

GARBI FINVEST LIMITED

(formerly Golden Properties & Traders Ltd)

CIN: L70109WB1982PLC034972

Regd. Off: AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata 700064

Email: rupesh_markvision@yahoo.co.in; website: www.gptl.in; Contact: 033 4014 2800

29.09.2016

**The Secretary, Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai
Maharashtra 400001
Security Code: 539492**

**The General Manager (Operation)
The Calcutta Stock Exchange Ltd
7, Lyons Range,
Kolkata – 700 001
West Bengal
Scrip Code: 017148**

Dear Sir/ Madam,

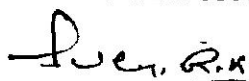
Sub: Submission of Annual Report of the Company for the period ended March 31, 2016.

Please find enclosed herewith Annual Report of the Company pursuant to Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the period ended 31st March, 2016.

Thanking You.

Yours faithfully,

For Garbi Finvest Ltd.



**Rupesh Kumar Pandey
(Authorised Signatory)**



REPORT & ACCOUNTS

**For the year Ended
31st March, 2016**

34th Annual Report

GOLDEN PROPERTIES & TRADERS LIMITED

Registered Office

Garbi Finvest Ltd. (formerly Golden Properties & Traders Ltd.)

AD-76, Salt Lake City,

Sector - I, Bidhannagar

Kolkata - 700 064

Phone No.:- 91-33-4014 2800

Mail ID: rupesh_markvision@yahoo.co.in

Website: <http://www.gptl.in>

Board of Directors

Rupesh Kumar Pandey

Kripa Shankar Mahawar

Sangita Kar

CS & Compliance Officer

Richa Agarwalla

Registrar and Share Transfer Agents

Niche Technologies Limited

71 Canning Street,

D-Block Room No.511, B R B Basu Road

Kolkata - 700 001

Phone No. : (033) 2219 6797 / 4815

Statutory Auditors

J. B. S & Company

60, Bentinck Street, 4th Floor

Kolkata - 700 069

Phone No. : (033) 2225 4828

GARBI FINVEST LTD.

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NOTICE

NOTICE is hereby given that 34th Annual General Meeting of the members of the Company will be held on Thursday, the 29th day of September, 2016 at 10:00 A.M. at 138, Bakrahat Road, Kolkata - 700104 to transact with or without modification(s), as may be permissible, the following businesses:

ORDINARY BUSINESS

Item No. 1 – Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with the Report of the Directors' and Auditors' thereon.

Item No.2 – Appointment of Director in place of Retiring Director

To consider re-appointment of Mr. Kripa Shankar Mahawar (DIN: 01158668), who retires by rotation, and being eligible, offer himself for re-appointment.

Item No.3 – Re - appointment of Auditor and fixing their remuneration

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

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Audit and Auditors) Rules, 2014, M/s. J.B.S. & Company, Chartered Accountants (FRN: 323734E) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM of the Company on such remuneration as may be agreed upon by the Board of Directors.”

Date: 22.08.2016

Regd. Office:

AD-76, Salt Lake City, Sector - I
Bidhannagar, Kolkata 700064

By Order of the Board

M/s Golden Properties & Traders Ltd.

Sd/-

Richa Agarwalla

Company Secretary

GARBI FINVEST LTD.

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CIN: L70109WB1982PLC034972

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NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself. Such a proxy need not be a member of the Company.
2. Proxies, in order to be valid and effective, must be delivered at the registered/ corporate office of the company not later than forty-eight hours before the commencement of the meeting.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
5. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
6. 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.
7. The Register of Member and Share Transfer Register of the company will remain closed from 23rd day of September, 2016 to 29th day of September, 2016 (both days inclusive).
8. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to M/s. Niche Technologies Pvt Ltd or the Secretarial Department of the Company immediately.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from M/s. Niche Technologies Pvt Ltd or the Secretarial Department of the Company at its Registered Office.
10. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to M/s. Niche Technologies Pvt Ltd. Members holding shares in demat form are requested to register/ update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.
11. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
12. Details of Directors seeking appointment/ re-appointment at the Annual General Meeting of the Company to be held on September 29, 2016 and are provided in **Annexure A** of this Notice.

13. VOTING THROUGH ELECTRONIC MEANS:

In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting

(AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on 26th September, 2016 (09:00 AM) and ends on 28th September, 2016 (05:00 PM). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2016 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. <ul style="list-style-type: none"> • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection Screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **GOLDEN PROPERTIES & TRADERS LTD** on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
14. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are

authorized to vote through e-mail at rupesh_markvision@yahoo.co.in with a copy marked to helpdesk.evoting@cdslindia.com on or before 28th September, 2016 upto 05:00 P.M. without which the vote shall not be treated as valid.

15. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2016.
16. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 19th August, 2016.
17. The shareholders shall have one vote per equity share held by them as on the cut-off date of 22nd September, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
18. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
19. Investors, who became members of the Company subsequent to the dispatch of the Notice/ Email and hold the shares as on the cut-off date i.e. 22nd September, 2016 are requested to send the written/ email communication to the Company at rupesh_markvision@yahoo.co.in by mentioning their Folio No./ DP ID and Client ID to obtain the Login-ID and Password for e-voting.
20. **CS Rajib Kumar Das, Partner, S.R. & Associates, Company Secretaries** having Membership No. 29195 have been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
21. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchanges i.e. Bombay Stock Exchange & Calcutta Stock Exchange Ltd.

Date: 22.08.2016
Regd. Office:
AD-76, Salt Lake City, Sector - I
Bidhannagar, Kolkata 700064

By Order of the Board
M/s Golden Properties & Traders Ltd.

Sd/-
Richa Agarwalla
Company Secretary

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Annexure A

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of the Directors	Re Appointment
	Kripa Shankar Mahawar (DIN: 01158668)
Age	50 Years
Date of Appointment/Re Appointment	12.10.2011
Qualification	Bachelor of Commerce
List of Public Ltd. Companies (in India) in which Directorships held	0
Experience in Industry	5 Years

Date: 22.08.2016
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Sd/-
Richa Agarwalla
Company Secretary

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DIRECTORS' REPORT

To the Members,

Your Directors are pleased to present the Thirty Fourth Annual Report of the Company together with the Audited Accounts of the Company for the Financial Year ended 31st March, 2016.

1. FINANCIAL HIGHLIGHTS

The financial performance of the Company for the year under review along with previous year figures is summarized below:

Particulars	Amount in Rs. (Lakhs)	
	2015-16	2014-15
Total Revenue	60.63	30.55
Profit/(Loss) before Tax	14.14	4.20
Less: Tax Expenses:		
-Current	4.37	1.70
-Deferred	-	-
-Taxes for earlier years	-	(0.03)
Profit / (Loss) after Tax	9.77	2.53
Profit & Loss A/c Opening Balance	0.38	(1.64)
Less: Transfer to Special Reserve	1.95	0.51
Profit/ (Loss) Account Closing Balance	8.20	0.38
Earnings per equity share	0.08	0.02

2. EXTRACT OF ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92(3) read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014 is furnished in **Form MGT-9** attached to this Report.

3. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW

Six Board Meetings were held during the year under review as on 27.04.2015; 13.05.2015; 28.05.2015; 13.08.2015; 12.11.2016; 11.02.2016 as detailed in Corporate Governance Report annexed to this report.

4. DIRECTORS' RESPONSIBILITY STATEMENT IN TERMS OF SECTION 134(3)(c) OF THE COMPANIES ACT, 2013

Your Directors confirm that:

- In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure;
- Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2016 and of the Statement of Profit of the Company for the year ended 31st March, 2016;
- Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with

the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d. The annual accounts have been prepared on a going concern basis;
- e. The Directors had laid down internal financial controls to be followed by the Company and such internal financial controls are adequate and were operating effectively;
- f. The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

EXPLANATIONS TO AUDITORS' REMARKS

The Statutory Auditors' Report does not contain any qualification, reservation or adverse remark.

Further, there is no qualification, disclaimer, reservation or adverse remark made by the Company Secretary in Practice in the Secretarial Audit Report.

STATUTORY AUDITORS

M/s J.B.S. & Company, Chartered Accountants (FRN: 323734E) retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The Company has obtained a certificate from them to the effect that, their re-appointment, if made would be in conformity with Section 139 and 141 of the Companies Act, 2013 and Companies (Audit & Auditors) Rules, 2014. They have confirmed that they hold a valid Peer Review Certificate issued by ICAI.

The Board, therefore, recommends the same appointment for a term of one year for your

approval from the commencement of this Annual General Meeting to the commencement of next Annual General Meeting to be held in the year 2017 at such terms and conditions as may be mutually decided.

7. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company is registered as a Non-Banking Financial Company under Section 45 IA of the Reserve Bank of India Act, 1934 holding Certificate of Registration No. 05.02810 dated 04th September, 1998. So, the provisions mentioned under section 186 of the Companies Act, 2013 are not applicable to the Company.

8. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The disclosure related to Related Party Transactions in Form AOC-2 as required under Section 134(3)(h) of the Companies Act, 2013 is not applicable as there were no such related party transaction as prescribed under the provisions of Section 188 and other relevant rules and provisions of the Companies Act, 2013.

9. BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR

The Company was incorporated on 14th day of June, 1982 having CIN No L70109WB1982PLC034972 in Kolkata, West Bengal. The Company has been carrying on the business of Investment in Shares and securities and is a NBFC registered with RBI under the category of Non-acceptance of public deposits and its major revenue is from these activities. The Board of Directors is pleased to inform that the company has achieved reasonable success during the year

under report. Efforts will be made for better prospects and overall development of the company in the ensuing year.

