



GOLDLINE INTERNATIONAL FINVEST LIMITED

CIN No. L74899DL1992PLC050250

Date: 04.11.2016

To,

BSE Limited

PJ Towers, Dala Street,

Mumbai- 400001

Subject: Submission of Annual Report as per Regulation 34(I) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015

Scrip ID: Goldline, Scrip Code: 538180

Dear Sir/Madam,

Please Find attached 24th Annual Report of Gracious Software Limited as Required under Regulation 34(I) of SEBI (Listing Obligations and Disclosure Requirement) Regulations 2015.

Kindly Update the same on your Website

Yours Faithfully

For Goldline International Finvest Limited

Uma Shankar

Director

DIN: 07414834

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

Phone : 011-65670016; Email : goldline2000@yahoo.com; Website : www.goldlineinternationaltd.com



ANNUAL REPORT (2015-16)

GOLD LINE INTERNATIONAL FINVEST LIMITED

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CORPORATE INFORMATION

BOARD OF DIRECTORS	Mr. Promod Panda	Non -Executive and Non -Independent Director
	Mr. Ashish Kumar	Non- Executive and Independent Director
	Ms. Archana Devi	Non -Executive and Non -Independent Director
	Mr. Uma Shankar	Non- Executive and 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 Punjab National Bank

STATUTORY AUDITORS **M/s Nitesh Pratap Singh & Associates, Chartered Accountants**
FRN: 026796N
A180, 2nd Floor Jhilmil Colony,
Vivek Vihar, New Delhi-110095

**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, 28th September, 2016 at 9:30 A.M.**
Retreat Motel/Resort, Alipur Main G.T. Road,
Near Palla Mod, Delhi-110036



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.goldlineinternationallltd.com

CIN No. L74899DL1992PLC050250

NOTICE OF 24th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 24th ANNUAL GENERAL MEETING of the Members of Gold Line International Finvest Limited will be held on Wednesday, the 28th Day of September, 2016 at 9:30 A.M. at Retreat Motel/Resort, Alipur Main G.T. Road, Near Palla Mod Delhi-110036 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company as at March 31, 2016, 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 appoint M/s Nitesh Pratap Singh & Associates, Chartered Accountants, as Statutory Auditors of the Company to hold the office from the conclusion of this Annual General Meeting till the Conclusion of 29th Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

3. To appoint Mr. Promod Panda (DIN: 07421931) 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 Promod Panda (DIN: 07421931) who was co-opted as an Additional Director on the board of the company with effect from 15th March, 2016 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 Ms. Archana Devi (DIN: 07291299) 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. Archana Devi (DIN: 07291299) who was co-opted as an Additional Director on the board of the company with effect from 17th September, 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 her 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."

5. To appoint Mr. Uma Shanker (DIN: 07414834) 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 the Companies (Appointment and Qualifications of Directors) Rules, 2014, as may be amended, from time to time and the Listing Agreement, Mr. Uma Shanker (DIN: 07414834), who was appointed as an Additional Director with effect from 25th January, 2016, be and is hereby appointed as an Independent Director of the Company, to hold office for a term of five consecutive years commencing from 25th January, 2016."

6. To Consider, and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 61(d) and other applicable provisions, if any, of the Companies Act, 2013 and the provisions of articles of the Company and subject to the approvals, consent, permissions and sanctions as may be necessary from the appropriate authorities or bodies, each of the 5,25,10,000 Equity Shares of the nominal value of Rs.10/- each in the authorized share capital of the Company be sub-divided into 52,51,00,000 equity shares of Rs.1/- each; and the Clause V of the Memorandum of Association of the Company relating to Equity be altered accordingly, without altering the aggregate amount of the authorised share capital.

RESOLVED FURTHER THAT consent of the Company be and is hereby accorded to the subdivision of the existing issued, subscribed and fully paid up equity capital of Rs.10/- each into Rs.1/- fully paid up, without altering the aggregate amount of such capital, and also to subdivide any additional issued, subscribed and fully paid capital that may arise subsequent to passing of this resolution, until the record date that may be fixed by the Board for effecting the subdivision.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to issue new share certificates representing the sub-divide equity shares with new distinctive numbers, consequent to the sub-division of shares as aforesaid and / or credit the shareholders' account maintained with the Depositories, subject to the rules as laid down in the Companies (Share Capital and Debenture) Rules, 2014, and the Articles of the Company, and to inform the Depositories and the Registrar and Transfer Agents of the Company, and execute all such documents, instruments and writing as may be required in this connection, and to do all such acts, deeds, matters and things as are necessary in this regard, and delegate all or any of the powers herein vested in the Board, to any Committee thereof or to any Director(s) or Committee of Directors to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT for the purpose of implementing this resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may consider necessary, expedient, usual or proper including cancellation or rectification of the existing share certificates in lieu of old certificates, to give necessary corporate action instruction / intimation to depositories/registrar and transfer agents and to settle any question or difficulty that may arise in regard to the sub-division of shares as aforesaid

RESOLVED FURTHER THAT this resolution is subject to the guidelines, rules, regulations, circulars and notification of the Securities & Exchange Board of India, the Stock Exchanges where the shares of the Company are listed (including the provisions of the listing agreement with them), and of other appropriate authorities, and also subject to all necessary consents, approvals and permissions, and the sub-division of shares contemplated herein shall take effect only after receipt of last of all such consents, approvals, and permissions and that the subdivision shall be effective from such date as may be fixed by the Board of Directors of the Company."

7. To Consider, and if thought fit, to pass with or without modification, the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provision of Section 13 of the Companies Act, 2013 and all other applicable provisions, if any, and subject to the approvals, consents, permission and sanctioned as may be necessary from the appropriate authorities or bodies, the existing relevant clauses of the Memorandum of Association of the Company be and are hereby substituted as follows:

"The Authorized Share Capital of the Company is Rs. 52,51,00,000 (Rupees Fifty Two Crore Fifty one Lakh only) divided into 52,51,00,000 Equity Shares of Rs. 1/- (Rupee One) each."

By Order of the Board of Directors
For GOLD LINE INTERNATIONAL FINVEST LTD
Sd/-
UMA SHANKER
Director
DIN: 07414834

Place: New Delhi

Date: 02/09/2016

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 21st September, 2016 to 23rd September, 2016 (both days inclusive).

6. Members seeking any information regarding accounts should write to the Company 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.

The instructions for shareholders voting electronically are as under:

INSTRUCTIONS

1. 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 the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, 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 Annual General Meeting to be held on Wednesday, September 28, 2016 at 09.30 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 25th September, 2016 (9:00 am) and ends on 27th September, 2016 (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 20th September, 2016, 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/>
 - (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 Sl. No.(ii) to Sl. 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 25.09.2016 and ends on 27.09.2016. During the period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2016, 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 20th September, 2016.
- 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. 20th September, 2016, 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
Sd/-
UMA SHANKER
Director
DIN: 07414834

Place: New Delhi
Date: 02/09/2016

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**ITEM NO. 3**

Mr. Promod Panda, who was appointed as an Additional Director of the Company with effect from 15th March, 2016, in terms of Section 161 of the Companies Act, 2013, he 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 Mr. Promod Panda for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Mr. Promod Panda 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. Mr. Promod Panda 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 resolution.

ITEM NO. 4

Ms. Archana Devi, who was appointed as an Additional Director of the Company with effect from 17th September, 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. Archana Devi for the office of the Director under the provisions of Section 160 of the Companies Act, 2013.

Ms. Archana Devi 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. 4 of the Notice for approval of the Members.

The Board recommends the resolution for your approval. Ms. Archana Devi 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 resolution.

ITEM NO. 5

Mr. Uma Shanker was appointed as an Additional Director with effect from 25.01.2016, 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. 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. Uma Shanker 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. Uma Shanker 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.

ITEM NO. 6 & 7

The sub- division of equity shares has been proposed with a view to broad base the investor base by encouraging the participation of the retail investors and also with a view to increase the liquidity of the equity shares of the Company. The Board of Directors in its meeting held on August 25, 2016, recommended sub-division of each equity shares of the Company of face value of Rs.10/- each to face value of Rs.1/- each and consequent alteration in Capital Clause of Memorandum of Association of the Company As per the provisions of Section 61 of the Companies Act, 2013, approval of the shareholder is required for sub-division of shares and Consequent alteration in Capital clause of Memorandum of Association of the Company. The Board recommends the adoption of these Resolutions.

None of the Directors and Key Managerial Personnel of the Company are in any way interested in the resolutions, except of their shareholding and the shareholding of their relatives in the Company.

By Order of the Board of Directors
For GOLD LINE INTERNATIONAL FINVEST LTD
Sd/-
UMA SHANKER
Director
DIN: 07414834

Place: New Delhi
Date: 02/09/2016

ANNEXURE II TO THE NOTICE

Details of the directors proposed to be appointed / re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name	Promod Panda
Age	30 Years
Qualifications	Graduate
Experience	2 years
Terms and conditions of appointment including details of remuneration	Ms. Promod Panda will hold the office upto the ensuing Annual General meeting. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	15.03.2016
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2015-16	1
Other directorship, membership / chairmanship of committees of other board	Director/Designated partner in: Vinodpromod Corporate Solutions Llp
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

Name	ARCHANA DEVI
Age	34 years
Qualifications	Graduate
Experience	1 years
Terms and conditions of appointment including details of remuneration	Ms Archana Devi will hold upto ensuing Annual General Meeting. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	17/09/2015
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2015-16	11
Other directorship, membership / chairmanship of committees of other board	Nil
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

Name	UMA SHANKER
Age	27 years
Qualifications	Graduate
Experience	5 years
Terms and conditions of appointment including details of remuneration	Mr. Uma Shanker will hold the office of Independent Director for a period of five years commencing from 25 th , January 2016. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company.
Last drawn remuneration	Nil
Date of first appointment by the Board of Directors of the Company	25/01/2016
Shareholding in the Company	Nil
Relationship with other directors and Key Managerial of the Company	None
Number of meetings attended during the financial year 2015-16	2
Other directorship, membership / chairmanship of committees of other board	KHALSA GURU UNIVERSAL LLP ANGELUS CITY DEVELOPRES LLP SPECULUM DESINERS AND EXPRESSIONS LLP ECHNOWEALTH CONSULTANTS LLP
Justification for appointment of Independent Director	NA
Performance evaluation report	NA

DIRECTORS' REPORT

To
The Members,
GOLD LINE INTERNATIONAL FINVEST LIMITED

Your Directors have pleasure in presenting before you the 24th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2016.

