

## P R HOLDINGS LIMITED

Regd. Office: R-489, G F - C, New Rajinder Nagar, New Delhi - 110060  
Tel No.: 011 - 42475489, Email Id: [prholding1983@gmail.com](mailto:prholding1983@gmail.com) Website : [www.prholding.in](http://www.prholding.in)  
CIN: L27310DL1983PLC314402

Mrs. **Sakshi Gupta**  
D/o Shri Rajnath Gupta  
W/o Shri. Piyush Gupta  
1136, Main Bazar, Paharganj,  
Swami Ram Tirth Nagar S.O.,  
Swami Ram Tirth Nagar,  
New Delhi - 110055  
PAN : ALJPG4986G  
DIN : 09773654

10.11.2022

**SUB : - APPOINTMENT AS AN ADDITIONAL EXECUTIVE DIRECTOR  
DESIGNATED AS WHOLE TIME DIRECTOR & C.F.O.**

Dear Madam,

On behalf of the Company, I write to confirm your appointment as Additional Executive Director designated as "Whole Time Director & Chief Financial Officer" (WTD & CFO) of "P R Holdings Limited" (the Company) on the following terms and conditions :

**Terms & Termination**

Upon recommendation of Nomination and Remuneration Committee, the Board considered and approved the appointment of Mrs. Sakshi Gupta (DIN:09773654), as an Additional Executive Director designated as Whole Time Director & Chief Financial Officer (WTD & CFO) of the Company w.e.f. 10<sup>th</sup> November, 2022, to hold Office for a period of 5 (five) years, subject to the approval & consideration of Members at the forthcoming General Meeting.

The term Whole Time Director should be construed as defined under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, as amended from time to time.

Agreement may be terminated earlier by either party after giving three months notice.

**Board Committee(s)**

The Board of Directors (the Board) may, if it deems fit, invite you for being appointed on one or more Board Committee(s) or any such Committee that is to be set up in the future. Your appointment on such Committee(s) will be subject to the applicable rules, regulations and laws.

You undertake to frame/constitute/re-constitute/amend/modify the various Committee(s), Code and Policies, etc., as may be legally required and Comply with requirements & compliances.

**Duties & Powers**

You shall devote your time and attention to the business of the Company and carry out such duties as may be entrusted to you by the Board from time to time and as separately communicated to you. Subject to the supervision and control of the Board, you shall be entrusted with powers of management which are in connection with and in the best interests of the business of the Company and the business of any one or more of its associated concerns/ companies and / or subsidiaries, including performing duties as assigned to by the Board from time to time by serving on the Boards of such associated companies and/ or subsidiaries or any other executive body or any committee(s) and shall not exceed the powers so delegated by the Board.

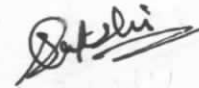
You undertakes to employ the best of your skill and ability to make your utmost endeavors to promote the interests and welfare of the Company and to conform to and comply with the directions and regulations of the Company and all such orders and directions as may be given to you from time to time by the Board.

**Remuneration**

So long as you performs your duties and confirms to the terms and conditions contained in this Agreement and, you shall, subject to such approvals as may be required, be entitled to the following remuneration subject to deduction at source of all applicable taxes in accordance with the laws for the time being in force.

For P.R. HOLDINGS LTD.

*Richa Gupta*  
Director/Auth. Sign.



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CIN: L27310DL1983PLC314402

**A. SALARY:** Rs. 25,000/- per month, on consolidated basis, with an annual increment as may be decided by the Board and will be merit-based and take into account the Company's performance as well.

**B. Benefits, Perquisites, Allowances:**

In addition to the basic salary, you shall be entitled to following benefits and perquisites:

- Telecommunication facilities including broadband, internet and mobile for Official use only.
- Hospitalization and major medical expenses.
- Leave in accordance with the Rules of the Company.
- Reimbursement of actual out of pocket expenses for Official duties only.

**Variation**

The terms and conditions of the appointment of the Whole Time Director & Chief Financial Officer and / or this Agreement may be altered and varied from time to time by the Board as it may, in its discretion deem fit, irrespective of the limits stipulated under Schedule V to the Companies Act, 2013 or any amendments made hereafter in this regard in such manner as may be agreed to between you and the Board, subject to such consents/ approvals as may be required.

**Confidentiality**

You are aware that in the course of your employment, you will have access to and be entrusted with information in respect of the business and finances of the Company including IP, processes and product specifications, etc. and relating to its dealings, transactions and affairs and likewise in relation customers or clients all of which information is or may be of a confidential nature.

You shall not except in the proper course of performance of your duties during or at any time after the period of your employment or as may be required by law divulge/ disclose to any person whatever or otherwise make use of and shall use your best endeavors to prevent the publication or disclosure of any confidential information of the Company or any of its suppliers, agents, distributors or customers, etc.

All notes, memoranda, documents and confidential information concerning the business of the Company or any of its suppliers, agents, distributors or customers which shall be acquired, received or made by you during the course of your employment shall be the property of the Company and shall be surrendered by you to the Company upon the termination of your employment or at the request of the Board at any time during the course of your employment.