10. RESERVES

The Company has transferred Rs. 1.95 Lakhs to Special Reserves in terms of Sec 45-IC of the Reserve Bank of India Act, 1934 during the year under review.

11. DIVIDEND

The Board of Directors of your Company has decided to retain its earnings for future endeavors. Hence, no dividend has been recommended by the Board for the year ended 31st March, 2016.

12. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE ENDS OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT

There is no material change in the Financial Position of the Company since Balance Sheet date which will affect the Company.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

Conservation of Energy: Not Applicable
Technology Absorption: Not Applicable
Foreign Exchange Earnings: Nil
Foreign Exchange Outgo: Nil

14. RISK MANAGEMENT POLICY

The Board has framed a Risk Management Policy for the Company in order to detect, mitigate and prevent risk both internal and external arising to the Company. The Board

makes regular assessment and monitoring of the same policy time to time in order to be at par with changing situations, scenarios and circumstances of the market.

15. CORPORATE SOCIAL RESPONSIBILITY POLICY

The Company does not fall under the criteria of Section 135 of Companies Act, 2013.

16. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of the business of the Company during the year.

17. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Kripa Shankar Mahawar (DIN: 01158668) is eligible to retire by rotation. The Board has received his consent to act as Director of the Company and also a declaration as required under section 164(2) of the Companies Act, 2013 that he is not disqualified for being appointed as Director of the Company. The Board hereby recommends the said appointment for your approval.

18. ANNUAL EVALUATION OF BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of Section 134(3) of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, its committees and Independent Directors.

The criteria for evaluation was in accordance with the Company's Policy on Appointment, Training, Evaluation and remuneration approved by the Board on recommendation of the Nomination and Remuneration Committee, interalia comprising of:

- Attendance at meetings of the Board and Committees thereof.

- Participation in Meeting of the Board or Committee thereof.
- Review of risk assessment and risk mitigation.
- Review of financial statements and business performance.
- Contribution to the enhancement of performance of the Company.

19. DETAILS OF SUBSIDIARY / JOINT VENTURE / ASSOCIATE COMPANY

The Company does not have any Subsidiary, Joint venture or Associate Company. Thus the particulars of Subsidiary / Joint Venture / Associate of the Company U/s 129(3) of the Companies Act, 2013 in form AOC-1 is not applicable.

20. DEPOSITS

The Company is registered as a Non-Banking Financial Company under Section 45 IA of the Reserve Bank of India Act, 1934 holding Certificate of Registration No. 05.02810 dated 04th September, 1998. So, the provisions mentioned under Section 73 of the Companies Act, 2013 are not applicable to the Company.

21. DECLARATION OF INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

22. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS / COURTS / TRIBUNALS

There are no significant material orders passed by the Regulators / Courts which

would impact the going concern status of the Company and its future operations.

23. STATEMENT IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROL WITH REFERENCE TO THE FINANCIAL STATEMENT (RULE 8 OF COMPANY (ACCOUNTS) RULES, 2014)

The Company has adequate internal financial control system commensurate with the operations of the company including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information and to monitor and ensure compliance with applicable laws, rules and regulations.

24. PARTICULARS OF EMPLOYEES

Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not applicable to the Company.

25. FRAUD REPORTING (REQUIRED BY THE COMPANIES AMENDMENT ACT, 2015)

The Company has adopted best practices for fraud prevention and it follows confidential, anonymous reporting about fraud as defined under section 447 of the Companies Act, 2013 or abuse to the appropriate responsible officials of the Company. No fraud on or by the company has been reported by the Statutory Auditors.

26. ISSUE OF EQUITY SHARES WITH DIFFERENTIAL VOTING RIGHTS, SWEAT EQUITY, ESOS, ETC

Disclosure of issue of Equity Shares with Differential Voting Rights, Sweat Equity, ESOS, etc is not applicable for the Company.

27. DISCLOSURE IN RESPECT OF VOTING RIGHTS NOT EXERCISED DIRECTLY BY THE EMPLOYEES IN RESPECT OF SHARES TO WHICH THE SCHEME RELATES

Section 67(3) read with Rule 16 of Companies (Share Capital & Debenture) Rules, 2014 is not applicable for the Company.

28. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has zero tolerance towards sexual harassment at the workplace and has adopted a policy on prevention, prohibition & redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at workplace (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013 and the rules there under.

Regd. Office:
AD-76, Salt Lake City, Sector - I
Bidhannagar Kolkata 700064

Date: 30.05.2016
Place: Kolkata

**Richa
Agarwalla
Company
Secretary**

**Kripa Shankar
Mahawar
Director
DIN: 01158668**

**Rupesh Kumar
Pandey
Director
DIN: 00150561**

During the financial year 2015-2016, the Company has not received any complaints of sexual harassment.

29. ACKNOWLEDGEMENT

Your Directors place on record their deep appreciation to employees at all levels for their hard work, dedication and commitment. The enthusiasm and unstinting efforts of the employees have enabled to remain at the forefront of the Company.

The Directors would like to thank shareholders, government agencies, bankers & all other business associates for their continued support during the year. We place on record our appreciation for the contributions made by the employees at all levels.

For & On Behalf Of The Board

For Golden Properties & Traders Ltd.

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of Change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	ENDANT SALES PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
2	EXTREME SUPPLIER PVT LIMITED	553200	4.716	0.000	553200	4.716	0.000	0.000
3	KIRSTEN TIEFF PRIVATE LIMITED	1648000	14.049	0.000	1648000	14.049	0.000	0.000
4	MANGALRASHI COMMOTRADE PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
5	MARK HOMES & CONSTRUCTIONS PRIVATE LIMIT	272000	2.319	0.000	272000	2.319	0.000	0.000
6	MARKS N GLIX AUTOMOTIVES PRIVATE LIMITED	952000	8.115	0.000	952000	8.115	0.000	0.000
7	MARKS N GLIX MOTORS PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
8	MINNIE PAN CONSULTANTS PVT LTD	44500	0.379	0.000	44500	0.379	0.000	0.000
9	NAV DURGA VINCOM PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
10	NIRMALA MERCHANDISE PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
11	NIRMAKUNJ SALES PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
12	PANCHRATAN MERCANTILE PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
13	PURPOSIVE TRADERS PVT LTD	576800	4.917	0.000	576800	4.917	0.000	0.000
14	RUDRAMUKHI VINTRADE PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
15	SANDEEP DAGA	35200	0.300	0.000	35200	0.300	0.000	0.000
16	SANJEEB KUMAR AGARWAL	21000	0.179	0.000	21000	0.179	0.000	0.000
17	SATYAM PROJECTS LIMITED	133800	1.141	0.000	133800	1.141	0.000	0.000
18	SAVITA AGARWAL	40000	0.341	0.000	40000	0.341	0.000	0.000
19	SHIVDHARA SUPPLIERS PRIVATE LIMITED	272000	2.319	0.000	272000	2.319	0.000	0.000
20	TARA DEVI SONI	98500	0.840	0.000	98500	0.840	0.000	0.000
21	TRENDION 3 STAR MOTORS PRIVATE LIMITED	680000	5.797	0.000	680000	5.797	0.000	0.000
	TOTAL	7503000	63.960	0.000	7503000	63.960	0.000	0.000

(iii) Change in Promoter's Shareholding

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	EKDANT SALES PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
2	EXTREME SUPPLIER PVT LIMITED				
	a) At the Beginning of the Year	553200	4.716		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				553200	4.716
3	KIRSTEN TIEUP PRIVATE LIMITED				
	a) At the Beginning of the Year	1648000	14.049		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				1648000	14.049
4	MANGAI RASHI COMMOTRADE PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
5	MARK HOMES & CONSTRUCTIONS PRIVATE LIMIT				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
6	MARKS N GLIX AUTOMOTIVES PRIVATE LIMITED				
	a) At the Beginning of the Year	952000	8.115		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				952000	8.115
7	MARKS N GLIX MOTORS PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
8	MINNIE PAN CONSULTANTS PVT LTD				
	a) At the Beginning of the Year	44500	0.379		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				44500	0.379
9	NAVDURGA VINCOM PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
10	NIRMALA MERCHANDISE PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319
11	NIRMAI KUNJ SALES PRIVATE LIMITED				
	a) At the Beginning of the Year	272000	2.319		
	b) Changes during the year				
	c) At the End of the Year			[NO CHANGES DURING THE YEAR]	
				272000	2.319

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holder of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	RECON AGENCIES LIMITED				
	a) At the Beginning of the Year	330000	2.813		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			330000	2.813
9	SUNGOLD SHOPPERS LIMITED				
	a) At the Beginning of the Year	210000	1.790		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			210000	1.790
10	TIGERHILL TRADELINK PRIVATE LIMITED				
	a) At the Beginning of the Year	210000	1.790		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			210000	1.790
	TOTAL	2708400	23.088	2707251	23.078

(v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	RUPESH KUMAR PANDEY						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year			100	0.00%	100	0.00%

1	KRIPA SHANKAR MAHAWAR						
	At the beginning of the year			100	0.00%	100	0.00%
	Changes during the year			NIL	0.00%	NIL	0.00%
	At the end of the year			100	0.00%	100	0.00%

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
(i) Principal Amount	-	-	-	-
(ii) Interest due but not paid	-	-	-	-
(iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

SN	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs/Lac)
		Name	Designation	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-

4	Commission			-
	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
		Total (A)	-	-
		Ceiling as per the Act	NA	NA

B. Remuneration to other Directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	NA	NA	NA	

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

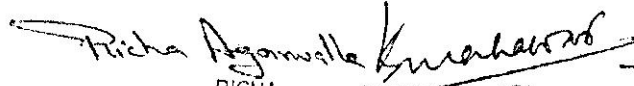
SN	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Name		Ms. Richa Agarwalla	(Rs/Lac)
		Designation	CEO	CFO	CS
1	Gross salary				72,000.00
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-				-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				-
	- as % of profit				-
	- others, specify				-
5	Others, please specify				-
	Total				72,000.00

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

B. DIRECTORS					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

FOR & ON BEHALF OF THE BOARD


 RICHAGARWALLA KRIPA SHANKAR RUPESH KUMAR
 RICHAGARWALLA MAHAWAR PANDEY
 Company Director Director
 Secretary DIN- 01158668 DIN- 00150561

Place Kolkata
Date: 30.05.2016

GOLDEN PROPERTIES & TRADERS LTD

CIN: L70109WB1982PLC034972

Regd. Offc: AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata 700064

Email: rupesh_markvision@yahoo.co.in; website: www.gptl.in; Contact: 033 4014 2800

REPORT ON CORPORATE GOVERNANCE

(Pursuant to the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015)

The Directors presents the Company's Report on Corporate Governance for the year ended March 31, 2016.

1. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance strives for attaining the optimum level of transparency and accountability in all facets of its operations and all dealings with its shareholders, employees, lenders, creditors, customers and the Government. The Board of Directors aims at protecting the interest of all stakeholders.

The Company is in compliance with the requirements of the Corporate Governance as stipulated under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 with the Stock Exchange.

2. CODE OF BUSINESS CONDUCT AND ETHICS

In compliance with Regulation 26(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Company has framed and adopted a Code of Conduct and Ethics.

All the Members of the Board and Senior Management Personnel have affirmed the compliances of the Code of Conduct.

3. BOARD OF DIRECTORS

The Composition of Board of Directors of the Company has been done as per Regulation 17(1) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. The Board comprises of four Non-Executive Directors. All Directors, have wide experience in their respective fields. The Board of Directors and its committees meet at regular intervals. The following are the sub-committees of the Board:

- a. Audit Committee
- b. Nomination and Remuneration Committee
- c. Stakeholder's Grievance Committee

Details of Board Meeting held during the year and attendance of Directors:

In the year under review the Board of Directors met 6 (six) times on 27.04.2015; 13.05.2015; 28.05.2015; 13.08.2015; 12.11.2016; 11.02.2016.

Details of Board meeting held during the year and attendance:

Name	Category	Date of Appointment	No. of other Directorship held in Other Listed Companies	No. of Meetings attended during F.Y. 01-04-2015 to 31-03-2016	Attendance in AGM in 2015
RUPESH KUMAR PANDEY	Non-Executive	12/10/2011	NIL	6	YES
KRIPA SHANKAR MAHAWAR	Non-Executive	12/10/2011	NIL	6	YES
SANGITA KAR	Non-Executive Independent	31/03/2015	NIL	6	YES
RAJIB KUMAR DAS	Non-Executive Independent	25/08/2010	1	6	YES

There had been no changes in the Board of Directors during the year under review.

4. REVIEW OF COMPLIANCE REPORTS

The Company has fully complied with the mandatory requirement of review of Compliances as per Regulation 17(3) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Audit Qualification: There is no Audit Qualification given in the Auditors' Report.

Secretarial Audit Report: There is no qualification, observation or remark made by the Secretarial Auditor.

Corporate Governance Reports: The Quarterly Corporate Governance Reports as required under Clause 49 of SEBI Listing Agreement and Regulation 27(2) the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 were submitted as follows:

Quarter/ Half- Yearly/ Yearly	Submission Date
June 2015	14.07.2015
September 2015	14.10.2015
December 2015	04.01.2016
March 2016	13.04.2016

Grievance Redressal Mechanism: Company has been registered on SCORE[®] as mandated under Regulation 13 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

5. PLANS FOR ORDERLY SUCCESSION FOR APPOINTMENTS:

As required under Regulation 17(4) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Board is in process of making and developing plans for orderly succession for appointment to the Board of Directors and senior management.

6. REMUNERATION PAID TO NON-EXECUTIVE AND INDEPENDENT DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2016

There was no remuneration paid to Non-Executive and Independent Directors during the year under review as provided under Regulation 17(6) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. Detail of remuneration paid to Directors during the year under review is as follows:

Name of Director	Category	Remuneration(Rs.)	Sitting fees(Rs.)
Rupesh Kumar Pandey	Non-Executive	NIL	NIL
Kripa Shankar Mahawar	Non-Executive	NIL	NIL
Sangita Kar	Non-Executive Independent	NIL	NIL
Rajib Kumar Das	Non-Executive Independent	NIL	NIL

7. MINIMUM INFORMATION TO BE PLACED BEFORE THE BOARD OF DIRECTORS:

The requirement under Regulation 17(7) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 of Minimum Information to be placed before the Board was duly complied with as per detailed below:

a. Annual operating plans and budgets and any updates.

Annual Operating Plan and Budgets were duly placed before the Board during meetings of Board held throughout the year.

b. Capital budgets and any updates.

There were no such Capital Budgets and updates thereupon as such to be placed before the Board.

c. Quarterly results for the listed entity and its operating divisions or business segments.

Quarterly results were placed regularly during Meetings of the Board as per the following details:

Sl. No.	Unaudited/ Financial Results	Audited	Date of Board Meeting when results were placed before the Board
1.	Quarter June' 15		13.08.2015
2.	Quarter September' 15		12.11.2015
3.	Quarter December' 15		11.02.2015
4.	Quarter March' 16		30.05.2016

- d. **Minutes of meetings of audit committee and other committees of the board of directors.**
Minutes of meetings of audit committee and other committees of the board of directors were placed before the Meeting of the Board held on the following dates: 13.08.2015; 12.11.2015; 11.02.2016; 30.05.2016.
- e. **The information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary.**
There was no recruitment as such so the information on recruitment and remuneration of senior officers just below the level of board of directors, including appointment or removal of Chief Financial Officer and the Company Secretary was not required to be placed before the Board.
- f. **Show cause, demand, prosecution notices and penalty notices, which are materially important.**
There was no show cause, demand, prosecution notices and penalty notices during the year under review.
- g. **Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.**
There was no such fatal or serious accident, dangerous occurrences, any material effluent or pollution problem during the year under review.
- h. **Any material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity.**
There was no material default in financial obligations to and by the listed entity, or substantial non-payment for goods sold by the listed entity during the year under review.
- i. **Any issue, which involves possible public or product liability claims of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.**
There was no such issue during the year which involves possible public or product liability claim of substantial nature, including any judgement or order which, may have passed strictures on the conduct of the listed entity or taken an adverse view regarding another enterprise that may have negative implications on the listed entity.
- j. **Details of any joint venture or collaboration agreement.**
There was no such joint venture or collaboration agreement during the year under review.
- k. **Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.**
There were no such transactions during the year under review that involve substantial payment towards goodwill, brand equity, or intellectual property.
- l. **Significant labour problems and their proposed solutions. Any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.**
There was no such significant labour problem or any significant development in Human Resources/ Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc. during the year under review.

m. Sale of investments, subsidiaries, assets which are material in nature and not in normal course of business.

There was no such sale during the year under review of investments, subsidiaries, assets which are material in nature and not in normal course of business.

n. Quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement, if material.

There were no foreign exchange movement during the year under review so the quarterly details of foreign exchange exposures and the steps taken by management to limit the risks of adverse exchange rate movement to be placed before Board was not required.

o. Non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

There was no non-compliance of any regulatory, statutory or listing requirements and shareholders service such as non-payment of dividend, delay in share transfer etc.

8. PERFORMANCE EVALUATION OF THE INDEPENDENT DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Board has carried out an annual performance evaluation of the performance of its Independent Directors.

The criteria for evaluation was in accordance with the Company's Policy on Appointment, Training, Evaluation and remuneration approved by the Board on recommendation of the Nomination and Remuneration Committee, interalia comprising of :

- Attendance at meetings of the Board and Committees thereof.
- Participation in Meeting of the Board or Committee thereof.
- Review of risk assessment and risk mitigation.
- Review of financial statements and business performance.
- Contribution to the enhancement of performance of the Company.

9. AUDIT COMMITTEE

The role and terms of reference of the Audit Committee cover the matters specified for Audit Committees under Regulation 18 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and Section 177 of the Companies Act, 2013.

Ms. Sangita Kar is the Chairperson of the Audit Committee. The other members of the Audit Committee are Mr. Rupesh Kumar Pandey and Mr. Rajib Kumar Das.

In the year under review the Audit Committee met 4 (four) times on 13.05.2015; 13.08.2015; 12.11.2015; 11.02.2016.

