***

In case of any query in relation to this Private Placement Offer cum Application Letter or this offer, you may contact Mr. Mohit Verma (Company Secretary) at Master Chambers, 19, Feroze Gandhi Market, Ludhiana-141001, Punjab or you may call on 0161-5043500 or can drop a query mail on [prime\\_indust@yahoo.com](mailto:prime_indust@yahoo.com).

We appreciate your response.

Thanking You

**For Prime Industries Limited**

Sd/-

**Rajinder Knmar Singhania**

**Managing Director**

**DIN: 00077540**

Date: May 01, 2024

Place: Ludhiana

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## FORM NO PAS-4

## PART - A

## PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER

[Pursuant to section 42 and rule 14(3) of Companies (Prospectus and Allotment of Securities) Rules, 2014]

## 1. GENERAL INFORMATION

(i).	Name of the Company	Prime Industries Limited
	Office Address of the Company	<b>Regd. Office:</b> Master Chambers, 19, Feroze Gandhi Market, Ludhiana, Punjab- 141001
	Website and other contact details of the Company	<b>Web:</b> <a href="http://www.primeindustrieslimited.com">www.primeindustrieslimited.com</a> <b>Tel No.:</b> 0161-5043500 <b>Email:</b> <a href="mailto:prime_indust@yahoo.com">prime_indust@yahoo.com</a>
(ii).	Date of incorporation of the company	19/10/1992
(iii).	Business carried on by the company	Our Company is engaged in real estate activity and investment activities in securities.
	Details of subsidiaries	NA
	Details of branches or units, if any;	NA
(iv).	Brief particulars of directors and key managerial personnel of the company as under:	

1. **Mr. Rajinder Kumar Singhania:**

Mr. Rajinder Kumar Singhania is an esteemed member of ICAI (Institute of Chartered Accountant of India) and well known personality in the corporate circles. He is the Managing Director of the Company. He was formerly the Director (Finance) with India's premier Oswal group for more than 10 years. He is one of the promoters and has rich experience in the corporate M&A space with deals worth Rs. 50 billion executed in FY 2005-06 alone. He is having more than 25 years' experience in corporate strategy, tax planning & financial engineering internationally. He has been appointed as a Director in the board of the Company since August 01, 1998.

2. **Mr. Harjeet Singh Arora:**

Mr. Harjeet Singh Arora is an esteemed member of ICAI (Institute of Chartered Accountant of India) and ICSI (Institute of Company Secretaries of India) and the Director of the Company and has more than 25 years of experience in corporate, financial and merchant banking matters. He is one of the promoters of the company and has been involved in the secondary and primary markets right from the incorporation of the company. He has been appointed as Director on the board of the Company since October 19, 1992.

3. **Mr. Rajiv Kalra:**

Mr. Rajiv Kalra is an Independent Director of our company. He has rich experience in Finance and Securities Market. He has been appointed as Director in the board of the Company since August 28, 2020.

4. **Mr. Ashwani Kumar:**

Mr. Ashwani Kumar is a Non-Executive Independent Director of our Company. He is the Qualified Chartered Accountant and He is an esteemed member of ICAI (Institute of Chartered Accountant of India) and having rich Experience in Accounting, Finance and Taxation. He has been appointed as a Director in the board of the Company since December 21, 1996.

5. **Mr. Saket Agarwal:**

Mr. Saket Agarwal is a Non-executive and Non Independent Director of our Company. He is having Bachelor degree of Arts and having rich experience of 30 years in Trading and distribution in steel sector. He is appointed by the Company in Board meeting held on 10.08.2023.

**6. Mr. Deepak Chauhan:**

Mr. Deepak Chauhan is a Non-executive Independent Director of our Company. He is qualified Chartered Accountant and holding degree of bachelor of Commerce and further he is having rich experience of more than 10 years in Manufacturing Industry in Taxation, accounts and finance. He is appointed by the Company in Board meeting held on 10.08.2023.

**7. Ms. Ritu Sarin:**

Ms. Ritu Sarin is a Non-executive Independent Women Director of our Company. He is Qualified Chartered Accountant and further holding degree of LLB, & B COM (H). Ms. Ritu Sarin is acting as Partner in Chartered Accountancy Firm M/S SGR Associates LLP, Chartered Accountants, New Delhi and having more than 14 years of Post qualification experience in Direct Taxes Including Corporate and Transaction tax, Transfer Pricing, Transaction advisory and valuation matters. She is appointed by the Company in Board meeting held on 10.08.2023.

**8. Mr. Rajesh Kumar Kakar:**

Mr. Rajesh Kumar Kakar is Chief Financial Officer of our Company. He is MBA-Finance and having rich Experience in Accounts & Finance and Audit. He has been appointed as CFO of the Company since March 08, 2022.

**9. Mr. Mohit Verma**

Mr. Mohit Verma is the Company Secretary and Compliance officer of our Company. He is a Member of the Institute of Company Secretaries of India. He has knowledge and experience in secretarial services. He has been appointed as Company Secretary and Compliance officer of Company since 25<sup>th</sup> January, 2024.

(v). Names, addresses, DIN/ PAN and occupations of the Directors and Key Managerial Personnel.

Sr. No.	Name	Address	DIN/PAN	Occupation
1.	Mr. Rajinder Kumar Singhania	96, Sant Nagar, Civil Lines, Ludhiana, Punjab-141001, India	00077540	Business
2.	Mr. Harjeet Singh Arora	473-A, Model Town Extension, Ludhiana, Punjab-141002, India	00063176	Business
3.	Mr. Rajiv Kalra	H.No. 848/1, Dayal Nagar, Ghumar Mandi, Ludhiana, Punjab-141001, India	07143336	Business
4.	Mr. Ashwani Kumar	House No. - 19 A, Ward No. - 54, Udham Singh Nagar, Ludhiana, Punjab-141001, India	00030307	Professional
5.	Mr. Saket Agarwal	L-506, Agrasen Apartment, 66, I.P. Extension, Patparganj, Delhi-110092.	00203084	Business
6.	Mr. Deepak Chauhan	H. no. 247, Azad Nagar, Jagadhri, Yamuna Nagar, Haryana-135001	10263588	Business
7.	Ms. Ritu Sarin	101, Tower-8, Castille Court, Jaypee green, Greater Noida, Uttar Pradesh-201306.	02503754	Business
8.	Mr. Rajesh Kumar Kakar	House No. 367 A, Model Town Extension, Model Town, S.O. Ludhiana, Punjab-141002	ADEPK1222F	Employed
9.	Mr. Mohit Verma	H. no. 3234, Extension 10, Basant Avenue, Near Prabhu ji Properties, Ludhiana 141013.	AVUPV3509L	Employed

(vi). Management's perception of risk factors As per [Annexure A](#)

(vii). Details of default, if any, in



	<b>repayment of;</b>	
	a) statutory dues;	NIL
	b) debentures and interest thereon;	NIL
	c) deposits and interest thereon;	NIL
	d) loan from any bank or financial institution and interest thereon	NIL
	Amount involved in default	NIL
	Duration of default	NIL
	Present status	N.A.
(viii).	Names, designation, address and phone number, email ID of the nodal/ compliance officer of the company, if any, for the private placement offer process	<b>Compliance Officer:</b> Mr. Mohit Verma <b>Address:</b> Master Chambers, 19, Feroze Gandhi Market, Ludhiana-141001, Punjab; <b>Phone No.:</b> 0161-5043500; 0161-5043536 <b>Email:</b> <a href="mailto:prime_indust@yahoo.com">prime_indust@yahoo.com</a>
(ix).	Any Default in Annual filing of the company under the Companies Act, 2013 or the rules made thereunder	NA

## 2. PARTICULARS OF THE OFFER

(i).	Financial position of the Company for the last 3 financial years	As per <a href="#">Annexure B</a>
(ii).	Date of passing of board resolution	23 <sup>rd</sup> February, 2024 ( <b>Attached vide <a href="#">Annexure C</a></b> )
(iii).	Date of passing of resolution in Extra ordinary General Meeting (EGM), authorizing the offer of securities	23 <sup>rd</sup> March, 2024 ( <b>Attached vide <a href="#">Annexure D</a></b> )
(iv).	Kind of securities offered (i.e. whether share or debenture) and class of security; the total number of shares or other securities to be issued;	47,03,125 (Forty Seven Lakhs Three Thousand One hundred Twenty Five only) convertible warrants (“Warrants”)
(v).	Price at which the security is being offered including the premium, if any, along with justification of the price;	At the price of Rs. 210.00/- (Rupees Two Hundred ten only) per warrant, aggregating up to Rs. 98,76,56,250 (Rupees Ninety Eight Crores Seventy Six Lakhs Fifty Six Thousand Two hundred Fifty Only) (“Total Issue Size”), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value Rs. 5.00/- (Rupees Five only), each at a premium of Rs. 205.00/- per share for each Warrant.  Since the equity shares of the Company are listed on BSE Limited and as on relevant date it falls in the category of frequently traded shares in accordance with the Regulation 164(5) of SEBI (Issue of Capital and Disclosure Requirement) [“SEBI (ICDR)”] Regulations, therefore, in terms of the Regulation 164 of SEBI ICDR Regulations, the Warrant issue price is fixed at Rs. 210.00/-

		(Indian Rupees Two Hundred Ten Only).
(vi).	Name and address of the valuer who performed valuation of the security offered, and basis on which the price has been arrived at along with report of the registered valuer	N.A.
(vii).	Relevant date with reference to which the price has been arrived at	The relevant date in terms of Regulation 161 read with explanation to Regulation 161 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 has been fixed at Thursday, February 22, 2024.
(viii).	The class or classes of persons to whom the allotment is proposed to be made;	Non-Promoters/Public, for cash consideration on preferential basis ("Preferential Issue").
(ix).	Intention of promoters, directors or key managerial personnel to subscribe to the offer (applicable in case they intend to subscribe to the offer) [not required in case of issue of non-convertible debentures]	None of the Promoters, Directors or Key Managerial Personnel (KMP) of the Company has an intention to subscribe to the offer except Mr. Saket Agarwal, Non-executive and Non Independent Director of the Company.
(x).	The proposed time within which the allotment shall be completed	As required under Chapter V of SEBI ICDR Regulations, the Convertible warrants shall be issued and allotted by the Company to the proposed allottees in dematerialized form within a period of 15 (Fifteen) days from the date of passing of the special resolution, provided that where the issue and allotment of the Convertible warrants is subject to receipt of any approval or permission from any regulatory authority or Government of India, the allotment shall be completed within a period of 15 days from the date of receipt of such approvals or such other extended period as may be permitted under the applicable provision of SEBI (ICDR) Regulations.  Since, the Company has received In- Principle Approval of BSE Limited on April 30, 2024, bearing reference no. LOD/PREF/AB/FIP/174/2024-25, allotment shall be made on or before May 14, 2024, subject to receipt of requisite application money.  The In-Principle Approval of BSE Limited is attached vide <a href="#">Annexure E</a> .
(xi).	The names of the proposed allottees and the percentage of post private placement capital that may be held by them	As per <a href="#">Annexure F</a>
(xii).	The change in control, if any, in the company that would occur consequent to the private placement	There shall be no change in the composition of Board as compared to last quarter, the existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment.
(xiii).	The number of persons to whom allotment on preferential basis/private placement/ rights issue has already been made during the year, in terms of number of securities as well as price	The Company has made allotments of 53,50,000 convertible share warrants at a price of Rs. 13/- per share (Includes Premium of Rs. 8/- per share) on 03 <sup>rd</sup> July, 2023.

(xiv).	The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	Not Applicable
(xv).	Amount which the company intends to raise by way of proposed offer of securities	Aggregating up to Rs. 98,76,56,250/- (Rupees Ninety Eight Crores Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only).
(xvi).	Terms of raising of securities: Duration, if applicable, rate of dividend or rate of interest, mode of payment and repayment	After the conversion of warrants into equity shares, such equity shares to be issued and allotted shall be fully paid up and shall rank pari passu with the existing equity shares of the Company in all respects (including with respect to dividend and voting rights). The equity shares to be allotted shall be under lock in terms of Regulation 167 of SEBI (Issue of Capital and Disclosure Requirement), Regulation, 2018.
(xvii).	Proposed time schedule for which the private placement offer cum application letter is valid	The offer is valid for 9 days from Thursday, May 02, 2024 to Friday, May 10, 2024.  The proposed allottees are required to give their acceptance during the above specified period.
(xviii).	Purposes and object of the offer	The Company needs to raise additional funds to meet out the working capital requirement, business expansion and other general corporate purposes of the Company. Considering raising funds through preferential issue to be most cost and time effective way for raising additional capital the Board of Directors of the Company proposed to raise upto ₹98,76,56,250/- (Rupees Ninety-Eight Crore Seventy-Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) through issue of warrants convertible into equity shares on preferential basis to the person/Entity belong to non-promoter group of Company. The Company shall utilize the proceeds from the preferential issue of warrants convertible into equity shares to meet out the working capital requirement, business expansion and other general corporate purposes of the Company which shall enhance the business of the Company.
(xix).	Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of such objects	N.A.
(xx).	Principle terms of assets charged as security, if applicable	Not Applicable.
(xxi).	The details of significant and material orders passed by the Regulators, Courts and Tribunals impacting the going concern status of the company and its future operations	NIL
(xxii).	The pre-issue and post-issue shareholding pattern of the company: <b>As under</b>	

Sr. No.	Category	Pre Issue Shareholding#		Post Issue Shareholding (Presuming full conversion of Warrants)##	
		No. of equity shares held	% of Shares*	No. of equity shares held	% of Shares**

<b>A</b>	<b>Promoter &amp; Promoter Group Shareholding</b>				
(a)	Indian Promoter	65,42,894	41.80%	67,42,894	26.23%
(b)	Foreign Promoter	-	-	-	-
	<b>Sub Total (A)</b>	<b>65,42,894</b>	<b>41.80%</b>	<b>67,42,894</b>	<b>26.23%</b>
<b>B</b>	<b>Public Shareholding</b>				
(a)	<b>Institutional (Domestic)</b>				
	India Equity Fund 1	2,00,000	1.28%	3,50,000	1.36%
	Banks	3,800	0.02%	3,800	0.01%
(b)	<b>Non-Institutional</b>				
(i)	1. Individual Shareholders holding Nominal Share Capital Up to 2 Lacs	35,25,666	22.52%	47,19,811	18.36%
(ii)	2. Individual Shareholders holding Nominal Share Capital Above 2 Lacs	32,93,640	21.04%	61,73,370	24.01%
(iii)	Bodies Corporate	17,67,067	11.29%	67,03,317	26.08%
(iv)	Non-Resident Indians	49,223	0.31%	49,223	0.19%
(c)	<b>Any Other (specify)</b>				
(v)	HUF	1,34,963	0.86%	3,39,963	1.32%
(vi)	Trust	-	-	1,30,000	0.51%
(vii)	Firm/LLP	136147	0.87%	4,94,147	1.92%
	<b>Sub Total (B)</b>	<b>91,10,506</b>	<b>58.20%</b>	<b>1,89,63,631</b>	<b>73.77%</b>
	<b>Total Shareholding</b>	<b>1,56,53,400</b>	<b>100.00%</b>	<b>2,57,06,525</b>	<b>100.00%</b>

\*These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹7,82,67,000/- (Seven Crore Eighty Two Lakh and Sixty Seven Thousand) divided into 1,56,53,400 (One Crore Fifty Six Lakh Fifty Three Thousand Four Hundred) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

\*\*These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹12,85,32,625/- (Twelve Crore Eighty Five Lakhs Thirty Two Thousand Six Hundred and Twenty Five) divided into 2,57,06,525 (Two Crore Fifty Seven Lakh Six Thousand Five Hundred and Twenty Five) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

#This holding has been calculated without taking into consideration the warrants allotted under previous preferential issue.

