



Ref No: CFL/SEC/2024-25/19

Date: August 02, 2024

To,
The Manager,
Department of Corporate Services,
BSE Limited,
Phirozee Jeejeeboy Towers,
Dalal Street, Fort,
Mumbai - 400 001.
Scrip Code: 535267

Dear Sir/Madam,

Subject: Outcome of the Board Meeting held on Friday, August 02, 2024

Pursuant to the Regulation 30 and 33 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we hereby inform you that the Board of Directors of the Company at its Meeting held today i.e. Friday, August 02, 2024 have *inter alia*, considered and approved the following matters:

1. Unaudited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2024 along with the Limited Review Report thereon issued by the M/s. A. R. Sodha & Co., Statutory Auditors of the Company which are enclosed herewith as **Annexure I**;
2. Recommended Final Dividend of Rs.0.10/- (Ten Paise Only) per equity share of face value of Rs. 02/- (Rupees Two Only) each equivalent to 5% on paid-up equity share capital of the Company for the financial year ended March 31, 2024, subject to the approval of the shareholders at the ensuing Annual General Meeting of the Company;
3. Increase in Authorized Share Capital of the Company from Rs.15,00,00,000/- to Rs. 25,00,00,000/- and as a consequent thereto, alteration of the Capital Clause of Memorandum of Association of the Company, subject to shareholder's approval at the ensuing Annual General Meeting;
4. Raising of funds through issue and allotment of up to 4,38,00,000/- (Four Crore and Thirty-Eight Lakhs Only) Share Warrants, each Warrants convertible into 1 (one) Equity Share of the Face Value of Rs. 2/- (Rupee Two Only) to certain Promoters and Non-Promoter Investors on preferential basis in terms of Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ["the SEBI (ICDR) Regulations"] at an Issue Price of **Rs. 9/- (Rupees Nine Only)** including Premium of **Rs. 7/- (Rupees Seven Only)** per

COMFORT FINCAP LIMITED

Registered Office :- 22, Block B, Camac Street, Behind
Pantaloons, Kolkata, West Bengal - 700016

Corporate Office :- A-301, Hetal Arch, S.V. Road,
Opp. Natraj Market, Malad (West), Mumbai - 400064

CIN : L65923WB1982PLC035441

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warrant (being the price not less than the minimum price determined with reference to the Relevant Date in accordance with Regulation 164 of the SEBI ICDR Regulations aggregating up to maximum amount of Rs. 39,42,00,000/- (Rupees Thirty-Nine Crore and Forty-Two Lakhs Only), subject to the approval of regulatory / statutory authorities and the Members of the Company at ensuing general meeting.

The information pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure II**. Further, List of allottees are enclosed as **Annexure III**.

Please note that in terms of the Company's Code of Conduct for Prohibition of Insider Trading and pursuant to Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended, the trading window for trading in securities of the Company will open on Monday, August 05, 2024.

Kindly note that the meeting of the Board of Directors commenced at 07:00 P.M. and concluded at 9:00 P.M.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,
For Comfort Fincap Limited

Ankur Agrawal
Director
DIN: 06408167

Encl: as above

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Independent Auditor's Review Report on Quarterly Financial Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Review Report to
The Board of Directors
Comfort Fincap Limited

1. We have reviewed the accompanying statement of unaudited standalone financial results of Comfort Fincap Limited ('the Company') for the quarter ended 30th June, 2024 (the "Statement") attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. This statement is the responsibility of the Company's Management and has been approved by the Board of Directors, which has been prepared in accordance with the recognition and measurement principles as laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules issued there under and other accounting principles generally accepted in India. Our responsibility is to issue a report on these financial statements based on our review.
2. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, *Engagements to Review Financial Statements* issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement.

For A.R. Sodha & Co.
Chartered Accountants
FRN 110324W

D. R. Sangoi

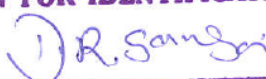
Dipesh Sangoi
Partner
M No. 124295
Place: Mumbai

