

# FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



# Annual Return

Form language  English  Hindi

Refer the instruction kit for filing the form.

## I. REGISTRATION AND OTHER DETAILS

(i) \* Corporate Identification Number (CIN) of the company

U01100MH2011PLC225123

Pre-fill

Global Location Number (GLN) of the company

\* Permanent Account Number (PAN) of the company

AAQCS7491E

(ii) (a) Name of the company

WHITE ORGANIC RETAIL LIMITED

(b) Registered office address

312A, KAILAS PLAZA  
VALLABH BAUG LANE, GHATKOPAR (EAST)  
MUMBAI  
Mumbai City  
Maharashtra  
400077

(c) \*e-mail ID of the company

info@whiteorganics.co.in

(d) \*Telephone number with STD code

02225011983

(e) Website

(iii) Date of Incorporation

19/12/2011

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

Yes  No

(vi) \*Whether shares listed on recognized Stock Exchange(s)

Yes  No

(b) CIN of the Registrar and Transfer Agent

Pre-fill

Name of the Registrar and Transfer Agent

Registered office address of the Registrar and Transfer Agents

(vii) \*Financial year From date  (DD/MM/YYYY) To date  (DD/MM/YYYY)

(viii) \*Whether Annual general meeting (AGM) held  Yes  No

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted  Yes  No

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

\*Number of business activities

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	G	Trade	G2	Retail Trading	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

\*No. of Companies for which information is to be given

**Pre-fill All**

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	WHITE ORGANIC AGRO LIMITE	L01100MH1990PLC055860	Holding	100

## IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

### (i) \*SHARE CAPITAL

#### (a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	11,000,000	3,000,000	3,000,000	3,000,000
Total amount of equity shares (in Rupees)	110,000,000	30,000,000	30,000,000	30,000,000

Number of classes

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
<b>EQUITY SHARES</b>				
Number of equity shares	11,000,000	3,000,000	3,000,000	3,000,000
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	110,000,000	30,000,000	30,000,000	30,000,000

**(b) Preference share capital**

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

**(c) Unclassified share capital**

Particulars	Authorised Capital
Total amount of unclassified shares	0

**(d) Break-up of paid-up share capital**

Class of shares	Number of shares	Total nominal amount	Total Paid-up amount	Total premium
<b>Equity shares</b>				
<b>At the beginning of the year</b>	10,000	100,000	100,000	
<b>Increase during the year</b>	2,990,000	29,900,000	29,900,000	120,840,000
i. Public Issues	0	0	0	0
ii. Rights issue	2,280,000	22,800,000	22,800,000	120,840,000
iii. Bonus issue	710,000	7,100,000	7,100,000	0
iv. Private Placement/ Preferential allotment	0	0	0	0
v. ESOPs	0	0	0	0

vi. Sweat equity shares allotted	0	0	0	0
vii. Conversion of Preference share	0	0	0	0
viii. Conversion of Debentures	0	0	0	0
ix. GDRs/ADRs	0	0	0	0
x. Others, specify <input type="text"/>				
<b>Decrease during the year</b>	0	0	0	0
i. Buy-back of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
<b>At the end of the year</b>	3,000,000	30,000,000	30,000,000	
<b>Preference shares</b>				
<b>At the beginning of the year</b>	0	0	0	
<b>Increase during the year</b>	0	0	0	0
i. Issues of shares	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0
iii. Others, specify <input type="text"/>				
<b>Decrease during the year</b>	0	0	0	0
i. Redemption of shares	0	0	0	0
ii. Shares forfeited	0	0	0	0
iii. Reduction of share capital	0	0	0	0
iv. Others, specify <input type="text"/>				
<b>At the end of the year</b>	0	0	0	

(ii) Details of stock split/consolidation during the year (for each class of shares)

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

**(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) \***

- Nil  
 [Details being provided in a CD/Digital Media]  Yes  No  Not Applicable
- Separate sheet attached for details of transfers  Yes  No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting		<input type="text"/>	
Date of registration of transfer (Date Month Year)		<input type="text"/>	
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares, 3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor		<input type="text"/>	
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee		<input type="text"/>	
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

Date of registration of transfer (Date Month Year) <input type="text"/>			
Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
Ledger Folio of Transferor <input type="text"/>			
Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name
Ledger Folio of Transferee <input type="text"/>			
Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
	Surname	middle name	first name

**(iv) \*Indebtedness including debentures (Outstanding as at the end of financial year)**

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Secured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			0
Unsecured Loans (including interest outstanding/accrued but not due for payment) excluding deposits			18,900,000
Deposit			0
<b>Total</b>			18,900,000

