

GOLDEN PROPERTIES & TRADERS LIMITED

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

CIN: - L70109WB1982PLC034972; **Mobile:** - 98300 12564

Email Id: - rupesh_markvision@yahoo.co.in ; **Website:** - www.gtpl.in

NOTICE

Notice is hereby given that 33rd Annual General Meeting of the members of the Company will be held on Thursday, the 24th day of September, 2015 at 11.00 A.M. at the Registered Office of the Company situated at AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064 to transact with or without modification(s), as may be permissible, the following business:

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, 2015 together with the Report of the Directors' and Auditors' thereon.

Item No.2 – Appointment of Director

To appoint a Director in place of Mr. Rajib Kumar Das (DIN: 00508105), 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 & Co., 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.”

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SPECIAL BUSINESS

Item No.4 – Appointment of Ms. Sangita Kar (DIN: 07145123) as Woman Independent Director

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

"RESOLVED THAT pursuant to the provisions of section 149, 150, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Sangita Kar (DIN : 07145123), who was appointed as an Additional Director pursuant to the provisions of Section 161 of the Companies Act, 2013 and who hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing her candidature for the office of Director, be and is hereby appointed as an Woman Independent Director of the Company

Regd. Office:

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

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

Richa Agarwalla
SD/-

Company Secretary

Place: Kolkata
Dated: 28.05.2015

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.
2. The Register of Member and Share Transfer Register of the company will remain closed from 18th day of September, 2015 to 24th day of September, 2015 (both days inclusive)
3. A statement pursuant to section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

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4. VOTING THROUGH ELECTRONIC MEANS

- I. 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 Clause 34B of the Listing Agreement, 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).
- II. 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.
- III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 21st September, 2015 (10:00 am) and ends on 23rd September, 2015 (5:00 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 17th September, 2015 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.

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- (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	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <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	<p>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</p>
Bank Account Number (DBD)	<p>Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio.</p> <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.

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- (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 LIMITED** on Which you choose to vote. 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 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 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.

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- 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
- 5. 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 sr_associates17@rediffmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 23rd September, 2015 upto 5:00 pm without which the vote shall not be treated as valid.
- 6. 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 17th September, 2015
- 7. 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 7th August, 2015
- 8. The shareholders shall have one vote per equity share held by them as on the cut-off date of 17th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- 9. 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 17th September, 2015 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- 10. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.

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11. 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. 17th September, 2015 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.
12. Mr Nihar Ranjan Choudhury, Practising Cost Accountant having Membership No. 32327 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.
13. The Results declared along with the Scrutinizer's Report shall be placed on the website of the company i.e. www.gtpl.in or at the website of CDSL. The same will be communicated to the listed stock exchanges i.e. Calcutta Stock Exchange Ltd.

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Explanatory Statement

(Pursuant to section 102 of the Companies Act, 2013)

Item No.4

The Board of Directors has received a notice from the shareholder proposing the candidature of Ms. Sangita Kar (DIN: 07145123) as a Women Independent Director to be appointed under the provisions of Section 149 and 152 of the Companies Act, 2013. The Company has received from Ms. Sangita Kar consent in writing to act as Women / Independent Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules 2014 to the effect that she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

In the opinion of the Board of Directors, Ms. Sangita Kar proposed to be appointed, as a Women Independent Director, fulfill the conditions specified in the Companies Act, 2013 and the Rules made hereunder.

None of the Directors, Key Managerial Personnel or their relatives, except Ms. Sangita Kar for whom the Resolution relates, are interested or concerned in the Resolution. The Board seeks approval of the members for the appointment of Ms. Sangita Kar as Woman Independent Director of the Company pursuant to section 149 and other applicable provisions of the Act/ Rule made there under.

Regd. Office:

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

Place: Kolkata
Dated: 28.05.2015

By Order of the Board

M/s. Golden Properties & Traders Limited

Richa Agarwalla
SD/-

Company Secretary

GOLDEN PROPERTIES & TRADERS LIMITED

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ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

(Annual General Meeting - Thursday, 24th day of September, 2015)

I/We hereby record my/our presence at the 33rd Annual General Meeting of the Company at AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata – 700 064, on Thursday, the 24th day of September, 2015 at 11.00 A.M

Full Name of the member (in BLOCK LETTERS): _____

Folio No. _____, DP ID No. _____, Client ID No. _____

Full Name of Proxy (in BLOCK LETTERS): _____

Member/ Proxy(s) Signature: _____

(Please cut here and bring the Attendance Slip duly Signed, to the meeting and hand it over the entrance. Duplicate slips will not be issued at the venue of the meeting.)

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PROXY FORM

(33rd Annual General Meeting - Thursday, 24th day of September, 2015)

Form No. MGT-11

[Pursuant to Section 105(6) of the Companies Act, 2013 and 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

- | | |
|---------------------------------|--|
| 1. Name.....
E-mail id | Address.....
Signature..... or filing him |
| 2. Name.....
E-mail id..... | Address.....
Signature..... or filing him |

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 33rd AGM of the Company, to be held on Thursday, 24th day of September, 2015 at 11.00 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, 2015, 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 Mr. Rajib Kumar Das (DIN: 00508105), who retires by rotation, and being eligible, offer himself for re-appointment.		
3	Ordinary Resolution for Re -appointing auditors and to fix their remuneration.		
Special Business			
4	Ordinary Resolution for Appointment of Ms. Sangita Kar (DIN: 07145123) as Woman Independent Director		

Signed this.....day of2015

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.

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Email Id: - rupesh_markvision@yahoo.co.in ; **Website:** - www.gtpl.in

(Annexure to the Notice for the 33rd Annual General Meeting of the company to be held on 24th day of September, 2015)

1. Name & Registered Address of Sole/First named Member:
2. Joint Holders Name (If any) :
3. Folio No. / DP ID & Client ID :
4. No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to 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 Clause 34B of the Listing Agreement, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Thursday, the 24th day of September, 2015 at 11.00 A.M. at 195, Block – J , New Alipore, Kolkata – 700 053 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
150827033		

The E-voting facility will be available during the following voting period:

Remote e-Voting Start On	Remote e-Voting End On
21 st September, 2015 at 10:00 A.M. (IST)	23 rd September, 2015 at 5:00 P.M. (IST)

Please read the instructions mentioned in Point No. 4 of the Notice before exercising you vote.

Regd. Office:

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

Place: Kolkata
Dated: 24.08.2015

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

Richa Agarwalla
SD/-
Company Secretary

Encl: AGM Notice/Attendance Slip/Proxy Form/Ballot-Form/Annual Report

GOLDEN PROPERTIES & TRADERS LIMITED

Regd Office: AD-76, SALT LAKE CITY, SECTOR – I, BIDHANNAGAR, KOLKATA-700064

Mobile: - 98300 12564

E Mail Id: rkothari_company@yahoo.com

CIN: L70109WB1982PLC034972

To,

To the Members,

The Board of Directors have pleasure in presenting their 33rd Annual Report of your company together with Audited Accounts for the year ended 31st March, 2015.

1. Financial Highlights

Particulars	For the year ended	
	31-03-2015	31-03-2014
	Rs.	Rs.
Profit/(Loss) before tax	4,19,631	2,24,832
Less: Provision for Taxation (including deferred tax)	1,66,999	43,822
Profit/(Loss) after taxation	2,52,632	1,81,010
Balance as per last financial statements	(1,63,936)	(3,08,354)
Balance Profit/(Loss) transferred to Reserves & Surplus	38,170	(1,63,936)

2. Extract of the annual return

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as **Annexure-A**.

3. Number of meetings of the Board of Directors.

Number of Meetings of the Board held during the financial year ended on 31.03.2015 is detailed as below:

<i>Sl No.</i>	<i>Date of Meeting</i>	<i>Names of Directors attended</i>	<i>Name of special invitee, if any</i>
1.	11.04.2014	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
2.	23.04.2014	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
3.	05.05.2014	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
4.	30.06.2014 (2)	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
5.	08.08.2014	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
6.	12.11.2014	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
7.	09.02.2015	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	NA
8.	31.03.2015	MR.RUPESH KUMAR PANDEY MR. RAJIB KUMAR DAS MR. KRIPA SHANKAR MAHAWAR	MS. SANGITA KAR

4. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

disclosure of which has been given in the financial statement under the head “**Non Current Investments.**”

7.3 During the year under review, the Company has not provided any guarantees to other bodies corporate.

8. Particulars of contracts or arrangements with related parties:

The Company has not entered any transaction with related parties during the year as defined under Section 188 of 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 the state of West Bengal. The Company has been carrying on the business of investment in shares and securities and is an 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. 50,526/- in reserves during the year under review.

11. Dividend

In order to conserve the resources of the company, the Board of Directors of the Company has not recommended any dividend for the year ended 31st March, 2015.

12. Material Changes Affecting the Financial Position of the Company

There is no material change in the financial position of the Company since balance sheet date which will affect the Company.

13. Particulars of the technology absorption, conservation of energy and foreign exchange earning & 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 Company is in the process of adoption of Risk Management Policy.

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:

Ms. Sangita Kar was appointed as Additional Director of the Company u/s 161 of the Companies Act, 2013, with effect from 31/03/2015. As per the provisions of said section of the Act, Ms. Sangita Kar shall hold office only up-to the date of the Annual General Meeting of the Company. The Board has proposed a resolution at the ensuing Annual General Meeting to appoint Ms. Sangita Kar as Director of the Company.

