

PARNAMI CREDITS LIMITED

REPORT ON CORPORATE GOVERNANCE

(forming part of Directors report for the period ended on 31st March, 2012)

A. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The company is committed to good corporate Governance. The company respect the right of its shareholders to information on the performance of the compnay and it is its endeavor to maximize the long term value to the shareholders of the company. The compliance Report is prepared and given below in conformity with the mandatory requirements of the Listing Agreement with the Stock Exchanges.

B. BOARD OF DIRECTORS

The company is managed and controlled through Board of Directors. The composition of the Board of Directors as on 31st March, 2012 is as follows.

a. Executive Director	One
b. Non-Executive Director	Five
TOTAL	Six

C. MEETING OF THE BOARD OF DIRECTORS

The Board of Directors met 04 (Four) times during the financial year 2011-2012 on the following dates.

1. 30-06-2011	3. 31-10-2011
2. 30-07-2011	4. 31-01-2012

The maximum gap between two meeting was 92 days. The Attendance record of participation directors at the Board meeting and Annual General Meetings (AGM) from 1-4-2011 to 31-3-2012 is as follow : -

Name of the director	Number of meeting		Whether attended Last AGM
	Held	Attended	
2. T.K. Panami	04	04	Yes
3. Anil Parnami	04	04	Yes
4. Brajesh Kataria	04	04	Yes
5. Anil Khanna	04	04	Yes
6. Kishan Chand Wadhwa	04	04	Yes
7. Raman Kumar Parnami	04	04	Yes

D. AUDIT COMMITTEE

The Audit Committee was constituted with Sh. T K Parnami as Chairman and Sh. Brajesh Kataria and Sh. Anil Kumar Parnami as memebers of the committee. The committee discharges such duties and functions generally indicated in clause 49 of the listing Agreement with the Stock exchanges and such other function as may be specifically delegated to the committee by the Board from time to time.

E. SHAREHOLDER/INVESTOR GRIEVANCE COMMITTEE

The company has a shareholders/investors Grievance Committee, Which is headed independently by Sh. Brajesh Kataria to attend and address the grievance of shareholder/investors as and when received.

PARNAMI CREDITS LIMITED

F. GENERAL BODY MEETING

YEAR	LOCATION	DATE	DAY	TIME
2011	The League Hotel Old Delhi Road, Gurgaon	22-09-2011	Thursday	9.00 AM
2010	Regd. Office SCO 50-51, 2nd Floor Old Judicial Complex, Gurgaon	16-9-2010	Thursday	9.00 A.M.
2009	Registered Office SCO 50-51, 2nd Floor Old Judicial Complex, Gurgaon	25-8-2009	Tuesday	9.00 A.M.

G. DISCLOSURES

- a. The company has not entered into any transaction of material nature with Promoters, the Director or the management or their relative etc., that may have any potential conflict with the interest of the company.
- b. The company has complied with the requirements of the Stock Exchanges, The SEBI and other statutory authorities on all matters related to capital markets during the last three years. There were no penalties imposed nor any strictures passed on the company by the Stock Exchanges, the SEBI or any other statutory authority relating to the above.

H. MEANS OF COMMUNICATION.

The half-yearly/quarterly results are published in the newspapers (Delhi Edition) and are not being sent to each of share holders. The results are usually published in Jansatta (in Hindi) and The Financial Express (in English).

I. GENERAL SHARE HOLDER INFORMATION

Date,	Time,	and	Venue of AGM
26/9/2012	9 AM		The League Hotel, Old Delhi Road, Gurgaon

Financial Calender	April to March every Year
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Adoption of quaterly results For the quarter ending	4th week of
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30th June, 2012	July 2012
30th September, 2012	October 2012
31st December, 2012	January 2013
31st March, 2013	April 2013

Date of Book Closure	25th Sept., 2012 to 26th Sept., 2012 (Both Days Inclusive)
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PARNAMI CREDITS LIMITED

ISIN number for NSDL/CDSL
Address for correspondence :
Registrar & Share Transfer Agent

INE837C01013

MAS SERVICES LIMITED
T-34, IInd Floor, Okhla Phase-II,
New Delhi-110020
Ph. : 011-26387281/82/83 Fax : 26387384

Registered Office

PARNAMI TOWER
SCO 50-51, IInd Floor, Old Judicial Complex,
Civil Lines, Gurgaon.

A committee of Directors has been constituted to approve the transfer, transmission, dematerialization of shares, issued of duplicate share certificates and allied matters. The company's Registrars **M/s Mas Services Limited** have adequate infrastructures to process share transfer and dematerialization of shares.

DISTRIBUTION OF SHARE HOLDING AS ON 31ST MARCH 2012.

Particulars	No. of Share Holder	% to Total	No. of Share	% to Total
1-5000	1448	58.576	719300	14.359
5001-10,000	575	23.261	547050	10.92
10,001-20,000	167	6.756	284400	5.677
20,001-30,000	92	3.722	225100	4.494
30,001-40,000	34	1.375	121100	2.417
40,001-50,000	47	1.901	213200	4.256
50,001-1,00,000	57	2.306	456400	9.111
Above 1,00,000 and Above	52	2.104	2442850	48.765
Total	2472	100	5009400	100

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The member

Parnami Credits Limited
Gurgaon.

We have examined the compliance of conditions of corporate governance by Parnami Credits Limited ("The Company") for the year ended 31st March 2012 as stipulated in clause 49 of listing agreement of the said company with the Delhi stock exchange and The Jaipur stock exchange.

The compliance of the conditions of the corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof adopted by the company ensuring the compliance of the corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company. In our opinion and to the best of our information and according to the explanation given to us we certify that the company has complied with the condition of Corporate governance as stipulated in the above listing agreement.

PARNAMI CREDITS LIMITED

We state that no investor grievance is pending for a period exceeding one month against the company as per records maintained by the company.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

For **VINOD ARORA & CO.**
Chartered Accountants

Sd/-
VINOD ARORA
Proprietor

Gurgaon
31st May, 2012