

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 31<sup>st</sup> 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: 30<sup>th</sup> June, 2014**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>I. Board of Directors</b>	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	
<b>II. Audit Committee</b>	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	
<b>III. Subsidiary Companies</b>	49 (III)	N.A	
<b>IV. Disclosures</b>	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.

### 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

**MEROPOLI OVERSEAS LTD.**

*Mub*  
 Director

### Registered Office

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