Details of Audit Committee meeting held during the year and attendance:

Name	Date of Appointment	No. of Directorship held in other Listed Companies	No. of Meetings attended during F.Y. 01-04-2015 to 31-03-2016
RUPESH KUMAR PANDEY	12/10/2011	NIL	4

RAJIB KUMAR DAS	25/08/2010	1	4
SANGITA KAR	31/03/2015	NIL	4

Terms of reference of Audit Committee:

- Recommendation for appointment, remuneration and terms of appointment of the auditors;
- Review and monitor auditor's independence and performance and effectiveness of the audit process;
- Examination of the financial statement and auditor's report;
- Approval or modification of related party transactions;
- Scrutiny of inter corporate loans and investments;
- Evaluation of internal financial controls ;
- Monitoring of end use of funds of the public offers;
- Discuss issues with internal and statutory auditors;
- Audit Committee to call for comments of the auditors about internal control systems, scope of audit including the observations of the auditors and review of the financial statements before submission to the board;
- To review the findings of any internal investigations by internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
- To look in to the reasons for substantial defaults, if any in the payment to the banks and creditors.
- Audit Committee to have an authority to investigate into any matter in relation to the items specified above or referred to it by the board and for this purpose the Audit Committee to have power to obtain professional advice from external sources and have full access to information contained in the records of the company.

Powers of Audit Committee:

The Audit Committee shall have powers, which should include the following:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Role of Audit Committee

The role of the Audit Committee shall include the following:

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required being included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgment by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.

- e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.).
 7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
 13. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Review of information by Audit Committee

The Audit Committee shall mandatorily review the following information:

- o Management discussion and analysis of financial condition and results of operations;
- o Statement of significant related party transactions, submitted by management;
- o Management letters issued by the statutory auditors;

10. NOMINATION AND REMUNERATION COMMITTEE

The requirement of formulation and implementation of plans of Nomination and Remuneration Committee has been complied with as prescribed under Regulation 19 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Ms. Sangita Kar is the Chairperson of the Nomination & Remuneration Committee. The other members of the Nomination and Remuneration Committee are Mr. Rajib Kumar Das and Mr. Rupesh Kumar Pandey.

In the year under review there was no meeting of the Nomination and Remuneration Committee.

Remuneration policy: The remuneration policy of the company is directed towards rewarding performance, based on review of achievements on a periodic basis. The remuneration policy is in consonance with the exiting industry practice.

The role of the committee shall, include the following:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;

3. Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria lay down, and recommend to the Board their appointment and removal. The company shall disclose the remuneration policy and the evaluation criteria in its Annual Report.
4. The Chairman of the nomination and remuneration committee could be present at the Annual General Meeting, to answer the shareholders' queries. However, it would be up to the Chairman to decide who should answer the queries.

11. STAKEHOLDER'S RELATIONSHIP COMMITTEE

The requirement of formulation and constitution of Stakeholder's Relationship Committee has been complied with as prescribed under Regulation 20 (1) & (2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Ms. Sangita Kar is the Chairperson of the Stakeholder's Relationship Committee. The other members of the Stakeholder's Relationship Committee are Mr. Rajib Kumar Das and Mr. Rupesh Kumar Pandey.

In the year under review there was no meeting of the Stakeholder's Relationship Committee.

Terms of reference:

The major terms of reference of the Stakeholder's Relationship Committee, inter alia, consists of review and redressal of shareholders and investors complaints like transfer of shares, non-receipt of Balance Sheet etc. The Committee expresses its satisfaction with the Company's performance in dealing with investor's grievances. The shareholders complaints are addressed to the committee for its noting/advice and redressal.

Details of complaints received and redressed:

During the year under review, the Company is having "NIL" Complaint Status as stated below:

Particulars	Status
Number of Investor Complaints pending as on 01.04.2015	NIL
No. of Complaints received during the year	NIL
No. of Complaints disposed during the year	NIL
No. of Complaints remaining unresolved as on 31.03.2016	NIL

Details of Compliance Officer:

Name: Ms. Richa Agarwalla

Phone: 033 4014 2800

E-Mail id: rupesh_markvision@yahoo.co.in

Investors Grievance Email Id: rupesh_markvision@yahoo.co.in

12. RISK MANAGEMENT COMMITTEE

The requirement of formulation and constitution of Risk Management Committee has been complied with as prescribed under Regulation 21(1), (2), (3) & (4) of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

In the year under review there was no meeting of the Risk Management Committee.

The Committee shall make risk assessment and inform the Board Members about the minimization procedures. The Committee shall be responsible for framing, reviewing and monitoring the risk management plan for the company and recommend to the Board for its implementation.

13. VIGIL MECHANISM

In compliance with the requirements of Vigil mechanism under Section 177 of the Companies Act, 2013 and under Regulation 22 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Company has framed and adopted a policy for Vigil mechanism.

- i. The Company has formulated a Vigil mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the company's code of conduct or ethics policy.
- ii. The policy comprehensively provides an opportunity for adequate safeguards against victimization of director(s) / employee(s).
- iii. Employee/Director of the Company are given an opportunity to raise any issues concerning breaches of law, accounting policies or any act resulting in financial or reputation loss and misuse of office or suspected or actual fraud.

14. POLICY FOR RELATED PARTY TRANSACTION:

In compliance with Regulation 23 of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Company has framed and adopted a policy for Related Party Transactions.

All the Members of the Board and Senior Management Personnel have affirmed the compliances of the said policy.

15. MEETING OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company met once on **11.02.2016** in compliance with requirement as under Regulation 25(3) & (4) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

16. SHARES HELD BY NON- EXECUTIVE DIRECTORS FOR THE YEAR ENDED 31ST MARCH, 2016

The disclosure regarding shareholding of Non- Executive Shareholders of the Company required under Regulation 26(4) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Name of Director	Category	Shares held
Rupesh Kumar Pandey	Non-Executive	NIL
Kripa Shankar Mahawar	Non-Executive	NIL
Sangita Kar	Non-Executive Independent	NIL
Rajib Kumar Das	Non-Executive Independent	NIL

17. SHAREHOLDING PATTERN AS ON 31.03.2016

Category	No. of Shares	%of Shareholding
Promoters	7503000	63.96
Mutual Fund & Unit Trust of India	NIL	NIL
Banks, Financial Institutions & Insurance Companies	NIL	NIL
Foreign Institutional Investors	NIL	NIL
Others (Non-promoters)	4227680	36.04
TOTAL	11730680	100.00%

18. PAST GENERAL BODY MEETINGS

Locations and time, where last three AGMs were held:

Financial Year	2012-2013	2013-2014	2014-15
Date	07.09.2013	26.09.2014	24.09.2015
Time	11.30 A.M	10.00 A.M	11:00 A.M.
Venue	AD-76, Salt Lake City, Sector - I Bidhannagar Kolkata 700064	AD-76, Salt Lake City, Sector - I Bidhannagar Kolkata 700064	AD-76, Salt Lake City, Sector - I Bidhannagar Kolkata 700064

19. ANNUAL GENERAL MEETING 2015-16 INFORMATION

AGM			
	Date	:	29.09.2016
	Venue	:	138, Bakrahat Road, Kolkata - 700104
	Time	:	10:00 A.M.
	Financial year	:	2015- 2016
	Book closure	:	23.09.2016 – 29.09.2016
	Dividend	:	No dividend was declared for last financial period.

20. DISCLOSURE

- Details of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years : **NIL**
- Statutory Auditor's Certificate certifying, as stipulated in Regulation 27(2) of the Listing Agreement with Stock Exchange that the company has complied with the conditions of Corporate Governance, is **annexed to the Report**. The certificate will be forwarded to the Stock Exchanges along with the Annual Report of the company.
- Affirmation that **no** personnel have been denied access to the audit committee.
- Information is disclosed in accordance with the prescribed standards of accounting, financial and non-financial disclosure.
- The company maintains minutes of the meeting.
- The company implements the prescribed accounting standards in the preparation of financial statements taking into consideration the interest of all stakeholders and ensures that the annual audit is conducted by an independent, competent and qualified auditor.
- The shareholding of Non-Executive Directors has been disclosed.
- The Board delegates the maintenance of share transfer records to the Registrar and Transfer Agents Niche Technologies Pvt. Ltd.

21. MEANS OF COMMUNICATION

Timely disclosure of consistent, comparable, reliable information on corporate financial performance is at the core of good corporate governance.

- The un-audited quarterly results of the Company are published within forty-five days of completion of each quarter and for the last quarter, audited financial result for the year were submitted within sixty days of the end of the financial year. Quarterly Limited Review Reports have been submitted to the Stock Exchanges within forty-five of completion of the quarter. Such quarterly results are normally published in The Echo of India (English) and Arthik Lipi (Bengali).
- Information relating to shareholding pattern is submitted to the Stock Exchanges.
- The Directors' Report forming part of the Accounts includes all aspects of the Management Discussion and Analysis Report.
- The Company is in the process of developing website as required under Clause 46 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015

22. LISTING ON STOCK EXCHANGE:

The Company's Equity Shares are listed/traded at:

Sl. No.	Name of Stock Exchange	Scrip Code
01.	Calcutta Stock Exchange Ltd	017148
02.	Bombay Stock Exchange	539492

- o The Listing fees for the financial year 2015-16 have been paid.

23. REGISTRARS AND SHARE TRANSFER AGENTS (RTA)

Name And Address	Name: Niche Technologies Pvt Ltd Address: 71 Canning Street, Room 511, Kolkata-700001
Phone	033-2219 6797/4815
E-Mail	nichetechpl@nichetechpl.com

24. DEMATERIALIZATION OF EQUITY SHARES AND LIQUIDITY

The shares of the Company are traded in dematerialized form with the depository, Central Depository Services (India) Ltd. (CDSL).

As on 31st March, 2016 – 97,93,790 number of Equity shares of the Company have been dematerialized.

Under the depository system, the International Securities Identification Number (ISIN) allotted to the company is INE721C01019.

