

O: 516, Fifth Floor, Wave Silver Tower, Sector 18, Noida, U.P. – 201301 E: <u>services@forecoreprofessionals.com</u> D: +120 120 413 2722

Date: 20-07-2023

To,

The Board of Directors, **PDS Limited** (*Erstwhile PDS Multinational Fashions Limited*), Regd. Address: Unit No. 971, Solitaire Corporate Park, Andheri – Ghatkopar Link Road, Andheri (East), Mumbai – 400093, Maharashtra, India

Subject: Secretarial Auditor's Certificate - Share Based Employee Benefit Plans have been implemented in compliance with the Regulations under Securities and Exchange Board of India (Share Based Payment Benefits and Sweat Equity) Regulations, 2021 ("Regulations")

#### Reference:

- (1). PDS Multinational Fashions Limited Employee Stock Option Plan 2021 ("ESOP 2021");
- (2) PDS Multinational Fashions Limited- Employee Stock Option Plan 2021 Plan A ("ESOP 2021– Plan A");
- (3) PDS Multinational Fashions Limited- Employee Stock Option Plan 2021 Plan B ("ESOP 2021– Plan B"); and
- (4) PDS Multinational Fashions Limited Phantom Stock Units Plan 2021 ("**PSUP 2021**")

(ESOP 2021, ESOP 2021– Plan A, ESOP 2021– Plan B and PSUP 2021 collectively hereinafter referred as **"PDS ESOP Plans**")

Dear Sir(s) / Madam(s),

We have been requested by PDS Limited *(Erstwhile PDS Multinational Fashions Limited)* ("the Company"), having its registered office at the above mentioned address, to certify that PDS ESOP Plans, approved by its shareholders by way of Special Resolutions on February 25, 2021 ("ESOP 2021") and July 30, 2021 ("ESOP 2021– Plan A", "ESOP 2021- Plan B" and "PSUP 2021") respectively are in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ("the Regulations"), as amended from time to time, for the purpose of onward submission to forthcoming Annual General Meeting ("AGM") of the Company.

#### Management's Responsibility:

The Management is responsible for ensuring that the Company complies with the requirements of the Regulations and provides all relevant information in the AGM of the Company.

#### Auditor's Responsibility:

Pursuant to the requirements of the Regulations, it is our responsibility to provide a reasonable assurance whether the PDS ESOP Plans have been implemented in accordance with the Regulations and in accordance with the Special Resolutions passed by the shareholders of the Company in the General Meetings.



Our scope of work does not include verification of compliance with other requirements of the Securities and Exchange Board of India Regulations, other circulars, notifications, etc. as issued by relevant regulatory authorities from time to time, and any other laws and regulations applicable to the Company except compliance with the aforesaid Regulations.

Further, our scope of work does not involve performing audit tests for the purpose of expressing an opinion on the fairness or accuracy of any of the financial information or the statements of the Company, taken as a whole.

#### **Opinion:**

Based on our examination of the Secretarial and other records of the Company and the information and explanations given to us, we report that the PDS ESOP Plans have been implemented in accordance with the Regulations to the extent applicable and the resolutions passed by the Shareholders of the Company in the General Meetings.

#### **Restriction on Use:**

The certificate is issued solely for the purpose of onward submission before the shareholders in the forthcoming AGM. This certificate should not be used by any other person or for any other purpose.

Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior written consent.

We have no responsibility to update this certificate for events and circumstances occurring after the date of this certificate.

For MAKS & Co., Company Secretaries [FRN P2018UP067700]

ANKUSH Digitally signed by ANKUSH AGARWAL AGARWAL Date: 2023.07.20 17:58:34 +05'30'

Ankush Agarwal Partner Membership No.: F9719 COP No.: 14486 Peer Review Certificate No.: 2064/2022

UDIN: F009719E000651272

Date: 20-07-2023 Place: Noida, U.P. April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- 5. Annexure V- Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 6. Annexure VI Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.
- 7. Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

Dr Deepak Kumar Seth Director DIN: 00003021

#### Annexure I

## FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* NO. 758 & 759, 2<sup>ND</sup> Floor 19<sup>TH</sup> Main, Sector-2, HSR Layout Bengaluru -560102

## Dear Sir(s)/ Madam,

I, Dr Deepak Kumar Seth, son of Late Shri M.L. Seth, Resident of Apartment # 666, Building 6, Bulgari Residenes, Jumeirah Bay Islands 2, Po Box 72223 Dubai, UAE, being a Director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:

Sr. No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Indian Companies Nature of interest or concern/Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
1.	PDS Limited	Director & Shareholder	1,57,78,670 Equity Shares	06.04.2011
2.	Pearl Global Industries Limited	Director & Shareholder	28,62,145 Equity Shares	22.03.1994
3.	Pearl Global Kaushal Vikas Limited	Director	-	18.06.2014
4.	Sbuys E-Commerce Limited	Director	(e)	20.09.2019
5.	PS Arts Private Limited	Director	-	27.03.2008
6.	Digital Ecom Techno Private Limited	Director		30.09.2019
7.	Sead Apparels Private Limited	Director	48 1	24.06.2022

		Foreign Compa	nies		
SI No	Names of the Companies /bodies corporate/ firms/ association of individuals	Country	Nature of interest or concern/Cha nge in interest or concern	Shareholdin g	Date of Appointment
1	Multinational Textile Group Limited	Mauritius	Director		15.05.2006
2	Norwest Industries Limited, HK	Hong Kong	Director	100	10.02.2014
3	Techno Design HK Limited	Hong Kong	Director	20 <del>4</del> 8	28.10.2013
4	Krayons Sourcing Limited	Hong Kong	Director	:H	16.12.2014
5	Progress Manufacturing Group Limited	Hong Kong	Director	::e	17.07.2015
6	Green Apparel Industries Limited	Hong Kong	Director	se:	15.03.2016
7	PDS Sourcing Limited	Mauritius	Director		05.05.2006

8	Design Arc Europe Limited	Hong Kong	Director	8	01.04.2014
9	PDS Ventures Limited (Smart Notch Industrial Limited)	Hong Kong	Director		28.12.2017
10	PDS Ventures Limited	Mauritius	Director	알	20.06.2016
11	PDS Manufacturing Limited	Mauritius	Director	-	22.03.2021
12	PDS Multinational FZCO	UAE	Director	<u> </u>	01.02.2021
13	Grupo Sourcing Limited	Hong Kong	Director	2	15.03.2016
14	Styleberry Limited	Hong Kong	Director	÷.	13.09.2016
15	PDS Smart Fabric Tech (UK) Limited	UK	Director	E	01.04.2014
16	Kleider Sourcing Hongkong Limited	Hong Kong	Director	Ŷ	10.02.2014
17	PDS Brands Manufacturing Limited (Formerly known as PDS Brands Sourcing Limited, 6Degree Manufacturing Limited, Zamira Denim Lab Limited)	Hong Kong	Director	-	24.10.2014
18	Kleider Sourcing Limited	Bangladesh	Director	<u> </u>	23.01.2018
19	Sourcing Solutions Europe BVBA	Belgium	Director	-	01.03.2021
20	PDS Brands Manufacturing FZCO	UAE	Director		01.01.2022
21	COLLABORATIVE SOURCING SERVICES FZCO	UAE	Director		25.07.2022
22	PDS Logistics FZCO	UAE	Director		03.10.2022
23	PDS Sourcing FZCO	UAE	Director		26.10.2022
24	Lai Chi Kok Apparels Limited	Hong Kong	Director & Shareholder	1,00,000	25.04.2017
25	Pearl Global Fareast Limited, HK	Hong Kong	Director	-	16.03.2009
26	Pearl Global (HK) Limited, HK	Hong Kong	Director	- 44	04.01.2010
27	DSSP Global Ltd., HK	Hong Kong	Director		08.11.2012
28	Pearl Grass Creations Limited, HK	Hong Kong	Director	(÷	11.07.2016
29	PT Pinnacle Apparels, Indonesia	Indonesia	Director		19.12.2014
30	Norp Knit Industries Limited, Bangladesh	Bangladesh	Director	15	10-11-2014
31	Prudent Fashions Limited, Bangladesh	Bangladesh	Director & Shareholder	100	02-03-2017
32	Vin Pearl Global Vietnam Limited	Hong Kong	Director	5¥	23-03-2017
33	PGIC Investment Limited, Hong Kong	Hong Kong	Director	0 <b>2</b> .	16-08-2016
34	Pearl Global – F.Z.E, UAE	UAE	Manager	3¥	01-06-2016
35	A & B Investment Limited, UAE	UAE	Director	~~	17-07-2016
36	NAFS Limited, UK	UK	Director	12	01-03-2005
37	Premier Pearl Garment Joint Stock Co. Limited, Vietnam	Vietnam	Director	12	15-12-2008
38	Pallas Holdings Limited, Mauritius	Mauritius	Director	1000 Shares held through SSB Trust	16.09.2004
39	Transnational Textile Group Limited, Mauritius	Mauritius	Director	2 Share held through SSB Trust	05.05.2006

40	JSM Trading FZE, UAE	UAE	Director & Shareholder	1	29.02.2004
41	Superb Mind Holdings Ltd.	Mauritius	Director	1 Share held through JSM Trading FZE	30.05.2008
42	Frou Holdings Limited	Mauritius	Director	1 Share held through Star Trust	13.01.2014
43	S&D Industries Ltd	Mauritius	Director	100 Shares heid through P&D Trust	11.05.2016
44	Stertax B.V	Netherlands	Shareholder	4499 shares through JSM Trading FZE and 1 Share as direct	
45	Pallas Holdings Limited	Mauritius	Director	-	16-09-2004
46	Razamtazz Limited	Mauritius	Director	8	13-01-2014

Date: April 1, 2023 Place: Dubai, UAE

# Break up of Disclosure of Interest at length:

i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a member where my</u> share holdings is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares			
	As mentioned above				

ii. List of Private Limited Companies of which I am a member where my shareholding is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares			
	As mentioned above				

## iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP
· 1, ·	Pearl Wears - Proprietor
2.	NIM International Commerce LLP

# iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society	
1,	Little People Education Society - Chairman of Governing Body & Member	
2.	SSB Trust - Settlor	
3.	Star Trust - Settlor	
4.	P8D Trust - Settlor	
5.	P8D SD Trust - Settlor	
6.	The A Team Trust - Settlor	
7.	D&P Trust - Settlor	

v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as per Annexure – II) are</u> members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name o Relative	of th	ne Relation	No. of Shares
1.	Pearl Global Industries Limited	Mrs. Payel S	Seth	Wife	44,13,635
2,	Pearl Global Industries Limited	Mr. Pulkit S	leth	Son	69,47,621

# vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members and are holding</u> more than 2% of the Share Capital

Sr. No	Name of the	Name of the	Relation	No. of Shares
	Companies	Relative		
1	PS Arts Private Limited	Dr Deepak Kumar	Self	9500
		Seth		
2	PS Arts Private Limited	Payel Seth	Wife	500

# vii. List of Firms/LLP's in which my relatives (as per Annexure -II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
1.	NIM International Commerce LLP	Mrs. Payel Seth	Designated Partner	NA
2	Vau Apparels LLP	Mrs. Payel Seth	Designated Partner	NA
3.	PSS Estates LLP	Mr. Pulkit Seth	Designated Partner	NA
4.	PSS Estates LLP	Mrs. Shifalli Seth	Designated Partner	NA

# viii. List of Trusts/Society in which any of my relatives (as per Annexure -II) are interested

Sr. No	Name of Trusts/Society	Name of Relative	Designation	No. of Shares held
1.	Little People Education Society	Mrs. Payel Seth	Secretary of Governing Body & Member of the Society	NA
2.	Little People Education Society	Mr. Pallak Seth	President of Governing body & Member of the Society	NA
3.	Little People Education Society	Mr. Pulkit Seth	Vice President (Academics) of Governing Body & Member of the Society	NA
4.	Arpan Educational Society for underprivileged Children	Mrs. Payel Seth	President	NA
5.	Arpan Educational Society for underprivileged Children	Mrs. Shifalli Seth	Vice President	NA
6,	Arpan Educational Society for underprivileged Children	Mr. Pulkit Seth	Secretary	NA
7.	Little People Education Society	Mrs. Shifalli Seth	Treasurer of Governing body & Member of the Society	NA

Dr Deepak Kumar Seth Director DIN: 00003021

Date: April 1, 2023 Place: Dubai, UAE List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives	Shareholding in PDS Limited	
1,	Name of HUF	N.A	Nil	
2.	Wife	Mrs. Payel Seth	6,93,76,210	
3.	Father (Including stepfather)	Late Shri Madan Lal Seth	Nil	
4.	Mother (including stepmother)	Late Mrs Meena Seth	Nil	
5,	Son (including stepson)	Mr. Pallak Seth Mr. Pulkit Seth	13,94,190 1	
6.	Son's wife	Mrs. Faiza Seth Nil Mrs. Shifalli Seth 180		
7.	Daughter	Nil	Nil	
8.	Daughter's husband	Nil	Nil	

Date: April 1, 2023 Place: Dubai, UAE

## Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

List of Committees in companies where I am a Chairman/ Member as on March 31, 2023

Sr. No	Name of Company	Committee	Member/ Chairman
1	PDS Limited	Audit Committee	Member
2	PDS Limited	Stakeholders Relationship Committee	Member
3	Pearl Global Industries Limited	Nomination and Remuneration Committee	Member

Date: April 1, 2023 ... Place: Dubai, UAE

#### Annexure IV

## FORM 'DIR-8' Intimation by Director [Pursuant to Section 164(2) and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company CIN Nominal Capital Paid-up Capital Address of its Registered Office	1 1 1	PDS Limited L18101MH2011PLC388088 Rs. 280,000,000.00 Rs. 130,927,720.00 Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East,
		Mumbai 400093, Maharashtra, India.

То

The Board of Directors of PDS Limited

I, Dr Deepak Kumar Seth, s/o Late Shri M.L. Seth, r/o Apartment # 666, Building 6, Bulgari Residenes, Jumeirah Bay Islands 2, Po Box 72223 Dubai, UAE, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

Name of the Company	Date of Appointment	Date of Cessation
PDS Limited	06.04.2011	N.A.
Pearl Global Industries Limited	22.03.1994	N.A
Sead Apparels Private Limited	24.06.2022	N.A.
PS Arts Private Limited	27.03.2008	N.A
Digital Ecom Techno Private Limited	01.12.2016	NA
Pearl Global Kaushal Vikas Limited	18.06.2014	N.A
Technocian Fashions Private Limited	01.04.2019	05.10.2021
Sbuys E-Commerce Limited	20.09.2019	NA
	PDS Limited Pearl Global Industries Limited Sead Apparels Private Limited PS Arts Private Limited Digital Ecom Techno Private Limited Pearl Global Kaushal Vikas Limited Technocian Fashions Private Limited	PDS Limited06.04.2011Pearl Global Industries Limited22.03.1994Sead Apparels Private Limited24.06.2022PS Arts Private Limited27.03.2008Digital Ecom Techno Private Limited01.12.2016Pearl Global Kaushal Vikas Limited18.06.2014Technocian Fashions Private Limited01.04.2019

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Date: April 1, 2023 Place: Dubai, UAE

# ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Name			Dr. Deepak Kumar S	eth	
PAN			AABPS2568Q		
(in case of PAN is	not available, any	other			
identifier authoriz	ed by law)				
Designation			Director		
Place of Residence	e		Dubai, UAE		
Contact Nos.			9810050538		
Email Id			deepak.seth@group	chairman.com	
Educational Insti	tution from which	the	Economics graduat		itephens College, Delhi
designated persor	n graduated		-		ee from Jamanalal Bajaj
	-		Institute of Manager		
Name of the past	employer/ organiza	tion	NA		
	es held in the Comp				
Held by the Desig	nated Person				
No. of Securities	Type of Security	Folio	No(s), if held in	If held in Dem	nat form
	- i - i - i	physi	ical form	DP ID	Client ID
1,97,040	Equity	NA		IN302927	10068997
1,07,72,640	Equity	NA		IN300142	10750201
48,08,990	Equity	NA		IN300142	10750210
Held by the Imm	nediate Relative /	persor	with whom Design	ated Person s	hares Material Financial
Relationship					
Name of	Mrs. Payel Seth				
Immediate					
Relative					
Relationship	Wife				
PAN	AABPS1006M				
(in case of PAN is					
not available,					
any other					
identifier					
authorized by					
law)					
No. of Securities	Type of Security	Folio	No(s), if held in	If held in Dem	at form
		physi	cal form:	DP ID	Client ID
6,92,93,995	Equity	NA		IN300142	10744422
82,215	Equity	NA		IN300183	10744140
Held by the Imm		person	with whom Designation	ated Person s	hares Material Financial
Relationship			-		
Name of	Mr Pallak Seth				
Immediate					
Relative					
Relationship	Son				
PAN	ACXPS6333B				
(in case of PAN is					
not available					
not available,					
not available, any other					

law)				
No. of Securities	Type of Security	Folio No(s), if held in	If held in Dema	it form
		physical form:	DP ID	Client ID
13,94,190	Equity	NA	IN300214	22146652
Held by the Imm Relationship	nediate Relative /	person with whom Design	ated Person sh	ares Material Financial
Name of Immediate Relative	Mr. Pulkit Seth			
Relationship	Son			
PAN (in case of PAN is not available, any other identifier authorized by law)	AJDPS7131A			
No. of Securities	Type of Security	Folio No(s), if held in	If held in Dema	t form
		physical form:	DP ID	Client ID
5	Equity	NA	IN300142	10615094
Held by the Imm Relationship	ediate Relative /	person with whom Design	ated Person sha	ares Material Financial
Name of Immediate Relative	Mrs. Shefali Seth	1 0-1 1 10-1		····· •·· •···
Relationship	Son's wife			
PAN	BEMPS3185K			
not available, any other identifier authorized by	DEINIA22702K			
any other identifier	Type of Security	Folio No(s), if held in physical form:	If held in Dema DP ID	t form Client ID

#### Notes:

• *Immediate Relative* includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

Dr Deepak Kumar Seth Director DIN: 00003021

Date: April 1, 2023 Place: Dubai, UAE

Annexure VI

To, **The Board of Directors PDS Limited**  *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir,

# Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Dr Deepak Kumar Seth, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Date: April 1, 2023 Place: Dubai, UAE

Dr Deepak Kumar Seth Director DIN: 00003021

From:

Dr Deepak Kumar Seth Apartment # 666, Building 6, Bulgari Residenes, Jumeirah Bay Islands 2, Po Box 72223 Dubai, UAE,

To The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

I, Dr Deepak Kumar Seth, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023 Place: Dubai, UAE

April 1, 2023

To The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Subject: Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, Dr Deepak Kumar Seth, a Member of the Board of Directors of PDS Limited (*Erstwhile PDS Multinational Fashions Limited*), hereby confirm that, I or my relatives have not had any pecuniary relationship or transactions with the Company till the date of this disclosure.