##This holding has been mentioned taking into consideration all the warrants issued by the Company (i.e. 53,50,000 Warrants allotted in the previous preferential issue and 47,03,125 Warrants to be allotted in the current preferential issue.)

**Note:**

1. The Pre Issue Shareholding Pattern is as on March 31, 2024.
2. The Post Issue Shareholding Pattern in the above table has been prepared on the basis that the proposed allottee (s) will subscribe to all the Equity Shares which they are intent to do so. In the event for any reason, the proposed allottee(s) do not or are unable to subscribe to and/or are not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes.
3. The Company will ensure compliance with all applicable laws and regulations including the SEBI ICDR Regulations at the time of allotment of convertible warrants of the Company.

1) MODE OF PAYMENT FOR SUBSCRIPTION

a.	Cheque	
<b>Or</b>		
b.	Demand Draft	
<b>Or</b>		
c.	Other Banking Channels (NEFT / RTGS)	<b>Account Name: PRIME INDUSTRIES LIMITED  ISSUE OF WARRANTS ACCOUNT</b> <b>Account Number: 100761000000071</b> <b>IFSC: YESB0001007</b> <b>Bank: Yes Bank Ltd</b> <b>Brauch: Humbran Road, Ludhiana Punjab-141001.</b>

2) DISCLOSURES WITH REGARD TO INTEREST OF DIRECTORS, LITIGATION, ETC.

(i).	Any financial or other material interest of the directors, promoters or key managerial personnel in the offer and the effect of such interest in so far as it is different from the interests of other persons	None of the Promoters, Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested														
(ii).	Details of any litigation or legal action pending or taken by any Ministry or Department of the Government or a statutory authority against any promoter of the offeree company during the last three years immediately preceding three year of the issue of the private placement offer cum application letter and any direction issued by such Ministry or Department or statutory authority upon conclusion of such litigation or legal action shall be disclosed	Nil														
(iii).	Remuneration of directors (during the current year and last three financial years)	<p style="text-align: right;"><b>(Amouut iu Rs.)</b></p> <table border="1"> <thead> <tr> <th rowspan="2">Name of Directors</th> <th colspan="4">Remuneratiou Paid</th> </tr> <tr> <th>F.Y. 2020-21</th> <th>F.Y. 2021-22</th> <th>F.Y. 2022-23</th> <th>Current Year</th> </tr> </thead> <tbody> <tr> <td>Mr. Rajinder Kumar Singhania</td> <td>12</td> <td>12</td> <td>12</td> <td>12</td> </tr> </tbody> </table>	Name of Directors	Remuneratiou Paid				F.Y. 2020-21	F.Y. 2021-22	F.Y. 2022-23	Current Year	Mr. Rajinder Kumar Singhania	12	12	12	12
Name of Directors	Remuneratiou Paid															
	F.Y. 2020-21	F.Y. 2021-22	F.Y. 2022-23	Current Year												
Mr. Rajinder Kumar Singhania	12	12	12	12												
(iv).	Related party transactions entered during the last three financial years of issue of private placement offer cum application letter including with regard to loans made or, guarantees given or securities provided	As per <a href="#">Annexure G</a>														
(v).	Summary of reservations or qualifications or adverse remarks of auditors in the last five financial years immediately preceding the year of issue of private placement offer cum application letter and of their impact	Nil														

	on the financial statements and financial position of the company and the corrective steps taken and Proposed to be taken by the company for each of the said reservations or qualifications or adverse remark	
(vi).	Details of any inquiry, inspections or investigations initiated or conducted under the Companies Act, 2013 or any previous company law in the last three years immediately preceding the year of issue of private placement offer cum application letter in the case of company and all of its subsidiaries, and if there were any prosecutions filed (whether pending or not), fines imposed, compounding of offences in the last three years immediately preceding the year of the private placement offer cum application letter and if so, section-wise details thereof for the company and all of its subsidiaries;	Nil
(vii).	Details of acts of material frauds committed against the company in the last three years, if any, and if so, the action taken by the company	Nil

### 3) FINANCIAL POSITION OF THE COMPANY

#### (a) Capital structure of the Company

	Particulars	Amount
<b>(i)</b>		
A.	<b>Authorized Share Capital</b> 4,00,00,000 Equity Shares of Rs. 5/- each	Rs. 20,00,00,000/-
	<b>Issued, Subscribed and Paid-Up Share Capital</b> 1,56,53,400 Equity Shares of Rs. 5/- each	Rs. 7,82,67,000/-
B.	<b>Size of the Present Offer</b>	Upto 47,03,125 (Forty Seven Lakhs Three Thousand One hundred Twenty Five only) convertible warrants ("Warrants"), at a price of Rs. 210/- (Rupees Two hundred Ten only) per warrant, aggregating upto Rs. 98,76,56,250/- (Rupees Ninety Eight Crores Seventy Six Lakhs Fifty Six Thousand Two hundred Fifty Only) ("Total Issue Size"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value Rs. 5/- (Rupees Five only), each at a premium of Rs. 205/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons belonging to promoter group and non-promoter group of the Company on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue
C.	<b>Paid Up Capital After the offer (Presuming full conversion of Warrants)</b> 2,57,06,525 equity shares of Rs. 5.00/- each	Rs. 12,85,32,625/-

D.	<b>Share premium account (Before the offer) (After the offer)</b>	Rs. 4,28,00,000/- Rs. 100,69,40,625/-
----	---	--

(ii) The details of the existing share capital of the issuer company in a tabular form, indicating therein with regard to each allotment, the date of allotment, the number of shares allotted, the face value of the shares allotted, the price and the form of consideration:

Sr. No.	Date of allotment	Number of shares allotted*	Cumulative No. of shares*	Face Value of shares allotted*	Price	Form of consideration
1	16.10.1992	7	7	10	10	Cash/Bank
2	01.07.1993	700000	700007	10	10	Cash/Bank
3	15.09.1993	1099993	1800000	10	10	Cash/Bank
4	10.10.1993	885000	2685000	10	10	Cash/Bank
5	20.02.1994	3215000	5900000	10	10	Cash/Bank
6	10.10.2000	2000000	7900000	10	10	Cash/Bank

\*Face Value of the Company was Rs.10/- till September, 2019.

\*The Company has sub-divided its 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. Therefore, of shares get doubled. Since 2019.

\*7900000 shares will be 1,58,00,000 Shares, Issued Shares is 1,58,00,000 and out of which 1,46,600 shares had forfeited and the subscribed and paid up no. of shares is 1,56,53,400 shares.

**(b) Profits of the Company**

(Amount in INR Millions)

Particulars	31-Mar-23	31-Mar-22	31-Mar-21
Profit Before Tax	15.73	(1.59)	1.69
Profit After Tax	15.69	(1.66)	1.69

**(c) Dividend declared by the Company in last three financial years and interest coverage ratio**

Particulars	31-Mar-23	31-Mar-22	31-Mar-21
Dividends declared by the Company	-	-	-
Interest Coverage Ratio*	8.32	(0.62)	1.72

\* Interest Coverage Ratio has been calculated by using this formula:

*Earnings before Interest Tax Depreciation & Amortization Expenses (EBITDA)*

*Interest Cost/ Finance Cost*

(d)	A summary of the financial position of the Company as in the date audited balance sheets immediately preceding the date of issue of private placement offer cum application letter	Refer <a href="#">Annexure B</a>
(e)	Audited Cash Flow statement for the three years immediately preceding the date of issue of private placement offer cum application letter	As per <a href="#">Annexure H</a>
(f)	Any change in accounting policies during the last three years and their effect on the profits and the reserves of the company.	No

**PART - B**  
**(To be filed by the Applicant)**

(i)	Name	
(ii)	Father's name	
(iii)	Complete Address including Flat / House Number, street, Locality, pin Code	
(iv)	Phone number, if any	
(v)	Email ID, if any	
(vi)	PAN Number	
(vii)	Bank Account Details:	

**Signature of the Applicant**

*Initial of the Officer of the company designated to keep  
the record*

**For Prime Industries Limited**

**(Signature)**

**Sd/-**

**Name: Rajinder Knmar Singhania**

**Designation: Managing Director**

**DIN: 00077540**

**Date: May 01, 2024**

**Place: Lndhaina**



#### **4) A DECLARATION BY THE DIRECTORS**

We, the Board of Directors of the Company, hereby declares that;

- (a) the company has complied with the provisions of the Companies Act, 2013 and the rules made thereunder;
- (b) the compliance with the said Act and the rules made thereunder do not imply that payment of dividend or interest or repayment of preference shares or debentures, if applicable, is guaranteed by the Central Government
- (c) the monies received under the offer shall be used only for the purposes and objects indicated in the private placement offer cum application letter;

*I am authorized by the Board of Directors of the company vide resolution number 04 dated February 23, 2024 to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form ad matters incidental thereto have been complied with. Whatever is stated in this Form and in the application attachments thereto is true, correct and complete and no information material to the subject matter of this Form has been suppressed or concealed and is as per the original records maintained by the promoters subscribing to the Memorandum of Association and Articles of Association. It is further declared and verified that all the required attachments have been completely, correctly and legibly attached to this form.*

**For and behalf of Board of Directors of  
Prime Industries Limited**

**Sd/-**

**Rajinder Knmar Singhania  
Managing Director  
DIN: 00077540**

Date: May 01, 2024

Place: Ludhiana

**Attachments: -**

- Annexures
- Securities Application Form

**MANAGEMENT'S PERCEPTION OF RISK FACTORS****INTERNAL RISK FACTORS:**

***1. The Capital Goods Sector, Defense, Nuclear and Space industries are becoming increasingly competitive, and our Company's growth and profitability will inter alia depend on its ability to compete effectively.***

Our company in order to optimize resources is undergoing a strategic transformation, primarily focusing on the dynamic capital goods segment. Our first step in this direction is acquiring a stake in Kay Bovet engineering limited, marking our entry into the capital goods industry. Recognizing the capital goods sector's significance, especially in India's goal to become an 8 trillion-dollar economy, we see promising opportunities ahead. This industry also plays a vital role in the defense domain. With this in mind, we are enthusiastic about our prospects in this segment and are actively seeking acquisitions that align with our strategic direction.

Our Company faces increasing competition from public and private sector as they have greater resources than our Company does. Competition in our industry depends on, among other things, the ongoing evolution of government policies relating to the industry, the entry of new participants in the industry.

As our Company enters new markets in the *Capital Goods Sector, Defense, Nuclear and Space industries*, our Company is likely to face additional competition from entities who may be better capitalized, have longer operating histories and more experienced management. If our Company is unable to compete with these entities effectively in these new markets, its operations and/or profitability may be adversely affected.

***2. We could be harmed by employee misconduct or errors that are difficult to detect and any such incidences could adversely affect our financial condition, results of operations and reputation.***

Employee misconduct or errors could expose us to business risks or losses, including regulatory sanctions and cause serious harm to our reputation. There can be no assurance that we will be able to detect or deter such misconduct. Moreover, the precautions we take to prevent and detect such activity may not be effective in all cases. Our employees and agents may also commit errors that could subject us to claims and proceedings for alleged negligence, as well as regulatory actions on account of which our business, financial condition, results of operations, and goodwill could be adversely affected.

***3. Certain unsecured loans have been availed by our Company which may be recalled by lenders at any time.***

The Company has availed the facility of certain secured and unsecured borrowing, which is amount to INR 26.97 million as on March 31, 2023. The unsecured loans taken by our Company may be recalled by the respective lenders at any time. Any failure to service such indebtedness, or otherwise perform any obligations under such financing agreements may lead to a termination of one or more of our credit facilities or incur penalties and acceleration of payments under such credit facilities, which may adversely affect our Company.

***4. We are dependant on our promoters and senior management team and any change in the senior management may adversely affect our business or results of operations***

Our success and future performance are substantially dependent on the guidance and foresight of our Promoters and Directors. Our success and future performance are substantially dependent on the expertise and services of our management team, including our senior management team i.e. our Directors and other key managerial personnel. Any change in the management personnel or other key personnel could have an adverse effect on our business and results of operations. Further, our ability to maintain our leadership position in the edible oils business depends on our ability to attract, train, motivate and retain highly skilled personnel. If we are unable to recruit and retain the requisite personnel's, our business and results of operations may be adversely affected.

***5. Ability to pay dividends in the future will depend on our Company's earnings, financial condition, working capital requirements, capital expenditures and restrictive covenants of our Company's financing arrangements.***

In the past, we have made dividend payments to the Shareholders of our Company. Our Company's ability to pay dividends in the future will depend on a number of factors, including but not limited to our earnings, capital requirements, contractual obligations, results of operations, financial condition, cash requirements, business prospects and any other financing arrangements, applicable legal restrictions and overall financial position of our Company. The declaration and payment of dividends will be recommended by our Board of Directors and approved by the Shareholders, at their discretion, subject to the provisions of the Articles of Association and applicable law, including the Companies Act, 2013. Our Board may also, from time to time, declare interim dividends from the profits of the Financial Year in which such interim dividend is sought to be declared. We may retain all future earnings, if any, for use in the operations and expansion of the business. We cannot assure you that we will be able to pay dividends in the future.

**6. Our Company faces stiff competition in our business from organized and unorganized players, which may adversely affect our business operation and financial condition**

The market for our products is highly competitive on account of both the organized and unorganized players. Players in this industry generally compete with each other on key attributes such as technical competence, quality of products, brand image, distribution network, pricing and timely delivery. Some of our competitors may have longer industry experience and greater financial, technical and other resources, which may enable them to react faster in changing market scenario and remain competitive. Moreover, the unorganized sector offers their products at highly competitive prices which may not be matched by us and consequently affect our volume of sales and growth prospects. Growing competition may result in a decline in our market share and may affect our margins which may adversely affect our business operations and our financial condition.

**7. We have experienced negative cash flows in the preceding years.**

The following table sets forth net cash inflow/(outflow) from operating, investing and financing activities for fiscal year 2023, 2022 and 2021.

(Amount in INR Millions)			
Particulars	31 Mar-2023	31 Mar-2022	31 Mar-2021
<b>Net cash inflow/(Outflow)</b>	(25.72)	96.76	(2.60)

We cannot assure you that our net cash flows will be positive in the future, which could adversely affect our ability to, among others, fund our operations and pay debts in a timely manner or finance proposed business expansions or investments.

**8. We have in the past entered into related party transactions and may continue to do so in the future.**

We have in the past entered into certain related party transactions. For a summary of such related party transactions in fiscal year 2023, 2022 and 2021, see "Annexure- H, Summary of related party transactions". While we believe that all such transactions have been conducted on an arm's length basis and on commercially reasonable terms, there can be no assurance that we could not have achieved more favourable terms had such transactions not been entered into with related parties. Further, it is likely that we may enter into related party transactions in the future. There can be no assurance that such transactions, individually or in the aggregate, will not have an adverse effect on our financial condition and results of operations or that we could not have achieved more favourable terms if such transactions had not been entered into with related parties. Additionally, any future transactions with our related parties could potentially involve conflicts of interest.