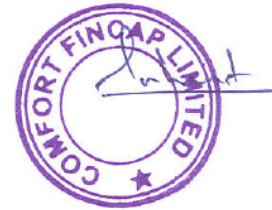


Date : 2nd August, 2024
UDIN: 24124295BKDAEY4897

COMFORT FINCAP LIMITED
STATEMENT OF STANDALONE UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2024

Sr no	Particulars	Quarter Ended			Year Ended
		30.06.2024	31.03.2024	30.06.2023	31.03.2024
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Net Sales/Income from operations				
	i) Interest income	297.70	287.13	286.83	1160.23
	ii) Financial Advisory & Consultancy	2.50	0.00	0.00	13.00
	iii) Dividend income	0.44	0.68	0.30	1.99
	iv) Net Gain on Fair Value Changes	95.19	66.20	55.28	214.87
1	(a) Net Sales/Income from operations	395.82	354.00	342.41	1390.09
	(b) Other Income	5.76	4.24	0.13	5.86
	Total Income (a+b)	401.58	358.24	342.54	1395.95
2	Expenditure				
	a) Finance Costs	65.06	65.85	66.61	267.14
	b) Fees and commission expense	0.00	14.87	1.07	32.58
	c) Provision for Impaired Loans & Advances	0.00	36.95	0.00	42.18
	d) Employee Benefit Expenses	39.45	46.59	34.22	171.23
	e) Depreciation and Amortization Expense	1.89	1.91	0.15	5.08
	f) Other Expenses	26.34	62.08	35.26	151.76
	Total Expenditure (a+b+c+d+e+f)	132.74	228.25	137.32	669.97
3	Profit before Exceptional Items & Tax (1-2)	268.84	129.99	205.22	725.98
4	Exceptional Items	0.00	0.00	0.00	0.00
5	Profit before Tax (3-4)	268.84	129.99	205.22	725.98
6	Tax Expenses				
	i) Income Tax	44.24	41.43	37.98	153.15
	ii) Income Tax of earlier years	0.00	-0.83	0.00	-0.05
	iii) Deferred Tax	32.11	15.92	17.48	58.26
7	Profit after tax (5-6)	192.49	73.47	149.75	514.62
8	Add : Share of (Profit)/Loss of Associate	0.00	0.00	0.00	0.00
9	Profit for the Period (after adjustment for Associate (7 + 8))	192.49	73.47	149.75	514.62
10	Other Comprehensive Income (OCI)				
	(a) Items not to be reclassified subsequently to profit and loss				
	- Remeasurements of the defined benefit plan - gain/(loss)	0.00	-0.86	-0.86	-3.42
	- Tax impact on above	0.00	0.22	0.22	0.86
11	Total Comprehensive Income (9+10)	192.49	72.83	149.11	512.06
12	Paid up Equity Share Capital (Face Value Rs. 2/- each)	1085.13	1085.13	1085.13	1085.13
13	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	0.00	0.00	0.00	4412.90
14	Earning Per Share (EPS) (par value of Rs. 2/- each)				
	Basic	0.35*	0.14*	0.28*	0.95
	Diluted	0.35*	0.14*	0.28*	0.95
	*Not Annualised				

SIGN FOR IDENTIFICATION BY

A. R. SODHA & CO.
CHARTERED ACCOUNTANTS
REG. No. 110324W, MUMBAI



Notes

- 1 The above un-audited financial results are reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on Aug., 02, 2024.
- 2 The financial results for the quarter ended March 31, 2024 represent the difference between the audited figure in respect of the full financial year and published figure upto the third quarter of the financial year.
- 3 The above financial results are extracted from the Audited Financial Statements of the Company, which are prepared in accordance with the Indian Accounting Standards ('Ind As') as prescribed under section 133 of the companies Act, 2013 read with relevant rules issued thereunder.
- 4 The Company is operating in a single segment.
- 5 To comply with the requirement of Ind AS 19 Employee Benefits company has changed its accounting policy with respect to Defined Benefit Plan in the nature of Gratuity and has obtained the Actuarial Valuation report from Actuary. In accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors, the effect of the change has been given retrospectively in all the period presented. The details of effects on account of change in policy in the previously reported results is as follow:

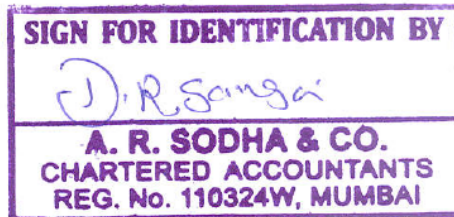
(Rs. in Lakhs)	
Particulars	Quarter Ended - 30.06.2023
Previously Reported Profit After Tax	150.52
Effect of Gratuity Provision	1.03
Tax Effect of Above (Deferred Tax)	0.26
Current Reported Profit After Tax	149.75
Previously Reported OCI	-
Effect of Remeasurements of the defined benefit plans (Gain/Loss)	(0.86)
Tax Effect of Above (Deferred Tax)	0.22
Current Reported Profit After Tax	(0.64)

- 6 The figures have been re-grouped / re-arranged / re-classified / re-worked wherever necessary to make them comparable.