This declaration is being given pursuant to Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

Date: April 1, 2023 Place: Dubai, UAE

April 1, 2023

To, The Board of Directors **PDS Limited** (*Erstwhile PDS Multinational Fashions Limited*) NO. 758 & 759, 2<sup>ND</sup> Floor 19<sup>TH</sup> Main, Sector-2, HSR Layout Bengaluru -560102

Dear Sir(s)/ Madam,

# Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees in other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- 5. Annexure V- Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 6. Annexure VI Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.
- 7. Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

art

Pallak Seth Director DIN: 00003040

## FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** (*Erstwhile PDS Multinational Fashions Limited*) Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir(s)/ Madam,

I, Pallak Seth, son of Shri Deepak Seth, resident of Flat 3, 22 Down Street London W1J7AR GB, being a Director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:

Sr. No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Indian Companies Nature of interest or concern/Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
1.	PDS Limited	Director & Shareholder	13,94,190 Equity Shares	06.04.2011
2.	Venugram Fit Agro Private Limited	Shareholder	1,610 Equity Shares	09.05.2020

	Foreign Companies						
SI No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Country	Nature of interest or concern/Change in interest or concern	Shareholdi ng	Date of Appointment		
1	Multinational Textile Group Limited	Mauritius	Director	-	15.05.2006		
2	Kleider Sourcing FZCO	UAE	Shareholder	10 Shares, equal to 10,000 AED	17.01.2019		
3	Progress Manufacturing Group Limited	Hong Kong	Director	-	17.07.2015		
4	Techno Design GMBH	Germany	Director	-			
5	Progress Apparels (Bangladesh) Limited	Bangladesh	Director	-	30.12.2016		
6	PDS Sourcing Limited	Mauritius	Director	-	05.05.2006		
7	Design Arc Europe Limited	Hong Kong	Director	-	04.11.2011		
8	PDS Ventures Limited	Hong Kong	Director	-	28.12.2017		
9	PDS Fashions Limited	UK	Director	-	03.07.2018		
10	PDS Ventures Limited	Mauritius	Director	-	20.06.2016		

11	PDS Manufacturing Limited	Mauritius	Director	-	22.03.2021
12	PDS Multinational FZCO	UAE	Director		01.02.2021
13	Apex Black Limited	Hong Kong	Director	-	28.12.2017
14	Grupo Sourcing Limited	Hong Kong	Director	-	15.03.2016
15	LillyandSid Ltd	UK	Director	-	10.03.2020
16	Styleberry Limited	Hong Kong	Director	-	13.09.2016
17	Grupo Sourcing Limited	Bangladesh	Director	-	31.12.2016
18	Casa Forma Limited	UK	Director	-	22.01.2007
19	Multinational OSG Services Bangladesh Pvt. Ltd.	Bangladesh	Director & Shareholder	1%	02.02.2014
20	PDS Brands Manufacturing Limited	Hong Kong	Director	-	24.10.2014
21	GWD Enterprises Limited	UK	Director	-	21.10.2010
22	Kleider Sourcing Limited	Bangladesh	Director	-	23.01.2018
23	Design ARC FZCO	UAE	Shareholder	10 Shares, equal to 10,000 AED	03-07-2019
24	Poeticgem International FZCO	UAE	Shareholder	10 Shares, equal to 10,000 AED	03-02-2021
25	Twins Asia FZCO	UAE	Shareholder	10 Shares, equal to 10,000 AED	03-07-2019
26	Spring Near East FZCO	UAE	Shareholder	10 Shares, equal to 10,000 AED	17.01.2019
27	Atterley.Com Retail Limited	UK	Director	-	26.09.2018
28	DS & AA Associates Ltd	UK	Director	-	08.01.2020
29	Triple Line Consulting Ltd	UK	Director	-	19.06.2019
30	GWS Enterprises Ltd	Saudia Arabia	Director	-	21.10.2010
31	Soham for ALL	Bangladesh	Director	-	01.10.2009
32	Design Arc Europe SPA	Spain	Director	-	17.11.2011
33	Pallas Holdings Limited,	Mauritius	Director	-	16.09.2004
34	Lerros Moden GmbH,	Germany	Director	-	23.07.2004
35	Frou Holdings Limited	Mauritius	Director	-	13.01.2014
36	Transnational Textile Group Limited	Mauritius	Director	-	05.05.2006
37	Razamtazz Limited	Mauritius	Director	-	13-01-2014

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Pallak Seth Director DIN: 00003040

Date: April 1, 2023 Place: London

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### Break up of Disclosure of Interest at length:

i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a member where my</u> share holdings is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
1	Design ARC FZCO	10 Shares, equal to 10,000 AED
2	Poeticgem International FZCO	10 Shares, equal to 10,000 AED
3	Kleider Sourcing FZCO	10 Shares, equal to 10,000 AED
4	Twins Asia FZCO	10 Shares, equal to 10,000 AED
5	Spring Near East FZCO	10 Shares, equal to 10,000 AED

ii. <u>List of Private Limited Companies of which I am a member where my shareholding is more than 2% of</u> <u>Share Capital</u>

Sr. No	Name of the Companies/ Firms	No. of Shares
	Nil	Nil

## iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP			
	NIL			

iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society
1.	Little People Education Society – President & Member of the Society

v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as per Annexure – II) are</u> members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
1.	Pearl Global Industries Limited	Dr Deepak Kumar Seth	Father	28,62,145
2.	Pearl Global Industries Limited	Mrs. Payel Seth	Mother	44,13,635
3.	Pearl Global Industries Limited	Mr. Pulkit Seth	Brother	69,47,621

vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members and are holding</u> more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares

# vii. List of Firms/LLP's in which my relatives (as per Annexure -II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
1.	NIM International	Dr Deepak Kumar	Designated	NA
	Commerce LLP	Seth	Partner	
2.	NIM International	Mrs. Payel Seth	Designated	NA
	Commerce LLP		Partner	
3.	Vau Apparels LLP	Mrs. Payel Seth	Designated	NA
			Partner	
4.	Pearl Wears	Dr Deepak Kumar	Proprietor	NA
		Seth		

# viii. List of Trusts/Society in which any of my relatives (as per Annexure -II) are interested

Sr. No	Name of	Name of Relative	Designation	No. of Shares held
	Trusts/Society			
1.	Little People	Dr Deepak Kumar Seth	Chairman of	NA
	Education Society		Governing Body &	
			Member	
2.	Little People	Mrs. Payel Seth	Secretary of	NA
	Education Society	Q-10)	Governing Body &	
			Member of the	
			Society	
3.	Creative Arts	Dr Deepak Kumar Seth	Chairman &	NA
	Education Society		Member of the	
			Society	

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Date: April 1, 2023 Place: London

## Annexure II

# List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives	Shareholding in PDS Limited
1.	Name of HUF	N.A	Nil
2.	Wife	Mrs. Faiza Seth	Nil
3.	Father (Including stepfather)	Dr Deepak Kumar Seth	1,57,78,670
4.	Mother (including stepmother)	Mrs. Payel Seth	6,93,76,210
5.	Son (including stepson)	Mr. Alif Seth	Nil
6.	Son's wife	N.A.	Nil
7.	Daughter	Ms. Ayat Seth Ms. Aria Seth	Nil
8.	Daughter's husband	N.A.	Nil
9.	Brother (including step-brother)	Mr. Pulkit Seth	5
10.	Sister (including step-sister)	N.A.	Nil

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Pallak Seth Director DIN: 00003040

Date: April 1, 2023 Place: London Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

# List of Committees in companies where I am a Chairman/ Member as on March 31, 2023

Sr. No	Name of Company	Committee	Member/ Chairman
		Nil	

Date: April 1, 2023 Place: London

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Pallak Seth Director DIN: 00003040

## FORM 'DIR-8' Intimation by Director

[Pursuant to Section 164(1) or 164(2) and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company CIN Nominal Capital Paid-up Capital Address of its Registered Office	: : :	PDS Limited L18101MH2011PLC388088 Rs. 280,000,000.00 Rs. 130,927,720.00 Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri Fast
		Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

To The Board of Directors of PDS Limited

I, Pallak Seth, son of Dr Deepak Kumar Seth, resident of Flat 3, 22 Down Street London W1J7AR GB, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:

SI. No.	Name of the Company	Date of Appointment	Date of Cessation
1	PDS Limited	06/04/2011	NA
2	Venugram Fit Agro Private Limited	31/03/2020	NA

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Date: April 1, 2023 Place: London

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Pallak Seth Director DIN: 00003040

# ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Name			Mr. Pallak Seth		
PAN		ACXPS6333B			
(in case of PAN is	not available, any o	other			
identifier authori					
Designation		Director			
Place of Residence	e		UK		
Contact Nos.			+852-9316-6134		
Email Id			Pallaks@pdsmulti	national.com	
Educational Instit	ution from which th	e		versity, in Evanston,	Illinois USA
designated perso	n graduated				
Name of the past	employer/ organiza	tion	NA		
Details of Securiti	es held in the Comp	any			
Held by the Desig	nated Person				
No. of Securities	Type of Security	Folio I	No(s), if held in	If held i	n Demat form
	200		cal form	DP ID	Client ID
2,78,838	Equity		NA	IN300214	22146652
Held by the Imme	diate Relative / pers	son with			rial Financial
Relationship	• •		0		
Name of	Mrs. Payel Seth				
Immediate					
Relative					
Relationship	Mother				
PAN	AABPS1006M				
(in case of PAN is					
not available,					
any other					
identifier					
authorized by					
law)					
No. of Securities	Type of Security	Folio N	lo(s), if held in	If held ir	Demat form
		physic	al form:	DP ID	Client ID
6,92,93,995	Equity		NA	IN300142	10744422
82,215	Equity		NA	IN300183	10744140
Held by the Imme	diate Relative / perse	on with		Person shares Mater	ial Financial
Relationship	- 10 M		0		
Name of	Dr Deepak				
Immediate	Kumar Seth				
Relative					
Relationship	Father				
PAN	AABPS2568Q				
(in case of PAN is					
not available,					
any other					
identifier					
authorized by					
law)					
No. of Securities	Type of Security	Folio N	lo(s), if held in	If held in	Demat form
n meneral data (magana Ristri Angh Rita ( R	//	- 15 - 24	al form:	DP ID	Client ID
1,97,040	Equity	19.19.0100	NA	IN302927	10068997
10,77,2640	Equity		NA	IN302927	
0, 1,20 10	equity		INA	111300142	10750201

48,08,990	Equity	NA	IN300142	10750210
Held by the Imme	diate Relative / pers	on with whom Designated P	erson shares Mate	erial Financial
Relationship				
Name of	Mr. Pulkit Seth			
Immediate				
Relative				
Relationship	Brother			
PAN	AJDPS7131A			
(in case of PAN is				
not available,				
any other				
identifier				
authorized by				
law)				
No. of Securities	Type of Security	Folio No(s), if held in	If held	in Demat form
		physical form:	DP ID	Client ID
5	Equity	NA	IN300142	10615094
Held by the Immed	diate Relative / pers	on with whom Designated Pe	erson shares Mate	erial Financial
Relationship				
Name of	Mrs. Shefali			
Immediate	Seth			
Relative				
Relationship	Brothers wife			
PAN	BEMPS3185K			
(in case of PAN is				
not available,				
any other				
identifier				
authorized by				
law)				
No. of Securities	Type of Security	Folio No(s), if held in	If held i	in Demat form
		physical form:	DP ID	Client ID
180	Equity	NA	12033300	00531360

#### Notes:

• *Immediate Relative* includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

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Date: April 1, 2023 Place: London

To, The Board of Directors PDS Limited *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir,

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# Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Pallak Seth, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies	Brief Description	Details of penalty/ Punishment	Authority	Appeal made, if
	Act, 2013	Description	/Compounding of	(RD/NCLT/ COURT)	any
			offences		
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

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Date: April 1, 2023 Place: London

From: Pallak Seth Flat 3, 22 Down Street London W1J7AR GB.

To, The Board of Directors PDS Limited *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

I, Pallak Seth, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

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Date: April 1, 2023 Place: London

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April 1, 2023

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To The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Subject: Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, Pallak Seth, a Member of the Board of Directors of PDS Limited *(Erstwhile PDS Multinational Fashions Limited)*, hereby confirm that, I or my relatives have not had any pecuniary relationship or transactions with the Company till the date of this disclosure.

This declaration is being given pursuant to Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

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Date: April 1, 2023 Place: London

# AFFIRMATION OF COMPLIANCE OF CODE OF CONDUCT PDS LIMITED

(Erstwhile PDS Multinational Fashions Limited)

I have duly complied with the Code of Conduct for Directors and Senior Management Employees for the period applicable to me during the Financial Year 2022-23.

Releeees

Employee Name: Parth Gandhi Non-Executive, Non-Independent Director Employee Code: NA

Date: APRIL 16, 2023

Note: Please sign and return this form to the Secretarial Department.

