

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language English Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L51103DL2008PLC175563

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAECP6022E

(ii) (a) Name of the company

PREMIER ROADLINES LIMITED

(b) Registered office address

B-870 NEAR CHURCH NEW ASHOK NAGAR NA
NEW DELHI
Delhi
110096
India

(c) *e-mail ID of the company

CS*****IA.COM

(d) *Telephone number with STD code

01*****00

(e) Website

www.prlindia.com

(iii) Date of Incorporation

19/03/2008

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes No

(vi) *Whether shares listed on recognized Stock Exchange(s)

Yes No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	National Stock Exchange	1,024

(b) CIN of the Registrar and Transfer Agent

U67100DL2010PTC208725

Pre-fill

Name of the Registrar and Transfer Agent

MAASHITLA SECURITIES PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

451, Krishna Apra Business Square Netaji Subhash Place, Pi
tampura NA

(vii) *Financial year From date (DD/MM/YYYY) To date (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held Yes No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted

Yes No

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	H	Transport and storage	H1	Land Transport via Road	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL**(a) Equity share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	25,000,000	16,838,547	16,838,547	16,838,547
Total amount of equity shares (in Rupees)	250,000,000	168,385,470	168,385,470	168,385,470

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	25,000,000	16,838,547	16,838,547	16,838,547
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	250,000,000	168,385,470	168,385,470	168,385,470

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)	0	0		

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
	Physical	DEMAT	Total			
Equity shares						
At the beginning of the year	0	1,530,777	1530777	15,307,770	15,307,770	

Increase during the year	0	15,307,770	15307770	153,077,700	153,077,700	0
i. Public Issues	0	0	0	0	0	
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	15,307,770	15307770	153,077,700	153,077,700	
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	0	0	0	0	0
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	16,838,547	16838547	168,385,470	168,385,470	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0
iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0

ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE0CFG01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

Nil

[Details being provided in a CD/Digital Media]

Yes

No

Not Applicable

Separate sheet attached for details of transfers

Yes

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting	<input type="text"/>		
Date of registration of transfer (Date Month Year)	<input type="text"/>		
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>

Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0

Particulars	Number of units	Nominal value per unit	Total value
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)

(i) Turnover

2,285,430,846

(ii) Net worth of the Company

397,369,470

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	15,177,437	90.14	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	

3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	1,661,110	9.86	0	
10.	Others	0	0	0	
	Total	16,838,547	100	0	0

Total number of shareholders (promoters)

7

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	

8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	Total	0	0	0	0

Total number of shareholders (other than promoters)

0

**Total number of shareholders (Promoters+Public/
Other than promoters)**

7

**VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	3	0	3	0	79.3	0
B. Non-Promoter	0	2	0	3	0	0
(i) Non-Independent	0	0	0	1	0	0
(ii) Independent	0	2	0	2	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0

(v) Others	0	0	0	0	0	0
Total	3	2	3	3	79.3	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 8

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
VIRENDER KUMAR G	01686194	Managing Director	7,615,509	
RAKHI GUPTA	01686234	Whole-time director	1,384,570	
SAMIN GUPTA	09621798	Whole-time director	4,352,238	
SUNIL GUPTA	07356605	Director	0	
MEGHA AGGARWAL	06398960	Director	0	
NAVEEN BANSAL	10441358	Director	0	03/07/2024
SAMIN GUPTA	CCNPG9923R	CFO	0	
GAURAV CHAKARVA	AZQPC8337D	Company Secretary	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year

8

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
MEGHA AGGARWA	06398960	Director	06/10/2023	APPOINTMENT
PANKAJ GARG	08459296	Director	07/10/2023	CESSATION
VIRENDER GUPTA	01686194	Managing Director	22/12/2023	CHANGE IN DESIGNATION
RAKHI GUPTA	01686234	Whole-time director	22/12/2023	CHANGE IN DESIGNATION
SAMIN GUPTA	09621798	Whole-time director	22/12/2023	CHANGE IN DESIGNATION
NAVEEN BANSAL	10441358	Director	22/12/2023	APPOINTMENT
SAMIN GUPTA	CCNPG9923R	CFO	22/12/2023	APPOINTMENT
GAURAV CHAKARVA	AZQPC8337D	Company Secretary	22/12/2023	APPOINTMENT

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

3

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
EGM	25/04/2023	8	8	100
AGM	30/09/2023	7	7	100
EGM	29/12/2023	7	7	100

B. BOARD MEETINGS

*Number of meetings held

16

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	01/04/2023	5	5	100
2	29/05/2023	5	5	100
3	03/07/2023	5	5	100
4	04/09/2023	5	5	100
5	28/09/2023	5	5	100
6	03/10/2023	5	5	100
7	23/10/2023	5	5	100
8	24/11/2023	5	5	100
9	22/12/2023	5	5	100
10	30/12/2023	6	6	100
11	02/01/2024	6	6	100
12	03/02/2024	6	6	100

