



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

NOTICE

NOTICE is hereby given that 32nd Annual General Meeting of the Company will be held at its Registered Office situated at AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064 on Friday, the 26th day of September, 2014 at 10.00 A.M. to transact the following business:

AS ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss and Cash Flow Statement of the company for the year ended on that date together with the Reports of the Directors and Auditors thereon.
2. To appoint a Director in place of Sri Kripa Shankar Mahawar (DIN: 01158668), who retires by rotation, and being eligible, offer himself for re-appointment.
3. To appoint auditors and to fix their remuneration.

Regd. Office:

AD-76, Salt Lake City
Sector – I, Bidhannagar

Kolkata-700064

Dated: 30.06.2014

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


Rajib Kumar Das

Director

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. 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.



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

- 2) The Register of Member and Share Transfer Register of the company will remain closed from **20th day of September, 2014 to 26th day of September, 2014** (both days inclusive)

3) **VOTING THROUGH ELECTRONIC MEANS**

I. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote by electronic means. As an alternative to vote physically at the AGM, and the business may be transacted through e-Voting Services provided by Central Depository Services Limited (CDSL)

II. Similarly, Members opting to vote physically can do the same by remaining present at the meeting and should not exercise the option for e-voting. However, in case Members cast their vote exercising both the options, i.e. physically and e-voting, then votes casted through e-voting shall be only be taken into consideration and treated valid whereas votes casted physically at the meeting shall be treated as invalid. The instructions for e-voting are as under, Members are requested to follow the instruction below to cast their vote through e-voting:

III. **The instructions for shareholders voting electronically are as under:**

- (i) The voting period begins on September 20, 2014 at 10.00 A.M. and ends on September 22, 2014 at 6.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of August 08, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (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.



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

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 "GOLDEN PROPERTIES & TRADERS LIMITED" 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
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - 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 compliance user 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.



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

- 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
- IV. 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 dchatterjee017@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before September 22, 2014, upto 6 pm. without which the vote shall not be treated as valid
- V. 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 (record date) of 08-August-2014.
- VI. 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 08-August-2014.
- The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 08-August-2014. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- VII. Ms Deebika Chatterjee, Practising Company Secretary has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- VIII. The results shall be declared on or after the AGM of the Company. The results declared alongwith the Scrutinizer’s Report shall be placed on the website of CDSL within two (2) days of passing of the resolution at the AGM of the Company and will be communicated to Calcutta Stock Exchange Limited.



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

ATTENDANCE SLIP

ANNUAL GENERAL MEETING Friday, 26th September, 2014

**Registered Folio /
DP ID and Client ID :**

**Name and Address of the
Sole/First Shareholder :**

Joint Holder 1 :

Joint Holder 2 :

I/We hereby record my/our presence at the 32nd ANNUAL GENERAL MEETING of the Company at AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064, on Friday, the 26th September, 2014 at 10.00 A.M

Member's Folio/ DP ID-Client ID No.	Member's/ Proxy's name in Block Letters	Member's/Proxy's Signature
-------------------------------------	---	----------------------------

NOTE : Please complete the Folio/ DP ID-Client ID No. and name of the Member/Proxy, sign this Attendance Slip and hand it over, duly signed, at the entrance of the meeting Hall

ELECTRONIC VOTING PARTICULARS

EVSN	User ID	Password
140906067	Please refer to Note No. 3 - III in the Notice of the AGM	



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

Form No. MGT-11

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L70109WB1982PLC034972

Name of the Company: GOLDEN PROPERTIES & TRADERS LIMITED

Regd Office: AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064

Name of the member(s):

Registered Address:

E-mail id :

Folio No./DP Client ID :

I/We, being the member(s) of shares of the above Company, hereby appoint

- Name..... Address.....
E-mail id..... Signature..... or filing him
- Name..... Address.....
E-mail id..... Signature..... or filing him

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 32nd AGM of the Company, to be held on Friday, 26th September, 2014 at 10.00 a.m. at AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	Ordinary Resolution to receive, consider and adopt the Audited Balance Sheet as at 31st March, 2014, the Statement of Profit & Loss and Cash Flow Statement of the company for the year ended on that date together with the Reports of the Directors and Auditors thereon.		
2	Ordinary Resolution to appoint a Director in place of Sri Kripa Shankar Mahawar (DIN: 01158668), who retires by rotation, and being eligible, offer himself for re-appointment.		
3	Ordinary Resolution to appoint auditors and to fix their remuneration.		



GOLDEN PROPERTIES & TRADERS LIMITED

AD-76, Salt Lake City, Sector - 1, Kolkata - 700 064, Ph. : 40142800

Mobile : 9830012564 | E-mail : rupesh_markvision@yahoo.co.in | Website : www.gptl.in

Signed this.....day of2014

Affix
Revenue
Stamp

.....
Signature of the member

.....
Signature of proxy

Note: This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.

DIRECTOR'S REPORT

The Members,

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Statement of Accounts for the year ended on 31st March, 2014 along with Auditors Report thereon.

Financial results:

	Year ended 31.03.2014 Rs.	Year ended 31.03.2013 Rs.
Operating Revenue	1,074,890	3,12,189
Profit/(Loss) for the year	2,24,832	50,278
(Less) : Tax	(43,822)	(26,446)
Profit/(Loss) After Tax	1,81,010	23,832

Performance

The Company achieved revenue of Rs. 10.75 lakhs for the year ended 31st March 2014 compared to Rs.3.12 lakhs in the previous year.

Public Deposits

During the year under review, the Company has neither accepted nor renewed any public deposits and has no overdue or unclaimed public deposit, as defined under Section 58A of Companies Act, 1956 read with Companies (Accepting of Deposits) Rules, 1975.

Dividend

In view of the planned business growth, your Directors deem it proper to preserve the resources of the Company for its activities and therefore, do not propose any dividend for the financial year ended 31st March, 2014.

Directors

Mr Kripa Shankar Mahawar, who retire by rotation and being eligible offer himself for re-appointment

Auditors

M/s JBS & Company, Chartered Accountants 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 Companies Act, 2013 and Companies (Audit & Auditors) Rules, 2014

Auditors' Report

Observations of auditors when read together with relevant notes on accounts and accounting policies are self-explanatory and do not require any further comments.

Particulars of Employees

There was no employee who was in receipt of remuneration as required to be disclosed under section 217(2A) of the Companies Act, 1956 read with Companies (Particulars with employees) Rules, 1975

Corporate Governance Report and Management Discussion and Analysis Report:

Pursuant to the allotment of 91,98,000 equity shares on Preferential basis on 23.10.2013, the Corporate Governance is applicable to the Company w.e.f Financial Year 2013-14. Accordingly, your Company is committed to maintain the highest standards of ethics and governance, resulting in enhanced transparency for the benefit of all stakeholders. As per the Clause 49 of the Listing Agreement with the Stock Exchanges, and the requirements set out by the Securities and Exchange Board of India, the Company confirms to the norms of Corporate Governance as envisaged in the Companies Act and the Listing Agreement with the Stock Exchanges w.e.f Financial Year 2013-14. A separate section on Report on Corporate Governance and Management Discussion and Analysis Report, are annexed to this report. The Company has adopted Code of Conduct, which is applicable to the Board members and senior management, in accordance with the recently enacted statutory changes as applicable to the Company w.e.f Financial Year 2013-14.

Listing of Equity Shares

The Company's equity shares are listed with The Calcutta Stock Exchange Limited (CSE). The Company has paid Annual listing fees to the Stock Exchange for the financial year 2014-2015.

Depository System

The shares of the Company are held in dematerialized mode in National securities Depository Limited (NSDL) .Your Company has made arrangement for dematerialization of shares in Central Depository Services (India) Limited (CDSL).

Conservation of energy, technology absorption and foreign exchange earning & outgo

The particulars of conservation of energy and technology absorption As Required Under Section 217 (1) (e) of the Companies Act, 1956, read with the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules,1988 are not applicable to the company. The Company has not incurred any foreign exchange earning & outgo during the financial year.

Directors' Responsibility Statement

In accordance with the provisions of section 217(2AA) of the Companies Act, 1956, and based on the information provided by the management your Directors state that:

- 1) in the preparation of annual accounts, the applicable Accounting Standards have been followed by your company along with proper explanations relating to material departures, if any;
- 2) having selected such accounting policies and applied them consistently and 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 at the end of financial year 31st March and of the profit of the Company for the year under review.
- 3) proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the Provisions of the Companies Act, 1956(to the extent applicable) and Companies Act,2013 (to the extent notified) for safeguarding the assets of the Company and to preventing and detecting frauds and other irregularities, if any.
- 4) annual accounts have been prepared on a going concern basis.

Appreciation

Your Directors would like to record their appreciation of the hard work and commitment of the Company's personnel and warmly acknowledge the unstinting support and cooperation extended by Bankers and other Associates of the Company and Statutory Authorities. Your Directors are also deeply grateful for the confidence and faith shown by the shareholders of the company in them.

**For and on behalf of the Board of Directors
Golden Properties & Traders Limited**

Place: Kolkata
Dated: 30.06.2014

(Mr Kripa Shankar Mahawar) (Mr. Rajib Kumar Das)

D I R E C T O R S

REPORT ON CORPORATE GOVERNANCE

(Pursuant to Clause 49 of the Listing Agreement)

The Directors presents the Company's Report on Corporate Governance for the year ended March 31, 2014

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 Clause 49 of the Listing Agreement with the Stock Exchange.

2. WHISTLE BLOWER POLICY

- i) The Company has formulated a Whistle Blower Policy 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.
- iv) The policy provides for a mechanism to report concerns to the Audit Committee.
- v) The Whistle Blower Policy complies with the requirements of Vigil mechanism under Section 177 of the Companies Act, 2013.

3. CODE OF BUSINESS CONDUCT AND ETHICS

- 1) Directors shall maintain high level of integrity and ethical conduct.
- 2) Directors shall maintain confidentiality of information entrusted by the Company or acquired during performance of their duties and shall not use it for personal gain or advantage.
- 3) Directors shall be true and faithful to the company in all respects.
- 4) Directors shall comply with all applicable law, rules and regulations and observe the highest standards of ethical conduct and integrity.
- 5) Directors shall ensure that they use the Company's assets, properties and services for official purposes only or as per the terms of appointment.
- 6) Directors shall not receive directly or indirectly any benefit from the company's business associates which, is intended or can be perceived as being given to gain favor for dealing with the company.
- 7) Directors shall not engage in any material business relationship or activity, which conflicts with their duties towards the Company.
- 8) Directors shall declare information about their relatives (spouse, children and parents) employed in the company.
- 9) Abstain from voting on any matter come before the Board in which they have potential conflicts of interest.
- 10) All Board members and senior management personnel shall affirm compliance with the code on an annual basis.

4. BOARD OF DIRECTORS

Presently, the Board comprises One Executive Director, One Non-Executive Director and One Independent Director. All Directors, have wide experience in their respective fields. The composition of the Board is in conformity with Clause 49 of the Listing Agreement. The Board functions either as a full Board or through committees constituted by it. The Board of Directors and its committees meet at regular intervals. The following are the sub-committees of the Board:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholder's Grievance Committee
4. Risk Management Committee

Details of Board meeting held during the year and attendance of Directors

In the year under review the Board of Directors met 4(four) times on 28.05.2013, 25.07.2013, 15.11.2013 and 30.01.2014

Details of Board meeting held during the year and attendance:

Name	Date of Appointment	No. of other Director-ship held	No. of Meetings attended during F.Y. 01-04-2013 to 31-03-2014
Rupesh Kumar Pandey	12.10.2011	12	5
Kripa Shankar Mahawar	12.10.2011	7	5
Rajib Kumar Das	26.11.2009	10	5

Note: Mr. Rupesh Kumar Pandey is Non- Executive Director; Mr. Kripa Shankar Mahawar is Executive Director and Mr. Rajib Kumar Das is Independent Director of the company

5. AUDIT COMMITTEE

The role and terms of reference of the Audit Committee cover the matters specified for Audit Committees under Clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013.

