

**Quarterly Compliance Report on Corporate Governance Under  
Clause 49 Of Listing Agreement**

Name of the Company: **PARAGON FINANCE LIMITED**

Quarter ending on : **30<sup>TH</sup> JUNE, 2015**

<b>Particulars</b>	<b>Clause of Listing Agreement</b>	<b>Compliance status Yes/No</b>	<b>Remarks</b>
<b>II. Board of Directors</b>	49 (II)		-
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49(IIB)	Yes	-
(C) Non-Executive Director's compensation & disclosures	49 (IIC)	Yes	-
(D) Other provisions as to Board and Committees	49 (IID)	Yes	-
(E) Code of Conduct	49 (IIE)	Yes	-
(F) Whistle Blower Policy	49(IIF)	Yes	-
<b>III. Audit Committee</b>	49 (III)		-
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	-
(B) Meeting of Audit Committee	49 (IIIB)	Yes	-
(C) Powers of Audit Committee	49 (IIIC)	Yes	-
(D) Role of Audit Committee	49 (IIID)	Yes	-
(E) Review of information by Audit Committee	49 (IIIE)	Yes	-
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	-
<b>V. Subsidiary Companies</b>	49 (V)	N.A	No material non-listed or listed Subsidiary Company
<b>VI. Risk Management</b>	49(VI)	Yes	-
<b>VII. Related Party Transactions</b>	49(VII)	Yes	-
<b>VIII. Disclosures</b>	49 (VIII)		-
(A) Basis of related party transaction	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	N.A	Accounting Standard followed
(C) Remuneration of Directors	49 (VIII C)	Yes	-
(D) Management	49(VI I D)	Yes	-
(E) Shareholders	49 (VIII E)	Yes	-
(F) Proceeds from public issues, rights issue, preferential issues, etc..	49(VIII I)	N.A	The Company did not come out with any kind of issue during the Quarter.

<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Will be Complied with at the AGM
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Will be Complied with at the AGM
<b>XI. Compliance</b>	49 (XI)	Yes	Will be Complied with at the AGM