

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



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

Sub: Application for listing of 68,86,830 equity shares issued on preferential basis in terms of Chapter V of SEBI (ICDR) Regulations, 2018.

Dear Sir,

In connection with the application for "listing of equity shares", we hereby submit herewith the following documents and information:

Sr. No.	Particulars	Annexure
1	Listing Application Letter	Enclosed
2	Certified true copy of the Resolution passed by the shareholders at the AGM /EGM approving for allotment of securities on Preferential basis and increase in the Authorized Share Capital wherever applicable.	Enclosed
3	Certified true copy of the Resolution passed by the Board of Directors for allotment of Convertible Securities on Preferential basis, applicable only where the allotment of equity shares is pursuant to conversion of convertible instrument.	Not Applicable
4	Certified true copy of the resolution passed by board of directors for allotment of equity shares.	Certified true copies of resolutions passed in the meeting of Board Management Committee are enclosed
5	Certificate from Statutory Auditors as per format enclosed as Annexure I.	Enclosed
6	Certificate from the Statutory Auditors/ Practicing Chartered Accountant/ Practicing Company Secretary for compliance, as per format given in Annexure II.	Enclosed
7	Undertaking from the Managing Director/ Company Secretary as per format enclosed as Annexure III.	Enclosed

PHF LEASING LIMITED
923 G.T. Road, Jalandhar
Shikha Kapoor
Company Secretary

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8	Certified copy of compliance certificate from the Practicing Company Secretary* placed before the shareholders in the general meeting. (* Amended on 14.01.2022 – 163(2) of ICDR, 2018.	Enclosed
9	Pre and Post allotment Shareholding pattern of the Company, in the format given as per Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.	Enclosed
10	Copies of In principle approval granted by other stock exchanges for allotment of securities on preferential basis. (if Applicable)	Not Applicable
11	Listing Application and Brief particular of the securities issued as per format enclosed as Annexure IV .	Enclosed
12	Certified copy of the order passed by High Court/ BIFR/ Scheme approved by CDR, if applicable.	Not Applicable
13	Confirmation for authentication on SEBI for SCORES.	Enclosed

PHF LEASING LIMITED

923-G.T. Road, Jalandhar


Company Secretary

Date: April 08, 2023

Place: Jalandhar

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CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY 'PHF LEASING LIMITED' HELD ON THURSDAY, MARCH 16, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO-VISUAL MEANS ('OAVM')

To consider and approve further issue of equity shares on preferential basis

"RESOLVED THAT pursuant to the provisions of Section 23(1)(b), Section 42 and Section 62(1)(c) of the Companies Act, 2013, read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and other applicable provisions, if any (including any statutory modifications(s) or re-enactment thereof, for the time being in force) and subject to the provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 as amended up to date (as applicable) ("SEBI (ICDR) Regulations"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended up to date ("SEBI (LODR) Regulations") and subject to other applicable rules, regulations and guidelines of Securities and Exchange Board of India ("SEBI") and/or the stock exchange, where the shares of the Company are listed, Depositories Act, 1996 and enabling provisions of the Memorandum and Articles of Association of the Company and subject to requisite approvals, consents, permissions and/ or sanctions of regulatory and other appropriate authorities, as may be required and subject to such conditions as may be prescribed by any of them while granting any such approvals, consents, permissions, and/ or sanctions and which may be agreed to, by the board of directors of the Company ("the Board", which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorized by the Board or its committee for such purpose), the consent of the members of the Company be and is hereby accorded to create, offer, issue and allot on a preferential basis, upto 71,16,830 (Seventy One Lakhs Sixteen Thousand Eight Hundred and Thirty) equity shares of face value of Rs. 10/- (Rupees Ten Only) each ("Equity Shares") for cash at an issue price of Rs. 22/- each (Rupees Twenty Two Only) (i.e. at a premium of Rs. 12/- each) to the following belonging to the non-promoter group:

S. No.	Name of the Proposed Allottees	No. of shares to be allotted
1.	Agile Finserv Private Limited	1100000
2.	Northern India Consultants Private Limited	50000
3.	Dinesh Gupta HUF	100000
4.	Dr. Monika Gupta	50000
5.	Kanika Gupta	50000
6.	Dr. Raman Kumar Gupta	50000
7.	Harish Gupta	25000
8.	VP Diagnostics Private Limited	150000
9.	Kumar Shalya Gupta	300000
10.	Gaurav Mittal	10000
11.	Monica Mittal	50000
12.	Glosec Sub Broker and Marketing Services Private Limited	400000
13.	Insta Apphanced Private Limited	400000

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Shikha Kapra
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14.	Nalini Rampilla	200000
15.	Kalyana Chakravarthy Pilla	200000
16.	Maheshwari Rampilla	50000
17.	Chaitanya Rampilla	50000
18.	V K Sareen	22730
19.	Hamco Ispat Private Limited	500000
20.	Aman Sood	200000
21.	Nikita Arora	15000
22.	Ashwani Gupta	100000
23.	Baldev Raj	150000
24.	Kamaljit Singh	100000
25.	Suresh Tandon	125000
26.	Amit Azad	50000
27.	Abha Azad	150000
28.	Ashwani Kumar Jindal	75000
29.	Sanjeev Ohri	25000
30.	Indira	5000
31.	Chirag Gupta	100000
32.	Smita Saxena	250000
33.	Monika Chopra	300000
34.	Jasneev Kapur	500000
35.	Kashvi Mittal	50000
36.	Akash Gupta	25000
37.	Sparsh Gupta	50000
38.	Sandeep Sikka	25000
39.	Meenakshi Sikka	25000
40.	Shanti Lal Sikka	25000
41.	Gagan Sikka	25000
42.	Neetu Sikka	25000
43.	WePay Finance Private Limited	150000
44.	Manav Modi	25000
45.	Shelly Gupta	150000
46.	Anurag Kumar Bhardwaj	25000
47.	Gagandeep Sharma	25000
48.	Sucha Singh	25000
49.	Parminder Singh	25000
50.	Manpreet Kaur	5000
51.	Kamal Tandon	25000
52.	Harish Batra	50000
53.	Karan Sharma	25000
54.	Prince Uttam	150000