**Non - Competition**

You covenants with the Company that you will not, without the prior written Consent of the Board, carry on or be engaged, directly or indirectly, either on your own behalf or on behalf of any person, manager, agent, consultant or employee of any person or firm, in any activity or business, in India or Overseas, which shall, directly or indirectly, be in competition with the business of the Company.

**Code of Conduct & Policies & Committee(s)**

The provisions of the Code of Conduct of the Company shall be deemed to have been incorporated into the Agreement by reference, and you shall during your term, abide by the provisions of the Code of Conduct in spirit and in letter and commit to assure its implementation.

You also undertake to Constitute, Frame and Implement and Comply with and execute the Policies and various Committee(s) & Minutes, Rules & Regulations, etc.

**Performance Evaluation**

The Board of Directors will carry out an evaluation of the performance of the Board as a whole, Committee(s) and Director(s) on an annual basis as per Company's Policy. Your appointment on the Board shall be subject to the outcome of the yearly evaluation process.

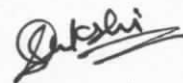
**Summary Termination of Employment**

Your Employment may be terminated by Company without Notice:

- if you are found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company; or

For P.R. HOLDINGS LTD.

Richa Gupta  
Director/Auth. Sign.



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- in the event of any serious or repeated or continuing breach or non-observance by you of any of the stipulations contained in the Agreement;
- in the event the Board expresses its loss of confidence in you.

### **Prohibition on Insider Trading/ Dealings**

You will follow the Company's Code of Conduct for Prevention of Insider Trading and requirements under the Companies Act, 2013 and SEBI Regulations, which inter - alia require that price-sensitive information relating to the Company, is not used or transmitted and is maintained securely.

### **Resignation from Directorship**

Upon the Termination by whatever means of your Directorship/ Employment:

You shall immediately tender your resignation from Office as a Director and as a Whole Time Director & Chief Financial Officer of the Company without claim for compensation for loss of office and in the event of your failure to do so the Company is hereby irrevocably authorised to appoint some person in your place and on your behalf to sign and deliver such resignation to the Company.

You shall not, without the written consent of the Company at any time thereafter, represent yourself as connected with the Company or any of the subsidiaries and associated companies or Others.

### **Agreement co-terminus with Directorship**

As and when this Agreement expires or is terminated for any reason whatsoever, you shall cease to be as a Director and also as a 'Whole Time Director & Chief Financial Officer.' If at any time, you ceases to be a Director of the Company for any reason whatsoever, you shall cease to be the Whole Time Director & Chief Financial Officer and this Agreement shall forthwith stand Terminated.

### **Notice(s)**

Notice(s) may be given by either Party by Email and/or Letter addressed to the other Party at, in the case of the Company, at its registered office for the time being and in the case of the Whole Time Director & Chief Financial Officer at her last known address and any Notice given by Email and/or Letter shall be deemed to have been given at the time at which the letter would be delivered in the ordinary course of post or if delivered by hand upon delivery and in proving service by post it shall be sufficient to prove that the Notice was properly addressed and posted.

With Best Wishes.

*Please Confirm your agreement to the above by signing and returning the duplicate of this Letter.*

Yours Sincerely,

For P.R. HOLDINGS LTD.

For P R HOLDINGS LTD. *Richa Gupta*

**RICHA GUPTA**  
Authorised Signatory / Director  
DIN : 07223813

Director/Auth. Sign.

**I Confirm & Consent and Agree to the above**

*Dakshini*

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

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

Registration No. of Company : L27310DL1983PLC314402  
Nominal Capital Rs. : 3,24,50,000/-  
Paid-up Capital Rs. : 1,89,00,000/-  
Name of Company : **P R HOLDINGS LIMITED**  
Address of its Registered Office : R-489, GF-C, Ground Floor, New Rajinder  
Nagar, New Delhi - 110060


To  
The Board of Directors

I, Sakshi Gupta (DIN No. 09773654), daughter of Shri Rajnath Gupta, W/o Shri. Piyush Gupta, resident of 1136, Main Bazar, Paharganj, Swami Ram Tirth Nagar S.O., Swami Ram Tirth Nagar, New Delhi - 110055, being the proposed Additional Executive Director and designated as Whole-time Director & Chief Financial Officer in the company, hereby give notice that I am / was director in following companies during the last three years:-

| Name of the Company | Date of Appointment | Date of Cessation |
|---------------------|---------------------|-------------------|
| NIL                 | NA                  | 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.