**Details of debentures**

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

**(v) Securities (other than shares and debentures)**

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

**V. \*Turnover and net worth of the company (as defined in the Companies Act, 2013)****(i) Turnover**

1,603,603,480

**(ii) Net worth of the Company**

206,374,339

**VI. (a) \*SHARE HOLDING PATTERN - Promoters**

S. No.	Category	Equity	Preference
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		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	6	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	2,999,994	100	0	
10.	Others	0	0	0	
	<b>Total</b>	3,000,000	100	0	0

**Total number of shareholders (promoters)**

7

**(b) \*SHARE HOLDING PATTERN - Public/Other than promoters**

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	0	0	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	



2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	0	0	0	
10.	Others	0	0	0	
	<b>Total</b>	0	0	0	0

**Total number of shareholders (other than promoters)**

0

**Total number of shareholders (Promoters+Public/  
Other than promoters)**

7

**VII. \*NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS  
(Details, Promoters, Members (other than promoters), Debenture holders)**

Details	At the beginning of the year	At the end of the year
Promoters	7	7
Members (other than promoters)	0	0
Debenture holders	0	0

**VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

**(A) \*Composition of Board of Directors**

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive

<b>A. Promoter</b>	2	0	1	1	0	0
<b>B. Non-Promoter</b>	0	1	0	2	0	0
(i) Non-Independent	0	0	0	0	0	0
(ii) Independent	0	1	0	2	0	0
<b>C. Nominee Directors representing</b>	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	2	1	1	3	0	0

**Number of Directors and Key managerial personnel (who is not director) as on the financial year end date** 6

**(B) (i) \*Details of directors and Key managerial personnel as on the closure of financial year**

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
DARSHAK MAHESH R	03121939	Managing Director	1	
PRASHANTT MAHESH	03138082	Director	1	
JIGNA VISHAL THAKK	07279163	Director	0	
PRITESH HASMUKHLA	08368392	Director	0	
RONAK VINOD DESAI	AOCPD8042B	CFO	1	
Charmi Jobalia	CUNPS0679A	Company Secretar	0	10/10/2019

**(ii) Particulars of change in director(s) and Key managerial personnel during the year**

14

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
JIGNA THAKKAR	07279163	Additional director	12/04/2018	APPOINTMENT
AMIT RAMBHIA	00165919	Additional director	12/07/2018	APPOINTMENT
DARSHAK RUPANI	03121939	Managing Director	15/07/2018	APPOINTMENT
KUNAL BHAYANI	AXCPB2907Q	CFO	03/08/2018	APPOINTMENT
CHARMI JOBALIA	CUNPS0679A	Company Secretary	15/06/2018	APPOINTMENT
RONAK DESAI	AOCPD8042B	CFO	08/02/2019	APPOINTMENT
PRITESH DOSHI	08368392	Director	21/02/2019	APPOINTMENT
CHANDRESH JAIN	02565522	Director	11/07/2018	RESIGNATION
VISHAL CHAVDA	03094339	Additional director	25/08/2018	RESIGNATION
AMIT RAMBHIA	00165919	Additional director	24/08/2018	RESIGNATION
KUNAL BHAYANI	AXCPB2907Q	CFO	26/08/2018	RESIGNATION
CHARMI JOBALIA	CUNPS0679A	Company Secretary	27/09/2018	RESIGNATION
VISHAL CHAVDA	03094339	Additional director	12/04/2018	APPOINTMENT
CHARMI JOBALIA	CUNPS0679A	Company Secretary	10/02/2019	APPOINTMENT

## IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

### A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

4

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Extraordinary General Meeting	09/07/2018	7	5	99.98
Extraordinary General Meeting	30/07/2018	7	5	99.98
Annual General Meeting	28/09/2018	7	5	99.98
Extraordinary General Meeting	21/02/2019	7	5	99.98

**B. BOARD MEETINGS**

\*Number of meetings held

13

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	12/04/2018	3	3	100
2	30/05/2018	5	5	100
3	16/06/2018	5	5	100
4	12/07/2018	5	5	100
5	25/07/2018	5	4	80
6	30/07/2018	5	5	100
7	31/07/2018	5	4	80
8	10/08/2018	5	4	80
9	31/08/2018	3	3	100
10	28/09/2018	3	3	100
11	16/01/2019	3	3	100
12	08/02/2019	3	3	100