April 1, 2023

To, The Board of Directors **PDS Limited** (*Erstwhile PDS Multinational Fashions Limited*) Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees in other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V- Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 6. Annexure VI Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.
- 7. Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

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Parth Dasharath Gandhi Director DIN: 01658253

#### Annexure I

## FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

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The Board of Directors **PDS Limited** Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

I, Parth Gandhi, son of Mr. Dasharath Gandhi, Resident of G-79, Gujarati Society, Nehru Road, Near Airport, Vile Parle – East, Mumbai - 400057, being a Director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:

Sr. No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Nature of interest or concern/Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
India	n Companies			
1.	PDS Limited	Director & Shareholder	35635	27/05/2021
			Equity Shares	
2.	Good People's Network	Director & Shareholder	49%	30/03/2021
	Private Limited			

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

Annexure II

#### Break up of Disclosure of Interest at length:

i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a member</u> where my share holdings is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	NA	

ii. <u>List of Private Limited Companies of which I am a member where my shareholding is more</u> than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
1	Good People's Network Private Limited	49%

## iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP			
1.	Bombay Capital Management LLP, 49%			
2.	Infrapro Solutions LLP			

#### iv. List of Trust/Society in which I am interested

Sr. No	o Name of the Trust/Society	
	NA	

v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as per Annexure</u> - II) are members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		NA		

vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members and are</u> holding more than 2% of the Share Capital

Sr. No	Name of the	Name of the	Relation	No. of Shares
	Companies	Relative		
		NA		

#### vii. List of Firms/LLP's in which my relatives (as per Annexure -II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held		
NA I I I I I I I I I I I I I I I I I I I						

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# viii. List of Trusts/Society in which any of my relatives (as per Annexure -II) are interested

Sr. No	Name of Trusts/Society	Name of Relative	Designation	No. of Shares held
		NA		

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

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Annexure II

# List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
1.	Name of HUF	
2.	Wife	Binal Gandhi
3.	Father (Including step father)	Deceased
4.	Mother (including step mother)	Deceased
5.	Son (including step son)	-
6.	Son's wife	
7,	Daughter	Riya Gandhi, Mira Gandhi
8.	Daughter's husband	-

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

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Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

Sr. No	Name of Company	Committee	Member/ Chairman
1	PDS Limited	Stakeholders Relationship Committee	Chairman
3	PDS Limited	Risk Management Committee	Member
4	PDS Limited	Corporate Social Responsibility Committee	Member

List of Committees in companies where I am a Chairman/ Member as on March 31, 2023

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

#### Annexure IV

### FORM 'DIR-8'

#### Intimation by Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company	:	PDS Limited
CIN	1	L18101MH2011PLC388088
Nominal Capital	:	Rs. 280,000,000.00
Paid-up Capital	1	Rs. 261,855,440.00
Address of its Registered Office	:	Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

То

The Board of Directors of PDS Limited

I, Parth Gandhi, son of Mr. Dasharath Gandhi, Resident of G-79, Gujarati Society, Nehru Road, Near Airport, Vile Parle – East, Mumbai - 400057, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

SI. No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	27/05/2021	8
2.	Good People's Network Private Limited	30/03/2021	-
3.	Social Swag Technology Private Limited	12/03/2022	28/11/2022
4.	IGT Solutions Private Limited	20/09/2019	30/09/2020
5.	LM Media Services Private Limited	27/09/2019	30/09/2020
6.	Clix Finance India Private Limited	30/09/2017	01/10/2020
7.	Clix Capital Services Private Limited	30/09/2017	01/10/2020
8.	Future Generali India Insurance Company Limited	25/09/2020	30/09/2020

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

#### Annexure V

#### ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Name			Mr. Parth Gandhi		
PAN			AABPG0664K		
(in case of PAN is not available, any					
other identifier authorized by law)					
Designation			Director		
Place of Residen	ce		Mumbai		
Contact Nos.			+91-9821555121		
Email Id			parth gandhi@ho	otmail.com	
<b>Educational Inst</b>	itution from which	n the	Michigan State Ur	niversity	
designated pers	on graduated				
Name of th	ne past emplo	oyer/	Apollo Global Ma	nagement	
organization			ALON IND	IA INVES	rmen ADVIJ
Details of Securi	ties held in the Cor	npany	/		P
Heid by the Desi	gnated Person				
No. of	Type of	Folio	No(s), if held in	If hele	d in Demat form
Securities	Security	phys	ical form	DP ID	Client ID
	1			IN301549	58534256
35,635	Equity Shares			111501549	50554250
35,635	Equity Shares		2	111501549	38334230
35,635	Equity Shares		2	1N301349	
		erson	- with whom Design		ares Material Financial
	nediate Relative / p	person	- with whom Design		
Held by the Imm	nediate Relative / p	erson	- with whom Design		
Held by the Imm Relationship – N	ediate Relative / p		- with whom Design		
H <b>eld by the Imm</b> Relationship – N Name of	ediate Relative / p		- with whom Design		
Held by the Imm Relationship – N Name of Immediate	ediate Relative / p		- with whom Design		
Held by the Imm Relationship – N Name of Immediate Relative	ediate Relative / p		- with whom Design		
Held by the Imm Relationship – N Name of Immediate Relative Relationship	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN (in case of PAN	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN (in case of PAN is not available,	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN (in case of PAN is not available, any other	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN (in case of PAN is not available, any other identifier	ediate Relative / p	-	- with whom Design	nated Person sh	ares Material Financial
Held by the Imm Relationship – N Name of Immediate Relative Relationship PAN (in case of PAN is not available, any other identifier authorized by	ediate Relative / p	-7	with whom Design	nated Person sh	ares Material Financial

Notes:

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• Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

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• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

Date: April 1, 2023 Place: Mumbai

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Parth Dasharath Gandhi Director DIN: 01658253

Annexure Vi

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir,

#### Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Parth Gandhi, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23 -

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

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Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

#### From:

#### Parth Dasharath Gandhi

G-79, Gujarati Society, Nehru Road, Near Airport, Vile Parle – East, Mumbai – 400057.

То

The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Parth Gandhi, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023 Place: Mumbai

releeces 1º Parth Dasharath Gandhi

Director DIN: 01658253 April 1, 2023

To The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

# Subject: Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, Parth Gandhi, a Member of the Board of Directors of PDS Limited (Erstwhile PDS Multinational Fashions Limited), hereby confirm that, I or my relatives have not had any pecuniary relationship or transactions with the Company till the date of this disclosure.

This declaration is being given pursuant to Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

inequeres

Parth Dasharath Gandhi Director DIN: 01658253

Date: April 1, 2023 Place: Mumbai

### Annexure I

#### FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No.971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East, Mumbai-93, India

Dear Sir(s)/ Madam,

I, Bangalore Gangaiah Srinivas, S/o. Gollahalli Gangaiah, 5042, Four Seasons Place, 8 Finance Street, Central, Hong Kong being a director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

SI. No.	Names of the Companies / bodies corporate / firms / association of individuals	Nature of interest or concern/Change in interest or concern	Shareholding (%)	Date on which interest or concern arose/changed
1	PDS Limited	Additional Director	NIL	28/03/2023
Bodi	es Corporate (Foreign Compa	anies): NIL		

BG Srinivas

Director

April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V Declaration under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 6. Annexure VI Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 7. Annexure VII Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

BG Srinivas Director

### Break up of Disclosure of Interest at length:

### i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a</u> <u>member where my share holdings is more than 2% of Share Capital</u>

Sr. No	Name of the Companies/ Firms	No. of Shares
	NA	

### ii. <u>List of Private Limited Companies of which I am a member where my shareholding</u> is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	NA	

### iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firms/LLP's
1	NA

### iv. List of Trust/Society in which I am interested

Sr. No	1	Name of the Trust/Society	
	NA		

### v. <u>List of Bodies Corporate (other than Private Company) of which my relatives are</u> members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
NA				

### vi. <u>List of Private Companies of which my relatives are members and are holding more</u> than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
NA				

### vii. List of Firms/LLP's in which my relatives are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
NA				

### viii. List of Trusts/Society in which any of my relatives are interested

Sr. No	Name of Trusts/Society	Name of Relative	Designation	No. of Shares held
NA				

**BG Srinivas** Director

### Annexure II

### List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
1.	Name of HUF	-
2.	Wife	Sunanda Seetharam
3.	Father (Including step father)	Late G V Gangaiah
4.	Mother (including step mother)	Late Lakshmi
5.	Son (including step son)	-
6.	Son's wife	-
7.	Daughter	Osheen Srinivas
8.	Daughter's husband	-
9.	Brother (including step-brother)	B. G. Suresh
10.	Sister (including step-sister)	Pushpa Suresh Prema Sharath

BG Srinivas Director

### Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

### List of Committees in companies where I am a Chairman/ Member

Sr. No	Name of Company	Committee	Member/ Chairman
		NIL	

BG Srinivas Director

### Annexure IV

#### FORM 'DIR-8'

#### Intimation by Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company	:	PDS Limited
CIN	:	L18101MH2011PLC388088
Nominal Capital	:	Rs. 280,000,000.00
Paid-up Capital Address of its Registered Office	:	Rs. 261,855,440.00 Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road,
		Andheri East-93, Mumbai, India

### То

The Board of Directors of PDS Limited (Erstwhile PDS Multinational Fashions Limited)

I, Bangalore Gangaiah Srinivas, S/o. Gollahalli Gangaiah, 5042, Four Seasons Place, 8 Finance Street, Central, Hong Kong, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

5	SI.No.	Name of the Company	Date of Appointment	Date of Cessation
	1	PDS LIMITED	28/03/2023	-

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

G Srinivas

Director

The Board of Directors, PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

#### Sub: Declaration pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s)/Madam,

In terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBILODR Regulations 2015**"), I, Bangalore Gangaiah Srinivas, hereby confirm and declare that:

- a) I am a person of integrity and possesses relevant expertise and experience;
- b) I am or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the Company;
- c) I am not related to promoters or Directors in the Company, its holding or associate Company.
- d) I have or had no pecuniary relationship, apart from Sitting Fees, with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- e) None of my relative(s):
  - holding securities of or interest in the Company, its holding, subsidiary or associate Company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the Company, its holding, subsidiary or associate company;
  - (ii) is indebted to the Company, its holding, subsidiary or associate Company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or
  - (iv) has any other pecuniary transaction or relationship with the Company, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income.

#### То

- (v) has any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company or their promoters, or directors in relation to points (i) to (iv) above not exceeding to two percent of its gross turnover or total income or fifty lakh rupees.
- f) Neither myself nor any of my relative(s)
  - i. holds or has held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity, in any of the three financial years immediately preceding the current financial year
  - ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate Company amounting to ten percent or more of the gross turnover of such firm;

- iii. holds together with my relatives two percent or more of the total voting power of the Company; or
- iv. is a Chief Executive Officer or Director, by whatever name called, of any nonprofit organisation that receives twenty-five percent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate Company or that holds two percent or more of the total voting power of the Company;
- v. is a material supplier, service provider or customer or a lessor or lessee of the Company;
- g) I am not a Non–independent Director of another Company on the Board of which any Non-independent Director of the Company is an Independent Director
- I possess appropriate required qualifications as prescribed in the Companies Act, 2013 and the rules made thereunder along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) I am in compliance of sub-rule (1) and sub-rule (2) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 within the stipulated timeframe.
- J) I shall abide by the provisions contained in Schedule IV of the Companies Act 2013 i.e. Code for Independent Directors.

k) I meet the criteria of Independence as provided in clause (b) of sub-regulation (1) of regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that I am not aware of circumstance or situation which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective of independent and without any external influence.

**BG** Srinivas

Date: April 1, 2023 Place: Hong Kong

Director

### Annexure VI

#### ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations 20151

		RE	gulations, 2015		
Name		Bangalore Ganga	aiah Srinivas		
PAN			-		
(in case of PAN is not available,					
any other identifier authorized by					
law)					
Designation			Additional Directo	or	
Place of Reside	ence		Hong Kong		
Contact Nos.		_	+852 92569955		
Email Id			bg srinivas@outl	ook.com	
Educational Ins	stitution from				
which the desig	gnated person				
graduated					
Name of the pa	st employer/		-		
organization			_		
Details of Secu	rities held in th	e Co	mpany: Nil		
	signated Person				
No. of	Type of	Foli	o No(s), if held in	held in If held in Demat for	
Securities	Security	physical form		DP ID	Client ID
Held by the Immediate Relative / pe		e/pe	erson with whom	<b>Designated P</b>	Person shares
	cial Relationship			•	
Name of					
Immediate					
Relative					
Relationship					
PAN				1	
(in case of					
PAN is not					
available, any					
other identifier					
authorized by					
law)					
No. of	Type of	Foli	o No(s), if held in	lf held i	n Demat form
Securities	Security		sical form:	DP ID	Client ID
		1 7	Server and a server of the School of		

Notes:

• Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

**BG** Srinivas

Director

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir,

#### Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Bangalore Gangaiah Srinivas, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**G** Srinivas Director

From:

Bangalore Gangaiah Srinivas Singapore

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Bangalore Gangaiah Srinivas, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

**BG** Srinivas Director

April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V Declaration under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 6. Annexure VI Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 7. Annexure VII Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

A Jungo Park

Mungo Park Director DIN: 09390792

#### Annexure I

#### FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

I, Mungo Park, R/o. 31, Piper Building, Peterborough Road, London, SW6 3EF, United Kingdom, being a director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

SI. No.	Names of the Companies/bodies corporate/ firms/association of individuals	Nature of interest or concern/Chang e in interest or concern	Shareholding (%)	Date on which interest or concern arose/chang ed	
India	Indian Companies				
1.	PDS Limited	Director	-	09.11.2021	
Bodie	Bodies Corporate (Foreign Companies)				
2.	PDS Multinational FZCO	Director	-	25.01.2022	

A/ungo Part

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792 Break up of Disclosure of Interest at length:

### i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a</u> <u>member where my share holdings is more than 2% of Share Capital</u>

Sr. No	Name of the Companies/ Firms	No. of Shares
	-	

### ii. <u>List of Private Limited Companies of which I am a member where my shareholding</u> is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
1	Innovator Capital Limited	100%
2	Sustainable Finance & Investment Corporation Limited	100%

### iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP
	_

### iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society
1	Sustainable Nitrogen Foundation – Trustee

### v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as</u> per Annexure – II) are members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		-		

### vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members</u> and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		-		

### vii. List of Firms/LLP's in which my relatives (as per Annexure –II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
		-		

### viii. <u>List of Trusts/Society in which any of my relatives (as per Annexure –II) are</u> interested

Sr. No	Name of Trusts/Society	Name of Relative	Designation	No. of Shares held
		-		

A-/ungo la

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792

### Annexure II

### List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
1.	Name of HUF	NA
2.	Husband	NA
3.	Father (Including step father)	Mungo Park, deceased
4.	Mother (including step mother)	Lorna Park, dececased
5.	Son (including step son)	Mungo Park
		Adam Park
6.	Son's wife	Mungo – Claire Harwood Adam – Angela Mah
7.	Daughter	Lauren Ramsay
8.	Daughter's husband	Christopher Ramsay
9.	Brother (including step-brother)	Patrick Jackson (step) Peter Jackson (step)
10.	Sister (including step-sister)	Alexandra Snasdell Carolyn Markham Alexandra Jackson (step)

A/ungo Park

Mungo Park Director

Date: April 1, 2023 Place: London

#### Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

#### List of Committees in companies where I am a Chairman/ Member

Sr. No	Name of Company	Committee	Member/ Chairman
1.	PDS Limited	Audit Committee	Member
2.	PDS Limited	Corporate Social Responsibility Committee	Member

A/ungolank

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792

### <u>Annexure IV</u>

#### FORM 'DIR-8'

#### Intimation by Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company	:	PDS Limited
CIN	:	L18101MH2011PLC388088
Nominal Capital	:	Rs. 280,000,000.00
Paid-up Capital Address of its Registered Office	:	Rs. 261,855,440.00 Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

То

The Board of Directors of PDS Limited

I, Mungo Park, R/o 31, Piper Building, Peterborough Road, London, SW6 3EF, United Kingdom, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

SI.No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	09.11.2021	-

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

A/ungo Park

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792

Annexure V

The Board of Directors, PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

#### Sub: Declaration pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s)/Madam,

In terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations 2015**"), I, Mungo Park, hereby confirm and declare that:

- a) I am a person of integrity and possesses relevant expertise and experience;
- b) I am or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the Company;
- c) I am not related to promoters or Directors in the Company, its holding or associate Company. However, I'm also on the Board of PDS Multinational FZCO, Subsidiary of the Company, as an Independent Director in order to comply provisions of Regulation 24(1) of the SEBI LODR Regulations 2015.
- d) I have or had no pecuniary relationship, apart from Sitting Fees, with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- e) None of my relative(s):
  - holding securities of or interest in the Company, its holding, subsidiary or associate Company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the Company, its holding, subsidiary or associate company;
  - (ii) is indebted to the Company, its holding, subsidiary or associate Company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be

То

specified during the three immediately preceding financial years or during the current financial year; or

- (iv) has any other pecuniary transaction or relationship with the Company, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income.
- (v) has any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company or their promoters, or directors in relation to points (i) to (iv) above not exceeding to two percent of its gross turnover or total income or fifty lakh rupees.
- f) Neither myself nor any of my relative(s)
  - i. holds or has held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity, in any of the three financial years immediately preceding the current financial year
  - ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate Company amounting to ten percent or more of the gross turnover of such firm;

- iii. holds together with my relatives two percent or more of the total voting power of the Company; or
- is a Chief Executive Officer or Director, by whatever name called, of any nonprofit organisation that receives twenty-five percent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate Company or that holds two percent or more of the total voting power of the Company;
- v. is a material supplier, service provider or customer or a lessor or lessee of the Company;
- g) I am not a Non–independent Director of another Company on the Board of which any Non-independent Director of the Company is an Independent Director
- I possess appropriate required qualifications as prescribed in the Companies Act, 2013 and the rules made thereunder along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) I am in compliance of sub-rule (1) and sub-rule (2) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 within the stipulated timeframe.
- j) I shall abide by the provisions contained in Schedule IV of the Companies Act 2013 i.e. Code for Independent Directors.

k) I meet the criteria of Independence as provided in clause (b) of sub-regulation (1) of regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that I am not aware of circumstance or situation which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective of independent and without any external influence.