The Current members of the Audit Committee are Mr. Rupesh Kumar Pandey and Mr. Rajib Kumar Das.

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;
- Valuation of assets;
- Evaluation of internal financial controls and risk management systems;
- Monitoring of end use of funds of the public offers;
- Vigil mechanism.
- Access to Audit Committee Chairperson under vigil mechanism.
- 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 review the Company's financial risk management policies.

- 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. To review the functioning of the Whistle Blower mechanism;

14. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate:

15. 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:

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

6. NOMINATION AND REMUNERATION COMMITTEE

The current members of the Remuneration Committee of our Board are Mr. Rupesh Kumar Pandey and Mr. Rajib Kumar Das.

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.

7. STAKEHOLDER'S GRIEVANCE COMMITTEE

The current members of the said Committee are Mr. Rupesh Kumar Pandey and Mr. Rajib Kumar Das.

The major terms of reference of the Shareholders and Investors Grievances 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 Compliance Officer:

Name : Rupesh Kumar Pandey, Director

Phone: 9830012564

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

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

8. RISK MANAGEMENT

The company has a Risk Management Committee. The current members of the Risk Management Committee of our Board are: Mr. Rupesh Kumar Pandey and Mr. Rajib Kumar Das.

Role of the Risk Management Committee includes:

- A. The company shall lay down procedures to inform Board members about the risk assessment and minimization procedures.
- B. The Board shall be responsible for framing, implementing and monitoring the risk management plan for the company.
- C. Reviewing of the risk management plan.

9. GENERAL BODY MEETING

Locations and time, where last three AGMs were held:

Financial Year	2011-2012	2012-2013	2013-2014
Date:	20.08.2012	07.09.2013	26.09.2014
Time:	11.00 A.M	11.30 A.M	11.00 A.M
Venue:	At registered office	At registered office	At registered office

10. DISCLOSURE

- a) The company has no related party transactions during the financial year.
- b) 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

- c) Statutory Auditor's Certificate certifying, as stipulated in clause 49 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.
- d) Whistle Blower policy and affirmation that no personnel has been denied access to the audit committee.
- e) Information is disclosed in accordance with the prescribed standards of accounting, financial and non-financial disclosure.
- f) The company maintains minutes of the meeting
- g) 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.
- h) The remuneration of Non-Executive Directors have been disclosed.
- i) The shareholding of Non-Executive Directors has been disclosed.
- j) The Quarterly results and Annual Report of the company are put on the company's website.
- k) The Board delegates the maintenance of share transfer records to the Registrar and Transfer Agents.
- l) No director have been appointed or resigned during the year under review.

11. 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 and also has been posted on the EDIFAR website of SEBI.
- The Directors' Report forming part of the Accounts includes all aspects of the Management Discussion and Analysis Report.
- The Company has developed a website www.knitworthexports.com.

12. General Shareholder Information

AGM Details :			
	Date	:	26.09.2014
	Venue	:	At registered office of the company
	Time	:	10.00 a.m
	Financial year	:	2013-2014
	Book closure	:	20.09.2014 to 26.09.2014
	Dividend	:	No dividend was declared for last financial period.

Listing on Stock Exchange:

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

	Name of Stock Exchange	Scrip Code
01.	Calcutta Stock Exchange Ltd	17148

The Listing fee for the financial year 2013-14 has been paid to the Stock Exchange.

Registrars and Share Transfer Agents (RTA)

Name And Address	::	Niche Technologies Pvt. Ltd D511 Bagree Market-71, BRB BasuRoad Kolkata-700001
Phone	::	033 2235-7270/7271/2234-3576
E-mail	::	nichetechpl@nichetechpl.com

Shareholding Pattern as on 31.03.2014

Category of Shareholders:

Category	No. of Shares	%of Shareholding
Promoters	75,49,450	64.356%
Mutual Fund & Unit Trust of India	NIL	NIL
Banks, Financial Institutions & Insurance Companies	NIL	NIL
Foreign Institutional Investors	NIL	NIL
Others (Non-promoters)	41,81,230	35.644%
Total	1,17,30,680	100.00%

Dematerialization of Equity Shares and Liquidity

The shares of the Company are traded in dematerialized form with both the depositories, viz National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL).

As on 31st March, 2014 -594990 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

Financial Calendar 2013-2014

The Financial Year of the Company is from 1st April to 31st March, Publication of results for the year 2013-14 was/will be as follows:

Sl. No.	Unaudited Financial Results	Month for approving the Results (Tentative)
1.	First Quarter	Aug,2013
2.	Second Quarter (Half Yearly)	Nov,2013
3.	Third Quarter	Feb,2014
4.	Fourth Quarter (Annual)	May,2014

13. 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.

Outlook, Opportunities and Threats and Risks and Concerns

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 management continuously assesses the risks and monitors the business and risk management policies to minimize the risk.

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 Clause 49 of the Listing Agreement. This has improved the management of the affairs of the company and strengthened transparency and accountability.

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.

14. CEO/CFO CERTIFICATION

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

1. We have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2014 and that to the best of our knowledge and belief.
2. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading.
3. 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.

4. There are, to the best of our knowledge and belief, no transactions entered into by the company during the financial year 2013-2014 which are fraudulent, illegal or violative of the company's code of conduct.

5. 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.

6. 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, 2014;
- 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.

Registered Office:

AD-76, Salt Lake City, Sector-I

Kolkata-700064

Website: www.gtpl.in

J. B. S. & Company

CHARTERED ACCOUNTANTS

60, BENTINCK STREET, 4TH FLOOR

KOLKATA - 700 069

Phone : 2225 4828

2225 4829

Fax : 4007 0735

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members

Golden Properties & Traders Ltd

AD-76, Salt Lake City, Sector-I

Kolkata-700064

We have reviewed the records concerning the Company's Compliance with the clause 49 of Listing Agreement for the Financial Year beginning on 01st April, 2013 and ending on 31st March, 2014.

The Compliance of conditions of Corporate Governance is the responsibility of the management. The objective of our review is to give our opinion on whether the company have complied the provisions of clause 49 of the Listing Agreement. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

Our examination is on the basis of the relevant records and documents maintained by the company and furnished to us, and the information and explanations given to us and representations made by the company. Based on such examination, in our opinion the company has complied with Clause 49 of the Listing Agreement.

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

For J.B.S & Company
Chartered Accountants

FRN: 323734E

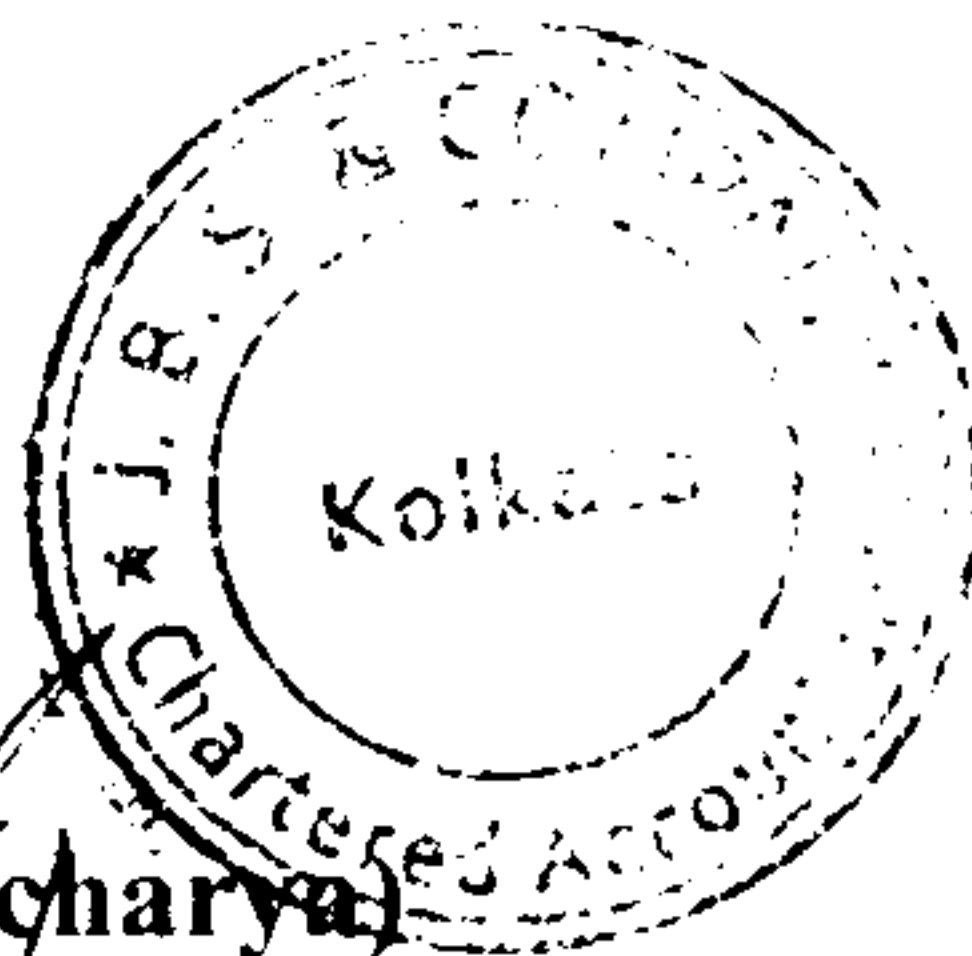
(CA. Pankaj Bhusan Bhattacharya)
(CA. Pankaj Bhusan Bhattacharya)

Partner

Membership No-015416

Place: Kolkata

Dated: 30.06.2014



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
GOLDEN PROPERTIES & TRADERS LIMITED

Report on the Financial Statements

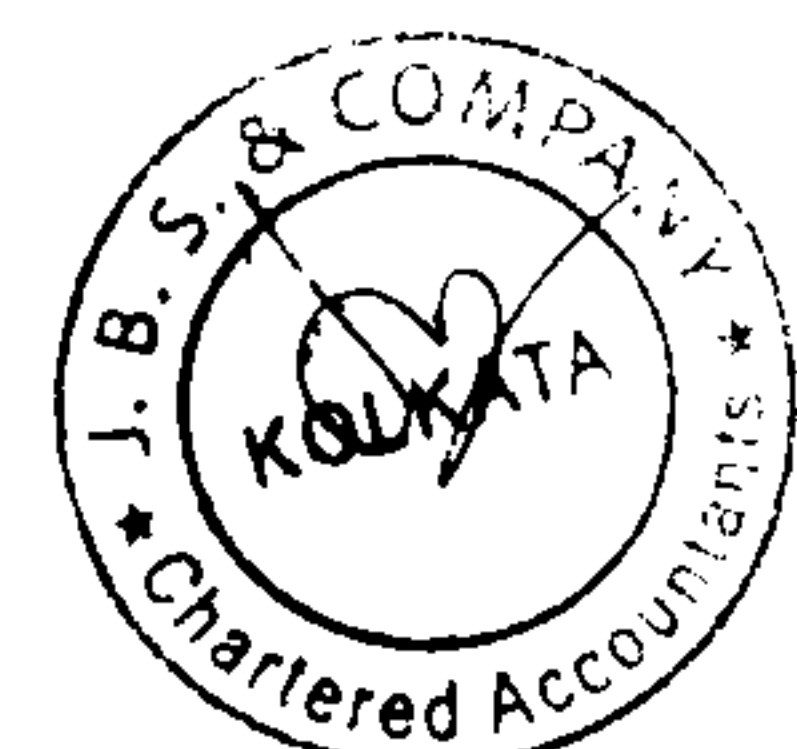
We have audited the accompanying financial statements of **GOLDEN PROPERTIES & TRADERS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March 2014, the Statement of Profit and Loss, Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 notified under the Companies Act, 1956 read with the general circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control 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

1. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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.
2. 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.



