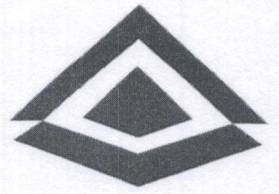


PHF LEASING LIMITED.

Regd. & Corp. Office : 923, G.T. Road Jalandhar (Pb.) INDIA
Ph. : 0181-4639903-04
email : phf_leasingltd@yahoo.co.in
Website : www.phfleasing.com
CIN No. : L65110PB1992PLC012488



May 13, 2023

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
Maharashtra, India

Sub: Undertaking in respect of Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("Listing Regulations") for the half year ended on March 31, 2023

Dear Sir/Ma'am

With reference to above captioned subject and pursuant to regulation 23(9) of Listing Regulations, The listed entity shall submit to the stock exchanges disclosures every six months of related party transactions in the format as specified by the Board and publish the same on its website on the date of publication of its standalone and consolidated financial results with effect from April 1, 2023.

It is hereby informed that as on March 31, 2022, the paid-up share capital of M/s PHF Leasing Limited ("the Company") was Rs. 5,50,00,000/- (Rupees Five Crores and Fifty Lacs Only) and net worth was Rs. 10,45,31,000/- (Rupees Ten Crores Forty-Five Lacs and Thirty One Thousand Only) and as on the last day of the financial year ended on 31.03.2023, the paid up capital of the Company was Rs. 12,38,68,300*/- (Rupees Twelve Crores Thirty Eight lakhs Sixty Eight Thousand and Three Hundred Only) and net worth was Rs. 26,78,11,000**/- (Rupees Twenty Six Crores Seventy Eight Lakhs and Eleven Thousand Only), thus, triggering the provisions of Regulation 23(9) on the Company.

Further, pursuant to Regulation 15(2) of the Listing Regulations read with Regulation 23(9) i.e. submission of Disclosures of related party transactions as part of Corporate Governance, the Company is required to ensure the compliances within six months from the date of applicability. Thus, the Company ensures to comply with the requirements of the above regulations within six months from the date on which the provisions became applicable to the Company.

**34,39,530 and 34,47,300 Equity shares of face value of Rs. 10/- each were allotted for cash at an issue price of Rs. 22/- each to the allottees belonging to non-promoter group through the allotment dated 28/03/2023 and 31/03/2023 respectively but the same were not credited into the demat account of the shareholders as on 31/03/2023*

***Net worth is calculated on the basis of NOF figure as on the end of last quarter i.e. 31st December, 2022 plus Rs. 15,15,10,260/- raised through preferential issue of equity shares on private placement basis during the quarter ended on March 31, 2023*

Thanking You

PHF LEASING LIMITED
For M/s PHF Leasing Limited
923-G.T. Road, Jalandhar

Shikha Kapoor
Company Secretary

Shikha Kapoor
Company Secretary
Membership No. A19146
Add: H. No. 65, Paras Estate,
Near Kapurthala Chowk,
Jalandhar-144008, Punjab, India