Place: New Delhi  
Date: 02.11.2022

  
(Sakshi Gupta)  
DIN No. 09773654  
Add. : 1136, Main Bazar, Paharganj,  
Swami Ram Tirth Nagar S.O.,  
Swami Ram Tirth Nagar, New  
Delhi - 110055  
Email : [ishitagupta121005@gmail.com](mailto:ishitagupta121005@gmail.com)  
PAN : ALJPG4986G  
Mobile : 9868320833

**FORM MBP - 1**

**Notice of interest by director**  
[Pursuant to section 184 (1) and rule 9(1)]


To  
The Board of Directors  
**P R Holdings Limited**  
CIN: L27310DL1983PLC314402  
R - 489, GF - C, New Rajinder Nagar,  
New Delhi - 110060

**Dear Sir(s)**

I, Sakshi Gupta (DIN No. 09773654), daughter of Shri Rajnath Gupta, W/o Shri. Piyush Gupta, resident of 1136, Main Bazar, Paharganj, Swami Ram Tirth Nagar S.O., Swami Ram Tirth Nagar, New Delhi - 110055, being the proposed Additional Executive Director and designated as Whole-time Director & Chief Financial Officer 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:-

| S. 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 |
|--------|---|---|--------------|---|
|        | NIL   | NA  | NA           | NA  |

Place: New Delhi  
Date: 02.11.2022

  
(Sakshi Gupta)  
DIN No. 09773654  
Add. : 1136, Main Bazar, Paharganj,  
Swami Ram Tirth Nagar S.O.,  
Swami Ram Tirth Nagar, New  
Delhi - 110055  
Email : [ishitagupta121005@gmail.com](mailto:ishitagupta121005@gmail.com)  
PAN : ALJPG4986G  
Mobile : 9868320833

**Form DIR-2**  
**Consent to act as a Director of a company**  
**[Pursuant to section 152(5) and rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014]**

To,  
**P R HOLDINGS LIMITED (CIN: L27310DL1983PLC314402)**  
**R - 489, GF - C, NEW RAJINDER NAGAR,**  
**NEW DELHI - 110060**

**Subject: Consent to act as Director (Whole Time Director & C. F. O.)**

I, SAKSHI GUPTA, hereby give my consent to act as director of **P R HOLDINGS LIMITED**, pursuant to sub-section (5) of Section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN) : 09773654  
2. Name (in full) : SAKSHI GUPTA  
3. Father's Name (in full) : RAJNATH GUPTA  
4. Address : 1136, MAIN BAZAR, PAHARGANJ,  
SWAMI RAM TIRTH NAGAR,  
NEW DELHI - 110022  
5. E-mail id : ishitagupta121005@gmail.com  
6. Mobile no. : 9868320833  
7. Income-tax PAN : AIJPG4986G  
8. Occupation : SERVICE  
9. Date of birth : 22.12.1980  
10. Nationality : INDIAN  
11. No. of companies in which I am already a Director and  
out of such companies the names of the companies in which  
I am a Managing Director, Chief Executive Officer, Whole  
time Director, Secretary, Chief Financial Officer, Manager. : NIL  
12. Particulars of membership No. and Certificate of practice : NIL  
no. if the applicant is a member of any professional Institute.  
Specifically state NIL if none.

**DECLARATION**

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any company under this Act or any previous company law in the last five years. I further declare that if appointed my total Directorship in all the companies shall not exceed the prescribed number of companies in which a person can be appointed as a Director (WTD & CFO).

I further declares that I am not required to obtain the security clearance from the Ministry of Home Affairs, Government of India, before seeking appointment as director.

Date : 02.11.2022  
Place : New Delhi



(Sakshi Gupta)  
DIN No. 09773654

Add. : 1136, Main Bazar, Paharganj,  
Swami Ram Tirth Nagar S.O.,  
Swami Ram Tirth Nagar,  
New Delhi - 110055

Email : [ishitagupta121005@gmail.com](mailto:ishitagupta121005@gmail.com)  
PAN : AIJPG4986G  
Mobile : 9868320833

**Attachments:**

1. Proof of Identity : PAN CARD
2. Proof of residence : AADHAAR CARD

भारत सरकार  
GOVERNMENT OF INDIA

साक्षी गुप्ता  
SAKSHI GUPTA

जन्म वर्ष / Year of Birth : 1980  
महिला / Female

9386 5831 2956

आधार - आम आदमी का अधिकार

भारतीय विशिष्ट पहचान प्राधिकरण  
UNIQUE IDENTIFICATION AUTHORITY OF INDIA

पता : W/O पियुष गुप्ता, 1136, मेन बाजार, पहाड़गंज, स्वामी राम तीर्थ नगर, सेंट्रल दिल्ली, दिल्ली, 110055

Address: W/O PIYUSH GUPTA, 1136, MAIN BAZAR, PAHARGANJ, Swami Ram Tirth Nagar S.O, Swami Ram Tirth Nagar, Central Delhi, Delhi, 110055

1947  
1800 190 1947

help@uidai.gov.in

www.uidai.gov.in

P.O. Box No. 1947, Bengaluru-560 001

आयकर विभाग  
INCOME TAX DEPARTMENT

भारत सरकार  
GOVT. OF INDIA

SAKSHI GUPTA

RAJNATH GUPTA

22/12/1980  
Permanent Account Number  
AIJPG4986G

Signature

03032005