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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts read with the 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 March 31, 2014;
- (b) In the case of Statement of Profit and Loss, of the Profit of the Company for the year ended on that date;

And

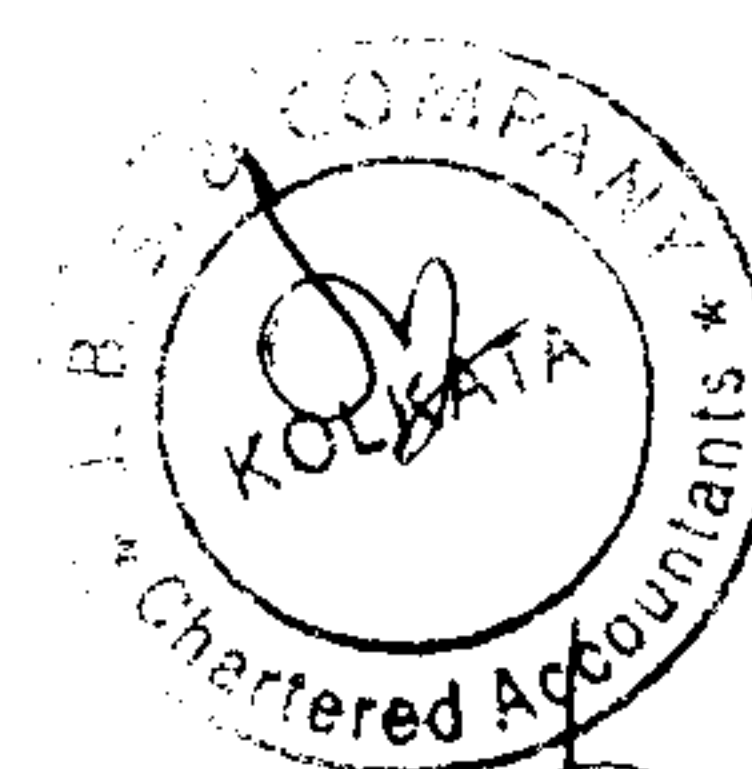
- (c) In the case of Cash Flow Statement, of the Cash Flow of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure, a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
- i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - ii. 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.
 - iii. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account.



- iv. In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C) of section 211 notified under the Companies Act, 1956 read with the general circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013.
- v. On the basis of written representations received from the directors as on 31st March 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.



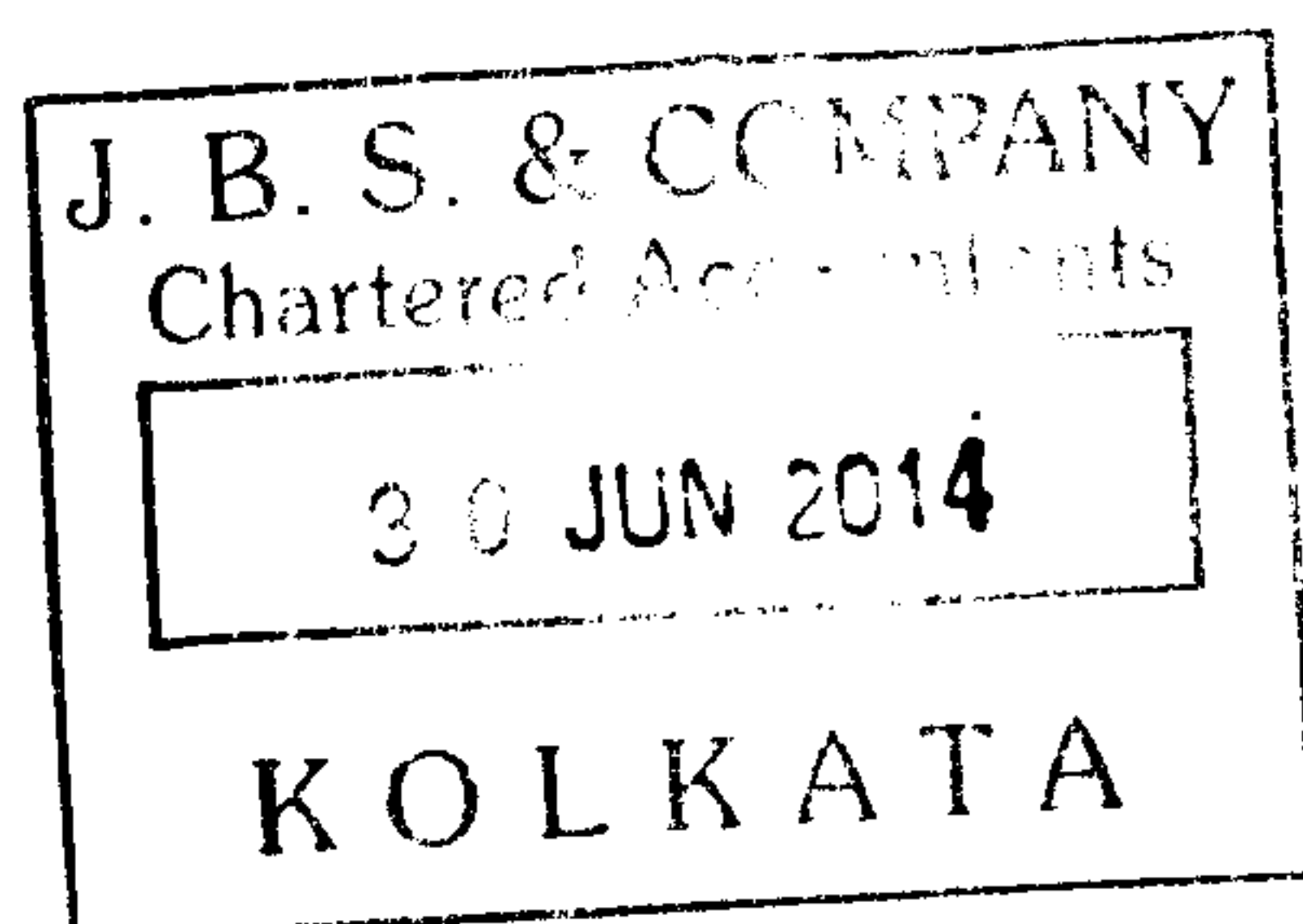
For J.B.S & Company
Chartered Accountants
FRN: 323734E

Pankaj Bhushan Bhattacharya
(CA Pankaj Bhushan Bhattacharya)
(Partner)

Membership Number: 015416

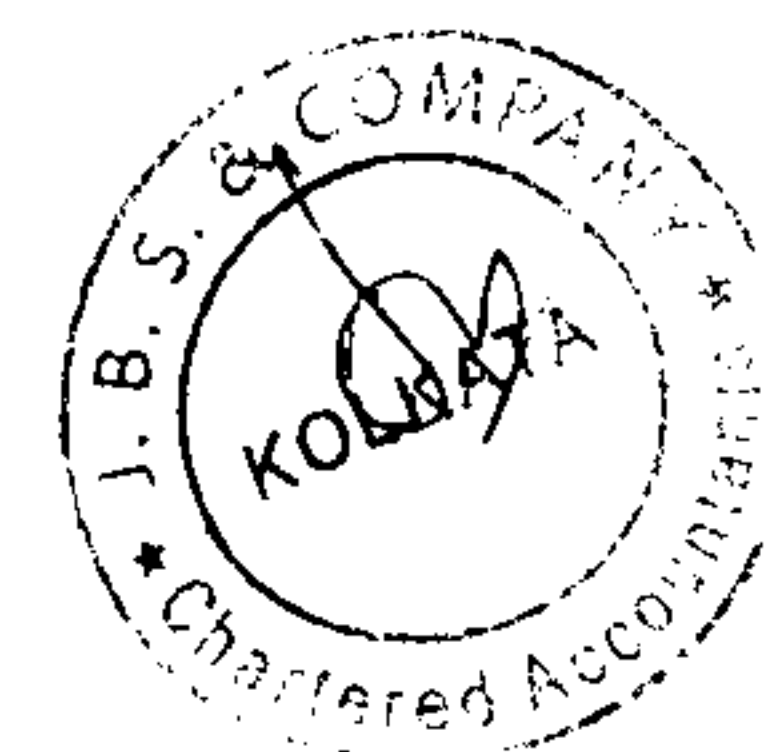
Place: Kolkata

Date:

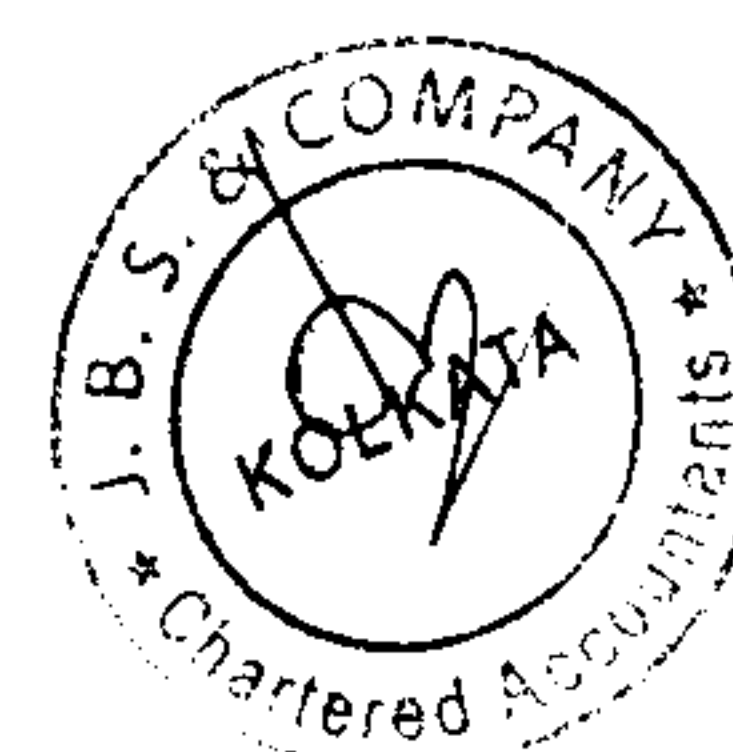


The Annexure referred to in paragraph 1 under the heading of "Report on other Legal and Regulatory Requirements" of even date to the members of **Golden Properties & Traders Limited** on the accounts of the company for the year ended 31st March 2014. On the basis of such checks as we considered appropriate and accordingly to the information and explanations given to us during the course of our audit, we report that:

- (i) Since the company has no fixed assets as on date therefore, the Provisions of clause 4 (i) of the Order are not applicable to the Company.
- (ii) According to the information and explanations given to us, the company has no inventory at any time during the year. Therefore, the provisions of clause 4 (ii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (iii) The Company has neither granted nor taken any Loan, Secured or Unsecured to any Company, firm or parties covered in the register maintained under Section 301 of the Companies Act, 1956. Therefore, the provisions of clause 4 (iii) (a), (b), or (c) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there is adequate Internal Control Procedures commensurate with the size of the Company. Also, there is no continuing failure to correct major weaknesses in internal control.
- (v) According to the information and explanations given to us, we are of the opinion that the particulars of contracts or arrangements referred to under section 301 of the Companies Act 1956 have been entered into a register that is required to be maintained under that section.
- (vi) The Company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India and provisions of Section 58A and Section 58AA of the Companies Act, 1956 and the rules framed there under are not applicable.
- (vii) In our opinion, the Company has its own Internal Audit System commensurate with its size and nature of its business.
- (viii) According to the information and explanations given to us, maintenance of cost records has not been prescribed by the Central Government under section 209(1) (d) of the Companies Act, 1956.
- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has generally been regular in depositing undisputed statutory dues including, Income Tax, and other statutory dues during the year with appropriate authorities.