FINANCIAL RESULTS**(Amt in Rs.)**

S. No.	Particulars	2015-16	2014-15
1.	Total Income/Loss	37,788,916.56	58,971,653.80
2.	Less: Total Expenses	33,104,615.94	53,226,783.73
3.	Profit Before Tax	4,684,300.62	5,744,870.07
4.	Current Tax	1,781,340.00	1,858,418.00
5.	Profit/Loss after Tax	3,329,771.62	4,007,583.07

FINANCIAL PERFORMANCE

During the year under review, the Company's income is Rs. 37,788,916.56/- as against income of Rs. 58,971,653.80/- in 2014-15. Profit after taxation for the financial year ended on 31st March, 2016 decreased to Rs. 3,329,771.62/- against Rs. 4,007,583.07/- in the previous year.

RESERVE AND SURPLUS

Rs. 3,329,771.62/- is being transferred to the reserve and surplus.

DIVIDEND

To plough back the profits in to the business activities, no dividend is recommended for the financial year 2015-16.

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

During the year under review, there is no change in the capital structure of the company.

However, the Board of Directors in its meeting held on 02.09.2016 approved the sub division of the face value of the equity shares from Rs. 10/- per share to Rs. 1/- per share and recommend the same for the approval of shareholders in the 24th Annual General Meeting of the company.

ALTERATION OF MOA & AOA

The Board of Directors of the company has decided to expand the business operations of the Company in some other fields and altered the Memorandum of Associations to add some new business activities. Further, the company has altered the existing Articles of Association of the Company to be in line with the provisions of Companies, Act, 2013.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has decided to expand the business operations of the Company in some other fields and add some new business activities.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report regarding the compliances with conditions of Corporate Governance as per Chapter IV of SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 is annexed to this report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company maintains appropriate systems of internal control, including monitoring procedures, to ensure that all assets are safeguarded against loss from unauthorized use or disposition. Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorized, recorded and reported correctly.

RISK MANAGEMENT POLICY

Therefore, in accordance with the provisions of the Companies Act, 2013, the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on 31st March, 2016, provision of section 129 of the Companies Act, 2013 is not applicable.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is given herein below:

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for FY 2015-16 (Rs. In Lakhs)	% increase in Remuneration in FY 2015-16**	Ratio of Remuneration of Director to Median Remuneration of employees	Ratio of Remuneration of Director to Median Remuneration of Employees
2.	Ms. Neelam Periwal, CS	60,000	NA	N.A.	N.A.

The number of permanent employees as on 31st March 2016 was 3.

Average of remuneration of employees excluding KMPs - Nil

No employee's remuneration for the year 2015-16 exceeded the remuneration of any of the Directors.

Company's performance has been provided in the Directors' Report which forms part of the Board Report.

Market Capitalisation was Rs. 932.31 crores of 2015-16.

The key parameter for the variable component of key managerial personnel(s) is linked with Company performance and Individual performance.

The remuneration of Directors, KMPs and other employees is in accordance with the Remuneration Policy of the Company.

STATEMENT CONTAINING THE PARTICULARS OF EMPLOYEES IN ACCORDANCE WITH SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 AND FORMING PART OF DIRECTORS' REPORT FOR THE FINANCIAL YEAR ENDED MARCH 31, 2016 -NOT APPLICABLE

STATUTORY AUDITORS

The Board has recommended the appointment of **M/s Nitesh Pratap Singh & Associates, Chartered Accountants (Firm Registration number 026796N)**, by the shareholders at the forthcoming Annual General meeting. The Company has received a letter from **M/s Nitesh Pratap Singh & Associates, Chartered Accountants**, confirming their eligibility under Section 141 of the companies Act, 2013.

AUDITORS' REPORT

The Board has duly examined the Statutory Auditor Report to the Accounts, which is self-explanatory. Clarifications, wherever necessary have been included in the Notes to accounts section of the financial statements of this Annual Report. The Report does not contain any qualification or adverse remark

CORPORATE GOVERNANCE REPORT

A report on Corporate Governance along with a certificate regarding the compliances with conditions of Corporate Governance as per Chapter IV of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015** is annexed to this report.

EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in form no. MGT - 9 has been annexed to the Report, as Annexure.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The particulars as required under the provisions of Section 314(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

There was no foreign exchange earning & outgo during the financial year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

POSTAL BALLOT

During the year under Review, One Postal Ballot conducted by notice dated 11.03.2015 to consider and approve the following Resolutions:

1. *Alteration of Object Clause of Memorandum of Association of the Company.*
2. *Increasing the Borrowing Limits of the Company in Excess to prescribed Limits.*
3. *Creation of the Security on the Properties of the Company.*

4. Giving of Loans/Guarantees, Providing of Securities and Making of Investments in Securities.
5. Adoption of New set of Articles of Associations.

*Above Mentioned Resolutions passed as Special Resolution by the shareholders on April 4, 2015 as per Clause 35A of Listing Agreement.

DIRECTORS & COMMITTEES:

a) Changes in Directors and Key Managerial Personnel

*During the year under Review Ms. Archana Devi (Din: 07291299) has been appointed as Director of the Company with effect from 17th September, 2015 and Ms. Asha Rani has resigned for the directorship of the company w.e.f 17th September, 2015.

*Further, Mr. Mahendra Singh, Whole Time Director of the Company has resigned with effect from October 06, 2015, from the Directorship of the Company w.e.f. October 6, 2015 and Mr. Rajesh Narula has been appointed as Director on the Board of Company w.e.f. October 6, 2015.

Further Mr. Rajesh Narula, Director of the Company has been appointed as the Whole-Time Director of the Company with effect from October 23, 2015.

*Ms. Neelam Perival has been appointed as Company Secretary and Compliance Officer of the Company on December 1, 2015 and later on she has resigned from the Post of Company Secretary on 31.05.2016.

Later on *Mr. Uma Shanker has been appointed as Director of the Company with effect from 25th January, 2016 and Mr. Mahesh Chand has resigned from the directorship of the company w.e.f 25th January, 2016.

*During the year under review, Mr. Pramod Panda has been appointed as an Additional Director with effect from 15th March, 2016 and Mr. Rajesh Narula, has resigned from the directorship of the Company with effect from 15th March, 2016.

b) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and Listing Agreement.

c) Formal Annual Evaluation of Board

Pursuant to the provisions of companies Act, 2013 and clause 49 of the Listing Agreement, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder relationship committee. The manner in which the evaluation has been carried out has been explained in Corporate Governance Report.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

a. BOARD MEETINGS

During the year Fifteen Board Meetings were convened and held. The details of which are given below. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended
1.	11.05.2015	4	4
2.	30.05.2015	4	4

3.	14.08.2015	4	4
4.	31.08.2015	4	4
5.	17.09.2015	4	4
6.	30.09.2015	4	4
7.	06.10.2015	4	4
8.	23.10.2015	4	4
9.	13.11.2015	4	4
10.	01.12.2015	4	4
11.	22.12.2015	4	4
12.	25.01.2016	4	4
13.	12.02.2016	4	4
14.	15.03.2016	4	4
15.	28.03.2016	4	4

COMPOSITION AND MEETINGS OF AUDIT COMMITTEE

The Composition and terms of reference of the Committee satisfy the requirements Section 177 of the Companies Act, 2013 and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Audit Committee met during the financial year 2015-16 on 30.05.2015, 14.08.2015, 31.08.2015, 13.11.2015 and on 12.02.2016 following is the composition:

Name of Member	Designation	Category
*Mr. Mahesh Chand	Chairman	Non Executive and Independent Director
Mr. Ashish Kumar	Member	Non Executive and Independent Director
*Ms. Asha Rani	Member	Non Executive and Non Independent Director
Ms. Archana Devi	Member	Non Executive and Non Independent Director
Mr. Uma Shankar	Chairman	Non Executive and Independent Director

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

*The details of the Composition of the Audit Committee are given in the Corporate Governance Report.

COMPOSITION AND MEETINGS OF STAKEHOLDERS RELATIONSHIP COMMITTEE

The Composition and terms of reference of the Committee satisfy the requirements Section 177 of the Companies Act, 2013. Stakeholder Relationship Committee met during the financial year 2015-16 on 11.05.2015, 14.08.2015, 13.11.2015 and 12.02.2016 and following is the composition:

Name of Member	Designation	Category
*Mr. Mahesh Chand	Member	Non Executive and Independent Director
Mr. Ashish Kumar	Chairman	Non Executive and Independent Director
*Ms. Asha Rani	Member	Non Executive and Non Independent Director
Ms. Archana Devi	Member	Non Executive and Non Independent Director
Mr. Uma Shankar	Member	Non Executive and Independent Director

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

*The details of the Composition of the Stakeholder Relationship Committee are given in the Corporate Governance Report.

NOMINATION & REMUNERATION COMMITTEE

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and as per Regulation 19 of SEBI (Listing of Disclosure Requirements), 2015.

During the financial year 2015-16, the details of the meeting of the Nomination and Remuneration Committee were held on 11.05.2015, 17.09.2015, 06.10.2015 and 25.01.2016.

Name of Member	Designation	Category
*Mr. Mahesh Chand	Member	Non Executive and Independent Director
Mr. Ashish Kumar	Chairman	Non Executive and Independent Director
*Ms. Asha Rani	Member	Non Executive and Non Independent Director
Ms. Archana Devi	Member	Non Executive and Non Independent Director
Mr. Uma Shankar	Member	Non Executive and Independent Director

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

*The details of the Composition of the Nomination & Remuneration Committee are given in the Corporate Governance Report.

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy. This policy is explained in corporate governance report and also posted on the website of company

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

INFORMATION UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at workplace; the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are effective in the Company. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee. There was no complaint on sexual harassment during the year under review.

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board have on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, Senior management and their Remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

SECRETARIAL AUDIT REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **Mr. Sanjay Kumar Jha**, Proprietor of **S.K. Jha & Associates**, Company Secretaries to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No.MR-3 has been enclosed as Annexure.

Explanation to the observations as notice in the Audit Report: The Management is searching the best person for the position and the Company will strive to complete the pending e - filing with Registrar of Companies, NCT of Delhi & Haryana.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

BSE Limited pursuant to notice no. 20151218-28 dated December 18, 2015 and notice no. 20151221-2 dated December 21, 2015, suspends the trading in the securities of the company with effect from December 24, 2015 due to some surveillance measures.

However, the company had submitted the documents as asked by the BSE Limited in the notice no. 20151218-28 dated December 18, 2015 and pursuant to the order of HIGH COURT OF DELHI, W.P.(C) 12335/2015 & CM Nos. 32775/2015 & 32776/2015, BSE Limited revoke the suspension of the trading in the security of the company w.e.f February 01, 2016 via Exchange notice no. 20160129-7 dated January 29, 2016.

AUDIT OBSERVATIONS

Auditors' observations are suitably explained in notes to the Accounts and are self-explanatory.

HUMAN RESOURCES

There are no employees as on date on the rolls of the Company who are in receipt of Remuneration which requires disclosures under Section 134 of the Companies Act, 2013 and Companies (Particulars of Employees) Rules, 1975.

During the year under review, relationship with the employees is cordial.

