

15th January, 2014

To,
The Manager
Dept. of Corporate Services
BSE Ltd.
P.J. Towers,
Dalal Street,
Mumbai – 400001

Dear Sir,

Sub.: Submission of Shareholding Pattern and Corporate Governance Report pursuant to the Listing Agreement and Share Capital Reconciliation Audit Report for the quarter ended 31st December, 2013

Please find enclosed herewith the following documents for your kind attention:

1. Shareholding Pattern pursuant to *Clause 35 of the Listing Agreement* for the quarter ended 31st December, 2013.
2. Quarterly compliance report of corporate governance pursuant to *Clause 49 of the Listing Agreement* for the quarter ended 31st December, 2013.
3. Share Capital Reconciliation Audit Report for the quarter ended 31st December, 2013.

Hope you will find the same in order.

Thanking you,

Yours faithfully,

For **Pagaria Energy Limited**
(Formerly Women Networks Limited)

Director

Encl.: As above

15th January, 2014

To,
Delhi Stock Exchange Limited
DSE House,
3/1 Asaf Ali Road,
New Delhi – 110 002

Dear Sir,

Sub.: Submission of Shareholding Pattern and Corporate Governance Report pursuant to the Listing Agreement and Share Capital Reconciliation Audit Report for the quarter ended 31st December, 2013

Please find enclosed herewith the following documents for your kind attention:

1. Shareholding Pattern pursuant to *Clause 35 of the Listing Agreement* for the quarter ended 31st December, 2013.
2. Quarterly compliance report of corporate governance pursuant to *Clause 49 of the Listing Agreement* for the quarter ended 31st December, 2013.
3. Share Capital Reconciliation Audit Report for the quarter ended 31st December, 2013.

Hope you will find the same in order.

Thanking you,

Yours faithfully,

For **Pagaria Energy Limited**
(Formerly Women Networks Limited)

Director

Encl.: As above

(I) (a) Statement showing Shareholding Pattern

Name of the Company: Pagaria Energy Limited			
Scrip Code, Name of the scrip, class of security: 532444 (BSE), 8377(DSE), Equity Shares			
Quarter ended: 31/12/2013			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/ promoters group	0	0	0
Held by public	0	0	0
Total	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total No. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/ promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/ promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Total paid-up capital of the company assuming full conversion of warrants and convertible securities	4349670	0	100

Category code	Category of shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered number of shares	Shares Pledged or otherwise encumbered as a Percentage
					As a percentage of (A+B)	As a percentage of (A+B+C)		
(A)	Shareholding of Promoter and Promoter Group							
(1)	Indian							
(a)	Individuals / Hindu Undivided Family	5	625900	619100	14.39	14.39	0	0
(b)	Central							

	Government / State Government (s)							
(c)	Bodies Corporate	1	265220	265220	6.10	6.10	0	0
(d)	Financial Institutions / Banks							
(e)	Any other (specify)							
	Sub-Total (A) (1)	6	891120	884320	20.49	20.49	0	0
(2)	Foreign							
(a)	Individual (Non-Resident Individuals / Foreign Individuals)							
(b)	Bodies Corporate							
(c)	Institutions							
(d)	Any Other (specify)							
	Sub-Total (A) (2)	0	0	0	0	0	0	0
	Total Shareholding of Promoter and Promoter Group (A)= A (1)+ A(2)	6	891120	884320	20.49	20.49	0	0
(B)	Public shareholders							
(1)	Institutions							
(a)	Mutual Funds / UTI	0	0	0	0	0	0	0
(b)	Financial Institutions / Banks	0	0	0	0	0	0	0
(c)	Central Government / State Government(s)	0	0	0	0	0	0	0
(d)	Venture Capital Funds	0	0	0	0	0	0	0
(e)	Insurance Companies	0	0	0	0	0	0	0
(f)	Foreign Institutional Investors	0	0	0	0	0	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0	0	0	0
(h)	Any Other – OCB/ Banks	0	0	0	0	0	0	0
	Sub-Total (B)(1)	0	0	0	0	0	0	0
(2)	Non-Institutions							
(a)	Bodies Corporate	101	919238	897738	21.13	21.13	0	0
(b)	Individuals i. Individual shareholders holding nominal	2276	1265214	920603	29.09	29.09	0	0

(I)(c)(ii) Statement showing holding of securities (including shares warrants, convertible securities) of persons (together with PAC) belonging to the category “Public” and holding more than 5% of the total number of shares

Sr. No.	Name of shareholder	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}	Shares Pledged or otherwise encumbered			Details of Warrants		Details of Convertible Securities		Total Shares (incl. underlying shares assuming full conversion of warrants and Convertible Securities) as a % of diluted share capital As a % of Grand Total (A)+(B)+(C)
				Number of shares	No of Warrants Held	No of Warrants Held	As a % of Grand Total (A)+(B)+(C)	Number of shares	No of Warrants Held	No of Warrants Held	
		NIL									
	TOTAL										

