

Dated : 26th September, 2014

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

Dear Sir,

Sub : Outcome of 28th Annual General Meeting held on 26th September, 2014.
Ref : Scrip Code - 532155

We would like to inform you that the 28th Annual General Meeting of the Company was successfully held today at the registered office at 10 A.M. and the members of the Company have approved the following resolutions by majority through e-voting :-

1. Adoption of Audited Accounts for the year ended on 31st March 2014 and the Reports of the Auditors & Directors thereon.
2. Re-appointment of Mrs. Reena Gupta as Director of the Company.
3. Re-appointment of Mr. Manoj Kumar Gupta as Director of the Company.
4. Appointment of M/s Mandawewala & Co., Chartered Accountants, as Auditors of the Company.
5. Appointment of Mr. Suvabrato Ganguly as an Independent Director of the Company.
6. Appointment of Mr. Sanjay Goenka as an Independent Director of the Company.
7. Appointment of Mr. Ravi Agarwalla as an Independent Director of the Company.
8. Appointment of Ms. Sujata Agarwal as an Independent Director of the Company.

9. Re-appointment of Mr. Sanjay Kumar Gupta as the Whole-time Director.
10. Appointment of Mrs. Shreya Gupta as a Non-Executive Director of the Company.
11. Appointment of Ms. Parul Rajgaria as a Non-Executive Director of the Company.
12. To mortgage/hypothecation or create charge on the property of the Company under Section 180 (1) (a) of the Companies Act, 2013
13. To increase the borrowing power under Section 180 (1) (c) of the Companies Act, 2013 not exceeding Rs.50 crores.


Mr. Shibnath Bhattacharya, Advocate, was the Scrutinizer to conduct the e-voting process and a copy of Scrutinizer's Report as given by him is enclosed for your reference and record. [Annexure – A]

Details of Voting Results and the Agenda as per Clause 35A of the Listing Agreement are also attached herewith. [Annexure - B]

The proceedings of AGM as per Clause 31(d) of the Listing Agreement shall be send to you in due course.

Thanking You.

Yours faithfully,
For **Paragon Finance Limited**


Parul Rajgaria
Company Secretary

- Encl : 1. Scrutinizer's Report [Annexure-A]
2. Details of Voting Results [Annexure-B]

SHIBNATH BHATTACHARYA

M.A., LL.B.

ADVOCATE, HIGH COURT, CALCUTTA.

CHAMBER

6, OLD POST OFFICE STREET

ROOM NO: 66, KOLKATA-700001

Report of Scrutinizer [e-Voting]

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014]

To
The Board of Directors
Paragon Finance Limited
4/1, Middleton Street,
Kolkata-700071.

Dear Sir,

I, **Shibnath Bhattacharya, Advocate**, appointed as a Scrutinizer in connection with the 28th Annual General Meeting of the Members of Paragon Finance Limited, to be held on Friday, 26th September, 2013 at 10.00 A.M at 4/1, Middleton Street, 'Sikkim House', Kolkata- 700 071 for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 and Rule 20(3)(xi) of the Companies (Management and Administration) Rules, 2014, submit my report as under :-

1. The e-voting period remained open from 10.00 A.M. IST on 21st September, 2014 up to 6.00 P.M. IST on 22nd September, 2014.
2. The Shareholders holding Shares as on the 'cut-off' date i.e. 14th August, 2014 were entitled to vote on the proposed (13) resolutions mentioned in the notice dated 14th August, 2014 of the 28th Annual General Meeting of the Company.
3. The votes were unblocked on 22nd September, 2014 around 6:30 P.M. in the presence of two witnesses namely. Mr. Bimal Kumar Mondal & Mr. Biswajit Kar of 6, Old Post Office Street, Kolkata-700001, who are not in employment of the Company.
4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded for the e-Voting website of Central Depository Services (India) Limited (<https://www.evotingindia.com>).
5. The result of the e-voting is as under :



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ORDINARY BUSINESS REQUIRING ORDINARY RESOLUTION

Resolution No.	Agenda	Total No. of Votes Casted	Total No. of Votes casted in Favour	Total No. of Votes casted Against	Result
1	Adoption of Audited Accounts for the year ended 31.03.2014	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
2	Re-appointment of Mrs. Reena Gupta as a Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
3	Re-appointment of Mr. Manoj Kumar Gupta as a Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
4	Appointment of M/s. Mandawewala & Co. as an Auditor	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority



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SPECIAL BUSINESS REQUIRING ORDINARY RESOLUTION

Resolution No.	Agenda	Total No. of Votes Casted	Total No. of Votes casted in Favour	Total No. of Votes casted Against	Result
5	Appointment of Mr. Suvabrato Ganguly as an Independent Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
6	Appointment of Mr. Sanjay Goenka as an Independent Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
7	Appointment of Ms. Sujata Agarwal as an Independent Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
8	Appointment of Mr. Ravi Agarwalla as an Independent Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
9	Appointment of Mr. Sanjay Kumar Gupta as Whole-time Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
10	Appointment of Mrs. Shreya Gupta as Non-Executive Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
11	Appointment of Ms. Parul Rajgaria as Non-Executive Director	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority



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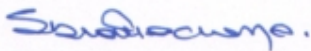
SPECIAL BUSINESS REQUIRING SPECIAL RESOLUTION

Resolution No.	Agenda	Total No. of Votes Casted	Total No. of Votes casted in Favour	Total No. of Votes casted Against	Result
12	Approval u/s 180(1)(a) of the Companies Act, 2013 to mortgage, hypothecate or in any other way create charge in favour of the lenders all or any movable and/or immovable properties of the company	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority
13	Approval u/s 180(1)(c) of the Companies Act, 2013 for Borrowing at any time over and above the aggregate of the Paid up Capital and free reserves of the company	2619382	2619377 [99.998%]	5 [0.002%]	Carried by majority

6. The Registers, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company.

Thanking You.

Yours Faithfully,



Shibnath Bhattacharya
Advocate

Membership No. - WB496/512

Date : 22nd September, 2014

Place : Kolkata



DETAILS OF VOTING RESULTS

Date of Annual General Meeting	26.09.2014
Total number of Members on Record Date (Cut-Off Date for e-voting - 14.08.2014)	850
No. of Shareholders present in the Meeting either in person or in proxy:	
• Promoter and Promoters Group	10
• Public	63
No. of Shareholders attended the meeting through Video Conferencing :	
• Promoter and Promoters Group	NIL
• Public	NIL

Agenda-wise:

Item No.	Details of Agenda	Resolution Required (Ordinary/Special)	Mode of Voting	Remarks
1	Adoption of Audited Accounts for the year ended 31.03.2014	Ordinary	e-Voting	Passed by Majority
2	Re-appointment of Mrs. Reena Gupta as a Director	Ordinary	e-Voting	Passed by Majority
3	Re-appointment of Mr. Manoj Kumar Gupta as a Director	Ordinary	e-Voting	Passed by Majority
4	Appointment of M/s. Mandawewala & Co. as an Auditor	Ordinary	e-Voting	Passed by Majority
5	Appointment of Mr. Suvabrato Ganguly as an Independent Director	Ordinary	e-Voting	Passed by Majority
6	Appointment of Mr. Sanjay Goenka as an Independent Director	Ordinary	e-Voting	Passed by Majority
7	Appointment of Ms. Sujata Agarwal as an Independent Director	Ordinary	e-Voting	Passed by Majority



8	Appointment of Mr. Ravi Agarwalla as an Independent Director	Ordinary	e-Voting	Passed by Majority
9	Appointment of Mr. Sanjay Kumar Gupta as Whole-time Director	Ordinary	e-Voting	Passed by Majority
10	Appointment of Mrs. Shreya Gupta as Non-Executive Director	Ordinary	e-Voting	Passed by Majority
11	Appointment of Ms. Parul Rajgaria as Non-Executive Director	Ordinary	e-Voting	Passed by Majority
12	Approval u/s 180(1)(a) of the Companies Act, 2013 to mortgage, hypothecate or in any other way create charge in favour of the lenders all or any movable and/or immovable properties of the company	Special	e-Voting	Passed by Majority
13	Approval u/s 180(1)(c) of the Companies Act, 2013 for Borrowing at any time over and above the aggregate of the Paid up Capital and free reserves of the company	Special	e-Voting	Passed by Majority





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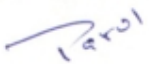
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"SIKKIM HOUSE"
4/1, Middleton Street
4th Fl., Kolkata - 700 071
3058 8100 / 3053 8100
paragoncal@gmail.com

For all the Resolutions (No. - 1 to 13)

Promoter/ Public	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstand ing shares	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on Votes polled	% of Votes in against on Votes polled
	(1)	(2)	(3)=[(2)/ (1)*100]	(4)	(5)	(6)=[(4)/ (2)*100]	(7)=[(5)/ (2)*100]
Promoter and Promoter Group	2166112	2166112	100.000	2166112	0	100.000	0.000
Public - Institutional holders	-	-	-	-	-	-	-
Public - Others	2083888	453270	21.751	453265	5	99.999	0.001
Total	4250000	2619382	61.633	2619377	5	99.999	0.001

PARAGON FINANCE LTD.™


Company Secretary