**EXTERNAL RISK FACTORS:**

**9. Changes in the Government Policy could adversely affect economic conditions in India generally and our business in particular.**

The regulatory and policy environment in which we operate is evolving and subject to change. Such changes may adversely affect our business, results of operations and prospects, to the extent that we are unable to suitably respond to and comply with any such changes in applicable law and policy. Unfavorable changes in or interpretations of existing, or the promulgation of new, laws, rules and regulations including foreign investment laws governing our business, operations and group structure could result in us being deemed to be in contravention of such laws and may require us to apply for additional approvals. We may incur increased costs and other burdens relating to compliance with such new requirements, which may also require significant management time and other resources, and any failure to comply may adversely affect our business, results of operations and prospects.

***10. Global economic, political and social conditions may harm our ability to do business, increase our costs and negatively affect our stock price.***

Global economic and political factors that are beyond our control, influence forecasts and directly affect performance. These factors include interest rates, rates of economic growth, fiscal and monetary policies of governments, inflation, deflation, foreign exchange fluctuations, consumer credit availability, fluctuations in commodities markets, consumer debt levels, unemployment trends and other matters that influence consumer confidence, spending and tourism. Increasing volatility in financial markets may cause these factors to change with a greater degree of frequency and magnitude, which may negatively affect our stock prices.

***11. The occurrence of natural or man-made disasters could adversely affect our results of operations, cash flows and financial condition. Hostilities, terrorist attacks, civil unrest and other acts of violence could adversely affect the financial markets and our business.***

Natural disasters (such as typhoons, flooding and earthquakes), epidemics, pandemics such as Covid-19, acts of war, terrorist attacks and other events, many of which are beyond our control, may lead to economic instability, including in India or globally, which may in turn materially and adversely affect our business, financial condition and results of operations. Our operations may be adversely affected by fires, natural disasters and/or severe weather, which can result in damage to our property or inventory and generally reduce our productivity and may require us to evacuate personnel and suspend operations. Any terrorist attacks or civil unrest as well as other adverse social, economic and political events in India could have a negative effect on us. Such incidents could also create a greater perception that investment in Indian companies involves a higher degree of risk and could have an adverse effect on our business and the price of the Equity Shares.

***12. Inflation in India could have an adverse effect on our profitability and if significant, on our financial condition.***

Inflation rates in India have been volatile in recent years, and such volatility may continue in the future. India has experienced high inflation in the recent past. Increased inflation can contribute to an increase in interest rates and increased costs to our business, including increased costs of transportation, wages, raw materials and other expenses relevant to our business. High fluctuations in inflation rates may make it more difficult for us to accurately estimate or control our costs. Any increase in inflation in India can increase our expenses, which we may not be able to adequately pass on to our clients, whether entirely or in part, and may adversely affect our business and financial condition. In particular, we might not be able to reduce our costs or increase the price of our products to pass the increase in costs on to our clients, entirely or in part. In such case, our business, results of operations, cash flows and financial condition may be adversely affected. Further, the Government of India has previously initiated economic measures to combat high inflation rates, and it is unclear whether these measures will remain in effect. There can be no assurance that Indian inflation levels will not worsen in the future.

*This space is intentionally left blank.*

**FINANCIAL POSITION OF THE COMPANY FOR THE LAST 3 FINANCIAL YEARS**  
**Position of Assets and Liabilities of the Company as at the end of last 3 audited financial years**

Amount in INR in Millions

	Particulars	As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2021
	<b>ASSETS</b>			
<b>1</b>	<b>Nou-current assets</b>			
(a)	Property, Plant & Equipments and Intangible assets	0.01	0.01	0.02
(b)	Investment Property	30.66	30.66	30.66
(c)	Financial assets			
	Investments	130.23	153.56	56.27
	Loans	-	-	-
	Others financial assets	-	-	-
(d)	Deferred Tax Assets (Net)	0.04	0.08	0.07
(e)	Other non-current assets	0.51	1.07	0.58
	<b>Total nou-current assets</b>	<b>161.45</b>	<b>185.38</b>	<b>87.60</b>
<b>2</b>	<b>Current assets</b>			
(a)	Inventories	7.46	6.08	10.22
(b)	Financial assets			
	Investments	-	-	-
	Trade receivables	-	-	-
	Cash and cash equivalents	85.04	110.76	13.99
	Bank balances other than above	-	-	-
	Other financial assets	0.34	0.88	
(c)	Current tax assets (Net)	-	-	-
(c)	Other current assets	14.75	14.75	17.20
	<b>Total current assets</b>	<b>107.59</b>	<b>132.47</b>	<b>41.41</b>
	<b>Total</b>	<b>269.04</b>	<b>317.85</b>	<b>129.00</b>
	<b>EQUITY AND LIABILITIES</b>			
	<b>Equity</b>			
(a)	Equity share capital	78.63	78.63	78.63
(b)	Other equity	125.36	129.53	33.91
	<b>Total equity</b>	<b>203.99</b>	<b>208.17</b>	<b>112.54</b>
	<b>Liabilities</b>			
<b>1</b>	<b>Nou-current liabilities</b>			
(a)	Financial liabilities			
	Borrowings	-	-	-
(b)	Provisions	-	-	-
(c)	Other non-current liabilities	-	-	-
	<b>Total nou-current liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>1</b>	<b>Current liabilities</b>			
(a)	Financial liabilities			
	Short term borrowings	26.97	99.87	4.51
	Trade payable:	-	-	-
	Other financial liabilities	0.91	2.64	
(b)	Other current liabilities	37.17	7.17	11.95
(c)	Short term provisions	-	-	-
	<b>Total current liabilities</b>	<b>65.05</b>	<b>109.68</b>	<b>16.46</b>
	<b>Total</b>	<b>269.04</b>	<b>317.85</b>	<b>129.00</b>

**Profit and Loss Statement of the Company for last 3 financial years**

(Amount in INR in Millions)

	Particulars	For the year ended March 31, 2023	For the year ended March 31, 2022	For the year ended March 31, 2021
	Revenue from operations	68.34	16.96	81.78
	Other income	8.65	-	-
I.	<b>Total income</b>	<b>76.99</b>	<b>16.96</b>	<b>81.78</b>
II.	<b>Expeuses:</b>			
	Cost of Land & securities sold	55.76	10.36	74.90
	Employee benefit expense	1.79	1.89	1.92
	Finance cost	2.15	4.16	2.34
	Depreciation and amortization expense	-	0.01	0.00
	<b>Other expeuses</b>	1.56	2.13	0.93
	<b>Total expeuses</b>	<b>61.26</b>	<b>18.55</b>	<b>80.10</b>
III.	<b>Profit/(Loss) before tax (I-II)</b>	15.73	(1.59)	1.69
IV.	Tax expense:			
	Excess/Less Provision of earlier Years	0.04	0.09	-
	Deferred tax	-	(0.01)	0.00
	<b>Total of tax expeuses</b>	0.04	0.08	0.00
V.	<b>Profit/(Loss) for the period (III-IV)</b>	15.69	(1.66)	1.69
VI.	<b>Other Comprehensive Income</b>			
A	Items that will not be reclassified to profit or loss	-	-	-
	Remeasurement of the Shares	(19.87)	97.29	40.72
B	<i>Income tax relating to items that will not be reclassified to profit or loss</i>			
B	Items that will be reclassified to profit or loss	-	-	-
	<i>Income tax relating to items that will be reclassified to profit or loss</i>			
VII.	<b>Total Other Compreheusive Income (Net)</b>	(19.87)	97.29	40.72
VII.	<b>Total comprehensive income for the period (V+VI)</b>	(4.18)	95.63	42.41
	Earnings per share (RS.)	-	-	-
	Basic - Par value of Rs 5 per share	0.00	(0.00)	0.11
	Diluted - Par value of Rs 5 per share	0.00	(0.00)	0.11

*This space is intentionally left blank.*

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF PRIME INDUSTRIES LIMITED HELD



## PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

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

Tel. : 0161- 5043500

E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED BY THE BOARD OF DIRECTORS OF PRIME INDUSTRIES LIMITED AT THE BOARD MEETING HELD ON FRIDAY, 23<sup>RD</sup> FEBRUARY, 2024 AT 2:00 P.M. AT MASTER CHAMBERS, 19, FEROCZE GANDHI MARKET LUDHIANA PUNJAB - 141001.

**TO OFFER AND ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES, ON A PREFERENTIAL BASIS**

"RESOLVED THAT pursuant to the provisions of section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the "Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Fifty-Three Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (the "Listing Regulations"), and subject to approval of shareholders in upcoming Extra Ordinary General Meeting and subject to any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI") and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority including BSE Limited, and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board of Director (the "Board") in its absolute discretion, the consent of the Board of Directors of the Company be and is hereby accorded to create, issue, offer and allot from time to time, in one or more tranches, upto 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) convertible warrants ("Warrants"), at a price of ₹210/- (Rupees Two Hundred Ten Only) per warrant, aggregating upto ₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹5.00/- (Rupees Five only), each at a premium of ₹205/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons / entity enlisted below ("Warrant Holder"/ "Proposed Allottees") belonging to promoter group and non-promoter group of the Company on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and

For Prime Industries Ltd

Managing Director



# PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

Regd. Office : Master Chamber, SCO -19,  
Feroze Gandhi Market, Ludhiana- 141 001, Punjab  
Tel. : 0161 - 5043500

E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

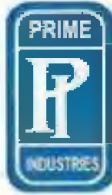
conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

S. No.	Name of Proposed Allottees	Category (Promoter/ Non - Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Komal Nawandhar	Non-Promoter	18000
2.	Dilip Soni	Non-Promoter	39000
3.	Neetu Bhootra	Non-Promoter	38000
4.	Anil Kumar Bhootra	Non-Promoter	80000
5.	Manju Devi Bhootra	Non-Promoter	41875
6.	Ashish Sharma	Non-Promoter	70000
7.	Bhagirathsingh Prajapati	Non-Promoter	18000
8.	Meenu Sanjive Kumar Pathella	Non-Promoter	34500
9.	Sitaram Bang	Non-Promoter	9000
10.	Glance Finance Limited	Non-Promoter	50000
11.	Narendra Sardarsingh Kamavat	Non-Promoter	37000
12.	Dinesh Rathi	Non-Promoter	11250
13.	Kavitadevi Bihani	Non-Promoter	7500
14.	Bhanwar Lal Bhootra HUF	Non-Promoter	40000
15.	Mahesh Phophalia HUF	Non-Promoter	40000
16.	Li-Karma Financial Services LLP	Non-Promoter	35000
17.	Bhojwani Universal Impex Private Limited	Non-Promoter	35000
18.	Tehzeeb Mohamed Tariq Nakhoda	Non-Promoter	35000
19.	Pushpa Leela Kumar Jinka	Non-Promoter	18750
20.	ARK Home Interiors and Realty Private Limited	Non-Promoter	18750
21.	Parag Bharat Mehta	Non-Promoter	150000
22.	Abhishek Loonker	Non-Promoter	55000
23.	Ankushi Sanghvi	Non-Promoter	37500
24.	Mausam Nehal Shah	Non-Promoter	140000
25.	Amit Kumar Vora	Non-Promoter	75000
26.	Wallbert Trading and Consultants Private Limited	Non-Promoter	195000
27.	Devki Nandan Sharma	Non-Promoter	130000
28.	Ankur Jitendra Shah	Non-Promoter	18750
29.	Tejas Jitendra Shah	Non-Promoter	18750
30.	Jitendra Kanchanlal Shah	Non-Promoter	18750
31.	Sejal Amish Shah	Non-Promoter	9375
32.	Kamini Ajay Kapasi	Non-Promoter	37500

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Managing Director





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33.	Yash Ramesh Brahmhatt	Non-Promoter	37500
34.	Kishor Bagri	Non-Promoter	37500
35.	Manish Kumar	Non-Promoter	12750
36.	Priyanka Amit Rustagi	Non-Promoter	160000
37.	Ageless Capital and finance Private Limited	Non-Promoter	75000
38.	Kaleido Capital Advisors LLP	Non-Promoter	300000
39.	Dhirendra Nath Tiwari	Non-Promoter	112500
40.	Antique Securities Private Limited	Non-Promoter	112500
41.	Madhu Sudan Jangid	Non-Promoter	9375
42.	Krupali Jay Parekh	Non-Promoter	9375
43.	Ankita Chaturvedi	Non-Promoter	37500
44.	Astha Kanodia	Non-Promoter	75000
45.	Rajendra S Shah (HUF)	Non-Promoter	75000
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	Non-Promoter	75000
47.	Parveen Bansal	Non-Promoter	170000
48.	Ajay Garg & Meenu Agrawal	Non-Promoter	40500
49.	Usha Shantikumar Loonker	Non-Promoter	12500
50.	Viresh Pravin Shah	Non-Promoter	6250
51.	Cumulative Ventures LLP	Non-Promoter	18000
52.	Dhruva Das Mall	Non-Promoter	5000
53.	Madhusudan Narayanlal Sarda	Non-Promoter	38000
54.	Pushpa Sarda	Non-Promoter	6250
55.	Amit Kumar Sarda	Non-Promoter	12500
56.	Ravi Bharatbhai Ruparel	Non-Promoter	23937
57.	Kaushal Bharat Ruparel	Non-Promoter	23938
58.	Nevil Vinod Dedhia	Non-Promoter	12500
59.	Usha Maheshwari	Non-Promoter	12500
60.	India Equity Fund I	Non-Promoter	150000
61.	Sanjay Kukreja & Son HUF	Non-Promoter	25000
62.	Shyam Mohan Gupta HUF	Non-Promoter	25000
63.	Sushant Behl	Non-Promoter	25000
64.	Rama Nand Gupta	Non-Promoter	25000
65.	Jitendra Kumar Agarwal	Non-Promoter	50000
66.	Sarthak Agarwal	Non-Promoter	100000
67.	Manit Sawhney	Non-Promoter	25000
68.	Chhavi Rastogi	Non-Promoter	25000
69.	Suman Tyagi	Non-Promoter	25000
70.	Sangita Gupta	Non-Promoter	40000
71.	Arika Securities Private Limited	Non-Promoter	100000
72.	Pushp Lata Sharma	Non-Promoter	50000

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73.	Devinder Garg	Non-Promoter	25000
74.	Radhika Batra Taneja	Non-Promoter	40000
75.	Atul Goel Family Trust (Through its trustee ASC Trading Private Limited)	Non-Promoter	130000
76.	Atul Kumar Agarwal	Non-Promoter	50000
77.	Sahil Jain HUF	Non-Promoter	25000
78.	Radhika Pareekh	Non-Promoter	15000
79.	Madhusudan Khurana	Non-Promoter	25000
80.	Atul Saluja HUF	Non-Promoter	25000
81.	Rakesh Laroia	Non-Promoter	100000
82.	Shashi Kiran Bhauka	Non-Promoter	37500
83.	Saket Agarwal	Non-Promoter	100000
84.	Gurjeev Singh Anand	Non-Promoter	37500
85.	Richie Arora	Non-Promoter	25000
86.	Veena Rani Jain	Non-Promoter	25000
87.	Aryan Malik	Non-Promoter	150000
88.	Leelamma Saimu	Non-Promoter	50000
89.	Kanti Lal Jain	Non-Promoter	50000
90.	Veena Jain	Non-Promoter	25000
91.	Swaroop Narain Agarwal	Non-Promoter	25000
92.	Intellectual Advisors LLP	Non-Promoter	5000

**RESOLVED FURTHER THAT** in accordance with regulation 161 of the SEBI ICDR Regulations, the relevant date for the purpose of calculating floor price for the issue of warrant is Thursday, February 22, 2024, the date that is 30 (Thirty) days prior to the date of shareholders meeting i.e. Saturday, March 23, 2024.

