

SPECULAR MARKETING & FINANCING LTD.

REG. OFFICE: EC-4052, 4th Floor, Bharat Diamond Bourse, BKC, Bandra East, Mumbai - 400051

PHONE: 23682859 EMAIL: specmkt@gmail.com

CIN NO. L51900MH1985PLC034994

09.07.2021

Scrip Code No. 512153

To
The Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai - 400 001

SUB: Reconciliation of Share Capital Audit Report for the Quarter ended 30.06.2021

Dear Sir,

Attached herewith the Reconciliation of Share Capital Audit Report for the quarter ended 30.06.2021 as per provision of Regulation 76 of the Securities And Exchange Board Of India (Depositories And Participants) Regulations, 2018.

This is for your information and records only.

Thanking you,

For Specular Marketing and Financing Limited



Shreyas Mehta
Managing Director
DIN: 00211592

Encl: As above

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

| | | | |
|-----|---|---|--|
| 1. | For Quarter Ended | : | 30.06.2021 |
| 2. | ISIN | : | INE808W01012 |
| 3. | Face Value | : | Rs. 10/- per equity share |
| 4. | Name of the Company | : | Specular Marketing & Financing Ltd |
| 5. | Registered Office Address | : | EC-4052, 4 th Floor, Bharat Diamond Bourse, BKC, Bandra East, Mumbai - 400051 |
| 6. | Correspondence Address | : | EC-4052, 4 th Floor, Bharat Diamond Bourse, BKC, Bandra East, Mumbai - 400051 |
| 7. | Telephone & Fax No. | : | Tel : 22657423 Fax : 23630623 |
| 8. | Email Address | : | specmkt@gmail.com |
| 9. | Names of the Stock Exchange where the company's securities are listed | : | Bombay Stock Exchange Ltd (BSE) |
| | | | No. of Shares % of total Issued Capital |
| 10. | Issued Capital | : | 248000 |
| 11. | Listed Capital Bombay Stock Exchange Ltd | : | 248000 100.00 % |
| 12. | Held in dematerialized form in CDSL | : | 52175 21.04 % |
| 13. | Held in dematerialized form in NSDL | : | 150575 60.71 % |
| 14. | Physical | : | 45250 18.25 % |
| | | | ----- |
| 15. | Total No. of shares (12+13+14) | : | 248000 ===== |
| 16. | Reasons for difference if any, between (10 & 11), (10&15), (11&15) | : | N. A. |

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. pending for SE |
|-------------|---------------|----------------------------------|---------------------------|---------------------------|---------------------------|--------------------------------|
| | | ----- | NIL | ----- | | |



| | | | |
|-----|--|---|------|
| 18. | Register of Members is updated if not, updated upto which date | : | YES |
| 19. | Reference of previous quarter with regards to excess dematerialized shares, if any | : | N.A. |
| 20. | Has the company resolved the mater mentioned in point no. 19 above in the current quarter? if not, reason why? | : | N. A |

21. Mentioned the total no. of requests, if any confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay:

| Total No. of demat requests | No. of requests | No. of shares | Reason for delay |
|-------------------------------|-----------------|---------------|------------------|
| Confirmed after 21 Days | NIL | NIL | ----- |
| Pending for more than 21 days | NIL | NIL | ----- |

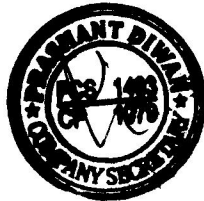
| | | | |
|-----|--|---|--|
| 22. | Name, Telephone & Fax No. of the Compliance Officer of the Company | : | Ms. Pooja (Company Secretary) Tel : 022-26756800 <u>Note:</u> Ms. Pooja has been appointed as Company Secretary and Compliance Officer of the Company w.e.f. 18.05.2021 |
| 23. | Name, Address, Tel & Fax No. Regn. No of the Auditor | : | Mr. Prashant Diwan Practicing Company Secretary B-703/704, Anand Sagar, M.G. Road, Kandivali (West), Mumbai -400067 FCS No. : 1403 CP No.: 1979 |
| 24. | Appointment of common agency for share registry work | : | Link Intime India Private Limited C-101, 247 Park, L B S Marg, Vikhroli (West), Mumbai - 400083 |
| 25. | Any other detail that the auditor may like to provide. (e.g. BIFR company, delisting from SE, company changed its name etc.) | : | As per annexure A |

Note: I have not carried out the physical verification of any records due to prevailing conditions of COVID 2019 in the country. I have relied upon the statement/report as made available by the Company / Registrar and Transfer Agent through digital mode.