Ms. Richa Agarwalla was appointed as Company Secretary and Compliance Officer of the Company u/s 203 of the Companies Act, 2013 with effect from 08/08/2014.

18. Details of Subsidiary, Joint Ventures or Associates

The Company has no subsidiary or Associates. It has not entered into any joint ventures during the year under review.

19. Deposits

During the year under review the Company has not accepted or renewed any deposits under Section 73 to 76 of Companies Act, 2013 read with Companies (Accepting of Deposits) rules, 2014 from Public during the year under review.

20. Details of significant material orders passed by the Regulators, Court or tribunal

There is no significant/ material order as passed by the Regulators, Court or tribunal affecting the company during the year under review.

21. 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.

22. Employees:

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

23. 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 or abuse to the appropriate responsible officials of the Company. No fraud on or by the company has been reported by the Statutory Auditors.

24. 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.

25. 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 cap & Debenture) Rules,2014 is not applicable for the Company.

26. Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has not appointed any women employee; hence the provisions of the above mentioned Act, will not be applicable to the Company.

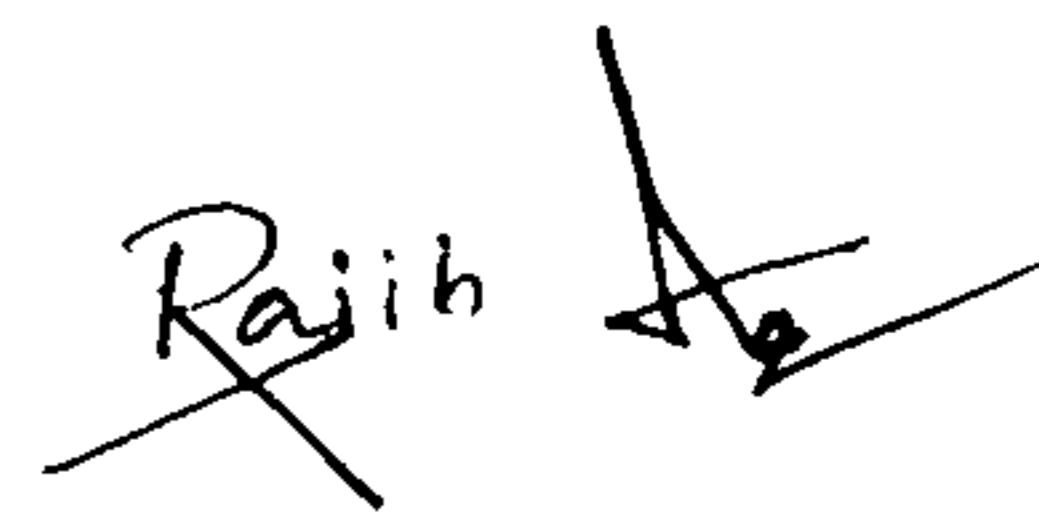
27. Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors



Director



Director

Place: Kolkata

Date: 28.05.2015

GOLDEN PROPERTIES & TRADERS LIMITED

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, 2015.

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. CODE OF BUSINESS CONDUCT AND ETHICS

Directors shall maintain high level of integrity and ethical conduct.

- 1) 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.
- 2) Directors shall be true and faithful to the company in all respects.
- 3) Directors shall comply with all applicable law, rules and regulations and observe the highest standards of ethical conduct and integrity.
- 4) Directors shall ensure that they use the Company's assets, properties and services for official purposes only or as per the terms of appointment.
- 5) 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.
- 6) Directors shall not engage in any material business relationship or activity, which conflicts with their duties towards the Company.
- 7) Directors shall declare information about their relatives (spouse, children and parents) employed in the company.
- 8) Abstain from voting on any matter come before the Board in which they have potential conflicts of interest.
- 9) All Board members and senior management personnel shall affirm compliance with the code on an annual basis.

3. 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. BOARD OF DIRECTORS

Presently, the Board comprises of One Executive Director and three 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:

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 9 (Nine) times on 11.04.2014, 23.04.2014, 05.05.2014, 30.06.2014(twice), 08.08.2014, 12.11.2014, 09.02.2015 and 31.03.2015.

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. 01-04-2014 to 31-03-2015
RUPESH KUMAR PANDEY	12/10/2011	8	9
RAJIB KUMAR DAS	26/11/2009	9	9
KRIPA SHANKAR MAHAWAR	12/10/2011	5	9
SANGITA KAR	31/03/2015	--	1

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.

Mr. Rajib Kumar Das is the Chairman of the Audit Committee. The other members of the Audit Committee are Mr. Rupesh Kumar Pandey and Mr. Kripa Shankar Mahawar. In the year under review the Audit Committee met 4 (Four) times on 05.05.2014, 08.08.2014, 12.11.2014 and 09.02.2015.

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

Name	Date of Appointment	No. of other Director-ship held	No. of Meetings attended during F.Y. 01-04-2014 to 31-03-2015
RUPESH KUMAR PANDEY	12/10/2011	8	4
RAJIB KUMAR DAS	26/11/2009	9	4
KRIPA SHANKAR MAHAWAR	12/10/2011	5	4

Terms of reference of Audit Committee:

- c Recommendation for appointment, remuneration and terms of appointment of the auditors;
- c Review and monitor auditor's independence and performance and effectiveness of the audit process;
- c Examination of the financial statement and auditor's report;
- c Approval or modification of related party transactions;
- c Scrutiny of inter corporate loans and investments;
- c Evaluation of internal financial controls ;
- c Monitoring of end use of funds of the public offers;
- c Discuss issues with internal and statutory auditors;
- c 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;
- c 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.
- c To look in to the reasons for substantial defaults, if any in the payment to the banks and creditors.
- c 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;

Name	Date of Appointment	No. of other Director-ship held	No. of Meetings attended during F.Y. 01-04-2014 to 31-03-2015
RUPESH KUMAR PANDEY	12/10/2011	8	4
RAJIB KUMAR DAS	26/11/2009	9	4
KRIPA SHANKAR MAHAWAR	12/10/2011	5	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, if any.
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:

- 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

Mr. Rajib Kumar Das is the Chairman of the Nomination and Remuneration Committee. The other members of the Nomination and Remuneration Committee are Mr. Rupesh Kumar Pandey and Mr. Kripa Shankar Mahawar.

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.

7. STAKEHOLDER'S GRIEVANCE COMMITTEE

Mr. Rajib Kumar Das is the Chairman of the Committee. The other members of the are Mr. Rupesh Kumar Pandey and Mr. Kripa Shankar Mahawar.

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

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.

8. RISK MANAGEMENT COMMITTEE

Mr. Rajib Kumar Das is the Chairman of the Committee. The other members of the are Mr. Rupesh Kumar Pandey and Mr. Kripa Shankar Mahawar.

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.

9. DETAILS OF COMPLIANCE OFFICER:

Name : Ms. Richa Agarwalla

Phone: 9831529111

E-Mail id: richaginoria@yahoo.com

Investors Grievance Email Id: richaginoria@yahoo.com

10. GENERAL BODY MEETING

Locations and time, where last three AGMs were held:

Financial Year	2011-2012	2012-2013	2013-2014
Date:	20.08.2012	03.08.2013	26.09.2014
Time:	11 AM	11 AM	10:00 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.

11. DISCLOSURE

- a) The company did not have any related party transaction 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) 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 shareholding of Non-Executive Directors has been disclosed.
- i) The Company maintains a website www.gptl.in as required under Clause 49 of the Listing Agreement.
- j) The Board delegates the maintenance of share transfer records to the Registrar and Transfer Agents.
- k) Ms. Sangita Kar was appointed as Woman Director (additional director) during the year under review.

12. 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 49 of the Listing Agreement

13. GENERAL SHAREHOLDER INFORMATION

AGM	
Date	: 24 th September, 2015
Venue	: AD-76, Salt Lake City, Sector – I, Bidhannagar, Kolkata-700064.
Time	: 11:00 A.M
Financial year	: 2014- 2015
Book closure	: 18 th September, 2015 to 24 th September, 2015
Dividend	: No dividend was declared for last financial period.

14. LISTING ON STOCK EXCHANGE:

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

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

The Listing fee for the financial year 2014-15 has been paid to the Stock Exchange.

15. REGISTRARS AND SHARE TRANSFER AGENTS (RTA)

Name And Address	Niche Technologies Pvt Ltd D511 Bagree Market-71, BRB Basu Road,Kolkata-700001
Phone	033-22343576
Fax	--

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 arise 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 Clause 49 of 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.

1. 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, 2015 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 2014-2015 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, 2015;
 - 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 LIMITED

Registered Office:

AD-76, Salt Lake City, Sector – I,

Bidhannagar, Kolkata-700064.

E-mail: rkothari_company@yahoo.com

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 LIMITED

AD-76, Salt Lake City, Sector – I,
Bidhannagar, 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, 2014 and ending on 31st March, 2015.

