



2018-2019 ANNUAL REPORT



FINANCE LTD

FORMERLY KNOWN AS PARNAMI CREDITS LIMITED,



QGO FINANCE LIMITED

(FORMERLY KNOWN AS PARNAMI CREDITS LIMITED)

ANNUAL REPORT 2018-19

Corporate Identity Number (CIN): L65910MH1993PLC302405

Board of Directors

Managing Director - Mrs. Rachana Abhishek Singi

Non-Executive Director - Mrs. Seema Alok Pathak

Independent Director - Rear Admiral Vineet Bakhshi (Retired)

Independent Director - Mr. Virendra Narayanlal Jain

Chief Financial Officer

Mr. Alok Udai Pathak

Company Secretary & Compliance Officer:

Nimisha Kasat

Audit Committee:

1. Rear Admiral Vineet Bakhshi (Retired) - Chairman
2. Mrs. Seema Alok Pathak - Member
3. Mr. Virendra Narayanlal Jain – Member

Stakeholder Relationship Committee:

1. Mr. Virendra Narayanlal Jain - Chairman
2. Rear Admiral Vineet Bakhshi (Retired) - Member
3. Mrs. Seema Alok Pathak - Member



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FORMERLY KNOWN AS PARNAMI CREDITS LIMITED,

Nomination and Remuneration Committee:

1. Mrs. Seema Alok Pathak - Chairman
2. Rear Admiral Vineet Bakhshi (Retired) - Member
3. Mr. Virendra Narayanlal Jain – Member

Statutory Auditor

M/s. Subramaniam Bengali & Associates

Chartered Accountants, Mumbai

Secretarial Auditor

Makarand M Joshi & Co.

Practicing Company Secretaries

Registered Office

3rd Floor, A-514, TTC Industrial Area,

MIDC, Mahape, Navi Mumbai - 400701

Registrar and Share Transfer Agent

Mas Services Limited

T-34, 2nd Floor, Okhla Industrial Area,

Phase - II, New Delhi - 110 020

Bankers

Axis Bank

CONTENTS	PAGE NO.
Notice of Annual General Meeting (AGM)	04
Director's Report for FY 2018-19	15
Annexure-I (Conservation of Energy)	24
Annexure-II (MGT-9)	25
Annexure-III (Management Discussion and Analysis)	34
Annexure-IV (Corporate Governance Report)	37
Annexure-V (Nomination and Remuneration Policy)	52
Annexure-VI (Secretarial Audit Report)	55
Annexure-VII (Disclosure Section 197(12))	59
Independent Auditor's Report	62
Balance Sheet along with Notes for FY 2018-19	69
Proxy Form	89
Attendance Slip for 26 th AGM	91

NOTICE

Notice is hereby given that the Twenty-sixth (26th) Annual General Meeting (AGM) of the Members of **Qgo Finance Limited** (formerly known as Parnami Credits Limited) will be held on Saturday, 08th day of June, 2019 at 11.00 AM at the Registered office of the Company situated at 3rd Floor, A-514, TTC Industrial Area, MIDC, Mahape, Navi Mumbai Thane MH 400701 IN to transact the following business:

Ordinary Business

- 1. To consider, approve and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2019, together with the Report of the Board of Directors and Auditors thereon.**

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT the Audited financial statements of the Company for the financial year ended on 31st March, 2019 together with the Report of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

- 2. To Appoint Mrs. Seema Pathak, (DIN: 01764469) who retires by rotation as Director of the Company.**

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any re-enactment(s) or modification(s), thereof for the time being in force), Mrs. Seema Pathak, who retires by rotation at this meeting, be and is hereby appointed as Non – Executive Director of the Company.”

- 3. To appoint Auditors and to fix their remuneration.**

To consider and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and rules made thereunder, M/s. Subramaniam Bengali & Associates, Chartered Accountants, be and is hereby appointed as Auditors of the Company to hold office from the conclusion of 26th Annual General Meeting till the conclusion of the 31st Annual General Meeting at a remuneration as may be mutually agreed upon between the Parties.

RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution including filing of forms to Registrar of Companies and submitting necessary intimation with Stock Exchange.”