A/ungo la

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792

#### **Annexure VI**

#### ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading)

		Re	gulations, 2015]		
Name			Mungo Park		
PAN			-		
(in case of PAN	is not available,				
any other identi	fier authorized by	/			
law)	-				
Designation			Director		
Place of Resid	ence		United Kingdom		
Contact Nos.			+44 7880644644		
Email Id			mungo.park@inn	ovator-capital.	com
Educational In	stitution from		University, Open	University at	London School of
which the desi	gnated person		Economics	-	
graduated					
Name of the pa	ast employer/		The Sustainable	Nitrogen Foun	dation
organization					
Details of Secu	urities held in th	e Co	mpany: Nil		
	signated Persor	n: Ni	l		
No. of	Type of	Foli	o No(s), if held in	If held in Demat form	
Securities	Security	phys	sical form	DP ID	Client ID
-		-	erson with whom	<b>Designated P</b>	erson shares
	cial Relationship	o: Ni			
Name of					
Immediate					
Relative					
Relationship					
PAN					
(in case of					
PAN is not					
available, any					
other identifier					
authorized by	-				
law)					
No. of	Type of		o No(s), if held in		n Demat form
Securities	Security	phys	sical form:	DP ID	Client ID

#### Notes:

• **Immediate Relative** includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• **Material Financial Relationship** means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

A-/ungoPark

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792

Annexure VII

To, The Board of Directors

PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir,

### Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Mungo Park, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

A/ungo Pax

Date: April 1, 2023 Place: London Mungo Park Director DIN: 09390792 From:

Mungo Park 31, Piper Building, Peterborough Road, London, SW6 3EF, United Kingdom

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Mungo Park, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023 Place: London N/ungo Park

Mungo Park Director DIN: 09390792 April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

ł

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V Declaration under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 6. Annexure VI Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 7. Annexure VII Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

NichartParith

Nishant Parikh Director DIN: 07349640

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#### Annexure I

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#### FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

I, Nishant Parikh, S/o. Ravindra Parikh, R/o. B5802, 58<sup>th</sup> Floor, Omkar 1973, Dr. Annie Besant Road, Near Neelam Centre, Hanuman Nagar, Worli, Mumbai 400030, being a director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

SI. No.	Names of the Companies/bodies corporate/ firms/association of individuals	Nature of interest or concern/Chang e in interest or concern	Shareholdin g (%)	Date on which interest or concern arose/changed
India	an Companies			
1.	PDS Limited	Director	1	08.12.2021
Bodi	ies Corporate (Foreign Comp	anies)		
2.	Multinational Textile Group Limited	Director	~	08.12.2021

Date: April 1, 2023 Place: Mumbai

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Nishant Parikh Director DIN: 07349640

### Break up of Disclosure of Interest at length:

### i. List of Bodies Corporate (other than Private Limited Companies) of which I am a member where my share holdings is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	-	

### ii. <u>List of Private Limited Companies of which I am a member where my shareholding</u> is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	-	

### iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP
1.	Snark Capital Advisors LLP (15%)
2.	Kshna Capital Advisors LLP (17.50%)
3.	Trilegal

### iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society

v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as</u> per Annexure – II) are members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		-		

### vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members</u> and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares		

## vii. List of Firms/LLP's in which my relatives (as per Annexure -II) are interested

FIRM/LLP held	ör. No	Name of Firm/LLP	Name of Relative	Designation	No. of Share held
---------------	--------	---------------------	------------------	-------------	----------------------

### viii. <u>List of Trusts/Society in which any of my relatives (as per Annexure -II) are</u> interested

Sr. No	Name of	Name of Relative	Designation	No. of
	Trusts/Society			Shares held
		-	11	

Date: April 1, 2023 Place: Mumbai Nich ont Parity

Nishant Parikh Director DIN: 07349640

# Annexure II

# List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
1.	Name of HUF	NA
2.	Husband	Ami Parikh
3.	Father (Including step father)	Ravindra Parikh
4.	Mother (including step mother)	Jivantika Parikh
5.	Son (including step son)	Siddhant Parikh Raghav Parikh
6.	Son's wife	NA
7.	Daughter	Raina Parikh
8.	Daughter's husband	NA
9.	Brother (including step-brother)	Jay Parikh & Manish Parikh
10.	Sister (including step-sister)	NA

Date: April 1, 2023 Place: Mumbai

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# Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

# List of Committees in companies where I am a Chairman/ Member

Sr. No	Name of Company	Committee	Member/ Chairman
1.	PDS Limited	Audit Committee	Member
2.	PDS Limited	Risk Management Committee	Chairman

NichantParith

Date: April 1, 2023 Place: Mumbai

# Annexure IV

#### FORM 'DIR-8'

### **Intimation by Director**

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company		PDS Limited
CIN	2	L18101MH2011PLC388088
Nominal Capital	8	Rs. 280,000,000.00
Paid-up Capital Address of its Registered Office		Rs. 261,855,440.00 Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

То

The Board of Directors of PDS Limited

I, Nishant Parikh, S/o. Ravindra Parikh, R/o. B5802, 58<sup>th</sup> Floor, Omkar 1973, Dr. Annie Besant Road, Near Neelam Centre, Hanuman Nagar, Worli, Mumbai 400030, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

SI.No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	08.12.2021	

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Nichant Painten

Nishant Parikh Director DIN: 07349640

Date: April 1, 2023 Place: Mumbai

Annexure V

The Board of Directors, PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

## Sub: Declaration pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s)/Madam,

In terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**SEBI LODR Regulations 2015**"), I, Nishant Parikh, hereby confirm and declare that:

- a) I am a person of integrity and possesses relevant expertise and experience;
- b) I am or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the Company;
- c) I am not related to promoters or Directors in the Company, its holding or associate Company. However, I'm also on the Board of Multinational Textile Group Limited, Subsidiary of the Company, as an Independent Director in order to comply provisions of Regulation 24(1) of the SEBI LODR Regulations 2015.
- d) I have or had no pecuniary relationship, apart from Sitting Fees, with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- e) None of my relative(s):
  - holding securities of or interest in the Company, its holding, subsidiary or associate Company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the Company, its holding, subsidiary or associate company;
  - (ii) is indebted to the Company, its holding, subsidiary or associate Company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be

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specified during the three immediately preceding financial years or during the current financial year; or

- (iv) has any other pecuniary transaction or relationship with the Company, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income.
- (v) has any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company or their promoters, or directors in relation to points (i) to (iv) above not exceeding to two percent of its gross turnover or total income or fifty lakh rupees.
- f) Neither myself nor any of my relative(s)
  - i. holds or has held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity, in any of the three financial years immediately preceding the current financial year
  - ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate Company amounting to ten percent or more of the gross turnover of such firm;

- iii. holds together with my relatives two percent or more of the total voting power of the Company; or
- iv. is a Chief Executive Officer or Director, by whatever name called, of any nonprofit organisation that receives twenty-five percent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate Company or that holds two percent or more of the total voting power of the Company;
- v. is a material supplier, service provider or customer or a lessor or lessee of the Company;
- g) I am not a Non–independent Director of another Company on the Board of which any ´ Non-independent Director of the Company is an Independent Director
- I possess appropriate required qualifications as prescribed in the Companies Act, 2013 and the rules made thereunder along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) I am in compliance of sub-rule (1) and sub-rule (2) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 within the stipulated timeframe.
- j) I shall abide by the provisions contained in Schedule IV of the Companies Act 2013 i.e. Code for Independent Directors.

k) I meet the criteria of Independence as provided in clause (b) of sub-regulation (1) of regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that I am not aware of circumstance or situation which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective of independent and without any external influence.

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Date: April 1, 2023 Place: Mumbai

# **Annexure VI**

# ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading)

		Re	gulations, 2015]		
Name			Nishant Parikh		
PAN			AIAPP5645C		
(in case of PAN is not available,					
any other identifier authorized by					
law)					
Designation			Director		
Place of Reside	ence		Mumbai		
Contact Nos.			9867560396		
Email Id			Nishant.parikh@t	rilegal.com	
<b>Educational Ins</b>	stitution from		National Law Sch	ool of India U	niversity,
which the desig	gnated person		Bangalore		
graduated					
Name of the pa	ist employer/		<b>H</b> 1		
organization					
Details of Secu					
Held by the De					
No. of	Type of		o No(s), if held in		n Demat form
Securities	Security	phy	sical form	DP ID	Client ID
Held by the Imr Material Finance			erson with whom	Designated P	erson shares
Name of	nai reclationem				
Immediate					
Relative					
Relationship					
PAN					
(in case of					
PAN is not					
available, any					
other identifier					
authorized by					
law)					
No. of	Type of		o No(s), if held in		n Demat form
Securities	Security	như	sical form:	DP ID	Client ID

Notes:

• **Immediate Relative** includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• **Material Financial Relationship** means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

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Date: April 1, 2023 Place: Mumbai

# **Annexure VII**

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir,

# Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Nishant Parikh, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

NichantParity

Date: April 1, 2023 Place: Mumbai

From:

Nishant Parikh B5802, 58<sup>th</sup> Floor, Omkar 1973, Dr. Annie Besant Road, Near Neelam Centre, Hanuman Nagar, Worli, Mumbai-400030

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Nishant Parikh, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023 Place: Mumbai

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April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

# Sub: <u>Annual Declarations/ Disclosures for the</u> Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V Declaration under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 6. Annexure VI Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 7. Annexure VII Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

Robert Sinclair Director DIN: <u>09390821</u>

# <u>Annexure</u> <u>I</u>

# FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

То

The Board of Directors **PDS Limited** Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

I, Robert Sinclair, S/o. Lloyd Sinclair, R/o. 318 Upper East Coast, Rd Unit #01-07, Breeze by the East Singapore-465521, being a director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

SI. No.	Names of the Companies/bodies corporate/ firms/association of individuals	Nature of interest or concern/Chang e in interest or concern	Shareholdin g (%)	Date on which interest or concern arose/changed			
India	Indian Companies						
1.	PDS Limited	Director	-	09.11.2021			
Bodi	Bodies Corporate (Foreign Companies)						
2.	PDS Multinational FZCO	Director	-	25.01.2022			

Date: April 1, 2023

**Robert Sinclair** 

# vi. <u>List of Private Companies of which my relatives</u> (as per Annexure – II) are members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		-		

# vii. List of Firms/LLP's in which my relatives (as per Annexure –II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
		-		

# viii. List of Trusts/Society in which any of my relatives (as per Annexure –II) are interested

Sr. No	Name of Trusts/Societ y	Name of Relative	Designation	No. of Shares held
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Date: April 1, 2023

**Robert Sinclair** 

Place: Singapore

Director

DIN: 09390821

# Annexure II

# <u>List of Relatives as per Section 2 (77) of the</u> <u>Companies Act, 2013 & as per Companies</u> (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
		NIA
1.	Name of HUF	NA
2.	Spouse	Ang Chew Hong (Cynthia)
3.	Father (Including step father)	Lloyd Sinclair
4.	Mother (including step mother)	Jean Patricia Sinclair
5.	Son (including step son)	NA
6.	Son's wife	NA
7.	Daughter	Rosslyn Jean Hian Sinclair
8.	Daughter's husband	NA
9.	Brother (including step-brother)	William Scott Sinclair Ian Munroe Sinclair
10.	Sister (including step-sister)	NA

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Date: April 1, 2023

**Robert Sinclair** 

Place: Singapore

Director

DIN: 09390821

# <u>Annexure</u> <u>III</u>

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

# List of Committees in companies where I am a Chairman/ Member

Sr. No	Name of Company	Committee	Member/ Chairman
1.	PDS Limited	Nomination and Remuneration Committee	Chairman
2.	PDS Limited	Stakeholders' Relationship Committee	Member

Date: April 1, 2023

**Robert Sinclair** 

Place: Singapore

Director



# <u>Annexure</u> IV

# FORM 'DIR-8' Intimation by Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

CIN Nominal Capital Paid-up Capital	:	PDS Limited L18101MH2011PLC388088 Rs. 280,000,000.00 Rs. 261,855,440.00 Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India
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То

The Board of Directors of PDS Limited

I, Robert Sinclair, S/o. Lloyd Sinclair, R/o. 318 Upper East Coast, Rd Unit #01-07, Breeze by the East Singapore-465521, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

SI.No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	09.11.2021	-

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year,

and that I, at present, stand free from any disqualification from being a director.

Date: April 1, 2023

Place: Singapore

Robert Sinclair

Director

DIN: 09390821

- g) I am not a Non-independent Director of another Company on the Board of which any Nonindependent Director of the Company is an Independent Director
- h) I possess appropriate required qualifications as prescribed in the Companies Act, 2013 and the rules made thereunder along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) I am in compliance of sub-rule (1) and sub-rule (2) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 within the stipulated timeframe.
- j) I shall abide by the provisions contained in Schedule IV of the Companies Act 2013 i.e. Code for Independent Directors.

 k) I meet the criteria of Independence as provided in clause (b) of sub-regulation (1) of regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that I am not aware of circumstance or situation which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective of independent and without any external influence.

Date: April 1, 2023

Place: Singapore

Robert Sinclair

Director

DIN: 09390821

organization Details of S Held by the		d in the Compan	Li & Fung Ltd. <b>y: Nil</b>	
No. of Securities	Type of Security	Folio No(s), if held in physical form	If held in De	emat form
			DP ID	Client ID
Held by the shares Mate Name of Immediate Relative Relationship PAN (in case of PAN is not available, any other identifier authorized by law) No. of	erial Financi	Relative / person al Relationship: I	Vil	
Securities	Security	Folio No(s), if held in physical form:	If held in De	
				Client ID

#### Notes:

• Immediate Relative includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

Date: April 1, 2023

**Robert Sinclair** 

Place: Singapore

Director

DIN: 09390821

**Annexure VII** 

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India Dear Sir,

# Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Robert Sinclair, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companie s Act, 2013	Brief Descriptio n	Details of penalty/ Punishment /Compoundi ng of offences	Authority (RD/NCLT / COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compoundi ng	NIL	NIL	NIL	NIL	NIL

Date: April 1, 2023

**Robert Sinclair** 

Place: Singapore

Director

DIN: 09390821

From: Robert Sinclair Singapore

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Robert Sinclair, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023

Place: Singapore

**Robert Sinclair** 

Director

DIN: 09390821 April 1, 2023

To, The Board of Directors **PDS Limited** (*Erstwhile PDS Multinational Fashions Limited*) Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir(s)/ Madam,

#### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- 3. Annexure III List of Committees in other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- 5. Annexure V Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 6. Annexure VI Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.
- 7. Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

lit

Payel Seth Director DIN: 00003035

#### Annexure I

## FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

То

The Board of Directors **PDS Limited**  *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir(s)/ Madam,

I, Payel Seth, Daughter of Late Shri Badri Pershad, resident of Flat 9, 14-15 Grosvenor Square, London, UK W1k6LD, being a Director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:

Sr. No	Names of the Companies /bodies corporate/ firms/ association of individuals	Indian Companies Nature of interest or concern/Change in interest or concern	Shareholding	Date on which interest or concern arose / changed
1,	PDS Limited	Director & Shareholder	, , ,	06.04.2011
			Equity Shares	
2.	Pearl Global Industries Limited	Shareholder	44,13,635	29.10.2015
			Equity Shares	

		Foreign Com	panies		
SI No.	Names of the Companies /bodies corporate/ firms/ association of individuals	Country	Nature of interest or concern/Chang e in interest or concern	Shareholding	Date of Appointment
1	Pallas Holdings Limited	Mauritius	Director		16.09.2004
2	Pacific Logistics Limited	UK	Director	<b>2</b> 1	17.12.2009
3	Frou Holdings Limited	Mauritius	Director	100 (m) 100 (m)	13.01.2014
4	Superb Mind Holdings Limited	Mauritius	Director	(1)	28.03.2014
5	Transnational Textile Group Limited	Mauritius	Director	940 -	05.05.2006
6	Razamtazz Limited	Mauritius	Director		13-01-2014

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Payel Seth Director DIN: 00003035

#### Break up of Disclosure of Interest at length:

i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a member where my</u> share holdings is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	As mentioned above	

# ii. <u>List of Private Limited Companies of which I am a member where my shareholding is more than 2% of</u> <u>Share Capital</u>

