

To,
 Head- Listing & Compliance
 Metropolitan Stock Exchange of India Limited (MSEI)
 Building A, Unit 205A, 2nd Floor,
 Piramal Agastya Corporate Park,
 L.B.S Road, Kurla West, Mumbai - 400 070

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Sub: Outcome of the Board Meeting held on the 20th day of February, 2024 of M/s PHF Leasing Limited

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), it is hereby informed that the Board of Directors of M/s PHF Leasing Limited ("the Company") in its meeting held on February 20, 2024, *inter alia* has transacted the following businesses:

- Subject to the approval of the members along with other approvals as required, to increase the Authorised Share Capital of the Company from Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) divided into 1,50,00,000 (One Crore and Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) to Rs. 40,00,00,000/- (Rupees Forty Crores Only) divided into 4,00,00,000 (Four Crores) Equity Shares of Rs. 10/- (Rupees Ten Only) each by the creation of additional 2,50,00,000 (Two Crores and Fifty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each and consequential amendment in Clause V i.e. Capital Clause of Memorandum of Association of the Company.
- To issue and allot upto 1,94,95,240 (One Crore Ninety Four Lakhs Ninety Five Thousand Two Hundred and Forty Only) Equity Warrants ("Warrants"), each Warrant convertible into 1(one) Equity Share of face value of Rs. 10/- each (Rupees Ten only) to Non-Promoter Category, on a preferential basis in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations") as amended, and other applicable laws, at a price of Rs. 25/- (Rupees Twenty Five Only) per Warrant, subject to it being in compliance with the price calculated in accordance with Regulation 165 for Preferential Issue contained in Chapter V of SEBI ICDR Regulations as amended, subject to the approval of regulatory/ statutory authorities and the shareholders of the Company.

The information pursuant to SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 is provided herein below:

S. No.	Particulars	Details
1.	Type of securities proposed to be issued	Equity Warrants for cash, with a right to apply for and get allotted, within a period of 18 (Eighteen) months from the date of allotment of Warrants, one Equity Share of face value of Rs 10/- each for each Warrant.
2.	Type of issuance	Preferential Allotment
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Upto 1,94,95,240 (One Crore Ninety Four Lakhs Ninety Five Thousand Two Hundred and Forty Only) Warrants at a price of Rs. 25/- (Rupees Twenty-Five Only) per Warrant, each Warrant convertible into 1 Equity Share of face value of Rs. 10/- each fully paid-up (including a premium of Rs. 15/- per Warrant) in cash, aggregating to upto Rs. 19,49,52,400 (Nineteen Crores Forty Nine Lakhs Fifty Two Thousand and Four Hundred Only)

	Name of the Proposed Investor	Maximum No. of Warrants to be offered
4. Names of the proposed investors and the maximum no. of Warrants to be offered	Vijay Kumar Sareen	36000
	Sangeeta Sareen	24000
	Aashim Sareen	12000
	Aarish Sareen	24000
	Indu Bhalia	24000
	Swati Gupta	12000
	Tuhina Kharband	24000
	Ashwani Kumar Jindal	120000
	Kuldip Bhandari	24000
	Pioneer Insurance Consultants Ltd	300000
	Glosec Sub Broker And Marketing Services Pvt. Ltd.	360000
	Insta Apphanced Private Limited	3600000
	Agile Finserv Private Limited	3600000
	Northern India Consultants Private Limited	300000
	Dinesh Gupta Huf	24000
	Megha Saggarr	144000
	Kanika Gupta	120000
	Dr. Raman Kumar Gupta	12000
	Harish Kumar Gupta	12000
	Kumar Shalya Gupta	300000
	Gaurav Mittal	48000
	Monica Mittal	12000
	Monika Gupta	144000
	Sparsh Gupta	12000
	Kashvi Mittal	24000
	Aakash Gupta	12000
	Hamco Ispat Private Limited	1800000
	Ashwani Gupta	120000
	Chirag Gupta	480000
	Gagandeep Sharma	60000
	Kamal Tandon	100000
	Rahul Sachar	100000
Taranpreet Singh Takkar	60000	
Reflect Inoways Pvt Ltd	100000	
Kamaljit Singh	60000	
Manav Kumar Modi	105000	
Parminder Singh	60000	
Prince Uttam	180000	



