

CIN: L19129WB1991PLC051486

Dated: 14.07.2014

The Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Tower
Dalal Street,
Mumbai-400001.

Dear Sir,

Please find enclosed the *Corporate Governance Report* for the Quarter ended 31st March, 2014.

Thanking You,
Yours faithfully,

For **Metropoli Overseas Ltd**

(Director)

DN: 0975048
(ASHOK KUMAR MOHTA)

Encl: as above

C.C.:

- 1) **The Calcutta Stock Exchange Association Ltd.,**
7, Lyons Range,
Kolkata-700 001

- 2) **The Madras Stock Exchange Limited.**
Exchange Building
Post Box No. 183,
11, Second Line Beach,
Chennai- 600 001

Administrative Office

Chatterjee International Centre,
33A, J.L. Nehru Road
12th Floor, Suite # 7, Kolkata 700071, India
Ph: +91 (33) 3048-1800/1801,
Fax: +91 (33) 3048-1802
Email: mail@cmimpex.com

Registered Office

2 BBD Bag (East), 2nd Floor
Kolkata 700071
Ph: +91 (33) 2248-4565

Quarterly Compliance Report on Corporate Governance

Name of the Company: Metropoli Overseas Limited

Quarter ending on: 30th June, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	491		
(A) Composition of Board	49 (IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to the Board and Committees	49 (IC)	Yes	
(D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	N.A	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	Already made in the Annual Report for the financial year 2012-2013. Shall be disclosed further in the next Annual report for the financial year 2013-2014.
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	Already made in the Annual Report for the financial year 2012-2013. Shall be disclosed further in the next Annual report for the financial year 2013-2014.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	Yes	Already made in the Annual Report for the financial year 2012-2013. Shall be disclosed further in the next Annual report for the financial year 2013-2014.

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MEROPOLI OVERSEAS LTD.

Mub
 Director

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