Place : Mumbai
Date : Aug., 02 , 2024

For Comfort Fincap Ltd


Ankur Anil Agrawal
Chairperson & Director
DIN : 06408167





Independent Auditor's Review Report on Unaudited Quarterly Consolidated Financial Results of the Company Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Review Report to
The Board of Directors
Comfort Fincap Limited

1. We have reviewed the accompanying statement of unaudited consolidated financial results of **Comfort Fincap Limited** ("the Company") and its associates (together referred to as the "the Group") for the quarter ended 30th June, 2024 attached herewith, being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
2. The preparation of the Statement in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, Interim Financial Reporting (IND AS 34) prescribed under Section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015 and the Circular, which is the responsibility of the Holding Company's management and has been approved by the Holding Company's Board of Directors. Our responsibility is to express a conclusion on the Statement based on our review.
3. We conducted our review in accordance with the Standard on Review Engagement (SRE) 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
4. The statement includes the result of the following entities:
List of Associates
 - a) Lemonade Share and Securities Private Limited
5. Based on our review conducted as stated in paragraph 3, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations including the manner in which it is to be disclosed, or that it contains any material misstatement



6. The consolidated unaudited financial results also includes the Group's share of of total net profit/(loss) after tax of Rs. (118)/- for the quarter ending on 30th June, 2024, as considered in the Statement, in respect of an associate, whose interim financial results have not been reviewed by us. These interim financial results have been reviewed by other auditors whose reports have been furnished to us by the management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these associates, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

For A.R. Sodha & Co.
Chartered Accountants
FRN 110324W

D.R. Sangoi

Dipesh Sangoi
Partner

M No. 124295

Place: Mumbai

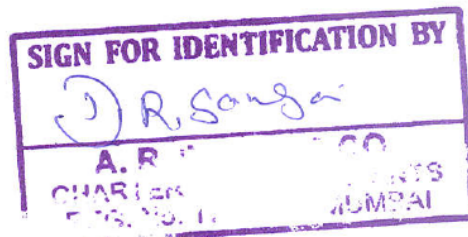
Date: 2nd August, 2024

UDIN: 24124295BKDAEZ3618



COMFORT FINCAP LIMITED
STATEMENT OF CONSOLIDATED UN-AUDITED FINANCIAL RESULTS FOR THE QUARTER ENDED JUNE 30, 2024

Sr no	Particulars	Quarter Ended			Year Ended
		30.06.2024	31.03.2024	30.06.2023	31.03.2024
		(Unaudited)	(Audited)	(Unaudited)	(Audited)
1	Net Sales/Income from operations				
	i) Interest income	297.70	287.13	286.83	1160.23
	ii) Financial Advisory & Consultancy	2.50	0.00	0.00	13.00
	iii) Dividend income	0.44	0.68	0.30	1.99
	iv) Net Gain on Fair Value Changes	95.19	66.20	55.28	214.87
1	(a) Net Sales/Income from operations	395.82	354.00	342.41	1390.09
	(b) Other Income	5.76	4.24	0.13	5.86
	Total Income (a+b)	401.58	358.24	342.54	1395.95
2	Expenditure				
	a) Finance Costs	65.06	65.85	66.61	267.14
	b) Fees and commission expense	0.00	14.87	1.07	32.58
	c) Provision for Impaired Loans & Advances	0.00	36.95	0.00	42.18
	d) Employee Benefit Expenses	39.45	46.59	34.22	171.23
	e) Depreciation and Amortization Expense	1.89	1.91	0.15	5.08
	f) Other Expenses	26.34	62.08	35.26	151.76
	Total Expenditure (a+b+c+d+e+f)	132.74	228.25	137.32	669.97
3	Profit before Exceptional Items & Tax (1-2)	268.84	129.99	205.22	725.98
4	Exceptional Items	0.00	0.00	0.00	0.00
5	Profit before Tax (3-4)	268.84	129.99	205.22	725.98
6	Tax Expenses				
	i) Income Tax	44.24	41.43	37.98	153.15
	ii) Income Tax of earlier years	0.00	-0.83	0.00	-0.05
	iii) Deferred Tax	32.11	15.92	17.48	58.26
7	Profit after tax (5-6)	192.49	73.47	149.75	514.62
8	Add : Share of (Profit)/Loss of Associate	-0.001	0.02	-0.001	0.01
9	Profit for the Period (after adjustment for Associate (7 + 8))	192.49	73.48	149.75	514.63
10	Other Comprehensive Income (OCI)				
	(a) Items not to be reclassified subsequently to profit and loss				
	- Remeasurements of the defined benefit plan - gain/(loss)	0.00	-0.86	-0.86	-3.42
	- Tax impact on above	0.00	0.22	0.22	0.86
11	Total Comprehensive Income (9+10)	192.49	72.84	149.11	512.07
12	Paid up Equity Share Capital (Face Value Rs. 2/- each)	1085.13	1085.13	1085.13	1085.13
13	Reserves excluding Revaluation Reserves as per Balance Sheet of previous accounting year	0.00	0.00	0.00	4415.92
14	Earning Per Share (EPS) (par value of Rs. 2/- each)				
	Basic	0.35*	0.14*	0.28*	0.95
	Diluted	0.35*	0.14*	0.28*	0.95
	*Not Annualised				