Aman Sood	180000
Anuraj Kumar Bhardwaj	60000
Harish Kumar	36000
Kumar Uttam	300000
Sk Dhawan	60000
Vikram Virk	300000
Jasjit Singh Virk	780000
Yaduvendra Mathur	120000
Amit Azad	120000
Ved Prakash Ventures Pvt Ltd	48000
Amitesh Kumar	96000
Gopesh Gupta	60000
Astha Bajaj	24000
Gaurav Mahajan	18000
Aayush Tibrewal	60000
Ajay Juneja	7920
Amit Kumar Tandon	6000
Atin Aggarwal	24000
Bhuvan Lambe	24000
Dhiraj Singh	12000
Divya Jain	18000
Garima	12000
Gurleen Kaur	3960
Krishan Kant	7920
Aman Goyal	30000
Rohan Sharma	30000
Kulwinder Singh	3960
Lakhwinder Singh	6000
Minashu Gakkhar	12000
Manohar Lal Mehta	16000
Mudit Mathur	12000
Nancy Jha	4200
Naveen Kirpal	12000
Om Parkash Tiwari	12000
Parminder Singh	12000
Preeti Seth	6000
Pushap Duggal	18000
Rachyita Sharma	60000
Raja Rahelu	6000
Rajiv Kumar Bajaj	12000
Ritika Seth	2400
Shahrukh Khan	6000
Shashank Gobhil	15960
Shobha	6000
Smriti Mathur	6000

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5.	Post Allotment of Securities - outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	<table border="1"> <thead> <tr> <th rowspan="2">Particulars</th> <th colspan="2">Pre-preferential Allotment Shareholding</th> <th colspan="2">Post-preferential Allotment Shareholding</th> </tr> <tr> <th>No. of Shares</th> <th>%age</th> <th>No. of Shares</th> <th>%age</th> </tr> </thead> <tbody> <tr> <td>Vijay Kumar Sareen</td> <td>64930</td> <td>0.52</td> <td>100930</td> <td>0.32</td> </tr> <tr> <td>Sangeeta Sareen</td> <td>13640</td> <td>0.11</td> <td>37640</td> <td>0.12</td> </tr> <tr> <td>Aashim Sareen</td> <td>10000</td> <td>0.08</td> <td>22000</td> <td>0.07</td> </tr> <tr> <td>Aarish Sareen</td> <td>10000</td> <td>0.08</td> <td>34000</td> <td>0.11</td> </tr> <tr> <td>Indu Bhalla</td> <td>22730</td> <td>0.18</td> <td>46730</td> <td>0.15</td> </tr> <tr> <td>Swati Gupta</td> <td>10000</td> <td>0.08</td> <td>22000</td> <td>0.07</td> </tr> <tr> <td>Tuhina Kharbandh</td> <td>0</td> <td>0.00</td> <td>24000</td> <td>0.08</td> </tr> <tr> <td>Ashwani Kumar Jindal</td> <td>75000</td> <td>0.61</td> <td>195000</td> <td>0.61</td> </tr> <tr> <td>Kuldip Bhandari</td> <td>20700</td> <td>0.17</td> <td>44700</td> <td>0.14</td> </tr> <tr> <td>Pioneer Insurance Consultants Ltd</td> <td>0</td> <td>0.00</td> <td>300000</td> <td>0.94</td> </tr> </tbody> </table>	Particulars	Pre-preferential Allotment Shareholding		Post-preferential Allotment Shareholding		No. of Shares	%age	No. of Shares	%age	Vijay Kumar Sareen	64930	0.52	100930	0.32	Sangeeta Sareen	13640	0.11	37640	0.12	Aashim Sareen	10000	0.08	22000	0.07	Aarish Sareen	10000	0.08	34000	0.11	Indu Bhalla	22730	0.18	46730	0.15	Swati Gupta	10000	0.08	22000	0.07	Tuhina Kharbandh	0	0.00	24000	0.08	Ashwani Kumar Jindal	75000	0.61	195000	0.61	Kuldip Bhandari	20700	0.17	44700	0.14	Pioneer Insurance Consultants Ltd	0	0.00	300000	0.94
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Glosec Sub Broker And Marketing Services Pvt Ltd.	844600	6.82	1204600	3.78
Insta Apphanced Private Limited	728150	5.88	4328150	13.58
Agile Finserv Private Limited	2188200	17.67	5788200	18.16
Northern India Consultants Private Limited	62500	0.50	362500	1.14
Dinesh Gupta Huf	100500	0.81	124500	0.39
Mehga Sagger	0	0.00	144000	0.45
Kenika Gupta	50000	0.40	170000	0.53
Dr. Raman Kumar Gupta	50000	0.40	62000	0.19
Harish Kumar Gupta	25000	0.20	37000	0.12
Kumar Shalya Gupta	337800	2.73	637800	2.00
Gaurav Mittal	10000	0.08	58000	0.18
Monica Mittal	50000	0.40	62000	0.19
Monika Gupta	50000	0.40	194000	0.61
Sparsh Gupta	50000	0.40	62000	0.19
Kashvi Mittal	50000	0.40	74000	0.23
Aakash Gupta	25000	0.20	37000	0.12
Hamco Ispat Private Limited	950000	7.67	2750000	8.63
Ashwani Gupta	100000	0.81	220000	0.69
Chirag Gupta	100000	0.81	580000	1.82
Gagandeep Sharma	20000	0.16	80000	0.25