C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	04/09/2023	2	2	100
2	Audit Committee	03/02/2024	3	3	100
3	Audit Committee	06/02/2024	3	3	100
4	Audit Committee	04/03/2024	3	3	100
5	Audit Committee	29/03/2024	3	3	100
6	Nomination and Remuneration	01/04/2023	2	2	100
7	Nomination and Remuneration	03/10/2023	2	2	100
8	Nomination and Remuneration	22/12/2023	3	3	100
9	Corporate Social Responsibility	04/09/2023	3	3	100
10	Corporate Social Responsibility	29/03/2024	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	18/09/2024
								(Y/N/NA)
1	VIRENDER KUMAR	16	16	100	2	2	100	Yes
2	RAKHI GUPTA	16	16	100	6	6	100	Yes
3	SAMIN GUPTA	16	16	100	4	4	100	Yes
4	SUNIL GUPTA	16	16	100	7	7	100	Yes
5	MEGHA AGGARWAL	10	10	100	5	5	100	Yes
6	NAVEEN BANERJEE	7	7	100	1	1	100	Not Applicable

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

3

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Virender Gupta	Managing Director	6,267,000	0	0	0	6,267,000
2	Rakhi Gupta	Whole Time Director	4,420,000	0	0	0	4,420,000
3	Samin Gupta	Whole Time Director	3,808,000	0	0	0	3,808,000
	Total		14,495,000	0	0	0	14,495,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Gaurav Chakarvati	Company Secretary	221,000	0	0	0	221,000
	Total		221,000	0	0	0	221,000

Number of other directors whose remuneration details to be entered

0

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year Yes No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

Yes No

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Whether associate or fellow Associate Fellow

Certificate of practice number

I/We certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ... dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

- Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
- All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director 

DIN of the director

To be digitally signed by 

Company Secretary

Company secretary in practice

Membership number

6*1*5

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

PRLListofShareholders31032024.pdf
PRLListofDirectors31032024.pdf
DetailsofBMHeldinFY2324.pdf
MGT 8 for FY 23 24.pdf
PRL List of Share Transfer for FY 23 24.pdf
PRLDESIGNATEDPERSON24092024.pdf

Remove attachment

Modify

Check Form

Prescrutiny

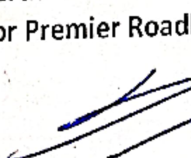

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company

LIST OF SHAREHOLDERS AS ON 31.03.2024

S. No.	Name of Shareholders	No. of Shares	% of shares
1.	Virender Gupta	7615509	45.23
2.	Rakhi Gupta	1384570	8.22
3.	Samin Gupta	4352238	25.85
4	Neelam Ahuja	321915	1.91
5	Narender Gupta	3300	0.02
6	Virender Kumar Gupta & Sons HUF	1499905	8.91
7	Ritam Roadlines Private Limited	1661110	9.86
Total		16838547	100 %

Certified To be True/-
For Premier Roadlines Limited



Samin Gupta
Whole Time Director & CFO
DIN: 09621798
Add: D-75, Sector-30,
Noida, U.P.-201301

Date: 01.08.2024
Place: Delhi

PREMIER ROADLINES LIMITED

CIN : U51103DL2008PLC175563

REGD. OFFICE : B-870, Near Church, New Ashok Nagar, New Delhi – 110096

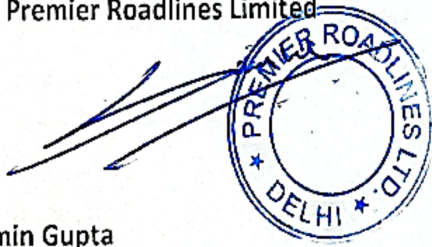
CORP. OFFICE : 501, 5th Floor, Plot No. 4B, District Centre, Tower A, Nextra "The Address", Mayur Vihar, Phase-1 Extension, Delhi India.

E-mail : info@prlindia.com, cs@prlindia.com | www.prlindia.com | Phone : 011-44015000

List of Directors as on 31.03.2024

S.no	Name	DIN	Designation
1.	Mr. Virender Gupta	01686194	Chairman & Managing Director
2.	Mrs. Rakhi Gupta	01686234	Whole Time Director
3.	Mr. Samin Gupta	09621798	Whole Time Director & CFO
4.	Mr. Sunil Gupta	07356605	Independent Director
5.	Ms. Megha Aggarwal	06398960	Independent Director
6.	Mr. Naveen Bansal	10441358	Non- Executive Director

Certified To be True/-
For Premier Roadlines Limited



Samın Gupta
Whole Time Director & CFO
DIN: 09621798
Add: D-75, Sector-30,
Noida, U.P.-201301

Date: 01.08.2024
Place: Delhi

PREMIER ROADLINES LIMITED

CIN : U51103DL2008PLC175563

REGD. OFFICE : B-870, Near Church, New Ashok Nagar, New Delhi – 110096

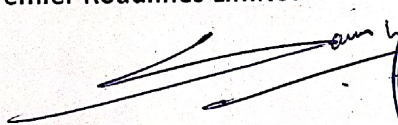
CORP. OFFICE : 501, 5th Floor, Plot No. 4B, District Centre, Tower A, Nextra "The Address", Mayur Vihar, Phase-1 Extension, Delhi India.

