

Parnami Credits Limited

CIN: L65910MH1993PLC302405

Regd. Office: 3rd Floor, A-514, TTC Industrial Area, MIDC, Mahape, Navi Mumbai – 400701.

Email: parnamilimited@gmail.com / website: parnamicredits.in / Phone: 022 49762795

NOTICE OF POSTAL BALLOT

Dear Member(s),

NOTICE of Postal Ballot is hereby given, pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration), Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Secretarial Standards-2 (SS-2), to transact the following special businesses by passing the special resolution set out below through Postal Ballot including voting through electronic means.

The Company is desirous of seeking your consent to the proposal contained in the Resolution set out below. A statement under Section 102 of the Companies Act, 2013, giving all material facts and the reasons for the Resolution is also annexed.

The Board of Directors, vide circular resolution dated 6th November, 2018, had appointed M/s. KARM & Co., as the Scrutinizer for conducting the postal ballot voting process in a fair and transparent manner.

You are requested to read carefully the instructions given in the Postal Ballot Form and Postal Ballot Notice and vote either for or against the Resolution and return the said Form duly completed and signed, in the postage prepaid self-addressed envelope so as to reach the Company not later than 5:00 p.m. on Saturday, 15th December, 2018.

E-voting Option

In accordance with the provisions of Section 110 of the Companies Act, 2013 read with the applicable rules of Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are pleased to offer e-voting facility also as an alternate for our members which would enable you to cast your votes electronically, instead of physical Postal Ballot Form. E-voting is optional and all the members (whether holding share in demat form or physical form) may vote either by completing and dispatching the postal ballot form by post or by e-voting. The Company has engaged the services of National Securities Depository Limited (NSDL) for the purpose of providing e-voting facility to all its members. Please read carefully and follow the instructions on e-voting printed in this Postal Ballot Notice.

The Scrutinizer will submit their report to the Chairman or any other Director of the Company as authorised by the Board, upon completion of scrutiny of postal ballots in a fair and transparent manner and the result of the postal ballot/e-voting will be announced on or before Monday, 17th December, 2018 at the Registered Office of the Company. The result of the postal ballot/e-voting will also be posted on the Company's website www.parnamicredits.in and communicated to the Bombay Stock Exchange Limited (BSE). The date of announcement of result of postal ballot/ e-voting shall be taken to be the date of passing of the resolution.

Item of business requiring consent of shareholders through Postal Ballot/ e-voting:

1. To approve the Change of name of the Company:

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

“RESOLVED THAT pursuant to the provision of Section 4, 13 and 14 of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force) and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Incorporation) Rules, 2014, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification or re-enactment thereof, for the time being in force), provisions of the Memorandum and Articles of Association of the Company, and subject to approval of the Central Government (power delegated to Registrar of Companies), the consent of the members of the Company be and is hereby accorded to change the name of the Company from **“Parnami Credits Limited”** to **“Qgo Finance Limited”**

RESOLVED FURTHER THAT pursuant to Section 13, 14 and other applicable provisions, if any, of the Companies Act, 2013 (including any modification or re-enactment thereof) the name **“Parnami Credits Limited”** wherever it appears in the Memorandum and Articles of Association of the Company be substituted by the new name **“Qgo Finance Limited”**.

RESOLVED FURTHER THAT Directors of the Company, Chief Financial Officer and Company Secretary be and is hereby authorized to sign and execute all such letters, applications, forms and such other documents as may be required to be signed and submitted by the Company with the Ministry of Corporate Affairs or the Registrar of Companies as the case may be, and other concerned authorities and to do all such acts, deeds and things so as to effectively implement this resolution.”