**C. COMMITTEE MEETINGS**

Number of meetings held

4

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	12/07/2018	3	3	100
2	Audit Committee	25/07/2018	3	3	100
3	Audit Committee	31/07/2018	3	3	100
4	Nomination & I	12/07/2018	3	3	100

**D. \*ATTENDANCE OF DIRECTORS**

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	28/09/2019
								(Y/N/NA)
1	DARSHAK MA	13	13	100	3	3	100	Yes
2	PRASHANTT	13	13	100	0	0	0	Yes
3	JIGNA VISHA	12	12	100	4	4	100	Yes
4	PRITESH HAS	1	1	100	0	0	0	Yes

**X. \*REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of CEO, CFO and Company secretary whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

Number of other directors whose remuneration details to be entered

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1							0
	Total						

**XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES**

\* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year  Yes  No

B. If No, give reasons/observations

The Company has generally complied with the provision of Act except as mentioned in MGT 8.

**XII. PENALTY AND PUNISHMENT - DETAILS THEREOF**

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES  Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

**XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment**

Yes  No

**XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES**

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

RACHANA MARU

Whether associate or fellow

Associate  Fellow

Certificate of practice number

16210

**I/We certify that:**

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

### Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ...  dated

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

**Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.**

#### To be digitally signed by

Director



DIN of the director

#### To be digitally signed by



- Company Secretary  
 Company secretary in practice

Membership number

Certificate of practice number

#### Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachement(s), if any

#### List of attachments

- 

MGT 8 WORL RM 2019.pdf  
Board Meeting details.pdf  
SHP- WORL 31032019.pdf

**This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company**

# Attachments



## **WHITE ORGANIC RETAIL LIMITED**

(FORMERLY KNOWN AS WHITE ORGANIC RETAIL PRIVATE LIMITED)

312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East), Mumbai - 400 077. INDIA

Tel: +91.22.25011983 | Fax: +91.22.25011984 | Web: whiteorganics.co.in |

Email: info@whiteorganics.co.in | CIN: U01100MH2011PLC225123

### **List of Shareholders as on 31<sup>st</sup> March 2019**

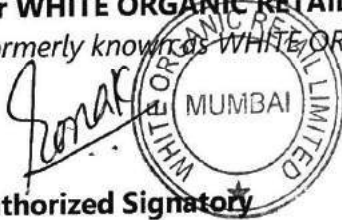
Sr. No.	Name of the Shareholder	No. of Equity Shareholders of Rs. 10/- each
1	White Organic Agro Limited (Formerly known as White Diamond Industries Limited) <b>Address:</b> 312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East), Mumbai 400077 CIN: L01100MH1990PLC055860	29,99,994
2	Mr. Darshak M. Rupani* <b>Address:</b> 1101, Neelkanth Tower, Garodia Nagar, Ghatkopar (East), Mumbai - 400 077.	01
3	Keval Sheth * (Nominee of White Organic Agro Limited)	01
4	Ronak Desai * (Nominee of White Organic Agro Limited)	01
5	Ashok Jain * (Nominee of White Organic Agro Limited)	01
6	Vishal Chavda* (Nominee of White Organic Agro Limited)	01
7	Prashantt Rupani * (Nominee of White Organic Agro Limited)	01
	<b>TOTAL</b>	<b>30,00,000</b>

*\*Beneficial interest held by White Organic Agro Limited*

**For WHITE ORGANIC RETAIL LIMITED**

(Formerly known as WHITE ORGANIC RETAIL PRIVATE LIMITED)

**Authorized Signatory**







## **WHITE ORGANIC RETAIL LIMITED**

**(FORMERLY KNOWN AS WHITE ORGANIC RETAIL PRIVATE LIMITED)**

**312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East), Mumbai - 400 077. INDIA**

**Tel: +91.22.25011983 | Fax: +91.22.25011984 | Web: whiteorganics.co.in |**

**Email: info@whiteorganics.co.in | CIN: U01100MH2011PLC225123**

### **IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS**

#### **B. BOARD MEETINGS**

**Number of meetings held: 13 – Complete list of meetings**

<b>S. No.</b>	<b>Date of Meeting</b>	<b>Total Number of Members as on the date of the meeting</b>	<b>Number of members attended</b>	<b>% of attendance</b>
1.	12/04/2018	3	3	100
2.	30/05/2018	5	5	100
3.	16/06/2018	5	5	100
4.	12/07/2018	5	5	100
5.	25/07/2018	5	4	80
6.	30/07/2018	5	5	100
7.	31/07/2018	5	4	80
8.	10/08/2018	5	4	80
9.	31/08/2018	3	3	100
10.	28/09/2018	3	3	100
11.	16/01/2019	3	3	100
12.	08/02/2019	3	3	100
13.	22/02/2019	4	4	100