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;
- (b) the directors had selected such accounting policies and applied them consistently and 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 at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Directors take this opportunity to express their thanks to various departments of the Central and State Government, Bankers, Material Suppliers, Customers and Shareholders for their continued support and guidance.

The Directors wish to place on record their appreciation for the dedicated efforts put in by the employees of the Company at all levels.

Place: New Delhi
Date: 02/09/2016

By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED

Sd/- Archana Devi Director DIN: 07291299)	Sd/- Pramod Panda Director DIN: 07414834
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ANNEXURE TO DIRECTORS REPORT**MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT**

The Board takes pleasure in presenting your Company's 24th Annual Report for the year 2015-16 along with the compliance report on corporate governance. This chapter on Management Discussion and Analysis forms a part of the compliance report on Corporate Governance.

The following Management Discussion and Analysis (MD &A) is intended to help the reader to understand the results of operation, financial condition of GOLDLINE INTERNATIONAL FINVEST LIMITED

INDUSTRY STRUCTURE & DEVELOPMENT

Having started as an Investment Company, it has grown organically by building large network of Financial Consultancy. The main Business of our company is basically investments but as a strategy of going global we have started investment advisory services in India and abroad in order to undertake money market operations, treasury managements. We also act as administrators of different investment trust.

OUTLOOK

Company sought to increase workforce productivity by aligning corporate and individual goals that would result in improved business performance. Keeping in mind the requirement of growth and consolidation as well as opportunities arising we deal in selling, buying, acquiring and holding of shares, debentures, stocks, bonds, units etc.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial statements have been prepared in compliance with the requirements of the Companies Act, 1956, Companies Act, 2013, guidelines issued by the Securities and Exchange Board of India (SEBI) and any other provisions as applicable, if any. Our Management accepts responsibility for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein. The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statements reflect in a true and fair manner the form and substance of transactions and reasonably present our state of affairs, profits and cash flows for the year.

The following discussions on our financial condition and result of operations should be read together with our audited consolidated financial statements and notes to these statements included in the Annual Report. MD & A is provided as a supplement to and should be read in conjunction with, our financial statements and the accompanying Notes to Financial Statements.

STRENGTH

The Company yet to work out its future working strategy. The management will strengthen its working force to keep pace with the market condition as and when it plans to start activities at certain level.

RISK & CONCERNS

The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk.

INTERNAL CONTROL SYSTEMS & THEIR ADEQUACY

The Company strongly believes that internal control systems are necessary for Good Corporate Governance and has in place an effective system of internal controls to ensure that all assets are properly safeguarded and protected and used optimally and financial transactions are reported accurately.

HUMAN RESOURCES

Material development in human resources/ industrial relations front has been dealt with in the Directors' Report, under the head 'Operations' and 'Industrial Relations', which should be treated as forming part of this Management and Discussion Analysis.

CAUTIONARY STATEMENT

Statements in this management discussion and analysis describing the Company's objectives, projections, estimates and expectations may be 'forward looking statement' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important development that could affect the Company's operations include a downtrend in the Industry – global or domestic or both, significant changes in political and economic environment in India, applicable statutes, litigations etc.

DISCLOSURES BY MANAGEMENT TO THE BOARD

All disclosures relating to financial and commercial transactions where Directors may have a potential interest are provided to the Board and the interested directors do not participate in the discussion nor do they vote on such matters.

Place: New Delhi
Date: 02/09/2016

By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED

Sd/-	Sd/-
Archana Devi	Pramod Panda
Director	Director
DIN: 07291299)	DIN: 07414834

ANNEXURE - II
REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY

The Company's policies, practices and philosophy adopted since inception are in line with Corporate Governance. These policies, practices are required periodically to ensure its effective compliance. The composition of Board of Directors is well balanced with a view to manage the affairs of the Company efficiently and professionally. The basic Corporate Governance norms have been adopted at the Board, Management and Operational levels. These norms are reviewed and reaffirmed on an ongoing basis.

2. BOARD OF DIRECTOR'S

Composition and Category of Directors as of March 31, 2016 is as follows:

Category	No. of Directors	%
Executive Director	0	0
Non-executive Non-independent Director	2	50
Non-executive & Independent Director	2	50

Particulars of Directorships of other Companies

OTHER DIRECTORSHIPS			
Name of the Director	No. of the other Companies/ LLP in which he/she is Director	No. of the other Committees in which he/she is Director	Position
Ashish Kumar (Non Executive and Independent Director)	0	0	Director
Uma Shankar* (Non Executive and Independent Director)	4	0	Director
Promod Panda* (Non Executive and Non Independent Director)	1	0	Director
Archana Devi (Non Executive and Non Independent Director)	1	3	Director

Attendance of each Director at the Board Meetings during the year 2015-16 and the last AGM

Name of Director	No. of Board Meetings Attended	Last AGM Attendance (Yes/No)
Mahendra Singh	6	Yes
Asha Rani*	4	No
Mahesh Chand	11	Yes

Ashish Kumar	15	Yes
Rajesh Narula	7	No
Archana Devi#	11	Yes
Uma shankar	4	No
Praomod Panda	2	No

3. COMMITTEES OF BOARD

1. AUDIT COMMITTEE

The Audit Committee Constituted as per sec 177 of Companies Act 2013 and Regulation 18 of Securities And Exchange Board Of India (Listing Obligations And Disclosure Requirements) Regulations, 2015.

The Audit Committee of the Company consists of 3 Members. The Chairman of the Audit Committee is financially literate and majority of them having accounting or related financial management experience. Representative of Statutory Auditor is permanent invitee. Company Secretary acts as Secretary to the Committee.

During the year the Committee had 5 Meetings i.e. on May 30, 2015, August 14, 2015, August 31, 2015, Nov 13, 2015 and Feb 12, 2016. The Committee's powers and role are as stipulated by the Listing Agreement.

Attendance of each Member at the Audit Committee Meetings

Name of Member	Designation	Category	No. of Meetings attended
*Mr. Mahesh Chand	Chairman	Non Executive and Independent Director	4
Mr. Ashish Kumar	Member	Non Executive and Independent Director	5
*Ms. Asha Rani	Member	Non Executive and Non Independent Director	3
Ms. Archana Devi	Member	Non Executive and Non Independent Director	2
Mr. Uma Shankar	Chairman	Non Executive and Independent Director	1

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

The Chairman of the Audit Committee was present at the last Annual General Meeting.

3. NOMINATION AND REMUNERATION COMMITTEE

In compliance with Section 178 of the Companies Act, 2013, the Board in its meeting constituted the "Nomination and Remuneration Committee" and met 4 times on 11.05.2015, 17.09.2015, 06.10.2015, 25.01.2016.

Composition

The composition of Remuneration Committee of the Board comprises of Three Directors as at 31st March, 2016:-. The attendance of the Members at the meeting was as under:

Name of Member	Designation	Category	No. of Meetings attended
*Mr. Mahesh Chand	Member	Non Executive and Independent Director	3
Mr. Ashish Kumar	Chairman	Non Executive and Independent Director	4
*Ms. Asha Rani	Member	Non Executive and Non Independent Director	1
Ms. Archana Devi	Member	Non Executive and Non Independent Director	3
Mr. Uma Shankar	Member	Non Executive and Independent Director	1

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

The terms of reference of the Committee inter alia, include the following:

- Succession planning of the Board of Directors and Senior Management Employees;
- Identifying and selection of candidates for appointment as Directors / Independent Directors based on certain laid down criteria;
- Identifying potential individuals for appointment as Key Managerial Personnel and to other Senior Management positions;
- Formulate and review from time to time the policy for selection and appointment of Directors, Key Managerial Personnel and senior management employees and their remuneration;
- Review the performance of the Board of Directors and Senior Management Employees based on certain criteria as approved by the Board.

REMUNERATION POLICY

The Company has paid remuneration of NIL to Executive cum Whole-Time Director. No remuneration has been paid by the company to Non-Executive Directors (in form of sitting fees and other expenses) during the year under review. The Company has also framed the remuneration policy and is updated on the Company's website.

During the period under review, No Salary has been paid to any Director.

4. STAKEHOLDERS RELATIONSHIP COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement, the Board has renamed the existing "Shareholders'/Investors' Grievance Committee" as the "Stakeholders' Relationship Committee".

The following Committee of Directors looks after the Investor Grievances:

Name of Member	Designation	Category	No. of Meetings attended
*Mr. Mahesh Chand	Member	Non Executive and Independent Director	3
Mr. Ashish Kumar	Chairman	Non Executive and Independent Director	4
*Ms. Asha Rani	Member	Non Executive and Non Independent Director	1
Ms. Archana Devi	Member	Non Executive and Non Independent Director	3
Mr. Uma Shankar	Member	Non Executive and Independent Director	1

* During the year under Review Mr. Mahesh chand has resigned from the post of Directorship and Mr. Uma shnakar appointed in place of him w.e.f.25.01.2016.

* During the year under Review Ms. Asha Rani has resigned from the post of Directorship and Ms. Archana Devi appointed in place of her w.e.f. 17.09.2015.

Name and Designation of Compliance Officer

Ms. Neelam Periwal, Company Secretary {From 01.12.2015 to 31.05.2016}

Address: Flat No. 116, First Floor, Hemkunt Chamber, 89, Nehru Place, New Delhi – 110019

Phone : 011-32931123

Shareholder's Complaints

Nature of Complaint	Status
Number of Shareholders' Complaints received during the year	NIL
Number of Shareholders' Complaints resolved during the year	NIL
Number of Shareholders' Complaints Pending at the end of the year	NIL

WHISTLE BLOWER POLICY

Your Company has a vigil mechanism in place namely, Whistle Blower Policy (GWB) to provide platform to Directors and Employees to raise concerns regarding any discrimination, victimisation, irregularity, misconduct, unethical matters and other unfair practices.

The Group Whistle Blower policy as approved by the Board of Directors is uploaded on the Company's website www.goldlineinternationaltd.com .

5. INDEPENDENT DIRECTORS' MEETING

- During the year under review, the Independent Directors met on 13th November, 2015, inter alia, to discuss:
- Evaluation of the performance of Non-independent Directors and the Board of Directors as a whole.
 - Evaluation of the performance of the chairman of the Company, taking into account the views of the Executive and Non-executive directors.
 - Evaluation of the quality, content and timelines of flow of information between the Management and the Board that is necessary for the Board to effectively and reasonably perform its duties.
 - All the Independent Directors were present at the Meeting.

6. DISCLOSURES:

1. (a) Related Party Transaction:

There are no materially significant related party transactions i.e. transactions material in nature, with its promoters, the directors or the management, their subsidiaries or relatives etc. having potential conflict with the interest of the company at large.

2. Statutory Compliance, Penalties and Strictures:

The Company has complied with the requirements of the Stock Exchanges / SEBI / and Statutory Authorities to the extent applicable, and accordingly no penalties have been levied or strictures have been imposed on the Company on any matter related to capital markets during the last three years.