Special Business

4. To increase the Authorized Share Capital of the Company.

To consider and if thought fit, to pass with or without modification(s) the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 61 and Section 13 and other applicable provisions, if any, of the Companies Act, 2013, Consent of the members of the company be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 7,00,00,000/- (Rupees Seven Crores Only) divided into 70,00,000 (Seventy Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each to Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

RESOLVED FURTHER THAT pursuant to the provisions of Section 13 of the Companies Act, 2013 the existing clause v of the Memorandum of Association is substituted by the following figures and words namely:

- v. *The Authorized Share Capital of the Company is Rs. 10,00,00,000/- (Rupees Ten Crores Only) divided into 1,00,00,000 (One Crore) Equity Shares of Rs. 10/- (Rupees Ten Only) each.*

RESOLVED FURTHER THAT any of the Directors of the company and/or Chief Financial Officer of the Company and/or Company Secretary of the Company be and is hereby authorized jointly and/or severally to take all such steps and actions for the purpose of making all such filings and registrations as may be required in relation to aforesaid amendments to the Memorandum of Association and to do all such acts, deeds, matters and things as may be deemed necessary to give effect to this resolution.”

For and on behalf of Board of Qgo Finance Limited

(Formerly known as Parnami Credits Limited)

Sd/-

Rear Admiral Vineet Bakhshi (Retired)