**RESOLVED FURTHER THAT** the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

- D) The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects

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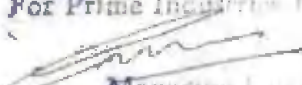
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- including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.
- II) A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to the 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.
  - III) The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
  - IV) The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application.
  - V) In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
  - VI) The Warrants and the Equity Shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under Chapter V of ICDR Regulations.
  - VII) The Warrants by itself, until exercised and converted into Equity Shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

**RESOLVED FURTHER THAT** the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the ICDR Regulations.

**RESOLVED FURTHER THAT** Mr. Rajinder Kumar Singhania, Managing Director and Mr. Harjeet Singh Arora, Director and Mr. Mohit Verma, Company secretary of the Company, be and are hereby severally and/or jointly authorised to accept any modification(s) or modify the terms of issue of Warrants, subject to the provisions of the Act and ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Board of the

For Prime Industries Ltd  
  
Managing Director



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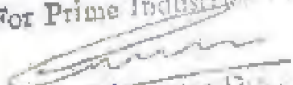
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Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** Mr. Rajinder Kumar Singhania, Managing Director and Mr. Harjeet Singh Arora, Director and Mr. Mohit Verma, Company secretary of the Company, be and are hereby severally and/or jointly authorised to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder(s) subject to approval of shareholders in upcoming Extra Ordinary General Meeting of the Company.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, Mr. Rajinder Kumar Singhania, Managing Director and Mr. Harjeet Singh Arora, Director and Mr. Mohit Verma, Company secretary of the Company, be and are hereby severally and/or jointly authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above mentioned Preferential offer (including modification to the terms of the issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, Chandigarh ("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Warrants or Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

For Prime Industries Ltd  
  
Managing Director



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**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/ Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution."

//Certified True Copy//

For Prime Industries Limited

For Prime Industries Ltd

  
Rajinder Kumar Singhania

Managing Director

DIN: 00077540

Date: 28.02.2024

Place: Ludhiana (Punjab)

CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED IN EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF PRIME INDUSTRIES LIMITED



## PRIME INDUSTRIES LIMITED

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**EXTRACTS OF THE RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING (EGM) OF THE MEMBERS OF "PRIME INDUSTRIES LIMITED" ("THE COMPANY") HELD ON SATURDAY, 23<sup>RD</sup> MARCH, 2024 AT MASTER CHAMBERS, SCO 19, FEROZE GANDHI MARKET, LUDHIANA – 141001 AT 11.00 A.M**

**ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES TO THE PROPOSED ALLOTTEES, ON A PREFERENTIAL BASIS**

The following resolution passed as SPECIAL RESOLUTION:

"RESOLVED THAT pursuant to the provisions of section 23(1)(b), 42, 62(1)(c) of the Companies Act, 2013 (the "Act"), read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, the Companies (Share Capital and Debentures) Rules, 2014 and any other applicable provisions if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof, for the time being in force), and in accordance with the provisions of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (the "SEBI ICDR Regulations") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date (the "Listing Regulations"), and subject to any other applicable rules, regulations, guidelines, notifications, circulars and clarifications issued thereunder from time to time by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI"), the Reserve Bank of India ("RBI") and/or any other competent authorities (hereinafter referred to as "Applicable Regulatory Authorities") from time to time to the extent applicable and enabling provisions of the Memorandum of Association and Articles of Association of the Company, and subject to the requisite approvals, consents and permissions as may be necessary or required from regulatory or other appropriate authority including BSE Limited ("Stock Exchange"), RBI and subject to any other alterations, modifications, conditions, corrections, changes and variations that may be decided by the Board of Director (the "Board") of the Company in its absolute discretion, the consent of the Members of the Company be and is hereby accorded to the Board to create, issue, offer and allot, from time to time, in one or more tranches, upto 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) convertible warrants ("Warrants"), at a price of ₹210/- (Rupees Two Hundred Ten Only) per warrant, aggregating upto ₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹5.00/- (Rupees Five only), each at a premium of ₹205/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons / entity enlisted below ("Warrant Holder"/ "Proposed Allottees") belonging to non-promoter group of the Company on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

S. No.	Name of Proposed Allottees	Category (Promoter/ Non - Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Komal Nawandhar	Non-Promoter	18000
2.	Dillip Soni	Non-Promoter	39000
3.	Neetu Bhootra	Non-Promoter	38000

FOR PRIME INDUSTRIES LTD

*[Signature]*  
COMPANY SECRETARY



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4.	Anil Kumar Bhootra	Non-Promoter	80000
5.	Manju Devi Bhootra	Non-Promoter	41875
6.	Ashish Sharma	Non-Promoter	70000
7.	Bhagirathsingh Prajapati	Non-Promoter	18000
8.	Meenu Sanjive Kumar Patheila	Non-Promoter	34500
9.	Sitaram Bang	Non-Promoter	9000
10.	Glance Finance Limited	Non-Promoter	50000
11.	Narendra Sardarsingh Karnavat	Non-Promoter	37000
12.	Dinesh Rathi	Non-Promoter	11250
13.	Kavitadevi Bihani	Non-Promoter	7500
14.	Bhanwar Lal Bhootra HUF	Non-Promoter	40000
15.	Mahesh Phophalia HUF	Non-Promoter	40000
16.	Li-Karma Financial Services LLP	Non-Promoter	35000
17.	Bhojwani Universal Impex Private Limited	Non-Promoter	35000
18.	Tehzeeb Mohamed Tariq Nakhoda	Non-Promoter	35000
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23.	Ankushi Sanghvi	Non-Promoter	37500
24.	Mausam Nehal Shah	Non-Promoter	140000
25.	Amit Kumar Vora	Non-Promoter	75000
26.	Wallbert Trading and Consultants Private Limited	Non-Promoter	195000
27.	Devki Nandan Sharma	Non-Promoter	130000
28.	Ankur Jitendra Shah	Non-Promoter	18750
29.	Tejas Jitendra Shah	Non-Promoter	18750
30.	Jitendra Kanchanlal Shah	Non-Promoter	18750
31.	Sejal Amish Shah	Non-Promoter	9375
32.	Kamini Ajay Kapasi	Non-Promoter	37500
33.	Yash Ramesh Brahmabhatt	Non-Promoter	37500
34.	Kishor Bagri	Non-Promoter	37500
35.	Manish Kumar	Non-Promoter	12750
36.	Priyanka Amit Rustagi	Non-Promoter	160000
37.	Ageless Capital and finance Private Limited	Non-Promoter	75000
38.	Kaleido Capital Advisors LLP	Non-Promoter	300000

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39.	Dhirendra Nath Tiwari	Non-Promoter	112500
40.	Antique Securities Private Limited	Non-Promoter	112500
41.	Madhu Sudan Jangid	Non-Promoter	9375
42.	Krupali Jay Parekh	Non-Promoter	9375
43.	Ankita Chaturvedi	Non-Promoter	37500
44.	Astha Kanodia	Non-Promoter	75000
45.	Rajendra S Shah (HUF)	Non-Promoter	75000
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	Non-Promoter	75000
47.	Parveen Bansal	Non-Promoter	170000
48.	Ajay Garg & Meenu Agrawal	Non-Promoter	40500
49.	Usha Shantikumar Loonker	Non-Promoter	12500
50.	Viresh Pravin Shah	Non-Promoter	6250
51.	Cumulative Ventures LLP	Non-Promoter	18000
52.	Dhruva Das Mall	Non-Promoter	5000
53.	Madhusudan Narayanlal Sarda	Non-Promoter	38000
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56.	Ravi Bharatbhai Ruparel	Non-Promoter	23937
57.	Kaushal Bharat Ruparel	Non-Promoter	23938
58.	Nevil Vinod Dedhia	Non-Promoter	12500
59.	Usha Maheshwari	Non-Promoter	12500
60.	India Equity Fund 1	Non-Promoter	150000
61.	Sanjay Kukreja & Son HUF	Non-Promoter	25000
62.	Shyam Mohan Gupta HUF	Non-Promoter	25000
63.	Sushant Behl	Non-Promoter	25000
64.	Rama Nand Gupta	Non-Promoter	25000
65.	Jitendra Kumar Agarwal	Non-Promoter	50000
66.	Sarthak Agarwal	Non-Promoter	100000
67.	Manit Sawhney	Non-Promoter	25000
68.	Chhavi Rastogi	Non-Promoter	25000
69.	Suman Tyagi	Non-Promoter	25000
70.	Sushila Gupta	Non-Promoter	40000
71.	Arika Securities Private Limited	Non-Promoter	100000
72.	Pushp Lata Sharma	Non-Promoter	50000
73.	Devinder Garg	Non-Promoter	25000
74.	Radhika Batra Taneja	Non-Promoter	40000
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	Non-Promoter	130000

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COMPANY SECRETARY





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Website : www.primeindustrieslimited.com

76.	Atul Kumar Agarwal	Non-Promoter	50000
77.	Sahil Jain HUF	Non-Promoter	25000
78.	Radhika Pareekh	Non-Promoter	15000
79.	Madhusudan Khurana	Non-Promoter	25000
80.	Atul Saluja HUF	Non-Promoter	25000
81.	Rakesh Laroia	Non-Promoter	100000
82.	Shashi Kiran Bhauka	Non-Promoter	37500
83.	Saket Agarwal	Non-Promoter	100000
84.	Gurjeev Singh Anand	Non-Promoter	37500
85.	Richie Arora	Non-Promoter	25000
86.	Veena Rani Jain	Non-Promoter	25000
87.	Aryan Malik	Non-Promoter	150000
88.	Leelamma Sainu	Non-Promoter	50000
89.	Kanti Lal Jain	Non-Promoter	50000
90.	Veena Jain	Non-Promoter	25000
91.	Swaroop Narain Agarwal	Non-Promoter	25000
92.	Fintellectual Advisors LLP	Non-Promoter	5000

**RESOLVED FURTHER THAT** in accordance with regulation 161 of the SEBI ICDR Regulations, the relevant date for the purpose of calculating floor price for the issue of warrant is Thursday, February 22, 2024, the date that is 30 (Thirty) days prior to the date of shareholders meeting i.e. Saturday, March 23, 2024.

**RESOLVED FURTHER THAT** the said Warrants shall be issued and allotted by the Company to the allottees within a period of 15 days from the date of passing of this resolution provided that where the allotment of the said Warrants is pending on account of pendency of any approval for such allotment by any regulatory authority or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval.

**RESOLVED FURTHER THAT** without prejudice to the generality of the above, the issue of Warrants shall be subject to following terms:

- i) The Equity Shares to be so allotted on exercise of the Warrants shall be in dematerialised form and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank pari-passu in all respects including dividend, with the existing Equity Shares of the Company. The Warrants may be exercised into Equity Shares as aforesaid by the Warrant holder(s) at any time before the expiry of 18 months from the date of allotment of the Warrants.
- ii) A Warrant subscription price equivalent to 25% (i.e., the upfront amount) of the issue price will be payable at the time of subscription to the Warrants, as prescribed by Regulation 169 of the SEBI ICDR Regulations, which will be kept by the Company to be adjusted and appropriated against the issue price of the Equity Shares. A Warrant exercise price equivalent to the 75% of the issue price of the Equity Shares shall be payable by the Warrant holder(s) at the time of exercising the Warrants.

For PRIME INDUSTRIES LTD

  
COMPANY SECRETARY



## PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

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Tel. : 0161- 5043500

E-mail : prime\_indust@yahoo.com

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- III) The issue of the Warrants as well as Equity Shares arising from the exercise of the Warrants shall be governed by the regulations and guidelines Issued by SEBI or any other statutory authority as the case may be or any modifications thereof.
- IV) The respective Warrant Holders shall make payment of Warrant Subscription Price and Warrant Exercise Price from their own bank account into the designated bank account of the Company and in the case of joint holders, shall be received from the bank account of the person whose name appears first in the application.
- V) In the event the Warrant holder(s) does not exercise the Warrants within 18 months from the date of allotment, the Warrants shall lapse and the amount paid shall stand forfeited by the Company.
- VI) The Warrants and the Equity Shares allotted pursuant to exercise of such warrants shall be subject to a lock-in for such period as specified under Chapter V of SEBI ICDR Regulations.
- VII) The Warrants by itself, until exercised and converted into Equity Shares, shall not give to the Warrant Holders thereof any rights with respect to that of an Equity shareholder of the Company.

**RESOLVED FURTHER THAT** the pre-preferential allotment shareholding of the Warrant Holders, if any, in the Company shall also be subject to lock-in as per the provisions of the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to accept any modification(s) or modify the terms of issue of Warrants, subject to the provisions of the Act and SEBI ICDR Regulations, without being required to seek any further consent or approval of the Members of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of the Act and subject to receipt of such approvals as may be required under applicable law, the consent of the Members of the Company be and is hereby accorded to record the name and address of the allottees and issue a private placement offer cum application letter in the Form PAS-4 to the allottees inviting to subscribe to the Warrants in accordance with the provisions of the Act.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to issue and allot such number of Equity Shares of the Company as may be required to be issued and allotted upon exercise of the option in the Warrants held by the Warrant holder(s).

**RESOLVED FURTHER THAT** for the purpose of giving effect to this Resolution, the Board be and is hereby authorised to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable and expedient for such purpose to give effect to the above resolution, including without limitation, issuing clarifications, resolving all questions of doubt, effecting any modifications or changes to the above mentioned Preferential offer (including modification to the terms of the Issue), entering into contracts, arrangements, agreements, documents (including for appointment of agencies, intermediaries and advisors for the Issue), making applications to Stock Exchange for obtaining of in-principle approval, filing of requisite documents with the Registrar of Companies, Chandigarh ("ROC"), National Securities Depository Limited ("NSDL"), Central Depository Services (India) Limited ("CDSL") and/ or such other authorities as may be necessary for the purpose, and to take all such steps as may be necessary for the admission of the Warrants and Equity Shares (to be issued on exercise of the Warrants) with the depositories, viz. NSDL and CDSL and for the credit of such Warrants / Shares to the respective dematerialized securities account of the Warrant Holders and to authorize all such persons as may be necessary, in connection therewith and incidental thereto as the Board in its absolute discretion shall deem fit without being required to seek any fresh approval of

For PRIME INDUSTRIES LTD

  
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the members of the Company and to settle all questions, difficulties or doubts that may arise in regard to the offer, issue and allotment of the Warrants and Equity Shares and listing thereof with the Stock Exchanges as appropriate and utilisation of proceeds of the Warrants or Equity Shares, take all other steps which may be incidental, consequential, relevant or ancillary in this connection and to effect any modification to the foregoing and the decision of the Board shall be final and conclusive.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to delegate all or any of the powers herein conferred to Committee of Directors/ any Director(s)/Company Secretary / any Officer(s) of the Company to give effect to the aforesaid resolution.

**RESOLVED FURTHER THAT** all actions taken by the Board or Committee(s) duly constituted for this purpose in connection with any matter referred to above or contemplated in the foregoing resolution is hereby approved, ratified and confirmed in all respects."