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

ERN: 323734E


(CA Pankaj Bhusan Bhattacharya)

Partner

Membership No- 015416

Place: Kolkata

Dated: 28.05.2015

FORM NO. MGT 9	
EXTRACT OF ANNUAL RETURN	
as on financial year ended on 31.03.2015	
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.	
I	REGISTRATION & OTHER DETAILS:
i	CIN L70109WB1982PLC034972
ii	Registration Date 6/14/1982
iii	Name of the Company GOLDEN PROPERTIES & TRADERS LTD
iv	Category/Sub-category of the Company COMPANY LIMITED BY SHARES
v	Address of the Registered office & contact details AD-75, SALT LAKE CITY, SECTOR - I, BIDHANNAGAR, KOLKATA- 700064
vi	Whether listed company YES. CALCUTTA STOCK EXCHANGE
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any. Niche Technologies Pvt Ltd D511 Bagree Market-71, BRB Basu Road,Kolkata- 700001

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
<i>All the business activities contributing 10% or more of the total turnover of the company shall be stated</i>			
Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	NBFC- Interest income	6430	96.41%
2			
3			
4			

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES					
Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NOT APPLICABLE				
2					

SI No.	SHAREHOLDING OF PROMOTERS	Shareholders Name	Shareholding at the beginning of the year				Shareholding at the end of the year				% change in share holding 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		Ekdant Sales Pvt Ltd	272,000	2.31	NIL	272,000	2.31	NIL			
2		Extreme Supplier Pvt Ltd	571,600	4.87	NIL	553,200	4.71	NIL	(0.16)		
3		Kirsten Tieup Pvt Ltd	1,648,000	14.04	NIL	1,648,000	14.05	NIL	0.01		
4		Mangalrashi Commotrade Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
5		Mark Homes & Constructions Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
6		Mark's n Glix Automotives Pvt Ltd	952,000	8.11	NIL	952,000	8.12	NIL	0.01		
7		Mark's n Glix Motors Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
8		Minnie Pan Consultants Pvt Ltd	44,500	0.37	NIL	44,500	0.38	NIL	0.01		
9		Navdurga Vinicum Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
10		Nirmala Merchandise Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
11		Nirmalkunj Sales Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
12		Panchratan Merchanteile Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
13		Purposive Traders Pvt Ltd	604,600	5.15	NIL	576,800	4.92	NIL	(0.23)		
14		Rudramukhi Vintrade Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
15		Satyam Projects Ltd	133,800	1.14	NIL	133,800	1.14	NIL			
16		Shivdurga Suppliers Pvt Ltd	272,000	2.31	NIL	272,000	2.32	NIL	0.01		
17		Trendon Distributors Pvt Ltd	680,000	5.79	NIL	680,000	5.80	NIL	0.01		
18		Sandeep Daga	35,200	0.00	NIL	35,200	0.30	NIL	0.30		
19		Sanjeeb Kumar Agarwal	21,000	0.00	NIL	21,000	0.18	NIL	0.18		
20		Savita Agarwal	40,000	0.00	NIL	40,000	0.34	NIL	0.34		
21		Tara Devi Soni	50,000	0.30	NIL	50,000	0.42	NIL	0.12		
22		Tara Soni	48,500	0.18	NIL	48,500	0.41	NIL	0.23		
23		Kanhaiya Lal Lunia	50	0.34	NIL		0.00	NIL	(0.34)		
24		Manick Chand Lunia	100	0.00	NIL		0.00	NIL			
25		Sampat Mall Lunia	50	0.42	NIL		0.00	NIL	(0.42)		
26		Sunder Lal Lunia	50	0.41	NIL		0.00	NIL	(0.41)		
		Total	7,549,450	64.22	NIL	7,503,000	63.96	NIL			

SI. No.	CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	7549450	64.36	7549450	64.36
	Transfer of shares on 23.04.2015	46450	0.40	46450	0.40
	At the end of the year	7503000	63.96	7503000	63.96

SI. No	Shareholding pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)	Shareholding at the end 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
	At the beginning of the year	3284400	28.00	3284400	28.00
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year (or on the date of separation, if separated during the year)	3284400	28.00	3284400	28.00

(V) Sl. No	Shareholding of Directors & KMP For Each of the Directors & KMP	Shareholding at the end 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
	At the beginning of the year	NIL	NIL	NIL	NIL
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL	NIL

V INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	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				
Additions	-	-	-	-
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 director and/or Manager:					
Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager			
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	as % of profit	NIL	NIL	NIL	NIL
	others (specify)	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL
	Ceiling as per the Act	NIL	NIL	NIL	NIL

B. Remuneration to other directors:						
Sl.No	Particulars of Remuneration	Name of the Directors				
1	Independent Directors	NIL	NIL	NIL	NIL	
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	NIL	
	(b) Commission	NIL	NIL	NIL	NIL	
	(c) Others, please specify	NIL	NIL	NIL	NIL	
	Total (1)	NIL	NIL	NIL	NIL	
2	Other Non Executive Directors	NIL	NIL	NIL	NIL	
	(a) Fee for attending board committee meetings	NIL	NIL	NIL	NIL	
	(b) Commission	NIL	NIL	NIL	NIL	
	(c) Others, please specify.	NIL	NIL	NIL	NIL	
	Total (2)	NIL	NIL	NIL	NIL	
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	
	Overall Ceiling as per the Act.	NIL	NIL	NIL	NIL	

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD						
Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total	
1	Gross Salary	CEO	Company Secretary	CFO		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NIL	NIL	NIL	NIL	
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	
2	Stock Option	NIL	NIL	NIL	NIL	
3	Sweat Equity	NIL	NIL	NIL	NIL	
4	Commission	NIL	NIL	NIL	NIL	
	as % of profit	NIL	NIL	NIL	NIL	
	others, specify	NIL	NIL	NIL	NIL	
5	Others, please specify	NIL	NIL	NIL	NIL	
	Total	NIL	NIL	NIL	NIL	

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

J. B. S. & Company

CHARTERED ACCOUNTANTS

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

Phone: 2225 4828
2225 4829
Fax: 4007 0735

INDEPENDENT AUDITORS' REPORT

TO
THE MEMBERS OF
GOLDEN PROPERTIES & TRADERS LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **M/S GOLDEN PROPERTIES & TRADERS LIMITED** ("the company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the 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

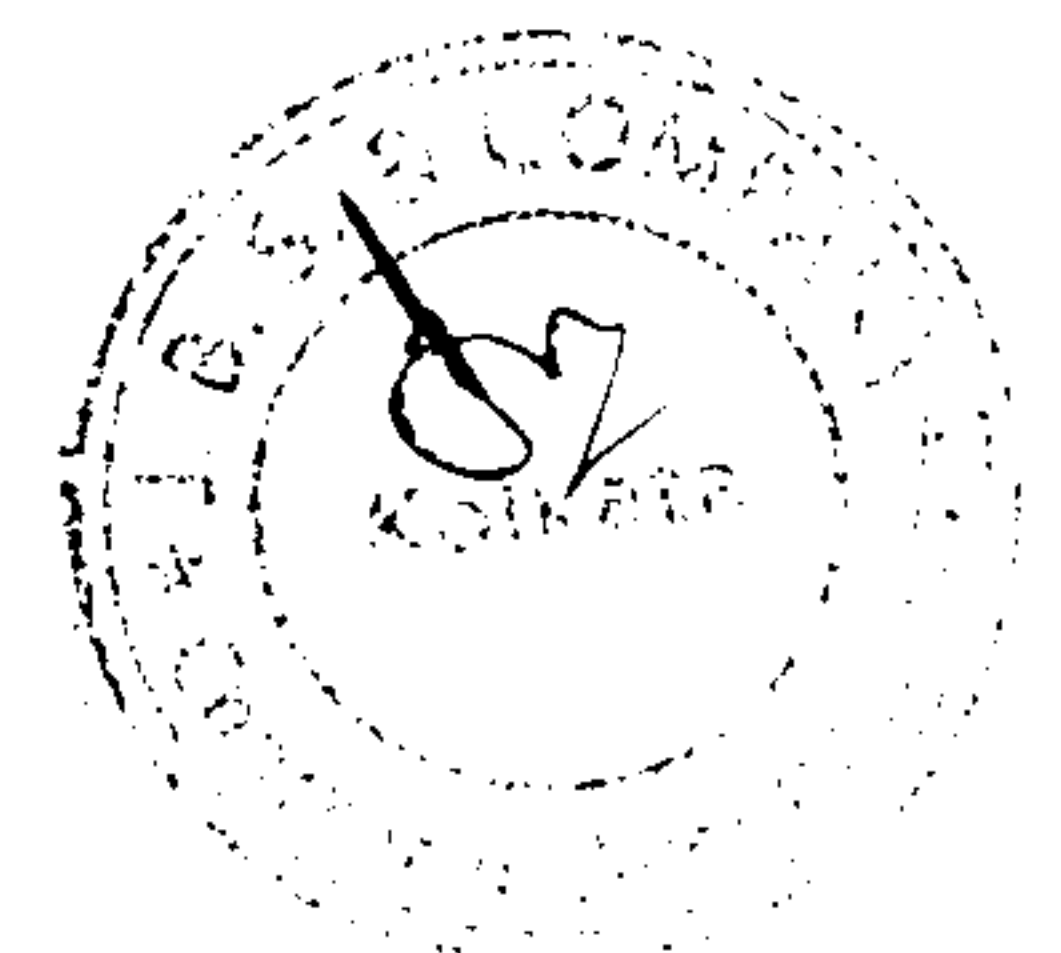
The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, 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 true and fair view, in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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.