PHF LEASING LIMITED
923-G.T. Road Jalandhar
Shilpa Kaur
Company Secy

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55.	Sunita	10000
56.	Kumar Uttam	150000
57.	Meena Gupta	5000
58.	Aman Batra	25000
59.	Sangeeta Sareen	13640
60.	Aashim Sareen	10000
61.	Swati Gupta	10000
62.	Aarish Sareen	10000
63.	Indu Bhalla	22730
64.	Ramesh Chander Bhatia	22730
65.	Rajiv Kumar Bajaj	5000

RESOLVED FURTHER THAT aforesaid issue and allotment of Equity Shares shall be subject to the conditions prescribed under the Companies Act, 2013 and the SEBI (ICDR) Regulations including the following:

- a. The Proposed Allottees shall be required to bring in 100% of the consideration for the Equity Shares to be allotted on or before the date of allotment thereof.
- b. The consideration for allotment of Equity Shares shall be paid to the Company from the bank accounts of the Proposed Allottees.
- c. The Equity Shares shall be locked in as per the provisions of the SEBI (ICDR) Regulations relating to preferential issue.
- d. The Equity Shares to be allotted shall be in dematerialized form only and shall rank pari-passu in all respects including as to dividend with the existing fully paid-up equity shares of face value of Rs. 10/- (Rupees Ten Only) each at an issue price of Rs. 22/- (Rupees Twenty Two Only) each (including a premium of Rs. 10/- per share) of the Company.
- e. The Equity Shares so offered, issued and allotted will be listed and traded on the stock exchange, where the equity shares of the Company are listed, subject to the receipt of necessary regulatory permissions and approvals, as the case may be.
- f. The Equity Shares shall be issued and allotted by the Company to the Proposed Allottees within a period of 15 (Fifteen) days from the date of passing of the shareholders' resolution provided that where any approval or permission by any regulatory authority for the allotment of the Equity Shares is pending as on the date of the shareholders' resolution, the period of 15 (Fifteen) days shall be counted from the date of approval or permission, as the case may be.

RESOLVED FURTHER THAT pursuant to the provisions of the Companies Act, 2013 and rules made thereunder, the consent of the members of the Company be and is hereby accorded for the issuance of a private placement offer cum application letter and application form in respect of the Equity Shares to be subscribed by the Proposed Allottees, in the form and manner prescribed under the applicable provisions of the Companies Act, 2013 and the rules and regulations thereunder.

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Shikha Kapur
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RESOLVED FURTHER THAT the price of the aforesaid Equity Shares has been calculated in accordance with the provisions of the SEBI (ICDR) Regulations and the "Relevant Date" for the purpose of calculating the price of the Equity Shares is 14th February, 2023 (being the date thirty days prior to the date of the extraordinary general meeting).

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized on behalf of the Company to take all actions and do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable, incidental or expedient to the issue and allotment of the Equity Shares, including but not limited to seeking listing of the Equity Shares on the relevant stock exchange, making application to the relevant depository for admission of the new equity shares as appropriate, and to resolve and settle all questions and difficulties that may arise in relation to the proposed preferential issue, offer and allotment of any of the said Equity Shares, the utilization of the issue proceeds and to do all acts, deeds and things in connection therewith and incidental thereto as the Board in its absolute discretion may deem fit, without being required to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it to any committee of the Board, any other director(s) or officer(s) of the Company or other authorized persons to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board or a committee of the Board, any other director(s) or officer(s) of the Company or any other authorized persons in connection with any matter(s) referred to or contemplated in any of the foregoing resolutions be and are hereby approved, ratified and confirmed in all respects."

Certified to be true Copy

For & on behalf of Board

PHF Leasing Limited
PHF LEASING LIMITED
923-G.T. Road, Jalandhar

Shikha K. K. Company Secretary
Company Secretary

Membership No.: A19146

Add : H. No. 65, Paras Estate
Jalandhar-144008, PB, India

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CERTIFIED TRUE COPY OF RESOLUTION PASSED AT THE EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF THE COMPANY 'PHF LEASING LIMITED' HELD ON THURSDAY, MARCH 16, 2023 AT 11:00 A.M. THROUGH VIDEO CONFERENCING ('VC')/ OTHER AUDIO-VISUAL MEANS ('OAVM')

Increase in Authorised Share Capital of the Company and consequential amendment in Memorandum of Association of the Company

"RESOLVED THAT pursuant to the provisions of Section 61, 64 and other applicable provisions, if any, of the Companies Act, and the Rules framed thereunder 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and applicable provisions of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded for increase in the Authorized Share Capital of the Company from existing Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each to 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) each ranking pari passu in all respect with the existing Equity Shares of the Company as per the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT pursuant to Section 13 and all other applicable provisions, if any, of the Companies Act, 2013, and the Rules framed thereunder 2013 (including any statutory modification(s) thereto or re-enactment(s) thereof for the time being in force) and applicable provisions of the Articles of Association of the Company, the consent of the members of the Company be and is hereby accorded for alteration of Clause V of the Memorandum of Association of the Company by substituting in its place, the following: -

"V. The Authorised Capital of the Company is 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) each."

RESOLVED FURTHER THAT Board of Directors ("the Board", which term shall be deemed to include any committee constituted by the Board to exercise its powers including the powers conferred hereunder or any person authorised by the Board or its committee for such purpose) of the Company be and is hereby authorised to do all such acts, deeds, matters and things and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this Resolution and to settle any questions, difficulties or doubts that may arise in this regard."

Certified to be true Copy

For & on behalf of Board

PHF Leasing Limited

PHF LEASING LIMITED

923-G.T. Road, Jalandhar

Shikha Kapoor

Company Secretary

Membership No.: A19146

Add : H. No. 65, Paras Estate

Jalandhar-144008, PB, India

Shikha Kapoor

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD MANAGEMENT COMMITTEE OF M/S PHF LEASING LIMITED HELD ON TUESDAY, THE 28TH DAY OF MARCH, 2023 AT 06:30 P.M. AT THE CORPORATE OFFICE OF THE COMPANY LOCATED AT 87, RADIO COLONY, JALANDHAR-144001-PUNJAB.