25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Industry Structure and Development:

The company is involved in the business of investment in shares and securities. The company plays a crucial role in broadening access to financial services, enhancing competition and diversification of financial sector. Last couples of years have seen significant developments in financial sector that have raised competition across the world. The top-run NBFCs are changing track and initiating moves to become financial supermarkets. Leading NBFCs have gradually extended their product portfolio to include asset management companies (AMCs),

housing finance firms and are now ready to enter insurance. NBFCs had to contend with heavy competition even in areas that were their preserve.

Outlook, Opportunities and Threats and Risks and Concerns:

The biggest opportunity for NBFCs arises from vast gap that exist between demand and supply of finance. The Company continues to explore the possibilities of expansion and will make necessary investments when attractive opportunities arise. The Indian financial sector has growth potential. There is a significant growth opportunity for the Company in changing economic scenario. The overall growth is expected to firm up on policies supporting investment, but is expected to remain below trend. The Company is making its best efforts to realize maximum from its customers. Market conditions, in particular the performance of equity markets, contribute substantially to the Company's growth.

The threat for the NBFCs come from increased competition from Banking industry, which is in a position to lend at competitive rate due to availability of huge funds at a cheaper cost. The Company expects stable interest rate in the year to come and is confident of meeting the challenges. The management continuously assesses the risks and monitors the business and risk management policies to minimize the risk. The major risk which the Company is presently exposed to is decline in spread due to frequent changes in lending rate. The continuous effort and actions are taken to reduce the cost of funds.

Internal Control and their Adequacy:

The company has an adequate system of internal controls commensurate with the size and nature of business. The company is complying with all the mandatory requirements of Corporate Governance as laid down in the Listing Agreement. This has improved the management of the affairs of the company and strengthened transparency and accountability. The Audit Committee reviews the internal control system and look into the observations of the statutory auditor very closely.

Discussions on Financial performance:

The financial performance of the Company for the year has been discussed in the Director's Report and Cash Flow Statement annexed with the Annual Accounts.

Human Resources:

The Company has potential appraisal systems for identifying and developing talent of Employees. The Company is confident of attracting, developing and nurturing the best talent in the industry in view of the company's inherent strengths gained over the years. As in the past, the Company has enjoyed cordial relations with the employees at all levels.

Cautionary Statement:

Statements in the Management Discussion and Analysis describing the company's present position, objectives, expectations or predictions may be "forward looking" statements within the meaning of applicable laws and regulations.

20. CEO/CFO CERTIFICATION

We, in our official capacity, do hereby confirm and certify that –

A. We have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2016 and that to the best of our knowledge and belief:

- i. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
- ii. 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.

B. There are, to the best of our knowledge and belief, no transactions entered into by the company during the financial year 2015-2016 which are fraudulent, illegal or violative of the company's code of conduct.

C. We accept responsibility for establishing and maintaining internal control and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps have been taken or proposed to rectify these deficiencies.

D. We have indicated to the auditors and the Audit Committee that there are no -

- i. Significant changes in internal control during the year ended on 31st March, 2016;
- ii. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
- iii. Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system

**REGISTERED OFFICE AND ADDRESS FOR CORRESPONDENCE
GOLDEN PROPERTIES & TRADERS LTD**

Regd. Offc: AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata 700064

CERTIFICATE OF COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

The Members

GOLDEN PROPERTIES & TRADERS LTD
AD-76, Salt Lake City, Sector – I, Bidhannagar
Kolkata 700064

We have examined the compliance of conditions of Corporate Governance by Deevce Commercial Ltd. for the year ended on 31 March, 2016. as stipulated in SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination has been limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For J.B.S & Company
Chartered Accountants

(CA Gouranga Paul)
Partner
Membership No- 063711

Place: Kolkata
Dated: 30.05.2016



Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,

The Members,
Golden Properties & Traders Ltd
Kolkata

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Golden Properties & Traders Ltd** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on **31st March 2016** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Golden Properties & Traders Ltd** ("the Company") for the financial year ended on **31st March 2016** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;



(v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("SEBI Act):-

(a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

(b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;(repealed w.e.f. May 15,2015)

(c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

(d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;

(e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

(f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

(g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(i) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and

(j) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(vi) Other laws applicable specifically to the company namely:-

- a) Copy Rights Act
- b) The Patent Acts,1970
- c) The Trade marks Act,1999
- d) Other miscellaneous acts/laws

I have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India and Listing Agreements entered into by the Company with the Stock Exchange in India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc.



I further report that the compliance by the company of applicable financial laws, like direct & indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial audit & other designated professionals.

I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meetings duly recorded and signed by the Chairman, the decision of the Board were unanimous and no dissenting views have been recorded.

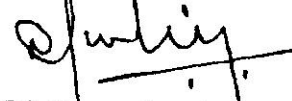
I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period there were no other specific events/actions in pursuance of the above referred laws, rules, regulations, guidelines, etc having a major bearing on the Company's affairs.

Place : Kolkata

Date : 27.05.2016

For **N PUROHIT & ASSOCIATES**
(Company Secretaries)



CS Narendra Purohit
(Proprietor)

Mem.No.:32133

C.P. No.- 12524



J. B. S. & Company

CHARTERED ACCOUNTANTS

60, BENTINCK STREET, 4TH FLOOR
KOLKATA - 700 069

Phone: 2225 4828

2225 4829

Fax: 4007 0735

INDEPENDENT AUDITOR'S REPORT

TO
THE MEMBERS OF
GOLDEN PROPERTIES & TRADERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **GOLDEN PROPERTIES & TRADERS LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2016, the Statement of Profit, and Loss and Cash Flow Statement for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles, generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards, and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial

statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence, we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) In the case of Balance Sheet of the state of affairs of the Company as at 31st March 2016;
- (b) In the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date; *and*
- (c) In the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies(Auditors Report) Order, 2016 ("the order") issued by the Central Government of India in terms of subsection (1) of the section 143 of the Act, we give in the Annexure, a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of written representations received from the directors as on 31st March 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016, from being appointed as a director in terms of Section 164 (2) of the Act;

- (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact on financial position in its financial statements ;
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred by the Company to the Investor Education and Protection Fund.

For J.B.S & Company

Chartered Accountants

FRN: 323734E



(Gauranga Paul)

(Partner)

Membership Number: 063711

Place: Kolkata
Date:30-5-2016

Annexure to the Independent Auditor's Report (referred to in our report of even date)
The Annexure referred to in Independent Auditor's report to the members of Golden Properties & Traders Limited on financial statements for the year ended 31st March, 2016, we report that:

- (i) The company does not have any Fixed Assets. Hence paragraph 3, clause (i) of the said order is not applicable to the Company.
- (ii) The Company has no inventory at any time during the year. Therefore, the provisions of paragraph 3(ii) of the order are not applicable.
- (iii) The Company has not granted any loan, secured or unsecured, to bodies corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Hence paragraph 3, clause (iii) of the said order is not applicable to the Company.
- (iv) In our opinion and according to the information and explanation given to us, the Company has not granted any loan under section 185 of Companies Act, 2013. The Company is a Non Banking Financial Institution, hence the provisions under section 186 of Companies Act, 2013 with regard to Loan and Investment is not applicable to the Company.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of the Cost records under section 148(1) of the Companies Act, 2013. Hence, paragraph 3(vi) of the order is not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examinations of the records of the company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income Tax and other material statutory dues have been regularly deposited during the year by the company with the appropriate authorities.
(b) According to the information and explanations given to us, there are no dues of Income Tax and other material statutory dues which have not been deposited as on 31st March, 2016 with the appropriate authorities on account of any dispute.
- (viii) The Company does not have any loans or borrowings from any financial institutions, banks, government or debenture holders during the year. Accordingly, clause(viii) is not applicable.
- (ix) According to the information and explanations given to us, there were no moneys raised by way of initial public offer or further public offer or term loans by the company.

- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanation provided to us, managerial remuneration has been paid during the year in accordance with the provisions of Section 197 read with Schedule V to the Companies Act 2013.
- (xii) According to the information and explanations provided to us, the company is not a Nidhi Company as defined under section 406 of Companies Act, 2013.
- (xiii) In our opinion and according to the information and explanations given to us, there were no transactions with the related parties as stated in Section 177 and 188 of Companies Act, 2013. Accordingly, this paragraph is not applicable to the company.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) According to the information and explanation provided to us and based on our examination of the records of the company , the company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained.

