

AJAY K. GOYAL & CO.
COMPANY SECRETARIES

B-75/1, 2ND FLOOR, GANESH NAGAR,
NEAR JANAK PURI (EAST), NEW DELHI - 110018
Mobile: 98103-98621
E.Mail-akgfc4049@yahoo.co.in

HALF YEARLY SHARE TRANSFER COMPLIANCE CERTIFICATE

(Certificate pursuant to Clause 47 of the Listing Agreement for the half yearly ended 30th September, 2012)

I have examined all Share Transfer Deeds, Memorandum of Transfers, Registers, files and other documents relating to *Priti Mercantile Company Limited* maintained by *Indus Portfolio Private Limited (R&TA)* pertaining to transfer of equity shares of the company for the period from *1st April, 2012 to 30th September, 2012* for the purpose of issuing a Certificate as per Clause 47(C) of the Listing Agreement entered into by, *Priti Mercantile Company Limited* with UPSE (Uttar Pardesh Stock Exchange), BSE and basing on the information provided by the Company and hereby certify that the Company has delivered during half year ended on *30th September, 2012.*

- A) Share Certificate relating to the Share Transfer Deeds received during the period from *1st April, 2012 to 30th September, 2012* as entered in the Memorandum of Transfers have been issued within one month from respective date of lodgment of each deed excepting those rejected on technical grounds.
- B) Share Certificates in respect of requests for exchange of duplicate and split certificates have been issued within one month of lodgment.
- C) There is no case of sub-division, consolidation, renewal, exchange of certificates, endorsement for payment of call/allotment money.

Place- New Delhi
Date - 10th October, 2012



JAY K. GOYAL & CO.
Company Secretaries

(AJAY GOYAL)
Proprietor
M. No. 4049
CP No. 2527

AJAY K. GOYAL & CO.

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RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

(Pursuant to Regulation 55A of the SEBI (Depositories and Participants) Regulations, 1996)

1. For Quarter Ended 30-09-2012
2. ISIN NO. INE 793G01019
3. Face Value Rs. 10/-
4. Name of the Company **PRITI MERCANTILE COMPANY LIMITED**
5. Registered Office Address 10-B, VIP Colony, Civil Line,
Rampur (U.P.)
6. Correspondence Address 15/76, Old Rajinder Nagar, 2nd Floor,
New Delhi -110060
7. Telephone & Fax Nos. 011-42436846, 47, 49, Fax: 011-25818446
8. Email address pritimercantile@gmail.com
9. Names of the Stock Exchanges where the company's securities are listed
**The Uttar Pradesh Stock Exchange Association Ltd
Bombay Stock Exchange (BSE)**
10. Issued Capital Rs. 13,37,67,000/-
11. Listed Capital UPSE – 1,33,76,700 (100%)
(Exchange -wise) BSE - 1,33,76,700 (100%)
(as per company records)
12. Held in dematerialised form in CDSL - 1498541 (11.20%)
13. Held in dematerialised form in NSDL - 11560409 (86.42%)
14. Physical - 317750 (2.38%)
15. Total No. of Shares (12+13+14) - 1,33,76,700 (100%)
16. Reasons for difference if any, between (10&11), (10&15) & (11&15) –NIL



17. Certifying the details of changes in share capital during the quarter under consideration as per Table Below:

Particulars	No of Shares	Applied/ Not applied for listing	Listed on Stock Exchanges	whether intimated to CDSL	whether intimated to NSDL	In-prin appr. pend. For SE
-----NIL-----						

18. Register of Members is updated Yes

19. Reference of previous quarter with regards to excess dematerialized shares, if any. NIL

20. Has the company resolved the matter mentioned in point no. 19 above in the in the current quarter? If not, reason why? N.A

21. Total no. of requests confirmed after 21 days and the total no. of requests pending beyond 21 days:

Total No of demat requests Confirmed after 21 days	No of requests	No of shares	Reasons for
Pending for more than 21 days	NIL	NIL	
	NIL	NIL	

22. Name, Telephone & Fax No. of the Compliance officer of the Company.

Mr. R. K. MODI, 011-42436846, 47, 49, Fax: 011-25818446

23. Name, Address, Tel. & Fax No., Regn. No. of the Auditor.

AJAY K. GOYAL & CO.. (Regn. No. 4049)
ADDRESS : B-75/1, 2ND FLOOR, GANESH NAGAR,
NEAR JANAK PURI (EAST), NEW DELHI -110018
Tel: 9810398621

24. Appointment of Common agency for share registry work

INDUS PORTFOLIO PRIVATE LIMITED

25. Other Information : NIL

Certified By
For AJAY K. GOYAL & CO.
Company Secretaries


(AJAY GOYAL)
Proprietor

Date: 10-10-2012
Place: NEW DELHI



PRITI MERCANTILE COMPANY LTD.

Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: **PRITI MERCANTILE COMPANY LIMITED**
Quarter ending on: **30/09/2012**

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	YES	
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	YES	
(C) Other Provisions as to Board and Committees	49 (IC)	YES	
D) Code of Conduct	(49 (ID)	YES	PART OF ANNUAL REPORT
II. Audit Committee	49 (II)	YES	
(A) Qualified & Independent Audit Committee	49 (IIA)	YES	
(B) Meeting of Audit Committee	49 (IIB)	YES	
(C) Powers of Audit Committee	49 (IIC)	YES	
(D) Role of Audit Committee	49 II(D)	YES	
(E) Review of Information by Audit Committee	49 (IIE)	YES	
III. Subsidiary Companies	49 (III)	YES	
IV. Disclosures	49 (IV)	YES	
(A) Basis of Related Party Transactions	49 (IV A)	YES	PART OF ANNUAL REPORT
(B) Disclosure of Accounting Treatment	49 (IV B)	YES	
(C) Board Disclosures	49 (IV C)	YES	
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	YES	
(E) Remuneration of Directors	49 (IV E)	YES	
(F) Management	49 (IV F)	YES	
(G) Shareholders	49 (IV G)	YES	
V. CEO/CFO Certification	49 (V)	YES	PART OF ANNUAL REPORT
VI. Report on Corporate Governance	49 (VI)	YES	PART OF ANNUAL REPORT
VII. Compliance	49 (VII)	YES	PART OF ANNUAL REPORT

NEW DELHI

For. PRITI MERCANTILE COMPANY LIMITED

13-10-2012


Managing Director

Corporate Office : 15/76, Old Rajinder Nagar, IInd Floor, New Delhi-110060

Tel. : 011-42436846, 47, 49 Fax : 011-25818446 Email : pritimercantile@gmail.com

Regd. Office : B-10, VIP Colony, Civil Lines, Rampur, U.P.-244901