

27th

Annual Report 2018-2019



Premium

PREMIUM
CAPITAL MARKET &
INVESTMENTS LIMITED



Premium

PREMIUM CAPITAL MARKET & INVESTMENTS LIMITED

BOARD OF DIRECTORS

Mr. Sudarshan Kumar Bandi, Chairman
Dr. Sushma Bandi, Whole time director
Mr. Deoraj Pathak, Independent Director
Mr. Nitin Kanodiya, Independent Director
Mr Vinay F.Kothari, Independent Director

CHIEF FINANCIAL OFFICER

Mr. Jeevan Goyal

AUDITORS

Vishal paliwal & Associates,
Chartered Accountants,
311, 3rd floor Sapna Chamber,
12/1 South Tukhoganj, Indore(M.P)

SECRETARIAL AUDITOR

CS Shiwali Jhanwar
Practicing Company Secretary,
Office Center 203 Center Point,
Sapna Sangeeta Road, Indore(M.P)

REGISTRAR & SHARE TRANSFER AGENT

M/s. Ankit Consultancy Pvt. Ltd.,
Plot No. 60, Electronic Complex,
Pardeshipura, Indore – 452010 (M. P.)

REGISTERED OFFICE

401, Starlit Tower, 4th Floor, 29, Y.N. Road,
Indore (M.P.) - 452003
Tel: 2536127, 2433348

Website: www.premiumcapital.in

NOTICE

NOTICE is hereby given that 27th Annual General Meeting of the Premium Capital Market and Investments Limited will be held at 401, Starlit Tower, 4th Floor, 29 Y. N. Road, Indore (M.P.) - 452003, on Friday, 20th Day of September, 2019 at 10.00 A.M. to transact the following business:

I. ORDINARY BUSINESS:

- 1.** To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019 including Audited Balance Sheet as at 31st March, 2019 and audited Statement of Profit & Loss Account for the year ended on 31st March, 2019 and the Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon, and in this regard pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended March 31, 2019 including Audited Balance Sheet as at 31st March, 2019, the Statement of Profit & Loss Account for the year ended on 31st March, 2019 and the Cash Flow Statement for the year ended on that date together with the Reports of Directors and Auditors thereon be and are hereby considered and adopted.”

II. SPECIAL BUSINESS:

- 2. Re-appointment of Smt. Dr. Sushma Bandi (DIN:01038072), who has attained age above 70 years, as Whole time Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and subject to such other approvals as may be necessary, consent of the members be and is hereby accorded to appoint Smt. Dr. Sushma Bandi (DIN:01038072), who has attained age above 70 years, as Whole time Director of the Company from the conclusion of this Annual General Meeting till the conclusion of the 28th Annual General Meeting on remuneration as per Company Rules / Policies;

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

- 3. Re-appointment of Shri Sudarshan Kumar Bandi (DIN: 00789385), who has attained age of more than 70 years, as Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197 and 203 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013 and subject to such other approvals as may be necessary, consent of the members be and is hereby accorded to appoint Shri Sudarshan Kumar Bandi (DIN: 00789385), who has attained age above 70 years, as Whole time Director of the Company from the conclusion of this Annual General Meeting till the conclusion of the 28th Annual General Meeting on remuneration as per Company Rules / Policies;

“RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

4. Appointment of Mr. Deoraj Pathak (DIN: 06850834) as an Independent Director

To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the company be and is hereby given to the appointment of Mr. Deoraj Pathak (DIN: 06850834), who was appointed as an Additional Director on the Board of the Company effect from 20th March, 2019, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (Five) consecutive years, that is, up to 20th March 2024.”

5. Appointment of Mr. Nitin Kanodiya (DIN: 08374026) as an Independent Director

To consider and if thought fit, to pass, with or without modification(s) the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Sections 149,152 and any other applicable provisions of the Companies Act, 2013 and rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV of the Companies Act, 2013, approval of the members of the company be and is hereby given to the appointment of Mr. Nitin Kanodiya (DIN: 08374026), who was appointed as an Additional Director on the Board of the Company effect from 20th March, 2019, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (Five) consecutive years, that is, up to 20th March 2024.”