For J.B.S & Company
Chartered Accountants

FRN: 323734E



(Gauranga Paul)

(Partner)

Membership Number: 063711

Place: Kolkata

Date:30-5-2016

Annexure - B to the Auditors' Report

Report on the Internal Financial Controls over the Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of GOLEDN PROPERTIES & TRADERS LIMITED ("the Company") as of 31 March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For J.B.S & Company

Chartered Accountants

FRN: 323734E



(Gauranga Paul)

Partner

Membership Number: 063711

Place: Kolkata
Date: 30-5-2016

GOLDEN PROPERTIES & TRADERS LIMITED

Balance Sheet as at 31st March 2016

(Amount in Rs)

Sl	Particulars	Note No.	As at 31st March 2016	As at 31st March 2015
I.	EQUITY AND LIABILITIES			
(1)	Shareholders' funds			
	(a) Share capital	2	11,73,06,800	11,73,06,800
	(b) Reserves and surplus	3	45,79,04,997	45,69,27,976
			57,52,11,797	57,42,34,776
(2)	Current liabilities			
	(a) Other current liabilities	4	12,17,075	57,964
	(b) Short-term provisions	5	9,40,590	5,04,395
			21,57,665	5,62,359
	TOTAL		57,73,69,462	57,47,97,135
II.	ASSETS			
(1)	Non-current assets			
	(a) Non-current investments	6	49,83,63,546	43,75,21,796
	(b) Other non-current assets	7	92,400	2,00,000
			49,84,55,946	43,77,21,796
(2)	Current assets			
	(a) Cash and cash equivalents	8	12,13,259	2,85,51,859
	(b) Short-term loans and advances	9	7,75,84,411	10,83,93,994
	(c) Other current assets	10	1,15,846	1,29,486
			7,89,13,516	13,70,75,339
	TOTAL		57,73,69,462	57,47,97,135
Summary of significant accounting policies		1		
Notes to Financial Statements		2 To 15		
The accompanying notes (1-15) are integral part of the financial statements				
As per our report of even date				
For J.B.S & Company Chartered Accountants		FOR & ON BEHALF OF THE BOARD		
(Gouranga Paul) (Partner) Membership No.-063711 Dated : 30-5-2016 Place: Kolkata	RICHA AGARWALLA COMPANY SECRETARY	KRIPA SHANKAR MAHAWAR DIRECTOR DIN- 01158668	RUPESH KUMAR PANDEY DIRECTOR DIN- 00150561	

GOLDEN PROPERTIES & TRADERS LIMITED

Statement of Profit and Loss for the Year Ended 31st March 2016

		(Amount in Rs.)		
Sl	Particulars	Note No.	As at 31st March 2016	As at 31st March 2015
I.	Revenue from operations	11	60,57,806	29,45,088
II.	Other income	12	5,409	1,09,704
III.	Total Revenue (I + II)		60,63,215	30,54,792
IV.	Expenses:			
	Cost of material consumed		-	-
	Purchase of stock		-	-
	Increase/(Decrease) in stock		-	-
	Direct expenses		-	-
	Employee benefits expense	13	22,69,862	10,25,628
	Finance Costs		-	-
	Depreciation & Amortization Expenses		-	-
	Other expenses	14	23,79,324	16,09,533
	Total expenses		46,49,186	26,35,161
V.	Profit/(Loss) before tax (III-IV)		14,14,029	4,19,631
VI.	Tax expense:			
	Current Tax		4,36,935	1,69,847
	Taxes for Earlier Years		73	(2,848)
VII.	Profit/(Loss) for the period (V-VI)		9,77,021	2,52,632
VIII.	Earnings per equity share:			
	Basic & Diluted		0.08	0.02

Summary of significant accounting policies and
Notes to Financial Statements

1
2 To 15

The accompanying notes (1-15) are integral part of the financial statements

As per our report of even date

For J.B.S & Company
Chartered Accountants.

FOR & ON BEHALF OF THE BOARD

(Gouranga Paul)
(Partner)
Membership No.-063711
Date : 30-5-2016
Place: Kolkata

RICH
AGARWALLA
COMPANY
SECRETARY

KRIPA SHANKAR
MAHAWAR
DIRECTOR
DIN- 01158668

RUPESH
KUMAR PANDEY
DIRECTOR
DIN- 00150561

GOLDEN PROPERTIES & TRADERS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

PARTICULARS	YEAR ENDED 31-03-2016		YEAR ENDED 31-03-2015	
	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)
CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit/(loss) before Tax and Extra Ordinary Items		14,14,029		4,19,631
Add				
Loss on sale of investments			4,53,400	4,53,400
		14,14,029		8,73,031
Less				
Interest received	60,63,215		35,08,192	
Provision for Taxation	4,36,935		1,69,847	
Profit on sale of investments		65,00,150	(4,53,400)	32,24,639
Operating Profit before Working Capital changes		(60,86,121)		(23,51,608)
Adjustments for				
Add: Increase in Current Liabilities & Decrease in Current Assets				
Other Non- Current asset	1,07,600		1,21,240	
Other Current Assets	13,640		13,102	
Current Liabilities	11,59,111			
Short Term Provision	4,36,195		1,26,025	
Provisions against standard assets			1,30,037	
Less: Increase in Current Assets & Decrease in Current Liabilities				
Loans	33,38,126		(5,18,11,134)	
Advances	2,78,87,000		(69,72,414)	
Nil or Assets		3,29,41,672		(5,83,93,144)
Cash generated from Operations		2,78,55,551		(6,07,44,752)
Income Tax Paid	(4,16,356)	(4,16,356)	(2,848)	(2,848)
		(4,16,356)		(2,848)
Extra-ordinary items				
Income tax/BT for earlier year	740			
Add Income tax excess provision W/Back		740		
NET CASH FLOW FROM OPERATING ACTIVITIES		2,74,39,935		(6,07,41,904)
CASH FLOW FROM INVESTING ACTIVITIES				
Interest received	60,63,215		35,08,192	
Sale of investments	17,00,000		8,54,19,600	
Purchase of investments	(6,25,41,750)			
Profit on sale of investment		(5,47,78,535)	(4,53,400)	8,84,74,392
NET CASH USED IN INVESTING ACTIVITIES		(5,47,78,535)		8,84,74,392
CASH FLOW FROM FINANCING ACTIVITIES				
NET CASH USED IN FINANCING ACTIVITIES				
NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)		(2,73,38,600)		2,77,32,488
OPENING CASH & CASH EQUIVALENTS		2,85,51,859		8,19,370
CLOSING CASH & CASH EQUIVALENTS		12,13,259		2,85,51,859
This is the cash flow statement referred to in our report on even date				
For J.B.S. & Company Chartered Accountants			FOR & ON BEHALF OF THE BOARD	
(Gouranga Paul) Partner			RICHA AGARWALLA COMPANY SECRETARY	KRIPA SHANKAR MAHAWAR DIRECTOR DIN: 01158668
Place Kolkata Date				RUPESH KUMAR PANDEY DIRECTOR DIN: 00150561

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2016

Note 1

Accounting Policies & Additional Disclosures

Significant accounting policies

Basis of Preparation

These accounts has been prepared as per the Schedule III notified under the Companies Act 2013.

Basis of Accounting

The accounts have been prepared in conformity to the generally accepted accounting principles as enunciated by the relevant authorities and are based on accrual basis of accounting except Rates & Taxes which is accounted for cash basis.

Investments

Investments being long terms and non trade are valued at cost and provisions for diminution, if any other than temporary is made to recognise decline in the value of investments on the basis of market/ break up value as applicable.

Preliminary Expenses

Preliminary expenditures are amortised over a period of 5 years as per the provisions of Income Tax Act, 1961.

Revenue Recognition

Revenue is recognized only when it can be reliably measured and it is reasonable to expect ultimate collection.

Provision for Current and Deferred Tax

As per AS - 22, Provision for Current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax, 1961. Deferred tax resulting from "time difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

Note 2 SHARE CAPITAL		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Authorized share capital 1,26,00,000 (P.Y. 1,26,00,000) Equity shares of Rs. 10/- each	12,60,00,000	12,60,00,000
Issued, Subscribed and Paid up share capital 11,730,680 (P.Y. 11,730,680) Equity shares of Rs. 10/- each fully paid up	11,73,06,800	11,73,06,800
Total	11,73,06,800	11,73,06,800

(i) Reconciliation of the Equity shares outstanding at the beginning and at the end of the reporting period

Particulars	31.03.2016		31.03.2015	
	No.	Rs.	No.	Rs.
At the beginning of the period				
Issued during the period	1,17,30,680	11,73,06,800	1,17,30,680	11,73,06,800
Outstanding at the end of the period	1,17,30,680	11,73,06,800	1,17,30,680	11,73,06,800

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2016

(ii) Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shareholders holding more than 5% Equity shares in the company

Particulars	31.03.2016		31.03.2015	
	No.	%	No.	%
Kirsten Tie Up Pvt. Ltd	16,48,000	14.05	16,48,000	14.05
Marks N Glix Automotives Pvt. Ltd.	9,52,000	8.12	9,52,000	8.12
Longview Suppliers Pvt. Ltd	6,00,000	5.11	6,00,000	5.11
Trendon Distributors Pvt. Ltd	6,80,000	5.80	6,80,000	5.80
Total	38,80,000	33.08	38,80,000	33.08

Note 3

Reserves and Surplus

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Securities Premium Reserve		
Balance as per the last financial statements	45,43,13,448	45,43,13,448
Closing Balance	45,43,13,448	45,43,13,448
Special Reserve		
As per Last Account		
Add: Addition during the year	1,80,072	1,29,546
	1,95,404	50,526
	3,75,476	1,80,072
Capital Reserve		
As per Last Account		
	23,96,286	23,96,286
	23,96,286	23,96,286
Surplus/(deficit) in the statement of profit and loss		
Balance as per the last financial statement		
Profit/(Loss) for the year	38,170	(1,63,936)
	9,77,021	2,52,632
Less: Special Reserve	10,15,191	88,696
	(1,95,404)	(50,526)
Net surplus in the statement of profit and loss	8,19,787	38,170
Total	45,79,04,997	45,69,27,976

Note 4

Other Current Liabilities

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Liabilities for Expenses		
TDS Payable	11,26,984	57,964
	90,091	-
Total	12,17,075	57,964

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2016

Note 5 Short Term Provisions		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Provision for Tax	6,71,368	2,35,173
Contingent Provision on Standard Assets	2,69,222	2,69,222
Total	9,40,590	5,04,395