**Rachana J. Maru**  
**Practicing Company Secretary**

B-1704, Meru Towers, Dr.Ambedkar Road, Lalbaung Mumbai-400033; Contact Details : +919819131526; rachmaru90@gmail.com

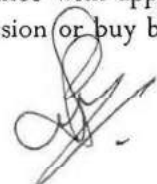
**Form No. MGT-8**

[Pursuant to Section 92(2) of the Companies Act, 2013 and Rule 11(2) of Companies (Management and Administration) Rules, 2014]

**CERTIFICATE BY COMPANY SECRETARY IN PRACTICE**

We have examined the registers, records and books and papers of **White Organic Retail Limited** (the Company) formerly known as White Organic Retail Private Limited, (CIN - **U01100MH2011PLC225123**) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on **31<sup>st</sup> March 2019**. In our opinion and to the best of our information and according to the examinations carried out by us and explanations furnished to us by the Company, its officers and agents, we certify that:

- A. The Annual Return states the fact as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year;
- 1) The Company has complied with the provisions of the Act and the rules framed thereunder in respect of its status under the Act;
  - 2) The Company has complied with the provisions of the Act and the rules framed thereunder with respect to maintenance of registers/records & making entries therein within the time prescribed therefor;
  - 3) The Company has generally complied with the provisions of the Act and the rules framed thereunder with respect to filing of forms and returns with the Registrar of Companies within / beyond the prescribed time;
  - 4) The Company has complied with the provision of the Act and the rules framed thereunder with respect to calling, convening and holding meetings of the Board of Directors, and General Meetings of the Members of the Company on dates as stated in the Annual Return. Further in respect of the aforesaid Board Meetings proper notices were given; the proceedings (including circular resolutions) have been properly recorded in the Minute Book and the respective registers maintained for the same have been signed;
  - 5) The Company was not required to close its Register of Members;
  - 6) The Company has not made any advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act;
  - 7) The transactions entered by the Company with related parties is carried out at arm's length and are in ordinary course of business and do not fall within the purview of Section 188 of the Act and the rules framed thereunder;
  - 8) The Company has increased the authorised capital and has issued and allotted shares under bonus and right issue; issued share certificates in all instances in Compliance with applicable provisions of the Act. Apart from this there were no transfer or transmission or buy back of



securities/ redemption of preference shares or debentures/ reduction of share capital/ conversion of shares/ securities during the year under review.

- 9) The Company was not required to keep in abeyance the rights to dividend, rights shares and bonus shares as there was no pending registration of transfer of shares;
- 10) The Company or its Board of Directors has not declared any dividend neither was required to pay the same. Further, during the year under review, there were no unpaid/unclaimed dividend/other amounts to be transferred to Investor Education and Protection Fund in accordance with section 125 of the Act.
- 11) The Company has complied with the provisions of Section 134 of the Act and the rules framed thereunder with respect to signing of audited financial statement for the F.Y. 2017-18 and report of directors for F.Y. 2017-18 as per sub-sections (3), (4) and (5) thereof.
- 12) The Company has complied with the provisions of the Act and the rules framed thereunder with respect to appointment, re-appointment, constitution, disclosures of the Directors. No remuneration was paid to either of the Directors and KMPs.
- 13) The Company has complied with the provisions of Section 139 of the Act and the rules framed thereunder;
- 14) The Company was not required to obtain any approvals from the Central Government, Registrar of Companies, Regional Director, Court or such other authorities under the various provisions of the Act;
- 15) The Company has not accepted/renewed/repaid any deposits;
- 16) The Company has borrowed certain funds from its Directors and holding Company (Inter- corporate) in Compliance with the provisions of the Act; except that the Company has borrowed funds from a party restricted as per the provisions of Companies Act, 2013. Apart from this, the Company has not borrowed any funds from public financial institutions, banks and others. Further the Company has not created, modified or satisfied charges created during the year under review.
- 17) The Company has not granted any loans, made any investments, or given any guarantees as provided under Section 186 of the Companies Act, 2013;
- 18) The Company has altered the Memorandum of Association and Articles of Association in compliance with applicable provisions of the Act.

Signature  
Name of the Company Secretary in

Practice : Rachana Maru

ACS : 41825

CP No. : 16210

UDIN : A041825A000544140

Date : 31/12/2019

Place : Mumbai