Notes

- 1 The above un-audited financial results are reviewed by the Audit Committee and approved by the Board of Directors at its meeting held on Aug., 02, 2024.
- 2 The financial results for the quarter ended March 31, 2024 represent the difference between the audited figure in respect of the full financial year and published figure upto the third quarter of the financial year.
- 3 The above financial results are extracted from the Audited Financial Statements of the Company, which are prepared in accordance with the Indian Accounting Standards ('Ind As') as prescribed under section 133 of the companies Act, 2013 read with relevant rules issued thereunder.
- 4 The Company is operating in a single segment.
- 5 To comply with the requirement of Ind AS 19 Employee Benefits company has changed its accounting policy with respect to Defined Benefit Plan in the nature of Gratuity and has obtained the Actuarial Valuation report from Actuary. In accordance with Ind AS 8 - Accounting Policies, Changes in Accounting Estimates and Errors, the effect of the change has been given retrospectively in all the period presented. The details of effects on account of change in policy in the previously reported results is as follow:

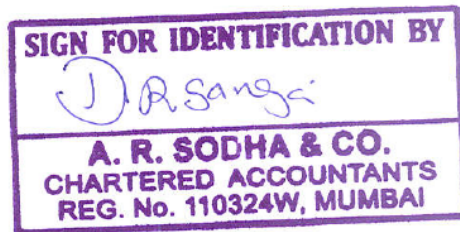
Particulars	(Rs. in Lakhs)	
	Quarter Ended - 30.06.2023	
Previously Reported Profit After Tax		150.52
Effect of Gratuity Provision		1.03
Tax Effect of Above (Deferred Tax)		0.26
Current Reported Profit After Tax		149.75
Previously Reported OCI		-
Effect of Remeasurements of the defined benefit plans (Gain/Loss)		(0.86)
Tax Effect of Above (Deferred Tax)		0.22
Current Reported Profit After Tax		(0.64)

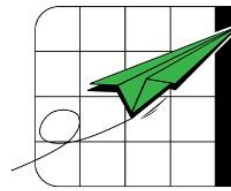
- 6 The figures have been re-grouped / re-arranged / re-classified / re-worked wherever necessary to make them comparable.

Place : Mumbai
Date : Aug., 02 , 2024

For Comfort Fincap Ltd


Ankur Anil Agrawal
Chairperson & Director
DIN : 06408167





**COMFORT
FINCAP**

ANNEXURE II

**Pursuant to Regulation 30 of SEBI Listing Regulations read with SEBI Circular
SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

Sr. No.	Particulars	Details
1.	Types of securities proposed to be Issued	Issue of up to 4,38,00,000/- (Four Crore and Thirty Eight Lakhs Only) Share Warrants, each Warrant convertible into 1 (one) Equity Share of Re. 2/- (Rupee Two Only) each on Preferential basis to Promoters and Non-Promoter Investors.
2.	Type of issuance (further public offering, rights issue, depository receipts (ADR / GDR), qualified institutions placement, preferential allotment etc.)	Preferential Issue of Share warrants in accordance with the SEBI (ICDR) Regulations read with the Companies Act, 2013 and rules made thereunder.
3.	Total number of Securities proposed to be issued or the total amount for which the securities will be issued	Issue of up 4,38,00,000/- (Four Crore and Thirty-Eight Lakhs Only) Share Warrants at a price of Rs. 9/- (Rupees Nine Only) per Warrant, each convertible into 1 (one) Equity Share of face value of Rs. 2/- (Rupees Two Only) each fully paid up at a premium of Rs. 7/- (Rupees Seven Only) per warrant each per warrant ("Issue Price") in cash, for an aggregate consideration of up to Rs. 39,42,00,000/- (Rupees Thirty Nine Crore and Forty Two Lakhs Only).
4.	Issue Price	Re. 9/- per warrant (Rupees Nine Only) including premium of Rs. 7/- (Rupees Seven Only)
5.	Additional details Names of the investors No. of Investors In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	 As per Annexure III As per Annexure III Each Warrant would be convertible into, or exchangeable, at an option of Proposed Allottee(s) of warrants as under Annexure III , within a maximum period of 18 months from the date of allotment of Warrants into equivalent number of fully paid-up equity share of face value of Rs. 2/- (Rupees Two Only) each of the Company.

