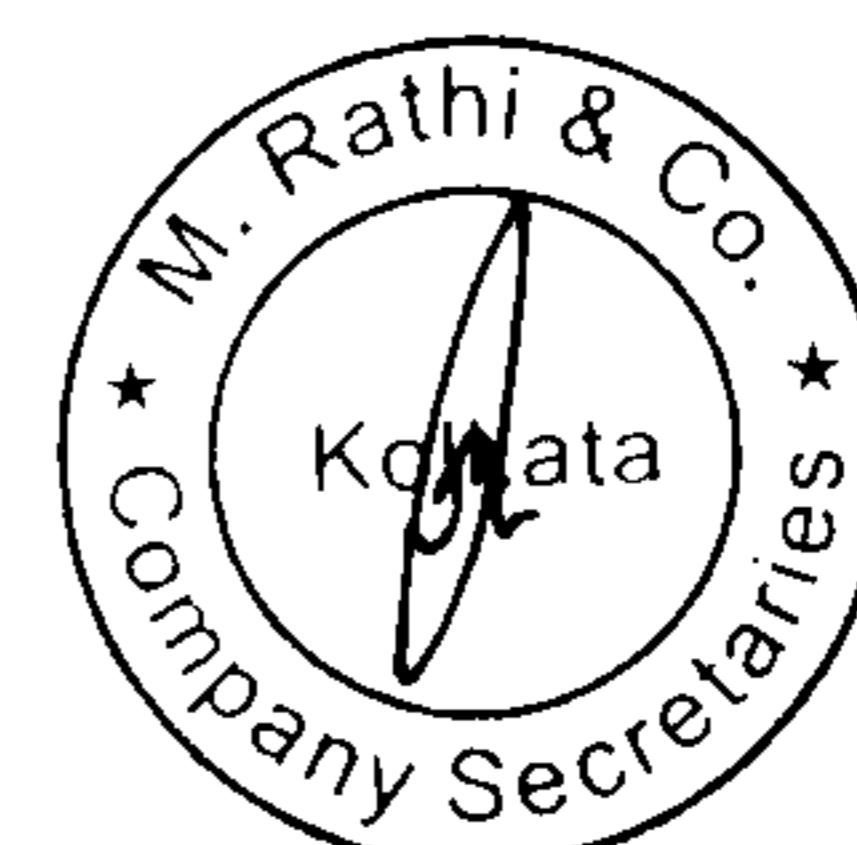


MUKESH RATHI**(PRACTICING COMPANY SECRETARY)**56/1, B.B. CHATTERJEE STREET
KOLKATA - 700 042
PHONE NO-9831133018TO
The Board of Directors
KAMINI FINANCE & INVESTMENT COMPANY LIMITED
5, GORKY TERRACE,
2ND FLOOR
Kolkata-700 017Company Registration No.2518
Authorised Capital : Rs.120100000**SECRETARIAL AUDIT REPORT FOR THE QUARTER ENDED 31ST MARCH, 2013**
(SEPARATE FOR EACH ISIN)

1	For the quarter ended	31ST MARCH, 2013
2	ISIN	INE927E01018
3	Face Value	Rs.10/-
4	Name of the Company	KAMINI FINANCE & INVESTMENT CO.LIMITED
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	Number of Shares Face Value 12001650 Rs.10/-
10	Listed Capital(Exchange wise) (As per Company Record)	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

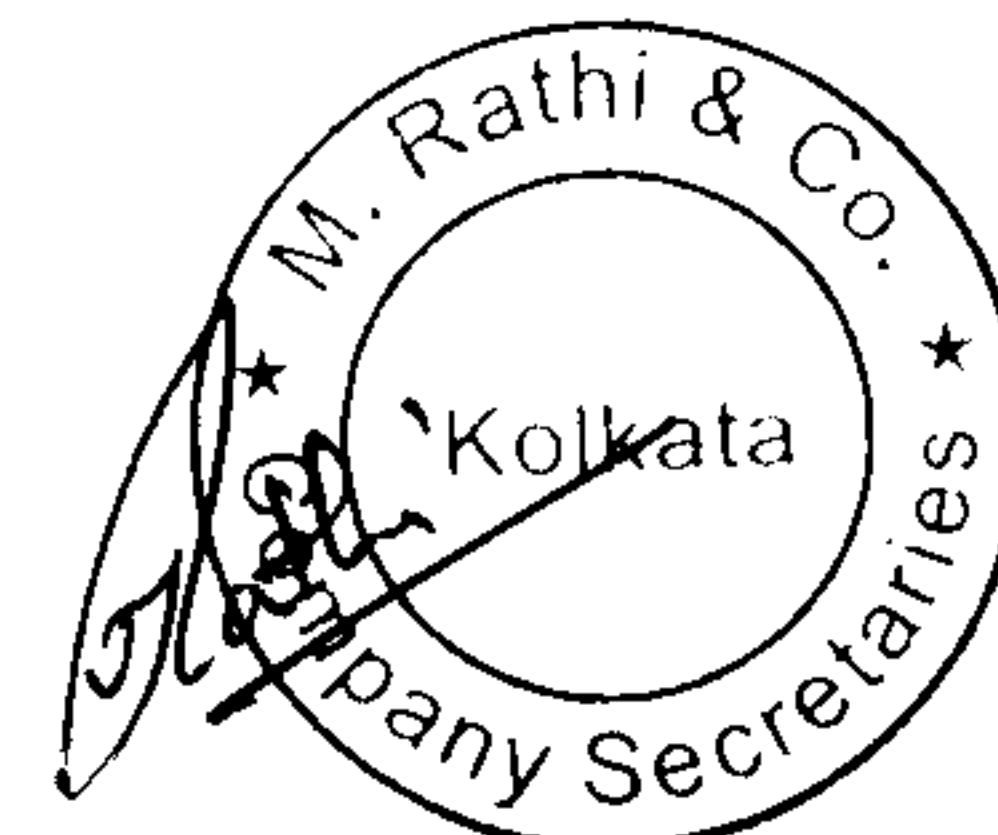


17	Register of Members is updated (Yes/No)	Yes
18	Reference of previous quarter with regards to excess dematerialized shares,if any	Nil
19	Has the company resolved the matter mentioned in point no.18 above in the current quarter ? If not,reason why.	Not Applicable
20	Mention the total no.of dematerilisation 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	MR. CHAND RATAN MODI 5,GORKY TERRACE, 2ND FLOOR Kolkata-700 017 Tel: 033 66133300/01, Fax:033 66133303
22	Name,Address, Telephone & Fax No, Registration No.of the Auditor.	MUKESH RATHI Practicing Company Secretary 56/1, B.B.Chatterjee Street, Kolkata- 700 042 Phone No- 9831133018
23	Name, Address of Registrars and share Transfer Agent	M/s. NICHE TECHNOLOGIES PRIVATE LIMITED D-511, Bagree Market, 5TH FLOOR B.R.B. BASU ROAD 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:- 11TH APRIL, 2013

Signature:



Name-Mukesh Rathi
Certificate of Practice No-4795