



ANNUAL REPORT (2014-15)

GOLD LINE INTERNATIONAL FINVEST LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS	Mr. Mahendra Singh	Whole-time Director
	Mr. Ashish Kumar	Independent Director
	Ms. Asha Rani	Non -Executive and Non -Independent
		Director
	Mr. Mahesh Chand	Independent Director

CORPORATE IDENTIFICATION NUMBER L74899DL1992PLC050250

REGISTERED OFFICE Flat No. 116, First Floor, Hemkunt Chamber,
89, Nehru Place, Delhi – 110019.
Ph: 011-32931123; Fax: 011-32931123
Email: goldline2000@yahoo.com
Website: www.goldlineinternationaltd.com

BANKERS ICICI Bank Limited

STATUTORY AUDITORS M/s Agrawal Goyal & Co., Chartered Accountants
FRN: 004977C
D-251/10, 3rd Floor, Laxmi Nagar
New Delhi – 110092

**REGISTRAR & SHARE
TRANSFER AGENT** Bigshare Services (P) Ltd.
4/E 8, First Floor, Jhandewalan Extention , New Delhi-110055
Tel.: 011-23522373
E-mail: bssdelhi@bigshareonline.com
Website: www.bigshareonline.com

ANNUAL GENERAL MEETING

Wednesday, 30th September, 2015 at 9:30 A.M.
Navkar Tirth Atisey Ksetra, Village, Neelwal, Near Mahaviday Ksetra,
Ghevra more, Rohtak Road, Delhi



GOLDLINE INTERNATIONAL FINVEST LIMITED

Registered Office : Flat No.- 116, First Floor, Hemkunt Chamber, 89, Nehru Place, New Delhi - 110019

Phone : 011-32931123; Email : goldline2000@yahoo.com; Website : www.goldlineinternationalindia.com

CIN No. L74899DL1992PLC050250

NOTICE OF 23RD ANNUAL GENERAL MEETING

NOTICE is hereby given that the 23rd ANNUAL GENERAL MEETING of the Members of Gold Line International Finvest Limited will be held on Wednesday, the 30th Day of September, 2015 at 9:30 A.M. at Navkar Tirth Atisey Ksetra, Village, Neelwal, Near Mahaviday Ksetra, Ghevra more, Rohtak Road, Delhi to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company as at March 31, 2015, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To ratify the appointment of M/s Agrawal Goyal & Co., Chartered Accountants (Firm Registration number 004977C), as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the Conclusion of next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

3. To appoint Ms. Asha Rani (DIN: 06842453) as Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Ms. Asha Rani (DIN: 06842453) who was co-opted as an Additional Director on the board of the company with effect from 25th March, 2015 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member along with requisite deposit proposing his candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation."

4. To appoint Mr. Ashish Kumar (DIN: 07100211) as an Independent Director and in this regard 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 160, 149, 152 and all other applicable provisions and Schedule IV to the Companies Act, 2013, the Companies (Appointment and Qualifications of Directors) Rules, 2014, as may be amended, from time to time and the Listing Agreement, Mr. Ashish Kumar (DIN: 07100211), who was appointed as an Additional Director with effect from 11th March, 2015, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of five consecutive years commencing from 11th March, 2015."

By Order of the Board of Directors
For GOLD LINE INTERNATIONAL FINVEST LTD
Sd/-

Place: New Delhi
Date: 31/08/2015

Mahendra Singh
Director
DIN: 06437665

NOTES:

1. An Explanatory statement pursuant to Section 102(1) of the Companies Act, 2013 with respect to the special businesses set out in the notice is annexed.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

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. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

3. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
4. Members holding shares in physical form are requested to notify change in address, bank mandate and bank particulars for printing on the dividend warrants, if any, under their signatures to Bigshare Services (P) Ltd. 4/E 8 , First Floor , Jhandewalan Extention , New Delhi-110055. Members holding shares in electronic form may update such details with their respective Depository Participants.
5. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 16th September, 2015 to 18th September, 2015 (both days inclusive).
6. Members seeking any information regarding accounts should write to the Company at atleast seven days before the date of the meeting so as to enable the management to keep the information ready.
7. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
8. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.
9. **Voting through electronic means**
 - I. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and clause 35B of the Listing Agreement, the Company is pleased to offer e-voting facility to the Members to cast their votes electronically on all resolutions set forth in the Notice convening the 23rd Annual General Meeting to be held on Wednesday, the 30th Day of September, 2015 at 9:30 A.M..The Company has envisaged the Services of National Securities Depository Limited (NSDL) to provide e-voting facility.

- II. 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 National Securities Depository Limited (NSDL).
- III. The Facility for voting through ballot paper shall be 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.
- IV. 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.
- V. The remote e-voting period commences on 27th September, 2015 (9:00 am) and ends on 29th 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 23rd September, 2015, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- VI. **The process and manner for remote E- voting electronically are as under:-**
 - A. In case a member receives an email from NSDL (for members whose email IDs are registered with the Company/Depository Participant(s)] :
 - (i) Open email and open PDF file. The said PDF file contains your user ID and password For E-Voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following [URL:https://www.evoting.nsdl.com/](https://www.evoting.nsdl.com/)
 - (iii) Click on shareholder-Login.
 - (iv) Put user ID and password as initial password noted in step (i) above. Click login.
 - (v) Password change menu appears. Change the password with new password of your choice. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of e-voting opens, click on e-voting : Active Voting cycles.
 - (vii) Select " EVEN" Of **GOLD LINE INTERNATIONAL FINVEST LTD.**
 - (viii) Now you are ready for remote E-voting as cast vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on ""Submit" and also "Confirm" when prompted.
 - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
 - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
 - (xii) Institutional & Corporate shareholders(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, to the Scrutinizer through e-mail to cssumitgupta@gmail.com with a copy marked to evoting@nsdl.co.in .