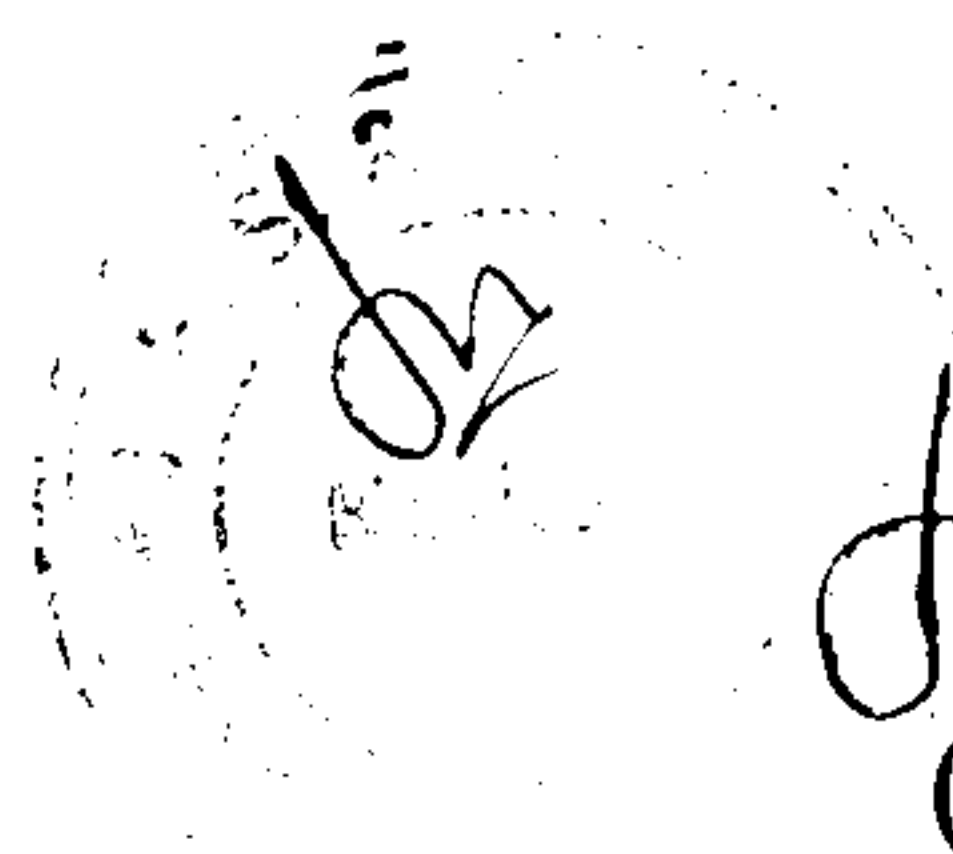
- (a) In the case of Balance Sheet, of the **state of affairs** of the Company as at March 31, 2015;
- (b) In the case of Statement of Profit and Loss, of the **Profit** of the Company for the year ended on that date; and
- (c) In the case of Cash Flow Statement, of the **cash flows** of the Company for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - á) 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 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 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act, and
- f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
- i. The Company does not have any pending litigations which would impact its financial position.
- 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

Pankaj Bhusan Bhattacharya
(Pankaj Bhusan Bhattacharya)
(Partner)

Membership No.: 015416

Place : Kolkata
Date : 28.05.15


[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of Golden Properties & Traders Limited on the accounts of the company for the year ended 31st March, 2015]

On the basis of such checks as we considered appropriate and according 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 the date therefore, the Provisions of paragraph 3(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 paragraph 3(ii) of the order are not applicable.
- (iii) According to the information and explanations given to us, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business. During the course of our Audit, we have not observed any continuing failure to correct major weaknesses in internal control.
- (v) The Company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India and provisions of Section 73 to 76 of the Companies Act, 2013 and the rules framed there under is not applicable.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) In respect of statutory dues:
 - (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Wealth Tax, Service Tax, Cess and other material statutory dues applicable to it, with the appropriate authorities.
 - (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess and other material statutory dues in arrears /were outstanding as at 31 March, 2015 for a period of more than six months from the date they became payable.

- (c) There were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund.
- (viii) The company does not have the accumulated losses at the end of financial year. The company has not incurred any Cash losses during the financial covered by our Audit and the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (x) In our opinion, and according to the information and the explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year;
- (xi) The company has not availed any term loan during the year, therefore para 3 (xi) of order is not applicable.
- (xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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


Pankaj Bhusan Bhattacharya
(Pankaj Bhusan Bhattacharya)
(Partner)

Membership No.: 015416

Place : Kolkata

Date : 28.08.15

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.

- i. The Company is engaged in the Business of Non Banking Financial Institution and has obtained a certificate from the Reserve Bank of India Act, 1934 vide Certificate No 05-02810 dated 04.09.1998.
- ii. The Company during the Financial Year ended 31st March, 2015 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.
- iii. The Board of Directors has passed a resolution in their meeting dated 11th day of April, 2014 for the non-acceptance of any public deposits.
- iv. The Company has not accepted any public deposits during the relevant year and,
- v. The Company has complied with the prudential norms relating to income recognition; applicable accounting standards, assets classification and provision for doubtful debts as applicable to it in terms of Non-Banking Financial (Non-Depositing Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

For J.B.S & COMPANY
Chartered Accountants
FRN- 323734E


Pankaj Bhusan Bhattacharya
(Partner)
Membership No. : 015416

Place: Kolkata

Date: 28.05.15

GOLDEN PROPERTIES & TRADERS LIMITED

Balance Sheet as at 31st March 2015

(Amount in Rs)

Sl	Particulars	Note No.	As at 31st March 2015	As at 31st March 2014
I.	EQUITY AND LIABILITIES			
(1)	Shareholders' funds			
	(a) Share capital	2	117,306,800	117,306,800
	(b) Reserves and surplus	3	456,927,976	456,675,344
			574,234,776	573,982,144
(2)	Current liabilities			
	(a) Short-term borrowings		-	-
	(b) Other current liabilities	4	57,964	7,030,378
	(c) Short-term provisions	5	504,395	248,333
			562,359	7,278,711
	TOTAL		574,797,135	581,260,855
II.	ASSETS			
(1)	Non-current assets			
	(a) Non-current investments	6	437,521,796	523,394,797
	(b) Long-term loans and advances		-	-
	(c) Other non-current assets	7	200,000	321,240
			437,721,796	523,716,037
(2)	Current assets			
	(a) Cash and cash equivalents	8	28,551,859	819,370
	(b) Inventories		-	-
	(c) Short-term loans and advances	9	108,393,994	56,582,860
	(d) Other current assets	10	129,486	142,588
			137,075,339	57,544,818
	TOTAL		574,797,135	581,260,855

Significant accounting policies

1

Notes to Financial Statements

2 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

(Kunal Kumar)
DIRECTOR

(Rishi)
DIRECTOR

Dated: 28.03.15

Place: Kolkata

GOLDEN PROPERTIES & TRADERS LIMITED

Statement of Profit and Loss for the Year Ended 31st March 2015

(Amount in Rs.)

SI	Particulars	Note No.	For the Year ended 31st March 2015	For the Year ended 31st March 2014
I.	Revenue from operations	11	2,945,088	1,074,890
II.	Other income	12	109,704	89,342
III.	Total Revenue (I + II)		3,054,792	1,164,232
IV.	Expenses:			
	Cost of material consumed		-	-
	Purchase of stock		-	-
	Increase/(Decrease) in stock		-	-
	Direct expenses		-	-
	Employee benefits expense	13	1,025,628	201,600
	Finance Costs		-	-
	Depriciation & Amortization Expenses		-	-
	Other expenses	14	1,609,533	737,800
	Total expenses		2,635,161	939,400
V	Profit/(Loss) before tax (III-IV)		419,631	224,832
VI	Tax expense:			
	Current Tax		169,847	43,822
	Income Tax for Earlier Years		(2,848)	-
VII	Profit/(Loss) for the period (V-VI)		252,632	181,010
VIII	Earnings per equity share:			
	Basic & Diluted		0.02	0.02