//Certified to be true copy//

For Prime Industries Limited  
PRIME INDUSTRIES LTD

Mohit Vashist  
COMPANY SECRETARY  
Company Secretary  
ACS-67765



## PRIME INDUSTRIES LIMITED

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### CERTIFIED TRUE COPY OF EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### a) Particulars of the Preferential Issue including date of passing of Board resolution:

The Board at their meeting held on Friday, February 23, 2024 have, subject to the approval of the Members of the Company and such other approvals as may be required, approved to issue and allot in one or more tranches, upto 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) convertible warrants ("Warrants"), at a price of ₹210/- (Rupees Two Hundred Ten Only) per warrant, aggregating upto ₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size"), with a right to the warrant holders to apply for and be allotted 1 (One) fully paid-up equity share of the Company of face value ₹5.00/- (Rupees Five only), each at a premium of ₹205.00/- per share for each Warrant within a period of 18 (Eighteen) months from the date of allotment of Warrants, to persons / entity enlisted below ("Warrant Holder"/ "Proposed Allottees") belonging to non-promoter group of the Company on a preferential basis ("Preferential Issue"), for consideration payable through electronic means/ banking channels and in such manner and upon such terms and conditions as may be deemed appropriate by the Board in accordance with the terms of this Preferential Issue, provisions of SEBI ICDR Regulations, or other applicable laws in this respect:

S. No.	Name of Proposed Allottees	Category (Promoter/ Non - Promoter)	Maximum number of Convertible Warrants proposed to be allotted
1.	Komal Nawandhar	Non-Promoter	18000
2.	Dilip Soni	Non-Promoter	39000
3.	Neetu Bhootra	Non-Promoter	38000
4.	Anil Kumar Bhootra	Non-Promoter	80000
5.	Manju Devi Bhootra	Non-Promoter	41875
6.	Ashish Sharma	Non-Promoter	70000
7.	Bhagirathsingh Prajapati	Non-Promoter	18000
8.	Meenu Sanjive Kumar Pathella	Non-Promoter	34500
9.	Sitaram Bang	Non-Promoter	9000
10.	Glance Finance Limited	Non-Promoter	50000
11.	Narendra Sardarsingh Karnavat	Non-Promoter	37000
12.	Dinesh Rathi	Non-Promoter	11250
13.	Kavitadevi Bihani	Non-Promoter	7500
14.	Bhanwar Lal Bhootra HUF	Non-Promoter	40000
15.	Mahesh Phophalia HUF	Non-Promoter	40000
16.	Li-Karma Financial Services LLP	Non-Promoter	35000
17.	Bhojwani Universal Impex Private Limited	Non-Promoter	35000
18.	Tehzeeb Mohamed Tariq Nakhoda	Non-Promoter	35000

For PRIME INDUSTRIES LTD

COMPANY SECRETARY



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19.	Pushpa Leela Kumar Jinka	Non-Promoter	18750
20.	ARK Home Interiors and Realty Private Limited	Non-Promoter	18750
21.	Parag Bharat Mehta	Non-Promoter	150000
22.	Abhishek Loonker	Non-Promoter	55000
23.	Ankushi Sanghvi	Non-Promoter	37500
24.	Mausam Nehal Shah	Non-Promoter	140000
25.	Amit Kumar Vora	Non-Promoter	75000
26.	Wallbert Trading and Consultants Private Limited	Non-Promoter	195000
27.	Devki Nandan Sharma	Non-Promoter	130000
28.	Ankur Jitendra Shah	Non-Promoter	18750
29.	Tejas Jitendra Shah	Non-Promoter	18750
30.	Jitendra Kanchanlal Shah	Non-Promoter	18750
31.	Sejal Amish Shah	Non-Promoter	9375
32.	Kamini Ajay Kapasi	Non-Promoter	37500
33.	Yash Ramesh Brahmhbhatt	Non-Promoter	37500
34.	Kishor Bagri	Non-Promoter	37500
35.	Manish Kumar	Non-Promoter	12750
36.	Priyanka Amit Rustagi	Non-Promoter	160000
37.	Ageless Capital and finance Private Limited	Non-Promoter	75000
38.	Kaleido Capital Advisors LLP	Non-Promoter	300000
39.	Dhirendra Nath Tiwari	Non-Promoter	112500
40.	Antique Securities Private Limited	Non-Promoter	112500
41.	Madhu Sudan Jangid	Non-Promoter	9375
42.	Krupali Jay Parekh	Non-Promoter	9375
43.	Ankita Chaturvedi	Non-Promoter	37500
44.	Astha Kanodia	Non-Promoter	75000
45.	Rajendra S Shah (HUF)	Non-Promoter	75000
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	Non-Promoter	75000
47.	Parveen Bansal	Non-Promoter	170000
48.	Ajay Garg & Meenu Agrawal	Non-Promoter	40500
49.	Usha Shantikumar Loonker	Non-Promoter	12500
50.	Viresh Pravin Shah	Non-Promoter	6250
51.	Cumulative Ventures LLP	Non-Promoter	18000
52.	Dhruva Das Mall	Non-Promoter	5000
53.	Madhusudan Narayanlal Sarda	Non-Promoter	38000

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54.	Pushpa Sarda	Non-Promoter	6250
55.	Amit Kumar Sarda	Non-Promoter	12500
56.	Ravi Bharatbhai Ruparel	Non-Promoter	23937
57.	Kaushal Bharat Ruparel	Non-Promoter	23938
58.	Nevil Vinod Dedhia	Non-Promoter	12500
59.	Usha Maheshwari	Non-Promoter	12500
60.	India Equity Fund 1	Non-Promoter	150000
61.	Sanjay Kukreja & Son HUF	Non-Promoter	25000
62.	Shyam Mohan Gupta HUF	Non-Promoter	25000
63.	Sushant Behl	Non-Promoter	25000
64.	Rama Nand Gupta	Non-Promoter	25000
65.	Jitendra Kumar Agarwal	Non-Promoter	50000
66.	Sarthak Agarwal	Non-Promoter	100000
67.	Manit Sawhney	Non-Promoter	25000
68.	Chhavi Rastogi	Non-Promoter	25000
69.	Suman Tyagi	Non-Promoter	25000
70.	Sushila Gupta	Non-Promoter	40000
71.	Arika Securities Private Limited	Non-Promoter	100000
72.	Pushp Lata Sharma	Non-Promoter	50000
73.	Devinder Garg	Non-Promoter	25000
74.	Radhika Batra Taneja	Non-Promoter	40000
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	Non-Promoter	130000
76.	Atul Kumar Agarwal	Non-Promoter	50000
77.	Sahil Jain HUF	Non-Promoter	25000
78.	Radhika Pareekh	Non-Promoter	15000
79.	Madhusudan Khurana	Non-Promoter	25000
80.	Atul Saluja HUF	Non-Promoter	25000
81.	Rakesh Laroia	Non-Promoter	100000
82.	Shashi Kiran Bhauka	Non-Promoter	37500
83.	Saket Agarwal	Non-Promoter	100000
84.	Gurjeev Singh Anand	Non-Promoter	37500
85.	Richie Arora	Non-Promoter	25000
86.	Veena Rani Jain	Non-Promoter	25000
87.	Aryan Malik	Non-Promoter	150000
88.	Leelamma Sainu	Non-Promoter	50000
89.	Kanti Lal Jain	Non-Promoter	50000
90.	Veena Jain	Non-Promoter	25000

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91.	Swaroop Narain Agarwal	Non-Promoter	25000
92.	Fintellectual Advisors LLP	Non-Promoter	5000

**b) Kinds of securities offered and the price at which security is being offered, and the total/ maximum number of securities to be issued:**

The Company proposes to offer, issue and allot, in one or more tranches, upto 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) convertible warrants into equity shares ("Warrants"), at a price of ₹210/- (Rupees Two Hundred Ten Only) per warrant, aggregating upto ₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size") by way of a Preferential Issue.

**c) Purpose/Object of the preferential issue:**

The Company needs to raise additional funds to meet out the working capital requirement, business expansion and other general corporate purposes of the Company. Considering raising funds through preferential issue to be most cost and time effective way for raising additional capital the Board of Directors of the Company proposed to raise upto ₹98,76,56,250/- (Rupees Ninety-Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) through issue of warrants convertible into equity shares on preferential basis to the person/Entity belong to non-promoter group of Company. The Company shall utilize the proceeds from the preferential issue of warrants convertible into equity shares to meet out the working capital requirement, business expansion and other general corporate purposes of the Company which shall enhance the business of the Company.

**d) Maximum number of securities to be issued and price at which securities being offered:**

The Company proposes to offer, issue and allot, in one or more tranches, upto 47,03,125 (Forty Seven Lakh Three Thousand One Hundred Twenty Five) convertible warrants into equity shares ("Warrants"), at a price of ₹210/- (Rupees Two Hundred Ten Only) per warrant, aggregating upto ₹ 98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only) ("Total Issue Size") by way of a Preferential Issue.

The price for the allotment of shares to be issued is based on the minimum price determined accordance with Chapter V of SEBI ICDR Regulations is fixed at ₹205.54/- (Rupees Two Hundred Five and Fifty-Four Paise only) per Convertible Warrant.

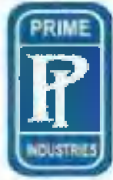
**e) Basis on which the price has been arrived at and justification for the price (including premium, if any):**

The Equity Shares of the Company is listed on BSE Limited ("BSE") and are frequently traded. Further, BSE, trading volumes, has been considered for determination of price, in accordance with the SEBI ICDR Regulations.

As per the provisions of the SEBI ICDR Regulations, the minimum/floor price at which the Warrants convertible into equal number of equity shares can be issued is ₹205.54/- per Warrant. The Warrants will be issued at a price of ₹210/- per Warrant, which is more than the higher of the following:

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Website : www.primeindustrieslimited.com

- a) the 90 trading days' volume weighted average price of the Company's equity shares quoted on BSE preceding the Relevant Date; i.e. ₹194.55/- per Warrant; or
- b) the 10 trading days' volume weighted average price of the Company's equity shares quoted on the Stock Exchange preceding the Relevant Date i.e. ₹205.54/- per Warrant; or
- c) Floor price determined in accordance with the provisions of the Articles of Association of the Company. However, the Articles of Association of the Company does not provide for any method of determination for valuation of shares which results in floor price higher than determined price pursuant to SEBI ICDR Regulations.

The issue price is ₹210/- per Warrant, which is not lower than the floor price determined in compliance with applicable provisions of the SEBI ICDR Regulations.

Since the Proposed Preferential Issue is not expected to result in a change in control or allotment of more than 5% (five per cent) of the post issue fully diluted share capital of the Company to an allottee or to allottees acting in concert, the Company is not required to obtain a valuation report from an independent Registered Valuer and consider the same for determining the price.

Further, given that the equity shares of the Company have been listed for a period of more than 90 (ninety) trading days prior to the Relevant Date, the Company is not required to re-compute the issue price as per Regulation 164(3) the SEBI ICDR Regulations.

**f) Relevant Date:**

The relevant date as per the Regulation 161 of SEBI ICDR Regulations, for determination of minimum price for the issuance of equity shares of the Company is Thursday, February 22, 2024, the date that is 30 (Thirty) days prior to the date of shareholders meeting i.e. on Saturday, March 23, 2024 to approve the proposed Preferential Issue.

**g) The class or classes of persons to whom the allotment is proposed to be made:**

The allotment is proposed to be made to the proposed allottees as mentioned at point no. (h) below.

**h) Identity of the natural persons who are the ultimate beneficial owners of the shares proposed to be allotted and/or who ultimately control the proposed allottees, the percentage of post preferential issues that may be held by them and change in control, if any, in the issuer consequent to the preferential issues:**

Sr. No.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre- Issue Shareholding#		Number of Warrants to be issued	Post- Issue Shareholding (Presuming full conversion of Warrants) ##	
				No. of Shares	% of holding*		No. of Shares	% of holding e.g.

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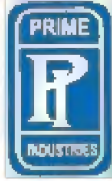
E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

1.	Komal Nawandhar	Non Promoter	Not Applicable	Nil	Nil	18000	18,000	0.07%
2.	Dilip Soni	Non Promoter	Not Applicable	Nil	Nil	39000	39,000	0.15%
3.	Neetu Bhootra	Non Promoter	Not Applicable	Nil	Nil	38000	38,000	0.15%
4.	Anil Kumar Bhootra	Non Promoter	Not Applicable	Nil	Nil	80000	80,000	0.31%
5.	Manju Devi Bhootra	Non Promoter	Not Applicable	Nil	Nil	41875	41,875	0.16%
6.	Ashish Sharma	Non Promoter	Not Applicable	Nil	Nil	70000	70,000	0.27%
7.	Bhagirathsinh Prajapati	Non Promoter	Not Applicable	Nil	Nil	18000	18,000	0.07%
8.	Meenu Sanjive Kumar Pathella	Non Promoter	Not Applicable	Nil	Nil	34500	34,500	0.13%
9.	Sitaram Bang	Non Promoter	Not Applicable	Nil	Nil	9000	9,000	0.04%
10.	Glance Finance Limited	Non Promoter	Not Applicable##	Nil	Nil	50000	50,000	0.19%
11.	Narendra Sardarsingh Karnavat	Non Promoter	Not Applicable	Nil	Nil	37000	37,000	0.14%
12.	Dinesh Rathi	Non Promoter	Not Applicable	Nil	Nil	11250	11,250	0.04%
13.	Kavitadevi Bihani	Non Promoter	Not Applicable	Nil	Nil	7500	7,500	0.03%
14.	Bhanwar Lal Bhootra HUF	Non Promoter	Bhanwar Lal Bhootra	Nil	Nil	40000	40,000	0.16%
15.	Mahesh Phophalia HUF	Non Promoter	Mahesh Phophalia	Nil	Nil	40000	40,000	0.16%
16.	Li-Karma Financial Services LLP	Non Promoter	Zain Nadeem Karmali and Nazli Nadeem Karmali	Nil	Nil	35000	35,000	0.14%
17.	Bhojwani Universal Impex Private Limited	Non Promoter	Jagdish Tuljaram Bhojwani & Vinisha Bhojwani	Nil	Nil	35000	35,000	0.14%

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18.	Tehzeeb Mohamed Tariq Nakhooda	Non Promoter	Not Applicable	Nil	Nil	35000	35,000	0.14%
19.	Pushpa Leela Kumar Jlnka	Non Promoter	Not Applicable	5,553	0.04%	18750	24,303	0.09%
20.	ARK Home Interiors and Realty Private Limited	Non Promoter	Rufina Asif Karmali	Nil	Nil	18750	18,750	0.07%
21.	Parag Bharat Mehta	Non Promoter	Not Applicable	Nil	Nil	150000	1,50,000	0.58%
22.	Abhishek Loonker	Non Promoter	Not Applicable	Nil	Nil	55000	55,000	0.21%
23.	Ankushi Sanghvi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
24.	Mausam Nehal Shah	Non Promoter	Not Applicable	Nil	Nil	140000	1,40,000	0.54%
25.	Amit Kumar Vora	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
26.	Wallbert Trading and Consultants Private Limited	Non Promoter	Laltekumar Ramkumar Agarwal	79688	0.51%	195000	2,74,688	1.07%
27.	Devki Nandan Sharma	Non Promoter	Not Applicable	5000	0.03%	130000	1,35,000	0.53%
28.	Ankur Jitendra Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
29.	Tejas Jitendra Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
30.	Jitendra Kanchanlal Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
31.	Sejal Amish Shah	Non Promoter	Not Applicable	Nil	Nil	9375	9,375	0.04%
32.	Kamini Ajay Kapasi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
33.	Yash Ramesh Brahmphett	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
34.	Kishor Bagri	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
35.	Manish Kumar	Non Promoter	Not Applicable	Nil	Nil	12750	12,750	0.05%
36.	Priyanka	Non	Not	Nil	Nil	160000	1,60,000	0.62%