TO CONSIDER THE ALLOTMENT OF EQUITY SHARES ON PREFERENTIAL BASIS

"RESOLVED THAT pursuant to the consent of the shareholders of the Company obtained through a special resolution passed at the Extra ordinary General Meeting held on March 16, 2023 and in-principle approval letter received from the Metropolitan Stock Exchange of India Limited (MSEI) dated March 3, 2023 and in accordance with the provisions of sections 42 and 62(1)(c) of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of securities) Rules, 2014, and any other relevant provisions of the Companies Act, 2013 (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) and enabling provisions of Memorandum and Articles of Association of the Company and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI") including applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), as amended up to date, the guidelines issued by the Reserve Bank of India, and any other law in force, the consent of the committee be and is hereby accorded to allotment of 34,39,530 (Thirty Four Lakhs Thirty Nine Thousand Five Hundred and Thirty Only) fully paid up Equity shares having a face value of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 22/- (Rupees Twenty-Two only) including a premium of Rs. 12/- each to the below-mentioned persons (under the non-promoter category) on preferential and private placement basis under the distinctive numbers from 5514501 to 8954030.

Sr. No.	NAME OF THE PROSED SUBSCRIBERS	Address	Nominal value (in Rs.)	Premium (in Rs.)	SHARES	AMOUNT
1	Aakash Gupta	H.No.3029, Sector- 28 D, Chandigarh-160002	10	12	22700	499400
2	Aarish Sareen	H.No.20-21, Surya Vihar Near DAV Collage Jalandhar-144008	10	12	10000	220000
3	Agile Finserv Private Limited	11, Ground Floor, City Square Building Near Kesar Petrol Pump EH-197, Civil Lines, Jalandhar, Punjab-144001	10	12	700000	15400000
4	Ashwani Gupta	H.No.25, Lane No.4 Friends Colony , wadala chowk, Jalandhar-144003	10	12	100000	2200000

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
[Signature]
Company Secretary

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5	Baldev Krishan Gupta	H.No.25,Lane No.4 Friends Colony ,wadala chowk, Jalandhar-144003	10	12	150000	3300000
6	Chirag Gupta	H.No.3058, Lane No.9, New Tagore Nagar, Haibowal kalan, Ludhiana	10	12	100000	2200000
7	Gagandeep Sharma	H.No.84, New Rasila Nagar Phase-II, Near Kutiya Road Jalandhar-144002	10	12	10000	220000
8	Gaurav Mittal	Flat No.110, Tower 8,Zenspire Vaishali Sector-9, Ramprastha, Ghaziabad-201010	10	12	10000	220000
9	Glosec Sub Broker and Marketing Services Pvt. Ltd.	Building No. 35 Min Mosuma, Delta Chambers, Office No. 504 B, Abadi G.T Road, Jalandhar,Punjab-144001	10	12	400000	8800000
10	Harish Kumar Gupta	H.No.3029, Sector- 28 D, Chandigarh-160002	10	12	25000	550000
11	Indira	H.No.57, Street No.2, Paras Estate, Jalandhar	10	12	5000	110000
12	Indu Bhalla	H.No.1-C, Dayanand Nagar Lawrence Road Amritsar-143001	10	12	22730	500060
13	Insta Apphanced Private Limited	Building No. 35 Min Mosuma, Delta Chambers, Office No. 504 B, Abadi G.T Road, Jalandhar, Punjab-144001	10	12	400000	8800000
14	Kamal Tandon	H.No.1798, Ward No.2, Mohalla Sunder Nagar Nakodar Jalandhar-144040	10	12	25000	550000
15	Kamaljit Singh	H.No.33-A, Mohalla Kamal Vihar Jalandhar- 144021	10	12	100000	2200000
16	Kanika Gupta	H.No.B34 3058 Street No.9, New Tagore Nagar Haibowal Kalan Ludhiana-141001	10	12	50000	1100000
17	Karan Sharma	H.No.81, Ravinder Nagar Mithapur Road Model Town Jalandhar-144001	10	12	15000	330000
18	Kashvi Mittal	H.No.81, University Enclave Phase-1, Jalandhar-144007	10	12	50000	1100000

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Shekha Kapur
Company Secretary

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19	Manav Kumar Modi	H.No.378 C, Shankar Road New Adarsh Nagar Nakodar Distt.Jalandhar- 144040	10	12	25000	550000
20	Manpreet Kaur Chhabra	H.No.4,Garha Road Dashmesh Nagar Defence Colony Jalandhar-144022	10	12	5000	110000
21	Monica Mittal	H.No.81, University Enclave Phase-1, Jalandhar-144007	10	12	50000	1100000
22	Nikita Arora	BAREILLY ROAD,SUNHERI WARD NO-03,KICHHA UDHAM SINGH NAGARUTTRAKHAND 263148	10	12	15000	330000
23	Northern India Consultants Pvt. Ltd.	Property No. 35 Min Mosuma, Delta Chambers, 4 th Floor, OfficeNo. 504 B, GT Road, Jalandhar-144001	10	12	50000	1100000
24	Parminder Singh	H.No.64, Professor Colony Ramamandi Jalandhar	10	12	25000	550000
25	Prince Uttam	H.No.161, Shiva Ji Nagar Gali No.7, Basti Danishmanda Jalandhar- 144001	10	12	150000	3300000
26	Rajiv Kumar Bajaj	H.No.33, Rajouri Garden Barewal Road Ludhiana- 141001	10	12	5000	110000
27	Ramesh Chander Bhatia	H.No.17, First Floor Road No.18, Punjabi Bagh East, New Delhi- 1100026	10	12	22730	500060
28	Sangeeta Sareen	H.No.20-21, Surya Vihar Near DAV Collage Jalandhar-144008	10	12	13640	300080
29	Sanjeev Ohri	Ohri Hospital Complex Shaheed Udham Singh Nagar Jalandhar-144001	10	12	25000	550000
30	Shally Gupta	H.No.378 C, Shankar Road New Adarsh Nagar Nakodar Distt.Jalandhar- 144040	10	12	150000	3300000
31	Smita Sinha Saxena	H.No.1180, Sector- 8 C, Chandigarh- 160009	10	12	250000	5500000
32	Sunita	H.No.161, Shiva Ji Nagar Gali No.7, Basti Danish manda Jalandhar-144001	10	12	10000	220000