Significant accounting policies

1

Notes to Financial Statements

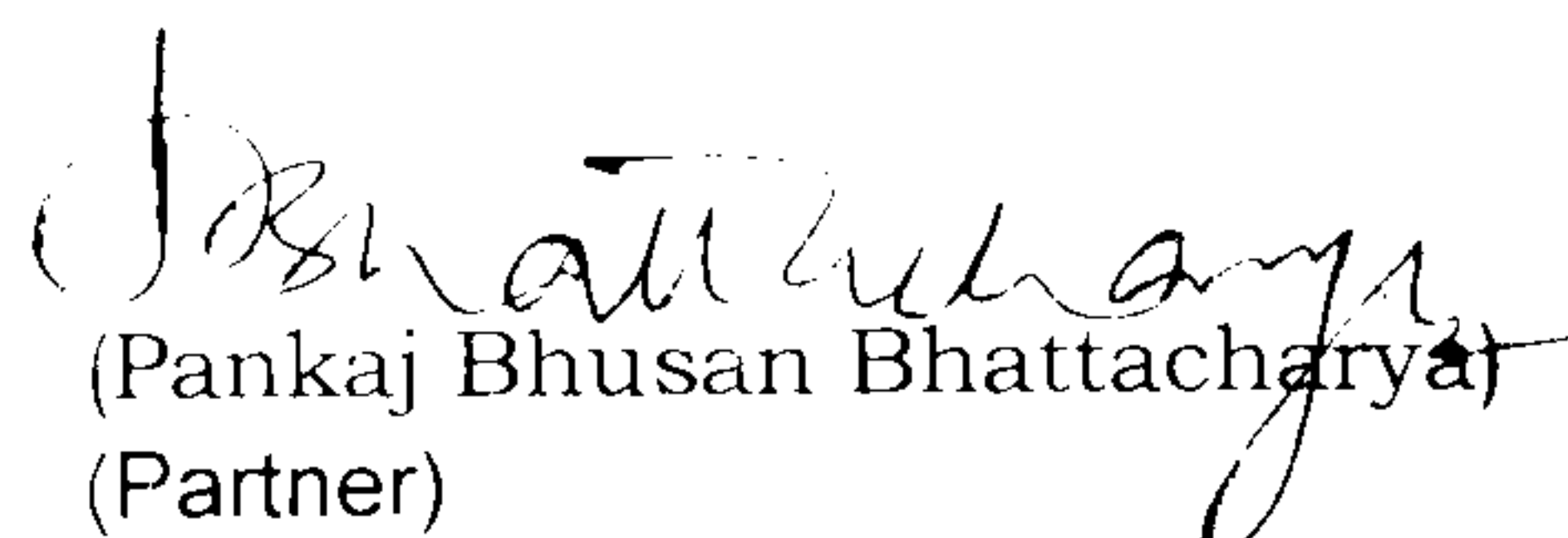
2 To 15

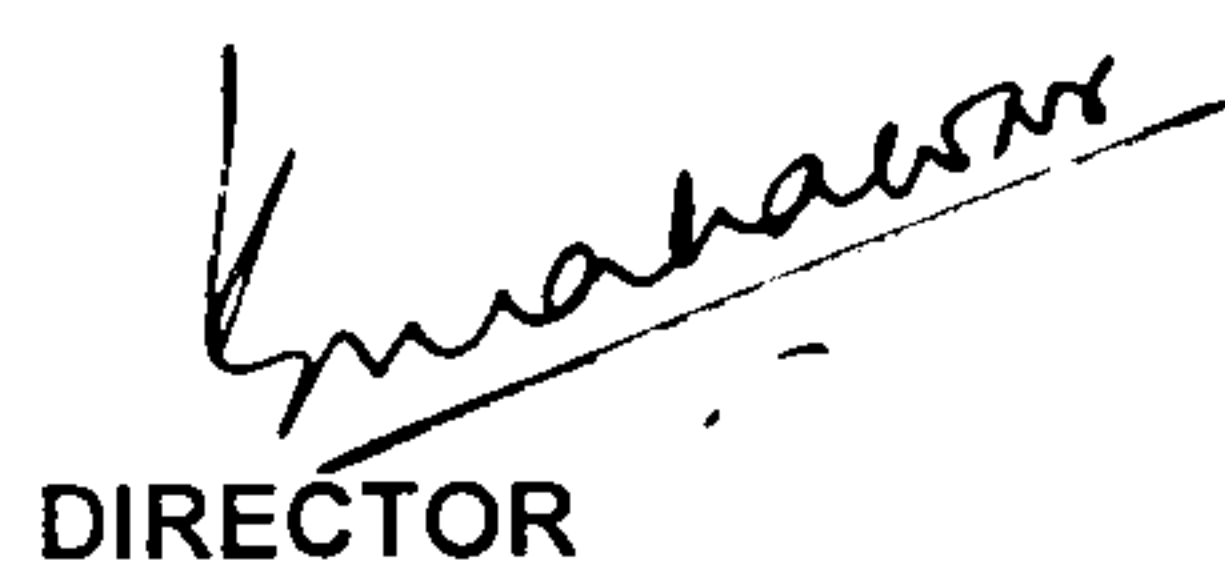
The accompanying notes (1 To 15) form integral part of the financial statements

As per our report of even date

For J.B.S & Company
Chartered Accountants

FOR & ON BEHALF OF THE BOARD


(Pankaj Bhusan Bhattacharya)
(Partner)


DIRECTOR


DIRECTOR

Date : 28.05.15

Place: Kolkata

GOLDEN PROPERTIES & TRADERS LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2015

PARTICULARS	For The YEAR ENDED 31-03-2015		For The YEAR ENDED 31-03-2014	
	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)	Amount(Rs.)
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit/(loss) before Tax and Extra Ordinary Items		419,631		224,832
Add				
Loss on sale of investments	453,400	453,400	-	-
		873,031		224,832
Less :				
Interest received	3,508,192		844,232	
Provision for Taxation	169,847		43,822	
Profit on sale of investments	(453,400)	3,224,639	320,000	1,208,054
Operating Profit before Working Capital changes		(2,351,608)		(983,222)
<u>Adjustments for</u>				
<u>Add: Increase in Current Liabilities & Decrease in Current Assets</u>				
<u>Assets</u>				
Other Non Current Assets	121,240		-	
Other Current Assets	13,102		126,282	
Other Current Liabilities	-		6,961,983	
Provision For Income Tax	126,025		43,822	
Provisions against standard assets	130,037		(5,144)	
<u>Less: Increase in Current Assets & Decrease in Current Liabilities</u>				
<u>Liabilities</u>				
Loans & advances	(51,811,134)		(20,143,825)	
Other Current Liabilities	(6,972,414)		-	
Short Term Borrowings	-		-	
Provision For Taxation	-		-	
Other Non Current Assets	-	(58,393,144)	(278,760)	(13,295,642)
Cash generated from Operations		(60,744,752)		(14,278,864)
Income Tax Paid	(2,848)	(2,848)		(2,848)
Extra-ordinary items				
Income tax/FBT for earlier year	-	-	-	-
Add: Income tax excess provision W/Back	-	-	-	-
NET CASH FLOW FROM OPERATING ACTIVITIES		(60,741,904)		(14,278,864)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Interest received	3,508,192		844,232	
Sale of investments	149,906,100		-	
Purchase of investments	(64,486,500)		(447,016,250)	
Profit on sale of Investment	(453,400)	88,474,392	320,000	(445,852,018)
NET CASH USED IN INVESTING ACTIVITIES		88,474,392		(445,852,018)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Securities Premium account	-		367,920,000	
Proceeds of share capital	-		91,980,000	459,900,000
NET CASH USED IN FINANCING ACTIVITIES				459,900,000
NET INCREASE IN CASH AND CASH EQUIVALENTS (A + B + C)		27,732,489		(230,882)
OPENING CASH & CASH EQUIVALENTS		819,370		1,050,252
CLOSING CASH & CASH EQUIVALENTS		28,551,859		819,370

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

(Pankaj Bhusan Bhattacharya)
Partner


DIRECTOR


DIRECTOR

Place : Kolkata

Date : 28.05.15

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

Note 1

Accounting Policies & Additional Disclosures

Significant accounting policies

Basis of Preparation

The preparation and presentation of the financial statements has been made as per Schedule III under the Companies Act 2013. The company has also reclassified the previous year figures in accordance with the requirements applicable in the current year.

Accounting Convention

a) The Financial Statements are prepared under historical cost convention in accordance with Generally Accepted Accounting Principles (GAAP) and in compliance with the applicable accounting standards issued by the Institute of Chartered Accountants of India and relevant provisions of the Companies Act, 2013.

b) The Company follows generally mercantile system of accounting and recognizes significant items of income and expenditure on Accrual basis except Rates and Taxes.

Use of Estimates

The presentation of Financial Statements requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities (including contingent liabilities) on the date of Financial Statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/ materialized.

Investments

investments classified as long-term investments are stated at cost. Provision is made to recognize any diminution other than temporary in the value of such investments. Current investments are carried at lower of cost and fair value.

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.

Taxation

Tax expenses comprise current and deferred taxes. Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act. Deferred Income Tax Act reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years. Deferred Tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the Balance Sheet date. Deferred Tax assets are not recognized in the absence of virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be adjusted and/or set off.

Provisions

A Provision is recognized for a present obligation as a result of past events if it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the amount required to settle the obligation at the Balance Sheet date.

Earning Per Share

a) Basic earning per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

b) For the purpose of calculating diluted earning per share, the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period are adjusted for the effects of dilutive potential equity shares.

Segment Reporting

(i) Business Segments

Based on the risk and return & other guiding principles given in Accounting Standard 17(AS-17) on Segment Reporting issued by ICAI, the Company has no business segment which can be regarded as a distinguishable component of an enterprise. Accordingly, the figures appearing in these financial statements relate to the enterprise as a whole.

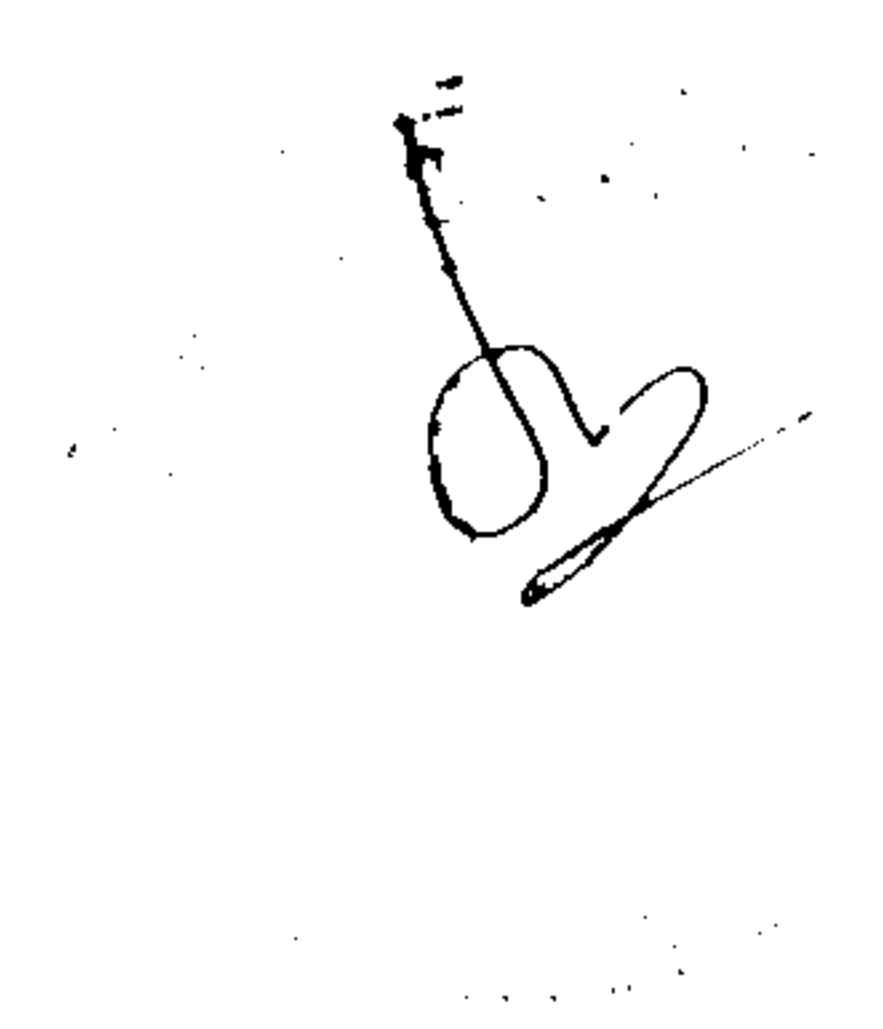
(ii) Geographical Segments

Based on the risk and return & other guiding principles given in Accounting Standard 17(AS-17) on Segment Reporting issued by ICAI, the Company has one geographical segment. As such the segment reporting is not required for the year.

Employee Benefits

(i) The Company has a Defined Contribution Plan namely Provident Fund. Employer's Contribution to Provident Fund is charged to Statement of Profit & Loss.

ii) The Company has unfunded Defined Benefit Plan namely Gratuity for all the employee, the liability for which is determined on the basis of an actuarial valuation at the end of the financial year using Projected Unit Credit Method. Actuarial gains and losses in respect of gratuity are charged to Profit and Loss Account.

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GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

Note 2		
SHARE CAPITAL		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Authorised shares 126,00,000 (P.Y.126,00,000) Equity shares of Rs. 10/- each	126,000,000	126,000,000
Issued, Subscribed and Paid up 11,730,680(P.Y.11,730,680) Equity shares of Rs. 10/- each fully paid up	117,306,800	117,306,800
Total	117,306,800	117,306,800

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

Particular	31.03.2015		31.03.2014	
	No.	Rs.	No.	Rs.
At the beginning of the period	11,730,680	117,306,800.00	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	117,306,800.00	11,730,680	117,306,800

(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	31.03.2015		31.03.2014	
	No.	%	No.	%
Kirsten Tie Up Pvt. Ltd.	1,648,000	14.05	1,648,000	14.05
Longview Suppliers Pvt. Ltd.	600,000	5.11	600,000	5.11
Marks N Glix Automotives Pvt. Ltd.	952,000	8.12	952,000	8.12
Trendon Distributors Pvt. Ltd.	680,000	5.80	680,000	5.80
Total	3,880,000	33.08	3,880,000	33.08

Note 3
Reserves and Surplus

Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Securities premium account		
Balance as per the last financial statements	454,313,448	86,393,448
Addition : During the Year	-	367,920,000
Total (A)	454,313,448	454,313,448
Special Reserve		
As per Last Account	129,546	92,954
Add: Addition during the year	50,526	36,592
Total (B)	180,072	129,546
Capital Reserve		
As per Last Account	2,396,286	2,396,286
Total (C)	2,396,286	2,396,286
Surplus/(deficit) in the statement of profit and loss		
Balance as per the last financial statement	(163,936)	(308,354)
Profit/(Loss) for the year	252,632	181,010
Less: Transfer to Special Reseve as per the provisions u/s 45IC of RBI Act, 1934	88,696	(127,344)
	(50,526)	(36,592)
Total (D)	38,170	(163,936)
Total (A+B+C+D)	456,927,976	456,675,344

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

Note 4		
Other Current Liabilities		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Bank Overdraft (Due to reconciliation)	-	6,968,036
Liabilities for Expenses	57,964	28,634
Tds Payable	-	33,708
Total	57,964	7,030,378

Note 5		
Short Term Provisions		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Provision for Income Tax	234,433	108,408
Provision for Fringe Benefit Tax	740	740
Provision for Standard Assets	269,222	139,185
Total	504,395	248,333

Note 6		
Non Current Investments		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
<u>Non-Trade Investments</u>		
Investments in Equity Instruments fully paid up (At Cost)		
<u>Quoted</u>		
Satyam Projects Ltd. [70695 (P.Y.70695) equity shares of face value of Rs.10/- each]	340,546	340,547
Total	340,546	340,547
<u>Unquoted</u>		
Amrapali Barter Private Limited [NIL (P.Y. 10000) equity shares of face value of Rs.10/- each]	-	2,500,000
Amritdhara Vinimay Private Limited [NIL (P.Y. 19,000) equity shares of face value of Rs.10/- each]	-	4,750,000
Anamika Dealcom Private Limited [NIL (P.Y. 5,000) equity shares of face value of Rs.10/- each]	-	1,250,000
Ansh Vyapaar Private Limited [NIL (P.Y. 8,000) equity shares of face value of Rs.10/- each]	-	2,000,000
Apex Tradelink Private Limited [NIL (P.Y. 600) equity shares of face value of Rs.10/- each]	-	3,820,000
Blossom Vinimay Private Limited [NIL (P.Y. 11,200) equity shares of face value of Rs.10/- each]	-	2,800,000
Dotex Merchandise Pvt Ltd [11,262 (P.Y. 1,200) equity shares of face value of Rs.10/- each]	2,815,500	300,000
Fastflow Software Pvt Ltd [NIL (P.Y. 1,200) equity shares of face value of Rs.10/- each]	-	300,000
Frontier Mercantile Pvt Ltd [NIL (P.Y. 14,000) equity shares of face value of Rs.10/- each]	-	3,500,000
Gream Traders & Exporters Pvt Ltd 36,800 (P.Y. 36,800) equity shares of face value of Rs.10/- each]	9,200,000	9,200,000
Godhuli Vincom Pvt Ltd 7,600 (P.Y. NIL) equity shares of face value of Rs.10/- each]	1,900,000	-
Impression Distributors Pvt Ltd	-	150,000

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

[NIL (P.Y. 300) equity shares of face value of Rs.10/- each]		
Jaldham Suppliers Pvt Ltd NIL (P.Y. 7,600) equity shares of face value of Rs.10/- each]	-	1,900,000
Kirsten Tie up Pvt Ltd [664,500 (P.Y. 79,000) equity shares of face value of Rs.10/- each]	28,225,500	13,588,000
Kalindi Merchandise Pvt Ltd [1,200 (P.Y. NIL) equity shares of face value of Rs.10/- each]	3,000,000	-
Kirat Solutions Pvt Ltd [13,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	2,600,000	-
Liberal Tradelinks Pvt Ltd [12,750 (P.Y. 12,750) equity shares of face value of Rs.10/- each]	5,100,000	5,100,000
Limefresh Properties Pvt Ltd [32,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	3,200,000	-
Linkpoint Merchandise Pvt Ltd [32,000 (P.Y. 30,800) equity shares of face value of Rs.10/- each]	8,000,000	7,700,000
Maa Durga Properties Pvt Ltd [3,960 (P.Y. NIL) equity shares of face value of Rs.10/- each]	990,000	-
Mangalshree Sales Private Limited [4,700 (P.Y. 10,100) equity shares of face value of Rs.10/- each]	2,350,000	5,050,000
Mastermind Vinimay Private Limited [2,040 (P.Y. NIL) equity shares of face value of Rs.10/- each]	510,000	-
Maxwell Merchants Pvt Ltd [7,900 (P.Y. 8,900) equity shares of face value of Rs.10/- each]	3,950,000	4,450,000
Maybre Traders Pvt Ltd [196 (P.Y. NIL) equity shares of face value of Rs.10/- each]	49,000	-
Moondhara Mercantiles Pvt Ltd [4,936 (P.Y. 28,600) equity shares of face value of Rs.10/- each]	1,234,000	7,150,000
Moonshine Mercantile Pvt Ltd [200 (P.Y. 200) equity shares of face value of Rs.10/- each]	100,000	100,000
Moonshine Sales Pvt Ltd [10,000 (P.Y. NIL) equity shares of face value of Rs.10/- each]	1,000,000	-
Mouda Tradecom Pvt Ltd [7,796 (P.Y. NIL) equity shares of face value of Rs.10/- each]	1,949,000	-
Newzone Dealer Pvt Ltd [36,592(P.Y.47,700) equity shares of face value of Rs.10/- each]	18,296,000	23,850,000
Oasis Complex Pvt Ltd [16,800(P.Y.16,800) equity shares of face value of Rs.10/- each]	8,400,000	8,400,000
Ortem Vincom Pvt Ltd [9,800(P.Y.9,800) equity shares of face value of Rs.10/- each]	4,900,000	4,900,000
Paridhi Dealer Pvt Ltd [2,35,500(P.Y.2,35,500) equity shares of face value of Rs.10/- each]	117,750,000	117,750,000
Passion Sales Pvt Ltd [18,000(P.Y.18,000) equity shares of face value of Rs.10/- each]	4,500,000	4,500,000
Pinkrose Dealcom Pvt Ltd [NIL(P.Y.49,200) equity shares of face value of Rs.10/- each]	-	24,600,000
Primesoft Tradecomm Pvt Ltd [519 (P.Y. 1,06,800) equity shares of face value of Rs.10/- each]	129,750	26,700,000
Ratio Vincom Pvt Ltd [18,360 (P.Y. 18,360) equity shares of face value of Rs.10/- each]	4,590,000	4,590,000
Recon Agencies Pvt Ltd	26,800,000	43,300,000

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

[53,600 (P.Y. 86,600) equity shares of face value of Rs.10/- each]		
Rhonwyn Trading Co Pvt Ltd [1,200 (P.Y. NIL) equity shares of face value of Rs.10/- each]	300,000	-
Saktideep Suppliers Pvt Ltd [73,170 (P.Y. 54,800) equity shares of face value of Rs.10/- each]	18,292,500	13,700,000
Samkit Finance Pvt Ltd [8,000 (P.Y. 8,000) equity shares of face value of Rs.10/- each]	4,000,000	4,000,000
Saraswati Vinimay Pvt Ltd [38,400 (P.Y. 38,400) equity shares of face value of Rs.10/- each]	9,600,000	9,600,000
Sa Securities Pvt Ltd [36,800 (P.Y. 36,800) equity shares of face value of Rs.10/- each]	9,200,000	9,200,000
Snowhill Agencies Pvt Ltd [43,000 (P.Y. 46,000) equity shares of face value of Rs.10/- each]	10,750,000	11,500,000
Spotboy Tracom Pvt Ltd [NIL (P.Y. 7,11,250) equity shares of face value of Rs.10/- each]	-	3,556,250
Spring Enclave Pvt Ltd [22,250 (P.Y. 22,250) equity shares of face value of Rs.10/- each]	8,900,000	8,900,000
Starpoint Tie-up Pvt Ltd [67,500 (P.Y. 67,500) equity shares of face value of Rs.10/- each]	6,750,000	6,750,000
Sumedha Sales Pvt Ltd [400 (P.Y. NIL) equity shares of face value of Rs.10/- each]	100,000	-
Sungold Shoppers Pvt Ltd [1,02,325 (P.Y. 1,04,100) equity shares of face value of Rs.10/- each]	51,162,500	52,050,000
Thirdeye Vinimay Pvt Ltd [NIL (P.Y. 10,000) equity shares of face value of Rs.10/- each]	-	2,500,000
Toplink Commerce Pvt Ltd [40,000 (P.Y. 40,000) equity shares of face value of Rs.10/- each]	20,000,000	20,000,000
Touchstone Suppliers Pvt Ltd [44,500 (P.Y. 44,500) equity shares of face value of Rs.10/- each]	17,800,000	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
Trueman Estates Pvt. Ltd [30,000 (P.Y.NIL) equity shares of face value of Rs.10/- each]	3,000,000	-
Veshnary Vyapaar Pvt. Ltd [37,600 (P.Y.37,600) equity shares of face value of Rs.10/- each]	9,400,000	9,400,000
Vision Commerce Pvt. Ltd [5,750 (P.Y.NIL) equity shares of face value of Rs.10/- each]	437,500	-
Alltime Vincom Pvt. Ltd [NIL (P.Y.400) equity shares of face value of Rs.1/- each]	-	100,000
Fairlink Mercantile Pvt. Ltd [2,400 (P.Y.NIL) equity shares of face value of Rs.1/- each]	1,200,000	-
Favourite Shoppers Pvt. Ltd [11,000 (P.Y.39,200) equity shares of face value of Rs.1/- each]	2,750,000	9,800,000
Lifetime Mercantile Pvt. Ltd [NIL (P.Y.5,200) equity shares of face value of Rs.1/- each]	-	1,300,000
Marks N Glix Automotives Pvt. Ltd [NIL (P.Y.6,400) equity shares of face value of Rs.1/- each]	-	3,200,000
Potential Commercial Pvt. Ltd [NIL (P.Y.8,000) equity shares of face value of Rs.1/- each]	-	2,000,000
Reliable Transport & Organisation Pvt. Ltd	-	2,000,000



GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

[NIL (P.Y. 8,000) equity shares of face value of Rs.1/- each]		
Smoothy Vintrade Pvt Ltd	500,000	-
[2,000 (P.Y. NIL) equity shares of face value of Rs.1/- each]		
Total	437,181,250	523,054,250
Total	437,521,796	523,394,797
Aggregate amount of quoted investments	340,546	340,547
Aggregate amount of unquoted investments	437,181,250	523,054,250
Market Value of Quoted Investments	328,732	328,732

Note 7		
Other Non-Current Assets		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Preliminary Expenses (to the extent not written off)		
Balance B/f from the last year	307,600	15,200
Addition during the year	-	500,000
Less: transferred to current assets (To be amortised within next 12 months)	107,600	207,600
	200,000	307,600
Amalgamation Expenses (to the extent not written off)		
Amalgamation Expenses	13,640	27,280
Addition during the year	-	-
Less: transferred to current assets (To be amortised within next 12 months)	13,640	13,640
	-	13,640
	200,000	321,240

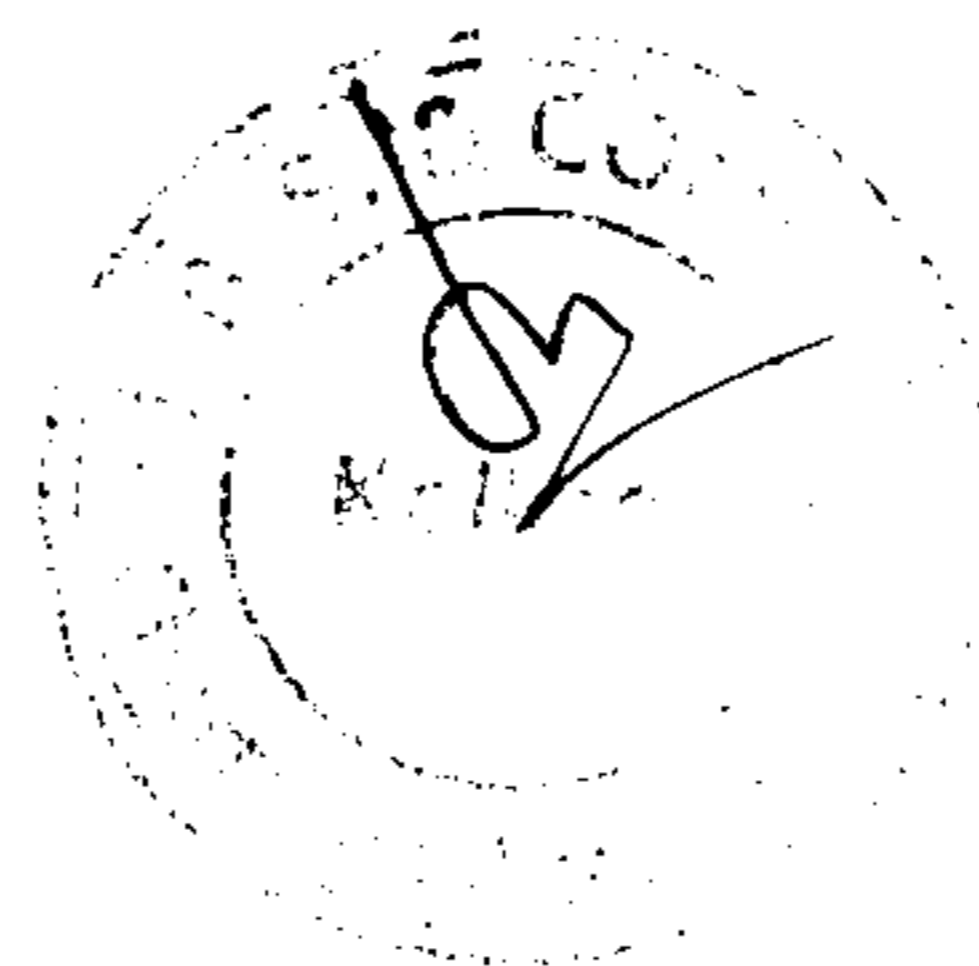
Note 8		
Cash & cash Equivalents		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Cash in hand (As certified by the management)	16,682	755,147
Balances with Banks		
In Current Account	26,635,177	64,223
In Fixed Deposit (to be Matured within 3 months)	1,900,000	-
	28,551,859	819,370

Note 9		
Short Term Loans & Advances		
Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
(Un-secured, considered good)		
Loan given	56,958,639	14,479,401
Advances	50,730,000	41,194,500
(Recoverable in cash or kind or for valued to be received)		
Security Deposit	30,000	-
Advance Fringe Benefit Tax	813	813
Self Assessment Tax	4,740	4,740
TDS receivables	439,802	173,406
Share Application Given	230,000	730,000
	108,393,994	56,582,860

7

GOLDEN PROPERTIES & TRADERS LIMITED
Notes to Balance Sheet for the Year Ended 31st March 2015