Chairman and Director

DIN: 02960365

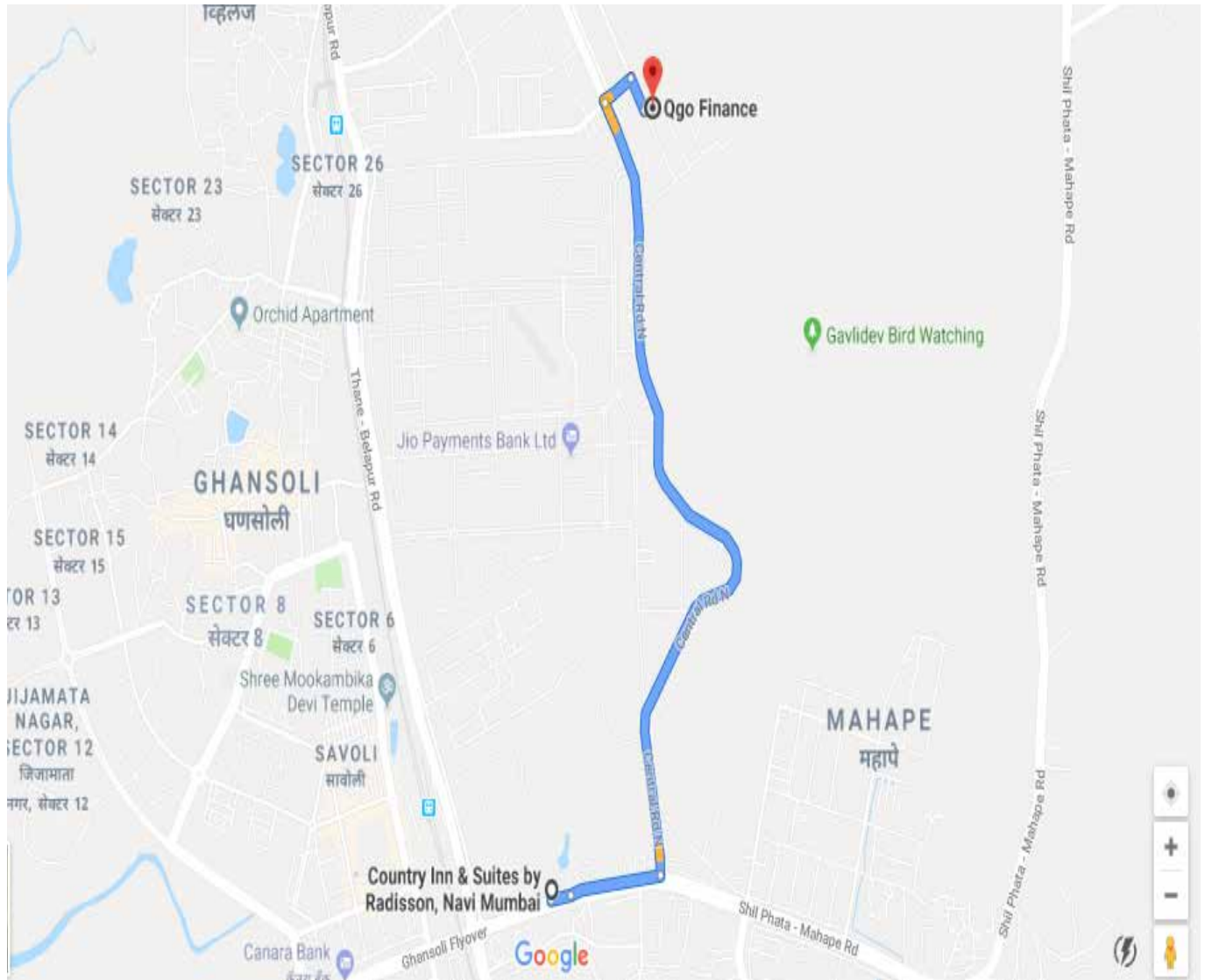
Address: 137, Shakti Nagar, Dadabari,

Kota - 324009 Rajasthan, India

Date: 09th May, 2019

Place: Kota

ROUTE MAP OF VENUE OF MEETING



Landmark: MIDC Industry Area

NOTES

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting is annexed hereto. The profile of the Directors seeking appointment/re-appointment, as required in the terms of Regulation 36(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Secretarial Standard 2 is annexed
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETINGS IS ENTITLED TO APPOINT A PROXY OR PROXIES TO ATTEND AND VOTE ON A POLL ONLY, INSTEAD OF HIMSELF AND A PROXY SO APPOINTED NEED NOT BE A MEMBER OF THE COMPANY. THE PROXY FORM IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE COMMENCEMENT OF THE MEETING.**

A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY. IN CASE A PROXY IS PROPOSED TO BE APPOINTED BY A MEMBER HOLDING MORE THAN 10% OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS, THEN SUCH PROXY SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR SHAREHOLDER

3. Members/proxies should bring duly attendance slip sent herewith to attend the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 02nd June, 2019 to Saturday, 08th June 2019 (both days inclusive).
5. Members holding shares in physical form are requested to notify the change, if any, in their address and blank mandate details to the Registrar and Share Transfer Agent appointed M/s MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase II, New Delhi – 110 020.
6. Members are requested to bring their copy of the Annual Report at the Annual General Meeting.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the meeting.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
9. Members seeking any information on the Accounts are requested to write to the Company, which should reach the Company at least one week before the date of the Annual General Meeting so as to enable the Management to keep the information ready. Replies will be provided only at the Annual General Meeting.

10. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
11. Members are requested to immediately intimate changes, if any, in their registered addresses along with pin code number to the Company. Members holding shares in dematerialized mode are requested to intimate the same to their respective Depository Participants.
12. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate risks associated with physical shares.
13. The Notice of the AGM along with the Annual Report 2018-19 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
14. All documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during (3.00 pm to 5.00 pm) on all working days, upto and including the date of the Annual General Meeting of the Company, unless otherwise stated elsewhere.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
16. The Register of Contracts or Arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
17. Members may also note that the Notice of the 26th Annual General Meeting and the Annual Report for 2018-19 will also be available on the Company's website <http://qgofinance.com/> for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the Shareholders may also send request to the Company's investor email id: ContactUs@qgofinance.com

VOTING THROUGH ELECTRONIC MEANS:

- i. In compliance with provisions of Section 108 of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and the Secretarial Standard on General Meeting (SS-2) issued by The Institute of Company Secretaries of India, the members are provided with the facility to cast their votes electronically, through e-voting services provided by the National Securities Depository Limited (NSDL) on the resolutions set forth in this notice. The Members may cast their votes using electronic voting systems from a place other than the venue of the Annual General Meeting (AGM) (remote e-voting). The instructions for e-voting are given herein below. The resolutions passed by the Members through e-voting are deemed to have been passed as if they have been passed at AGM.