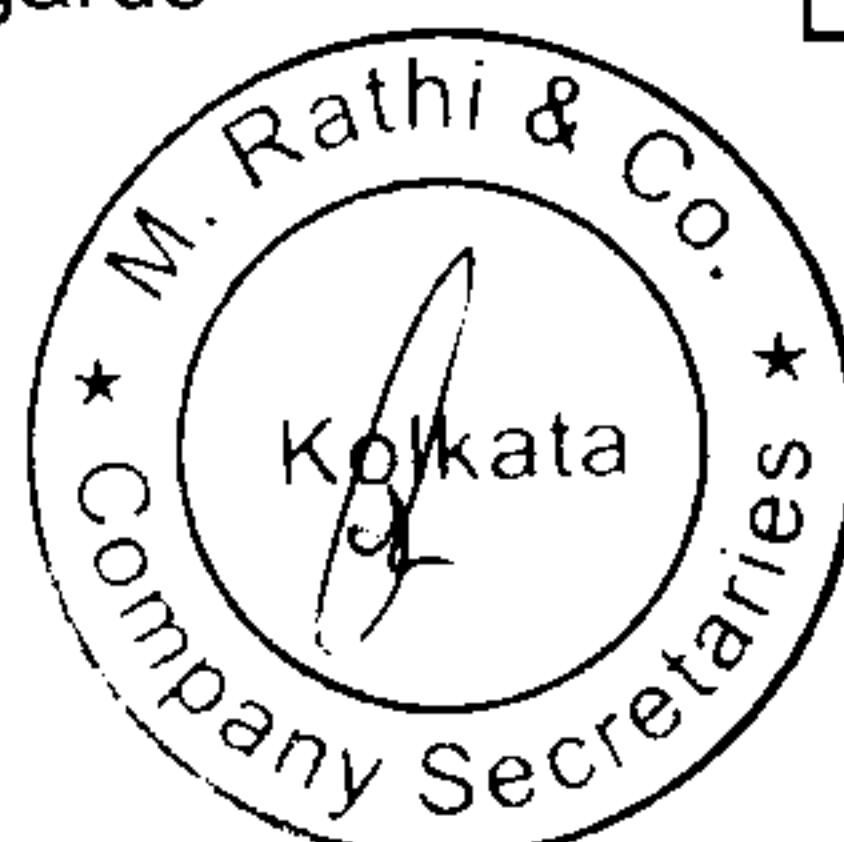


**MUKESH RATHI****(PRACTICING COMPANY SECRETARY)**56/1, B.B. CHATTERJEE STREET  
KOLKATA - 700 042  
PHONE NO-9831133018TO  
The Board of Directors  
**KAMINI FINANCE & INVESTMENT COMPANY LIMITED**  
5,GORKY TERRACE,  
2ND FLOOR  
Kolkata-700 017Company Registration No.2518  
Authorised Capital : Rs.120100000**SECRETARIAL AUDIT REPORT FOR THE QUARTER ENDED 31ST MARCH, 2012**  
**(SEPARATE FOR EACH ISIN)**

1	For the quarter ended	31ST MARCH, 2012				
2	ISIN	INE927E01018				
3	Face Value	Rs.10/-				
4	Name of the Company	<b>KAMINI FINANCE &amp; INVESTMENT CO.LIMITED</b>				
5	Registered office Address	Room No.5, 1st Floor H.M.Market,T.R.Phookan Road Guwahati-781 001, PH-2522603/2542072				
6	Correspondence Address/Head office	5,GORKY TERRACE, 2ND FLOOR Kolkata-700 017				
7	Telephone No.& Fax No.	Tel: 033 66133300/01, Fax:033 66133303				
8	Name of Stock Exchanges where the Company,s Securities are listed	The Gauhati Stock Exchange Ltd.				
9	Issued Capital	<table><thead><tr><th>Number of Shares</th><th>Face Value</th></tr></thead><tbody><tr><td>12001650</td><td>Rs.10/-</td></tr></tbody></table>	Number of Shares	Face Value	12001650	Rs.10/-
Number of Shares	Face Value					
12001650	Rs.10/-					
10	Listed Capital( Exchange wise) (As per Company Record)	<table><thead><tr><th>Number of Shares</th><th>% of total issued Capital</th></tr></thead><tbody><tr><td>12001650</td><td>100%</td></tr></tbody></table>	Number of Shares	% of total issued Capital	12001650	100%
Number of Shares	% of total issued Capital					
12001650	100%					
11	Shares held in Dematerialized form in NSDL	10535400				
12	Shares held in Dematerialized form in CDSL	150000				
13	Share held in Physical form	1316250				
14	Total No. of Shares (11+12+13)	12001650				
15	Reason for difference,if any, between (9& 10),(9&14),(10&14)	Not Applicable				
16	Certifying the details of changes in Share Capital during the quarter under consideration as per Table.	Not Applicable				
17	Register of Members is updated (Yes/No)	Yes				
18	Reference of previous quarter with regards to excess dematerilized shares,if any	Nil				



- |    |  |   |
|----|--|---|
| 19 | Has the company resolved the matter mentioned in point no.18 above in the current quarter ? If not,reason why.   | Not Applicable  |
| 20 | Mention the total no.of dematerilisation request, if any,confirmed after 21 days and the total no.of requests pending beyond 21 days with reason for delay | Nil   |
| 21 | Name,Address, Telephone & Fax No.of the Compliance officer of the Company  | <b>MR. CHAND RATAN MODI</b><br>5,GORKY TERRACE,<br>2ND FLOOR<br>Kolkata-700 017<br>Tel: 033 66133300/01, Fax:033 66133303                                       |
| 22 | Name,Address, Telephone & Fax No, Registration No.of the Auditor.  | <b>MUKESH RATHI</b><br>Practicing Company Secretary<br>56/1, B.B.Chatterjee Street,<br>Kolkata- 700 042 Phone No- 9831133018                                    |
| 23 | Name, Address of Registrars and share Transfer Agent   | <b>M/s. NICHE TECHNOLOGIES PRIVATE LIMITED</b><br>C-444 & B-414, Bagree Market,<br>71,B.R.B.B. Road ,(canning Street)<br>Kolkata-700 001 ,PH:-2235 7270/71/3070 |
| 24 | Any other data that the Auditor may like to provide (e.g. BFIR Company, Delisting From Stock Exchange,Company's Name Change)                               | Nil   |

The above report is based on the information/ record and register made available to us were found to the best of our knowledge to be necessary for the purpose of the Audit.

PLACE:- KOLKATA  
DATE:-

Signature:

Name-Mukesh Rathi  
Certificate of Practice No-4795