3. Reconciliation of Share Capital Audit:

In line with the requirements stipulated by Securities and Exchange Board of India (SEBI), Reconciliation of Share Capital Audit is proposed to be carried out on a quarterly basis by a Practicing Company Secretary to confirm that the aggregate number of equity shares of the Company held in National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and in physical form tally with the total number of issued, paid-up, listed and admitted capital of the Company.

4. Non-Mandatory Requirements

The Company does not comply with the non-mandatory requirements.

FINANCIAL CALENDAR

Tentative calendar of events for the financial year 2016-17 (April to March) is as under: Adoption of quarterly Financial Results for

Results for the quarter ending September 30, 2016	By 14th of November, 2016.
Results for the quarter ending December 31, 2016	By 14th of January, 2017.
Results for the quarter ending March 30, 2017	By 30th of May, 2017

GENERAL BODY MEETINGS**Location and time for the last three AGMs**

Year	Date	Venue	Time	Special Resolution
2014-15	30.09.2015	Navkar Tirth Atisey Ksetra, Village, Neelwal, Near Mahaviday Ksetra, Ghevra more, Rohtak Road, Delhi	09:30	Yes
2013-14	11.08.2014	G-6 Ground Floor, House No. 4346, Gali No-4C ,Ansari Road Daryaganj, New Delhi - 110002	11:30	Yes
2012-13	30.09.2013	G-6 Ground Floor, House No. 4346, Gali No-4C ,Ansari Road Daryaganj, New Delhi - 110002	11:30	No

7. MEANS OF COMMUNICATION

Quarterly, half-yearly and annual financial results of the Company are communicated to the Stock Exchanges immediately after the same are considered by the Board and are published in the newspaper as per the provisions of Listing Agreement. The results of the Company are also made available on the Company's website i.e. www.goldlineinternationaltd.com.

8. GENERAL SHAREHOLDER INFORMATION:

Registered Office (Address for correspondence)	Flat No. 116, First Floor, Hemkunt Chamber, 89, Nehru Place, Delhi - 110019
Annual General Meeting (Day, Date, time and venue)	Wednesday, 28 th September, 2016 at 9:30 A.M. at Retreat Motel/Resort, Alipur Main G.T. Road, Near Palla Mod Delhi-110036.
Financial Year	The Financial Year of the Company ends on 31 st March, 2016 each year

Book Closure Date	21 st September, 2016 to 23 rd September, 2016.
Listing on Stock Exchanges	BSE Limited
Security Code/Security ID	538180 / GOLDLINE (BSE Limited)
ISIN	INE204P01026
Demat of Shares	Available on National Securities Depository Ltd. (NSDL) and Central Depository Services (India) Ltd. (CDSL) 78.92 % of the Company's shares are in dematerialised mode. Annual Custodial charges have been paid to both Depositories upto 31st March, 2017

REGISTRAR AND TRANSFER AGENTS

Bigshare Services (P) Ltd. is registrar and transfer agent of the Company. Any request pertaining to investor relations may be addressed to the following address:

Bigshare Services (P) Ltd.

Address: 4/E 8, First Floor, Jhandewalan Extention , New Delhi-110055

Telephone No.: 011-23522373

Email id: bssdelhi@bigshareonline.com

Website: www.bigshareonline.com

Investor correspondence may also be addressed to:

Mr. Promod Panda, Director

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

SHAREHOLDING PATTERN AS ON 31ST MARCH, 2016

Category	No. of Share Holders	No. of Shares Held	% of Share Holding
Promoters	2	3313760	6.36 %
Body Corporate	152	15942564	30.60%
Individuals	2625	32591300	62.56 %
HUF	0	0	0.00 %
Trusts	0	0	0.00%
Clearing Members	15	248876	0.48 %
NRI	1	1	0.00 %
Total	2795	52096500	100.00

SHAREHOLDING PROFILE

Mode of holding	As on 31 st March, 2016		
		No. of Shares	% to Equity
Demat		41115378	78.92
Physical		10981122	21.08
Total		52096500	100.00

DISTRIBUTION OF SHAREHOLDING AS ON MARCH 31, 2016

Share Holding Of Nominal Value Of Rs	No. of Shareholders		No. of Shares	
	Number	% Total	Number	%Total
From - To				
1-5000	516	17.97	47595	0.0914
5001-10000	134	4.67	131884	0.2532
10001-20000	130	7.20	394174	0.7566
20001-30000	141	4.91	374868	0.7196
30001-40000	104	3.62	391237	0.7510
40001-50000	507	17.65	2516263	4.8300
50001-100000	619	21.55	5473464	10.5064
100001 & Above	644	22.43	42767016	82.0919
Total	2795	100.00	520965000	100.0000

MARKET PRICE DATA: HIGH/LOW DURING EACH MONTH IN THE FINANCIAL YEAR

Month	Open Price	High Price	Low Price	Close Price	No. of Shares	No. of Trades	Total Turnover (Rs.)	Deliverable Quantity	% Deli. Qty to Traded Qty	Spread High-Low	Spread Close-Open
Apr-15	494.8	520	375.6	495.5	1341278	2450	657466193	1339811	99.89	144.4	0.7
May-15	495.9	497.4	450	495.6	1940705	2263	961030615	1923223	99.1	47.4	-0.3
Jun-15	494.8	594.7	440	492.9	1516669	2035	750060779	1510275	99.58	154.7	-1.9
Jul-15	492.9	568	314.7	492.9	1026892	2773	463829974	994383	96.83	253.3	0
Aug-15	495.9	527	195.3	195.3	559942	1744	220457787	546645	97.63	331.7	-300.6
Sep-15	185.6	223	156.1	156.1	288734	511	57373973	286912	99.37	66.9	-29.5
Oct-15	148.3	183.7	140.5	156.7	994102	1239	155377981	990927	99.68	43.2	8.4
Nov-15	157	187.2	154	165.3	412155	445	71393525	412004	99.96	33.2	8.3
Dec-15	162	162	132.3	132.3	614571	416	86743504	533456	86.8	29.7	-29.7
Feb-16	129.7	158.7	129.7	158.6	1237862	1093	185451804	1236606	99.9	29	28.9
Mar-16	161	179.9	160.9	178.9	1802480	1270	315254546	1784884	99.02	19	17.9

Cases of Non-Compliances / Penalties

There has been no instance of non-compliance by the Company on any matter related to capital markets. Hence, the question of imposition of penalties or strictures by SEBI or the Stock Exchanges does not arise except penalty levied imposed by BSE Limited due to delay in submission of quarterly compliances.

Risk Management

The Company has been addressing various risks impacting the company and the policy of the company on risk management is provided elsewhere in this annual report in Management Discussion and Analysis.

ADDRESS OF REGISTERED OFFICE

Flat No. 116, First Floor, Hemkunt Chamber,

89, Nehru Place, Delhi - 110019

Ph: 011-32931123

Email: goldline2000@yahoo.com

Website: goldlineinternationaltd.com

Corporate Identity Number (CIN) L74899DL1992PLC050250

9. GREEN INITIATIVE IN THE CORPORATE GOVERNANCE

As part of the green initiative process, the company has taken an initiative of sending documents like notice calling annual general meeting, Corporate Governance Report, Directors Report, audited Financial statements, auditor's report etc., by email. Physical copies are sent only to those shareholders whose email addresses are not registered with the company and for the bounced-mail cases. Shareholders are requested to register their email id with Registrar and transfer agent / concerned depository to enable the company to send the documents in electronic form or inform the company in case they wish to receive the above documents in paper mode.

PROFILE OF THE DIRECTORS WHO ARE APPOINTMENT AT THE ANNUAL GENERAL MEETING

Details of the Directors seeking appointment/re-appointment in forthcoming Annual General Meeting

Name of Director	Mr. UMA SHANKER	Mr. PROMOD PANDA
Age	27 years	30 years
Date of Appointment	25 th Jan, 2016	15 th March, 2016
Expertise in specific functional areas	Marketing function	Accounts
Qualifications	Graduation	Graduation
List of Limited Companies/ LLP in which outside Directorship held as on 31.03.2016	04	01
Chairman/Member of the Committees of the Boards of the other Companies on which he is a Director	Nil	Nil

By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED

Place: New Delhi
Date: 02/09/2016

Sd/-
Archana Devi
Director
DIN: 07291299

Sd/-
Pramod Panda
Director
DIN: 07414834

ANNUAL DECLARATION

It is hereby declared that all Board members and senior management personnel have affirmed compliance with the Code of Conduct for the Directors and senior management of the Company in respect of the financial year ended March 31, 2016

**By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED**

**Place: New Delhi
Date: 02/09/2016**

**Sd/-
Archana Devi
Director
DIN: 07291299**

COMPLIANCE CERTIFICATE UNDER REGULATION 17(8) Under SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

I, Archana Devi, one of the Directors of the company responsible for the finance function certify that:

- (a) We have reviewed the financial statements and cash flow statement for the year ended March 31st 2016 and to the best of our Knowledge and belief:
 - (i) These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading:
 - (ii) 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.
- (b) To the best of our Knowledge and belief, no transactions entered into by the Company during the year ended March 31st 2016 are fraudulent, illegal or violate the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware, have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.
- (d) I have indicated to the Auditors and the Audit Committee:
 - (i) There has not been any significant change in internal control over financial reporting during the year under reference.
 - (ii) There has not been any significant change in accounting policies during the year requiring disclosure in the notes to the financial statements
 - (iii) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED
 Sd/-
 Archana Devi
 Director
 DIN: 07291299

Place: New Delhi
 Date: 02/09/2016

AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**The Members of Gold Line International Finvest Limited**

We have examined the compliance of conditions of Corporate Governance by Goldline International Finvest Limited, for the year ended on 31st March 2016, as stipulated in Clause 49 of the Listing Agreement of the Company with the Stock Exchanges for the period April 2015 to 30 November 2015 and as per the Regulation 4(2) read with Chapter IV and Schedule V of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the period December 1, 2015 to March 31, 2016.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanation given to us, and the representation made by the management, we certify that the company has complied with the conditions of corporate governance as stipulated in above-mentioned Listing Agreement / Listing Regulations, as applicable.

As required by the guidance note on certification of corporate governance issued by the Institute of Chartered Accountants of India, we state that the share registry department of the company has certified that as at 31st March, 2016 there were no investor grievances remaining unattended/pending for more than thirty days.

We state that 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.

