REPORT & ACCOUNTS

For the year Ended
31st March, 2016

34th Annual Report

GOLDEN PROPERTIES & TRADERS LIMITED

Registered Office

Garbi Finvest Ltd. (formerly Golden Properties & Traders Ltd.)
AD-76, Salt Lake City,
Sector - I, Bidhannagar
Kolkata - 700 064
Phone No.:- 91-33-4014 2800
Mail ID: rupesh_markvision@yahoo.co.in
Website: http://www.gptl.in

Board of Directors

Rupesh Kumar Pandey
Kripa Shankar Mahawar
Sangita Kar

CS & Compliance Officer

Richa Agarwalla

Registrar and Share Transfer Agents

Niche Technologies Limited
71 Canning Street,
D-Block Room No.511, B R B Basu Road
Kolkata - 700 001
Phone No. : (033) 2219 6797 / 4815

Statutory Auditors

J. B. S & Company
60, Bentinck Street, 4th Floor
Kolkata - 700 069
Phone No. : (033) 2225 4828

GARBI FINVEST LTD.

(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

NOTICE

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

ORDINARY BUSINESS

Item No. 1 – Adoption of Financial Statements

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

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

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

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

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

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

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

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

Sd/-
Richa Agarwalla
Company Secretary

NOTES:

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

13. VOTING THROUGH ELECTRONIC MEANS:

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

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

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

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

(i) The remote e-voting period commences on 26th September, 2016 (09:00 AM) and ends on 28th September, 2016 (05:00 PM). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2016 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

(ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.

(iii) Click on "Shareholders" tab.

(iv) Now Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.

(v) Next enter the Image Verification as displayed and Click on Login.

(vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format
Bank Account Number (DBD)	Enter the Bank Account Number as recorded in your demat account with the depository or in the company records for your folio. • Please Enter the DOB or Bank Account Number in order to Login. • If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection Screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant Company Name i.e. **GOLDEN PROPERTIES & TRADERS LTD** on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Note for Institutional Shareholders & Custodians:

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to https://www.evotingindia.com and register themselves as Corporate.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com

14. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are

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

15. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22nd September, 2016.

16. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 19th August, 2016.

17. The shareholders shall have one vote per equity share held by them as on the cut-off date of 22nd September, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

18. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

19. Investors, who became members of the Company subsequent to the dispatch of the Notice/ Email and hold the shares as on the cut-off date i.e. 22nd September, 2016 are requested to send the written/ email communication to the Company at rupesh_markvision@yahoo.co.in by mentioning their Folio No./ DP ID and Client ID to obtain the Login-ID and Password for e-voting.

20. **CS Rajib Kumar Das, Partner, S.R. & Associates, Company Secretaries** having Membership No. 29195 have been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

21. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchanges i.e. Bombay Stock Exchange & Calcutta Stock Exchange Ltd.

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

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

Sd/-
Richa Agarwalla
Company Secretary

Annexure A

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

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

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

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

Sd/-
Richa Agarwalla
Company Secretary

Google Maps

https://www.google.co.in/maps/dir/138,+Thakurpukur-Bibirhat,Bakhrahat-Rajpur+Rd,+Bandha...

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

DIRECTORS' REPORT

To the Members,

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

1. FINANCIAL HIGHLIGHTS

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

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

2. EXTRACT OF ANNUAL RETURN

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

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

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

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

Your Directors confirm that:

a. In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departure;

b. Appropriate accounting policies have been selected and applied consistently and have made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2016 and of the Statement of Profit of the Company for the year ended 31st March, 2016;

c. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with