Note 6 Non Current Investments		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Non-Trade Investments		
Investments in Equity Instruments fully paid up (At Cost)		
<i>Quoted</i>		
Satyam Projects Ltd.		
[70,695 (P.Y 70,695) equity shares of face value of Rs. 10/- each]	3,40,546	3,40,546
Total	3,40,546	3,40,546
<i>Unquoted</i>		
Amitrashi Suppliers Pvt. Ltd		
[14,000 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	70,00,000	-
Amitrashi Suppliers Pvt. Ltd		
[48,000 (P.Y. NIL) equity shares of face value of Rs. 1/- each]	48,00,000	-
Apple Commerce Pvt. Ltd.		
[200 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	1,00,000	-
Ashwinayak Traders Pvt. Ltd.		
[54,000 (P.Y. NIL) equity shares of face value of Rs. 1/- each]	54,40,000	-
Aashiana Tie Up Private Limited		
[200 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	1,00,000	-
Metax Merchandise Pvt Ltd		
[NIL (P.Y. 11,262) equity shares of face value of Rs. 10/- each]	-	28,15,500
Parvix Mercantile Pvt Ltd		
[2,400 (P.Y. 2,400) equity shares of face value of Rs. 1/- each]	27,00,000	12,00,000
Favorite Shoppers Pvt. Ltd		
[11,500 (P.Y. 11,500) equity shares of face value of Rs. 1/- each]	27,50,000	27,50,000
Garbhayaak Sales Private Limited		
[7,000 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	7,00,000	-
Godhuli Vincom Pvt Ltd		
[NIL (P.Y. 7,600) equity shares of face value of Rs. 10/- each]	-	19,00,000
Green Traders & Exporters Pvt Ltd		
[NIL (P.Y. 35,600) equity shares of face value of Rs. 10/- each]	-	92,00,000
Jaidham Suppliers Private Limited		
[1,808 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	9,00,000	-
Kalawati Vanjaya Pvt. Ltd		
[7,600 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	44,00,000	-
Kabadi Merchandise Pvt Ltd		
[NIL (P.Y. 1,200) equity shares of face value of Rs. 10/- each]	-	30,00,000
Khat Solutions Pvt Ltd		
[13,000 (P.Y. 13,000) equity shares of face value of Rs. 10/- each]	26,00,000	26,00,000
Kirsten Tie up Pvt Ltd		
[664,500 (P.Y. 79,000) equity shares of face value of Rs. 10/- each]	2,82,25,500	2,82,25,500
Liberal Tradelinks Pvt Ltd		
[12,750 (P.Y. 12,750) equity shares of face value of Rs. 10/- each]	51,00,000	51,00,000
Limafresh Properties Pvt Ltd		
[15,000 (P.Y. 32,000) equity shares of face value of Rs. 10/- each]	15,00,000	32,00,000
Linkpoint Merchandise Pvt Ltd		
[NIL (P.Y. 32,000) equity shares of face value of Rs. 10/- each]	-	80,00,000
Maa Durga Properties Pvt Ltd		
[3,900 (P.Y. 3,900) equity shares of face value of Rs. 10/- each]	9,90,000	9,90,000
Manak Vanjaya Pvt. Ltd		
[3,600 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	9,00,000	-
Mangalshree Sales Private Limited		
[NIL (P.Y. 5,400) equity shares of face value of Rs. 10/- each]	-	23,50,000
Marks N Glix Automotives Pvt. Ltd		
[8794 (P.Y. NIL) equity shares of face value of Rs. 10/- each]	43,97,000	-
Mastermind Vinimay Private Limited		
[1,040 (P.Y. 2,040) equity shares of face value of Rs. 10/- each]	2,60,000	5,10,000
Maxwell Merchants Pvt Ltd		
[2,200 (P.Y. 7,900) equity shares of face value of Rs. 10/- each]	11,00,000	39,50,000
Maybre Traders Pvt Ltd		
[NIL (P.Y. 196) equity shares of face value of Rs. 10/- each]	-	49,000
Moondhara Mercantiles Pvt Ltd		
[800 (P.Y. 4,935) equity shares of face value of Rs. 10/- each]	2,00,000	12,34,000
Moonshine Mercantile Pvt Ltd		
[NIL (P.Y. 200) equity shares of face value of Rs. 10/- each]	-	1,00,000

GOLDEN PROPERTIES & TRADERS LIMITED

Notes to Balance Sheet for the Year Ended 31st March 2016

Machhane Sales Pvt Ltd (10,000 (P.Y. 10,000) equity shares of face value of Rs. 10/- each)	10,00,000	10,00,000
Majasa Tradecom Pvt Ltd (NIL) (P.Y. 7,796) equity shares of face value of Rs. 10/- each)	-	19,49,000
Newstone Dealer Pvt Ltd (NIL) (P.Y. 36,592) equity shares of face value of Rs. 10/- each)	-	1,82,96,000
Nishant International Ltd (3,200 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	7,500	-
Nishnava Trading Pvt. Ltd (3445 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	17,22,500	-
Oasis Complex Pvt Ltd (1,200 (P.Y. 16,800) equity shares of face value of Rs. 10/- each)	6,82,500	84,00,000
Omam Vincom Pvt Ltd (NIL) (P.Y. 9,800) equity shares of face value of Rs. 10/- each)	-	49,00,000
Prachan Dealers Pvt. Ltd. (60000 (P.Y. NIL) equity shares of face value of Rs. 1/- each)	48,00,000	-
Pranesh Traders Pvt. Ltd (70000 (P.Y. NIL) equity shares of face value of Rs. 1/- each)	56,00,000	-
Pardha Dealer Pvt Ltd (NIL) (P.Y. 2,35,600) equity shares of face value of Rs. 10/- each)	-	11,77,50,000
Passion Sales Pvt Ltd (NIL) (P.Y. 18,000) equity shares of face value of Rs. 10/- each)	-	45,00,000
Phensoft Tradecom Pvt Ltd (NIL) (P.Y. 519) equity shares of face value of Rs. 10/- each)	-	1,29,750
Raja Vincom Pvt Ltd (NIL) (P.Y. 18,360) equity shares of face value of Rs. 10/- each)	-	45,90,000
Rajesh Agencies Pvt Ltd (NIL) (P.Y. 53,600) equity shares of face value of Rs. 10/- each)	-	2,68,00,000
Rishabh Trading Co Pvt Ltd (NIL) (P.Y. 1,200) equity shares of face value of Rs. 10/- each)	-	3,00,000
Sa Securities Pvt Ltd (99,000 (P.Y. 36,800) equity shares of face value of Rs. 10/- each)	92,00,000	92,00,000
Saiteep Suppliers Pvt Ltd (10,000 (P.Y. 73,170) equity shares of face value of Rs. 10/- each)	4,02,500	1,82,92,500
Sankar Finance Pvt Ltd (4,000 (P.Y. 8,000) equity shares of face value of Rs. 10/- each)	40,00,000	40,00,000
Sankar Vinmay Pvt Ltd (4,000 (P.Y. 38,400) equity shares of face value of Rs. 10/- each)	40,00,000	96,00,000
Sankar Vasthade Pvt Ltd (4,000 (P.Y. 2,000) equity shares of face value of Rs. 1/- each)	12,00,000	5,00,000
Sankar Agencies Pvt Ltd (43,000 (P.Y. 43,000) equity shares of face value of Rs. 10/- each)	1,07,50,000	1,07,50,000
Sangli Enclave Pvt Ltd (22,250 (P.Y. 22,250) equity shares of face value of Rs. 10/- each)	89,00,000	89,00,000
Starcent Tie-up Pvt Ltd (NIL) (P.Y. 67,500) equity shares of face value of Rs. 10/- each)	-	67,50,000
Sukarma Commerce Pvt. Ltd (1,42,500 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	1,42,50,000	-
Sukarma Commerce Pvt. Ltd (50000 (P.Y. NIL) equity shares of face value of Rs. 1/- each)	40,00,000	-
Sunmedha Sales Pvt Ltd (400 (P.Y. 400) equity shares of face value of Rs. 10/- each)	1,00,000	1,00,000
Surya Hi Shoppers Pvt Ltd (5,14,050 (P.Y. 1,02,325) equity shares of face value of Rs. 10/- each)	5,14,05,000	5,11,62,500
Surya Vaniya Pvt. Ltd. (400 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	40,000	-
Topline Commerce Pvt Ltd (2,00,000 (P.Y. 40,000) equity shares of face value of Rs. 10/- each)	2,00,00,000	2,00,00,000
Touchstone Suppliers Pvt Ltd (44,000 (P.Y. 44,500) equity shares of face value of Rs. 10/- each)	1,78,00,000	1,78,00,000
Trendon Distributors Pvt. Ltd (15,000 (P.Y. 6,000) equity shares of face value of Rs. 10/- each)	15,00,000	15,00,000
Urban Estates Pvt. Ltd (30,000 (P.Y. 30,000) equity shares of face value of Rs. 10/- each)	30,00,000	30,00,000
Vestnary Vyapaar Pvt. Ltd (94,000 (P.Y. 37,600) equity shares of face value of Rs. 10/- each)	94,00,000	94,00,000
Vishal Commerce Pvt. Ltd (432 (P.Y. 2049) equity shares of face value of Rs. 10/- each)	1,00,500	4,37,500
Total	24,80,23,000	43,71,81,250
<i>Preference, Convertible, Preferential Shares</i>		
Optone Ceramic Pvt. Ltd (1,00,000 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	5,00,00,000	-
Optone Granite Pvt. Ltd (1,50,000 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	15,00,00,000	-
Optone Tiles Pvt. Ltd (1,00,000 (P.Y. NIL) equity shares of face value of Rs. 10/- each)	5,00,00,000	-
Total	25,00,00,000	-
Total	49,83,63,546	43,75,21,796