AGRAWAL GOYAL & CO.
Chartered Accountants
Sd/-
(Saroj Kumar Thakur)
Membership No. 524561
Firm Regd.No. 004977C

Place : New Delhi
Date : 02/09/2016

Annexure

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

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:

1.	CIN	L74899DL1992PLC050250
2.	Registration Date	09.09.1992
3.	Name of the Company	GOLD LINE INTERNATIONAL FINVEST LIMITED
4.	Category/Sub-category of the Company	Company Limited by shares/Indian Non-Government Company
5.	Address of the Registered office & contact details	Flat No. - 116, First Floor, Hemkunt Chamber, 89, Nehru Place, New Delhi - 110019 Phone : 011-32931123; Email : goldline2000@yahoo.com ; Website : www.goldlineinternational ltd.com
6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services (P) Ltd. Address: 4/E 8, First Floor, Jhandewalan Extention , New Delhi-110055 Telephone No.: 011-23522373 Email id: bssdelhi@bigshareonline.com Website: www.bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Main Business of company is basically Investments. Selling, Buying, Acquiring and holding of shares, debentures, bonds, stock, units ,etc. providing Various Services i.e. Advancing loan against Listed shares, securities and properties, margin funding, Corporate Loans, Personal Loans, Trading in shares & Securities, Trade Financing & Bills Discounting etc.	66	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. NO	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% Of Shares Held	Applicable Section
1	N.A.	N.A.	N.A.	N.A.	Section 2(46) and Section 2(87)(ii)
2	N.A.	N.A.	N.A.	N.A.	Section 2(87)(ii)
3	N.A.	N.A.	N.A.	N.A.	Section 2(6)

VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individuals/Hindu Undivided Family	410000	0	410000	0.79	410000	0	410000	0.79	Nil
b) Bodies Corp.	2903760	0	2903760	5.57	2903760	0	2903760	5.57	Nil
Sub-total (A)(1)	3313760	0	3313760	6.36	3313760	0	3313760	6.36	Nil
(2) Foreign	0	0	0	0	0	0	0	0	Nil
Total shareholding of Promoter (A) = (A)(1) + (A)(2)	3313760	0	3313760	6.36	3313760	0	3313760	6.36	Nil
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0

2. Non-Institutions									
a) Bodies Corp.	17238040	16202025	17925865	34.41	15942563	0	15942563	30.60	(3.81)
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2237545	3603425	5840970	11.21	6920195	5821150	12741345	24.45	13.05
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	11038193	10959000	21997193	42.22	14719983	5129972	19849955	38.10	(4.12)
c) Others (specify)									
i)HUF	1927211	988150	2915361	5.60	0	0	0	0	(5.60)
ii)Clearing Members	94950	0	94950	0.18	248876	0	248876	0.48	0.30
iii)Non Resident Indians	1	0	1	0.00	1	0	1	0.00	0.00
iv) Trusts	8400	0	8400	0.02	0	0	0	0	(0.02)
Sub-total (B)(2):-	32544340	16238400	48782740	93.64	37831618	10951122	48782740	93.64	Nil
Total Public Shareholding (B)=(B)(1)+ (B)(2)	32544340	16238400	48782740	93.64	37831618	10951122	48782740	93.64	Nil
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	35858100	16238400	52096500	100.00	41145378	10951122	52096500	100	0

ii) Shareholding of Promoters-

SN	Shareholder's Name	Shareholding at the beginning of the year[As on 31-March-2015]			Share holding at the end of the year[As on 31-March-2016]			% 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	Mahender Singh Bisht	4,10,000	0.79	0	4,10,000	0.79	0	Nil
2.	Gracious Software Ltd	29,03,760	5.57	0	29,03,760	5.57	0	Nil
	Total	3313760	6.36	0	3313760	6.36	0	Nil

iii) Change in Promoters' Shareholding (please specify, if there is no change)

SN		Shareholding at the beginning of the year (31.03.2015)		Cumulative Shareholding during the year (31.03.2016)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
1	Mahender Singh Bisht	410000	0.79	410000	0.79
2	Gracious Software Limited	2903760	5.57	2903760	5.57
	At the end of the year				
1	Mahender Singh Bisht	410000	0.79	410000	0.79
2	Gracious Software Limited	2903760	5.57	2903760	5.57

iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of	% of total shares of	No. of	% of total shares of the

		shares	the company	shares	company
1.	SKYHIGH BUILDTECH PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	30000	0.06	30000	0.06
	At the end of the year(31.03.2016)	841216	1.61	841216	1.61
2.	VINAHAST DEALCOM PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	72000	0.14	72000	0.14
	At the end of the year(31.03.2016)	1071516	2.06	1071516	2.06
3.	HIGH SPEED DISTANCE MOVERS PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	0	0	0	0
	At the end of the year(31.03.2016)	697774	1.34	697774	1.34
4.	PADMAWATI TRADEVIN PVT LTD				
	At the beginning of the year(31.03.2015)	85850	0.16	85850	0.16
	At the end of the year(31.03.2016)	636839	1.22	636839	1.22
5.	YOGESH MOVERS & PACKERS PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	0	0	0	0
	At the end of the year(31.03.2016)	628507	1.21	628507	1.21
6.	SANDARV VINTRADE PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	94950	0.18	94950	0.18
	At the end of the year(31.03.2016)	591923	1.14	591923	1.14
7.	DARSWANA VINIMAY PRIVATE LIMITED				
	At the beginning of the year(31.03.2015)	91112	0.17	91112	0.17
	At the end of the year(31.03.2016)	566693	1.09	566693	1.09
8.	SANJAY C. AGRAWAL				
	At the beginning of the year (31.03.2015)	500000	0.96	500000	0.96
	At the end of the year (31.03.2016)	500000	0.96	500000	0.96

9.	MANISHA SANJAYBHAI AGRAWAL				
	At the beginning of the year(31.03.2015)	500000	0.96	500000	0.96
	At the end of the year(31.03.2016)	500000	0.96	500000	0.96
10.	SHASHIBEN B GUPTA				
	At the beginning of the year(31.03.2015)	500000	0.96	500000	0.96
	At the end of the year(31.03.2016)	500000	0.96	500000	0.96

v) *Shareholding of Directors and Key Managerial Personnel:*

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning 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
N.A	N.A	N.A	N.A	N.A	N.A

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	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year	Nil	Nil	Nil	Nil
* Addition	Nil	Nil	Nil	Nil
* Reduction	Nil	Nil	Nil	Nil

Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

S.No.	Particulars of Remuneration	Total Amount		
		Whole Time Director	Manager	Total
1	Gross salary	Nil	Nil	Nil
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Nil	Nil	Nil
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission - as % of profit - others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	Total (A)	Nil	Nil	Nil

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors			Total Amount
1	Independent Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (2)	-	-	-	-
	Total (B)=(1+2)	-	-	-	-
	Total Managerial Remuneration	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	CEO	CS	CFO	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	60000	N.A.	60000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	Nil	N.A.	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	Nil	N.A.	Nil
2	Stock Option	N.A.	Nil	N.A.	Nil
3	Sweat Equity	N.A.	Nil	N.A.	Nil

4	Commission	N.A.	Nil	N.A.	Nil
	- as % of profit	N.A.	Nil	N.A.	Nil
	others, specify...	N.A.	Nil	N.A.	Nil
5	Others, please specify	N.A.	Nil	N.A.	Nil
	Total	N.A.	60000	N.A.	60000

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	-	-	Imposed by BSE Limited due to late submission of Quarterly Compliances	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By Order of the Board of Directors
GOLD LINE INTERNATIONAL FINVEST LIMITED

Place: New Delhi
Date: 02/09/2016

Sd/-
Archana Devi
Director
DIN: 07291299

Sd/-
Pramod Panda
Director
DIN: 07414834

S. K. Jha & Associates
Company Secretaries

308-309, Vardhman Fortune Mall,
Opp. Hans Cinema, G. T. Karnal
Road, Azadpur, Delhi-110033,
Mob. 9811579790, 9015230378
E-mail- sanacs_khg@rediffmail.com,
sanjayjhafcs@gmail.com

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of
The Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
GOLDLINE INTERNATIONAL FINVEST LIMITED
FLAT No. 116, FIRST FLOOR, HEMKUNT CHAMBER,
89, NEHRU PLACE, NEW DELHI-110019

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Goldline International Finvest Limited (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon we report that –

- a. Maintenance of Secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our Audit.
- b. We have followed the Audit Practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
- c. We don't verify the correctness and appropriateness of the financial statements of the company.
- d. Where ever required, we have obtained the management representation about the compliances of law, rules and regulations and happening of events etc.
- e. The Compliance of the provisions of the corporate and other applicable laws, rules and regulations, standards is the responsibility of the management. Our examination was limited to verification of procedures on test basis.
- f. The Secretarial Audit Report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Based on our verification of the Goldline International Finvest Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, We hereby report that in my/our opinion, the company has, during the audit period covering the financial year ended on 31st March 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in placed to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by "the Company" for the financial year ended on 31st March 2016, according to the provisions of:

(i) The Companies Act, 2013 (the Act) and the rules made thereunder; following are observations:

- During the period under audit, the Company has some time no Company Secretary;
- During the period under audit, the Company has not appointed Chief Financial Officer.

- During the period under audit, there are some delays in filing intimations to the BSE.
 - During the period of Audit company has changed their Object Clause and adopted new set of Memorandum of Association and new set of Articles of Association as per provisions of Companies Act, 2013.
 - During the period under audit, the Company has passed some special resolution through postal Ballot for increase the Investment and Borrowing limit of the company.
 - During the period under audit, the Company Mrs. Asha Rani and Mahendra Singh whole time Director directors resigned and new Directors Mrs. Archana Devi appointed on the place of Mrs. Asha Rani w.e.f. 17th September 2015 and Mr. Rajesh Narula was appointed as whole time director in place of Mahendra Singh w.e.f. 23rd September 2015.
 - The Trading of the Company in BSE Suspended w.e.f. 24th December 2015 due to some Circular of SEBI for non compliance in Preferential Allotment of share .
 - Annual Report and Notice of Annual General Meeting of the company not duly circulated to shareholders and filed in Stock Exchange within specified Time.
 - The company has some inter corporate loan and Investments during the year.
 - The SEBI has passed Interim Order against the company on 29th June 2015 in relation to inter corporate investments made by the company.
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under duly complied for the period 1st April 2015 to 31st March 2016.
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under were duly complied for the period 1st April 2015 to 31st March 2016.
- (iv) The Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; are not applicable on the company for the FY 2015-16 as disclosed by the Management of the company.
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. The Company has filed all disclosures within prescribed time and duly complied all the provisions as disclosed by the Management of the company.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (upto 14th May 2015) and Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (effective 15th May 2015); The Company has filed all disclosures within prescribed time and duly complied all the provisions as disclosed by the Management of the company.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009: The said regulations were not applicable to the company during the year ended 31-03-2016.
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999: The said guidelines were not applicable to the company during the year ended 31-03-2016.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: The said regulations were not applicable to the company during the year ended 31-03-2016.
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: The regulations in relation to the Companies Act and dealing with client provisions were duly complied.
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: The regulations were not applicable to the company during the year ended 31-03-2016, and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998: The regulations were not applicable to the company during the year ended 31-03-2016.