For PRIME INDUSTRIES LTD

*[Signature]*  
COMPANY SECRETARY



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	Amit Rustagi	Promoter	Applicable				0	
37.	Ageless Capital and Finance Private Limited	Non Promoter	Gagan Dinanath Chaturvedi	Nil	Nil	75000	75,000	0.29%
38.	Kaleido Capital Advisors LLP	Non Promoter	Ajay Kumar Pandey	Nil	Nil	300000	3,00,000	1.17%
39.	Dhirendra Nath Tiwari	Non Promoter	Not Applicable	Nil	Nil	112500	1,12,500	0.44%
40.	Antique Securities Private Limited	Non Promoter	Hina Kirti Doshi	Nil	Nil	112500	1,12,500	0.44%
41.	Madhu Sudan Jangid	Non Promoter	Not Applicable	Nil	Nil	9375	9,375	0.04%
42.	Krupali Jay Parekh	Non Promoter	Not Applicable	Nil	Nil	9375	9,375	0.04%
43.	Ankita Chaturvedi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
44.	Astha Kanodia	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
45.	Rajendra S Shah (HUF)	Non Promoter	Rajendra Shantilal Shah	Nil	Nil	75000	75,000	0.29%
46.	Jyothvardhan Jaipuria & Santosh Jaipuria	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
47.	Parveen Bansal	Non Promoter	Not Applicable	Nil	Nil	170000	1,70,000	0.66%
48.	Ajay Garg & Meenu Agrawal	Non Promoter	Not Applicable	Nil	Nil	40500	40,500	0.16%
49.	Usha Shantikumar Loonker	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
50.	Viresh Pravin Shah	Non Promoter	Not Applicable	Nil	Nil	6250	6,250	0.02%
51.	Cumulative Ventures LLP	Non Promoter	Swapnilsagar Rameshchandra Vitthalani & Arpita Hasmukh	Nil	Nil	18000	18,000	0.07%

For PRIME INDUSTRIES LTD  
  
 COMPANY SECRETARY



# PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

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Tel. : 0161- 5043500

E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

			Manlyar					
52.	Dhruva Das Mall	Non Promoter	Not Applicable	Nil	Nil	5000	5,000	0.02%
53.	Madhusudan Narayanlal Sarda	Non Promoter	Not Applicable	Nil	Nil	38000	38,000	0.15%
54.	Pushpa Sarda	Non Promoter	Not Applicable	Nil	Nil	6250	6,250	0.02%
55.	Amit Kumar Sarda	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
56.	Ravi Bharatbhai Ruparel	Non Promoter	Not Applicable	Nil	Nil	23937	23,937	0.09%
57.	Kaushal Bharat Ruparel	Non Promoter	Not Applicable	Nil	Nil	23938	23,938	0.09%
58.	Nevil Vinod Dedhla	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
59.	Usha Maheshwari	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
60.	India Equity Fund 1	Non Promoter	Jatin Chonani as authorized Signatory of Vistra ITCL India Ltd., being the trustee of Sarcap Investment Trust (SEBI Registered Alternate Investment Fund Category III), India Equity Fund being the first scheme of the Trust.	20000 0	1.28%	150000	3,50,00 0	1.36%
61.	Sanjay Kukreja & Son HUF	Non Promoter	Sanjay Kukreja	Nil	Nil	25000	25,000	0.10%
62.	Shyam Mohan Gupta	Non Promoter	Shyam Mohan	Nil	Nil	25000	25,000	0.10%

For PRIME INDUSTRIES LTD

*[Signature]*  
COMPANY SECRETARY



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	HUF		Gupta					
63.	Sushant Behl	Non Promoter	Not Applicable	1000	0.01%	25000	26,000	0.10%
64.	Rama Nand Gupta	Non Promoter	Not Applicable	36000	0.23%	25000	61,000	0.24%
65.	Jitendra Kumar Agarwal	Non Promoter	Not Applicable	7500	0.05%	50000	57,500	0.22%
66.	Sarthak Agarwal	Non Promoter	Not Applicable	300	Negligible	100000	1,00,300	0.39%
67.	Manit Sawhney	Non Promoter	Not Applicable	9500	0.06%	25000	34,500	0.13%
68.	Chhavi Rastogi	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
69.	Suman Tyagi	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
70.	Sushila Gupta	Non Promoter	Not Applicable	Nil	Nil	40000	40,000	0.16%
71.	Arika Securities Private Limited	Non Promoter	Nimesh Shyam Sundar Bihani, Dharmil Rajesh Modi, Bhavya Suresh Vora, Nikki Vijay Vora and Dwani Ronak Mehta	Nil	Nil	100000	1,00,000	0.39%
72.	Pushp Lata Sharma	Non Promoter	Not Applicable	24500	0.16%	50000	74,500	0.29%
73.	Devinder Garg	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
74.	Radhika Batra Taneja	Non Promoter	Not Applicable	Nil	Nil	40000	40,000	0.16%
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	Non Promoter	Anju Goel	Nil	Nil	130000	1,30,000	0.51%
76.	Atul Kumar Agarwal	Non Promoter	Not Applicable	10000	0.06%	50000	60,000	0.23%

For PRIME INDUSTRIES LTD

  
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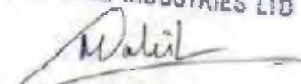
77.	Sahil Jain HUF	Non Promoter	Sahil Jain	Nil	Nil	25000	25,000	0.10%
78.	Radhika Pareekh	Non Promoter	Not Applicable	505	Negligible	15000	15,505	0.06%
79.	Madhusudan Khurana	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
80.	Atul Saluja HUF	Non Promoter	Atul Saluja	Nil	Nil	25000	25,000	0.10%
81.	Rakesh Laroia	Non Promoter	Not Applicable	Nil	Nil	100000	1,00,000	0.39%
82.	Shashi Kiran Bhauka	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
83.	Saket Agarwal	Non Promoter	Not Applicable	121935	0.78%	100000	2,21,935	0.86%
84.	Gurjeev Singh Anand	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
85.	Richie Arora	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
86.	Veena Rani Jain	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
87.	Aryan Malik	Non Promoter	Not Applicable	Nil	Nil	150000	1,50,000	0.58%
88.	Leelamma Sainu	Non Promoter	Not Applicable	Nil	Nil	50000	50,000	0.19%
89.	Kantil Lal Jain	Non Promoter	Not Applicable	2500	0.02%	50000	52,500	0.20%
90.	Veena Jain	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
91.	Swaroop Narain Agarwal	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
92.	Fintellectual Advisors LLP	Non Promoter	Kumud Kiran	Nil	Nil	5000	5,000	0.02%

\*These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹7,82,67,000 (Seven Crore Eighty Two Lakh and Sixty Seven Thousand) divided into 1,56,53,400 (One Crore Fifty Six Lakh Fifty Three Thousand Four Hundred) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

\*\*These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹12,85,32,625 (Twelve Crore Eighty Five Lakhs Thirty Two Thousand Six Hundred and Twenty Five) divided into 2,57,06,525 (Two Crore Fifty Seven Lakh Six Thousand Five Hundred and Twenty Five) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

#This holding has been calculated without taking into consideration the warrants allotted under previous preferential issue.

For PRIME INDUSTRIES LTD

  
COMPANY SECRETARY



## PRIME INDUSTRIES LIMITED

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E-mail : prime\_indust@yahoo.com

Website : www.primeindustriestlimited.com

*##This holding has been mentioned taking into consideration all the warrants issued by the Company (i.e. 53,50,000 Warrants allotted in the previous preferential issue and 47,03,125 Warrants to be allotted in the current preferential issue.)*

**## As Galance Finance Limited is Listed Company.**

Note: The post holding may vary depending upon any other corporate action in between.

As a result of the proposed preferential issue of Warrants and upon conversion of the such Warrants, there will be no change in the control or management of the Company. However, there will be corresponding changes in the shareholdings of the promoter & promoter group and public shareholding consequent to preferential allotment.

**i) Intention of the promoters/ directors/ or key managerial personnel to subscribe to the offer:**

Except for Mr. Saket Agarwal, Director of the Company, none of the promoters, directors or key managerial personnel of the Company intends to subscribe to any of Equity Shares/warrants proposed to be issued.

**j) Time frame within which the Preferential Issue shall be completed:**

As required under the SEBI ICDR Regulations, the preferential issue/allotment of Warrants shall be completed within a period of 15 days of passing the special resolution or such extended time, as may be approved by the Regulatory Authorities, from the date of approval of the members to the preferential issue, provided that where the said allotment is pending on account of pendency of any approval for such allotment by any Regulatory Authority, the allotment shall be completed within a period of 15 days from the date of receipt of such approval.

**k) Shareholding pattern pre and post preferential issue would be as follows:**

Sr. No.	Category	Pre Issue Shareholding#		Post Issue Shareholding (Presuming full conversion of Warrants)##	
		No. of equity shares held	% of Shares*	No. of equity shares held	% of Shares**
A	Promoter & Promoter Group Shareholding				
(a)	Indian Promoter	65,42,894	41.80%	67,42,894	26.23%
(b)	Foreign Promoter	-	-	-	-
	Sub Total (A)	65,42,894	41.80%	67,42,894	26.23%
B	Public Shareholding				
(a)	Institutions (Domestic)				
	India Equity Fund 1	2,00,000	1.28%	3,50,000	1.36%

For PRIME INDUSTRIES LTD

*Saket Agarwal*  
COMPANY SECRETARY



# PRIME INDUSTRIES LIMITED

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	Banks	3,800	0.02%	3,800	0.01%
(b)	Non-Institutions				
(i)	1. Individual Shareholders holding Nominal Share Capital Up to 2 Lacs	35,25,686	22.52%	47,70,666	18.56%
(ii)	2. Individual Shareholders holding Nominal Share Capital Above 2 Lacs	32,93,640	21.04%	61,22,515	23.82%
(iii)	Bodies Corporate	17,67,067	11.29%	67,03,817	26.08%
(iv)	Non-Resident Indians	49,223	0.31%	49,223	0.19%
(c)	Any Other (specify)				
(v)	HUF	1,34,963	0.86%	3,39,963	1.32%
(vi)	Trust	-	-	1,30,000	0.51%
(vii)	Firm/LLP	136147	0.87%	4,94,147	1.92%
	Sub Total (B)	91,10,506	58.20%	1,89,63,631	73.77%
	<b>Total Shareholding</b>	<b>1,56,53,400</b>	<b>100.00%</b>	<b>2,57,06,525</b>	<b>100.00%</b>

\*These percentages have been calculated on the basis of pre-preferential share capital of the Company i.e. ₹7,82,67,000 (Seven Crore Eighty Two Lakh and Sixty Seven Thousand) divided into 1,56,53,400 (One Crore Fifty Six Lakh Fifty Three Thousand Four Hundred) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

\*\*These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹12,85,32,625 (Twelve Crore Eighty Five Lakhs Thirty Two Thousand Six Hundred and Twenty Five) divided into 2,57,06,525 (Two Crore Fifty Seven Lakh Six Thousand Five Hundred and Twenty Five) Equity Shares of face value of ₹5/- (Rupees Five Only) each.

#This holding has been calculated without taking into consideration the warrants allotted under previous preferential issue.

##This holding has been mentioned taking into consideration all the warrants issued by the Company (i.e. 53,50,000 Warrants allotted in the previous preferential issue and 47,03,125 Warrants to be allotted in the current preferential issue.)

#### 1) Change in Control, if any, in the Company consequent to the preferential Issue:

There will not be any change in the composition of the Board, the existing Promoters of the Company will continue to be in control of the Company and there will not be any change in the management or control of the Company as a result of the proposed preferential allotment. However, there will be corresponding changes in the shareholdings of the Promoter & Promoter Group consequent to preferential allotment.

FOR PRIME INDUSTRIES LTD.  
  
 COMPANY SECRETARY





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**m) The number of persons to whom allotment on preferential basis have already been made during the year, in terms of number of securities as well as price:**

During the year, the Company has made a preferential allotment of 53,50,000 (Fifty Three Lakhs Fifty Thousands only) Fully Convertible Warrants ('Warrants') at an issue price of ₹13.00/- (Rupees Thirteen only) each to persons belonging to promoter group and non-promoter category. The details of persons to whom allotment has already been made during the year is as follows:

	Name of Proposed Allottees	Category (Promoter/ Non - Promoter)	Maximum number of Convertible Warrants proposed to be allotted	Issue Price
1.	Isha Singhanla	Promoter Group	100,000	₹13/- each
2.	Priyanka Thukral Arora	Promoter Group	100,000	₹13/- each
4.	Sangeeta Pareekh	Non Promoter	4,25,000	₹ 13/- each
5.	Anisha Mallk	Non Promoter	3,75,000	₹ 13/- each

**n) Principal terms of assets charged as securities:**

Not applicable.

**o) Material terms of raising such securities:**

The Equity Shares being issued shall be pari-passu with the existing Equity Shares of the Company in all respects, including dividend and voting rights.

**p) Lock-In Period & Transferability:**

The Warrants and the equity shares to be allotted pursuant to the exercise of the Warrants issued on Preferential Issue shall be subject to 'lock-in' for such period(s), as may be applicable to each of the investor(s), in accordance with the provisions of Chapter V of the SEBI ICDR Regulations and any other applicable law for the time being in force.

Further the entire pre-preferential allotment shareholding of the allottees if any shall be locked-in from the relevant date up to a period of 90 (Ninety) trading days from the date of allotment of such securities.

**q) The current and proposed status of the allottee(s) post Preferential Issue namely, promoter or non-promoter:**

Existing promoter will continue as promoter of the Company and pursuant to this allotment the proposed allottees other than promoter shall be covered under the head on non - promoter/public under shareholding pattern of the Company.