Sr. No	Name of the Companies/ Firms	No. of Shares
	Nil	Nil

## iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP			
1.	NIM International Commerce LLP			
2.	Vau Apparels LLP			

#### iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society			
1.	Little People Education Society - Secretary of Governing Body & Member of the Society			
2.	Arpan Educational Society for underprivileged Children- Secretary of Governing Body & Member of the Society			
3.	Payel Seth Trust – Settlor			

# v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as per Annexure – II) are</u> members and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
1.	Pearl Global Industries Limited	Dr Deepak Kumar Seth	Husband	28,62,145
2.	Pearl Global Industries Limited	Mr. Pulkit Seth	Son	69,47,621
3.	Pearl Global Industries Limited	Mrs. Shifalli Seth	Son's wife	2,01,478
4.	PDS Limited	Mr. Pallak Seth	Son	13,94,190

## vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members and are holding</u> more than 2% of the Share Capital

Sr. No	Name of the	Name of the	Relation	No. of Shares
	Companies	Relative		
1	PS Arts Private Limited	Dr Deepak Kumar	Husband	9500
		Seth		

#### List of Firms/LLP's in which my relatives (as per Annexure -II) are interested vii.

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
1.	NIM International Commerce	Dr Deepak Kumar	Designated Partner	NA
	LLP	Seth		
2.	Pearl Wears	Dr Deepak Kumar	Proprietor	NA
		Seth		
3.	PSS Estates LLP	Mr. Pulkit Seth	Designated Partner	NA
4.	PSS Estates LLP	Mrs. Shifalli Seth	Designated Partner	NA

#### viii. List of Trusts/Society in which any of my relatives (as per Annexure -II) are interested

Sr. No	Name of Trusts/Society	Name of Relative	Designation	No. of Shares held
1.	Little People Education Society	Dr Deepak Kumar Seth	Chairman of Governing Body & Member	NA
2.	Little People Education Society	Mr. Pallak Seth	President & Member of the Society	NA
3.	Little People Education Society	Mr.Pulkit Seth	Vice President (Academics) &Member of the society	NA
4.	Little People Education Society	Mrs.Shifalli Seth	Treasurer of governing body & Member of the society	NA
5.	Arpan Educational Society for Underprivileged Children	Mr.Pulkit Seth	Secretary of governing body & Member of the society	NA
6.	Arpan Educational Society for Underprivileged Children	Mrs.Shifalli Seth	Vice President of governing body & Member of the society	NA
7.	SSB Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
8.	Star Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
9.	P8D Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
10.	P8D SD Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
11.	The A Team Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
12.	D&P Trust - Settlor	Dr Deepak Kumar Seth	Settlor	NA
13.	Pulkit Seth Trust	Mr. Pulkit Seth	Settlor	NA

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Payel Seth Director DIN: 00003035

#### Annexure II

# List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives	Shareholding in PDS Limited
1.	Name of HUF	N.A	Nil
2.	Husband	Dr Deepak Kumar Seth	1,57,78,670
3.	Father (Including step father)	Late Badri Pershad	Nil
4.	Mother (including step mother)	Mrs. Rajni Pershad	Nil
5.	Son (including step son)	Mr. Pallak Seth Mr. Pulkit Seth	13,94,190 5
6.	Son's wife	Mrs. Faiza Seth Mrs. Shefali Seth	Nil 180
7.	Daughter	Nil	Nil
8.	Daughter's husband	Nil	Nil
9.	Brother (including step-brother)	Mr. Sanjay Pershad	Nil
10.	Sister(including step-sister)	Nil	Nil

ut) Tel

Payel Seth Director DIN: 00003035

#### Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

List of Committees in companies where I am a Chairman/ Member as on March 31, 2023

Sr. No	Name of Company	Committee	Member/ Chairman
		Nil	

M c

Payel Seth Director DIN: 00003035

#### Annexure IV

#### FORM 'DIR-8' Intimation by Director

[Pursuant to Section 164(2) and rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company CIN Nominal Capital Paid-up Capital Address of its Registered Office		PDS Limited L18101MH2011PLC388088 Rs. 280,000,000.00 Rs. 130,927,720.00 Unit No. 971, Solitaire Corporate Park
Address of its negistered office	8	Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

To The Board of Directors of PDS Limited

I, Payel Seth, D/o Late Shri Badri Pershad, Flat 9,14-15 Grosvenor Square, London, UK W1k6LD, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

Sl. No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	06.04.2011	N.A.
2.	Pearl Apparel Fashions Limited	20.12.2007	N.A.

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Payel Seth Director DIN: 00003035

## Annexure V

## ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading) Regulations, 2015]

Name			Mrs. Payel Seth		
PAN			AABPS1006M		
(in case of PAN is	not available, any of	ther			
identifier authoriz	zed by law)				
Designation			Director		
Place of Residence		London, UK			
Contact Nos.		9811050780			
Email Id		payels@pdsmultina	ational.com		
<b>Educational Instit</b>	ution from which th	e	Graduated from the	e Pearl Academy of	Fashion in July 1996
designated perso	n graduated				
Name of the past	employer/ organiza	tion	NA		1
<b>Details of Securiti</b>	es held in the Comp	any			
Held by the Desig	nated Person				
No. of Securities	Type of Security	Folio No(s), if held in		If held i	n Demat form
		physical form NA		DP ID	Client ID
6,92,93,995	Equity			IN300142	10744422
82,215	Equity	NA		IN300183	10744140
Held by the Imme	diate Relative / pers	son wi	th whom Designated	Person shares Mat	erial Financial
Relationship					
Name of	Dr Deepak				
Immediate	Kumar Seth				
Relative					
Relationship	Husband				
PAN	AABPS2568Q				
(in case of PAN is					
not available,					
any other					
identifier –					
authorized by					
law)					
No. of Securities	Type of Security		No(s), if held in		n Demat form
		phys	ical form:	DP ID	Client ID
1,97,040	Equity	NA		IN302927	10068997
1,07,72,640	Equity	NA		IN300142	10750201
48,08,990	Equity	NA		IN300142	10750210
Held by the Imme	diate Relative / pers	son wi	th whom Designated	Person shares Mat	terial Financial
Relationship					
Name of	Mr Pallak Seth				
Immediate					
Relative					
Relationship	Son				
PAN	ACXPS6333B				
(in case of PAN is					
not available,					
any other					
identifier					
authorized by					
law)					
law) No. of Securities	Type of Security	Folio	No(s), if held in	If held i	n Demat form

13,94,190	Equity	NA	IN300214	22146652
Held by the Imme	diate Relative / per	son with whom Designated I	Person shares Mat	erial Financial
Relationship				
Name of	Mr. Pulkit Seth			
Immediate				
Relative				
Relationship	Son			
PAN	AJDPS7131A			
(in case of PAN is				
not available,				
any other				
identifier				
authorized by				
law)				
No. of Securities	Type of Security	Folio No(s), if held in	If held i	n Demat form
		physical form:	DP ID	Client ID
5	Equity	NA	IN300142	10615094
	diate Relative / pers	son with whom Designated F	Person shares Mat	erial Financial
Relationship				
Name of	Mrs. Shefali			
Immediate	Seth			
Relative				
Relationship	Son's wife			
PAN	BEMPS3185K			
(in case of PAN is				
not available,				
any other				
identifier				
authorized by				
law)				
No. of Securities	Type of Security	Folio No(s), if held in		n Demat form
		physical form:	DP ID	Client ID
180	Equity	NA	12033300	00531360

#### Notes:

• *Immediate Relative* includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction.

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Payel Seth Director DIN: 00003035

Annexure VI

To, The Board of Directors PDS Limited *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

Dear Sir,

#### Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Payel Seth, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the	Brief	Details of	Authority	Appeal made,
	Companies	Description	penalty/	(RD/NCLT/	if any
	Act, 2013		- Punishment	COURT)	2 PM = 0.4
			/Compounding of		
			offences		
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Payel Seth Director DIN: 00003035

From:

Payel Seth Flat 9, 14-15 Grosvenor Square London, UK, W1k6LD

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park Andheri Ghatkopar Link Road, Andheri East, Mumbai 400093, Maharashtra, India.

I, Payel Seth, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Date: April 1, 2023 Place: Dubai, UAE Payel Seth Director DIN: 00003035 April 1, 2023

To The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Subject: Disclosure in terms of Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

I, Mrs Payel Seth, a Member of the Board of Directors of PDS Limited (*Erstwhile PDS Multinational Fashions Limited*), hereby confirm that, I or my relatives have not had any pecuniary relationship or transactions with the Company till the date of this disclosure.

This declaration is being given pursuant to Schedule V, Part C of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Yours faithfully,

Payel Seth Director DIN: 00003035

April 1, 2023

To, The Board of Directors **PDS Limited** *(Erstwhile PDS Multinational Fashions Limited)* Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

### Sub: Annual Declarations/ Disclosures for the Financial Year 2023-24

Please find enclosed herewith the following annual declarations/disclosures for the financial year 2023-24:

- 1. Annexure I MBP 1 Notice of Disclosure of Interest;
- 2. Annexure II List of Relatives as required under the Companies Act, 2013;
- Annexure III List of Committees of other companies where I am a Chairman/ Member;
- 4. Annexure IV DIR 8 Declaration under Section 164 of the Companies Act, 2013;
- Annexure V Declaration under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- 6. Annexure VI Annual Disclosure as per PDS Limited Code of Conduct for prohibition of Insider Trading;
- 7. Annexure VII Disclosure in terms of Section 92 of the Companies Act, 2013 read with rules framed thereunder.

Kindly take note of the above declarations/ disclosures and update your records accordingly.

Yours faithfully,

Yael Gairola

Yael Gairola Director DIN: 08434509

## Annexure I

#### FORM MBP - 1 Notice of Interest by Director [Pursuant to Section 184 (1) and Rule 9(1)]

To The Board of Directors **PDS Limited** Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir(s)/ Madam,

I, Yael Gairola, D/o. Nizan Zur, Rio. 13 Primrose Gardens London NW3 4UJ UK, being a director in the Company hereby give notice of my interest or concern in the following company or companies, bodies corporate, firms or other association of individuals:-

SI. No.	Names of the Companies/bodies corporate/ firms/association of individuals	Nature of interest or concern/Chang e in interest or concern	Shareholdin g (%)	Date on which interest or concern arose/changed
India	n Companies			•
1.	PDS Limited	Director	-	08.12.2021
Bodie	es Corporate (Foreign Comp	anies)		
2.	Norwest Industries Limited	Director	-	08.12.2021

Date: April 1, 2023 Place: London

Yael Gairola Director

DIN: 08434509

# Break up of Disclosure of Interest at length:

i. <u>List of Bodies Corporate (other than Private Limited Companies) of which I am a</u> <u>member where my share holdings is more than 2% of Share Capital</u>

Sr. No	Name of the Companies/ Firms	No. of Shares
	-	

# ii. <u>List of Private Limited Companies of which I am a member where my shareholding</u> is more than 2% of Share Capital

Sr. No	Name of the Companies/ Firms	No. of Shares
	<u>-</u>	

# iii. List of Firms/LLP's in which I am interested

Sr. No	Name of the Firm/LLP	

# iv. List of Trust/Society in which I am interested

Sr. No	Name of the Trust/Society	

# v. <u>List of Bodies Corporate (other than Private Company) of which my relatives (as</u> per Annexure – II) are members and are holding more than 2% of the Share Capital

of the	Name of the	Relation	No. of Shares
anies	Relative		

# vi. <u>List of Private Companies of which my relatives (as per Annexure – II) are members</u> and are holding more than 2% of the Share Capital

Sr. No	Name of the Companies	Name of the Relative	Relation	No. of Shares
		-		

# vii. List of Firms/LLP's in which my relatives (as per Annexure –II) are interested

Sr. No	Name of Firm/LLP	Name of Relative	Designation	No. of Shares held
		-		

# viii. <u>List of Trusts/Society in which any of my relatives (as per Annexure –II) are</u> interested

Sr. No	Name of	Name of Relative	Designation	No. of
	Trusts/Society			Shares held

Yan guke Yael Gairola Director DIN: 08434509

Date: April 1, 2023 Place: London

## Annexure II

# List of Relatives as per Section 2 (77) of the Companies Act, 2013 & as per Companies (Specifications of Definitions Details) Rule, 2014

Sr. No.	Particulars	Name of Relatives
1.	Name of HUF	NA
2.	Husband	Amit Gairola
3.	Father (Including step father)	Nizan Zur
4.	Mother (including step mother)	Judy Zur (mother) Phyllis Zur (stepmother)
5.	Son (including step son)	Daniel Loewinger
6.	Son's wife	NA
7.	Daughter	Arielle Loewinger
		Mila Gairola
8.	Daughter's husband	NA
9.	Brother (including step-brother)	Liron Zur
10.	Sister (including step-sister)	Keren Zur Smith Batel Zur Wein

Date: April 1, 2023 Place: London

Had Jaileach Yael Gairola Director DIN: 08434509

### Annexure III

Pursuant to Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I confirm that I am not a member of more than 10 committees (Audit Committee and Stakeholders Relationship Committee) or Chairman of more than 5 such committees of Public Limited Companies (Listed or not).

### List of Committees in companies where I am a Chairman/ Member

Sr. No	Name of Company	Committee	Member/ Chairman	
1.	PDS Limited	Audit Committee	Chairman	
2.	PDS Limited	Nomination and Remuneration Committee	Member	

Yael Gairola Director DIN: 08434509

### Annexure IV

### FORM 'DIR-8'

### Intimation by Director

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

Name of Company	÷	PDS Limited
CIN	1	L18101MH2011PLC388088
Nominal Capital	:	Rs. 280,000,000.00
Paid-up Capital Address of its Registered Office	:	Rs. 261,855,440.00 Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

То

The Board of Directors of PDS Limited

I, Yael Gairola, D/o. Nizan Zur, Rio. 13 Primrose Gardens London NW3 4UJ UK, Director in the Company hereby give notice that I am/was a director in the following companies during the last three years:-

SI.No.	Name of the Company	Date of Appointment	Date of Cessation
1.	PDS Limited	08.12.2021	-

I further confirm that I have not incurred disqualification under Section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Yael Gairola Director DIN: 08434509

### Annexure V

The Board of Directors, PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

### Sub: Declaration pursuant to sub-section (7) of Section 149 of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir(s)/Madam,

In terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations 2015"), I, Yael Gairola, hereby confirm and declare that:

- a) I am a person of integrity and possesses relevant expertise and experience;
- b) I am or was not a promoter of the Company or its holding, subsidiary or associate Company or member of the promoter group of the Company;
- c) I am not related to promoters or Directors in the Company, its holding or associate Company. However, I'm also on the Board of Norwest Industries Limited, Subsidiary of the Company, as an Independent Director in order to comply provisions of Regulation 24(1) of the SEBI LODR Regulations 2015.
- d) I have or had no pecuniary relationship, apart from Sitting Fees, with the Company, its holding, subsidiary or associate Company, or their promoters, or directors, during the three immediately preceding financial years or during the current financial year;
- e) None of my relative(s):
  - holding securities of or interest in the Company, its holding, subsidiary or associate Company during the three immediately preceding financial years or during the current financial year of face value in excess of fifty lakh rupees or two percent of the paid-up capital of the Company, its holding, subsidiary or associate company;
  - (ii) is indebted to the Company, its holding, subsidiary or associate Company or their promoters or directors, in excess of such amount as may be specified during the three immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the Company, its holding, subsidiary or associate company or their promoters or directors, for such amount as may be specified during the three immediately preceding financial years or during the current financial year; or

То

- (iv) has any other pecuniary transaction or relationship with the Company, its holding, subsidiary or associate company amounting to two percent or more of its gross turnover or total income.
- (v) has any pecuniary relationship or transaction with the Company, its holding, subsidiary or associate company or their promoters, or directors in relation to points (i) to (iv) above not exceeding to two percent of its gross turnover or total income or fifty lakh rupees.
- f) Neither myself nor any of my relative(s)
  - i. holds or has held the position of a key managerial personnel or is or has been employee of the Company or its holding, subsidiary or associate Company or any company belonging to the promoter group of the listed entity, in any of the three financial years immediately preceding the current financial year
  - ii. is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the current financial year of—

(A) a firm of auditors or company secretaries in practice or cost auditors of the Company or its holding, subsidiary or associate Company; or

(B) any legal or a consulting firm that has or had any transaction with the Company, its holding, subsidiary or associate Company amounting to ten percent or more of the gross turnover of such firm;

- iii. holds together with my relatives two percent or more of the total voting power of the Company; or
- iv. is a Chief Executive Officer or Director, by whatever name called, of any nonprofit organisation that receives twenty-five percent or more of its receipts from the Company, any of its promoters, directors or its holding, subsidiary or associate Company or that holds two percent or more of the total voting power of the Company;
- v. is a material supplier, service provider or customer or a lessor or lessee of the Company;
- g) I am not a Non–independent Director of another Company on the Board of which any Non-independent Director of the Company is an Independent Director
- h) I possess appropriate required qualifications as prescribed in the Companies Act, 2013 and the rules made thereunder along with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- i) I am in compliance of sub-rule (1) and sub-rule (2) of rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014 within the stipulated timeframe.
- j) I shall abide by the provisions contained in Schedule IV of the Companies Act 2013 i.e. Code for Independent Directors.

k) I meet the criteria of Independence as provided in clause (b) of sub-regulation (1) of regulation 16 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and that I am not aware of circumstance or situation which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective of independent and without any external influence.