E-mail : info@prlindia.com, cs@prlindia.com | www.prlindia.com | Phone : 011-44015000

List of Share Transfers

Date of Transfer	No. of Shares	Name of Transferor	Name of Transferee
17.05.2023	10,000	Virendra Kumar Tiwari	Samin Gupta
17.11.2023	1,72,515	Narender Gupta	Samin Gupta
17.11.2023	19,865	PRL Supply Chain Solutions Private Limited	Virender Kumar Gupta and Sons HUF

Certified To be True/-
For Premier Roadlines Limited


Samin Gupta
Whole Time Director & CFO
DIN: 09621798
Add: D-75, Sector-30,
Noida, U.P.-201301



Date: 10.10.2024
Place: Delhi

PREMIER ROADLINES LIMITED

CIN : U51103DL2008PLC175563

REGD. OFFICE : B-870, Near Church, New Ashok Nagar, New Delhi – 110096

CORP. OFFICE : 501, 5th Floor, Plot No. 4B, District Centre, Tower A, Nextra "The Address", Mayur Vihar, Phase-1 Extension, Delhi India.

E-mail : info@prlindia.com, cs@prlindia.com | www.prlindia.com | Phone : 011-44015000

CERTIFIED TRUE COPY OF THE RESOLUTION PASSED IN THE MEETING OF THE BOARD OF DIRECTORS OF PREMIER ROADLINES LIMITED HELD ON TUESDAY, SEPTEMBER 24, 2024 AT 12.30 P.M. AT THE CORPORATE OFFICE OF THE COMPANY AT UNIT NO.501, 5TH FLOOR, PLOT-4B, TOWER-'A', NEXTRA, MAYUR VIHAR PHASE-1 EXTENSION, DELHI -110091


Appointment of Designated person with respect to Beneficial Interests in the Shares of the Company

"RESOLVED THAT pursuant to the provisions of Section 89 and 90 of the Companies Act, 2013 read with Circular issued by the Ministry of Corporate Affairs dated October 27, 2023 and the Companies (Management and Administration) Rules, 2014, the consent of the Board of Directors of the Company be and is hereby accorded to appoint Mr. Gaurav Chakarvati, Company Secretary & Compliance Officer of the Company as the Designated Person responsible for providing information about the beneficial interests in the shares of the Company to Registrar of Companies."

RESOLVED FURTHER THAT any Director/Company Secretary of the Company be and are hereby authorised to do all such acts, deeds and things to give effect to the above resolution."

Certified To be True/-

For Premier Roadlines Limited


Samin Gupta
Whole Time Director & CFO
DIN: 09621798
Add: D-75, Sector-30,
Noida, U.P.-201301



Date: 04.10.2024

Place: Delhi

PREMIER ROADLINES LIMITED

CIN : U51103DL2008PLC175563

REGD. OFFICE : B-870, Near Church, New Ashok Nagar, New Delhi – 110096

CORP. OFFICE : 501, 5th Floor, Plot No. 4B, District Centre, Tower A, Nextra "The Address", Mayur Vihar, Phase-1 Extension, Delhi India.

E-mail : info@prlindia.com, cs@prlindia.com | www.prlindia.com | Phone : 011-44015000



Form No. MGT-8

[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of **Premier Roadlines Limited (CIN: L51103DL2008PLC175563)** (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on **31st March, 2024**. In our opinion and to the best of my information and according to the examinations carried out by us and explanations furnished to us by the company, its officers and agents, we certify that:

A. The Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.

1. We have not verified the correctness and appropriateness of financial records and the Books of Accounts of the Company. For the financial records, we have relied on the Audited financial statements as approved by the Board, signed by the Statutory Auditors of the Company and adopted by the members;
2. Wherever required, we have obtained the Management representation about the Compliance of Laws, Rules and Regulations under the Companies Act and happening of various events etc., at the Company and relied on the same;
3. With respect to serial number, XII of the form pertaining to details of penalty and punishment imposed on company/directors /officers and details of compounding of offences we relied on the records of the company and representations of the company and officer.

B. During the aforesaid financial year, the Company has complied with provisions of the Act & Rules made there under in respect of:

1. Its status under the Act:

During the year under review, there is no change in the status of the company and the Company is a Public Limited Company.