	Kamal Tandon	35000	0.28	135000	0.42
	Rahul Sachar	0	0.00	100000	0.31
	Taranpreet Singh Takkar	0	0.00	60000	0.19
	Reflect Inoways Pvt Ltd	0	0.00	100000	0.31
	Kamaljit Singh	65000	0.52	125000	0.39
	Manav Kumar Modi	30000	0.24	135000	0.42
	Parminder Singh	25000	0.20	85000	0.27
	Prince Uttam	150000	1.21	330000	1.04
	Aman Sood	200000	1.61	380000	1.19
	Anuraj Kumar Bhardwaj	25000	0.20	85000	0.27
	Harish Kumar	50000	0.40	86000	0.27
	Kumar Uttam	150000	1.21	450000	1.41
	Sk Dhawan	0	0.00	60000	0.19
	Vikram Virk	0	0.00	300000	0.94
	Jasjit Singh Virk	0	0.00	780000	2.45
	Yaduvendra Mathur	0	0.00	120000	0.38
	Amit Azad	0	0.00	120000	0.38
	Ved Prakash Ventures Pvt Ltd	0	0.00	48000	0.15
	Amitesh Kumar	0	0.00	96000	0.30
	Gopesh Gupta	0	0.00	60000	0.19
	Astha Bajaj	0	0.00	24000	0.08
	Gaurav Mahajan	0	0.00	18000	0.06
	Aayush Tibrewal	0	0.00	60000	0.19
	Ajay Juneja	0	0.00	7920	0.02
	Amit Kumar Tandon	0	0.00	6000	0.02
	Atin Aggarwal	0	0.00	24000	0.08