- (b) According to information and explanations given to us, no undisputed amounts payable in respect of Income Tax, etc were in arrears, as at 31.03.2014 for a period of more than six months from the date they became payable.
- (c) According to the records of the company and the information and explanations given to us, there are no dues of Income Tax, etc., which have not been deposited on account of any dispute.
- (x) The Company has not incurred cash losses during the financial year covered under our audit and also in the immediately preceding financial year. But, the Company has accumulated losses as on 31st March, 2014 which does not exceed 50% of its net worth.
- (xi) According to the records of the Company, it has not defaulted in repayment of dues to Bank or Financial institutions.
- (xii) The Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
- (xiii) In our opinion, the Company is not a chit fund or a Nidhi / mutual benefit fund / society. Therefore, the provisions of clause 4 (xiii) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xiv) The company has maintained proper records of transactions and contracts in respect of dealing and trading in shares, securities and other investments and timely entries have generally been made therein. All shares and other securities have been held by the Company in its own name except to extent of exemption granted under section 49 of the Companies Act, 1956.
- (xv) The Company has not given any guarantee for loans taken by others from banks or financial institutions. Therefore, the provisions of clause 4 (xv) of the Companies (Auditor's Report) Order, 2003 are not applicable to the Company.
- (xvi) In our opinion and according to the information and explanation given to us, the Company has not raised any fund by way of term loans during the year under review.
- (xvii) According to the information and explanations given to us, we report that no funds raised on short-term basis have been used for long-term investment.
- (xviii) According to the information and explanations given to us, the company has not made any preferential allotment of shares to parties and companies covered in the register maintained under section 301 of the Act.



- (xix) According to the information and explanations given to us, during the period covered by our audit report, the company has not issued any debentures.
- (xx) The company has not raised any money by public issue hence the provisions under clause 4 (xx) of the Companies (Auditor's Report) Order, 2003 are not applicable to the company.
- (xxi) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the year.

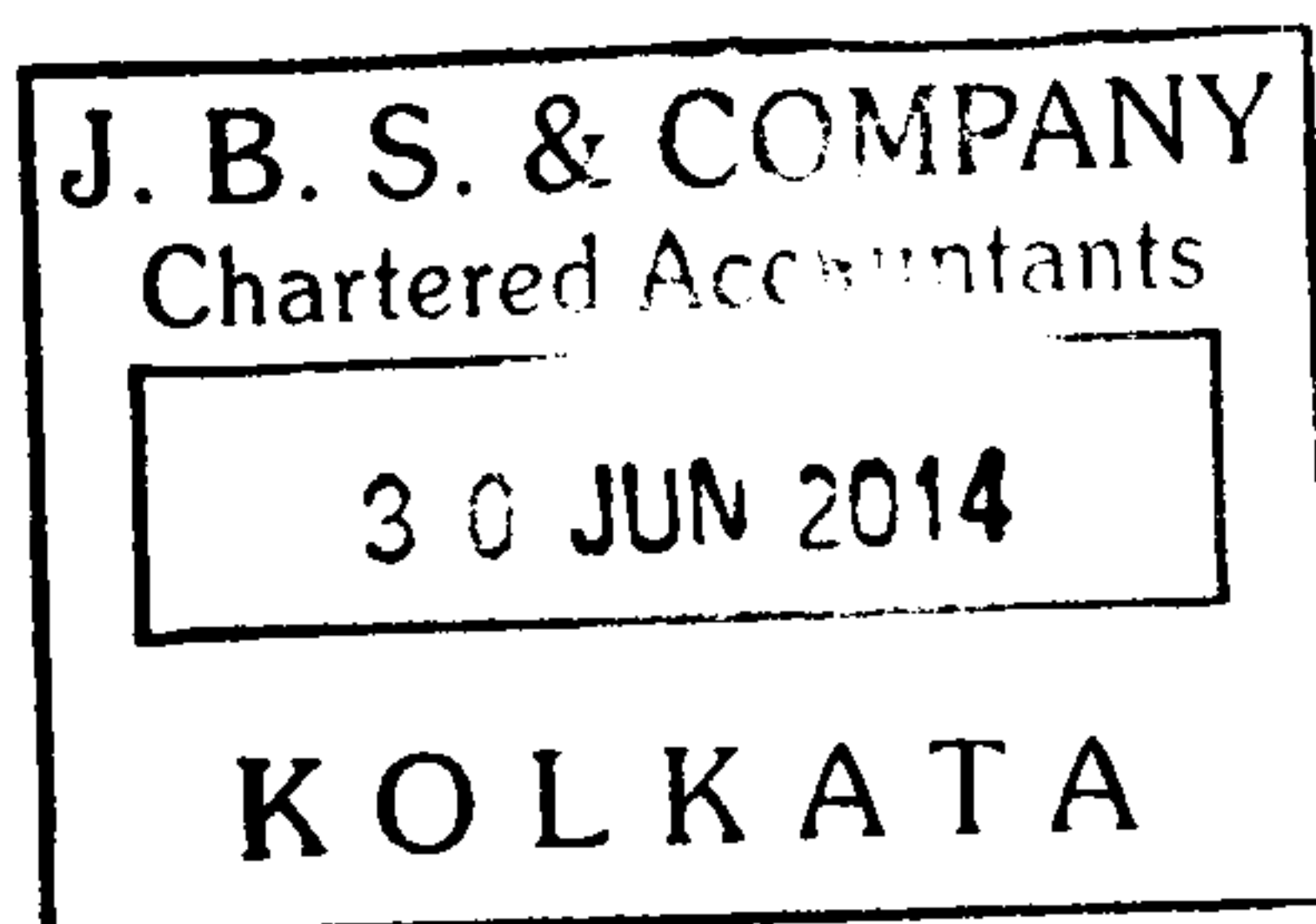
For J.B.S & Company
Chartered Accountants
FRN: 323734E



(Pankaj Bhushan Bhattacharya)
Partner
Membership No: 015416

Place: Kolkata

Dated:



J. B. S. & Company

CHARTERED ACCOUNTANTS

60, BENTINCK STREET, 4TH FLOOR

KOLKATA - 700 069

Phone : 2225 4828

2225 4829

Fax : 4007 0735

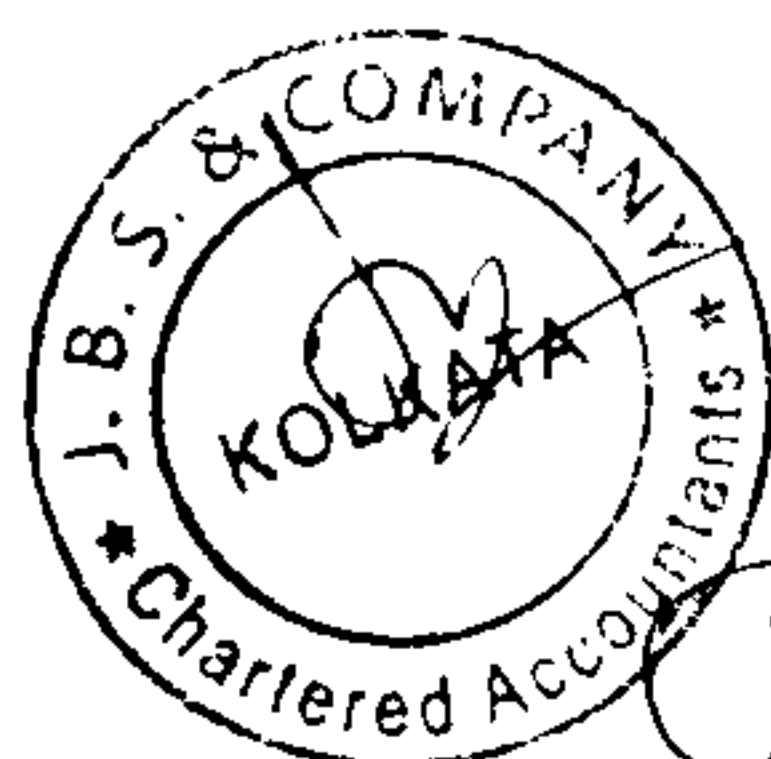
AUDITORS' REPORT UNDER DIRECTIONS FROM RESERVE BANK OF INDIA

NBFC DIRECTION, 1988

Auditors' Report of M/s. GOLDEN PROPERTIES & TRADERS LIMITED

As required by the "Non Banking Financial Companies Auditors' Report (Reserve Bank) directions 1998" issued by Reserve Bank of India vide Notification No. DNBS. 201/DG (VL)-2008 dated the 18th September, 2008, in terms of sub-section (1A) of Section 45MA of the Reserve Bank of India Act, 1934 (2 of 1934), we report on the matters specified in paragraphs 3 (A) & (C) of the said directions to the extent applicable.

1. The Company is engaged in the business of Non-Banking Financial Institution and has obtained a certificate from Reserve Bank of India in terms of Section 45IA of the Reserve Bank of India Act, 1934 (2 of 1934) vide certificate No 05-02810 dated : 04-09-1998.
2. The Company during the Financial Year ended 31st March, 2014 was engaged in the business of Non-Banking Financial Institution requiring it to hold Certificate of Registration under Section 45(IA) of the Reserve Bank of India Act, 1934.
3. The Board of Directors has passed a resolution on 30th day of April, 2013 for non-acceptance of any public deposits.
4. The company has not accepted any public deposits during the relevant period/year.
5. The company has complied with the prudential norms relating to income recognition, accounting standards, asset classification and provisioning for bad and doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.



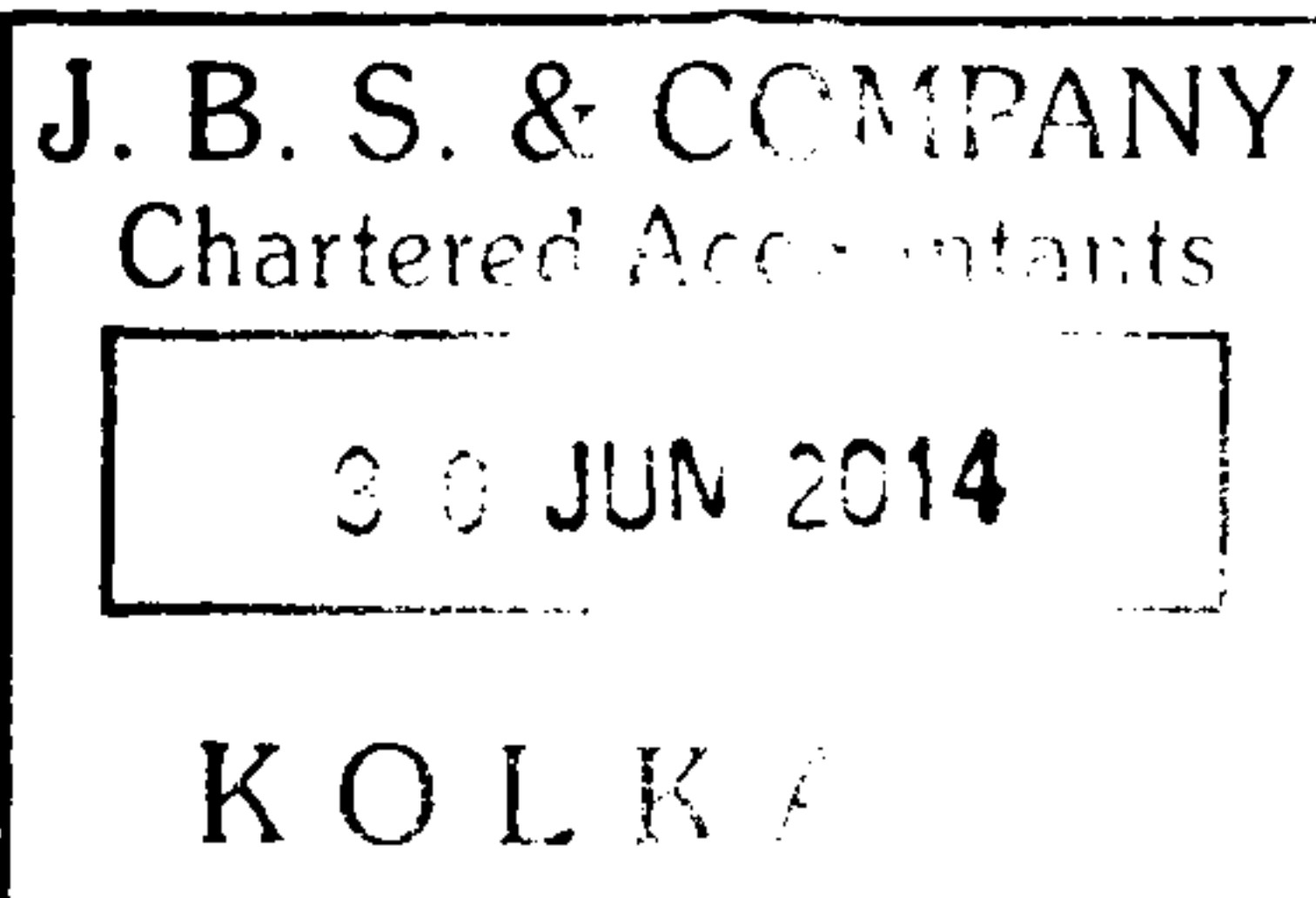
For J.B.S & Company
Chartered Accountants
FRN : 323734E

