

PH TRADING LIMITED

CIN - L51109WB1982PLC035011

Poddar Point, 113 Park St, Block B, 10-Th Floor,
Kolkata, West Bengal, India, 700016

Email Id: phtradinglimited@gmail.com

Phone no. 8928039945

To
The Corporate Relations Department
BSE Limited, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Date: 06.03.2024

Dear Sir/Madam,

Sub: Outcome of Board Meeting under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Unit: PH Trading Limited – (BSE Scrip Code: 512026)

With reference to the subject cited, Pursuant to Open Offer Letter dated 03.10.2023 in terms of SEBI (SAST), Regulations, 2011 and the same was completed and the respective Report was also submitted by the Merchant Banker to the issue on 05.03.2024. Pursuant to completion of said takeover, the Board is apprised to take a note of the change in the management and change in promoter category consequent upon completion of Open Offer and this is to inform the Exchange that meeting of the Board of Directors of Company held on **Wednesday, the 6th day of March, 2024**, at 11:00 A.M at Taj Krishna, Rd Number 1, Mada Manzil, Banjara Hills, Hyderabad-500034, Telangana. The following were duly considered and approved:

1. On recommendation of Nomination and Remuneration Committee, appointment of Mr. Naveen Kumar Vanama (DIN: 09243947) as an Additional Director (Executive Category) of the Company.
2. On recommendation of Nomination and Remuneration Committee, appointment of Mr. Sudhakar Vanama (DIN: 09702707) as an Additional Director (Executive Category) of the Company.
3. On recommendation of Nomination and Remuneration Committee, appointment of Mr. Rama Mohana Rao Bandlamudi (DIN: 00285798) as an Additional Director (Non-Executive Category) of the Company.
4. On recommendation of Nomination and Remuneration Committee, appointment of Mr. Chandrakanth Chereddi (DIN: 06838798) as an Additional Director (Non-Executive Category) of the Company.

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5. On recommendation of Nomination and Remuneration Committee, appointment of Mr. Murali Krishna Lanka (DIN: 07194036) as an Additional (Non-Executive – Independent) Director of the Company.
6. On recommendation of Nomination and Remuneration Committee, appointment of Mrs. Srisailapu Surya Varnika (DIN: 10518336) as an Additional (Non-Executive – Independent) Director of the Company.
7. Appointment of Mr. Kishore as the Chief Financial Officer of the Company.
8. Resignation of Mr. Mallinath Madineni as a Managing Director of the Company.
9. Resignation of Mr. Prathima Mallinath Madineni as a Director of the Company.
10. Change in Management and Promoter Category of the Company.
11. Re-Constitution of Audit Committee, Nomination and Remuneration Committee and Stakeholder Relationship Committees of the company.
12. Shifting of Registered Office of the Company from State of Kolkata to State of Mumbai Subject to approval of Statutory authorities.
13. Approved the Notice of Postal Ballot seeking members' approval for the proposed Change of registered office of and appointments of directors.
14. Appointment of Hemang Satra & Associates, Practicing Company Secretaries as Scrutinizer for evaluating the voting process for ensuing Postal Ballot.

The details required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations along with SEBI Circular CIR/CFD/CMD/412015 dated 9th September, 2015 read with SEBI Master Circular No. SEBIIHO/CFD/PoD2/CIRJP/2023/120 dated 11th July, 2023 are given in the enclosed Annexure.

The Meeting Commenced at 11:00 A.M and Concluded at 06:50 P.M.

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This is for the information and records of the Exchange, please.

Yours faithfully,

For PH Trading Limited

B. Kiran Kumar
Company Secretary and Compliance Officer

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[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated September 9, 2015]