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	<p>Post allotment of securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors</p>	<p>An amount equivalent to at least 25% of the warrant issue price shall be payable upfront along with the application and the balance 75% shall be payable by the Proposed Allottee(s) of warrants on the exercise of option of conversion of the warrant(s). The number of equity shares to be allotted on exercise of the warrants shall be subject to appropriate adjustments as permitted under the rules, regulations and laws, as applicable from time to time.</p> <p>As per Annexure III</p>
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ANNEXURE III

Comfort Fincap Limited
Proposed Allottees of Share Warrant

Sr. No.	Names of the Investors/ proposed Allottees	Category (Promoter and Non-Promoter)	No. of Shares Warrants (up to)	Issue price/allotted price (in case of convertibles) (INR)	Amount for Shares
1	Luharuka Investment & Consultants Private Limited	Promoter	2,39,00,000	9	21,51,00,000
2	Luharuka Sales & Services Private Limited	Promoter	11,00,000	9	99,00,000
3	Kirtikumar Navnitrai Mehta	Non - Promoter	9,00,000	9	81,00,000
4	Brijesh Haresh Mehta	Non - Promoter	9,00,000	9	81,00,000
5	Kalpesh Nitinkumar Mehta	Non - Promoter	9,00,000	9	81,00,000
6	Jyoti Kirtikumar Mehta	Non - Promoter	9,00,000	9	81,00,000
7	Darshan Mukesh Doshi	Non - Promoter	9,00,000	9	81,00,000
8	Devendra Lal Thakur	Non - Promoter	9,00,000	9	81,00,000
9	Vriddhi Ramakant Parasrampurua	Non - Promoter	11,00,000	9	99,00,000
10	Raj Kumar Goel	Non - Promoter	5,50,000	9	49,50,000
11	Swati Goel	Non - Promoter	5,50,000	9	49,50,000
12	Raj Kumar Goel HUF	Non - Promoter	8,00,000	9	72,00,000

13	Geetaben Pravinbhai Padsala	Non - Promoter	11,00,000	9	99,00,000
14	Manjula N Bajariya	Non - Promoter	5,00,000	9	45,00,000
15	Ashish Bansal	Non - Promoter	40,00,000	9	3,60,00,000
16	Maulik Maheshkumar Bhatu	Non - Promoter	5,00,000	9	45,00,000
17	Priyesh Maheshkumar Bhatu	Non - Promoter	5,00,000	9	45,00,000
18	Neeta Bhavesh Waghela	Non - Promoter	1,00,000	9	9,00,000
19	Noble Express Services Private Limited	Non - Promoter	5,00,000	9	45,00,000
20	Mihen Jyotindra Halani	Non - Promoter	1,00,000	9	9,00,000
21	Vraj Praful Padsala	Non - Promoter	8,00,000	9	72,00,000
22	Vibhor Kala	Non - Promoter	1,00,000	9	9,00,000
23	Jignesh Hansraj Gala	Non - Promoter	1,00,000	9	9,00,000
24	Amita Sachin Karia	Non - Promoter	2,00,000	9	18,00,000
25	Kiah Sudhir Monpara	Non - Promoter	7,00,000	9	63,00,000
26	Sharad Phoolchand Kedia	Non - Promoter	2,00,000	9	18,00,000
27	Meera S Kabra	Non - Promoter	1,00,000	9	9,00,000

28	Shubham Rupesh Vaghasia	Non - Promoter	2,00,000	9	18,00,000
29	Indira Naresh Riyawala	Non - Promoter	2,00,000	9	18,00,000
30	Madhusudan Zanwar	Non - Promoter	1,00,000	9	9,00,000
31	Riken Vira	Non - Promoter	2,00,000	9	18,00,000
32	Deepak Surendra Jariwala	Non - Promoter	1,00,000	9	9,00,000
33	Mrs. Kavita Mistri & Mr. Unmesh Misti	Non - Promoter	1,00,000	9	9,00,000
Total			4,38,00,000	9	39,42,00,000