B. In case a Member receives physical copy of the Notice of AGM (for members whose email IDs are not registered with the Depository Participant (s) or requesting physical copy] :

(i) Initial password is provided as below in the proxy form:

EVEN(Remote E-Voting Event number)	USER ID	PASSWORD

(ii) Please follow all steps from SI. No.(ii) to SI. No.(xii) above, to cast vote.

- VII. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for shareholders and e-voting user manual for shareholders available at the downloads section of www.evoting.nsdl.com call on toll free no.: 1800-222-990.
- VIII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- IX. The remote e-voting period commences on 27.09.2015 and ends on 29.09.2015. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September, 2015, may cast their vote electronically in the manner and process set out herein above. The E-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the shareholder shall not be allowed to change it subsequently. Further, the members who have cast their vote electronically shall not vote by ballot form.
- X. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2015.
- XI. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of AGM and holding shares as of the cut-off date i.e. 23rd September, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or goldline2000@yahoo.com . However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. Sumit Gupta Company Secretary (COP: 10542), Partner M/s. Sumit Gupta & Associates, Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.

- XV. The Scrutinizer shall after the conclusion of the e-voting at the AGM will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.goldlineinternationaltd.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**By Order of the Board of Directors
For GOLD LINE INTERNATIONAL FINVEST LTD**

**Place: New Delhi
Date: 31/08/2015**

**Sd/-
Mahendra Singh
Director
DIN: 06437665**

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

ITEM NO. 3

Ms. Asha Rani, who was appointed as an Additional Director of the Company with effect from 25th March, 2015, in terms of Section 161 of the Companies Act, 2013, she holds office until the date of the Annual General Meeting of the Company. The Company has received notice under Section 160 of the Companies Act, 2013 proposing the candidature of Ms. Asha Rani for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Ms. Asha Rani is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommends the resolution set out in Item no. 3 of the Notice for approval of the Members.

The Board recommends the resolution for your approval. Ms. Asha Rani is interested in the resolution to the extent of his appointment.

None of the remaining Directors and their relatives is concerned or interested in the proposed resolutions.

ITEM NO. 4

Mr. Ashish Kumar was appointed as an Additional Director with effect from 11.03.2015, Pursuant to Section 149 of the Companies Act, 2013 (new act) read with the Rules made thereunder, the Independent Directors shall hold office for a period of upto 5 consecutive years and shall not be liable to retire by rotation. He may be appointed for a maximum of two consecutive terms of upto 5 years each.

He is Independent director of the company and has been holding the office of Directorship. As per existing terms of appointment, the period of his office is liable to determination by retirement by rotation in terms of section 152 of the Act. The Company has received notices in writing from a member along with the deposit of requisite amount under section 160 of the Act proposing the candidature of his appointment as Independent Directors of the Company. He is not disqualified from being appointed as Directors in terms of Section 164 of the Act and has given

his consent to act as Director. The Company has also received declarations from him that he meet with the criteria of independence as prescribed under Section 149(6) of the Act and the Listing agreement.

The Board considered the independence of him in terms of Section 149 and Schedule IV to the Companies Act, 2013 and the Listing Agreement and was of the view that he fulfills the criteria of independence as mentioned in the above provisions and can be appointed in the above provisions and can be appointed as Independent Directors

Mr. Ashish Kumar is interested in their respective resolution to the extent of his appointment.

None of the remaining Directors and their relatives is concerned or interested in the proposed resolutions.

Mr. Ashish Kumar is an eminent Professional and brings rich and varied experience to the Board. The Board of Directors recommend the resolution set out in the Notice for approval of the Members.

The Board recommends the resolution for your approval. None of the remaining Directors and their relatives is concerned or interested in the proposed resolutions.

**By Order of the Board of Directors
For GOLD LINE INTERNATIONAL FINVEST LTD**

Place: New Delhi

Date: 31/08/2015

**Sd/-
Mahendra Singh
Director
DIN: 06437665**

DIRECTORS' REPORT

To
The Members,
GOLD LINE INTERNATIONAL FINVEST LIMITED

Your Directors have pleasure in presenting before you the 23rd Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2015.

FINANCIAL RESULTS

(Amt in Rs.)

S. No.	Particulars	2014-15	2013-14
1.	Total Income/Loss	58,971,653.80	1,23,82,568
2.	Less: Total Expenses	53,226,783.73	1,00,15,252.79
3.	Profit Before Tax	5,744,870.07	23,67,315.21
4.	Current Tax	1,858,418.00	7,95,466
5.	Profit/Loss after Tax	4,007,583.07	15,33,118.21

FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 589.72 lacs as against income of Rs. 123.82lacs in 2013-14. The net profit after tax during the year has been Rs. 40.07 lacs as against the net profit of Rs. 15.33 lacs in the previous year. The raise in income/profits was due to the increase in interest income.

RESERVE AND SURPLUS

As on 31st March, 2015, Rs. 52,29,806.28 stood as the Amount of Reserve and Surplus after transferring Rs. 40,07,583.07 as the current year profit.

DIVIDEND

To plough back the profits in to the business activities, no dividend is recommended for the financial year 2014-15.

STATE OF COMPANY AFFAIRS:

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

SHARE CAPITAL

The Authorized Share Capital of the company as on 31st March, 2015 is Rs. 52,51,00,000/- (Rupees Fifty Two crores and Fifty One lacs only) divided into 52,51,00,000 equity Shares of Rs. 1 each. During the year under review, Your Company in their 22nd Annual General Meeting had approved the sub divide the face value of the equity shares from Rs. 10 each to Rs. 1 each and thus, altered the Capital Clause of the Memorandum of Association.