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33	Suresh Tandon	H.No.545, Green Model Town, Jalandhar-144001	10	12	125000	2750000
34	V P Diagnostics Private Limited	The Coral 120 ft. Road, Opposite Corporation Bank, 12- Guru Ravi Dass nagar, Jalandhar-144001	10	12	150000	3300000
35	Vijay Kumar Sareen	H.No.20-21,Surya Vihar Near DAV Collage Jalandhar-144008	10	12	22730	500060
36	WePay Finance Private Limited	Ist.Floor , Ganesh Nagar, Link Road, Cheema Chowk, Ludhiana-141003	10	12	150000	3300000
					34,39,530	7,56,69,660

RESOLVED FURTHER THAT the aforesaid shares shall be issued to the above mentioned allottees in DEMAT form and shall be credited to the demat account of the allottees as available in the company's records through Registrar and Transfer Agent.

RESOLVED FURTHER THAT Mr. Vijay Kumar Sareen, Whole Time Director and/or Mr. Meghal Gupta, Director and/or Ms. Shikha Kapoor, Company Secretary of the Company be and are hereby severally/jointly authorized to do all acts, deeds and things in connection with the allotment of aforesaid equity shares including but without limitation filing return of allotment and any other necessary documents with the concerned Registrar of companies and listing with the stock exchange for listing and trading approvals and other ancillary matters, issuing instructions to the company's depository i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (as the case may be) to credit the aforesaid equity shares to the designated demat accounts of the allottees as the legal and beneficial owner of the aforesaid Equity Shares in the records of such depository, providing certified true copies of the aforesaid instructions and filings, and to do all other acts, deeds, matters and things which may be necessary or expedient to implement the aforesaid issuance and allotment of Equity Shares."

Certified to be true copy

**For and on Behalf of
PHF LEASING LIMITED**

PHF LEASING LIMITED
923-G.T. Road, Jalandhar

Shikha Kapoor

Company Secretary

Membership No.: A19146

**Add : H. No. 65, Paras Estate
Jalandhar-144008, PB, India**

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD MANAGEMENT COMMITTEE OF M/S PHF LEASING LIMITED HELD ON FRIDAY, THE 31ST DAY OF MARCH, 2023 AT 1:50 P.M. AT THE CORPORATE OFFICE OF THE COMPANY LOCATED AT 87, RADIO COLONY, JALANDHAR-144001 PUNJAB

TO CONSIDER THE ALLOTMENT OF EQUITY SHARES ON PREFERENTIAL BASIS

"RESOLVED THAT pursuant to the consent of the shareholders of the Company obtained through a special resolution passed at the Extraordinary General Meeting held on March 16, 2023 and in-principle approval letter received from the Metropolitan stock Exchange of India Limited (MSEI) dated March 3, 2023 and in accordance with the provisions of sections 42 and 62(1)(c) of the Companies Act, 2013 ("the Act") read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014, and any other relevant provisions of the Act (including any statutory modification(s) thereto or re-enactment thereof for the time being in force) and enabling provisions of Memorandum and Articles of Association of the Company and in accordance with the guidelines, rules and regulations of the securities and Exchange Board of India ("SEBI") including applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI (ICDR) Regulations") and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI (LODR) Regulations"), as amended up to date, the guidelines issued by the Reserve Bank of India, and any other law in force, the consent of the members of the Committee be and is hereby accorded to allot 34,47,300 (Thirty Four Lakhs Forty Seven Thousand Three Hundred Only) fully paid up Equity Shares having a face value of Rs. 10/- (Rupees Ten only) each at an issue price of Rs. 22/- (Rupees Twenty Two only) including a premium of Rs. 12/- (Rupees Twelve Only) each to the below-mentioned persons (under the non-promoter category) on preferential and private placement basis under the distinctive numbers from 8954031 to 12401330.

Sr.No.	Name of the Allottees	Address	Nominal value (in Rs.)	Premium (in Rs.)	Equity Shares allotted	Amount (in Rs.)
1	Agile Finserv Private Limited	11, Ground Floor, City Square Building Near Kesar Petrol Pump EH-197, Civil Lines, Jalandhar, Punjab-144001	10	12	4,00,000	88,00,000
2	Aakash Gupta	H.No.3029, Sector- 28 D, Chandigarh-160002	10	12	2,300	50,600
3	Aashim Sareen	H.No.20-21, Surya Vihar Near DAV Collage Jalandhar-144008	10	12	10,000	2,20,000
4	Aman Batra	H.No.40, New hargobind Colony, Basti Sheikh Jalandhar	10	12	25000	5,50,000
5	Aman Sood	H.No.115, Urban Estate Phase-II, Jalandhar- 144022	10	12	200000	44,00,000
6	Anuraj Kumar Bhardwaj	Mohalla Preet Nagar Near Janta Hospital Nakodar- 144040	10	12	25,000	5,50,000
7	Ashwani Kumar Jindal	H.No.503, Golden Avenue Phase-2, Jalandhar-144022	10	12	75,000	16,50,000
8	Chaitanya Rampilla	5 7/4 16 4th Line Klrao Nagar Chitti Nagar Vijayawada 520001	10	12	50,000	11,00,000

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
Shekha Kapoor
Company Secretary

PHF LEASING LIMITED.

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Ph. : 0181-4639903-04
email : phf_leasingltd@yahoo.co.in
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CIN No. : L65110PB1992PLC012488



9	Dinesh Gupta HUF	47 , Defence Colony , Jalandhar-144001	10	12	1,00,000	22,00,000
10	Gagan Sikka	H.No.120,Shakti Nagar Jalandhar-144001	10	12	25000	5,50,000
11	Gagandeep Sharma	H.No.84, New Rasila Nagar Phase-II, Near Kutiya Road Jalandhar-144002	10	12	15,000	3,30,000
12	Hamco Ispat Private Limited	Vill Raowali Distt Jalandhar - 144012	10	12	5,00,000	1,10,00,000
13	Harish Kumar	H.No.W.G.397, Near Radhey Krishan Mandir Niwan Jalandhar- 144001	10	12	50,000	11,00,000
14	Jashneev Kapoor	Kapoor Bone & Children Hospital BDA Enclave Pathankot Jalandhar, Punjab-144004	10	12	5,00,000	1,10,00,000
15	Kalyana Chakravarthy Pilla	Flat No. 103 Building No. 21 Priti Chs Krishnachandra Marg Near Rang Shardamumbai 400050	10	12	2,00,000	44,00,000
16	Karan Sharma	81 Ravinder nagar mithapur road Model Town Jalandhar	10	12	10,000	2,20,000
17	Kumar Shalya Gupta	47 , Defence Colony , Jalandhar-144001	10	12	3,00,000	66,00,000
18	Kumar Uttam	H.No.161,Shiva Ji Nagar Gali No.7, Basti Danishmanda Jalandhar-144001	10	12	150000	3300000
19	Maheswari Rampilla	14-24/6/ No-9,Jayalaxmi Colony Beeramgu Sangareddy Telangana-502032	10	12	50,000	11,00,000
20	Meenakshi Sikka	H.No.120,Shakti Nagar Jalandhar-144001	10	12	25000	5,50,000
21	Monika Chopra	H.No.115,Urban Estate Phase-II,Jalandhar- 144022	10	12	3,00,000	66,00,000
22	Monika Gupta	H.No.515-R,Model Town Jalandhar-144003	10	12	50000	1100000
23	Nalini Rampilla	5 7/4 16 4th Line Klrao Nagar Chitti Nagar Vijayawada 520001	10	12	2,00,000	44,00,000
24	Neetu Sikka	H.No.120,Shakti Nagar Jalandhar-144001	10	12	25000	5,50,000
25	Raman Kumar Gupta	H.No.515-R,Model Town Jalandhar-144003	10	12	50,000	11,00,000
26	Sandeep Sikka	H.No.120,Shakti Nagar Jalandhar-144001	10	12	25000	5,50,000
27	Shanti Lal Sikka	H.No.120,Shakti Nagar Jalandhar-144001	10	12	25000	5,50,000
28	Sparsh Gupta	H.No.515-R,Model Town Jalandhar-144003	10	12	50,000	11,00,000
29	Swati Gupta	H.No..1100,Customs & Central Excise Society Sector 51 B,Chandigarh	10	12	10,000	2,20,000
Total					34,47,300	7,58,40,600

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Shekha Ramesh
Company Secretary

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RESOLVED FURTHER THAT the aforesaid shares shall be issued to the above mentioned allottees in DEMAT form and shall be credited to the demat account of the allottees as available in the company's records through Registrar and Transfer Agent.

RESOLVED FURTHER THAT Mr. Vijay Kumar Sareen, Whole Time Director and/or Mr. Meghal Gupta, Director and/or Ms. Shikha Kapoor, Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things in connection with the allotment of aforesaid equity shares including but without limitation filing return of allotment and any other necessary documents with the concerned Registrar of companies and listing with the stock exchange for listing and trading approvals and other ancillary matters, issuing instructions to the company's depository i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (as the case may be) to credit the aforesaid equity shares to the designated demat accounts of the allottees as the legal and beneficial owner of the aforesaid Equity Shares in the records of such depository, providing certified true copies of the aforesaid instructions and filings, and to do all other acts, deeds, matters and things which may be necessary or expedient to implement the aforesaid issuance and allotment of Equity Shares."

Certified to be true copy

**For and on Behalf of
PHF LEASING LIMITED**

PHF LEASING LIMITED

923-G.T. Road, Jalandhar,

Shikha Kapoor
Shikha Kapoor
Company Secretary

Membership No.: A19146

Add : H. No. 65, Paras Estate

Jalandhar-144008, PB, India

To,
Head – Listing
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

Dear Sir,

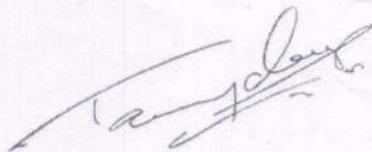
Sub: Application for listing of 68,86,830 equity shares issued on preferential basis in terms of Chapter V of SEBI (ICDR) Regulations, 2018.

We, GSA & Associates LLP, have checked all the relevant documents/records with respect to allotment of securities on Preferential Basis and hereby certify that:

1. We confirm that the company has complied with sub-regulation (4) of Regulation 169 of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 including Section 42(6) of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014. All the relevant documents including records of Bank Statements of each allottee regarding subscription money received from their respective bank accounts are maintained by the issuer.
2. We also confirm that:-
 - a) The Company has realized the Application/ Allotment Money aggregating to Rs.15,15,10,260/- from the bank account of the respective allottees against the allotment of 68,86,830 equity shares on or before 31st March 2023 and;
 - b) There is no circulation of funds or mere passing of book entries in this regard. We have only relied on the management for this point and were not able to perform any procedure for the same.

UDIN - 23529619BGTXYR3763

For GSA & Associates LLP
Chartered Accountants
Firm Registration No.: 000257N/N500339



Tanuj Chugh
Partner
Membership No.: 529619
Place: New Delhi
Date: 06th April, 2023

HARSH GOYAL & ASSOCIATES

COMPANY SECRETARIES

1st & 4th FLOOR, NOBLE ENCLAVE, BHAIWALA CHOWK, FEROZPUR ROAD, LUDHIANA-141 001
PH: 0161-4634630, Mob.: +91 98140 09461, Email: harshgoyalcs@gmail.com

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

Sub: Application for listing of 68,86,830 equity shares of Rs. 10 each issued on preferential basis in terms of Chapter V of SEBI (ICDR) Regulations, 2018 allotted in tranches on 28.03.2023 and 31.03.2023

Dear Sirs

We have verified the relevant records and documents with respect to the preferential allotment of the captioned shares by PHF Leasing Limited (CIN L65110PB1992PLC012488) having its registered office at 923, G.T. ROAD JALANDHAR PUNJAB PB 144001 IN and certify that:

1. The Company has complied with all the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act, 2013 including Section 42 and Section 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014. Further the company has also complied with all the legal and statutory formalities for allotment of aforesaid equity shares issued on a preferential basis.
2. Allotment of shares has been made only to such persons to whom offer / invitation was made.
3. No statutory/regulatory authority has restrained the company from issuing 68,86,830 equity shares to 61 allottees on preferential basis.
4. ~~In the case of convertible instruments, the allottees have exercised the option to convert the instrument within a period of 18 months from the date of allotment of the instrument. (Strike off if not applicable).~~
5. The company or its promoters or whole-time directors are not in violation of the provisions of Regulation 34 of the SEBI (Delisting of Equity Share) Regulations, 2021.
6. None of the promoters or directors of the issuer is a fugitive economic offender as defined under Regulation 2(1) (p) of SEBI (ICDR) Regulations, 2018.
7. None of the allottee has breached investment limit prescribed by any regulator.