2. Maintenance of registers/records & making entries therein within the time prescribed therefore:

To the extent of registers/records produced before me, the company has complied with the provisions of the Act and Rules thereunder.



3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within/beyond the prescribed time:

The Company has filed the forms and returns as stated below with the **Registrar of Companies, Delhi & Haryana** through the portal provided by the Ministry of Corporate Affairs, www.mca.gov.in within the prescribed/stipulated time and the rules made there under.

4. Calling/ convening/ holding meetings of Board of Directors or its committees, if any, and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings including the circular resolutions and resolutions passed by postal ballot, if any, have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed:

The Board of Directors duly met 16 (Sixteen) times in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The Audit Committee duly met 5 (Five) times in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The Nomination & Remuneration Committee duly met 3 (Three) times in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The CSR Committee duly met 2 (Two) times in respect of which meetings proper notices were given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

The Annual General Meeting of members of company was held on 30th September, 2023 in respect of which meeting, proper notice was given and the proceedings have been properly recorded in the minutes book/registers maintained for the purpose and same have been signed.

5. Closure of Register of Members / Security holders, as the case may be:

The Company has closed its register of members /security holders as on 29th December, 2023 for issuing Bonus Shares to existing Shareholders.

6. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act:-

During the year under review, there were no instances of providing unsecured loans to the Directors of the Company under Section 185 of the Companies Act, 2013.

7. Contracts/arrangements with related parties as specified in section 188 of the Act:-

During the financial year under review, no Contact/arrangements with related party transactions occurred that fall within the ambit of Section 188 of the Companies Act, 2013.

8. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances:- PAS-3

The transfer & transmission of shares during the financial year were in accordance with the applicable provisions of the Act.

The Company issue 15,30,777 Bonus Shares on 30th December, 2023. The Company has complied with the provision of the Act and Rules thereunder.

Similarly, there was no occasion for the Company to buy back any shares or securities. The company has not altered or reduced share capital/or converted shares/or securities or redeemed any redeemable preference share/debentures during the financial year, as far as the company has no preference shares/debentures.

9. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act:

There were no transactions necessitating the company to keep in abeyance the right to dividend, right shares and bonus shares, pending registration of transfer of shares.

10. Declaration/ payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act:

- i. The Company was not required to deposit any amount in a separate account as no dividend was declared during the year.
- ii. The Company was not required to post any dividend warrants, as no dividend was declared during the financial year.
- iii. There was no occasion for the Company to transfer any amount of unpaid/unclaimed dividend/ other amounts as applicable to Investor Education and Protection Fund in accordance with section 125 of the Act.

11. Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub – sections (3), (4) and (5) thereof:

The financial statements of the Company for financial year 2023-2024 were signed as per the provisions of 134 of the Act and report of directors is as per sub - sections (3) (4) and (5) thereof.



12. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them:

The Board of Directors of the Company is duly constituted. During the financial year under review, the constitution was made in compliance with the provisions of the Act. All directors have disclosed their nature of interest/ concern in Form MBP-1 and the same have been recorded at the Board meeting and minutes of the meeting and the remuneration was paid accordance to regulations of the company.

13. Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act:

M/s Suresh & Associates, Chartered Accountants (FRN No. 003316N), a firm appointed as statutory auditors of the Company in the Annual General Meeting of the company held on 30th September, 2019 for the period of five years. The appointment of Auditors is in compliance and conformity with the Act and Rules.

14. Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act:

The Company was not required to obtain any approval from the Central Government/ Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act.

15. Acceptance/ renewal/ repayment of deposits:

The Company has not invited or accepted any deposits or unsecured loans falling within the purview of sections 73, 74, 75 and 76 of the Act read with Companies (Acceptance of Deposits) Rules 2014.

16. Borrowings from its directors, members, public financial institutions, banks and others and creation/ modification/ satisfaction of charges in that respect, wherever applicable

During the year under review, in my opinion and according to the information and explanation given to me the Company has complied with the provisions of the Act and Rules thereunder.

17. Loans and investments or guarantees given or providing of securities to other bodies corporate or persons falling under the provisions of section 186 of the Act:

During the year under review, there were no instances of granting loans, making investments or guarantees or providing security to other bodies corporate or persons falling under the provisions of Section 186 of the Act.



18. Alteration of the provisions of the Memorandum and/ or Articles of Association of the Company:

The Company adopted the new set of Article of Association and Memorandum of Association of the Company by passing Special Resolution in the Extra Ordinary General Meeting held on 29th December, 2023. The Company has complied with the provision of the Act and Rules thereunder.

Place: New Delhi

Date: 08/10/2024

SONIA
ACS 63389 C.P. No. 24195

Signature:

Name: SONIA

CP No: 24195

UDIN: A063389F001479311