6. Sale of investment held by company in unquoted shares of Premium Global Securities Private Limited (“PGSPL”)

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, including any statutory modifications and amendments to each of the foregoing and subject to the Memorandum and Articles of Association of the Company, the requisite approvals, if any, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall include any committee of directors constituted by the Board) to sell or transfer or otherwise dispose of its entire investment in its associate company Premium Global Securities Private Limited (“PGSPL”).

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be necessary from time to time for giving effect to the above resolution.”

7. Sale of investment held by company in unquoted shares of Premium Global Commodities and Derivatives Private Limited (“PGCDPL”)

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, including any statutory modifications and amendments to each of the foregoing and subject to the Memorandum and Articles of Association of the Company, the requisite approvals, if any, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “Board”, which term shall include any committee of directors constituted by the Board) to sell or transfer or otherwise dispose of its entire investment in Premium Global Commodities and Derivatives Private Limited (“PGCDPL”).

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be necessary from time to time for giving effect to the above resolution.”

8. Sale of investment held by company in unquoted shares of Alcama Housing and Developments Private Limited ("AHDPL")

To consider and if thought fit, to pass with or without modification(s) the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and other applicable provisions of the Companies Act, 2013, and the rules made thereunder, including any statutory modifications and amendments to each of the foregoing and subject to the Memorandum and Articles of Association of the Company, the requisite approvals, if any, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "Board", which term shall include any committee of directors constituted by the Board) to sell or transfer or otherwise dispose of its entire investment in Alcama Housing and Developments Private Limited ("AHDPL").

RESOLVED FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as may be necessary from time to time for giving effect to the above resolution."

9. Change in name of the company

To consider and, if thought fit, to pass the following resolution as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 4, 5, 13 and 14 and other applicable provisions, if any, of the Companies Act, 2013 and the applicable rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), and any other applicable law(s), rule(s), regulation(s), guideline(s), the provisions of the Memorandum and Articles of Association of the Company and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and subject to the approval of the Central Government and / or any other authority as may be necessary, consent of the members be and is hereby accorded for change of name of the Company from "**Premium Capital Market and Investment Limited**" to "**Precapmark Consultancy Services Limited**".

RESOLVED FURTHER THAT upon issuance of the fresh certificate of incorporation by the Registrar of Companies consequent upon change of name, the old name "Premium Capital Market and Investment Limited" as appearing in Name Clause of the Memorandum of Association of the Company and wherever appearing in the Articles of Association of the Company and other documents and places be substituted with the new name "Precapmark Consultancy Services Limited".

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorised to sign, execute and file necessary application, forms, deeds, documents and writings as may be necessary for and on behalf of the Company and to settle and finalise all issues that may arise in this regard and to do all such acts, deeds, matters and things as may be deemed necessary, proper, expedient or incidental for giving effect to this resolution and to delegate all or any of the powers conferred herein as they may deem fit."

By order of the Board of Directors
Premium Capital Market and Investments Limited

Place: Indore

Date: 12.08.2019

Registered office

401, Starlit Tower, 4th Floor
29 Y.N. Road, Indore (M.P.) 452003

Sd/-
Sushma Bandi
DIN: 01038072
Whole Time Director

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THIS ANNUAL GENERAL MEETING.

Person can act as proxy on behalf of members not-exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such

Person shall not act as proxy for any other person or shareholder.