- (vi) The applicable provisions of the Customs Act 1962, FEMA 1999 and the Central Excise Act, 1944 are not applicable on the company. We have obtained the management representation in this regard.

We have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards with regard to Meeting of Board of Directors(SS-1) and General Meeting (SS-2) issued by The Institute of Company Secretaries of India is effective from 1st July 2015 are generally complied.
- (ii) The Listing Agreements entered into by the Company with BSE Limited, Mumbai; and SEBI (Listing Obligations and Discloser Requirements) Regulation 2015 made effective from 1st December 2015. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. to the extent applicable as mentioned above.

We further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. During the year some change is recorded in the Board of Directors.

Adequate notices were given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Note: Please report specific observations / qualification, reservation or adverse remarks in respect of the Board Structures/system and processes relating to the Audit period.

We further report that during the audit period the company has given full corporation and give details of specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

Date: 27th May, 2016
Place: New Delhi

For S.K. Jha & Associates
Company Secretaries

Sd/-
Sanjay Kumar Jha
Prop.
M. No. -5076
C.P. No.:3749

M/S AGRAWAL GOYAL & CO.

CHARTERED ACCOUNTANTS



INDEPENDENT AUDITORS' REPORT

TO
THE MEMBERS
M/S GOLD LINE INTERNATIONAL FINVEST LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **GOLD LINE INTERNATIONAL FINVEST LIMITED** (CIN: L74899DL1992PLC050250) ("the company"), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then 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 in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation 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 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 there under.

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. 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 the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, 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:
 - a) 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 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, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.

M/s. Agrawal Goyal & Co.

Chartered Accountants

Sd/-

Saroj Kumar Thakur

Partner

Membership No. 524561

FRN. 004977C

Place: New Delhi

Date: 27.05.2016

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

1. (a) Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) The title deeds of immovable properties are held in the name of the company.
2. (a) The management has conducted the physical verification of inventory at reasonable intervals.
- (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.
3. The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
5. The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
6. As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
7. (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2016 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.

9. Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
10. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.
11. Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
13. In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
14. Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
16. In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

M/s Agrawal Goyal & Co.

Chartered Accountants

Sd/-

Saroj Kumar Thakur

Partner

Membership No. 524561

FRN. 004977C

Place: New Delhi

Date: 27.05.2016

“Annexure B” to the Independent Auditors’ Report**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **Gold Lime International Finvest Limited** (“the Company”) as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, 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, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

M/s Agrawal Goyal & Co.

Chartered Accountants

Sd/-

Saroj Kumar Thakur

Partner

Membership No. 524561

FRN. 004977C

Place: New Delhi

Date: 27.05.2016

GOLDLINE INTERNATIONAL FINVEST LIMITED

REG.OFFICE: FLAT No. 116, FIRST FLOOR,HEMKUNT CHAMBER, 89, NEHRU PLACE, NEW DELHI-110019

CIN: L74899DL1992PLC050250

Balance Sheet as at 31st, March 2016

(Amount in Rs.)

Particulars	Note No	Year Ended As At 31.03.2016	Year Ended As At 31.03.2015
I. EQUITY AND LIABILITIES			
<u>(1) Shareholder's Funds</u>			
(a) Share Capital	2	520,965,000.00	520,965,000.00
(b) Reserves and Surplus	3	8,559,577.89	5,229,806.28
(c) Money received against share warrants		-	-
<u>(2) Share application money pending allotment</u>			
(a) Share Application Maoney		-	-
<u>(3) Non-Current Liabilities</u>			
(a) Long-term borrowings	4	5,562,711.00	3,483,528.00
(b) Deferred tax liabilities (Net)	5	-	-
(c) Other Long term liabilities	6	-	-
(d) Long term provisions	7	-	-
<u>(4) Current Liabilities</u>			
(a) Short-term borrowings	8	-	-
(b) Trade payables	9	63,139,324.00	69,684,310.00
(c) Other current liabilities	10	24,969,737.00	23,082,750.00
(d) Short-term provisions	11	1,781,340.00	1,858,418.00
Total		624,977,689.89	624,303,812.28
II.Assets			
<u>(1) Non-current assets</u>			
<u>(a) Fixed assets</u>	12		
(i) Tangible assets		4,436,209.96	6,495,560.32
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	13	31,624,000.00	31,624,000.00
(c) Deferred tax assets (net)	14	336,367.00	2,476.00
(d) Long term loans and advances	15	-	-
(e) Other non-current assets	16	87,000.00	87,000.00

(2) Current assets			
(a) Current investments	17	-	-
(b) Inventories	18	-	-
(c) Trade receivables	19	27,664,282.00	11,526,482.00
(d) Cash and cash equivalents	20	2,044,695.77	3,865,800.36
(e) Short-term loans and advances	21	558,419,783.16	569,775,023.60
(f) Other current assets	22	365,352.00	927,470.00
Total		624,977,689.89	624,303,812.28
Significant Accounting Policies and notes from an integral part of accounts.	1		

As per our report of even date attached.

For AGRAWAL GOYAL & CO.

Chartered Accountants

Sd/-

CA Saroj Kumar Thakur

Partner

Membership No. : 524561

FRN: 004977C

Place : New Delhi

Date: 27.05.2016

For and on behalf of the Board of Directors

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Sd/-

Archana Devi

(Director)

DIN : 07291299

Sd/-

Pramod Panda

(Director)

DIN : 07414834

GOLDLINE INTERNATIONAL FINVEST LIMITED

REG.OFFICE: FLAT No. 116, FIRST FLOOR,HEMKUNT CHAMBER, 89, NEHRU PLACE, NEW DELHI-110019

CIN: L74899DL1992PLC050250

Cash Flow Statement for the year ended 31st March, 2016

(Amount in Rs.)

	Particulars	Year Ended As At 31.03.2016	Year Ended As At 31.03.2015
1	A. CASH FLOW FROM OPERATING ACTIVITIES		
	Net profit before tax	4,684,300.62	5,744,870.07
	<i>Adjustment for:</i>		
	Depreciation & Amortisation Expenses	2,059,350.36	917,614.78
	Expenses Written off	562,118.00	562,116.00
	Operating Profit before Working capital changes	7,305,768.98	7,224,600.85
	<u>Changes in Working Capital:</u>		
	<i>Adjustments for (increase)/ decrease in operating assets:</i>		
	Trade & Other Receivables	(16,137,800.00)	(3,526,482.00)
	Other Current Assets	-	(87,000.00)
	<i>Adjustments for increase/ (decrease) in operating liabilities:</i>		
	Trade & Other Payables	(6,544,986.00)	(11,435,563.00)
	Other Current Liabilities	1,886,987.00	(35,672,309.00)
	Net Changes in Working Capital	(20,795,799.00)	(50,721,354.00)
	Cash Generated from Operations	(13,490,030.02)	(43,496,753.15)
	Direct Taxes (Paid)/ Refunds	1,765,498.00	757,588.00
	<u>Net Cash Flow from Operating Activities (A)</u>	(15,255,528.02)	(44,254,341.15)
2	B. CASH FLOW FROM INVESTING ACTIVITIES		
	Sale / (Purchase) of Investment	-	(2,000,000.00)
	Sale / (Purchase) of Fixed Assets	-	(6,223,868.00)
	Decrease (Increase) in Short Term Loans & Advances	567,665,480.60	45,155,676.40
	<u>Net Cash Flow from Investing Activities (B)</u>	567,665,480.60	36,931,808.40
3	C. CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of share capital and Proceeds from Share Application Money	-	-
	Increase in Other Long Term Liabilities	2,079,183.00	3,483,528.00

Preliminary Expenses incurred	-	(500,000.00)
<u>Net Cash Flow from Financing Activities (C)</u>	2,079,183.00	2,983,528.00
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	554,489,135.58	(4,339,004.75)
D. Cash and cash equivalents at the beginning of the year / Period	3,865,800.35	8,204,805.10
E. Cash and cash equivalents at the end of the year/ Period	558,354,935.93	3,865,800.35

As per our report of even date attached.

For AGRAWAL GOYAL & CO.

Chartered Accountants

Sd/-

CA Saroj Kumar Thakur

Partner

Membership No. : 524561

FRN: 004977C

Place : New Delhi

Date: 27.05.2016

For and on behalf of the Board of Directors

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Sd/-

Archana Devi

(Director)

DIN : 07291299

Sd/-

Pramod Panda

(Director)

DIN : 07414834

GOLDLINE INTERNATIONAL FINVEST LIMITED

REG.OFFICE: FLAT No. 116, FIRST FLOOR,HEMKUNT CHAMBER, 89, NEHRU PLACE, NEW DELHI-110019

CIN: L74899DL1992PLC050250

Profit and Loss Account for the year ended 31st, March 2016

Particulars	Note No	Year Ended As At 31.03.2016	Year Ended As At 31.03.2015
I. Revenue from operations		37,788,916.56	58,950,067.80
II. Other Income	23	-	21,586.00
III. Total Revenue (I +II)		37,788,916.56	58,971,653.80
IV. Expenses:			
Cost of materials consumed	24	19,267,180.00	39,151,740.00
Purchase of Stock-in-Trade		-	-
Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	25	-	-
Employee benefit expense	26	4,755,000.00	5,274,083.00
Financial costs	27	406,909.22	124,282.88
Depreciation and amortization expense	28	2,059,350.36	917,614.78
Other expenses	29	6,616,176.36	7,759,063.07
Total Expenses		33,104,615.94	53,226,783.73
V. Profit before exceptional and extraordinary items and tax.	(III - IV)	4,684,300.62	5,744,870.07
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		4,684,300.62	5,744,870.07
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		4,684,300.62	5,744,870.07
X. Tax expense:			
(1) Current tax		1,781,340.00	1,858,418.00
(2) Deferred tax		(333,891.00)	(83,253.00)

(3) Income tax Adjustment		(92,920.00)	(37,878.00)
(4) Deferred tax Adjustment		-	-
XI. Profit(Loss) from the period from continuing operations.	(IX-X)	3,329,771.62	4,007,583.07
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from Discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		3,329,771.62	4,007,583.07
XVI. Earning per equity share:			
(1) Basic*		0.06	0.08
(2) Diluted		0.06	0.08

As per our report of even date attached.

For AGRAWAL GOYAL & CO.

Chartered Accountants

Sd/-

CA Saroj Kumar Thakur

Partner

Membership No. : 524561

FRN: 004977C

Place : New Delhi

Date: 27.05.2016

For and on behalf of the Board of Directors

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Sd/-

Archana Devi

(Director)

DIN : 07291299

Sd/-

Pramod Panda

(Director)

DIN : 07414834

GOLDLINE INTERNATIONAL FINVEST LIMITED

REG.OFFICE: FLAT No. 116, FIRST FLOOR,HEMKUNT CHAMBER, 89, NEHRU PLACE, NEW DELHI-110019

CIN: L74899DL1992PLC050250

Cash Flow Statement for the year ended 31st March, 2016

(Amount in Rs.)