For PRIME INDUSTRIES LTD  
  
COMPANY SECRETARY



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r) The percentage of post preferential issue capital that may be held by the allottee (s) and change in control, if any, in the issuer consequent to the preferential issue:

S. No.	Name of Proposed Allottees	Percentage of post preferential issue (Presuming full conversion of Warrants) **
1.	Komal Nawandhar	0.07%
2.	Dilip Soni	0.15%
3.	Neetu Bhootra	0.15%
4.	Anil Kumar Bhootra	0.31%
5.	Manju Devi Bhootra	0.16%
6.	Ashish Sharma	0.27%
7.	Bhagirathsingh Prajapati	0.07%
8.	Meenu Sanjive Kumar Pathella	0.13%
9.	Sharam Bang	0.04%
10.	Giance Finance Limited	0.19%
11.	Narendra Sardarsingh Karnavat	0.14%
12.	Dinesh Rathi	0.04%
13.	Kavitadevi Bihani	0.03%
14.	Bhanwar Lal Bhootra HUF	0.16%
15.	Mahesh Phophalia HUF	0.16%
16.	Li-Karma Financial Services LLP	0.14%
17.	Bhojwani Universal Impex Private Limited	0.14%
18.	Tehzeeb Mohamed Tariq Nakhoda	0.14%
19.	Pushpa Leela Kumar Jinka	0.09%
20.	ARK Home Interiors and Realty Private Limited	0.07%
21.	Parag Bharat Mehta	0.58%
22.	Abhishek Loonker	0.21%
23.	Ankushi Sanghvi	0.15%
24.	Mausam Nefal Shah	0.54%
25.	Amit Kumar Vora	0.29%
26.	Wallbert Trading and Consultants, Private Limited	1.07%
27.	Devki Nandan Sharma	0.53%
28.	Ankur Jitendra Shah	0.07%
29.	Tejas Jitendra Shah	0.07%
30.	Jitendra Kanchanlal Shah	0.07%
31.	Sejal Amish Shah	0.04%
32.	Kamini Ajay Kapasi	0.15%

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33.	Yash Ramesh Brahmhatt	0.15%
34.	Kishor Bagri	0.15%
35.	Manish Kumar	0.05%
36.	Priyanka Amit Rustagi	0.62%
37.	Ageless Capital and Finance Private Limited	0.29%
38.	Kaleido Capital Advisors LLP	1.17%
39.	Dhirendra Nath Tiwari	0.44%
40.	Antique Securities Private Limited	0.44%
41.	Madhu Sudan Jangid	0.04%
42.	Krupali Jay Parekh	0.04%
43.	Ankita Chaturvedi	0.15%
44.	Astha Kanodia	0.29%
45.	Rajendra S Shah (HUF)	0.29%
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	0.29%
47.	Parveen Bansal	0.66%
48.	Ajay Garg & Meenu Agrawal	0.16%
49.	Usha Shantikumar Loonker	0.05%
50.	Viresh Pravin Shah	0.02%
51.	Cumulative Ventures LLP	0.07%
52.	Dhruva Das Mall	0.02%
53.	Madhusudan Narayanlal Sarda	0.15%
54.	Pushpa Sarda	0.02%
55.	Amit Kumar Sarda	0.05%
56.	Ravi Bharatbhai Ruparel	0.09%
57.	Kaushal Bharat Ruparel	0.09%
58.	Nevil Vinod Dediha	0.05%
59.	Usha Maheshwari	0.05%
60.	India Equity Fund 1	1.36%
61.	Sanjay Kukreja & Son HUF	0.10%
62.	Shyam Mohan Gupta HUF	0.10%
63.	Sushant Behl	0.10%
64.	Rama Nand Gupta	0.24%
65.	Jitendra Kumar Agarwal	0.22%
66.	Sarthak Agarwal	0.39%
67.	Manit Sawhney	0.13%
68.	Chhavi Rastogi	0.10%
69.	Suman Tyagi	0.30%
70.	Sushila Gupta	0.16%
71.	Arika Securities Private Limited	0.39%

For PRIME INDUSTRIES LTD

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72.	Pushp Lata Sharma	0.29%
73.	Devinder Garg	0.10%
74.	Radhika Batra Taneja	0.16%
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	0.51%
76.	Atul Kumar Agarwal	0.23%
77.	Sahil Jain HUF	0.10%
78.	Radhika Pareekh	0.06%
79.	Madhusudan Khurana	0.10%
80.	Atul Saluja HUF	0.10%
81.	Rakesh Laroia	0.39%
82.	Shashi Kiran Bhauka	0.15%
83.	Saket Agarwal	0.86%
84.	Gurjeev Singh Anand	0.15%
85.	Richie Arora	0.10%
86.	Veena Rani Jain	0.10%
87.	Aryan Malik	0.58%
88.	Leelamma Sainu	0.19%
89.	Kanti Lal Jain	0.20%
90.	Veena Jain	0.10%
91.	Swaroop Narain Agarwal	0.10%
92.	Fintellectual Advisors LLP	0.02%

*\*\*These percentages have been calculated on the basis of post-preferential share capital of the Company on fully diluted basis i.e. ₹12,85,32,625 (Twelve Crore Eighty Five Lakhs Thirty Two Thousand Six Hundred and Twenty Five) divided into 2,57,06,525 (Two Crore Fifty Seven Lakh Six Thousand Five Hundred and Twenty Five) Equity Shares of face value of ₹5/- (Rupees Five Only) each.*

s) Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:

Not applicable. Since, the allotment of Warrants and the equity shares pursuant to the exercise of the Warrants is made for consideration payable in cash.

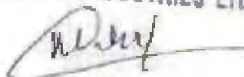
t) Amount which the company intends to raise by way of such securities:

Aggregating up to ₹98,76,56,250/- (Rupees Ninety Eight Crore Seventy Six Lakhs Fifty Six Thousand Two Hundred Fifty Only).

u) Certificate of Practicing Company Secretary:

The copy of certificate from Mr. Ansh Bhambrl, Practicing Company Secretary, Proprietor of M/s Bhambrl & Associates (C.P. No. 22626), as required under regulation 163(2) of the SEBI ICDR

For PRIME INDUSTRIES LTD

  
COMPANY SECRETARY



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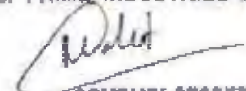
Website : www.primeindustrieslimited.com

Regulations, shall be placed before the Extra Ordinary General Meeting of the shareholders through electronic means, to be held at 11:00 A.M. at Master Chambers, 19, Feroze Gandhi Market Ludhiana-141001, Punjab. The said certificate shall be hosted on the Company's website and is accessible at link: <https://www.primeindustrieslimited.com/investors.html>.

**v) Other disclosures/Undertaking:**

- i. The Company, its Promoters and its Directors are not categorized as willful defaulter(s) by any bank or financial institution or consortium thereof, in accordance with the guidelines on willful defaulters issued by Reserve Bank of India and have not been categorized as a fraudulent borrower. Consequently, the disclosures required under Regulation 163(1) (i) of the SEBI ICDR Regulations is not applicable.
- ii. None of its directors or promoters are fugitive economic offenders as defined under the SEBI ICDR Regulations.
- iii. The Company does not have any outstanding dues to SEBI, Stock Exchanges or the depositories.
- iv. The Company has obtained the Permanent Account Numbers (PAN) of the proposed allottees, except those allottees which may be exempt from specifying PAN for transacting in the securities market by SEBI before an application seeking in-principle approval is made by the Company to the stock exchange(s) where its equity shares are listed;
- v. The Company shall be making application seeking in-principle approval to the stock exchange(s), where its equity shares are listed, on the same day when this notice will be sent in respect of the general meeting seeking shareholders' approval by way of special resolution;
- vi. The Company is in compliance with the conditions for continuous listing.
- vii. Since the Equity Shares have been listed on the recognized stock exchanges for a period of more than 90 trading days prior to the Relevant Date, the Company is not required to re-compute the price in terms of Regulation 163(1)(g) and Regulation 163(1)(h) of SEBI ICDR Regulations.
- viii. The Proposed Allottees has not sold any equity shares during 90 trading days preceding the Relevant Date.
- ix. The Equity Shares held by the proposed allottees in the Company are in dematerialized form only.
- x. Person belonging to the promoters / promoter group has previously subscribed to any warrants of the Company during the last one year.
- xi. The Company has complied with the applicable provisions of the Companies Act, 2013. The provisions of Section 62 of the Companies Act, 2013 (as amended from time to time) and the SEBI ICDR Regulations provide, inter alia, that when it is proposed to increase the issued capital of the Company by allotment of further shares, such shares are required to be first offered to the existing members of the Company for subscription unless the members decide otherwise through a Special Resolution.

For PRIME INDUSTRIES LTD

  
COMPANY SECRETARY



## PRIME INDUSTRIES LIMITED

CIN : L15490PB1992PLC012662

Regd. Office : Master Chamber, SCO -19,  
Feroze Gandhi Market, Ludhiana- 141 001, Punjab  
Tel. : 0161- 5043500

E-mail : prime\_indust@yahoo.com

Website : www.primeindustrieslimited.com

The Board of Directors of the Company believes that the proposed preferential issue is in the best interest of the Company and its members. The Board of Directors recommends the passing of the resolution as set out in the Notice of EGM Dated 23.02.2024 along with Corrigendum of EGM dated 14.03.2024, as Special Resolution and the same has been approved by the shareholders of the Company.

Except, Mr. Saket Agarwal, Director of the Company, none of the members belonging to Promoter and Promoter group of Company, Directors, Key Managerial Personnel or their relatives thereof are in any way financially or otherwise concerned or interested in the passing of this Special Resolution as set out in the Notice of EGM Dated 23.02.2024 along with Corrigendum of EGM dated 14.03.2024, except and to the extent of their shareholding in the Company.

The Board recommended the said resolution as special resolution for approval of the Members and the same has been approved and members passed the said resolution as a Special Resolution.

*//Certified to be true copy//*  
For Prime Industries Limited

For PRIME INDUSTRIES LTD

Mohit Verma

Company Secretary  
ACS- ACS-67765

## IN-PRINCIPLE' APPROVAL OF BSE LIMITED



LOD/PREF/AB/FIP/174/2024-25

April 30, 2024

The Company Secretary,  
**PRIME INDUSTRIES LTD.**  
 Master Chambers, 19, Feroze Gandhi Market, Ludhiana, Punjab, 141001

Dear Sir,

Re: 'In-principle' approval under Regulation 20(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We refer to your application seeking our "In-principle approval for the issue of 47,03,125 warrants convertible into 47,03,125 equity shares of Rs.5/- each at a price not less than Rs. 210/- to non-promoters on a preferential basis."

The Exchange hereby grants its 'in-principle' approval for the aforesaid issue. This 'in-principle' approval should not be construed as our approval for listing of aforesaid security, and you are required to duly and separately comply with the requirements in respect thereof.

You are advised to ensure that the issue and allotment of securities is strictly in accordance with the provisions of the Companies Act, 2013, Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the Depositories Act, 1996 including the Rules, Regulations, Guidelines, etc. made there under, Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (LODR Regulations) and the Listing Agreement signed with us. In addition, you shall also obtain such statutory and other approvals as are required for the purpose.

Further, the company is advised to strengthen internal controls (to monitor trades being executed by the proposed allottees in the scrip of the company) before allotment of securities in order to avoid any non-compliances in respect of trades being executed by the allottees in contravention to provisions of Chapter V of SEBI (ICDR) Regulations. In this regard,

- Company is advised to obtain an undertaking from the allottees(s) confirming that they shall not do intra-day trading in the scrip of the company or any sale in the scrip of the company till the allotment date of the security as required under SEBI (ICDR) Regulations.
- The company may note that the responsibility/onus is solely on the issuer company to verify the above (a) and ensure compliance with applicable provisions including Regulation 167(b) of SEBI ICDR regulations, 2018.
- The company may also note that any non-compliances, if observed by the exchanges post the undertaking and verification by the issuer company may impact the listing of such shares.

On allotment of securities pursuant to this 'in principle' approval you are required to make a listing application without delay, with applicable fees, in terms of Regulation 14 of the LODR Regulations and comply with the post issue formalities. Listing application and the checklist for post issue listing formalities can be downloaded from the link: <https://www.bseindia.com/statc/about/download.aspx>. Further, it should be noted by Depositories and the Company that in case of allotment of Convertible Securities, there would be automatic release of excess lock-in period of Pre-Preferential Holding of allottees by Depositories in compliance with SEBI(ICDR) Regulations, 2018 without requirement of any NOC by the Exchange.

A handwritten signature in blue ink, appearing to be 'AB', is located at the bottom right of the page.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, “the issuer or the issuing company, as the case may be, shall, make an application for listing, within twenty days from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

The Exchange reserves its right to withdraw this ‘in-principle’ approval at any stage if the information submitted to the Exchange is found to be incomplete/ incorrect/ misleading/ false or if it contravenes any Rules, Bye-laws and Regulations of the Exchange, LODR Regulations, ICDR Regulations and Guidelines/ Regulations issued by any statutory authorities etc.

Yours faithfully,



**Prasad Bhide**  
Senior Manager



**Anjali Bihani**  
Assistant Manager



**THE NAMES OF THE PROPOSED ALLOTTEES AND THE PERCENTAGE OF POST PREFERENTIAL OFFER CAPITAL THAT MAY BE HELD BY THEM**

Sr. No.	Name of the Proposed Allottees	Category	Ultimate Beneficial Owner	Pre-Issue Shareholding#		Number of Warrants to be issued	Post-Issue Shareholding (Presuming full conversion of Warrants) ##	
				No. of Shares	% of holding*		No. of Shares	% of holding**
1.	Komal Nawandhar	Non Promoter	Not Applicable	Nil	Nil	18000	18,000	0.07%
2.	Dilip Soni	Non Promoter	Not Applicable	Nil	Nil	39000	39,000	0.15%
3.	Neetu Bhootra	Non Promoter	Not Applicable	Nil	Nil	38000	38,000	0.15%
4.	Anil Kumar Bhootra	Non Promoter	Not Applicable	Nil	Nil	80000	80,000	0.31%
5.	Manju Devi Bhootra	Non Promoter	Not Applicable	Nil	Nil	41875	41,875	0.16%
6.	Ashish Sharma	Non Promoter	Not Applicable	Nil	Nil	70000	70,000	0.27%
7.	Bhagirathsingh Prajapati	Non Promoter	Not Applicable	Nil	Nil	18000	18,000	0.07%
8.	Meenu Sanjive Kumar Pathella	Non Promoter	Not Applicable	Nil	Nil	34500	34,500	0.13%
9.	Sitaram Bang	Non Promoter	Not Applicable	Nil	Nil	9000	9,000	0.04%
10.	Glance Finance Limited	Non Promoter	Not Applicable	Nil	Nil	50000	50,000	0.19%
11.	Narendra Sardarsingh Karnavat	Non Promoter	Not Applicable	Nil	Nil	37000	37,000	0.14%
12.	Dinesh Rathi	Non Promoter	Not Applicable	Nil	Nil	11250	11,250	0.04%
13.	Kavitadevi Bihani	Non Promoter	Not Applicable	Nil	Nil	7500	7,500	0.03%
14.	Bhanwar Lal Bhootra HUF	Non Promoter	Bhanwar Lal Bhootra	Nil	Nil	40000	40,000	0.16%
15.	Mahesh Phophalia HUF	Non Promoter	Mahesh Phophalia	Nil	Nil	40000	40,000	0.16%
16.	Li-Karma Financial Services LLP	Non Promoter	Zain Nadeem Karmali and Nazli Nadeem Karmali	Nil	Nil	35000	35,000	0.14%
17.	Bhojwani Universal Impex Private Limited	Non Promoter	Jagdish Tuljaram Bhojwani & Vinisha Bhojwani	Nil	Nil	35000	35,000	0.14%
18.	Tehzeeb Mohamed Tariq	Non Promoter	Not Applicable	Nil	Nil	35000	35,000	0.14%