2. Register of Member and Share Transfer Book of the Company will remain closed from 14-09-19 to 20-09-19 (both day inclusive).
3. The related Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), in respect of the businesses under item no. 2 to 9 as set out above is annexed hereto.
4. Members are requested to notify immediately any change of address;
 - (i) to their Depository Participants (DPs) in respect of their electronics share account ;and
 - (ii) To the Company's Share Transfer Agents in respect of their physical share folios, if any.
5. Non-resident Indian Shareholders are requested to inform Share Transfer Agent immediately:
 - a) The change in the residential status on return to India for permanent settlement.
 - b) The particulars of NRE Account with a Bank in India .if not furnished earlier.
6. All documents referred to in accompanying notice are open for inspection at the registered office of the Company on all working days, except Saturday between 11.00 A.M.to 1.00.
7. In all correspondence with the company members are requested to quote their folio number and in case shares are held in electronic form, they should quote Client ID and DP ID Number.
8. Members who are holding shares in identical order of names in more than one folio are requested to send to the Company the details of such folio together with the share certificate for consolidating their holding in one folio. The share certificate will be returned to the members after making requisite changes thereon.
9. Members desired of obtaining any information concerning Accounts and Operations of the Company are requested to address their questions in writing to the Company at least 10 days before the date of the Meeting so the information required may be available at the Meeting.
10. The Company has connectivity from the NSDL and CDSL equity shares of the Company may also be held in the Electronic form with any Depository Participant (DP) with whom the members /investors having their depository account. The ISIN No. for the Equity Share of the Company is INE 555D01019. In case of any query/difficulty in any matter relating thereto may be addressed to the Share Transfer Agent Ankit Consultancy Pvt. Ltd, 60, Electronic Complex, Pardesipura, Indore (M.P.).
11. As per the provisions of the Companies Act, 2013 facility for making nominations is available to INDIVIDUALS holding shares in the Company. Therefore the shareholders holding share certificate in physical form and willing to avail this facility may make nomination Form-SH13, which may be sent on request. However, in case of demat holdings; the shareholders should approach to their respective depository participants for making nominations.
12. The relevant details as required by Regulation of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 of person seeking appointment / re-appointment as Directors under item nos. 2 to 4 of the notice, are also annexed.
13. Members who hold shares in dematerialized form are requested to inform their Client ID and DP ID number for easier identification for attendance at the meeting.
14. Shareholders who are still holding physical share certificate(s) are advised to dematerialize their shareholding to avail benefit of dematerialization.

15. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore requested to submit the PAN to the Depository participant with whom they are maintaining the DEMAT account. Member holding shares in physical form can submit their copy of PAN to the Company.
16. The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those members whose email addresses are registered with the company or the Depositories, unless any member has requested for a physical copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode. To support the "Green Initiative", the members who have not registered their email addresses are requested to register the same with Registrar of the Company/ Depositories.
17. Members may also note that the Notice of the 27th Annual General Meeting and the Annual Report for the year 2018-19 will also be available on the Company's website at www.Premiumcapital.in. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during business hours (11.00 A.M. to 1.00 P.M.) on all working days except Saturday and Sunday up to and including the date of the Annual General Meeting of the Company. Even after registering for e-communication, members are entitled to receive such communication in physical form upon making a request for the same, by post. For any communication, the shareholders may also send requests to the Company's investor email id: compliance.premium@gmail.com.
18. A route map and prominent landmark for easy location of the venue of the meeting is enclosed with this Notice.
19. Voting through electronic means In compliance with provisions of Section 108 of the Companies Act, 2013, and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members' facility to exercise their right to vote at the 27th Annual General Meeting (AGM) by electronic means and the business may be transacted through Remote e-Voting Services provided by Central Depository Services (India) Limited (CDSL):

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 17th September 2019, 9:00 am and ends on 19th September 2019 5:00pm. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 16th September 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
- (iii) Click on Shareholders.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:
- (viii)

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of

	0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ii) After entering these details appropriately, click on "SUBMIT" tab.
- (iii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (vi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (viii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (ix) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store, Windows and Apple smart phones. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xiii) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.

- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xiv) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

Other Instructions –

- (i) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date on Monday, 16th September 2019.
- (ii) Mr. Gajendra Singh Shekhawat, Advocate (Reg. No. MP/850/2012) has been appointed as the Scrutinizer to scrutinize the Remote e-Voting process in a fair and transparent manner.
- (iii) **The Scrutinizer shall, immediately after the conclusion of the voting at the general meeting, will first count the votes casted at the meeting, thereafter unblock the votes cast at the meeting, thereafter unblock the votes in the presence of at least two witnesses not in the employment of the Company and make, not later than forty eight hours (48) of conclusion of meeting a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing who shall countersign the same.**
- (iv) **The results declared along with the report of the scrutinizer will be placed on the website of the Company viz. www.premiumcapital.in. and website of CDSL immediately after the results are declared by the Chairman or a person authorized by him and will simultaneously be communicated to the BSE Limited, the Stock Exchange on which the securities of the Company are listed.**
- (v) **Members please note that no gifts shall be distributed at the meeting.**

By order of the Board of Directors
Premium Capital Market and Investments Limited

Place: Indore
Date: 12.08.2019

Registered office
401, Starlit Tower, 4th Floor
29 Y.N. Road, Indore (M.P.) 452003

Sd/-
Sushma Bandi
DIN: 01038072
Whole Time Director

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of resolutions at item no. 2 to 9

Item No. 2

Smt. Dr. Sushma Bandi, aged 71 years, with qualification of MBBS degree, had years of rich industrial experience and managerial experience. She is promoter of the Company and was whole time director of the company in initial years. She was appointed as Whole time Director of the Company w.e.f. 7th November, 2015.

Smt. Dr. Sushma Bandi has attained age of more than seventy years The Board considers that her continued association would be of immense benefit to the Company and it is desirable to continue to avail her services.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Smt. Dr. Sushma Bandi as Whole time Director of the Company.

Smt. Dr. Sushma Bandi, being an appointee and being spouse of Shri Sudarshan Kumar Bandi (Director) is concerned or may be interested, financially or otherwise ,in the resolution set out at Item No. 2.

This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Item No. 3

Shri Sudarshan Kumar Bandi, aged 72 years, is a fellow member of the Institute of Chartered Accountants of India and having more than 42 years of rich industrial experience and managerial experience. He has been chairman of Indore branch of CIRC for two terms. He has extensive experience of more than three decades in the fields of Accountancy, Audit and Corporate Finance.

Shri Sudarshan Kumar Bandi has attained age of more than seventy years. He has rich and varied experience in the industry and has been involved in the operations of the Company. It would be in the interest of the Company to continue to avail of his considerable expertise and to re-appoint Shri Sudarshan Kumar Bandi as a Director.

Accordingly, consent of the Members is sought for passing Special Resolution as set out in this item of the Notice for re-appointment of Shri Sudarshan Kumar Bandi as Director of the Company.

Shri Sudarshan Kumar Bandi, being an appointee, and spouse of Smt. Dr. Sushma Bandi (Director),is concerned or may be interested, financially or otherwise, in the resolution set out at Item No. 3.

This Explanatory Statement may also be regarded as an appropriate disclosure under the Listing Regulations.

Item No. 4

Based on the recommendation of Nomination and Remuneration Committee (NR Committee) and pursuant to provisions of Sections 149, 150, 152, Schedule IV and other applicable provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, Mr. Deoraj Pathak (DIN: 06850834) was appointed as additional director in the category of non-executive independent director of the Company for a term of 5 (Five) years with effect from March 20, 2019 subject to approval of shareholders in the Annual General Meeting of the Company.

Mr Deoraj Pathak is M. Com from Gujrati Commerce Collage (Indore), DAVV University. He is also a director of The Silver Linings Films Private Limited, a private limited company, Since 01/04/2014.

Accordingly, the Board recommends the resolution for confirmation of appointment of Mr Deoraj Pathak as an Independent Director for the approval by the shareholders of the Company by way of an ordinary resolution in this AGM.

The Company has received declaration to this effect that he meets the criteria of Independent Director as provided under section 149 (6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.