Yael Gairola Director DIN: 08434509

Annexure VI

### ANNUAL DISCLOSURE

[Para 14 of Schedule B read with Regulation 9(1) of SEBI (Prohibition of Insider Trading)

		gulations, 2015]		
		Yael Gairola		
		-		
is not available,	,			
fier authorized b	y			
		Director		
ence		United Kingdom		. 1
		+44 7908600815		
		yael.gairola@gma	ail.com	
stitution from		Masters in Busine	ess Administra	ation
gnated person				
50 B				
st employer/		Coats Digital		
Type of			lf held i	n Demat form
Security	phys	sical form	DP ID	Client ID
nediate Relativ	/e / pe	erson with whom	Designated P	erson shares
ial Relationshi	ip: Nil			
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Notes:

• *Immediate Relative* includes spouse, parent, sibling and their children or of the spouse, any of whom is either dependent financially on them, or consults them in taking decisions relating to Trading in Securities.

• Material Financial Relationship means a relationship in which one person is a recipient of any kind of payment such as by way of a loan or gift during the immediately preceding 12 months, equivalent to at least 25% of such payer's annual income but shall exclude relationship in which payment is based on arm's length transaction

Yael Gairola Director DIN: 08434509

### Annexure VII

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

Dear Sir,

### Re: Disclosure in terms of Section 92 of the Companies Act, 2013

I, Yael Gairola, Director of the Company do hereby confirm that the following are the penalties imposed, punishment given or offences compounded on me during the year 2022-23:

Туре	Section of the Companies Act, 2013	Brief Description	Details of penalty/ Punishment /Compounding of offences	Authority (RD/NCLT/ COURT)	Appeal made, if any
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

Yael Gairola Director DIN: 08434509

From:

Yael Gairola 13 Primrose Gardens, London NW3 4UJ, UK

To, The Board of Directors PDS Limited Unit No. 971, Solitaire Corporate Park, Ghatkopar Andheri Road, Andheri East-93, Mumbai, India

I, Yael Gairola, do hereby confirm that I have not been debarred or disqualified by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such Statutory Authority from being appointed or continuing as a Director of the Company.

Yael Gairola Director DIN: 08434509

## ACT, 2013 REGISTER

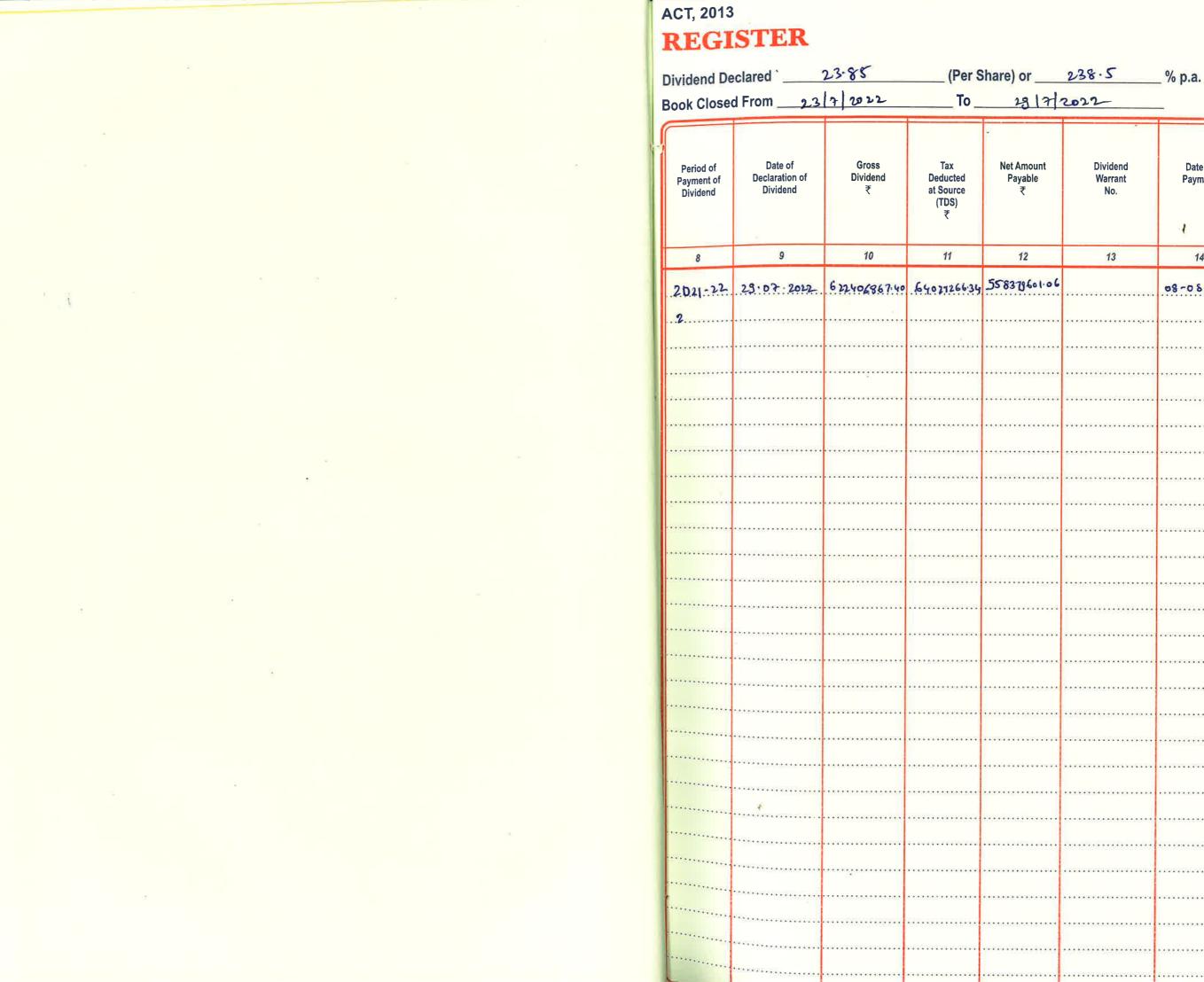
Dividend Declared `\_\_\_1らって \_(Per Share) or\_\_ Book Closed From <u>14 - 07 - 21</u> To\_\_\_\_\_ 30

Period of Payment of Dividend	Date of Declaration of Dividend	Gross Dividend ₹	Tax Deducted at Source (TDS) ₹	Net Pi
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## REGISTER OF DIRECTORS AND KEY MANAGERIAL

{Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies

NAME OF COMPANY PDS LIMITED DETAILS OF SECURITIES HELD Income Tax Office of Membership SUBSIDIARY COMPANY, SUBSIDIA Date of Board Resol-Permanent Residential No. of the PAN Date of Birth ution in which Appoint-Name and Surname in Full Director or Address Name of Company wherein Securities held No., (Mandatory ment made KMP held |CSI in Director Description for KMP Nationality Identifior Relincase of Date of Appointment and Reappointment in the Company Any Former Name and and Whether the Company itself, its Holding Company. Subsidiary Company, (Including Present Residential Company not having quished in cation No. Surname in Full Nominal Nationality Address Secretary DIN) any other (DIN) Value of of origin Corporate (Optional) Father's Name, Mother's Name Date of Cessation of Office and Reasons Securities Subsibiary of Holding Company for KMP if different) and Spouse's Name (if married) or Associate Company and Surnames if Full thereof Occupation 10 8 9 7 6 5 4 3 2 1 PDS Hultinational fashions 1853399 06+ 04/2011 9 Avenue Ashok, 22/05/1951 Ooposo21 Deepak Seth United Equity Rajoki, New Delhi Indian at f.v. Rs1 India - 110038 sto Modan Cal Seth Busines. PDS Multinational fashions 130233 Flat 666, 302 - Jumeira Bay Equily (Girge Premise Number: 302000780 Limited. Premise Type: Residential Flat, PO Box : 72223 Bubai, UAE PDS Multinational Fishions 1387524 06/04/2011 29/05/1958 9 Avenue Ashok 00002025 Payel Sett Equity Limited Rajokni, New Delhi Indian 09-08-2018 f.v. RS.1 India - 110038 Business. W/o Deebak Sett 611-11-2018 Cessation as MD Continuation as NED





## LIMITED/PRIVARE LIMITED

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## REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL WITH THEIR SHARE HOLDINGS

{Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies (Appointment and Qualifications of Directors) Rule, 20414}

NAME OF COMPANY PDS LIMITED

		1				N						
Director Identifi-	Name and Surname in Full	Date of Birth	Permanent Residential Address	Date of Board Resol- ution in which Appoint- ment made	Office of Director or	÷	Membership No. of the	Income Tax PAN	DETAILS OF SE SUBSIDIARY COM	CURITIES HELD PANY, SUBSIDIA	IN THE COMPA RY OF HOLDIN	NY ITSELF, I G COMPANY
cation No. (DIN)	Any Former Name and Surname in Full	Nationality (Including Nationality	Present Residential	Date of Appointment and Reappointment	KMP held or Relin- quished in		ICSI in case of Company	(Mandatory for KMP not having	Name of Company wherein Securities held	No., Description and	Date of Acquisition	Date of Disposal
(Optional) for KMP	Father's Name, Mother's Name and Spouse's Name (if married)	of origin if different)	Address	in the Company Date of Cessation of	any other Corporate		Secretary	DIN)	Whether the Company itself, its Holding Company. Subsidiary Company,	Nominal Value of	Price or Other Consider-	Price or Other Consider-
	and Surnames if Full	Occupation		Office and Reasons thereof					Subsibiary of Holding Company or Associate Company	Securities	ation Paid	ation Received
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## LIMITED/PRIVARE LIMITED

### IN THE COMPANY ITSELF, ITS HOLDING COMPANY. RY OF HOLDING COMPANY OR ASSOCIATE COMPANY Date of Date of Cumulative Mode of Whether Acquisition Disposal Securities Balance Acquisition and No. Pledged Price or Price or Mode of or any of Securities Other Other holding-Encumheld Consider-Consider-Physical or berance after each ation ation Dematercreated Transaction Paid Received ialised 11 12 13 14 15 schem of 05.06.2014 -----1581175 No Demerge ...... ..... Transfer 140. 26.03.2018 278838 (Gist) 2..... in Dema . . . . . . . . . ..... ..... ........ ........ ....... ........ . . . . . . . .

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## REGISTER OF DIRECTORS AND KEY MANAGERIA PERSONNEL WITH THEIR SHARE HOLDINGS

{Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companie (Appointment and Qualifications of Directors) Rule, 20414}

NAME OF COMPANY PDS LIMITED

DETAILS OF SECURITIES HELD Name and Surname in Full Date of Birth Permanent Residential Date of Board Resol-Office of Income Tax Membership Director SUBSIDIARY COMPANY, SUBSIDI ution in which Appoint-ment made Address Director or PAN No. of the Identifi-Nationality KMP held (Mandatory Name of Company wherein Any Former Name and ICSI in No., cation No. (Including Description Securities held Surname in Full or Relinfor KMP **Date of Appointment** (DIN) **Present Residential** case of Nationality and Reappointment in the Company quished in not having and (Optional) Address Company Whether the Company itself, of origin Nominal any other its Holding Company. Subsidiary Company, Father's Name, Mother's Name DIN) Secretary for KMP if different) Value of and Spouse's Name (if married) Corporate Date of Cessation of Securities Subsibiary of Holding Company and Surnames if Full Office and Reasons Occupation or Associate Company thereof 1 2 3 4 6 8 9 10 5 7 01908522 Omprakash Makam 16/12/1967 #1637, Suprabha, 26/05/2014 -ALE 2548801 4th main, 19th cross Suryanarayana setty Indian Service Sector-7, HSR Layrot Bangalore, Kamataka 14/11/2018 S/D Suryamarayana setty Makam Badraiah 30/11/2018 India - 500102 assation as CFO 1/12/2018 appointment as CEO 14/01/2021 Cessation as CEO.





## LIMITED/PRIVARE LIMITED

	Date of Acquisition	Date of Disposal	Cumulative Balance	Mode of Acquisition	Whether Securities
	Price or	Price or	and No.	Mode of	Pledged
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## REGISTER OF DIRECTORS AND KEY MANAGERIA PERSONNEL WITH THEIR SHARE HOLDINGS {Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies (Appointment and Qualifications of Directors) Rule, 20414}

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NAME OF COMPANY PDS LIMITED 

-								<i>\$</i> 2		
Director Identifi-	Name and Surname in Full	Date of Birth	Permanent Residential Address	Date of Board Resol- ution in which Appoint-	Office of Director or	Membership No. of the	Income Tax PAN	DETAILS OF SEC SUBSIDIARY COMP		
cation No. (DIN) (Optional)	Any Former Name and Surname in Full	Nationality (Including Nationality	Present Residential Address	ment made Date of Appointment and Reappointment	KMP held or Relin- quished in	ICSI in case of	(Mandatory for KMP not having	Name of Company wherein Securities held Whether the Company itself,	No., Description and	
for KMP	Father's Name, Mother's Name and Spouse's Name (if married) and Surnames if Full	of origin if different)	Address	in the Company Date of Cessation of	any other Corporate	Secretary	DIN)	its Holding Company. Subsidiary Company, Subsibiary of Holding Company	Nominal Value of Securities	
		Occupation		Office and Reasons thereof				or Associate Company		
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## ..LIMITED/PRIVARE LIMITED

### IN THE COMPANY ITSELF, ITS HOLDING COMPANY, RY OF HOLDING COMPANY OR ASSOCIATE COMPANY Date of Date of Cumulative Mode of Whether Securities Acquisition Disposal Balance Acquisition Pledged and No. Price or Price or Mode of or any of Securities Other Other holding-Encumheld Consider-Consider-Physical or berance after each ation ation Dematercreated Transaction Paid Received ialised 11 12 13 14 15 1 \_\_\_\_ 7 ..... ..... ..... ..... ....... .... ..... . . . . . . . . \_ ..... . . . . . . . . ...... ....