For Parnami Credits Limited

Sd/-

Rear Admiral Vineet Bakhshi (Retired)

Chairman and Additional Director

DIN: 02960365

Place : 13/11/2018

Date : Navi Mumbai

Regd. Office:

PARNAMI CREDITS LIMITED

CIN: L65910MH1993PLC302405

3rd Floor, A-514, TTC Industrial Area, MIDC, Mahape, Navi Mumbai - 400701

Tel: 022 49762795

E-mail : parnamilimited@gmail.com

Website: www.parnamicredits.in

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102
OF THE COMPANIES ACT, 2013**

Item No :1

The Company with the approval of requisite authorities has undergone change in the management with a view to give new identity to the Company. The new management of the Company propose to change the name of the Company for which the Board of Directors in its meeting held on 18th August 2018, approved the proposal to change the name of the Company from Parnami Credits Limited to “Qgo Finance Limited” or any other name as may be approved by Central Government, Registrar of Companies and any other Regulatory Authority whether under Companies Act, 2013 or any other Rules, Laws, Acts, Statutes or Regulations as may be applicable.

Further, RBI vide its letter no DNBS.MRO.CMD(II). No. 452/13.16.163/2018-19 dated 3rd October, 2018 have granted No -Objection for change of name of the Company.

Further the Company had made an application to Central registration Centre, Ministry of Corporate Affairs for availability of name “Qgo Finance Limited” and accordingly the Registrar vide its letter dated 30th October, 2018 had made the name available to the Company.

The proposed change of name will not affect any of the rights of the Company or of the shareholders/stakeholders of the Company. All existing share certificates bearing the current name of the Company will, after the change of name, continue to be valid for all purposes.

As per the provisions of Sections 13 and 14 of the Companies Act, 2014, approval of the shareholders is required to be accorded for changing the name of the Company & consequent alteration in the Memorandum of Association and Articles of Association by way of passing a Special Resolution. Hence, the resolution is put up for shareholders’ approval.

It is requested to note that the draft of the Altered Memorandum of Association and Article of Association of the Company shall be open for inspection of the members at the registered office during normal Business Hours on all working days (i.e. except Saturday(s), Sunday(s) and Public Holidays) upto 15th December, 2018.

None of the Directors/Key Managerial Personnel and their relatives is concerned or interested in the passing of the aforesaid resolution, except to the extent of their shareholding, if any.

For Parnami Credits Limited

Sd/-

Rear Admiral Vineet Bakhshi (Retired)

Chairman and Additional Director

DIN: 02960365

Place : 13/11/2018

Date : Navi Mumbai

Regd. Office:

PARNAMI CREDITS LIMITED

CIN: L65910MH1993PLC302405

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E-mail : parnamilimited@gmail.com

Website: www.parnamicredits.in

NOTES:

1. A statement pursuant to Sections 102 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 setting out material facts is annexed hereto.
2. Relevant documents referred to in the accompanying Notice and the explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 are available for inspection at the Registered Office of the Company during business hours on all days except Saturdays, Sundays and Public Holidays.
3. The Notice is being sent to all the Members, whose names appear in the Register of Members / Record of Depositories as on Friday, 9th November, 2018. After the dispatch of the Notice, it shall also be displayed on the website of the Company (www.parnamicredits.in) and on the website of M/s. National Securities Depository Limited (<https://www.evoting.nsdl.com/>)
4. In compliance with the provisions of Section 110 of the Companies Act, 2013 and the Rules issued thereunder and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the members are being provided with the facility to cast their vote by electronic means through the e-voting platform provided by M/s. National Securities Depository Limited. The process for electronic voting is attached herewith.
5. Electronic copy of the Postal Ballot Notice of the Company along with its Annexures is being sent to the members who have registered their email ids with the Company/Depository Participant(s). For members who have not registered their email ids, physical copies of the aforementioned documents are being sent in the permitted mode.