	Nakhooda							
19.	Pushpa Leela Kumar Jinka	Non Promoter	Not Applicable	5,553	0.04%	18750	24,303	0.09%
20.	ARK Home Interiors and Realty Private Limited	Non Promoter	Rufina Asif Karmali	Nil	Nil	18750	18,750	0.07%
21.	Parag Bharat Mehta	Non Promoter	Not Applicable	Nil	Nil	150000	1,50,000	0.58%
22.	Abhishek Loonker	Non Promoter	Not Applicable	Nil	Nil	55000	55,000	0.21%
23.	Ankushi Sanghvi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
24.	Mausam Nehal Shah	Non Promoter	Not Applicable	Nil	Nil	140000	1,40,000	0.54%
25.	Amit Kumar Vora	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
26.	Wallbert Trading and Consultants Private Limited	Non Promoter	Lalitkumar Ramkumar Agarwal	79688	0.51%	195000	2,74,688	1.07%
27.	Devki Nandan Sharma	Non Promoter	Not Applicable	5000	0.03%	130000	1,35,000	0.53%
28.	Ankur Jitendra Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
29.	Tejas Jitendra Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
30.	Jitendra Kanchanlal Shah	Non Promoter	Not Applicable	Nil	Nil	18750	18,750	0.07%
31.	Sejal Amish Shah	Non Promoter	Not Applicable	Nil	Nil	9375	9,375	0.04%
32.	Kamini Ajay Kapasi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
33.	Yash Ramesh Brahmhatt	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
34.	Kishor Bagri	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
35.	Manish Kumar	Non Promoter	Not Applicable	Nil	Nil	12750	12,750	0.05%
36.	Priyanka Amit Rustagi	Non Promoter	Not Applicable	Nil	Nil	160000	1,60,000	0.62%
37.	Ageless Capital and Finance Private Limited	Non Promoter	Gagan Dinanath Chaturvedi	Nil	Nil	75000	75,000	0.29%
38.	Kaleido Capital Advisors LLP	Non Promoter	Ajay Kumar Pandey	Nil	Nil	300000	3,00,000	1.17%
39.	Dhirendra Nath Tiwari	Non Promoter	Not Applicable	Nil	Nil	112500	1,12,500	0.44%
40.	Antique Securities Private Limited	Non Promoter	Hina Kirti Doshi	Nil	Nil	112500	1,12,500	0.44%
41.	Madhu Sudan	Non	Not Applicable	Nil	Nil	9375	9,375	0.04%

	Jangid	Promoter						
42.	Krupali Jay Parekh	Non Promoter	Not Applicable	Nil	Nil	9375	9,375	0.04%
43.	Ankita Chaturvedi	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
44.	Astha Kanodia	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
45.	Rajendra S Shah (HUF)	Non Promoter	Rajendra Shantilal Shah	Nil	Nil	75000	75,000	0.29%
46.	Jyotivardhan Jaipuria & Santosh Jaipuria	Non Promoter	Not Applicable	Nil	Nil	75000	75,000	0.29%
47.	Parveen Bansal	Non Promoter	Not Applicable	Nil	Nil	170000	1,70,000	0.66%
48.	Ajay Garg & Meenu Agrawal	Non Promoter	Not Applicable	Nil	Nil	40500	40,500	0.16%
49.	Usha Shantikumar Loonker	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
50.	Viresh Pravin Shah	Non Promoter	Not Applicable	Nil	Nil	6250	6,250	0.02%
51.	Cumulative Ventures LLP	Non Promoter	Swapnilsagar Rameshchandra Vithalani & Arpita Hasmukh Maniyar	Nil	Nil	18000	18,000	0.07%
52.	Dhruva Das Mall	Non Promoter	Not Applicable	Nil	Nil	5000	5,000	0.02%
53.	Madhusudan Narayanlal Sarda	Non Promoter	Not Applicable	Nil	Nil	38000	38,000	0.15%
54.	Pushpa Sarda	Non Promoter	Not Applicable	Nil	Nil	6250	6,250	0.02%
55.	Amit Kumar Sarda	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
56.	Ravi Bharatbhai Ruparel	Non Promoter	Not Applicable	Nil	Nil	23937	23,937	0.09%
57.	Kaushal Bharat Ruparel	Non Promoter	Not Applicable	Nil	Nil	23938	23,938	0.09%
58.	Nevil Vinod Dedhia	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
59.	Usha Maheshwari	Non Promoter	Not Applicable	Nil	Nil	12500	12,500	0.05%
60.	India Equity Fund 1	Non Promoter	Jatin Chonani as authorized Signatory of Vistra ITCL India Ltd., being the trustee of Sarcap Investment Trust	200000	1.28%	150000	3,50,000	1.36%

			(SEBI Registered Alternate Investment Fund Category III), India Equity Fund being the first scheme of the Trust.					
61.	Sanjay Kukreja & Son HUF	Non Promoter	Sanjay Kukreja	Nil	Nil	25000	25,000	0.10%
62.	Shyam Mohan Gupta HUF	Non Promoter	Shyam Mohan Gupta	Nil	Nil	25000	25,000	0.10%
63.	Sushant Behl	Non Promoter	Not Applicable	1000	0.01%	25000	26,000	0.10%
64.	Rama Nand Gupta	Non Promoter	Not Applicable	36000	0.23%	25000	61,000	0.24%
65.	Jitendra Kumar Agarwal	Non Promoter	Not Applicable	7500	0.05%	50000	57,500	0.22%
66.	Sarthak Agarwal	Non Promoter	Not Applicable	300	Negligible	100000	1,00,300	0.39%
67.	Manit Sawhney	Non Promoter	Not Applicable	9500	0.06%	25000	34,500	0.13%
68.	Chhavi Rastogi	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
69.	Suman Tyagi	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
70.	Sushila Gupta	Non Promoter	Not Applicable	Nil	Nil	40000	40,000	0.16%
71.	Arika Securities Private Limited	Non Promoter	Nimesh Shyam Sundar Bihani, Dharmil Rajesh Modi, Bhavya Suresh Vora, Nikki Vijay Vora and Dwani Ronak Mehta	Nil	Nil	100000	1,00,000	0.39%
72.	Pushp Lata Sharma	Non Promoter	Not Applicable	24500	0.16%	50000	74,500	0.29%
73.	Devinder Garg	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
74.	Radhika Batra Taneja	Non Promoter	Not Applicable	Nil	Nil	40000	40,000	0.16%
75.	Atul Goel Family Trust (Through its trustee ASG Trading Private Limited)	Non Promoter	Anju Goel	Nil	Nil	130000	1,30,000	0.51%
76.	Atul Kumar Agarwal	Non Promoter	Not Applicable	10000	0.06%	50000	60,000	0.23%
77.	Sahil Jain HUF	Non Promoter	Sahil Jain	Nil	Nil	25000	25,000	0.10%
78.	Radhika	Non	Not Applicable	505	Negligible	15000	15,505	0.06%

	Pareekh	Promoter						
79.	Madhusudan Khurana	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
80.	Atul Saluja HUF	Non Promoter	Atul Saluja	Nil	Nil	25000	25,000	0.10%
81.	Rakesh Laroia	Non Promoter	Not Applicable	Nil	Nil	100000	1,00,000	0.39%
82.	Shashi Kiran Bhauka	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
83.	Saket Agarwal	Non Promoter	Not Applicable	121935	0.78%	100000	2,21,935	0.86%
84.	Gurjeev Singh Anand	Non Promoter	Not Applicable	Nil	Nil	37500	37,500	0.15%
85.	Richie Arora	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
86.	Veena Rani Jain	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
87.	Aryan Malik	Non Promoter	Not Applicable	Nil	Nil	150000	1,50,000	0.58%
88.	Leelamma Sainu	Non Promoter	Not Applicable	Nil	Nil	50000	50,000	0.19%
89.	Kanti Lal Jain	Non Promoter	Not Applicable	2500	0.02%	50000	52,500	0.20%
90.	Veena Jain	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
91.	Swaroop Narain Agarwal	Non Promoter	Not Applicable	Nil	Nil	25000	25,000	0.10%
92.	Fintellectual Advisors LLP	Non Promoter	Kumud Kiran	Nil	Nil	5000	5,000	0.02%

###\*\* Assuming full conversion of Warrants.

As a result of the proposed preferential issue of Warrants and upon conversion of such Warrants, there will be no change in the control or management of the Company. However, there will be corresponding changes in the shareholdings of the promoter & promoter group and public shareholding consequent to preferential allotment.

.....

**RELATED PARTY TRANSACTIONS ENTERED DURING THE LAST THREE FINANCIAL YEARS OF  
ISSUE OF PRIVATE PLACEMENT OFFER CUM APPLICATION LETTER INCLUDING WITH REGARD  
TO LOANS MADE OR, GUARANTEES GIVEN OR SECURITIES PROVIDED**

**1. Related Party Transactions (2022 – 23): -**

**(Amount in Rs.)**

<b>Particulars</b>	<b>Associates</b>	<b>KMP</b>	<b>Relatives of KMP</b>	<b>Total</b>
<b>Interest Earued</b>	30,73,699 (54,58,971)	- -	- -	<b>30,73,699 (54,58,971)</b>
<b>Interest Paid</b>	10,46,354 (6,41,598)	- -	- -	<b>10,46,354 (6,41,598)</b>
<b>Purchase</b>	4,85,23,000 (-)	- -	- -	<b>4,85,23,000 (-)</b>
<b>Sale</b>	3,54,17,550 (-)	- -	- -	<b>3,54,17,550 (-)</b>
<b>Director Remuneratiou</b>		12 (12)		<b>12 (12)</b>
<b>Balauces outstaudiug at the eud of the year:</b>				
<b>Loan &amp; Advances Giveu</b>	- (-)	- -	- -	<b>- (-)</b>
<b>Loan &amp; Advances Takeu</b>	2,52,31,579 (8,02,57,490)	- -	- -	<b>2,52,31,579 (8,02,57,490)</b>

2. Related Party Transaction (2021-22): -

(Amount in Rs.)

Particulars	Associates	KMP	Relatives of KMP	Total
Interest Earned	54,58,971	-	-	54,58,971
	-50,56,712	(-)	(-)	-50,56,712
Interest Paid	6,41,598	-	-	6,41,598
	-3,05,406	(-)	(-)	-3,05,406
Purchase	-	-	-	-
	-6,74,13,500	(-)	(-)	-6,74,13,500
Sale	-	-	-	-
	-7,04,09,000	(-)	(-)	-7,04,09,000
Director Remuneration	-	12	-	12
	-	-12	-	-12
Balances outstanding at the end of the year				
Loan & Advances Given	-	-	-	-
	(-)	(-)	(-)	(-)
Loan & Advances Taken	8,02,57,490	-	-	8,02,57,490
	-2,75,016	(-)	(-)	-2,75,016

3. Related Party Transaction (2020 – 21): -

(Amount in Rs.)

Particulars	Associates	KMP	Relatives of KMP	Total
Interest Earned	50,56,712	-	-	50,56,712
	-39,81,036	(-)	(-)	-39,81,036
Interest Paid	30,54,06	-	-	3,05,406
	-4,56,268	(-)	(-)	-4,56,268
Purchase	6,74,13,500	-	-	6,74,13,500
	(-)	(-)	(-)	(-)
Sale	7,04,09,000	-	-	7,04,09,000
	(-)	(-)	(-)	(-)
Director Remuneration	-	-	-	-
	(-)	(-)	(-)	(-)
Balances outstanding at the end of the year				
Loan & Advances Given	-	-	-	-
	-26,03,523	(-)	(-)	-26,03,523
Loan & Advances Taken	2,75,016	-	-	2,75,016
	(-)	(-)	(-)	(-)

**CASH FLOW STATEMENT OF THE COMPANY FOR AS AT THE END OF LAST 3 AUDITED FINANCIAL YEARS**

(Amount in INR in Millions)

Particulars	For the period ended 31st March, 2023		For the year ended March 31, 2022		For the year ended March 31, 2021	
<b>A Cash flow from operating activities</b>						
Net Profit/Loss ( ) before tax and extraordinary items		15.73		-1.59		1.69
<u>Adjustments for:</u>						
Depreciation and Loss on Sale of Fixed Assets	0		0.01		-	
Provision for Diminution in Value of Investment	-		-		-	
Profit on sale of Investments	(8.65)		-		-	
interest Paid	2.14	(6.51)	4.17	4.17	2.34	2.34
<b>Operating profit before working capital changes</b>		<b>9.22</b>		<b>2.59</b>		<b>4.03</b>
<u>Changes in working capital:</u>						
<b>Adjustments for (increase) / decrease in operating assets:</b>						
Inventories	(1.38)		4.14		-0.36	
Other financial assets	0.54					
Short-term loans and advances	-		-		2.6	
Other Current Assets	-		1.69		12.54	
Long-term loans and advances	0.56		-0.62		0.42	
<b>Adjustments for increase / (decrease) in operating liabilities:</b>						
other financial liabilities	(1.73)		(2.13)		4.51	
Other current liabilities	30.00		-		2.02	
Cash flow from extraordinary items		28.00		3.07		-4.29
Cash generated from operations		<b>37.22</b>		<b>5.66</b>		<b>-0.26</b>
Net income tax (paid) / refunds		-		(0.09)		-
<b>Net cash flow from operating activities (A)</b>		<b>37.22</b>		<b>5.57</b>		<b>-0.26</b>
<b>B Cash flow from Investing activities</b>						
Purchase of fixed assets	-		-		-	
Sale of fixed assets	-		-		-	
Purchase of Investment	-		-		-	
Sale of investment	12.11		-		-	
Sale of Property	-		-		-	
<b>Net cash flow (used in) investing activities (B)</b>	-	<b>12.11</b>	-	-	-	-
<b>C Cash flow from Financing activities</b>						
Short term borrowings	-	-72.90	-	-4.17	-	-
Interest Paid	-	-2.14	-	95.35	-	-2.34
<b>Net cash used in financing activities [C]</b>		<b>-75.04</b>		<b>91.19</b>		<b>-2.34</b>
<b>Net Increase/(decrease) in Cash and cash equivalents (A+B+C)</b>		<b>-25.72</b>		<b>96.76</b>		<b>-2.6</b>
Cash and cash equivalents at the beginning of the year	-	110.76	-	13.99	-	16.59
Cash and cash equivalents at the end of the year.	-	85.04	-	110.76	-	13.99





**PRIME INDUSTRIES LIMITED**

CIN: L15490PB1992PLC012662

Regd. Office: Master Chambers, 19, Feroze Gandhi Market, Ludhiana, Punjab- 141001  
Tel: 0161-5043500; Website: [www.primeindustrieslimited.com](http://www.primeindustrieslimited.com); Email: [prime\\_indust@yahoo.com](mailto:prime_indust@yahoo.com)

**SECURITIES APPLICATION FORM  
(Private & confidential, not for circulation)**

Application Form No.

ISSUE OPEN ON: **MAY 02, 2024**

To:

Investor

ISSUE CLOSES ON: **MAY 10, 2024**

ISSUE AND ALLOTMENT OF CONVERTIBLE WARRANTS AT AND ISSUE PRICE OF RS. 210/- PER CONVERTIBLE WARRANTS INCLUDING SHARE PREMIUM OF RS. 205/- PER CONVERTIBLE WARRANTS WITHIN A PERIOD OF 18 (EIGHTEEN) MONTHS FROM THE DATE OF ALLOTMENT OF WARRANTS, TO THE PERSON BELONGING TO THE PROMOTER AND NON-PROMOTER CATEGORY ON PREFERENTIAL BASIS.

No. of Securities Offered		Date: <b>FOR OFFICE USE ONLY</b> Date of receipt of application Sl. No.	
No. of Securities Accepted			
Amount Payable (Rs.)			
<b>Cheque/UTR</b>	<b>Cheque/UTR No</b>	<b>Date</b>	<b>Amount</b>
<b>DETAIL</b>			
Name of Applicant			
Nominee's Name			
Address			
Email Id			
Phone No./Mobile No.			
PAN			
DP ID Client ID			
Specimen Signature			

**Note:**

The applicant is required to submit the copy of PAN card and certified true copy of Board Resolution (in case of Company) along with Share application form.

**Signature**

-----Tear Here-----

Received from Mr./Ms./M/s \_\_\_\_\_ an application Form on \_\_\_\_\_ (date) for allotment of \_\_\_\_\_ convertible warrants at an issue price of Rs.210/- per convertible warrants.