	Particulars	<u>Year Ended As At</u> <u>31.03.2016</u>	<u>Year Ended As At</u> <u>31.03.2015</u>
1	A. CASH FLOW FROM OPERATING ACTIVITIES		
	Net profit before tax	4,684,300.62	5,744,870.07
	<i>Adjustment for:</i>		
	Depreciation & Amortisation Expenses	2,059,350.36	917,614.78
	Expenses Written off	562,118.00	562,116.00
	Operating Profit before Working capital changes	7,305,768.98	7,224,600.85
	<u>Changes in Working Capital:</u>		
	<i>Adjustments for (increase)/ decrease in operating assets:</i>		
	Trade & Other Receivables	(16,137,800.00)	(3,526,482.00)
	Other Current Assets	-	(87,000.00)
	<i>Adjustments for increase/ (decrease) in operating liabilities:</i>		
	Trade & Other Payables	(6,544,986.00)	(11,435,563.00)
	Other Current Liabilities	1,886,987.00	(35,672,309.00)
	Net Changes in Working Capital	(20,795,799.00)	(50,721,354.00)
	Cash Generated from Operations	(13,490,030.02)	(43,496,753.15)
	Direct Taxes (Paid)/ Refunds	1,765,498.00	757,588.00
	<u>Net Cash Flow from Operating Activities (A)</u>	(15,255,528.02)	(44,254,341.15)
2	B. CASH FLOW FROM INVESTING ACTIVITIES		
	Sale / (Purchase) of Investment	-	(2,000,000.00)
	Sale / (Purchase) of Fixed Assets	-	(6,223,868.00)
	Decrease (Increase) in Short Term Loans & Advances	11,355,240.44	45,155,676.40
	<u>Net Cash Flow from Investing Activities (B)</u>	11,355,240.44	36,931,808.40
3	C. CASH FLOW FROM FINANCING ACTIVITIES		
	Issue of share capital and Proceeds from Share Application Money	-	-
	Increase in Other Long Term Liabilities	2,079,183.00	3,483,528.00
	Preliminary Expenses incurred	-	(500,000.00)

<u>Net Cash Flow from Financing Activities (C)</u>	2,079,183.00	2,983,528.00
Net Increase / (Decrease) in Cash & Cash Equivalents (A+B+C)	(1,821,104.58)	(4,339,004.75)
D. Cash and cash equivalents at the beginning of the year / Period	3,865,800.35	8,204,805.10
E. Cash and cash equivalents at the end of the year/ Period	2,044,695.77	3,865,800.35

As per our report of even date attached.

For AGRAWAL GOYAL & CO.

Chartered Accountants

Sd/-

CA Saroj Kumar Thakur

Partner

Membership No. : 524561

FRN: 004977C

Place : New Delhi

Date: 27.05.2016

For and on behalf of the Board of Directors

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Sd/-

Archana Devi

(Director)

DIN : 07291299

Sd/-

Pramod Panda

(Director)

DIN : 07414834

Note :2 Share Capital

Particulars	As at 31.03.2016	As at 31.03.2015
<u>AUTHORIZED CAPITAL</u>		
5,25,10,000 Equity Shares of Rs. 10/- each.	525,100,000.00	525,100,000.00
<u>ISSUED</u>		
5,20,96,500 Equity Shares of Rs. 10/- each.	520,965,000.00	520,965,000.00
<u>SUBSCRIBED & PAID UP CAPITAL</u>		
5,20,96,500 Equity Shares of Rs. 10/- each.	520,965,000.00	520,965,000.00
Total	520,965,000.00	520,965,000.00

Note: 2A Reconciliation of No. of shares

Particulars	As at 31.03.2016	As at 31.03.2015
Number of Equity Shares at the beginning	52,096,500	52,096,500
Add:- Number of Shares Issued	-	-
Number of Equity Shares at the end	52,096,500	52,096,500

Note: 2B Details of Share holding more than 5% as at 31st March, 2016

Name	Class of Share	No. of Share Holding	Percentage of Holding
Gracious Software Ltd.	Equity	2,903,760	5.57%

Note : 3 Reserve & Surplus

Particulars	As at 31.03.2016	As at 31.03.2015
Profit & Loss Account		
Balance at the beginning of the year	5,229,806.28	1,222,223.21
Add: Transfer of Surplus from the Statement of Profit & Loss	3,329,771.62	4,007,583.07
Less: Used for Bonus Shares	-	-
Balance at the end of the year	8,559,577.89	5,229,806.28

(A)

Securities Premium Account

Balance at the beginning of the year		-	-
Add: Received during the year		-	-
Less: Utilised During the year		-	-
Balance at the end of the year	(B)	-	-
Total	(A+B)	8,559,577.89	5,229,806.28

Note : 4 Long Term Borrowings

Particulars	As at 31.03.2016	As at 31.03.2015
Secured		
Bonds / Debentures	-	-
<u>Term Loan</u>		
- From Bank	-	-
- From Other Parties	-	-
Car Loan	2,362,711.00	3,483,528.00
Deferred Payment Liabilities	-	-
Deposit	-	-
Unsecured		
Long Term Maturities of Finance lease obligation	-	-
Loans From Directors	-	-
Other Loans	3,200,000.00	-
Total	5,562,711.00	3,483,528.00

Note : 5 Deferred Tax Liabilities (Net)

Particulars	As at 31.03.2016	As at 31.03.2015
Deferred Tax Liability	-	-
Total	-	-

Note : 6 Other Long Term Liabilities

Particulars	As at 31.03.2016	As at 31.03.2015
Trade Creditors	-	-
Others	-	-
Total	-	-

Note :7 Long Term Provisions

Particulars	As at 31.03.2016	As at 31.03.2015
Provision from Employment Benefit	-	-
Other	-	-
Total	-	-

Note : 8 Short Term Borrowings

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Loan Repayable on Demand</u>		
- From Bank	-	-
- From Other Parties	-	-
Loans & Advances From Related Parties	-	-
Deposits	-	-
Others	-	-
Total	-	-

Note : 9 Trades Payable

Particulars	As at 31.03.2016	As at 31.03.2015
Other Payables	63,139,324.00	69,684,310.00
Total	63,139,324.00	69,684,310.00

Note : 10 Other current liabilities

Particulars	As at 31.03.2016	As at 31.03.2015
Audit Fees Payable	12,500.00	15,000.00
Salary Payable	4,661,620.00	2,540,602.00
Other Current Liabilities	20,295,617.00	20,527,148.00
Total	24,969,737.00	23,082,750.00

Note : 11 Short-term provisions

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Provision From Employees Benefit</u>	-	-
<u>Others</u>		
Provision For Income Tax	1,781,340.00	1,858,418.00
Total	1,781,340.00	1,858,418.00

Depreciation Chart as per companies Act' 2013 as on 31st March' 2015

Note : 12 Fixed Assets

Sr. No	Particulars	Gross Block				Depreciaton				Net Block	
		Value as on 01.04.2015	Addition during the year	Deductio n during the year	Value as on 31.03.2016	Value as on 01.04.2015	Addition during the year	Deductio n during the year	Value as on 31.03.2016	WDV as on 31.03.2016	WDV as on 31.03.2015
I	<u>Tangible Assets</u>										
1	Computer & Software	671,068.00	-	-	671,068.00	456,925.78	98,187.75	-	555,113.54	115,954.46	214,142.22
3	Furnitures & Fixtures	1,108,500.00	-	-	1,108,500.00	532,766.38	174,082.73	-	706,849.11	401,650.89	575,733.62
4	Office Equipment	81,500.00	-	-	81,500.00	45,586.65	16,161.01	-	61,747.66	19,752.34	35,913.35
5	Car	6,150,000.00	-	-	6,150,000.00	480,229	1,770,918.87	-	2,251,147.74	3,898,852.26	5,669,771.13
	SUB TOTAL (A)	8,011,068.00	-	-	8,011,068.00	1,515,507.68	2,059,350.36	-	3,574,858.04	4,436,209.96	6,495,560.32
II	<u>Intangible Assets</u>										
	-										
	SUB TOTAL (B)	-	-	-	-	-	-	-	-	-	-
	Total [A + B] (Current Year)	8,011,068.00	-	-	8,011,068.00	1,515,507.68	2,059,350.36	-	3,574,858.04	4,436,209.96	6,495,560.32
	(Previous Year)	1,787,200.00	6,223,868.00	-	8,011,068.00	597,892.90	917,614.78		1,515,507.68	6,495,560.32	1,189,307.10

Note : 13 Non Current Investment

Particulars	As at 31.03.2016	As at 31.03.2015
Investments (Non-Current)	31,624,000.00	31,624,000.00
Total	31,624,000.00	31,624,000.00

Note : 14 Deferred Tax Assets (Net)

Particulars	As at 31.03.2016	As at 31.03.2015
Deferred Tax	336,367.00	2,476.00
Total	336,367.00	2,476.00

Note : 15 Long Term Loans and Advances

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Capital Assets</u>		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
<u>Security Deposit</u>		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
<u>Loans & Advances to related parties</u>	-	-
<u>Other Loans & Advances</u>		
Total	-	-

Note : 16 Other Non Current Assets

Particulars	As at 31.03.2016	As at 31.03.2015
Long Term Trade Receivables		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
- Security Deposit	87,000.00	-
Total	87,000.00	87,000.00

Note :17 Current Investment

Particulars	As at 31.03.2016	As at 31.03.2015
Investment in Equity	-	-
Investment in Preference Shares	-	-
Investment in Govt Securities	-	-
Investment in debentures & Bonds	-	-
Investment in Mutual Fund	-	-
Investment in Partnership Firm	-	-
Others	-	-
Total	-	-

Note : 18 Inventories

Particulars	As at 31.03.2016	As at 31.03.2015
Raw Material	-	-
Work-in-Progress	-	-
Finished Goods	-	-
Stock-in-Trade	-	-
Stores & Spares	-	-
Loose Tools	-	-
Other (Specify the nature)	-	-
Goods-in-transit	-	-
Total	-	-

Note : 19 Trade Receivables

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Outstanding for more than six months</u>		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
<u>c) Doubtful</u>	-	-
<u>Others</u>		
<u>a) Secured, Considered Good :</u>	-	-
<u>b) Unsecured, Considered Good :</u>	-	-
Sundry Debtors	27664282.00	11,526,482.00
Others Receivables	-	-
Total	27664282.00	11,526,482.00