(Signature)
(Pankaj Bhusan Bhattacharya)
Partner

Membership No-015416

Place: Kolkata

Dated:



GOLDEN PROPERTIES & TRADERS LIMITED

Balance Sheet as at 31st March 2014


(Amount in Rs)

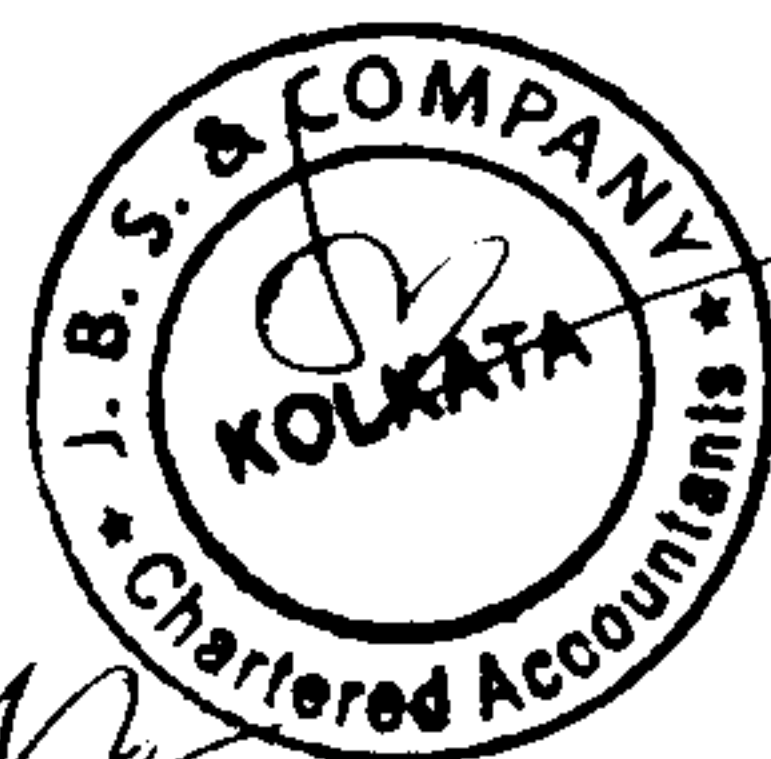
Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
I. EQUITY AND LIABILITIES			
(1) Shareholders' funds			
(a) Share capital	2	117,306,800	25,326,800
(b) Reserves and surplus	3	456,675,345	88,574,334
		573,982,145	113,901,134
(2) Current liabilities			
(a) Short-term borrowings		-	-
(b) Other current liabilities	4	7,030,378	68,395
(c) Short-term provisions	5	248,333	209,655
		7,278,711	278,050
TOTAL		581,260,855	114,179,184
II. ASSETS			
(1) Non-current assets			
(a) Non-current investments	6	523,394,797	76,378,547
(b) Long-term loans and advances		-	-
(c) Other non-current assets	7	321,240	42,480
		523,716,037	76,421,027
(2) Current assets			
(a) Cash and cash equivalents	8	819,370	1,050,252
(b) Inventories		-	-
(b) Short-term loans and advances	9	56,582,860	36,439,035
(c) Other current assets	10	142,588	268,870
		57,544,818	37,758,157
TOTAL		581,260,855	114,179,184

Summary of significant accounting policies and 1 To 15
The accompanying notes (1 to 15) form integral part of the financial statements

As per our report of even date

For J.B.S & Company
Chartered Accountants

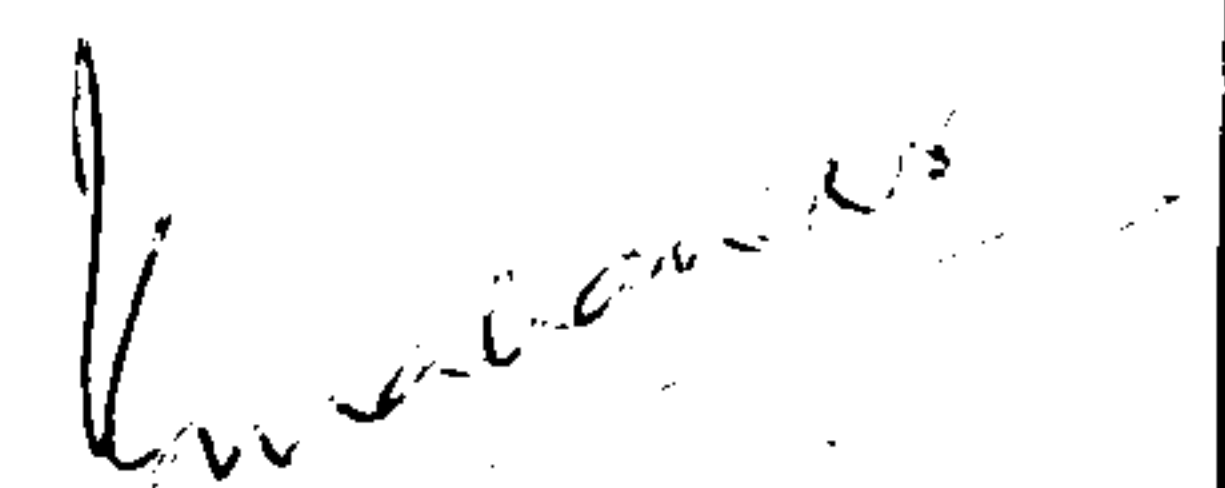

(Pankaj Bhusan Bhattacharya)
(Partner)



FOR & ON BEHALF OF THE BOARD



DIRECTOR



DIRECTOR

Dated :

Place: Kolkata

GOLDEN PROPERTIES & TRADERS LIMITED

Statement of Profit and Loss for the Year Ended 31st March 2014

(Amount in Rs.)

Particulars	Note No.	As at 31st March 2014	As at 31st March 2013
Revenue from operations	11	1,074,890	312,189
Other income	12	89,342	-
I. Total Revenue (I + II)		1,164,232	312,189
Expenses:			
Cost of material consumed		-	-
Purchase of stock		-	-
Increase/ (Decrease) in stock		-	-
Direct expenses		-	-
Employee benefits expense	13	201,600	-
Finance Costs		-	-
Depreciation & Amortization Expenses		-	-
Other expenses	14	737,800	261,911
Total expenses		939,400	261,911
V Profit/(Loss) before tax (III-IV)		224,832	50,278
VI Tax expense:			
Current Tax		43,822	26,446
VII Profit/(Loss) for the period (V-VI)		181,010	23,832
VIII Earnings per equity share:			
Basic & Diluted		0.02	0.01

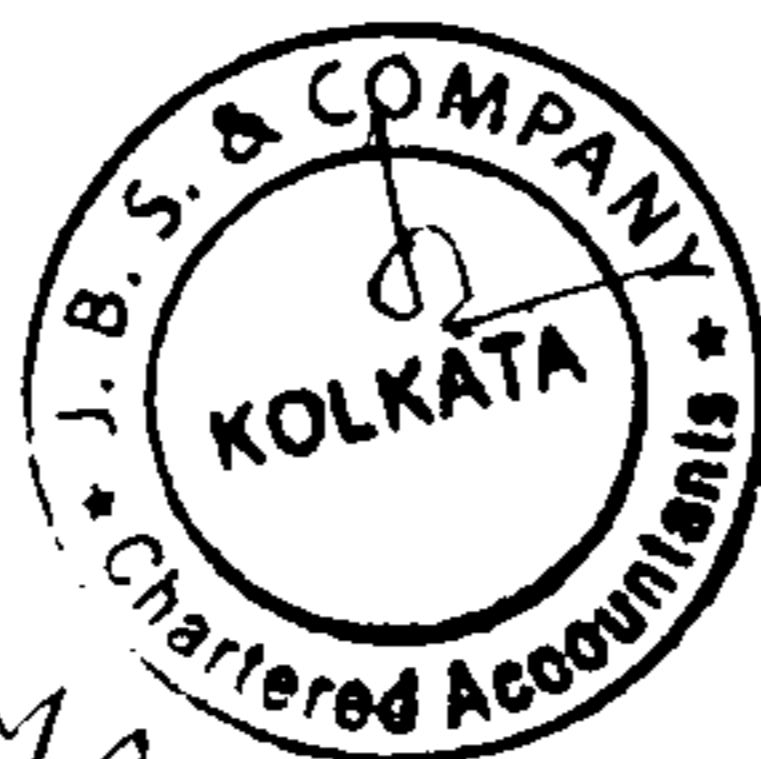
Summary of significant accounting policies and

1 To 15

The accompanying notes (1 to 15) form integral part of the financial statements

As per our report of even date

For J.B.S & Company
Chartered Accountants



Pankaj Bhusan Bhattacharya
(Pankaj Bhusan Bhattacharya)
(Partner)

FOR & ON BEHALF OF THE BOARD

R. J. S.

DIRECTOR

K. Mahapatra

DIRECTOR

Date :

Place: Kolkata

GOLDEN PROPERTIES & TRADERS LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2014