Particulars	Naveen Kumar Vanama	Sudhakar Vanama
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment	Appointment
Date of appointment & Terms of appointment	06.03.2024	06.03.2024
Brief Profile	<p>Creative and motivated Executive with experience in overseeing daily business activities and improving overall business functions. Strong decision maker and excellent client relationship builder. Proven capacity to multi-task and utilize time management and conflict resolution skills to increase efficiencies.</p> <p>Vega Jewellers Business Owner, from past 20 years. Oversaw all operations of a convenience store chain (3 Stores). Liable for all accounting for office, including all large account electronic transfers. Controlled all purchasing within the company (all Jewellery items).</p> <p>Areas Of Expertise Contracts & Permits Vendor Management Negotiations</p>	<p>Positive attitude with proven leadership skills and the ability to develop successful team environments Strong decision maker and excellent client relationship builder. Proven capacity to multi-task and utilize time management and conflict resolution skills to increase efficiencies.</p> <p>Vega Jewellers Business Owner, from past 20 years. Managed over 500 employees and performed HR responsibilities including working closely with Store Managers and department heads and share partners.</p> <p>Areas Of Expertise Vendor Management Strategic Planning</p>
Disclosure of relationship between directors (in case of appointment of directors)	Mr. Naveen Kumar Vanama is the brother of Mr. Sudhakar Vanama.	Mr. Sudhakar Vanama is the brother of Mr. Naveen Kumar Vanama.
Shareholding, if any in the Company.	Mr. Naveen Kumar Vanama is not holding any equity shares of the Company as on date.	Mr. Sudhakar Vanama is not holding any equity shares of the Company as on date.
Information as required pursuant to BSE Circular with ref. no.	We affirm that Mr. Naveen Kumar Vanama is not debarred from holding the office of director by	We affirm that Mr. Sudhakar Vanama is not debarred from holding the office of director by

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LIST/COMP/14/2018-19 and National Stock Exchange of India Ltd with ref. no NSE/CML/2018/24 dated June 20, 2018	virtue of any order of SEBI or any other such authority. Nomination and Remuneration Committee and the Board of directors of the Company has also verified that Mr. Naveen Kumar Vanama is not debarred from holding the office of director pursuant to any SEBI Order.	virtue of any order of SEBI or any other such authority. Nomination and Remuneration Committee and the Board of directors of the Company has also verified that Mr. Sudhakar Vanama is not debarred from holding the office of director pursuant to any SEBI Order.
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[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated September 9, 2015]

Particulars	Mr. Rama Mohana Rao Bandlamudi	Mr. Chandrakanth Cherreddi
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment	Appointment
Date of appointment & Terms of appointment	06.03.2024	06.03.2024
Brief Profile	<p>Worked in Financial Services domain for more than 30 years. First Decade of the experience is spent predominantly in Equity sales, Research, and Broking.</p> <p>Later two decades or so with Multinational Insurance and Credit Broking Companies.</p> <p>PROFESSIONAL EXPERIENCE:</p> <p>Until Middle of 2021 he was associated with Willis - Towers - Watson (SINSE 2006) as Executive Vice President</p> <p>Worked with Marsh and McLennan companies for about 4 years.</p>	<p>An experienced business leader with a demonstrated history of working in the Generic Pharmaceutical, Contract Development & Manufacturing Organisation (CDMO), Consulting and Software Development industries.</p> <p>PROFESSIONAL EXPERIENCE:</p> <p>Entrepreneurship, advisory and investing [2020 onwards]</p> <p>Entrepreneurship, advisory and investing. Working with a few start-ups and established businesses in Hyderabad in an advisory and/or investing</p>

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	<p>Education Qualification: B. COM., MBA</p> <p>PHILANTHROPY FOOTPRINTS:</p> <p>Founder and Chairman - Dwaraka Mai Vrudhashram - set up an Old-Age Home at Shirdi 25 years back to provide free home for 150 old age destitute and created employment for more than 25 individuals working in the ashram as fulltime employees.</p>	<p>capacity.</p> <p>Laurus Labs Limited, Hyderabad, India [2012-2020] Built the Contract Development & Manufacturing Business (&) Formulation Business</p> <p>Google Inc., Mountain View, CA, USA [2006-2008]; Software Engineer III</p> <p>EDUCATION: MBA, MS and ECE</p>
Disclosure of relationship between directors (in case of appointment of directors)	Mr. Rama Mohana Rao Bandlamudi is not related to any Director or KMP and Promoters of the company.	Mr. Chandrakanth Cherreddi is not related to any Director or KMP and Promoters of the company.
Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and National Stock Exchange of India Ltd with ref. no NSE/CML/2018/24 dated June 20, 2018	<p>We affirm that Mr. Rama Mohana Rao Bandlamudi is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and the Board of Directors of the Company has also verified that Mr. Rama Mohana Rao Bandlamudi is not debarred from holding the office of director pursuant to any SEBI Order.</p>	<p>We affirm that Mr. Chandrakanth Cherreddi is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and the Board of Directors of the Company has also verified that Mr. Chandrakanth Cherreddi is not debarred from holding the office of director pursuant to any SEBI Order.</p>

[Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with clause 7 of Para A of Annexure I of SEBI Circular dated September 9, 2015]

Particulars	Mr. Murali Krishna Lanka	Mrs. Srisailapu Surya Varnika
Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment	Appointment
Date of appointment &	06.03.2024	06.03.2024