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2016

Note 7 Other Non-Current Assets		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Preliminary Expenses (to the extent not written off)		
Balance B/f from the last year	2,00,000	3,07,600
Addition during the year	-	-
Less: transferred to current assets (To be amortised within next 12 months)	1,07,600	1,07,600
	92,400	2,00,000
Amalgamation Expenses (to the extent not written off)		
Amalgamation Expenses	-	13,640
Addition during the year	-	-
Less: transferred to current assets (To be amortised within next 12 months)	-	13,640
	92,400	2,00,000

Note 8 Cash & Cash Equivalents		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Cash in hand (As certified by the management)	38,263	16,682
Balances with Banks		
In Current Account	11,74,996	2,66,35,177
In Fixed Deposit	-	19,00,000
	12,13,259	2,85,51,859

Note 9 Short Term Loans & Advances		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
(Un-secured, considered good)		
Loan given	5,36,20,513	5,69,58,639
Advances	2,31,03,000	5,09,90,000
(Recoverable in cash or kind or for valued to be received)		
Advance Fringe Benefit Tax	-	813
Self Assessment Tax	4,740	4,740
TTDS receivable	8,56,158	4,39,802
	7,75,84,411	10,83,93,994

Note 10 Other Current Assets		
Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
(To be amortised within next 12 months)		
Preliminary Expenses		
Opening Balance	1,07,600	1,07,600
Add: Transfer from Non Current Assets	1,07,600	1,07,600
Less: Written off during the year	1,07,600	1,07,600
	1,07,600	1,07,600
Amalgamation Expenses		
Opening Balance	13,640	13,640
Add: Transfer From Other Non Current Assets	-	13,640
Less: Written off during the year	13,640	13,640
	8,246	8,246
Interest receivable	-	-
	1,15,846	1,29,486

GOLDEN PROPERTIES & TRADERS LIMITED

Notes to Statement of Profit and Loss for the Year Ended 31st March 2016

Note 11

Revenue from Operations

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Interest on loan (Gross of TDS of Rs.6,05,466/- PY 3,39,849/-)	60,57,806	33,98,488
Total	60,57,806	33,98,488

Note 12

Other Income

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Interest received from Fixed Deposit (Gross of TDS of Rs.541/- PY 10,970/-)	5,409	1,09,704
Total	5,409	1,09,704

Note 13

Employee Benefit Expenses

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Salary & Bonus	22,69,862	10,25,628
Total	22,69,862	10,25,628

Note 14

Other Expenses

Particulars	31.03.2016	31.03.2015
	Rs.	Rs.
Telephone Expenses	1,14,414	-
Listing fees	2,91,226	20,224
Custodian Fees	1,09,512	5,73,598
Payment to Auditors- Statutory Audit Fees	11,500	11,400
Bank Charges	5,145	6,710
Printing & Stationery	51,885	2,300
Rates & Taxes	-	6,750
Advertisement Expenses	69,161	58,174
Filing Fees	12,600	86,834
Legal & Professional Fees	3,45,226	3,92,686
Preliminary Expenses Written off	1,07,600	1,07,600
Amalgamation Expenses written off	13,640	13,640
Contingent Provision for Standard Assets	-	1,30,037
Rent	1,80,000	1,65,000
Travelling and Conveyance Expenses	3,57,941	-
General Expenses	2,91,974	34,580
Commission Expenses	4,17,500	-
Total	23,79,324	16,09,533

GOLDEN PROPERTIES & TRADERS LIMITED

Note to Balance Sheet for the year ended 31st March, 2016

15 Additional Disclosures

- 1 In the opinion of the Board the Current Assets, Loans & Advances have realization value in the ordinary course of business at least equal to which they are stated in Balance Sheet.
- 2 The Outstanding balance of Sundry Creditors, Deposits and Advances are subject to confirmation and reconciliation, if any.
- 3 The company has no related party transaction during the year as per AS - 18.
- 4 The Company is not having any Deferred Tax Assets/ Liabilities in accordance with AS-22, hence the same is not required to provide in accounts as a matter of prudence.
- 5 During the year the Company has transferred ₹ 1,95,404/- (P.Y. ₹ 50,526/-) to Special Reserve Account u/s 45 IC of the RBI Act, 1934 for the year ended 31st March, 2016.
- 6 During the year the company has made no provision on Standard Assets as per NBFC Prudential Norms under notification number DNBS. 222 CGM (US)2011 and DNBS. 223 CGM(US)2011 dated January 17, 2011.
- 7 The Additional information as required in terms of Paragraph-13 of Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is as per Annexure-I.
- 8 Contingent Liabilities not provided for-NIL.
- 9 Previous year's figures have been regrouped or rearranged wherever necessary.

The accompanying notes are integral part of the financial statements
As per our Report of this date Annexed

For J.B.S & Company
Chartered Accountants

FOR & ON BEHALF OF THE BOARD

(Gouranga Paul)
(Partner)
Membership No.-063711
Dated : 30-5-2016
Place: Kolkata

Richa Agarwalla
(Company Secretary)

Kripa Shankar Mahawar
(Director)
DIN No.- 01158668

Rupesh Kumar Pandey
(Director)
DIN No.- 00150561

**SCHEDULE TO THE BALANCE SHEET AS AT 31.03.2016 OF GOLDEN PROPERTIES & TRADERS LIMITED a
Non-Systemically Important Non-Deposit taking Non-Banking Financial Company**

(As required in terms of Paragraph 13 of Non-Systemically Important Non Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015 issued vide Notification No. DNBR.008/ CGM (CDS) -2015 dated March 27, 2015)

PARTICULARS	(Rs. In Lakhs)	
	Amount Outstanding	Amount Overdue
LIABILITIES SIDE:		
(1) Loans and Advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid :		
(a) Debentures : Secured	--	--
Unsecured	--	--
(Other than falling within the meaning of public deposits)	--	--
(b) Deferred Credits	--	--
(c) Term Loans	--	--
(d) Inter-Corporate Loans & Borrowings	--	--
(e) Commercial Paper	--	--
(f) Other Loans (Specify nature)	--	--
ASSETS SIDE:	AMOUNT OUTSTANDING	
(2) Break-up of Loans and Advances including Bills Receivables [Other than those included in (4) below] :		
(a) Secured	--	
(b) Unsecured	767.24	
(3) Break-up of Leased Assets and Stock on Hire and other assets counting towards AFC activities :		
(i) Lease Assets including Lease Rentals under Sundry Debtors :		
(a) Financial Lease	--	
(b) Operating Lease	--	
(ii) Stock on Hire including Hire Charges under Sundry Debtors :		
(a) Assets on Hire	--	
(b) Repossessed Assets	--	
(iii) Other loans counting towards AFC activities		
(a) Loans where assets have been repossessed	--	
(b) Loans other than (a) above	--	
(4) Break-up of Investments :		
<i>Current Investments :</i>		
1. Quoted :		
(i) Shares : (a) Equity	--	
(b) Preference	--	
(ii) Debentures and Bonds	--	
(iii) Units of Mutual Funds	--	
(iv) Government Securities	--	
(v) Others (please specify)	--	
2. Unquoted :		
(i) Shares : (a) Equity	--	
(b) Preference	--	
(ii) Debentures and Bonds	--	
(iii) Units of Mutual Funds	--	
(iv) Government Securities	--	
(v) Others (please specify)	--	

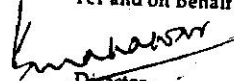
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**SCHEDULE TO THE BALANCE SHEET AS AT 31.03.2016 OF GOLDEN PROPERTIES & TRADERS LIMITED a
Non-Systemically Important Non-Deposit taking Non-Banking Financial Company**

(As required in terms of Paragraph 13 of Non-Systemically Important Non Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015 issued vide Notification No. DNBR. 008/ CGM (CDS) -2015 dated March 27, 2015)

Long Term Investments :			
1. Quoted :			
(i) Shares : (a) Equity			3.40546
(b) Preference			-
(ii) Debentures and Bonds			-
(iii) Units of Mutual Funds			-
(iv) Government Securities			-
(v) Others (please specify)			-
2. Unquoted :			
(i) Shares : (a) Equity			2480.23
(b) Preference			2500
(ii) Debentures and Bonds			-
(iii) Units of Mutual Funds			-
(iv) Government Securities			-
(v) Others (please specify)			-
(5) Borrower group-wise classification of assets financed as in (2) and (3) above :			
Category	Amount net of provision		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	-	-	-
(b) Companies in the same group	-	-	-
(c) Other related parties	-	-	-
2. Other than related parties	-	-	-
TOTAL :			
(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :			
Category	Market Value/ Break-up or fair Value or NAV	Book Value (Net of Provisions)	
1. Related Parties			
(a) Subsidiaries			
(b) Companies in the same group			
(c) Other related parties	3.41		3.41
2. Other than related parties			
TOTAL :	4,980.23		4,980.23
(7) Other Information	4,983.64		4,980.23
Particulars			
(i) Gross Non-Performing Assets		Amount	
(a) Related Parties			
(b) Other than related Parties			-
(ii) Net Non-Performing Assets			-
(a) Related Parties			-
(b) Other than related Parties			-
(iii) Assets acquired in satisfaction of debts			-

For and on Behalf of the Board


Director.


Director