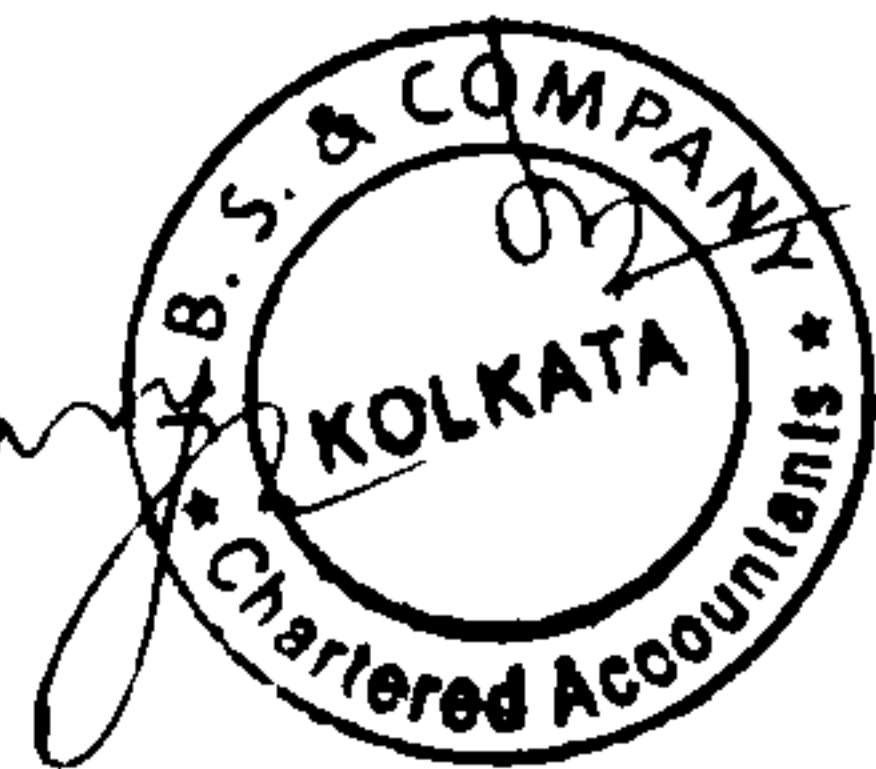
	2014	2013
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit/ (loss) before Tax and Extra Ordinary Items	224,832	50,278
Add:		
Loss on sale of investments	-	-
	224,832	50,278
Less:		
Interest received	844,232	261,589
Provision for Taxation	43,822	26,446
Dividend received	-	600
Profit on sale of investments	320,000	50,000
Operating Profit before Working Capital changes	(983,222)	(288,357)
Adjustments for		
Add: Increase in Current Liabilities & Decrease in Current Assets		
Other Assets	126,282	33,440
Other Liabilities	6,961,983	
Provision For Income Tax	43,822	
Provisions against standard assets	(5,144)	115,557
Less: Increase in Current Assets & Decrease in Current Liabilities		
Loans & advances	(20,143,825)	(6,067,098)
Short Term Borrowings	-	(11,000,000)
Provision For Taxation	-	21,414
Other Assets	(278,760)	-
Cash generated from Operations	(14,278,864)	(17,185,044)
Extra-ordinary items		
Income tax/FBT for earlier year	-	-
Add: Income tax excess provision W/ Back	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES	(14,278,864)	(17,185,044)
B CASH FLOW FROM INVESTING ACTIVITIES		
Interest received	844,232	261,589
Dividend received	-	600
Sale of investments	-	46,700,000
Purchase of investments	(447,016,250)	(32,688,000)
Profit on sale of Investment	320,000	-
NET CASH USED IN INVESTING ACTIVITIES	(445,852,018)	14,274,189
C CASH FLOW FROM FINANCING ACTIVITIES		
Securities Premium account	367,920,000	-
Proceeds of share capital	91,980,000	-
NET CASH USED IN FINANCING ACTIVITIES	459,900,000	-
NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)	(230,882)	(2,910,855)
OPENING CASH & CASH EQUIVALENTS	1,050,252	3,961,107
CLOSING CASH & CASH EQUIVALENTS	819,370	1,050,252

This is the cash flow statement referred to in our report on even date

For J.B.S. & Company
Chartered Accountants

(Pankaj Bhusan Bhattacharya)
Partner

Place : Kolkata
Date :



FOR & ON BEHALF OF THE BOARD

[Signature]

DIRECTOR

[Signature]

DIRECTOR

GOLDEN PROPERTIES & TRADERS LIMITED

1 SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation

For the year ended 31 March 2014, Preparation and presentation of its financial statements has been made in accordance with Revised Schedule VI under the Companies Act 1956.

Basis of Accounting

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

Investment

Long-term investments are stated at cost, less provision for other than temporary diminution in value.

Preliminary Expenses

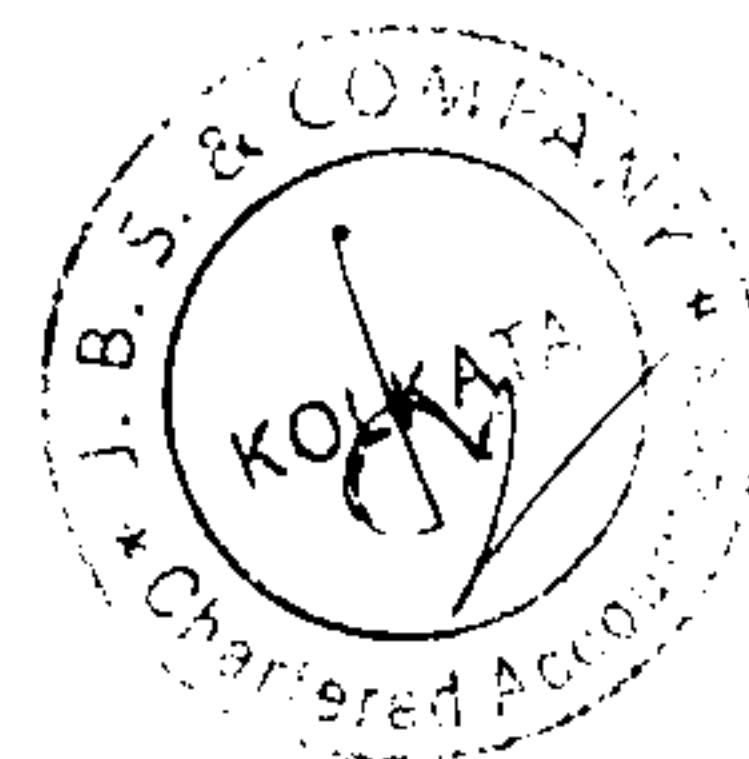
Preliminary Expenses are written off over five year as per provision of section 35D of the Income Tax Act, 1961.

Revenue Recognition

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

Provision for Current and Deferred Tax

In accordance with 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 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.



GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2014

Note 2 SHARE CAPITAL		
	31.03.2014	31.03.2013
	Rs.	Rs.
Authorized shares Capital 126,00,000 (P.Y.26,00,000) Equity shares of Rs. 10/- each	126,000,000	26,000,000
Issued, Subscribed and Paid up Share Capital Opening Balance 11,730,680(P.Y.25,32,680) Equity shares of Rs. 10/- each fully paid up	117,306,800	25,326,800
Total	117,306,800	25,326,800

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

	31.03.2014		31.03.2013	
	No.	Rs.	No.	Rs.
At the beginning of the period	2,532,680	25,326,800	2,532,680	25,326,800
Issued during the period	9,198,000	91,980,000	-	-
Outstanding at the end of the period	11,730,680	117,306,800	2,532,680	25,326,800

Details of shares issued for consideration other than cash as per scheme of amalgamation	Amount(Rs)
10,43,200 equity shares of Rs. 10/- each fully paid -up allotted on 13.03.2009 pursuant to scheme of Amalgamation	10,432,000
10,51,400 equity shares of Rs. 10/- each fully paid -up allotted on 23.03.2012 pursuant to scheme of Amalgamation	10,514,000
	20,946,000

(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.

Total number of shares amounting to Rs.9,19,80,000 divided into 91,98,000 number of shares of Rs. 10/- each issued during the year under review has been allotted as Preferential Allotment under section 81(1A) of the Companies Act,1956.

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

	31.03.2014		31.03.2013	
	No.	%	No.	%
Glory Trade & Exports Ltd	-	-	275,600	10.88
Extreme suppliers Pvt Ltd	-	-	571,600	22.57
Purposive Traders Pvt Ltd	-	-	604,600	23.87
Satyam Projects Ltd	-	-	133,800	5.28
Kalpataru Engineers Ltd	-	-	242,800	9.59
Kirsten Tie Up Pvt. Ltd.	1,648,000	14	-	-
Longview Suppliers Pvt. Ltd.	600,000	5	-	-
Marks N Glix Automotives Pvt. Ltd.	952,000	8	-	-
Trendon Distributors Pvt. Ltd	680,000	6	-	-



GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2014

Note 3 Reserves and Surplus		
Particulars	31.03.2014	31.03.2013
	Rs	Rs.
Securities premium account		
Balance as per the last financial statements	86,393,448	86,393,448
Addition : During the Year	367,920,000	-
Closing Balance	454,313,448	86,393,448
Special Reserve		
As per Last Account	92,954	88,188
Add: Addition during the year	36,592	4,766
	129,546	92,954
Capital Reserve		
As per Last Account	2,396,287	2,396,287
	2,396,287	2,396,287
Surplus/(deficit) in the statement of profit and loss		
Balance as per the last financial statement	(308,354)	(327,420)
Profit/(Loss) for the year	181,010	23,832
	(127,344)	(303,588)
Less: Special Reseve	(36,592)	(4,766)
Net surplus in the statement of profit and loss	(163,936)	(308,354)
Total	456,675,345	88,574,334

Note 4 Other Current Liabilities		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Bank Overdraft (Due to reconciliation)	6,968,036	-
Liabilities for Expenses	28,634	68,395
Tds Payable	33,708	-
Total	7,030,378	68,395

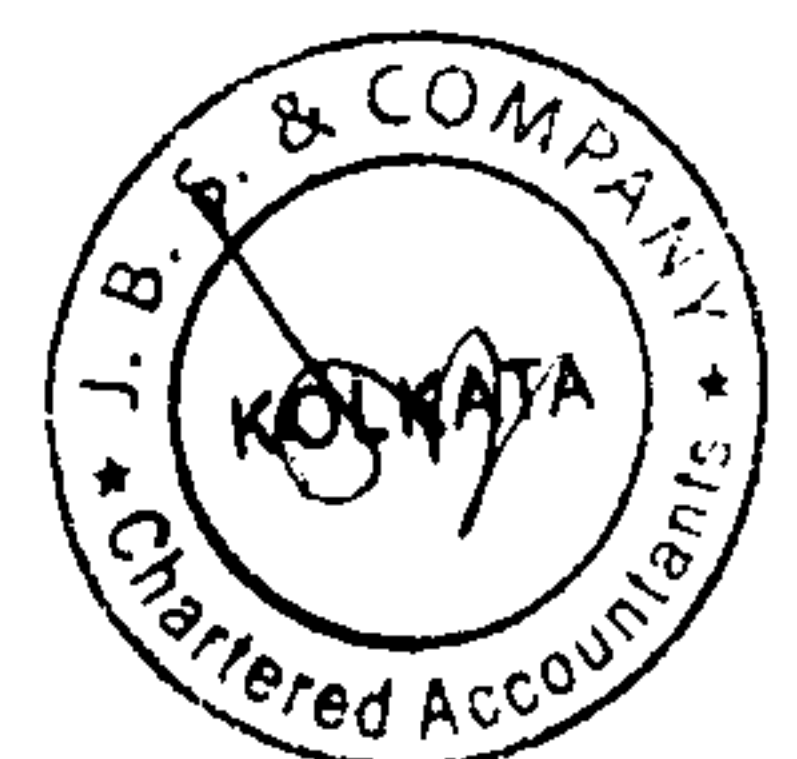
Note 5 Short Term Provisions		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Provision for Income Tax	108,408	64,586
Provision for Fringe Benefit Tax	740	740
Provision for Standard Assets	139,185	144,329
Total	248,333	209,655

Note 6 Non Current Investments		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Non-Trade Investments		
Investments in Equity Instruments fully paid up (At Cost)		
<u>Quoted</u>		
Satyam Projects Ltd.	340,547	340,547
[70695 (P.Y.70695) equity shares of face value of Rs.10/- each]		
Total	340,547	340,547