6. A member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a member casts vote by both modes, then voting done through e-voting shall prevail and the Ballot form shall be treated as invalid.
7. In case of any queries, you may contact the Company at parnamilimited@gmail.com or contact the M/s. Mass Services Limited (RTA), at info@masserv.com or at the following address: 3rd Floor, A-514, TTC Industrial Area, MIDC, Mahape, Navi Mumbai – 400701

INSTRUCTIONS

Pursuant to Section 110 and other applicable provisions of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), assent or dissent of the Shareholders in respect of the Resolution contained in the Postal Ballot Notice is being sought through postal ballot process.

All the Equity Shares of the Company are presently held in physical form as well as demat form. The shareholder(s) can opt only one mode of voting, i.e. either by e-voting or physical mode. If you are opting for e-voting, then do not vote by physical postal ballot and vice versa. However, in case shareholders cast their vote by physical ballot and e-voting, then voting done through e-voting will prevail and voting done through physical ballot will be treated as invalid.

The instructions for e-voting are as under:

In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 read with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members a facility to exercise their right to vote on business proposed to be transacted by postal ballot by electronic means and the business may be transacted through e-voting services. The facility of casting votes by the members using an electronic voting system from ("remote e-voting) will be provided by National Securities Depository Limited (NSDL).

- I. The facility for voting through the postal ballot form is made available to the members of the Company.
- II. The members who have cast their vote by remote e-voting shall not be entitled to cast their vote again.
- III. The instruction for remote e-voting are as under:
 - The remote e-voting period commences on Friday, 16th November, 2018 at 09:00 A.M and ends on Saturday, 15th December, 2018 at 05:00 P.M. During this period, shareholders of the Company holding shares either in physical form or in dematerialized form, as on the Friday, 9th November, 2018 may cast their vote by remote e-voting. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - Open e-mail and open PDF file viz; "remote e-Voting.pdf" with your Client ID or Folio

No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.

NOTE: Shareholders already registered with NSDL for e-voting will not receive the PDF file "Remote e-voting.pdf".

Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2: Cast your vote electronically on NSDL e-Voting system.

Details On Step 1 Are Mentioned Below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:
 - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.

- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the " Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN,your name and your registered address.
 7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login" button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to Karm1718@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in
- Mr. Neelesh Bajaj, Practicing Chartered Accountant has been appointed as the Scrutiniser to scrutinise the e-voting process in a fair and transparent manner. The Scrutiniser shall within a period not exceeding 3 working days from the conclusion of the remote e-voting period unblock the votes in the presence of at least 2 witnesses not in the employment of the Company and make a Scrutiniser’s Report of the votes cast in favour or against, if any, and forward it to the Chairman of the Company.
 - The results will be declared before Monday, 17th December, 2018. The results declared alongwith the Scrutinizer’s Report will be placed on the website of the Company www.parnamicredits.in and on the website of NSDL and communicated to the Bombay Stock Exchange Ltd.

For Parnami Credits Limited

Sd/-

Rear Admiral Vineet Bakhshi (Retired)

Chairman and Additional Director

DIN: 02960365

Place : Navi Mumbai

Date : 13/11/2018

Regd. Office:

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POSTAL BALLOT FORM

1. Name and Registered Address of the Sole/First named Shareholder :
2. Name(s) of the Jt. Holder(s) (if any) :
3. Registered Folio No. / DP ID No. and Client ID No. :
4. Number of Shares(s) held :
5. EVEN (e-Voting EVENT Number) :
6. User-ID :
7. Password :
8. I/We hereby exercise my/our vote(s) in respect of the following Special Resolution(s)/Ordinary Resolution(s) to be passed through Postal Ballot for the Special Business stated in the Notice of the Company, dated 13th November, 2018 by conveying my/our assent (FOR) or dissent (AGAINST) to the said Resolutions by placing the tick (√) mark in the appropriate box below:

Item No.	Resolutions	No. of Shares	(For)	(Against)
			I/We assent to the Resolution	I/We dissent to the Resolution
1.	To approve the Change of name of the Company			

Place :

Date :

Signature of the Shareholder

Note : (1) Please read the instructions carefully before exercising your vote.