8. None of the allottees have sold or transferred any equity shares of the company during the 90 trading days preceding relevant date till the date of preferential allotment of securities.

Pre-preferential shareholding of allottees					
Name of the allottee	Pre-preferential shareholding as on Relevant Date	Pre-preferential shareholding immediately prior to the allotment of securities for which in-principle approval was sought	Quantity of shares under locked in	Lock-in details	
				From	To
Agile Finserv Private Limited	1088200	1088200	1088200	16 th February, 2023	13 th August, 2023
Northern India Consultants Private Limited	12500	12500	12500	16 th February, 2023	13 th August, 2023
Dinesh Gupta HUF	500	500	500	16 th February, 2023	13 th August, 2023
Kumar Shalya Gupta	37800	37800	37800	16 th February, 2023	13 th August, 2023
Glosec Sub Broker and Marketing Services	444100	444600	444100	16 th February, 2023	13 th August, 2023
Insta Apphanced Private Limited	325150	325150	325150	16 th February, 2023	13 th August, 2023
Nalini Rampilla	500000	500000	500000	16 th February, 2023	13 th August, 2023
Kalyana Chakravarthy Pilla	500000	500000	500000	16 th February, 2023	13 th August, 2023
Maheshwari Rampilla	150000	150000	150000	16 th February, 2023	13 th August, 2023
Chaitanya Rampilla	90000	90000	90000	16 th February, 2023	13 th August, 2023
Hamco Ispat Private Limited	450000	450000	450000	16 th February, 2023	13 th August, 2023
V K Sareen	42200	42200	42200	18 th February, 2023	13 th August, 2023



Nikita Arora	100	100	100	18 th February, 2023	13 th August, 2023
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9. At the time of allotment, the pre-preferential shareholding (if any) of all the allottees were held in dematerialized form only and no allotment has been made to any allottee whose pre-preferential shareholding was in physical form or was in the process of dematerialization, further no allotment has been made to an allottee who did not have PAN at the time of allotment, unless the entity is exempt from PAN and none of the allottee has breached investment limit prescribed by any regulator.
10. Neither the issuer nor any of its promoters or directors is a willful defaulter as defined under Regulation 2 (1) (III) of SEBI (ICDR) Regulations, 2018
11. The company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/ MRD/DSA/CIR/P/2017/92 dated August 01, 2017.

This has been verified from the books certificates and other records produced before us for our verification

For Harsh Goyal and Associates

Company Secretaries



(Harsh Goyal)

Prop.

M. No. F3314

Date: 06/04/2023

Place: Ludhiana

UDIN: F003314E000030121

PHF LEASING LIMITED.

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CIN No. : L65110PB1992PLC012488



Annexure III

This letter should be submitted on the letterhead of the Company

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

Sub: Application for listing of 68,86,830 equity shares issued on preferential basis in terms of Chapter V of SEBI (ICDR) Regulations, 2018

I, Shikha Kapoor (~~Managing Director~~/ Company Secretary) of the Company hereby certify that:

1. The equity shares issued rank pari-passu with the existing equity shares of the Company in all respects including dividend.
2. The company has complied with all the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, Companies Act 2013 including Section 42, Section 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014. Further the company has also complied with all the legal and statutory formalities for allotment of aforesaid equity shares issued on a preferential basis and there is no restraint on the company by any regulatory authority from raising the capital or altering its capital structure in any manner.
3. The allotment of Equity Shares issued on preferential basis is in compliance with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
4. Allotment of shares has been made only to such persons to whom offer / invitation was made further none of the allottees have been debarred from accessing the capital market by any regulatory authority.
5. The securities issued pursuant to the aforesaid preferential issue are allotted in dematerialized form.
6. The documents filed by the company with the Exchange are same/ identical in all respect which has been filed by the company with Registrar of Companies/ SEBI/ Reserve Bank of India/ FIPB in respect of the allotment of these shares issued on a preferential basis as well as enlistment of the aforesaid on the Exchange.

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Shikha Kapoor
Company Secretary

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7. The lock-in of pre preferential holding (if any) of the allottees would be further extended upto 90 trading days from the last date of trading approval granted for equity shares or 90 trading days from the last date of trading approval granted for last conversion of convertible securities into equity shares of respective allottee from all the stock exchanges to be in compliance with Regulation 167(6) of SEBI (Issue of Capital and Disclosure Requirements) Regulation, 2018.
8. The shares allotted under the preferential issue shall be kept under lock-in as given below:-