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REGISTER OF DIRECTORS AND KEY MANAGERIAL Approximation of Duration of Directors and Bule 17 of Companies (Apprintment and Qualifications of Directors of Directors and Bule 17 of Companies) {Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies (Appointment and Qualifications of Directors) Rule, 20414}

PDS LIMITED 

	Name and Surname in Full	Date of Birth	Permanent Residential Address	Date of Board Resol- ution in which Appoint- ment made	Office of Director or KMP held	Membership No. of the ICSI in	Income Tax PAN (Mandatory	DETAILS OF SE SUBSIDIARY COMP Name of Company wherein	PANY, SUBSIDIA	RY OF HOLDIN Date of	G COMPANY	OR ASSOCIATE	COMPANY	
ector entifi- on No. DIN)	Any Former Name and Surname in Full	Nationality (Including Nationality	Present Residential Address	Date of Appointment and Reappointment in the Company	or Relin- quished in any other Corporate	case of Company Secretary	for KMP not having DIN)	Whether the Company itself, its Holding Company. Subsidiary Company,	Description and Nominal Value of	Acquisition Price or Other	Disposal Price or Other	Balance and No. of Securities	Mode of Acquisition Mode of holding-	Wheth Securit Pledge or an Encur
otional) r KMP	Father's Name, Mother's Name and Spouse's Name (if married) and Surnames if Full	of origin if different)		Date of Cessation of Office and Reasons thereof	Corporate		8 -	Subsidiary company, Subsibiary of Holding Company or Associate Company	Securities	Consider- ation Paid	Consider- ation Received	held after each Transaction	Physical or Demater- ialised	berand create
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## LIMITED/PRIVARE LIMITED

REGISTER OF DIRECTORS AND KEY MANAGERIAL {Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies {Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies

NAME OF COMPANY PDS LIMITED

Director	Name and Surname in Full	Date of Birth	Permanent Residential Address	Date of Board Resol- ution in which Appoint-	Office of Director or	Membership No. of the	Income Tax PAN	DETAILS OF SEC SUBSIDIARY COMP	CURITIES HELD ANY, SUBSIDIA	IN THE COMPA	NY ITSELF, IT G COMPANY	S HOLDING CO	OMPANY, COMPANY	
Identifi- ation No. (DIN)	Any Former Name and Surname in Full	Nationality (Including Nationality	Present Residential Address	ment made Date of Appointment and Reappointment	KMP held or Relin- quished in	ICSI in case of Company	<ul> <li>(Mandatory for KMP not having</li> </ul>	Name of Company wherein Securities held	No., Description and	Date of Acquisition	Date of Disposal	Cumulative Balance	Mode of Acquisition	Whether Securitie Pledged
Optional) for KMP	Father's Name, Mother's Name and Spouse's Name (if married) and Surnames if Full	of origin if different) Occupation	Autress	in the Company Date of Cessation of Office and Reasons thereof	any other Corporate	Secretary	DIN)	Whether the Company itself, its Holding Company. Subsidiary Company, Subsibiary of Holding Company or Associate Company	Nominal Value of Securities	Price or Other Consider- ation	Price or Other Consider- ation	and No. of Securities held after each	Mode of holding- Physical or Demater-	or any Encum- berance created
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## LIMITED/PRIVARE LIMITED

## REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL WITH THEIR SHARE HOLDINGS {Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies (Appointment and Qualifications of Directors) Rule, 20414}

NAME OF COMPANY

	Name and Surname in Full	Date of Birth	Permanent Residential	Date of Board Resol- ution in which Appoint-	Office of	Membership No. of the	Income Tax PAN	DETAILS OF SEC SUBSIDIARY COMPA	URITIES HELD ANY, SUBSIDIAI	IN THE COMPA	NY ITSELF, IT COMPANY (	S HOLDING CO DR ASSOCIATE	MPANY, Company	
Director Identifi- ation No. (DIN)	Any Former Name and Surname in Full	Nationality (Including Nationality	Address Present Residential Address	ment made Date of Appointment and Reappointment	Director or KMP held or Relin- quished in	ICSI in case of Company Secretary	(Mandatory for KMP not having DIN)	Name of Company wherein Securities held Whether the Company itself, its Holding Company.	No., Description and Nominal	Date of Acquisition Price or Other	Date of Disposal Price or Other	Cumulative Balance and No. of Securities	Mode of Acquisition Mode of holding-	Whether Securitie Pledgeo or any
Optional) for KMP	Father's Name, Mother's Name and Spouse's Name (if married) and Surnames if Full	of origin if different) Occupation	-	in the Company Date of Cessation of Office and Reasons thereof	any other Corporate	Secretary	e e e e e e e e e e e e e e e e e e e	Subsidiary Company, Subsidiary of Holding Company or Associate Company	Value of Securities	Consider- ation Paid	Consider- ation Received	held after each ( Transaction	Physical or Demater- ialised	Encum- berance created
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## PDS LIMITED

REGISTER OF DIRECTORS AND KEY MANAGERIAL PERSONNEL WITH THEIR SHARE HOLDINGS

{Pursuant to Section 170 of Companies Act, 2013 and Rule 17 of Companies (Appointment and Qualifications of Directors) Rule, 20414}

PDS LIMITED NAME OF COMPANY .....

Director Identifi- cation No. (DIN)	Name and Surname in Full	Date of Birth	Permanent Residential Address	Date of Board Resol- ution in which Appoint-	Office of Director or	M	lembership No. of the	Income Tax PAN	DETAILS OF SEC SUBSIDIARY COMP		
cation No.	Any Former Name and	Nationality (Including		ment made Date of Appointment	KMP held or Relin-		ICSI in case of	(Mandatory for KMP	Name of Company wherein Securities held	No., Description	
(DIN) (Optional) for KMP	Surname in Full Father's Name, Mother's Name	her's Name (if married) if Full Occupation	Present Residential Address	and Reappointment in the Company	quished in any other Corporate		Company Secretary	not having DIN)	Whether the Company itself, its Holding Company. Subsidiary Company,	and Nominal Value of	
	and Spouse's Name (if married) and Surnames if Full			Date of Cessation of Office and Reasons thereof	oorporate				Subsidiary of Holding Company or Associate Company	Securities	
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0734964	0 Nistiant Parikh	03/11/1978	B5802, 58th Floor,	08/12/2021							
		Indian	Omkar 1973,	12/01/2022							
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## LIMITED/PRIVARE LIMITED

## IN THE COMPANY ITSELF, ITS HOLDING COMPANY, RY OF HOLDING COMPANY OR ASSOCIATE COMPANY Date of Cumulative Mode of Whether Date of Acquisition Balance Securities Acquisition Disposal Pledged and No. Mode of Price or Price or or any of Securities holding-Other Other Encumheld Consider-Consider-Physical or berance after each Demateration ation created Paid Received Transaction ialised 14 15 12 13 11 . . . . . . . . ..... .... ..... ..... ..... Mil



## **REGISTER OF LOANS, GUARANTEE SECURITY**

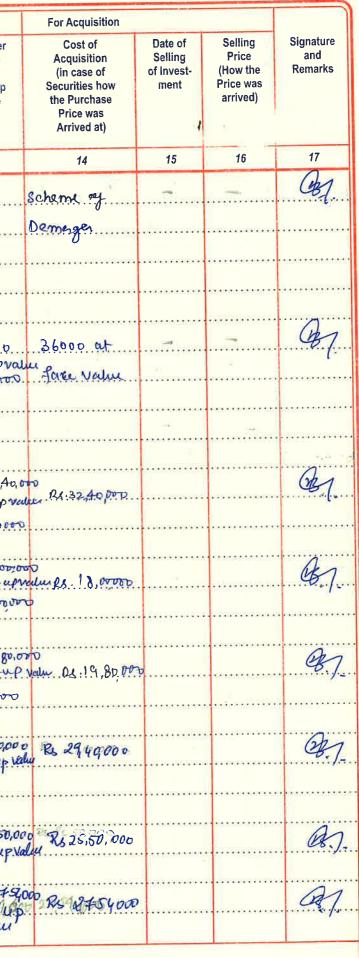
{Pursuant to Section 186(9) of Companies Act, 2013 and Rule 12(1)

of Companies (Meetings of Board and its Powers) Rules, 2014}

						% of Loan/Acquisition/	1	Date of	Date of	Fo	r Loans		
Nature of ransaction (whether Loan/ Guarantee/ Security/ Acquisition	Date of Making/ Loan/ Acquisition/ giving Guarantee/ Providing Security	Name and Address of the Person or Body Corporate to whom it is made or given or whose Securities have been Acquired (Listed/Unlisted Entities)	Amount of Loan/ Security Acquisition/ Guarantee	Time Period for which it is made/ given	Purpose of Loan/ Acquisition/ Guarantee/ Security	Exposure on Guarantee/ Security provided to the Paid up Capital, Free Reserves and Securities Premium Account and % of Free Reserves and Securities Premium		Passing Board Resolution	Passing Special Resol- ution, if required	Rate of Interest	Date of Maturity	Number and kind of Securities	Number Value and Paid up value
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and a	(High Colort Order)	3 Multinational Teatiles Group Crel Mauritius	USD. 2194-82 INR. 10050.25	ta	Businers 9 cquisition	95.95.1! og faid-up sharre lapital & Free Reserves. 127:71:1. og free kelem			1.1			1	
cquisi tie		14d Road Put. 7588759				As per shareholders approval		<u>13·i2·2</u> .91}	. 16:10:201	5 5		Shares	laid-upva Raid-upva . Qs: 36 ar
		mel a ath analy we	0								ingan 11 Dan Sainga S		
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Acamiest	ion 25-09-20	18 Parc disgns Rut Ltd	Red 5, 31,00	0	Business	· · · · · · · · · · · · · · · · · · ·	1237 2247 2447	0908-18	3013-01	0 -		t 55000 EquitySh	R62550,0 24. Jaid. up.V
		20199 Pare Designs RA		) <i>0</i> 0	Business	- 60		09-08-18	2018-d	() <sup>(</sup> *	<mark>.</mark>	275-400 Egpuily Shaws	Padu

AND ACQUISITION MADE BY THE COMPANY





Signature



## REGISTER OF LOANS, GUARANTEE SECURITY AND ACQUISITION MADE BY THE COMPANY

{Pursuant to Section 186(9) of Companies Act, 2013 and Rule 12(1) of Companies (Meetings of Board and its Powers) Rules, 2014}

		Name and Address of the	Amount of	Time	Purpose	% of Loan/Acquisition/		Date of	Date of	Fo	or Loans	25-0	1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1. 1
Nature of Transaction (whether Loan/ Guarantee/ Security/ Acquisition	Date of Making/ Loan/ Acquisition/ giving Guarantee/ Providing Security	Person or Body Corporate to whom it is made or given or whose Securities have been Acquired (Listed/Unlisted Entities)	Loan/ Security Acquisition/ Guarantee	Period for which it is made/ given	of Loan/ Acquisition/ Guarantee/ Security	Exposure on Guarantee/ Security provided to the Paid up Capital, Free Reserves and Securities Premium Account and % of Free Reserves and Securities Premium		Passing Board Resolution	Passing Special Resol- ution, if required	Rate of Interest	Date of Maturity	Number and kind of Securities	Number Value and Paid up value
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		Technocian Fashians Rit-440 758-759 and Floor 19thm			Busines	As pur shoricholdur appao		05/3/2019	. \$6:10:30	15		27500	275000
		Sutera HER Layout Bengaluxu, Komataba Storoz					•						
Acquistition	10-07-2020	DIZBÍ Prèvare Limik No.1637,19th Cross	dRs. 53.0001	······	Business	A.s. Pen. Stareholders approv	ve.	10/07/2020	16-10-2015				Rs. \$ 300 Paid 4 Pval Rs. \$ 300 0
		HSR. Layout Bongalore Karnotaka-560 102.	(*************************************					•••••				· · · · · · · · · · · · · · · · · · ·	
Acquicka	01-07-2021	10: ch 1	it for an		Business	As per Sharcholder approv		11/07/2021	16-10-2013	<u> </u>	Ţ	37,500	Re.375,00
		No. 1637, 19 in Cross, 4 in Main, Sector-7, HSR Layout, Bengaluru-560102, karna tele INDIR-	R				••	·····				EQuity Shares.	
Acquisiti	on 28/07/2	PDS Brands Privak 1 021 No. 1637, Suprabha, Sector-7, 4 <sup>th</sup> Main, HSR Lavout, 19 <sup>th</sup> Cross Near BDA Park, Bangalote - 560102	±₩: ≠ 1,00,000/		Bนรากศร			27/05/202	21  6/10/2 1	015 -	-	10,000 Equitysl	₹1,00,0 ₽ĸ
Åcquisit							••••	******					
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	For Acquisition			
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				<b>A</b>
				Signature



REGISTER OF LOANS, GUARANTEE SECURITY AND ACQUISITION MADE BY THE COMPANY

{Pursuant to Section 186(9) of Companies Act, 2013 and Rule 12(1) of Companies (Meetings of Board and its Powers) Rules, 2014}

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Nature of Transaction (whether Loan/ Guarantee/ Security/ Acquisition	Date of Making/ Loan/ Acquisition/ giving Guarantee/ Providing Security	Name and Address of the Person or Body Corporate to whom it is made or given or whose Securities have been Acquired (Listed/Unlisted Entities)	Amount of Loan/ Security Acquisition/ Guarantee	Time Period for which it is made/ given	Purpose of Loan/ Acquisition/ Guarantee/ Security	% of Loan/Acquisition/ Exposure on Guarantee/ Security provided to the Paid up Capital, Free Reserves and Securities Premium Account and % of Free Reserves and Securities Premium		Date of Passing Board Resolution	Date of Passing Special Resol- ution, if required	Fo Rate of Interest	r Loans Date of Maturity	Number and kind of Securities	Number Value and Paid up value
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Loan	03.10.201	8 Digital Econs Techno(P)(	rel 10 lacs	l your.	Burinees	Aspen Shoreholden abhoou		16 -09.2018 (MC M)	16:10:20	15 107:	Fully		
Loan	02.11.2018.	Digitel Ecom Techno (P)6	el 20 lacs	1 year	Busines.	as fer Shanchotden sesolution	* ; ; ;	<b>ж.о9.2010</b> (мет)	16.10.20	rs 101	Fieldy		
Lown	<u> 3, 11, 2018</u>	Parc Designs but 44	65 lacs	1. Yiear	Burneys	Cus fer shareholder approv	)	26.09.2018 (me M)	16:10.7	sis 10%	Fulley		
Loan	80.11.20/	8 Digital Ecom Techno Put (19	تحقق وقراتي	I.Yeuy.	Buriness.	138 for Shosehulders app		( 26:09.201 ( NIC PA	8  6.10.2	ois 101	Fully sepaid		
hoan	7.12.2010	Porre Designs Put Crd	56 1000	1 4сал	Businus	As per stanholders approved	••	26.09.2018	16 10 20	ıs 101	Feilly		
Loan	(2.62,202)	l Norlanka Brands Priv Limited	ate 12698 12crs		for Acquisil .51%. Stake in Truelan .Textiles. Pvt	of As per shareholder Ltd. approval	" 5 ·	12.02.2021	[6.10.20	ois 10%.	· · · · · · · · · · · · · · · · · · ·	•••••	· · · · · · · · · · · · · · · · · · ·
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_	For Acquisition		0.111	O'mature.
	Cost of Acquisition (in case of Securities how the Purchase Price was Arrived at)	Date of Selling of Invest- ment	Selling Price (How the Price was arrived)	Signature and Remarks
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Signature

FORM MBP-4

## THE COMPANIES **REGISTER OF CONTRACTS** CONTRACTS AND BODIES ETC. IN

{Pursuant to Section 189(1) of Companies Act. 2013 and A. Contracts or agreement with any related party under Section 188 or in which any Director

## ACT, 2013 WITH RELATED PARTY AND WHICH DIRECTORS ARE INTERESTED

Rule 16(1) Companies (Meetings of Board & Its Powers) Rules, 2014} is concerned or interested under sub-section (2) of Section 184

T	Name of the Party	Name of the	Relation with	Principal Terms and	Whether the	Date of Approval	De	alls of Voting o	on such Resolu	tion	Date of the Next Meeting	Reference of Specific	Amount of	Date of Share		
te of itract/ ange- ient	with which Contract is entered into	interested Director	Director/ Company/ Nature of Concern or Interest	Conditions	Transaction is at Arm's Length Basis	at the Meeting of the Board	No. of Directors Present in the Meeting	Directors Voting in Favour	Directors Voting in Against	Directors Remaining Neutral	at which Register was Placed for Signature	Items - (a) to (g) under sub-section (1) of Section 188	Contract or Arrange- ment	Holders Approval if any	Signature	Remar if an
			4	5	6	7	8	9	10	11	12	13	14	15	16	17
1	2	3			yes	26.05.2014	4	4	-	-	05.06.2014	- 4 24	11,00,00,000	26.09.2014	an	NG Th
12:7012	Group Ud.	Mr. Deebak Seth Mrs. Payel Seth Mr. Pallak Seth	Directoship wholly owned suberdurany								оо о <u>в</u> 2017	en been e staan				
·057 7019	-Pearl Global Industries Ud	Mr. Deepak seth, Mrs. Payel Seth and	Diveetovshif			<b>9.5.61</b> , 20 IS	\$	3	- -		14.08.2015		18,00,000	2-2-09-2015	Ce <u>y</u>	
		Mrs. Pallok Seth.									<i>S</i> .					
В.	Name of the bodies co	rporate, firms or other	association			ioned	under	sub-secti	on (1) of \$		4, in which a	ny director	r is having			
B	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of the Interested Dire	e ector		under Na C	SUD-SECT	on (1) of S t or Concern / st or Concern	Section 18	<b>54, in which a</b> Shareholding (if any)	ny director Date on whi Concern Ar	r <b>is having</b> ich Interest or rose/Changed	y any cor		
Δ	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of th Interested Dire	e ector		under Na C	SUD-SECTI ture of Interest hange in Interest	on (1) of S t or Concern / st or Concern	Section 18	3 <b>4, in which a</b> Shareholding (if any)	ny director Date on whi Concern Ar	r is having ich Interest or rose/Changed	g any cor		
As.P	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of th Interested Dire	e ector		under Na Ci	sub-section	on (1) of st t or Concern / st or Concern	Section 18	3 <b>4, in which a</b> Shareholding (if any)	ny director Date on whi Concern Ar	r is having	any cor		
As e	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of th Interested Dire	e ector		under Na C	sub-section	on (1) of st t or Concern / st or Concern	Section 18	9 <b>4, in which a</b> Shareholding (if any)	ny director	r is having	any cor		
As p	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of the Interested Dire	e ;ctor		under Na Cl	sub-section	on (1) of s	Section 18	<b>4, in which a</b> Shareholding (if any)	ny director	r is having	any cor		
As P	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of the Interested Dire	e ector		under Na Cl	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	ny director	r is having	g any cor		
As e	Names of the Companies / Bodies ( Association of Individ	Corporate / Firms / duals		Name of the Interested Dire	e		under Na Cl	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	ny director	r is having	g any cor		
As e	Names of the Companies / Bodies Association of Individ	Corporate / Firms / duals		Name of the Interested Dire	e		under Na Cl	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	ny director	r is having	g any cor		