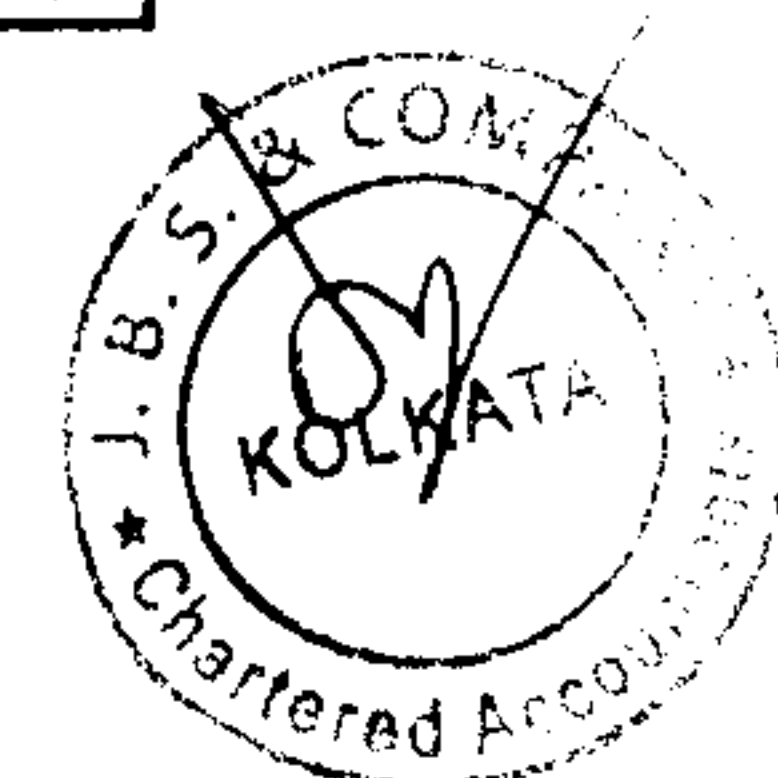
GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2014

<u>Unquoted</u>		
Amrapali Barter Private Limited [10000 (P.Y. 10000) equity shares of face value of Rs.10/- each]	2,500,000	2,500,000
Amritdhara Vinimay Private Limited [19,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	4,750,000	-
Anamika Dealcom Private Limited [5,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	1,250,000	-
Ansh Vyapaar Private Limited [8,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	2,000,000	-
Apex Tradelink Private Limited [600 (P.Y. NIL) equity shares of face value of Rs.10/- each]	3,820,000	-
Blossom Vinimay Private Limited [11,200 (P.Y. NIL) equity shares of face value of Rs.10/- each]	2,800,000	-
Dotex Merchandise Pvt Ltd [1,200 (P.Y. 8,800) equity shares of face value of Rs.10/- each]	300,000	2,200,000
Fastflow Software Pvt Ltd [1,200 (P.Y. NIL) equity shares of face value of Rs.10/- each]	300,000	-
Frontier Mercantile Pvt Ltd [14,000 (P.Y. 14,000) equity shares of face value of Rs.10/- each]	3,500,000	3,500,000
Gream Traders & Exporters Pvt Ltd 36,800 (P.Y. NIL) equity shares of face value of Rs.10/- each]	9,200,000	-
Impression Distributors Pvt Ltd [300 (P.Y. 14,600) equity shares of face value of Rs.10/- each]	150,000	7,300,000
Jaldham Suppliers Pvt Ltd 7,600 (P.Y. 10,000) equity shares of face value of Rs.10/- each]	1,900,000	2,500,000
Kirsten Tie up Pvt Ltd [79,000 (P.Y. 79,000) equity shares of face value of Rs.10/- each]	13,588,000	13,588,000
Liberal Tradelinks Pvt Ltd [12,750 (P.Y. NIL) equity shares of face value of Rs.10/- each]	5,100,000	-
Linkpoint Merchandise Pvt Ltd [30,800 (P.Y. NIL) equity shares of face value of Rs.10/- each]	7,700,000	-
Mangalshree Sales Private Limited [10,100 (P.Y. NIL) equity shares of face value of Rs.10/- each]	5,050,000	-
Maxwell Merchants Pvt Ltd [8,900 (P.Y. 5,000) equity shares of face value of Rs.10/- each]	4,450,000	2,500,000
Moondhara Mercantiles Pvt Ltd [28,600 (P.Y. 28,600) equity shares of face value of Rs.10/- each]	7,150,000	7,150,000
Moonshine Mercantile Pvt Ltd [200 (P.Y. 200) equity shares of face value of Rs.10/- each]	100,000	100,000
Newzone Dealer Pvt Ltd [47,700(P.Y.NIL) equity shares of face value of Rs.10/- each]	23,850,000	-
Oasis Complex Pvt Ltd [16,800(P.Y.NIL) equity shares of face value of Rs.10/- each]	8,400,000	-
Ortem Vincom Pvt Ltd [9,800(P.Y.NIL) equity shares of face value of Rs.10/- each]	4,900,000	-
Paridhi Dealer Pvt Ltd [2,35,500(P.Y.NIL) equity shares of face value of Rs.10/- each]	117,750,000	-



GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2014

Passion Sales Pvt Ltd [18,000(P.Y.NIL) equity shares of face value of Rs.10/- each]	4,500,000	-
Pinkrose Dealcom Pvt Ltd [49,200(P.Y.NIL) equity shares of face value of Rs.10/- each]	24,600,000	-
Primesoft Tradecomm Pvt Ltd [106,800 (P.Y. 86,800) equity shares of face value of Rs.10/- each]	26,700,000	21,700,000
Ratio Vincom Pvt Ltd [18,360 (P.Y. NIL) equity shares of face value of Rs.10/- each]	4,590,000	-
Recon Agencies Pvt Ltd [86,600 (P.Y. NIL) equity shares of face value of Rs.10/- each]	43,300,000	-
Saktideep Suppliers Pvt Ltd [54,800 (P.Y. NIL) equity shares of face value of Rs.10/- each]	13,700,000	-
Samkit Finance Pvt Ltd [8,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	4,000,000	-
Saraswati Vinimay Pvt Ltd [38,400 (P.Y. NIL) equity shares of face value of Rs.10/- each]	9,600,000	-
Sa Securities Pvt Ltd [36,800 (P.Y. NIL) equity shares of face value of Rs.10/- each]	9,200,000	-
Snowhill Agencies Pvt Ltd [46,000 (P.Y. 46,000) equity shares of face value of Rs.10/- each]	11,500,000	11,500,000
Spotboy Tracom Pvt Ltd [7,11,250 (P.Y. NIL) equity shares of face value of Rs.10/- each]	3,556,250	-
Spring Enclave Pvt Ltd [22,250 (P.Y. NIL) equity shares of face value of Rs.10/- each]	8,900,000	-
Starpoint Tie-up Pvt Ltd [67,500 (P.Y. NIL) equity shares of face value of Rs.10/- each]	6,750,000	-
Sungold Shoppers Pvt Ltd [1,04,100 (P.Y. NIL) equity shares of face value of Rs.10/- each]	52,050,000	-
Thirdeye Vinimay Pvt Ltd [10,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	2,500,000	-
Toplink Commerce Pvt Ltd [40,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	20,000,000	-
Touchstone Suppliers Pvt Ltd [44,500 (P.Y. NIL) equity shares of face value of Rs.10/- each]	17,800,000	-
Trendon Distributors Pvt. Ltd [6,000 (P.Y.6,000) equity shares of face value of Rs.10/- each]	1,500,000	1,500,000
Veshnary Vyapaar Pvt. Ltd [37,600 (P.Y.NIL) equity shares of face value of Rs.10/- each]	9,400,000	-
Alltime Vincom Pvt. Ltd [400 (P.Y.NIL) equity shares of face value of Rs.1/- each]	100,000	-
Favourite Shoppers Pvt. Ltd [39,200 (P.Y.NIL) equity shares of face value of Rs.1/- each]	9,800,000	-
Lifetime Mercantile Pvt. Ltd [5,200 (P.Y.NIL) equity shares of face value of Rs.1/- each]	1,300,000	-
Marks N Glix Automotives Pvt. Ltd [6,400 (P.Y.NIL) equity shares of face value of Rs.1/- each]	3,200,000	-
Potential Commercial Pvt. Ltd [8,000 (P.Y.NIL) equity shares of face value of Rs.1/- each]	2,000,000	-
Relaible Transport & Organisation Pvt. Ltd [8,000 (P.Y.NIL) equity shares of face value of Rs.1/- each]	2,000,000	-
Total	523,054,250	76,038,000
Total	523,394,797	76,378,547
Aggregate amount of quoted investments	340,547	340,547
Aggregate amount of unquoted investments	523,054,250	75,988,000
Market Value of Quoted Investments	328,732	328,732



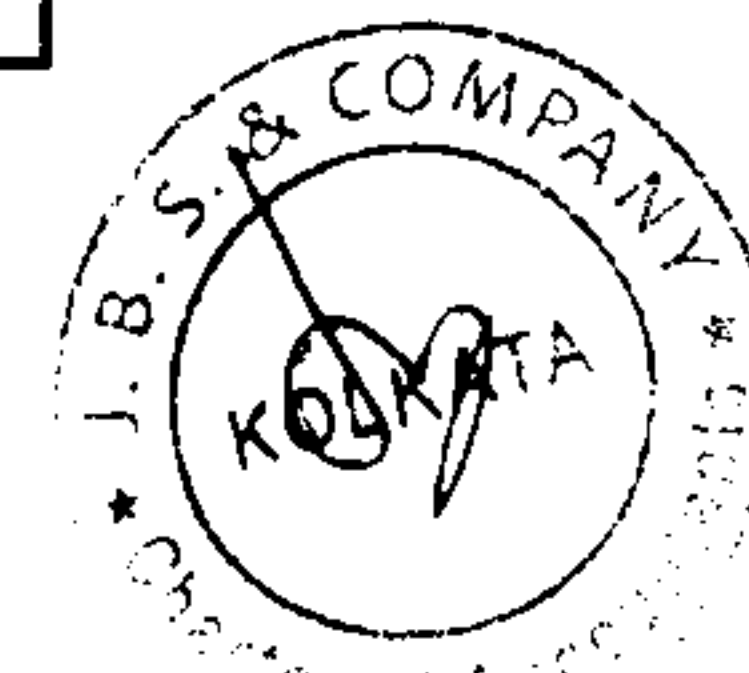
GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2014

Note 7 Other Non-Current Assets		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Preliminary Expenses (to the extent not written off)		
Balance B/f from the last year	15,200	35,000
Addition during the year	500,000	-
Less: transferred to current assets (To be amortised within next 12 months)	207,600	19,800
	307,600	15,200
Amalgamation Expenses (to the extent not written off)		
Amalgamation Expenses	27,280	40,920
Addition during the year	-	-
Less: transferred to current assets (To be amortised within next 12 months)	13,640	13,640
	13,640	27,280
	321,240	42,480

Note 8 Cash & Cash Equivalents		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Cash in hand (As certified by the management)	755,146	241,647
Balances with Banks		
In Current Account	64,223	808,605
	819,370	1,050,252

Note 9 Short Term Loans & Advances		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
(Un-secured, considered good)		
Loan given to body corporate	14,479,401	16,200,000
Advances	41,194,500	19,444,500
(Recoverable in cash or kind or for valued to be received)		
Advance Fringe Benefit Tax	813	813
Self Assessment Tax	4,740	4,740
TDS receivables	173,406	88,982
Share Application Given	730,000	700,000
	56,582,860	36,439,035