Name of the allottee	Qty	Distinctive nos.		Lock-in upto date
		From	To	
Agile Finserv Private Limited	11,00,000	55,14,501 89,54,031	62,14,500 93,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Northern India Consultants Private Limited	50,000	62,14,501	62,64,500	6 months from the last date of trading approval from all the Stock Exchanges
Glosec Sub Broker and Marketing Services Private Limited	4,00,000	62,64,501	66,64,500	6 months from the last date of trading approval from all the Stock Exchanges
Insta Apphanced Private Limited	4,00,000	66,64,501	70,64,500	6 months from the last date of trading approval from all the Stock Exchanges
Vijay Kumar Sareen	22,730	70,64,501	70,87,230	6 months from the last date of trading approval from all the Stock Exchanges
Nikita Arora	15,000	70,87,231	71,02,230	6 months from the last date of trading approval from all the Stock Exchanges
Aakash Gupta	25000	71,02,231 1,07,54,031	71,24,930 1,07,56,330	6 months from the last date of trading approval from all the Stock Exchanges
Aarish Sareen	10000	71,24,931	71,34,930	6 months from the last date of trading approval from all the Stock Exchanges
Ashwani Gupta	100000	71,34,931	72,34,930	6 months from the last date of trading approval from all the Stock Exchanges
Baldev Krishan Gupta	150000	72,34,931	73,84,930	6 months from the last date of trading approval from all the Stock Exchanges
Chirag Gupta	100000	73,84,931	74,84,930	6 months from the last date of trading approval from all the Stock Exchanges
Gagandeep Sharma	25000	74,84,931 1,11,16,331	74,94,930 1,11,31,330	6 months from the last date of trading approval from all the Stock Exchanges
Gaurav Mittal	10000	74,94,931	75,04,930	6 months from the last date of trading approval from all the Stock Exchanges
Harish Kumar Gupta	25000	75,04,931	75,29,930	6 months from the last date of trading

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Sheela Kapur
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				approval from all the Stock Exchanges
Indira	5000	75,29,931	75,34,930	6 months from the last date of trading approval from all the Stock Exchanges
Indu Bhalla	22730	75,34,931	75,57,660	6 months from the last date of trading approval from all the Stock Exchanges
Kamal Tandon	25000	75,57,661	75,82,660	6 months from the last date of trading approval from all the Stock Exchanges
Kamaljit Singh	100000	75,82,661	76,82,660	6 months from the last date of trading approval from all the Stock Exchanges
Kanika Gupta	50000	76,82,661	77,32,660	6 months from the last date of trading approval from all the Stock Exchanges
Karan Sharma	25000	77,32,661 1,16,81,331	77,47,660 1,16,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Kashvi Mittal	50000	77,47,661	77,97,660	6 months from the last date of trading approval from all the Stock Exchanges
Manav Kumar Modi	25000	77,97,661	78,22,660	6 months from the last date of trading approval from all the Stock Exchanges
Manpreet Kaur Chhabra	5000	78,22,661	78,27,660	6 months from the last date of trading approval from all the Stock Exchanges
Monica Mittal	50000	78,27,661	78,77,660	6 months from the last date of trading approval from all the Stock Exchanges
Parminder Singh	25000	78,77,661	79,02,660	6 months from the last date of trading approval from all the Stock Exchanges
Prince Uttam	150000	79,02,661	80,52,660	6 months from the last date of trading approval from all the Stock Exchanges
Rajiv Kumar Bajaj	5000	80,52,661	80,57,660	6 months from the last date of trading approval from all the Stock Exchanges
Ramesh Chander Bhatia	22730	80,57,661	80,80,390	6 months from the last date of trading approval from all the Stock Exchanges
Sangeeta Sareen	13640	80,80,391	80,94,030	6 months from the last date of trading approval from all the Stock Exchanges
Sanjeev Ohri	25000	80,94,031	81,19,030	6 months from the last date of trading approval from all the Stock Exchanges
Shally Gupta	150000	81,19,031	82,69,030	6 months from the last date of trading approval from all the Stock Exchanges
Smita Sinha Saxena	250000	82,69,031	85,19,030	6 months from the last date of trading approval from all the Stock Exchanges
Sunita	10000	85,19,031	85,29,030	6 months from the last date of trading approval from all the Stock Exchanges
Suresh Tandon	125000	85,29,031	86,54,030	6 months from the last date of trading approval from all the Stock Exchanges
V P Diagnostics Private Limited	150000	86,54,031	88,04,030	6 months from the last date of trading approval from all the Stock Exchanges
We Pay Finance Private Limited	150000	88,04,031	89,54,030	6 months from the last date of trading approval from all the Stock Exchanges

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Shikha Kapoor
Company Secretary

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Dinesh Gupta HUF	1,00,000	93,54,031	94,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Kumar Shalya Gupta	3,00,000	94,54,031	97,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Nalini Rampilla	2,00,000	97,54,031	99,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Kalyana Chakravarthy Pilla	2,00,000	99,54,031	1,01,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Maheswari Rampilla	50,000	1,01,54,031	1,02,04,030	6 months from the last date of trading approval from all the Stock Exchanges
Chaitanya Rampilla	50,000	1,02,04,031	1,02,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Hamco Ispat Private Limited	5,00,000	1,02,54,031	1,07,54,030	6 months from the last date of trading approval from all the Stock Exchanges
Aashim Sareen	10,000	1,07,56,331	1,07,66,330	6 months from the last date of trading approval from all the Stock Exchanges
Aman Batra	25000	1,07,66,331	1,07,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Aman Sood	200000	1,07,91,331	1,09,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Anuraj Kumar Bhardwaj	25,000	1,09,91,331	1,10,16,330	6 months from the last date of trading approval from all the Stock Exchanges
Ashwani Kumar Jindal	75,000	1,10,16,331	1,10,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Gagan Sikka	25000	1,10,91,331	1,11,16,330	6 months from the last date of trading approval from all the Stock Exchanges
Harish Kumar	50,000	1,11,31,331	1,11,81,330	6 months from the last date of trading approval from all the Stock Exchanges
Jashneev Kapoor	5,00,000	1,11,81,331	1,16,81,330	6 months from the last date of trading approval from all the Stock Exchanges
Kumar Uttam	150000	1,16,91,331	1,18,41,330	6 months from the last date of trading approval from all the Stock Exchanges
Meenakshi Sikka	25000	1,18,41,331	1,18,66,330	6 months from the last date of trading approval from all the Stock Exchanges
Monika Chopra	3,00,000	1,18,66,331	1,21,66,330	6 months from the last date of trading approval from all the Stock Exchanges
Monika Gupta	50000	1,21,66,331	1,22,16,330	6 months from the last date of trading approval from all the Stock Exchanges
Neetu Sikka	25000	1,22,16,331	1,22,41,330	6 months from the last date of trading approval from all the Stock Exchanges
Raman Kumar Gupta	50,000	1,22,41,331	1,22,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Sandeep Sikka	25000	1,22,91,331	1,23,16,330	6 months from the last date of trading approval from all the Stock Exchanges