	Bhuvan Lamba	0	0.00	24000	0.08
	Dhiraj Singh	0	0.00	12000	0.04
	Divya Jain	0	0.00	18000	0.06
	Garima	0	0.00	12000	0.04
	Gurleen Kaur	0	0.00	3960	0.01
	Krishan Kant	0	0.00	7920	0.02
	Aman Goyal	0	0.00	30000	0.09
	Rohan Sharma	0	0.00	30000	0.09
	Kulwinder Singh	0	0.00	3960	0.01
	Lakhwinder Singh	0	0.00	6000	0.02
	Minashu Gakkhar	0	0.00	12000	0.04
	Manohar Lal Mehta	0	0.00	16000	0.05
	Mudit Mathur	0	0.00	12000	0.04
	Nancy Jha	0	0.00	4200	0.01
	Naveen Kirpal	0	0.00	12000	0.04
	Om Prakash Tiwari	0	0.00	12000	0.04
	Parminder Singh	0	0.00	12000	0.04
	Preeti Seth	0	0.00	6000	0.02
	Pushap Duggal	0	0.00	18000	0.06
	Rachyita Puri	0	0.00	60000	0.19
	Raja Rahelu	0	0.00	6000	0.02
	Rajiv Kumar Bajaj	0	0.00	12000	0.04
	Ritika Seth	0	0.00	2400	0.01
	Shahrukh Khan	0	0.00	6000	0.02
	Shashank Gobhil	0	0.00	15960	0.05
	Shobha	0	0.00	6000	0.02
	Smriti Mathur	0	0.00	6000	0.02
	Sneh Kant	0	0.00	7920	0.02

Sudhanshu Arora	0	0.00	6000	0.02
Sumit Saini	0	0.00	18000	0.06
Tarandeeep Singh	0	0.00	120000	0.38
Vijay Kumar Sharma	0	0.00	12000	0.04
Vipin Sharma	0	0.00	12000	0.04
Wishey Kataria	0	0.00	36000	0.11
Anmol Garg	0	0.00	30000	0.09
Priya Goyal	0	0.00	12000	0.04
Amit Chawla	0	0.00	24000	0.08
Geeta Jain	0	0.00	30000	0.09
Shikha Kapoor	0	0.00	12000	0.04
V P Diagnostics Private Limited	150000	1.21	2850000	8.94
Ujjwal Finserv Pvt Ltd	0	0.00	1200000	3.75
Shreyans Mehta	0	0.00	12000	0.04
Vijay Kumar	0	0.00	24000	0.08
Aditi Kapur Arora	0	0.00	24000	0.08

* The post issue shareholding pattern in the above table has been prepared with shareholding as on February 16, 2024, on the basis that the Proposed Allottees would have subscribed to all the Warrants and been allotted all the Equity Shares of Rs. 10/- each upon conversion of Warrants. In the event for any reason, the Proposed Allottees do not or is unable to subscribe to and/or is not allotted the Equity Shares, the shareholding pattern in the above table would undergo corresponding changes. It is further assumed that shareholding of the Company in all other categories will remain unchanged.

Issue Price/Allotted Price: Rs. 25/- per Warrant (including premium of Rs. 15/- per Warrant) derived in the manner as stipulated under the SEBI ICDR Regulations.

The no. of proposed investors are same as stated above.



In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument;	<p>36% (Rs. 9/- per warrant) of the Consideration of the Warrant would be payable at the time of application and the balance would be payable at the time of conversion of the Warrants into Equity Shares.</p> <p>Each Warrant is convertible into 1 Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment, in one or more tranches, as the case may be and on such other terms and conditions as applicable.</p> <p>In case the Warrant holder fails to exercise the conversion within a period of 18 (eighteen) months from date of allotment of Warrant, the Warrant shall lapse and the 36% of the Warrant Exercise Price paid at the time of application of Warrant or any amount paid thereafter will be forfeited by the Company.</p>
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3. Approved the issuance of upto 15,000 (Fifteen Thousand) Sub-ordinate Debt Bonds (in the nature of Unsecured Redeemable Non-Convertible Debentures) ("SDBs") having face value of Rs. 10,000/- (Rupees Ten Thousand Only) each aggregating to Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) including Green Shoe Option of 5,000 (Five Thousand) SDBs having a face value of Rs. 10,000/- (Rupees Ten Thousand

Only) aggregating to Rs. 5,00,00,000/- (Rupees Five Crores Only) on private placement basis in one or more tranches ("Issue").