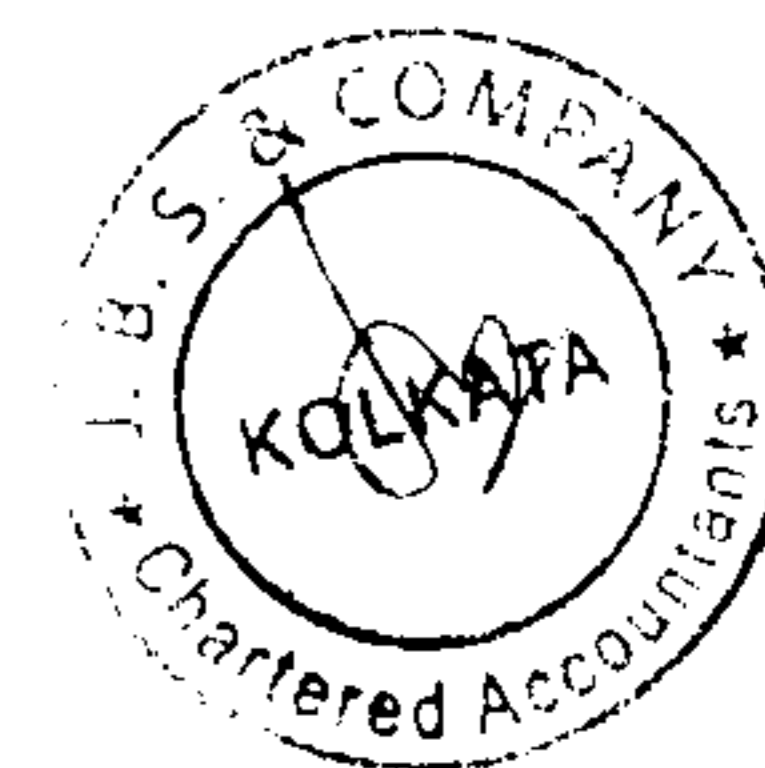
Note 10 Other Current Assets		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
(To be amortised within next 12 months)		
Preliminary Expenses		
Opening Balance	19,800	19,800
Add: Transfer from Non Current Assets	207,600	19,800
Less: Written off during the year	119,800	19,800
	107,600	19,800
Amalgamation Expenses		
Opening Balance	13,640	13,640
Add: Transfer From Other Non Current Assets	13,640	13,640
Less: Written off during the year	13,640	13,640
	13,640	13,640
Other Receivable	21,348	-
Interest receivable	-	235,430
	142,588	268,870



GOLDEN PROPERTIES & TRADERS LIMITED

Notes to Statement of Profit and Loss for the Year Ended 31st March 2014

Note 11 Revenue from Operations		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Profit on sale of Investments	320,000	50,000
Dividend	-	600
Interest on loan (Gross of TDS of Rs.75,489/- (P.Y. 26,159/-))	754,890	261,589
Total	1,074,890	312,189
Note 12 Other Income		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Interest received from Fixed Deposit (Gross of TDS Rs.8935/- (P.Y NIL))	89,342	-
	89,342	-
Note 13 Employee Benefit Expenses		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Salary & Bonus	201,600	-
Total	201,600	-
Note 14 Other Expenses		
Particulars	31.03.2014	31.03.2013
	Rs.	Rs.
Audit Fees	11,236	11,236
Bank Charges	6,280	12,994
Printing & Stationery	6,500	475
Rates & Taxes	6,750	6,750
Advertisement Expenses	34,299	34,265
Directors Conveyance	-	7,500
Filing Fees	3,033	11,570
Legal & Professional Fees	541,406	53,370
Preliminary Expenses Written off	119,800	19,800
Amalgamation Expenses written off	13,640	13,640
Provision for Standard Assets	-	89,111
General Expenses	-	1,200
Contingent Provision against standard assets	(5,144)	-
Total	737,800	261,911



GOLDEN PROPERTIES & TRADERS LIMITED

Notes to Balance Sheet for the Year Ended 31st March 2014

Note- 15- Additional Disclosures

1 In the opinion of the Board the Current Assets, Loans & Advances have realizable 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 required under 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 the accounts under review.

5 Segment Reporting as required under AS-17 is not applicable to the company as it has only one source of income.

6 Earnings per share as required under AS-20 :

Particulars	As at 31st March, 2014	As at 31st March, 2013
Net Profit for Year (in Rs.)	181,010	23,832
Weighted Average No. of Shares	6,564,680	2,532,680
Basic & Diluted Value per Share	0.0276	0.0094
Face Value per share	10	10

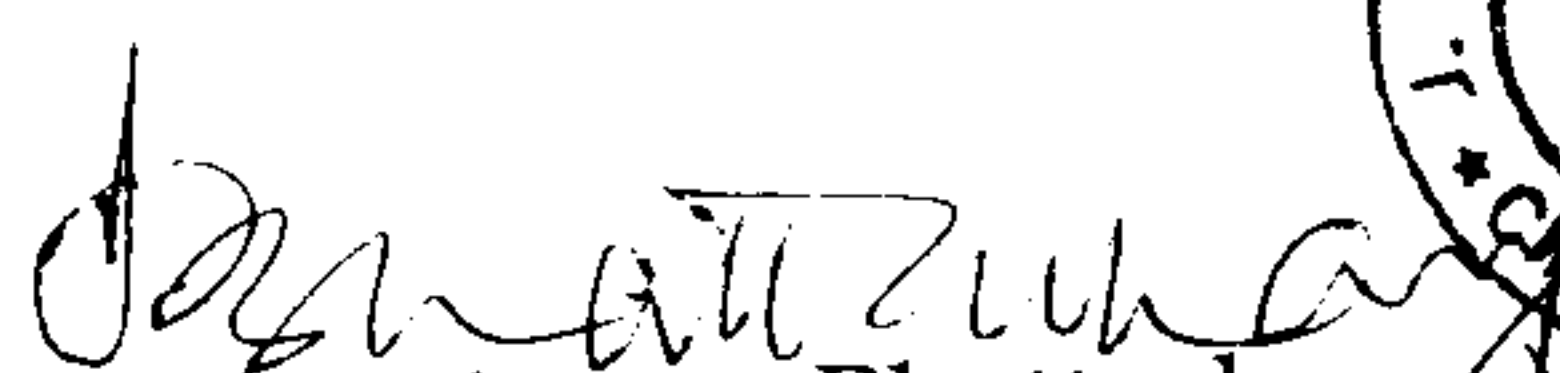
7 The Additional information as required in terms of Paragraph-13 of Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is as per Annexure-I.

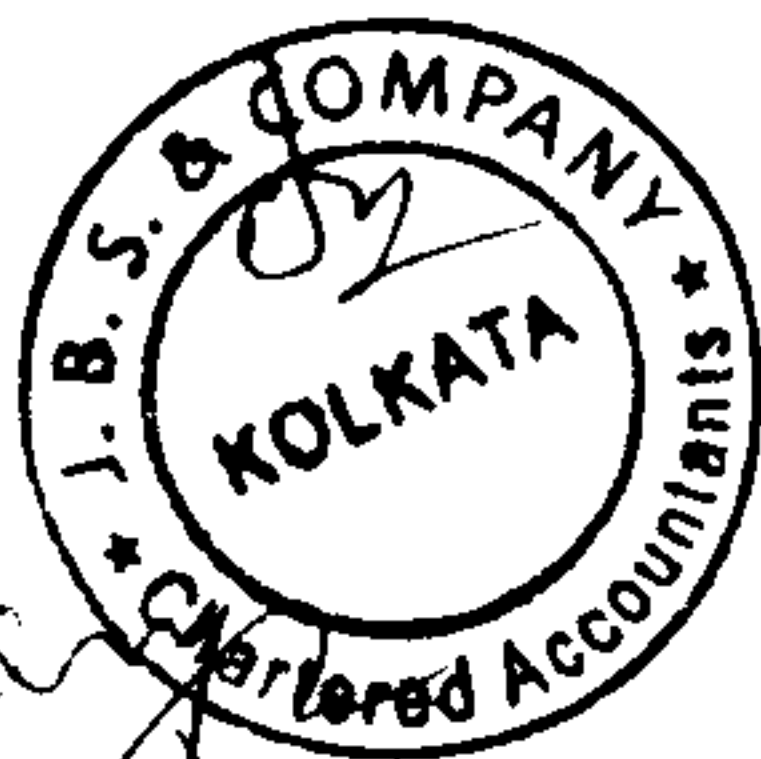
8 Contingent Liabilities not provided for-NIL.

9 Previous year's figures have been regrouped or rearranged wherever necessary.

As per our report of even date

For J.B.S & Company
Chartered Accountants


(Pankaj Bhusan Bhattacharya)
(Partner)



FOR & ON BEHALF OF THE BOARD


DIRECTOR


DIRECTOR

Place: Kolkata

Dated :

**Schedule to the Balance Sheet as at 31.03.2014 of
GOLDEN PROPERTIES & TRADERS LIMITED,
a Non-Deposit taking Non-Banking Financial Company**

[As Required in terms of Paragraph 13 of Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007]

	Particulars	(Rs. in Laes)	
		Amount Outstanding	Amount Overdue
LIABILITIES SIDE :			
(1)	Loans and Advances availed by the NBFCs 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) Public Deposits	-	-
	(g) Other Loans (Specify nature) – Unsecured Loans from Directors / Shareholders Overdraft from Bank		-
(2)	Break-up of 1(f) above (outstanding public deposits inclusive of interest accrued thereon but not paid) :		
	(a) In the form of Unsecured Debentures	-	-
	(b) In the form of partly secured debentures, i.e., debentures where there is a shortfall in the value of security	-	-
	(c) Other Public Deposits	-	-
ASSETS SIDE :		Amount Outstanding	
(3)	Break-up of Loans and Advances including Bills Receivable (Other than those included (4) below) :		
	(a) Secured		-
	(b) Unsecured		565.83
(4)	Break-up of Leased Assets and Stock on Hire and Hypothecation Loans counting towards EL / HP activities :	Amount Outstanding	

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) Hypothecation Loans counting towards EL / HP activities	
(a) Loans where assets have been repossessed	-
(b) Loans other than (a) above	-

Break-up of Investments :

Current Investments

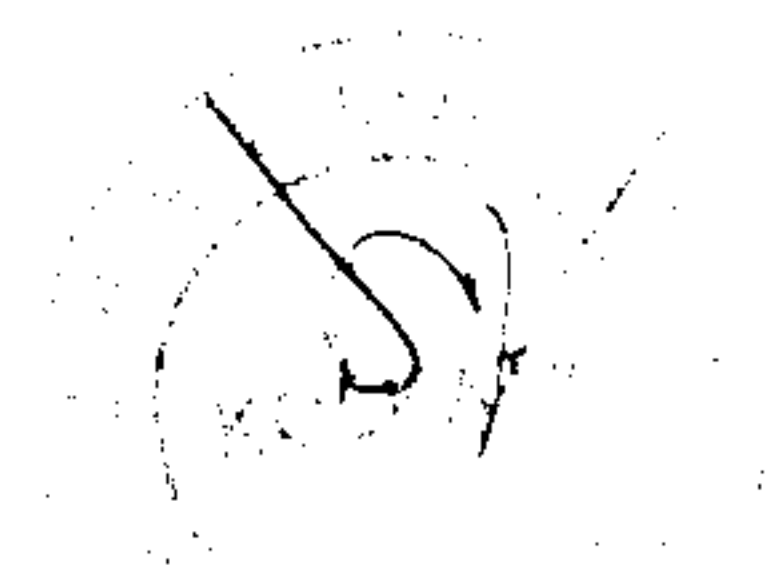
1. Quoted :		
(i) Shares	(a) Equity	-
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-

2. Unquoted :		
(i) Shares	(a) Equity	-
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-

Long Term Investments

1. Quoted :		
(i) Shares	(a) Equity	3.40
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		-
(iv) Government Securities		-
(v) Others (specify)		-

2. Unquoted :		
(i) Shares	(a) Equity	5230.54
	(b) Preference	-
(ii) Debentures and Bonds		-
(iii) Units of Mutual Funds		



(iv)	Government Securities	-
(v)	Others (specify)	-

(6) **Borrower group-wise classification of all leased assets, Stock-on-hire and loans and advances**

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	-	565.83	565.83
Total	-	565.83	565.83

(7) **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 Advances)
1. Related Parties		
(a) Subsidiaries	-	-
(b) Companies in the same group	-	-
(c) Other related parties	-	-
2. Other than related parties	5233.95	5233.95
Total	5233.95	5233.95

(8) **Other Information**

Particulars	Amount
(i) Gross Non-Performing Assets :	
(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	-

Director