PR NO: 530/2017
UDIN: F001403C000637368

Date: 15.07.2021

Place: Mumbai



PRASHANT DIWAN

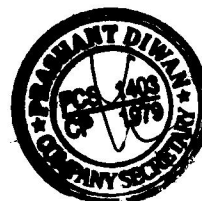
Prashant Diwan
COMPANY SECRETARY
FCS: 1403 / CP: 1979

**RECONCILIATION OF SHARE CAPITAL AUDIT REPORT OF SPECULAR MARKETING & FINANCING LTD
FOR QUARTER ENDED 30TH JUNE, 2021**

Point No 25- Any other detail that the auditor may like to provide

Annexure A

- A) The Board of Directors of the Company has approved the following matters at Board Meeting held on 08.04.2021:
- I. Increase the Authorized Share Capital of the Company from INR25,00,000/- to INR1,00,00,000/- .
 - II. The Change of name of the Company from "Specular Marketing And Financing Limited" to "M Lakhamsi Global Limited" or as may be approved by the Central Registrar of Companies.
 - III. Increase the Borrowing Limits of the Company upto INR 50,00,00,000/-
 - IV. Alteration of the main objects of the Company and amend the Memorandum of Association accordingly.
 - V. Appointment of Mr. Nilesh Damjibhai Vira (DIN: 00429203) as Additional Director (Executive Director) of the Company
 - VI. Enter into Business Succession Agreement between M. Lakhamsi and Co. (Partnership Firm) and the Company for succession of ongoing business run by M. Lakhamsi and Co and in turn issue and allot 6,00,000 (Six Lakhs) Equity Shares at a price to be determined in accordance with the pricing formula prescribed under Chapter V of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 for consideration other than cash (i.e. in lieu of succession of business including assets and liabilities of M. Lakhamsi and Co. (Partnership Firm) for discharging the consideration for succession of business.
 - VII. The Notice of Extra-Ordinary General Meeting.
 - VIII. Adoption of new sets of Article of Association of the Company to make it in line with Companies Act, 2013.
 - IX. Acceptance of the resignation of Mr Tejas Shah from the post of Company Secretary, Key Managerial Personnel (KMP) and Compliance Officer of the Company w.e.f.31st March, 2021.
- B) The Company has received the letter from Fast Track Finsec Private Limited, SEBI Registered Merchant Banker and Manager regarding Mr. Sanjiv Mulchand Sawla ("Acquirer 1") and Mr. Mulchand Lakhamsi Sawla (" Acquirer 2") have made an announcement of an Open Offer for acquisition of upto 64,480 fully paid-up Equity Shares of face value INR 10/ - (Rupees Ten Only) each from the shareholder of the Company and they have also made Public Announcement in newspaper as per Regulation 3 & 4 of the Securities Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2010.
- C) Fast Track Finsec Pvt. Ltd. ("Manager to Open Offer") has submitted to BSE a copy of Detailed Public Statement in terms of Regulations 3 and 4 read with Regulations 13, 14 and 15(2) and other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("Takeover Regulations") to the Public Shareholders of Specular Marketing & Financing Ltd ("Target Company").
- D) Extra Ordinary General Meeting of Shareholders of the Company held on 07.06.2021 have approved the following matters :
- i. Increase the Authorized Share Capital of the Company.
 - ii. Alteration of the main objects of the Company and amend the Memorandum of Association.
 - iii. Change of name of the Company
 - iv. Increase the Borrowing Limits of the Company upto INR 50,00,00,000/-
 - v. Adoption of new sets of Article of Association as per Companies Act, 2013.



- vi. Issue of Equity Shares on Preferential Basis to the Non Promoter for succession of business from M Lakhamsi and Company.
- E) The Board of Directors has appointed Ms. Pooja as Whole-time Company Secretary cum Compliance Officer of the Company w.e.f. 18.05.2021.
- F) Fast Track Finsec Pvt. Ltd. ("Manager to Open Offer") has submitted to BSE a copy of Corrigendum to the Public Announcement, Detail Public Statement and Draft Letter of Offer with respect to the Open Offer to the Public Shareholders of Specular Marketing & Financing Ltd ("Target Company").
- G) Fast Track Finsec Pvt. Ltd. ("Manager to Open Offer") has submitted to BSE Letter of Offer in relation to an Open Offer to the Public Shareholders of the Company.
- H) Fast Track Finsec Pvt. Ltd. ("Manager to Open Offer") has submitted to BSE a copy of Recommendation of Committee of Independent Directors for the proposed Open Offer to the Public Shareholders of Specular Marketing & Financing Ltd ("Target Company").

PR NO: 530/2017
UDIN: F001403C000637368



Date: 15.07.2021
Place: Mumbai

PRASHANT DIWAN

A handwritten signature in black ink, appearing to read "Prashant Diwan".

COMPANY SECRETARY
FCS: 1403 / CP: 1979