Pursuant to the SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015, the relevant disclosures with respect to the said Issue of Debentures are as follows:

S. No.	Particulars	Details
1.	Type of securities proposed to be issued	Sub-ordinate Debt Bonds (in the nature of Unsecured Redeemable Non-Convertible Debentures) ("SDBs")
2.	Type of Issuance	Private Placement to be subscribed by Investors eligible to invest in such issuance under extant regulations
3.	Total number of securities proposed to be issued	Upto 15,000 (Fifteen Thousand) SDBs including a green shoe option of 5000 (Five Thousand) SDBs having face value of Rs. 10,000/- (Rupees Ten Thousand Only) each
4.	Size of the issue	Upto Rs. 15,00,00,000/- (Rupees Fifteen Crores Only) including a green shoe option of Rs. 5,00,00,000/- (Rupees Five Crores Only)
5.	Whether proposed to be listed	No
6.	Tenure of the instrument	<p>Deemed Date of Allotment : As may be decided by the Board Management Committee</p> <p>Date of Maturity: 6 years and 9 years from the Deemed Date of Allotment as mentioned in the Scheme below.</p> <p>The company may allot the securities in tranches as may be decided by the Board Management Committee from time to time.</p>



7.	Coupon/interest offered, schedule of payment of coupon/interest and principal	<p>Coupon/Interest Offered: As per the Scheme mentioned herein below.</p> <p>Schedule of payment of coupon/interest: In case of quarterly payable scheme, interest is payable on or before the 7th day of the end of the quarter</p> <p>In case of quarterly compounded, the interest is payable at the time of maturity</p> <p>Schedule of payment of principal: The principal is payable at the time of maturity</p>
8.	Charge/security, if any, created over the assets	SDBs are unsecured in nature
9.	Special right/interest/privileges attached to the instrument and changes thereof	None
10.	Delay in payment of interest/principal amount for a period of more than three months from the due date or default in payment of interest / principal	Penal Interest @ 2% per annum
11.	Details of any letter or comments regarding payment/non-payment of Interest, principal on due dates, or any other matter concerning the security and /or the assets along with its comments thereon, if any	N.A.
12.	Details of redemption of preference shares indicating the manner of redemption (whether out of profits or out of fresh issue) and debentures	Bullet Redemption at the time of Maturity, (Mandatory Payment). In terms of Reserve Bank of India Directions, these Debentures are free of restrictive clauses and are not redeemable at the initiative of the holder or without the consent of the Reserve Bank of India except as provided.

SCHEME**Scheme Highlights**

Option I : Regular Income Scheme (Quarterly Payment)

Option II : Compounded Quarterly Scheme (More than Double in 5 years and more than Triple in 9 years)

Tenure	Option	Mode of Payment of Interest	Rate of Interest
6 Years	I	Quarterly Payable	11.75%
6 Years	II	Quarterly Compounded	12.00%



9 Years	I	Quarterly Payable	12.25%
9 Years	II	Quarterly Compounded	12.50%

4. The Board decided to call an Extraordinary General Meeting (EGM) of the Company on March 21, 2024 in order to get the approval of the Shareholders for the below-stated matters:
- i) Increase in Authorised Share Capital of the Company and consequential alteration in Clause V i.e. Capital Clause of Memorandum of Association of the Company; and
 - ii) Preferential Issue of Equity Warrants.

The Board Meeting commenced at 03:00 P.M. and concluded at 07:25 P.M.

This is for your information and records.

Thanking You,

For M/s PHF Leasing Limited
PHF LEASING LIMITED
87, Radio Colony, Jalandhar

Shikha Kapoor
Company Secretary

Shikha Kapoor
Company Secretary and Compliance Officer
Membership No: A19146
Address: H. No. 65, Paras Estate
Jalandhar- 144008, Punjab, India

Date: February 20, 2024
Place: Jalandhar