

Quarterly Compliance Report on Corporate Governance

Name of the Company: Metropoli Overseas Limited

Quarter ending: 30th June, 2015.

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I. Board of Directors	49I		
(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(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of information by Audit Committee	49(IIIE)	Yes	
III. Subsidiary Companies	49(III)	N.A.	
IV. Disclosures	49(IV)		
(A) Basis of Related Party Transactions	49(IVA)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
(D) Proceeds from public issues, rights issues, preferential issues etc.	49(IVD)	N.A.	
(E) Remuneration of Directors	49(IVE)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
(F) Management	49(IVF)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.

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@cmmpex.com

Registered Office
2 BBD Bag (East), 2nd Floor
Kolkata 700071
Ph: +91 (33) 2248-4365



Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
(G) Shareholders	49(IVG)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
V. CEO/CFO Certification	49(V)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
VI. Report on Corporate Governance	49(VI)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.
VII. Compliance	49(VII)	Yes	Already made in the Annual Report for the Financial Year 2014-2015. Shall be disclosed further in the next Annual Report for the Financial Year 2015-2016.

Place: - KOLKATA

Date: - 07/07/2015

METROPOLI OVERSEAS LTD

Ajay B. S.

Director

Administrative Office

Chatterjee International Centre, 33A, J.L. Nehru Road
12th Floor, Suite # 7, Kolkata 700071, India
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> BBD Bag (East), 2nd Floor
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Ph: +91 (33) 2248-4565