(I)(d) Statement showing details of Locked-in Shares

Sr. No.	Name of shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}
			NIL
	TOTAL		NIL

(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of Outstanding DR (ADRs, GDRs, SDRs, etc)	Number of Outstanding DRs	Number of shares underlying Outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}
		N.A.		
	TOTAL			

(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of Outstanding DR (ADRs, GDRs, SDRs, etc)	Number of shares underlying Outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (1)(a) above}
			N.A.	
		TOTAL		

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY: PAGARIA ENERGY LIMITED

Quarter Ending on 31st December, 2013

Particulars	Clause of the Listing Agreement	Compliance Status	Remarks
I) Board of Directors	49(1)		
(A) Composition of Board	49(1A)	Yes	The Board of Directors of the company consist Mr. Rajesh Kumar Pagaria, Managing Director, Mr. Ranjit Singh Pagaria, Mr. Manash Bose and Mr. Jaydeb Mondal.
(B) Non-Executive Directors' Compensation & Disclosure	49(1B)	Yes	Except Mr. Rajesh Kumar Pagaria, all other Directors are Non- Executive. Non-Executive directors receive only sitting fees from the Company.
(C) Other Provisions as to Board & Committees	49(1C)	Yes	The Board Meetings are held more than four times a year and Maximum time gap between two Board Meetings is less than three months. None of the Directors of the Company is a member in more than 10 committees or acts as chairman of more than 5 Committees across all companies in which he is a Director.
(D) Code of Conduct	49(1D)	Yes	Code of Conduct has been laid by the Board and has been posted on the company website, i.e., www.pagariaenergy.com .
II) Audit Committee	49(II)		
(A) Qualified & Independent Audit Committee	49(IIA)	Yes	The Company has an Audit Committee consisting of Mr. Manash Bose, Non- Executive Independent Director, Mr. Jaydeb Mondal, Non- Executive Independent Director and Mr. Ranjit Singh Pagaria, Non- Executive Director. Mr. Manash Bose, a Non- Executive Independent Director, acts as Chairman of the committee.
(B) Meeting of Audit Committee	49(II)	Yes	Audit Committee Meeting is held minimum four times a year.
(C) Powers of Audit Committee	49(IIC)	Yes	Audit committee exercises its full power.
(D) Role of Audit Committee	49(IID)	Yes	Audit Committee plays its Role as laid in the Clause 49 of the Listing Agreement.

(E) Review of information by Audit Committee	49(IIIE)	Yes	Audit Committee reviews the information required mandatorily under clause 49 of the Agreement.
III. Subsidiary Companies	49(III)	N.A.	Not Applicable
IV. Disclosures	49(IV)		
(A)Basis of Related party Transaction	49(IVA)	Yes	Related party transactions, if any, are held on the basis of prevailing market prices.
(B)Disclosure of Accounting Treatment	49(IVB)	Yes	Where in the preparation of financial statement, treatment different from that prescribed in an Accounting Standard has been followed, the fact is disclosed in the financial statement.
(C) Board Disclosures	49(IVC)	Yes	The Board Meeting is held more than four times a year and Maximum time gap between two Board Meetings is less than three months. None of the Directors of the Company is a member in more than 10 committees or acts as chairman of more than 5 Committees across all companies in which he is a Director.
(C) Proceeds from Public/Right/ Preferential Issue	49(IVD)	N.A.	Not Applicable
(D) Remuneration of Directors	49(IVE)	Yes	The Remuneration Committee consists of three non-executive members viz. Mr. Manash Bose, Mr. Jaydeb Mondal, and Mr. Ranjit Singh Pagaria. Mr. Jaydeb Mondal acts as chairman of the Remuneration Committee.
(E) Management	49(IVF)	Yes	Management Discussion and Analysis Report forms part of the Directors Report to the shareholders of the company on Annual Report.
(F) Shareholders	49(IVG)	Yes	The Shareholders / Investors Grievance Committee consist of Mr. Manash Bose, Mr. Jaydeb Mondal and Mr. Ranjit Singh Pagaria. Mr. Manash Bose has been designated as the Chairman of the Committee. The RTA has not received any grievance / Complaints in the quarter and there was no complaint pending at the beginning and at the end of the quarter. In view of the SEBI Directive dated 27 th December, 2002, all the work relating to shares whether in

			dematerialized or in physical mode has now been entrusted to one single agency.
V)CEO/CFO Certification	49(V)	Yes	The Chief Executive Officer lays before the Board the certificate regarding the financial statements as True & Fair in all respects.
VI) Report on Corporate Governance	49(VI)	Yes	The Company includes a separate section on Corporate Governance in the Annual Report of the Company for the respective Financial Year.
VII) Compliance	49(VII)	Yes	The Company has obtained Certificate from a designated professional regarding compliance of conditions of Corporate Governance as stipulated in the clause 49 of the Listing Agreement and the same has been sent to the Stock Exchanges along with the Annual Report.