# PREM SOMANI FINANCIAL SERVICES LIMITED

**Registered Office: Flat No. 408, Second Floor, Anand Chamber,**
**Baba Harishchandra Marg, Raisar Plaza, Indira Bazar, Jaipur-302001**
**Contact No. 9322666532, Email Id: limitedpsfs@gmail.com**
**CIN: L72100RJ1991PLC006220**
**Website: www.psfs.co.in**


To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001 (Maharashtra)

**Format of the Compliance Report to be submitted along with the draft scheme**

It is hereby certified that the draft scheme of reduction of Share Capital of involving **Prem Somani Financial Services Limited** and its Shareholders and creditors under Section 66 of the Companies Act, 2013 does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

For Prem Somani Financial Services Ltd.

Company Secretary

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| Sl. | Reference | Particulars | Comments |
|---|---|---|---|
| 1 | Regulations 17 to 27 of LODR Regulations | Corporate governance requirements | Not applicable to company.<br><br>a) The listed entity having paid up equity **share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty-five crore,** as on the last day of the previous financial year;<br><br>b) Companies whose **specified securities are listed exclusively on the SME exchange.**<br><br>Please note that the company is in compliance with the provisions of the Companies Act, 2013 (wherever applicable) as per the requirement of Regulation 15(3) of the Listing Regulations. |

For Prem Somani Financial Services Ltd.

Company Secretary

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|---|---|---|---|
| 2 | Regulation 11 of LODR Regulations | Compliance with securities laws | The draft scheme of reduction of capital to be presented to National Company Law Tribunal (NCLT) does not in any way violate, override or limit the provisions of securities laws or requirements of the stock exchange(s). |
| Requirements of this SEBI circular CFD/DIL3/CIR/2017/21 dated March 10, 2017 | | | |
| | | | |
| (a) | Para (I)(A)(2) | Submission of documents to Stock Exchanges | a) Draft Scheme of reduction of capital – **Exhibit 3**<br>b) Valuation Report – **Exhibit 4**<br>c) Report from the Audit Committee - **Exhibit 5**<br>d) Fairness opinion by a SEBI Registered merchant banker - **Exhibit 6**<br>e) Pre and post amalgamation shareholding pattern of unlisted entity – **NOT APPLICABLE**<br>f) Audited financials of last 3 years – **ZIP file attached as Exhibit 8**<br>g) Auditor's Certificate - **Exhibit 18**<br>h) Detailed Compliance Report **Exhibit 10** |
| (b) | Para (I)(A)(3) | Conditions for schemes of arrangement involving unlisted entities | **Not Applicable** – Since the scheme of Reduction of Capital does not involve unlisted entities |

For Prem Somani Financial Services Ltd.

Company Secretary

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|---|---|---|---|
| (c) | Para (I)(A)(4) (a) | Submission of Valuation Report | Enclosed as **Exhibit 4** |
| (d) | Para (I)(A)(5) | Auditors certificate regarding compliance with Accounting Standards | Enclosed as **Exhibit 18** |
| (e) | Para (I)(A)(9) | Provision of approval of public shareholders through e-voting | The Requirements stated in Para (I)(A)(9) are **not applicable**<br><br>The undertaking, certified by the auditor and approved by the Board of Directors of the company, stating the reasons for non – applicability of the aforesaid PARA is enclosed as **Exhibit 11A and 11B.** |

For Prem Somani Financial Services Ltd.

Company Secretary

**Priya Gupta**
**Company Secretary**

For Prem Somani Financial Services Ltd.

Lionel Anthony Velloz
Managing Director
DIN:02[illegible]5063

**Lionel Anthony Velloz**
**Managing Director**

Certified that the transactions / accounting treatment provided in the draft scheme of reduction of Share Capital of **Prem Somani Financial Services Limited** and its shareholders are in compliance with all the Accounting Standards applicable to a listed entity.

For Prem Somani Financial Services Ltd.

Dinesh Kumar Bohra
Director
DIN:0235[illegible]

**Dinesh Kumar Bohra**
**Chief Financial Officer**

For Prem Somani Financial Services Ltd.

Lionel Anthony Velloz
Managing Director
DIN:02[illegible]

**Lionel Anthony Velloz**
**Managing Director**