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Website : www.phfleasing.com
CIN No. : L65110PB1992PLC012488

Shanti Lal Sikka	25000	1,23,16,331	1,23,41,330	6 months from the last date of trading approval from all the Stock Exchanges
Sparsh Gupta	50,000	1,23,41,331	1,23,91,330	6 months from the last date of trading approval from all the Stock Exchanges
Swati Gupta	10,000	1,23,91,331	1,24,01,330	6 months from the last date of trading approval from all the Stock Exchanges

9. The specified securities allotted under the preferential issue shall not be transferred by the allottees till trading approval is granted for such securities by all the recognized stock exchanges where the equity shares of the company are listed.
10. "Neither the issuer nor any of its promoters or directors is a wilful defaulter as defined under Regulation 2 (1) (zn) of SEBI (ICDR) Regulations, 2018";

OR

~~"Name of the issuer" / <name>, the promoter(s) of the issuer / <name> the director(s) of the issuer is a wilful defaulter as defined under Regulation 2 (1) (zn) of SEBI (ICDR) Regulations, 2018 and disclosures in this regard has been made at <place of disclosure>.as per the format given in said regulation."~~

11. None of the promoters or directors of the issuer is a fugitive economic offender as defined under Regulation 2(1) (p) of SEBI (ICDR) Regulations, 2018.
12. The company or its promoters or whole-time directors are not in violation of the provisions of Regulation 34 of the SEBI (Delisting of Equity Shares) Regulations, 2021.
13. There is no restraint on the company by any regulatory authority from raising the capital or altering its capital structure in any manner.
14. "We hereby confirm that the company, its promoters, its directors are not in violation of the restrictions imposed by SEBI under SEBI circular no. SEBI/HO/MRD/DSA/CIR/P/2017/92 dated August 01, 2017."

Date: 08-04-2023

Place: Jalandhar

PHF LEASING LIMITED
923-G.T. Road, Jalandhar
Shikha Kapur
Company Secretary

Signature of Managing Director/ Company Secretary



SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

Address: 466, Greater Kailash, Maq Sudan,

Jalandhar-144008, Punjab

Mobile: +91 9988232660

E-mail: cssagrikajayee@gmail.com

Annexure III

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

Dear Sir,

Sub: Application for “In-principle approval” prior to issue and allotment of 71,16,830 (Seventy-One Lacs Sixteen Thousand Eight Hundred and Thirty) Equity Shares on preferential basis under Regulation 28(1) of SEBI (LODR) Regulations, 2015.

I, Sagrika Jayee, have verified the relevant records and documents of PHF Leasing Limited with respect to the proposed preferential issue by the company as per Chapter V of SEBI (ICDR) Regulations, 2018 and certify that:

1. The pre-preferential shareholding of each of proposed allottee(s) has been locked in accordance with Regulation 167(6) SEBI (ICDR) Regulations, 2018. Further, there is no sale/ pledge of pre-preferential holding from February 17, 2023 till August 13, 2023. The details of allottee-wise pre-preferential shareholding and lock-in thereon is as given hereunder:

Name of the Proposed Allottee	DP ID *	Qty	Lock-in details	
			From	To
Agile Finserv Private Limited	1206620000056782	1088200	February 16, 2023	August 13, 2023
Northern India Consultants Private Limited	1204230000126410	12500	February 16, 2023	August 13, 2023
Dinesh Gupta HUF	1204230000124198	500	February 16, 2023	August 13, 2023
Kumar Shalya Gupta	1204230000123593	37800	February 16, 2023	August 13, 2023
Glosec Sub Broker and Marketing Services	1206620000059857	444100	February 16, 2023	August 13, 2023

SAGRIKA JAYEE



SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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Jalandhar-144008, Punjab

Mobile: +91 9988232660

E-mail: cssagrikajayee@gmail.com

Insta Apphanced Private Limited	1206620000062319	325150	February 16, 2023	August 13, 2023
Nalini Rampilla	1208160018259800	500000	February 16, 2023	August 13, 2023
Kalyana Chakravarthy Pilla	1208160018929651	500000	February 16, 2023	August 13, 2023
Maheshwari Rampilla	1208160091642718	150000	February 16, 2023	August 13, 2023
Chaitanya Rampilla	1208870016180213	90000	February 16, 2023	August 13, 2023
Hamco Ispat Private Limited	1206620000056759	450000	February 16, 2023	August 13, 2023
V K Sareen	IN30045011507304	42200	February 18, 2023	August 13, 2023
Nikita Arora	IN30388410024429	100	February 18, 2023	August 13, 2023

(*) client id/ folio no in case allottee hold the securities in physical form.

The details of those proposed allottees have been mentioned who are the existing shareholders and whose shareholding has been locked-in.

2. ~~None of the proposed allottees has sold any equity shares of the company during the 90 T.days period preceding the relevant date.~~

Or

None of the proposed allottees has sold any equity shares of the company during the 90 TD period preceding the relevant date till the date of commencement of Lock-in. (Applicable only if the Lock-in of pre preferential shareholding does not commence on relevant date.)

3. None of the proposed allottees belonging to promoters or the promoter group has sold any equity shares during the six months preceding the relevant date till relevant date. Further no person belonging to promoters or the promoter group who has previously subscribed to warrants of the issuer has failed to exercise the warrants within the time period mandated for the same in the SEBI(ICDR) Regulations (Applicable if allottees belong to promoters or promoter group). **Not applicable as proposed allottees does not belong to promoter group**





SAGRIKA JAYEE

PRACTICING COMPANY SECRETARY

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4. The proposed issue is being made in accordance with the requirements of Chapter V of SEBI (Issue of Capital and Disclosure Requirement) Regulations, 2018, Section 42 and 62 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014.
5. None of the proposed allottees belonging to promoter(s) or the promoter group is ineligible for allotment in terms of Regulations 159 of SEBI (ICDR) Regulations, 2018. **[Not applicable as proposed allottees does not belong to promoter group]**

Date: February 20, 2023

Place: Jalandhar

Signature of Practising Company Secretary
Sagrika Jayee
Practising Company Secretary
Membership No.: A61678
UDIN: A061678D003173919