Note 10		
Other Current Assets		
Particulars	31.03.2015	31.03.2014
(To be amortised within next 12 months)		
Preliminary Expenses	Rs.	Rs.
Opening Balance	107,600	19,800
Add: Transfer from Non Current Assets	107,600	107,600
Less: Written off during the year	107,600	19,800
	107,600	107,600
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
Trade Receivable	-	21,348
Interest receivable	8,246	-
	129,486	142,588



GOLDEN PROPERTIES & TRADERS LIMITED

Notes to Statement of Profit and Loss for the Year Ended 31st March 2015

Note 11

Revenue from Operations

Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Profit/(Loss) on sale of Investments	(453,400)	320,000
Interst on loan {Gross of TDS of Rs.3.39,849/- (P.Y. 75,489/-)}	3,398,488	754,890
Total	2,945,088	1,074,890

Note 12

Other Income

Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Interest received from Fixed Deposit {Gross of TDS Rs.10,970/- (P.Y 8,935)}	109,704	89,342
Total	109,704	89,342

Note 13

Employee Benefit Expenses

Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Salary & Bonus	1,025,628	201,600
Total	1,025,628	201,600

Note 14

Other Expenses

Particulars	31.03.2015	31.03.2014
	Rs.	Rs.
Statutory Audit Fees	11,400	11,236
Bank Charges	6,710	6,280
Printing & Stationery	2,300	6,500
Rates & Taxes	6,750	6,750
Advertisement Expenses	58,174	34,299
Filing Fees	86,834	3,033
Legal & Professional Fees	986,508	541,406
Preliminary Expenses Written off	107,600	119,800
Amalgamation Expenses written off	13,640	13,640
Provision for Standard Assets	130,037	(5,144)
Rent	165,000	-
General Expenses	34,580	-
Total	1,609,533	737,800

GOLDEN PROPERTIES & TRADERS LIMITED
Note to Balance Sheet for the year ended 31st March, 2015

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 the amount at 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 Related Party Disclosure - AS-18 as per ICAI

Name of Party

Rupesh Kumar pandey

Relationship

Key Managerial

The Company has not entered into any related party transaction during the year.

4 The Company has no deferred tax assets or liabilities as per Accounting Standard- 22 i.e Accounting for taxes on Income issued by ICAI. Hence, no provision is required to be created for the same.

5 During the year the Company has transferred ` 50,526/- (P.Y. ` 36,592/-) to Special Reserve Account u/s 45 IC of the RBI Act, 1934 for the year ended 31st March, 2015.

6 During the year the company has made a provision of Rs. 1,30,037/- 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 Company has not received any memorandum (as required to be filed by suppliers with the notified authority under Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as micro, small or medium enterprises. Consequently the amount paid/ payable to the parties during the year is Nil.

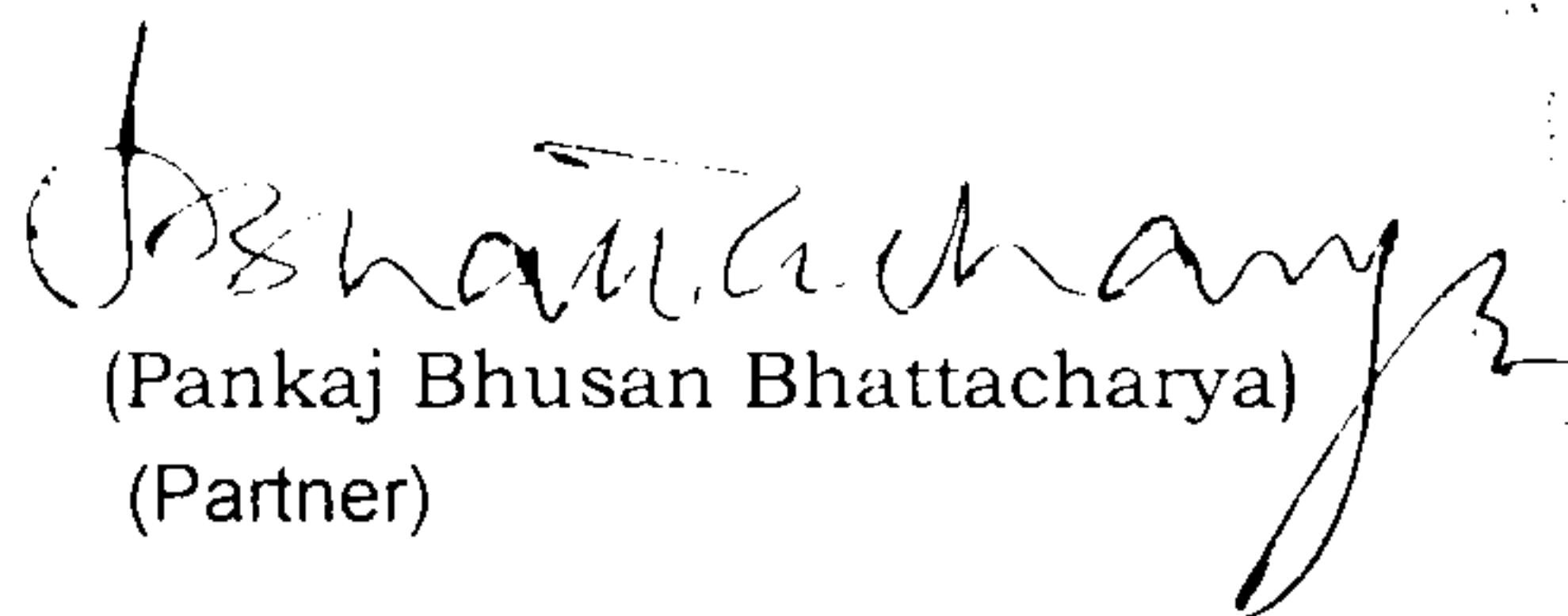
8 The Additional information as required in terms of Paragraph-13 of Non Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 is as per Annexure-I.

9 Contingent Liabilities not provided for-NIL.

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

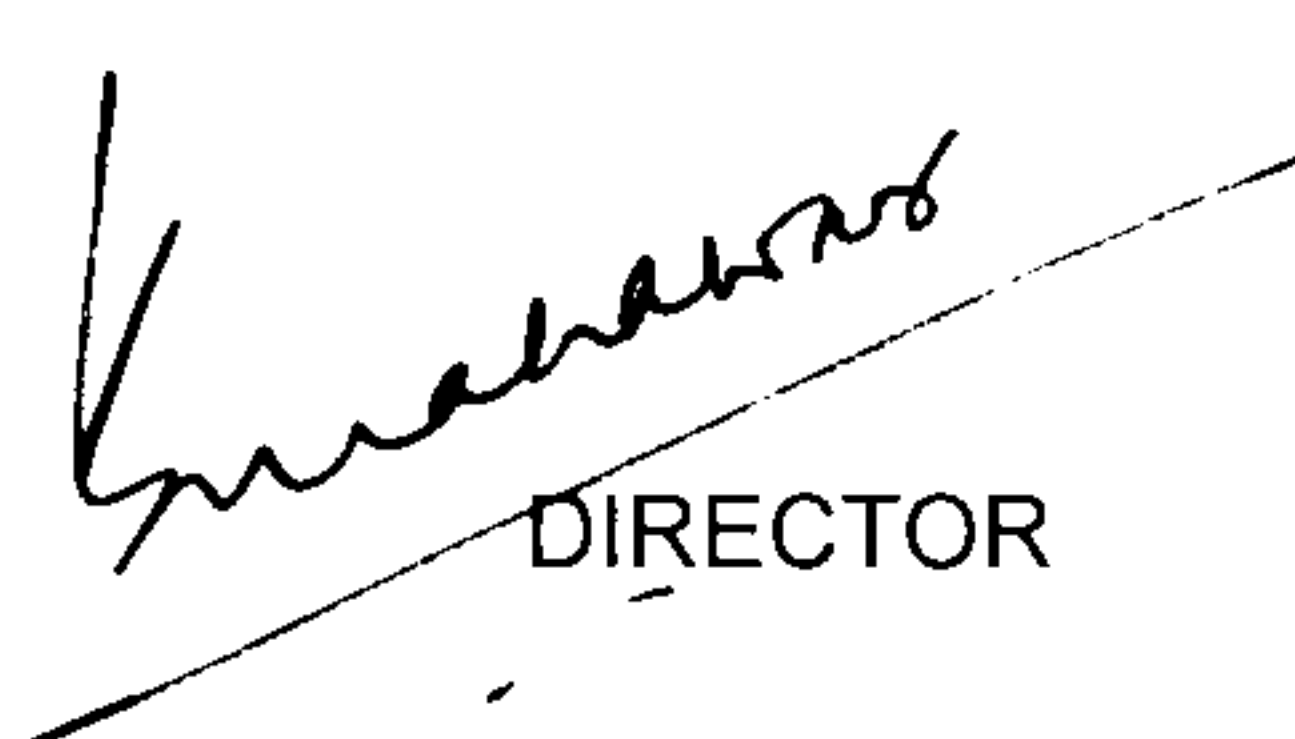
The accompanying notes are integral part of the financial statements
As per our Report of this date Annexed

For J.B.S & Company
Chartered Accountants


(Pankaj Bhusan Bhattacharya)
(Partner)

Dated : 28.05.15
Place: Kolkata

FOR & ON BEHALF OF THE BOARD


DIRECTOR


DIRECTOR