

O/c

GARBI FINVEST LIMITED

(formerly Golden Properties & Traders ltd)

CIN: L70109WB1982PLC034972

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

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

10th April, 2017

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

Dear Sir/ Madam,

Sub: Corporate Governance Report as under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Please find enclosed herewith the Quarterly & Yearly Compliance Report on Corporate Governance as under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in prescribed format for the quarter and year ended 31.03.2017.

Thanking You.

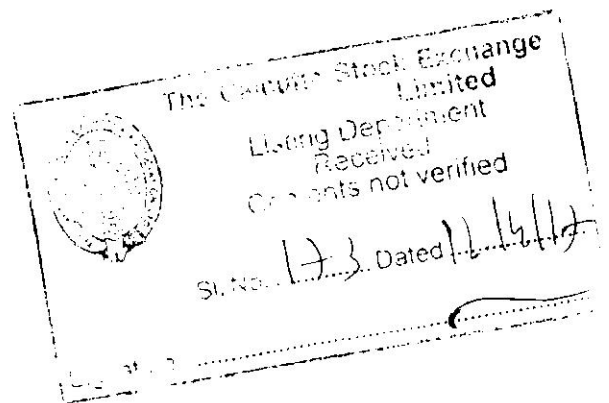
Yours faithfully,

For Garbi Finvest Ltd

Richa Agarwalla

Richa Agarwalla

Company Secretary cum Compliance Officer



Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity :: GARBI FINVEST LTD.

(formerly GOLDEN PROPERTIES & TRADERS LIMITED)

2. Quarter ending :: 31.03.2017

I. Composition of Board of Directors

Title (Mr./Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/ Non-Executive/ Independent / Nominee)	Date of Appointment in the current term/ cessation	Tenure*	No. of Directorship in listed entities including this listed entity	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No. of Post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
MR	RUPESH KUMAR PANDEY	AMT PP94 23B and 0015 0561	NON-EXECUTIVE	12/10/2011	-	1 (Garbi Finvest Ltd)	2 in Garbi Finvest Limited (Audit Committee, Stakeholders Committee)	NIL
MR	KRIPA SHANKAR MAHAWAR	ADLP M99 38R and 0115 8668	NON-EXECUTIVE	12/10/2011	-	1 (Garbi Finvest Ltd)	2 in Garbi Finvest Limited (Audit Committee, Stakeholders Committee)	NIL
MS	SANGITA KAR	AYRP K556 9P and 0714 5123	INDEPENDENT	31/03/2015	24 Months	1 (Garbi Finvest Ltd)	2 in Garbi Finvest Limited (Audit Committee, Stakeholders Committee)	2 in Garbi Finvest Limited (Audit Committee, Stakeholders Committee)

*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)
1. Audit Committee	Ms. Sangita Kar Mr. Rupesh Kumar Pandey Mr. Kripa Shankar Mahawar	Chairperson Non Executive Non Executive
2. Nomination & Remuneration Committee	Ms. Sangita Kar Mr. Rupesh Kumar Pandey Mr. Kripa Shankar Mahawar	Chairperson Non Executive Non Executive
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Ms. Sangita Kar Mr. Rupesh Kumar Pandey Mr. Kripa Shankar Mahawar	Chairperson Non Executive Non Executive

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14-11-2016	20-01-2017 04-02-2017 06-02-2017	66 14 01

IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
06-02-2017	All the members including Chairperson were duly present at the meeting	14-11-2016	83

V. Related Party Transactions	
Subject	Compliance Status (Yes / No / NA) <small>refer Note Below</small>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA
Note	
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	



VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities) (NA)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

- *In regard to Affirmations 1 and 2, the Company is looking for a suitable candidate for the post of Independent Director on Board of the Company.*

For Garbi Finvest Ltd.

Richa Agarwalla

**Richa Agarwalla
(Company Secretary cum Compliance Officer)**

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



**Format to be submitted by listed entity at the end of the financial year
(for the whole of financial year)**

Name of the Entity : **Garbi Finvest Ltd. (formerly Golden Properties & Traders Ltd.)**

Year Ending : **March 31, 2017**

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	NA	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	No
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration	19(1) & (2)	No



committee		
Composition of Stakeholder Relationship Committee	20(1) & (2)	No
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

- ***The Company is looking for a suitable candidate for the post of Independent Director on Board of the Company.***

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied – ***Not Applicable.***

For Garbi Finvest Ltd.

Richa Agarwalla

Richa Agarwalla

Company Secretary cum Compliance Officer