Date on which Interest or Concern Arose/Changed	
	Date :
	Place :
	Signature MD / Director / Secretary /
	WD / Director / Secretary /



## THE COMPANIES ACT, 2013 **REGISTER OF CONTRACTS WITH RELATED PARTY AND CONTRACTS AND BODIES ETC. IN WHICH DIRECTORS ARE INTERESTED**

*Eversuant to Section 189(1) of Companies Act. 2013 and Rule 16(1) Companies (Meetings of Board & Its Powers) Rules, 2014}* A. Contracts or agreement with any related party under Section 188 or in which any Director is concerned or interested under sub-section (2) of Section 184

													Contraction of the second			
Date of Contract/	Name of the Party with which Contract is	Name of the interested Director	Relation with Director/	Principal Terms and	Whether the	Date of Approval	De	tails of Voting o	on such Resolu	ition	Date of the Next Meeting	Reference of Specific	of	Date of Share		
Arrange- ment	entered into		Company/ Nature of Concern or Interest	Conditions	Transaction is at Arm's Length Basis		No. of Directors Present in the Meeting	Directors Voting in Favour	Directors Voting in Against	Directors Remaining Neutral	at which Register was Placed for Signature	Items - (a) to (g) under sub-section (1) of Section 188	Contract or Arrange- ment	Holders Approval if any	Signature	Remarks if any
1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17
1-04 20	6 Multinational Terlie Group Utd.	Mr. Deepak Seth Hrs. Payel Seth	Directorship (whoy own) Cush chicage		Yes	12:02:2016		<u>.</u>	· · · · ·	2	27.05-2016	183(13.61)2	20,00,00,00	°N⊮A≁.	Ce1	1. 26. c 1.
o4 · 201	Multinational Teatile		. wholly owned	· · · · · · · · · · · · · · · · · · ·	Yes	13.02.2013	5	<u>_</u>			29-05-2013-	188(1) (4) 2	3500,00,000	<u>№</u>	G1.	
on de Sector	Group Urd	1	Subsidiary												~	
04-2017	- Morwest Inclustried cra	a	Subsidiony		<u>4es</u>	13.02.2017		5			29-05-2013-	189(12.(.c)	F 1,20,00,0 0.	5.1V:A:	Qu1	• • • • • • • • • • • •
06-201	Prinade Ltd		Associate		yres	13:02,2017	5	<u>ج</u>			29.05.2017	188 (۱) (د).	X 60,00,000		( <u>~</u> ].	
B. I	Name of the bodies corp	oorate, firms or other	association o	f individuals	as mentic	oned	under	sub-sectio	on (1) of S	Section 18	4, in which a	any director	' is having	any co	ncern or in	erest
	Names of the Companies / Bodies Co Association of Individua			Name of the Interested Director	r			iture of Interest nange in Interes			Shareholding (if any)		ch Interest or ose/Changed			
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	·····													Place	1	
							·····							Place		



Date on which Interest or Concern Arose/Changed	
	Date :
	Place :
	Signature MD / Director / Secretary / Whole Time Director



## THE COMPANIE ACT, 2013 **REGISTER OF CONTRACT**WITH RELATED PARTY AND CONTRACTS AND BODIES ETC. INWHICH DIRECTORS ARE INTERESTED

(Pursuant to Section 189(1) of Companies Act. 2013 an<sub>Rule</sub> 16(1) Companies (Meetings of Board & Its Powers) Rules, 2014) A. Contracts or agreement with any related party under Section 188 or in which any Directors concerned or interested under sub-section (2) of Section 184

te of Name of the Party	Name of the interested Director	Relation with Director/	Principal Terms and	Whether the	Date of Approval	De	tails of Voting o	on such Resolu	tion	Date of the Next Meeting	Reference of Specific	Amount of	Date of Share		
e of with which Contract is tract/ entered into nge- ent	Interested Director	Company/ Nature of Concern or Interest	Conditions	Transaction is at Arm's Length Basis	at the Meeting of the Board	No. of Directors Present in the Meeting	Directors Voting in Favour	Directors Voting in Against	Directors Remaining Neutral	at which Register was Placed for Signature	Items - (a) to (g) under sub-section (1) of Section 188	Contract or Arrange- ment	Holders Approval if any	Signature	Rema if a
1 2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	1:
2018 Multinational Textile		wholey owned	-	yes	14.02 120	5	5			31.03.2018	18802(9)	£ 60,00,00,0	14:A.	Cel	
		Subsidiary						_							
Group (tel 04:2018 Notwest Industries.	*****	Subsidiary.		Yes.	14.02.20	5.	5.			3103-2018	1886)(0)3	107. +T. 0 E. 2:00 (2004	NA	. 0.	
		Asso crate		yes	14-102 20		5			31. 03.2018.	188(1)(0)	which even \$ 60,00,000	W A	Car	-
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1.2018 Fx Import Hong Kong	. Leal.	Subsiding Subsiding		yes	31:03 : 200	<u>.</u>				29:15.1.7a.18.	.188 (1)(9).	¥ 2,000000	N. N. A.	Cert.	teres
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4.2018 Fx Import Hong Kong 4.2018 Blue Arint Design He B. Name of the bodies corp Names of the Companies / Bodies Co Association of Individua	porate, firms or other prporate / Firms / als	Subording Subording	of individuals Name of the Interested Directo	yez as menti	oned	S under Na C	sub-section	on (1) of S or Concern / st or Concern	Section 18	29:05.2018 <b>4, in which a</b> Shareholding (if any)	<u>. 388 (53(せ)</u> <b>uny director</b> Date on which Concern Arc	x 2, δυ στ σ is having ch Interest or ose/Changed	Ω	Cert.	teres
4.2018 F.Y. Import Hong. Wong 4.2018 Blue Arnat. Design He B. Name of the bodies corp Names of the Companies / Bodies Cor Association of Individua 18. P.A. MB.P1.	porate, firms or other prporate / Firms / als	Suboriding Suboriding	of individuals Name of the Interested Directo	yez as menti	oned	Second se	sub-section	on (1) of S or Concern / st or Concern	Section 18	29:05 >p.(8)	Date on white Concern Ard	ξ       2, δυ συ σι         is having         ch Interest or         cse/Changed	ne. N.: A g any coi	Cert.	teres
4.2018 F.Y. Import Hong. Wong 4.2018 Blue Arnat. Design He B. Name of the bodies corr Names of the Companies / Bodies Corr Association of Individua 18. P.M. MB.P. 1.	porate, firms or other prporate / Firms / als	Suboriding Suboriding	of individuals Name of the Interested Directo	yez as menti	oned	Second se	sub-section	on (1) of S or Concern / st or Concern	Section 18	29:05 >p.(8 34, in which a Shareholding (if any)	Date on white Concern Ard	is having is having ch Interest or ose/Changed	Ω	Cern or in	teres
4.2018 F.Y. Import Hong. Wong 4.2018 Blue Arint Design He B. Name of the bodies corr Names of the Companies / Bodies Corr Association of Individua 18. P.M. MB.P. 1	porate, firms or other prporate / Firms / als	Suboriding Suboriding	of individuals Name of the Interested Directo	yes as menti	oned	Second se	sub-section	on (1) of S	Section 18	29:05 >p.(8 34, in which a Shareholding (if any)	Date on white Concern Ard	is having is having ch Interest or ose/Changed	Date :	Cern or in	teres
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Names of the Companies / Bodies Corporate / Firms / Association of Individuals	Name of the Interested Director	Nature of Interest or Concern / Change in Interest or Concern	Shareholding (if any)
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MD / Director / Secretary /



## THE COMPANIE CT, 2013 **REGISTER OF CONTRACTWITH RELATED PARTY AND CONTRACTS AND BODIES ETC. IWHICH DIRECTORS ARE INTERESTED**

A. Contracts or agreement with any related party under Section 188 or in which any Direct's concerned or interested under sub-section (2) of Section 184

Date of	Name of the Party	Name of the	Relation with Director/	Principal Terms and	Whether the	Date of Approval	De	etails of Voting of	on such Resolu	tion	Date of the - Next Meeting	R
Contract/ Arrange- ment	with which Contract is entered into	interested Director	Company/ Nature of Concern or Interest	Conditions	Transaction is at Arm's Length Basis	at the Meeting of the Board	No. of Directors Present in the Meeting	Directors Voting in Favour	Directors Voting in Against	Directors Remaining Neutral	at which Register was Placed for Signature	Ite to sul Se
1	2	3	4	5	6	7	8	9	10	11	12	
01.04.2019	Multinational Textile Group Ltd		Wholly Owned Subsidiary		Yes.	14.02.201	5	5			28.02.2019	188
	Digital E-Com Techno Rut-Ud.		Associate		Yes.	14.02.2011	5	5			28.02.2019	188
ni ol Jeig	Design Are Asia Limited		Subsidiary .		Yes.	14.02.201	5	5			28.02.2019	188
POC-1 # POSTS	Techno Design Hong Kong Ud.		Subsidiary		yes.	14.02.201	5	5			28.02.2019	188
	Blue hint Design Ud.		Subsidiary		Yes.	14-02-201	5	5			28.02.2019	188
01-04.2019	Poeticgem International Ud.		Subsidiary		yer.	14.02.201	5	5			28.02.2019	188
1.062019	Technocian Fashions Rt-Ud		Subsidiary		yes.	12.04.201	6	6			29.05.2019.	182
11.04.2026	Mottinational Teotile Group Ut		Wholly Owned Subsidiary		Yes.	14.02.202	5	5			10.07.2020.	
01-04-2020	Design Arc Asia Cimited		Subsidiary		yes.	14.02.200	5	5			10.07.2020	188
NI R). 2-20	Techno Design Hongkong Utd.		Subsidiary		Yes.	14.02.20	5	5			10.07.2020	188

B. Name of the bodies corporate, firms or other association of individuals as mentioned

under sub-section (1) of Section 184, in which any

Names of the Companies / Bodies Corporate / Firms / Association of Individuals	Name of the Interested Director	Nature of Interest or Concern / Change in Interest or Concern	Shareholding (if any)
As per MBP-1			
		•••••••••••••••••••••••••••••••••••••••	
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Reference of Specific Items - (a) to (g) under sub-section (1) of Section 188	Amount of Contract or Arrange- ment	Date of Share Holders Approval if any	Signature	Remarks, if any
13	14	15	16	17
88(1)(d).	Not exceeding	N.A.	An	
	760 Grover Net exceeding		CV.	
88(1)(c).	7 30 Lacs Notexceedin		031.	
BB(1)(d)	J 20 Crove Notexceeding			
88(1) (d)	I 10 Crover.	N-17	Ch.l.	
28(1)(d)	Not exceed 75 Crores	1×+#-	04-1.	
28(1)(d)	Notexcordin 25 Croves	N-#-	05.1.	
88(1)	Not exceeding 750 Lacs.	N.A.	Col.	
8(i) (d)	Not exceeding 7 60 Corres	Nr. A	Q2.1.	
88(i)(d)	Not extending 7 20 Gares.	N.A.	Ch.1.	•••••
88(i) (d)	Not exceeding	N.A.	Cort.	
	Z10Croves			
y director	is having	g any cor	ncern or int	terest
	ch Interest or ose/Changed		-	
				-
		Date :		
		Place	:	
				Signature
		•••	MD / Director / So Whole Time	ecretary /



# THE COMPANIE ACT, 2013 REGISTER OF CONTRACT WITH RELATED PARTY AND CONTRACTS AND BODIES ETC. INWHICH DIRECTORS ARE INTERESTED Rules, 20

*Example 189(1) of Companies Act. 2013 an Rule 16(1) Companies (Meetings of Board & Its Powers) Rules, 2014)* A. Contracts or agreement with any related party under Section 188 or in which any Directors concerned or interested under sub-section (2) of Section 184

Date of Contract/ Arrange- ment	Name of the Party with which Contract is entered into	Name of the interested Director	Relation with Director/ Company/ Nature of Concern or Interest	Principal Terms and Conditions	Whether the Transaction is at Arm's Length Basis	Date of Approval at the Meeting of the Board	De No. of Directors Present in the Meeting	etails of Voting of Directors Voting in Favour	on such Resolu Directors Voting in Against	tion Directors Remaining Neutral	Date of the Next Meeting at which Register was Placed for Signature	<ul> <li>Reference of Specific Items - (a) to (g) under sub-section (1) of Section 188</li> </ul>	Amount of Contract or Arrange- ment	Date of Share Holders Approval if any	Signature	Remarks if any
1	2	3	4	5	6	7	-	9	10	11	10	12	14	15	16	17
01-04-2020	Blue knot Design Cimited		Subsidiary		Yes.	14.022020	8	5	10	11	12 10.07.2020	13   88 (1) (4)	a state of the sta		B1.	17
104-2420	Poeticgen International Ltd.		Subsidiary		Yee.	14.02.2020	5					100 () (d)	& S Crotes	N.A.	01	
04.2020	Technocian Pashions Rt Ud.		Subsidia ry		Yes.	14:09.2020	6	5	•••••		yet to happen	188 (1) <b>(d</b> ) 188 (1)(c)	TS Crotes.	N-A	Q6.1.	
0-07-2e20	DIZBI Private Limited,		Subsidiary	•••••••	Yes.	14.09.2020			••••••		yet to happen	188(1)(2)	A I Crote	N H N.A	06.1.	•••••
				•••••••	······	17 12000					JET TO TIMPET	100 07 (01	25 Croner.	13.0		
			******	••••••	•••••••••••••••••••••••••••••••••••••••				••••••				•••••			
			•••••••••••••••••••••••••••••••••••••••	•••••••••••••••••••••••••••••••••••••••	····	••••••								·····		
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				•••••••	····											
		rate, firms or other as		the second s		and a second					A. in which a					
B. Na Nar	me of the bodies corpor nes of the Companies / Bodies Corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the nterested Director	s mention		under		on (1) of S		4, in which a Shareholding (if any)	Date on whi				
B. Na Nar	me of the bodies corpor hes of the Companies / Bodies Corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the nterested Director	s mention		under Na Cl	sub-section	on (1) of s	Section 18	4 <sup>°</sup> , in which a Shareholding	Date on whi Concern Ard	ch Interest or ose/Changed	any cor		
B. Na Nar	me of the bodies corpor hes of the Companies / Bodies Corpor Association of Individuals MBP-1	rate, firms or other as	sociation of	individuals a Name of the nterested Director	s mention		under Na Ci	sub-section	on (1) of S	Section 18	4, in which a Shareholding (if any)	Date on whi Concern Ar	ch Interest or ose/Changed	any cor		
B. Na Nar	me of the bodies corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the nterested Director	s mention		under : Na Cl	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	Date on whi Concern Ar	ch Interest or ose/Changed	J any cor		
B. Na Nar	me of the bodies corpor hes of the Companies / Bodies Corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the Interested Director	smention		under Na Cl	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	Date on whi Concern Ar	ch Interest or ose/Changed	J any cor		
B. Na Nar 3. Pex	me of the bodies corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the Interested Director	smention	••••••	under Na Ci	sub-section	on (1) of s	Section 18	4, in which a Shareholding (if any)	Date on whi Concern Ar	ch Interest or ose/Changed	J any cor		
B. Na Nar	me of the bodies corpor Association of Individuals	rate, firms or other as	sociation of	individuals a Name of the Interested Director	s mention	· · · · · · · · · · · · · · · · · · ·	under Na Ci	sub-section	on (1) of S	Section 18	4, in which a Shareholding (if any)	Date on whi Concern Ar	ch Interest or ose/Changed	Date :		





ate on which Interest or Concern Arose/Changed	
	D. L. W
	Date :
	Place :
	Signature MD / Director / Secretary / Whole Time Director