



# GOLDEN PROPERTIES & TRADERS LIMITED

CIN No. : L70109WB1982PLC034972

AD-76, Salt Lake City, Sector - I, Kolkata - 700 064, Ph. : 40142800, 32623716  
Mobile : 9830012564 | E-mail : rupesh\_markvision@yahoo.co.in | Website : www.gptl.in

Date: 14.07.2015

To  
The General Manager (Operation)  
The Calcutta Stock Exchange Ltd  
7, Lyons Range,  
**Kolkata - 700 001**

Dear Sir(s)

**Sub: Certificate under clause 49 of the Listing Agreement**

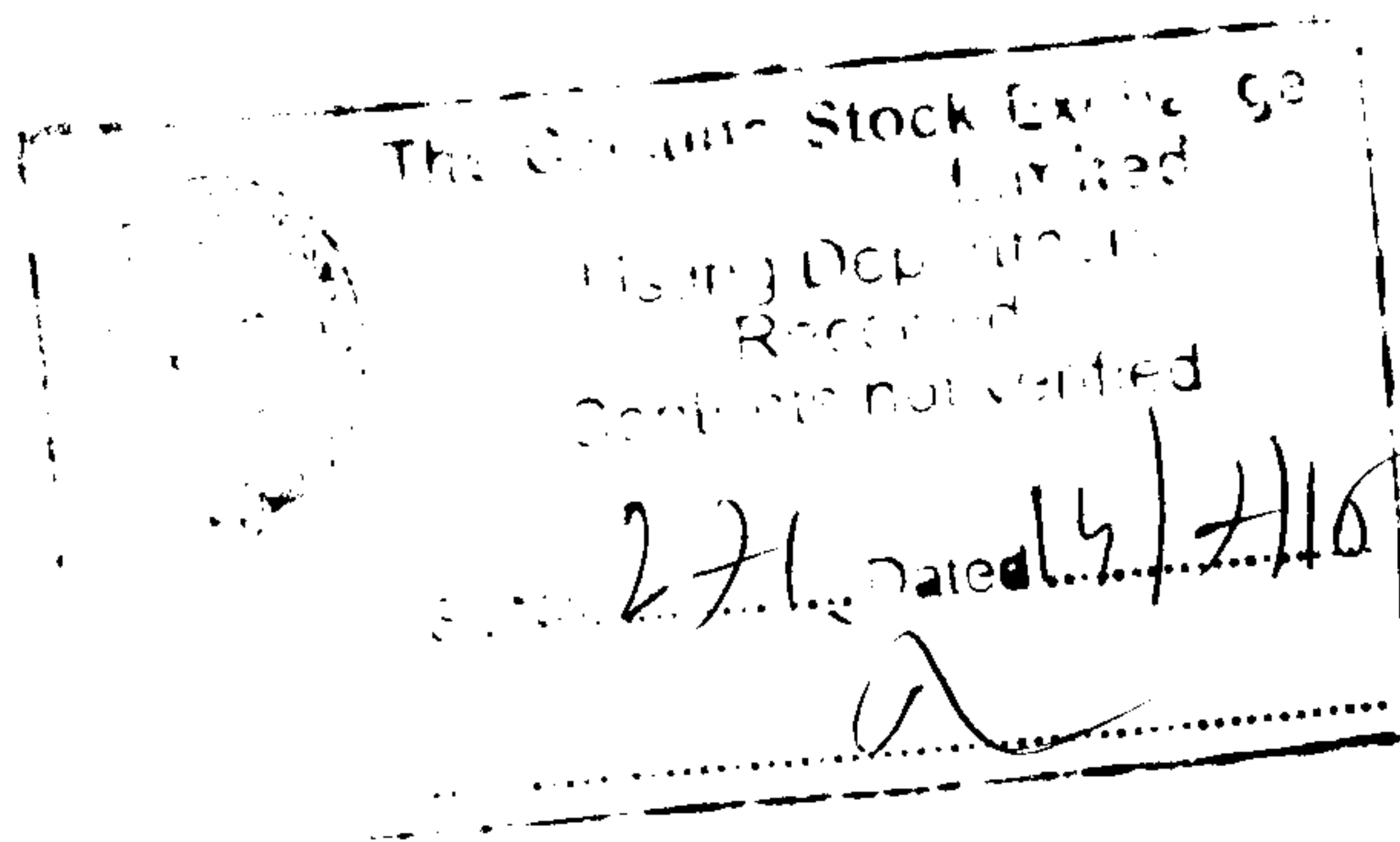
Enclosed please find the certificate under clause 49 of the Listing Agreement in prescribed format for the quarter ended 30.06.2015

Thanking you,

Yours faithfully,

For **Golden Properties & Traders Limited**

**Director**





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July 13, 2015

1.	<b>Calcutta Stock Exchange Limited</b> 7, Lyons Range, Kolkata – 700 001
	<b>Kind Attn.: The General Manager (Operation)</b>

Sub: **Quarterly Compliance Report on Corporate Governance**

Ref: **Quarter Ended 30.06.2015**

Dear Sirs,

In compliance with clause 49 of the Listing Agreement, we enclose herewith the Quarterly Compliance Report on corporate governance as on 30.06.2015

<u>Particulars</u>	<u>Clause of Listing agreement</u>	<u>Compliance Status Yes/No</u>	<u>Remarks</u>
<b>II. Board of Directors</b>	49 (II)	Yes	
(A) Composition of Board	49 (IIA)	Yes	Total Strength of Board is – 4 No. of Independent Directors :- 2 No. Of Non Executive Directors :- 3 No. Of Executive Director :- 1
(B) Independent Directors	49 (IIB)	Yes	Total No of Independent Directors on Board is 2
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	Apart from receiving sitting fee, Non Executive Directors do not have any Material, Pecuniary relationships or transactions with the Company, subsidiaries or associated Companies.
(D) Other provisions as to Board and Committees	49 (IID)	Yes	The board has met at least four times a year, with a maximum time gap of four months between any two meetings.
(E) Code of Conduct	49 (IIE)	Yes	The company has laid down Code of Conduct for its Board of Director and the same has been placed on the website of the company
(F) Whistle Blower Policy	49 (IIF)	Yes	The Company has established Whistle Blower Policy for its director & employees
<b>III. Audit Committee</b>	49 (III)	Yes	Total strength of the Committee is — 3 of which 2 are independent including Chairman
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	All the Members of the Audit Committee are financial literate and one of them has financial management expertise.
(B) Meeting of Audit Committee	49 (IIIB)	Yes	During the quarter, the Committee has met once.
(C) Powers of Audit Committee	49 (IIIC)	Yes	The Committee has powers to investigate, to seek information, to obtain outside legal or other professional advice & to secure attendance of outsiders with relevant expertise, if it considers necessary.
(D) Role of Audit Committee	49 (IIID)	Yes	The Company overviews the role as stipulated under



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			guidelines
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	The Committee review all the information as laid down in the guidelines
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Total strength of the Committee is — 3 of which 2 are independent including Chairman
<b>V. Subsidiary Companies</b>	49 (V)	N.A.	The Company has no subsidiary
<b>VI. Risk Management</b>	49 (VI)	N.A.	The Company is in the process of drafting Risk Management policy for the Company
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	The Company has not entered into any related party transaction
<b>VIII. Disclosures</b>	49 (VIII)	Yes	
(A) Related party transactions	49 (VIII A)	Yes	The Company has not entered into any related party transaction
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	Applicable accounting standards have been complied with on a continuing basis and due disclosure is made in the Annual Report of the Company
(C) Remuneration of Directors	49 (VIII C)	Yes	Apart from sitting fee received by the director, none of the directors are receiving any remuneration
(D) Management	49 (VIII D)	Yes	Management discussion and analysis report is a part of Director's Report which is actually published in Annual Report
(E) Shareholders	49 (VIII E)	Yes	Complied with
(F) Disclosure of resignation of directors	49 (VIII F)	Yes	All disclosures relating to resignation of director is made to Stock Exchange as and when it happens
(G) Disclosure of formal letter of appointment	49 (VIII G)	Yes	All disclosures relating to appointment of director is made to Stock Exchange as and when it happens
(H) Disclosure in the Annual report	49 (VIII H)	Yes	Will be disclosed in the Annual Report for FY 2014 - 2015
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	No such proceeds have been generated during this quarter
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Details of Certification will be disclosed in the Annual Report for FY 2014 - 2015
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Report on Corporate Governance will be disclosed in the Annual Report for FY 2014 - 2015
<b>XI. Compliance</b>	49 (XI)	Yes	Report on Compliances will be disclosed in the Annual Report for FY 2014 - 2015

This is for your information and records.

Thanking you,

Yours faithfully,

**For Golden Properties & Traders Ltd**

*Richa Agarwalla*

**(Richa Agarwalla)**

**Compliance Officer**

C.C.

1. <b>Central Depository Services (India) Ltd.</b> Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Fax NO. : 2272 3199	2. <b>National Securities Depository Ltd.</b> Trade World, 4th floor, Kamala Mill compound, Senapati Bapat Marg, Lower Parel Mumbai – 400 013 Fax No. 24972993/24976351
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