(2) Last date for receipt of Postal Ballot form by the Scrutinizer is Saturday, 15th December, 2018.

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EVEN (Electronic Voting Event Number)	USED ID	*Password

*Use Your Password Sent By CDSL

Instructions

1. A Member desiring to exercise evote by postal ballot may complete this Postal Ballot Form and send it to the Scrutinizer in the attached postage-prepaid self-addressed Business Reply Envelope. Postage will be borne and paid by the Company.How ever, envelopes containing postal ballots, if deposited in person or sent by courier/speed post at the expense of the Member, will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent here with.
3. The self-addressed envelope bears the name of the Scrutinizer appointed by the Board of Directors of the Company.
4. This form should be completed and signed by the Member. In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company) by the first-named Member and in his / her absence, by the next-named Member.
5. Consent must be accorded by placing a tick mark [✓] in the column, 'I assent to the resolution', or dissent must be accorded by placing a tick mark [✓]in the column, 'Id is sent to the resolution'.
6. The votes of a Member will be considered invalid on any of the following grounds:
 - a. Unsigned Postal Ballot Forms will be rejected;
 - b. iftheMember'ssignaturedoesnottally;
 - c. if the Member has marked his / her / its vote both for 'Assent' and also for 'Dissent' to the 'Resolution' in such a manner that the aggregate Shares voted for 'Assent' and 'Dissent' exceeds total number of Shares held;
 - d. ifthePostalBallotFormisunsigned,incompleteorincorrectlyfilled;
 - e. if the Postal Ballot Form is received torn or defaced or mutilated such that it is difficult for the Scrutinizer to identify either the Member or the number of votes, or whether the votes are for 'Assent' or 'Dissent', or if the signature could not be verified, or one or more of the above grounds.
7. Duly completed Postal Ballot Forms should reach the Scrutinizer on or before Saturday, 17th March, 2018. If any Postal Ballot Form is received after this date, it will be considered that no reply from such Member has been received.
8. A Member may request for a duplicate Postal Ballot Form, if so required. However, the duly filled-in duplicate Postal Ballot Forms should reach the Scrutinizer no later than the date specified in Item(7)above.
9. In case of shares held by Companies, Trusts, Societies, etc., the duly completed Postal Ballot Form should be accompanied by a certified true copy of Board Resolution / Power of Attorney/ attested specimen signatures etc. In case of electronic voting, documents such as the certified true copy of Board Resolution / Power of Attorney, along with attested specimen signatures, should be mailed to the Scrutinizer at Karm1718@gmail.com, with a copy marked to evoting@nsdl.co.in,or deposited at the registered office of the Company.
10. Members are requested NOT to send any other paper along with the Postal Ballot Form in the enclosed self-addressed postage-prepaid envelope sin as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelopes would be destroyed by the Scrutinizer and the Company would not be able to act on the same.
11. A Member need not use all his / her votes nor does he / she need to cast his / her votes in the same way.

12. Voting rights shall be reckoned on the paid-up value of the shares registered in the name of the Member on the relevant date, i.e. Friday, 9th November, 2018.
13. The Scrutinizer's decision on the validity of the postal ballot shall be final.
14. Only a Member entitled to vote is entitled to fill in the Postal Ballot Form and send it to the Scrutinizer, and any recipient of the Notice who has no voting right should treat the Notice as intimation only.

1. The Ministry of Corporate Affairs (vide circular nos. 17/2011 and 18/2011 dated April 21 and April 29, 2011 respectively), has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through an electronic mode. Members are requested to support this green initiative by registering / updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with Mas Services Limited Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, MICR code and IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Mas Services Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to Mas Services Limited.

2. Request you to Mandatory dematerialization of securities on or before 05th December 2018. (This is with reference to the BSE Circular No. LIST/COMP/15/2018-19 dated July 05, 2018 regarding 'Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities)