

RADHASHREE FINANCE LIMITED(LI5491WB1975PLC030290)

(formerly Panorama Capital Market Limited)

REGD OFF: NICCO HOUSE- 5TH FLOOR
2, HARE STREET

KOLKATA-700001

PH NO : 2248-4871, 2248-4930

E-Mail:-radhashreefinance@gmail.com

DIRECTOR CERTIFICATE

We have reviewed financial statements and the cash flow statement for the year and that to the best of our knowledge and belief :

Enc

- (a) these statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading.
- (b) these statements together present a true and fair view of the company;s affairs and are in compliance with existing accounting standards, applicable laws and regulations.

There are to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the company's code of conduct.

we accept responsibility for establishing internal controls and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and Audit committee, deficiencies in the design or opeartion of internal controls.

We have indicated to the auditors and the Audit committee.

- (i) significant changes in internal control during the year.
- (ii) significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements.
- (iii) instances of significant fraud of which they have become and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

SANTANU CHAKRABORTY
MANAGING DIRECTOR

RADHASHREE FINANCE LIMITED(L15491WB1975PLC030290)

(formerly Panorama Capital Market Limited)

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QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : RADHASHREE FINANCE LIMITED

QUARTER ENDING : 30/09/2017

| PARTICULARS | CLAUSE OF LISTING AGREEMENT | COMPLIANCE STATUS (YES/NO) | REMARKS |
|--|-----------------------------|----------------------------|---|
| I. Board of Directors | 49 I | | |
| (A) Composition of Board | 49 (IA) | YES | |
| (B) Non Executive Director's Compensation & Disc | 49 (IB) | NIL | no compensation is paid to the Non-Executive Director |
| (C) Other provisions as to Board and committee | 49 (IC) | | |
| (D) Code of Conduct | 49 (ID) | YES | |
| II. Audit Committee | 49 II | | |
| (A) Qualified & Independent Audit Committee | 49 (IIA) | YES | |
| (B) Meeting of Audit Committee | 49 (IIB) | YES | |
| (C) Powers of Audit Committee | 49 (IIC) | YES | |
| (D) Role of Audit Committee | 49 (IID) | YES | |
| (E) Review of information by Audit Committee | 49 (IIE) | YES | |
| III. Subsidiary Companies | 49 III | N.A. | |
| IV. Disclosures | 49 IV | | |
| (A) Basis of related party transactions | 49 (IV A) | YES | |
| (B) Board of Disclosures | 49 (IV B) | YES | |
| (C) Proceeds from Public issues, rights issues, preferential issues etc. | 49 (IV C) | N.A. | |
| (D) Remuneration of Directors | 49 (IV D) | NIL | S Chakraborty |
| (E) Management | 49 (IV E) | YES | |
| (F) Shareholders | 49 (IV F) | YES | |
| V. CEO/CFO Certification | 49 V | YES | Director Certificate enclosed |
| VI. Report of Corporate Governance | 49 VI | YES | |
| VII. Compliance | 49 VII | N.A. | |

For RADHASHREE FINANCE LIMITED

DIRECTOR