Note : 20 Cash & Cash Equivalent

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Cash-in-Hand</u>		
Cash Balance	565,909.13	1,636.14
Sub Total (A)	<u>565,909.13</u>	<u>1,636.14</u>
<u>Bank Balance</u>		
<u>Bank Balance (With Schedule Bank)</u>		
Balance With Scheduled Banks (ICICI BANK)	1478786.64	3,864,164.22
Sub Total (B)	<u>1478786.64</u>	<u>3,864,164.22</u>
Total [A + B + C]	<u><u>2,044,695.77</u></u>	<u><u>3,865,800.36</u></u>

Note : 21 Short Terms Loans and Advances

Particulars	As at 31.03.2016	As at 31.03.2015
Loans & Advances from related parties		
a) Secured, Considered Good :	-	-
b) Unsecured, Considered Good :	-	-
c) Doubtful	-	-
<u>Others</u>		
TDS	1586729.00	1,648,873.00
Loans & Advances	522,814.00	568,126,150.60
Total	<u><u>2,109,543.00</u></u>	<u><u>569,775,023.60</u></u>

Note : 22 Other Current Assets

Particulars	Rs.	As at 31.03.2016	Rs.	As at 31.03.2015
<u>Preliminary Expenses</u>	887,460.00		1,409,568.00	-
Add : Exp. in Current Year			=	
	<u>887,460.00</u>		<u>1,409,568.00</u>	
Less: (W/off)	<u>522,108.00</u>		<u>522,108.00</u>	887,460.00
Issue Expenses	40,010.00		80,018.00	
Less: (W/off)	<u>40,010.00</u>		<u>40,008.00</u>	40,010.00
Total		<u><u>365,352.00</u></u>		<u><u>927,470.00</u></u>

Note : 23 Other Income

Particulars	As at 31.03.2016	As at 31.03.2015
INCOME (OTHERS)		
Income Others		21,586.00
Total		21,586.00

Note : 24 Cost of Material Consumed

Particulars	As at 31.03.2016	As at 31.03.2015
Purchases	19211150.00	38,352,220.00
Freight Charges	56030.00	799,520.00
Total	19,267,180.00	39,151,740.00

Note : 25 Change in Inventories

Particulars	As at 31.03.2016	As at 31.03.2015
Closing Stock	-	-
Opening Stock	-	-
Total	-	-

Note : 26 Employment Benefit Expenses

Particulars	As at 31.03.2016	As at 31.03.2015
Salary	4755000.00	5,274,083.00
Total	4755000.00	5,274,083.00

Note : 27 Financial Cost

Particulars	As at 31.03.2016	As at 31.03.2015
Bank Charges	4302.22	898.88
Intt on Car Loan	402607	123,384.00
Total	406,909.22	124,282.88

Note : 28 Depreciation & Amortised Cost

Particulars	As at 31.03.2016	As at 31.03.2015
Depreciation	2,059,350.36	917,614.78
Total	2,059,350.36	917,614.78

Note : 29 Other Expenses

Particulars	As at 31.03.2016	As at 31.03.2015
<u>Administrative Expenses:</u>		
Advertisement Expenses	324,192.00	580,061.00
Audit Fees	15,000.00	15,000.00
Business Promotions	106,588.00	617,304.00
Convayance Expenses	104,357.00	175,344.00
Electricity & Water Charges	63,596.00	174,200.00
Listing Expenses	224,720.00	605,903.00
Commission	2,100,000.00	2,595,250.00
Filling Fees	500,539.00	178,691.00
Legal Expenses	183,068.00	-
Office Exps	-	88,594.10
Misc. Exp.	634,238.00	172,093.00
Postage and Courier Expenses	50,565.00	38,960.97
Printing & Stationary	96,440.00	95,276.00
Professional Charges	176,727.00	482,551.00
Rent	391,500.00	136,000.00
Repair & Maintanance	61,380.00	68,500.00
Staff Welfare	516,452.00	699,864.00
Insurance Expenses	129,796.00	-
Telephone Expenses	77,122.00	97,208.00
Tour & Travelling Expenses	250,254.00	370,127.00
Web Charges	-	6,020.00
Storage Expenses	47,524.36	-
Preliminary Expenses W/O	522,108.00	522,108.00
Issue Expenses W/o	40,010.00	40,008.00
Total	6,616,176.36	7,759,063.07

As per our report of even date attached.
For AGRAWAL GOYAL & CO.

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Chartered Accountants

Sd/-
CA Saroj Kumar Thakur
Partner
Membership No. : 524561
FRN: 004977C

Sd/-
Archana Devi
(Director)
DIN : 07291299

Sd/-
Pramod Panda
(Director)
DIN : 07414834

Place : New Delhi
Date: 27.05.2016

NOTES ANNEXED TO AND FORMING PART OF FINANCIAL STATEMENTS AS AT 31st MARCH, 2016

Note No. 1: SIGNIFICANT ACCOUNTING POLICIES

1.i Basis of Preparation of Financial Statements

The financial statements are prepared and presented under the historical cost convention on accrual basis of accounting in accordance with the generally accepted accounting principles in India ("GAAP"), applicable Accounting Standards issued by The Institute of Chartered Accountants of India and under the historical cost convention, on accrual basis.

1.ii Revenue Recognition :

Revenue is being recognized in accordance with the Guidance Note on Accrual Basis of Accounting issued by The Institute of Chartered Accountants of India. Accordingly, wherever there are uncertainties in the realization of income same is not accounted for till such time the uncertainty is resolved.

1.iii Treatment of Expenses :

All expenses are accounted for on accrual basis.

1.iv Fixed Assets:

Fixed Assets are stated at historical cost, less depreciation. Costs of fixed assets include taxes, duties, freight and other expense incidental and related there to the construction, acquisition, and installation of respective assets.

1.v Inventories :

Company does not have inventories at the end of year.

1.vi Depreciation / Amortization :

Depreciation on fixed assets has been provided on WDV method on prorata basis over the useful life prescribed in schedule II to the Companies Act, 2013 after considering salvage value of five percent of original cost. The Company has considered useful life of assets same as prescribed under the Companies Act, 2013.

Depreciation upto 31.03.2014 was provided on WDV method on prorata basis at the rates prescribed in schedule XIV to the Companies Act, 1956.

Due to transition from schedule XIV to schedule II, depreciation on assets existing as on 31.03.2014, has been provided in such a way so that assets should be depreciated after considering salvage value of five percent of original cost of the assets over a useful life of assets as prescribed under schedule II of the companies Act, 2013.

Assets of which useful life has already been expired but depreciation charged till previous financial year was less than 95% of original cost of the assets, difference of 95% of Original Cost and depreciation charged till last year, has been charged to profit and loss account as depreciation, if any.

Assets on which depreciation has already been charged above of 95% of Original Cost of the assets till previous financial year and written down value of the assets is less than 5% of Original Cost, salvage value has been considered remaining WDV as on first day of current financial year.

1.vii Taxes on Income :

- a. Provision for current tax has been made as per the provisions of Income Tax Act, 1961.
- b. Deferred tax has been recognized, subject to the consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent period.

1.viii Earning Per Share :

Basic earnings per share are 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.

1.ix Transaction in Foreign Currency:

No foreign Currency Transaction has made during the year.

1.x. Investments :

Long term investments are carried at cost. However, provision is made for diminution in value (if any), other than temporary, on an individual basis.

1.xi Accounting for Provisions, Contingent Liabilities and Contingent Assets :

Provisions, if any are recognized in terms of Accounting Standard 29 - Provisions, Contingent Liabilities and Contingent Assets (AS-29), notified by the Companies (Accounting Standards) Rules, 2006. Contingent Assets are not recognized in the financial statements.

1.xii Related Party Disclosure:

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

- List of related parties where control exists and related parties with whom transactions have taken place and relationships:

S No.	Name of the Related Party	Relationship
1	Gracious Software Limited	Enterprises over which Key Managerial Personnel are able to exercise significant influence

- Transactions during the year with related parties:

S No.	Nature of Transactions	Subsidiaries/ Beneficiary	Associates	Key Managerial Personnel	Others	Total
1	Loans and Advances	-	-	-	16,012 Cr. 620.00 Dr.	16,012 Cr. 620.00 Dr.

Note: Figures in italic represent Previous Year's amounts.

1. xiii Earning Per Share:

Particulars	As at 31.03.2016
-------------	------------------

Net profit after tax available for Equity Shareholders (Rs.) (A)	4,007,583.07
Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	52,096,500
Dilutive potential Equity Shares (Nos.)	-
Dilutive shares outstanding (Nos.) (C)	52,096,500
Nominal value per Equity Shares (Rs./ Share)	10
Basic Earnings per share (Rs./ Share) (A) / (B)	0.077
Diluted Earnings per share (Rs./ Share) (A) / (C)	0.077

For AGRAWAL GOYAL & CO.

GOLDLINE INTERNATIONAL FINVEST
LIMITED

Chartered Accountants

Sd/-

CA Saroj Kumar Thakur

Partner

Membership No. : 524561

FRN: 004977C

Sd/-

Archana Devi

(Director)

DIN : 07291299

Sd/-

Pramod Panda

(Director)

DIN : 07414834

Place : New Delhi

Date: 27.05.2016


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

Form No. MGT-11
Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

Name :	E-mail Id:
Address:	
Signature , or failing him	

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 24th Annual General Meeting of the company, to be held on the Wednesday, 28th September 2016 at 09.30 a.m. at Retreat Motel/Resort, Alipur, Main G.T. Road Near Palla Mod, Delhi-110036 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	To Receive, consider and Adopt statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2016		
2.	To Appoint of M/s. Nitesh Pratap Singh & Associates., Chartered Accountants as Statutory Auditors & fixing their remuneration		
3.	To appoint Mr Promod Panda (DIN: 07421931) as Director		
4.	To appoint Ms. ARCHANA DEVI (DIN: 07291299) as Non-executive Director		
5.	To appoint Mr Uma Shanker (DIN: 07414834) as Independent Director		
6.	To Subdivision of Equity Share Capital of the Company having face value of Rs.10 each to 1 each, subject to consent of the Shareholders.		
7.	To Alter the Capital Clause of Memorandum of Association consequent upon sub division		

* Applicable for investors holding shares in Electronic form.

Signed this ___ day of ___ 20___

Affix Revenue
Stamps

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder
across Revenue Stamp

Note:

1) 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.

2) The proxy need not be a member of the company.

ELECTRONIC VOTING PARTICULARS

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

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.


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.goldlineinternational ltd.com
 CIN No. L74899DL1992PLC050250

ATTENDANCE SLIP

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

Full name of the members attending _____

(In block capitals)

Ledger Folio No./Client ID No. _____ No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 24th Annual General Meeting of the GOLD LINE INTERNATIONAL FINVEST LIMITED, Address, on Wednesday, 28th September 2016 at Retreat Motel/ Resort, Alipur, Main G.T Road, Near Palla Mod, Delhi-110036 at 9.30 A.M.

(Member's/Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting

ROUTE - MAP OF AGM