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Terms of appointment		
<p>Brief Profile</p>	<p>Energetic & Enthusiastic Leader offering nearly 30 years of rich combined expertise in Business Development, P&L Management and Team Management</p> <p>Overcoming complex business challenges and making high-stake decisions using experience-backed judgment, strong work ethic and irrepochable integrity.</p> <p>INDUSTRY: Retail/Wholesale, Ecommerce, FMCG, Consulting</p> <p>WORK EXPERIENCE:</p> <ul style="list-style-type: none"> Worked with Fortune's number 1 ranked company Walmart Stores INC for 30 years that offered wide exposure on diverse background and environments; applied knowledge and expertise in creating opportunities & expanding businesses. 	<p>Experienced customer service specialist and team leader with 10 years of experience in Aviation Industry.</p> <p>I am confident that my proven track record in upselling, conflict resolution and colleague training.</p> <p>EDUCATION: Andhra University, India B.SC (Statistic, Mathematics, Computers)</p> <p>WORK EXPERIENCE:</p> <p>2022 - Present India Insure - Business Development Manager</p> <p>2012-19 Been in the Service Industry and working in the Companies like Interglobe Aviation - Indigo and Jet Airways.</p>
<p>Disclosure of relationship between directors (in case of appointment of directors)</p>	<p>Mr. Murali Krishna Lanka is not related to any Director or KMP and Promoters of the company.</p>	<p>Mrs. Srisailapu Surya Varnika is not related to any Director or KMP and Promoters of the company.</p>
<p>Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and National Stock Exchange of India Ltd with ref. no NSE/CML/2018/24 dated June 20, 2018</p>	<p>We affirm that Mr. Murali Krishna Lanka is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and the Board of directors of the Company has also verified that Mr. Murali Krishna Lanka is not debarred from holding the office of director pursuant to any SEBI Order.</p>	<p>We affirm that Mrs. Srisailapu Surya Varnika is not debarred from holding the office of director by virtue of any order of SEBI or any other such authority.</p> <p>Nomination and Remuneration Committee and the Board of directors of the Company has also verified that Mrs. Srisailapu Surya Varnika is not debarred from holding the office of director pursuant to any SEBI Order.</p>

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15. Resignation of Mr. Mallinath Madineni as a Managing Director of the Company.

16. Resignation of Mr. Prathima Mallinath Madineni as a Director of the Company.

Resignation Disclosure of Mr. Mallinath Madineni.

Sr. No.	Particulars Details	Particulars Details
1.	Reason for change.	Pursuant to Open Offer being approved by the SEBI there is a Change in Management of the Company. So, Mr. Mallinath Madineni has resigned from the position of Managing director of the Company.
2.	Date of Cessation.	Resigned with effect from the close of business hours of 06.03.2024.
3.	Brief Profile.	Not Applicable
4.	Disclosure of relationship between the directors.	Not Applicable

Resignation Disclosure of Mr. Prathima Mallinath Madineni

Sr. No.	Particulars Details	Particulars Details
1.	Reason for change.	Pursuant to Open Offer being approved by the SEBI there is a Change in Management of the Company. So Mrs. Prathima Mallinath Madineni has resigned from the position of director of the Company.
2.	Date of Cessation.	Resigned with effect from the close of business hours of 06.03.2024.
3.	Brief Profile.	Not Applicable
4.	Disclosure of relationship between the directors.	Not Applicable

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Appointment Disclosure of Mr. Kishore as the Chief Financial Officer

Sr. No.	Particulars Details	Particulars Details
1.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment of Mr. Kishore as the Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 06.03.2024.
2.	Date of appointment / reappointment / cessation (as applicable) & term of appointment / reappointment;	The Board of Directors in their meeting held today, based on the recommendation of the Nomination and Remuneration Committee and Audit Committee considered and approved the appointment of Mr. Kishore Abburi as Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. 06.03.2024.
3.	Brief Profile.	<p>Finance & Accounts professional with over 10 years of experience.</p> <p>Rich experience in entire gamut of accounting & finance operations entailing preparation & maintenance of books of accounts, leading the internal and external audits and Finalization of the books of accounts.</p> <p>Experienced in SAP Migrations.</p> <p>Experienced in Automations, Process improvements.</p> <p>SKILL SET</p> <ul style="list-style-type: none">• Month/Quarterly Close.• MIS Reporting.• P&L and BS Management.• Account Reconciliations.• Statutory Audit/Internal Audit.• SAP S/4 Hana <p>EDUCATION:</p> <p>ZICA Licentiate Member, June 2019</p> <p>Zambia Institute of Chartered Accountants.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable