



**WHITE ORGANIC  
RETAIL LIMITED**



**2019-2020**

**ANNUAL REPORT |**



[www.whiteorganics.in](http://www.whiteorganics.in)



## WHITE ORGANIC RETAIL LIMITED

CIN: U01100MH2011PLC225123

---

### ANNUAL REPORT 2019-20

---

#### Registered Office:

312A, Kailas Plaza  
VallabhBaug Lane  
Ghatkopar (East),  
Mumbai 400077

#### Statutory Auditors:

Guptaraj & Co.  
Chartered Accountants,  
2-C Mayur Apartments,  
Dadabhai Cross Road No.3  
Vile Parle (West)  
Mumbai- 400 056

#### Register and Transfer Agents:

Link Intime Pvt. Ltd

#### Board of Directors

Mr. Prashant Rupani – Non - Executive Director  
Mr. Darshak Rupani - Managing Director  
Mrs. Jigna Thakkar – Independent Women Director  
Mr. Pritesh Doshi - Independent Director

#### Contents:

- ↳ Notice of the Annual General Meeting
- ↳ Board's Report and its Annexure
- ↳ Management Discussion and Analysis Report
- ↳ Annual Audited Financial Statements  
(With audit report, schedules and notes)
- ↳ Attendance Slip

## NOTICE OF 9<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 9<sup>th</sup> Annual General Meeting of the Members of White Organic Retail Limited will be held on Monday, September 28, 2020, at 09:30 AM through Video Conferencing / Other Audio Visual Means (OAVM).

### **ORDINARY BUSINESS**

1. To consider and adopt the Annual Audited Financial Statements for the financial year ended 31<sup>st</sup> March, 2020, together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint Director in place of Mr. Prashantt Rupani (DIN: 03138082), who retires by rotation and being eligible has offered himself for reappointment.

### **SPECIAL BUSINESS**

3. **Approval of the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013**

*To consider and if thought fit, to pass the following resolution as a Special Resolution:*

**RESOLVED THAT** pursuant to the provisions of Section 186 of the Companies Act, 2013 ("the Act") read with the Companies (Meetings of Board and its Powers) Rules, 2014 and other applicable provisions, if any, of the Act (including any modification or re-enactment thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary, consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include, unless the context otherwise requires, any committee of the Board or any officer(s) authorized by the Board to exercise the powers conferred on the Board under this resolution), to (i) give any loan to any person or other body corporate; (ii) give any guarantee or provide any security in connection with a loan to any other body corporate or person and (iii) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, as they may in their absolute discretion deem beneficial and in the interest of the Company, subject however that the aggregate of the loans and investments so far made in and the amount for which guarantees or securities have so far been provided to all persons or bodies corporate along with the additional investments, loans, guarantees or securities proposed to be made or given or provided by the Company, from time to time, shall not exceed a sum of 75 Crores (Rupees Seventy Five Crore only) over and above the limit of 60% of the paid-up share capital, free reserves and securities premium account of the Company or 100% of free reserves and securities premium account of the Company, whichever is more, as prescribed under Section 186 of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any of the Director/s, CFO, CS be and hereby authorized to sign documents, do all such acts, deeds and things as may be necessary in this regard including filing of necessary e-forms, and intimations to such other authorities as may be required."

4. *To consider and if thought fit, to pass with or without modification, the following resolutions as Special Resolution:*

***To approve re-appointment of Mr. Darshak M. Rupani (DIN: 03121939) as Managing Director of the Company***

**"RESOLVED THAT** pursuant to section 196, 197 and 203 of the Companies Act, 2013) read with Schedule V of the Companies Act, 2013 and other applicable provisions if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification or re-enactment thereof for the time being in force) and pursuant to approval and recommendation of Nomination and Remuneration Committee, Audit Committee and the Board; the applicable clauses of Articles of Association of the Company, the consent of the members be and is hereby accorded for re-appointment of Mr. Darshak M. Rupani (DIN: 03121939) as Managing Director of the Company for a period of 3 years with effect from 15<sup>th</sup> July, 2021 on following terms and conditions and for NIL remuneration / perquisites or consideration of any nature:

## I. Terms of appointment:

- a. The Managing Director shall be entitled to leave as per the Policy of the Company. Leave accumulated and not availed at the time of leaving the services of the Company shall be allowed to be encashed. This will not be considered as a perquisite.
- b. The Managing Director shall be entitled for re-imbusement of expenses incurred on behalf of the Company.
- c. The Managing Director shall be liable to retire by rotation.
- d. The appointment of Mr. Darshak M. Rupani as Managing Director shall be terminable by either party by a notice of two months, in writing.
- e. Disputes between the Company and the Managing Director or their legal heirs or with the legal representatives may be settled by Arbitration under the Indian Arbitration Act 1940.
- f. The Managing Director shall not be entitled to any sitting fees for attending the meetings of the Board or any Committee thereof.
- g. The Managing Director shall not become interested or otherwise concerned directly or in any selling agency of the Company except with the consent of the Company and in accordance with the provisions of the applicable laws in force.

**RESOLVED FURTHER THAT** any Director of the Company be and is hereby authorized to do all such necessary acts, deeds and things required to give effect to the above resolution or otherwise considered to be in the best interest of the Company; without seeking any further permission and approval from the members as required."

**By Order of the Board**

---Sd/---

**Mr. Darshak Rupani**  
**Managing Director**  
**DIN: 03121939**

**Date : 05/09/2020**

**Place: Mumbai**

### **Registered Office of the Company**

312A, Kailas Plaza  
Vallabh Baug Lane  
Ghatkopar (East),  
Mumbai 400077

### **Notes:**

- The Company has granted exemption to the Statutory Auditor from attending the Annual General Meeting.
- As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020. The forthcoming AGM will thus be held through video conferencing (VC) or other audio visual means (OAVM). Hence, members can attend and participate in the ensuing AGM through VC/OAVM.
- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and MCA Circulars dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
- The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
- The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
- Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.

- In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at [whiteorganics.co.in](http://whiteorganics.co.in). The Notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at [www.bseindia.com](http://www.bseindia.com). The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. [www.evotingindia.com](http://www.evotingindia.com).
- The AGM has been convened through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circular No. 14/2020 dated April 8, 2020 and MCA Circular No. 17/2020 dated April 13, 2020 and MCA Circular No. 20/2020 dated May 05, 2020.

### **THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER:**

- (i) The voting period begins on **Friday, September 25<sup>th</sup>, 2020** and ends on **Sunday, September 27<sup>th</sup>, 2020**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date – **Monday, September 21<sup>st</sup>, 2020** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's **EASI/EASIEST** e-services, you can log-in at <https://www.cdslindia.com> from [Login - Myeasi](#) using your login credentials. Once you successfully log-in to CDSL's **EASI/EASIEST** e-services, click on **e-Voting** option and proceed directly to cast your vote electronically.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

| <b>For Shareholders holding shares in Demat Form and Physical Form</b> |  |
|--|--|
| PAN  | <ul style="list-style-type: none"> <li>• Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</li> <li>• Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li> </ul> |

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in DEMAT form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the DEMAT holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant **White Organic Retail Limited** on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "**m-Voting**". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

### **PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:**

- (i) **For Physical shareholders-** please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
- (ii) **For Demat shareholders -**, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to **Company/RTA email id**.

#### INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at <https://www.evotingindia.com> under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least **4 days prior to meeting** mentioning their name, DEMAT account number/folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **3 days prior to meeting** mentioning their name, DEMAT account number/folio number, email ID, mobile number at [info@whiteorganics.co.in](mailto:info@whiteorganics.co.in). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

#### INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
2. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
3. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
4. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.

#### NOTE FOR NON – INDIVIDUAL SHAREHOLDERS AND CUSTODIANS

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [info@whiteorganics.co.in](mailto:info@whiteorganics.co.in) (designated email address by company); if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

**If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).**

**All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25<sup>th</sup> Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.**

**DETAILS OF DIRECTORS SEEKING REAPPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING**

|   |  |  |
|---|--|--|
| <b>Name</b>   | Mr. Darshak Rupani   | Mr. Prashantt Rupani   |
| <b>Date of Birth</b>  | December 17, 1980  | 19/11/1976   |
| <b>Date of Appointment</b>  | December 19 2011 (Since Incorporation)<br>Appointed as Managing Director on July 15, 2018  | 04/06/2012   |
| <b>Brief Profile</b>  | Mr. Darshak Mahesh Rupani aged 40 years, is the Managing Director and Promoter of our Company. Mr. Darshak is an IT Graduate from Clarendon College, Sydney. He has been on the Board of the company since incorporation and have more than 17 years of experience in Hospitality and Retail. He is a Young dynamic entrepreneur with farming being inherited from ancestors and is actively involved with administrative and financial management of the company. | Mr. Prashantt Rupani is a commerce graduate from Mumbai University aged about 44 years and has worked in the business Process Outsourcing Industry for more than 14 years. He is a dynamic entrepreneur with diversified experience which helps the organizations get pure perspective. He has around 15 years of experience in export import of agricultural goods. He is actively involved with overall supervision of the activities which are taking place in the company. |
| <b>Qualification</b>  | IT Graduate  | Commerce Graduate  |
| <b>Directorships held in other companies (excluding section 8 and foreign companies)</b>  | 1. Sapna Infratech Private Limited<br>2. White Organic Agro Limited (Holding Company)<br>3. Blueshell Systems Private Limited<br>4. Witwize Fashion Private Limited  | 1. Sapna Infratech Private Limited<br>2. White Organic Agro Limited (Holding Company)<br>3. Blueshell Systems Private Limited<br>4. Witwize Fashion Private Limited  |
| <b>Memberships of committees across other companies (includes only Audit &amp; Shareholders / Stakeholder Relationship Committee)</b> | 2  | NIL  |
| <b>Shares held in the Company</b>   | 01 Equity Share as Nominee of White Organic Agro Limited   | 01 Equity Share as Nominee of White Organic Agro Limited   |
| <b>Relationship between directors inter-se</b>  | Mr. Prashantt Rupani and Mr. Darshak Rupani are brothers   | Mr. Prashantt Rupani and Mr. Darshak Rupani are brothers   |

**By Order of the Board**

**Sd/-**

**Mr. Darshak Rupani  
Managing Director  
DIN: 03121939**

**Date : 05/09/2020**

**Place: Mumbai**

## **EXPLANATORY STATEMENT TO THE NOTICE OF 09<sup>TH</sup> ANNUAL GENERAL MEETING**

AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH ACCOMPANYING RULES AND SECRETARIAL STANDARD 2

### **Item No. 3: Approval of the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013**

Business economies and dynamics are fast changing which calls for quick decisions by the Management. In order to make optimum use of funds available with the Company, to collaborate, expand and to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

The provisions of Section 186 of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014, as amended to date, provides that no company is permitted to, directly or indirectly, (a) give any loan to any person or other body corporate; (b) give any guarantee or provide security in connection with a loan to any other body corporate or person; and (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding sixty percent of its paid-up share capital, free reserves and securities premium account or one hundred per cent of its free reserves and securities premium account, whichever is more. Further, the said Section provides that where the giving of any loan or guarantee or providing any security or the acquisition as provided under Section 186(2) of the Act, exceeds the limits specified therein, prior approval of Members by means of a Special Resolution is required to be passed at a general meeting.

In view of the above and considering the longterm business plans of the Company, which requires the Company to make sizeable loans / investments and issue guarantees / securities to persons or bodies corporate, from time to time, prior approval of the Members is being sought for enhancing the said limits and approve the ones proposed in the given draft resolution.

The Directors recommend that the Item No. 3 as set out in the accompanying Notice be passed as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the aforesaid Resolution.

### **Item No.4: Re-appointment of Mr. Darshak M. Rupani (DIN: 03121939) as Managing Director of the Company**

Tenure of appointment of Mr. Darshak Rupani to the current designation of Managing Director is due for renewal with effect from 15<sup>th</sup> July, 2021. The Nomination and Remuneration Committee, Audit Committee and the Board of Directors of the Company in their respective meetings held on 04<sup>th</sup> September, 2020 and 05<sup>th</sup> September respectively approved the re-appointment of Mr. Darshak M. Rupani as Managing Director of the Company for a further period of three years with effect from 15<sup>th</sup> July, 2021.

As per the provisions of Section 196, 197, 203 and Schedule V of the Companies Act, 2013 read with Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, the terms of appointment of Managing Director of the Company set out in the resolution, is required to be approved by the Shareholders of the Company in the General Meeting by means of special resolution.

Accordingly the Board recommends resolution No 4 as set forth in the Notice of Annual General Meeting to be passed as Special resolution.

Mr. Darshak Rupani (being the Appointee) and Mr. Prashantt Rupani (being relative of the Appointee) are interested in the resolution. None of the other Directors or KMP's of the Company or their relatives are is in any way concerned or interested, financially or otherwise, in the said resolution except to the extent of their Shareholding in the Company.

#### **I. General Information**

- i. **Nature of Industry:** Production and retail trading of organic food products.



- ii. **Date or expected date of commencement of commercial production.:** The Company is presently engaged in production and trading of organic food items and is engaged in the same line of business since October 2016.
- iii. **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable since the Company is already operational.
- iv. **Financial performance based on given indicators:**

➤ The key indicators of financial performance of the Company based on the last three audited financial statements are set out below.

| Particulars                   | 2017-18<br>(Amount Lacs) | 2018-19<br>(Amount Lacs) | 2019-20<br>(Amount Lacs) |
|-------------------------------|--------------------------|--------------------------|--------------------------|
| <b>Sales and Other Income</b> | 8399.56                  | 16132.39                 | 7086.98                  |
| <b>Net Profit Before Tax</b>  | 437.24                   | 254.47                   | 23.31                    |
| <b>Net Profit After Tax</b>   | 302.72                   | 179.56                   | 17.07                    |

- v. Foreign investments or collaborations, if any: NIL.

## II. **Information about Mr. Darshak Rupani**

- i. Background details -  
Mr. Darshak Rupani has over 17 years of experience of management spread across in different fields and industries. He has a graduate degree in Information Technology from Clarendon College, Sydney. He is designated as Managing Director of the Company since July, 2018.
- ii. Past remuneration  
No remuneration is paid to Mr. Darshak Rupani as the remuneration arrangement is with the Holding Company.
- iii. Recognition or awards: None
- iv. Job profile and his suitability  
As the Managing Director he is key person responsible for providing vital inputs for effective functioning, diversification and general overall management of the company. Mr. Darshak Rupani's rich experience spans across various fields and his leadership skills and expertise have helped the Company to Grow and diversify. His guidance and dedication have helped the Company to successfully venture out in the retail sectors, raise funds through primary market and facilitated the listing of this Company on the SME Platform of BSE Limited during the previous financial year. His association with the entity since incorporation and his dedication to uplift the Company and tap the organic product market under the present circumstances has stabilized the Company and has strengthen its base for a perfect sustainable launch in the organic product market.
- v. Remuneration proposed  
  
No remuneration will be paid to Mr. Darshak Rupani as the remuneration arrangement is with the Holding Company.
- vi. Comparative remuneration profile: Not Applicable.
- vii. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.: Relative of Mr. Prashantt Rupani (Director of the Company).

## III. **Other information:**

- i. Reasons of loss or inadequate profits  
Since No remuneration is payable, this point is not applicable.
- ii. Steps taken or proposed to be taken for improvement  
NA
- iii. Expected increase in productivity and profits in measurable terms

Due to increase in demand of the organic food sector; the company expects growth and profits in coming years.

**By Order of the Board**

**For White Organic Retail Limited**

**Sd/-**

**Mr. Darshak Rupani  
Managing Director  
DIN: 03121939**

**Date : 05/09/2020**

**Place: Mumbai**

## **BOARD'S REPORT**

To,  
The Members of  
**White Organic Retail Limited ("Your Company")**  
**[Formerly known as White Organic Retail Private Limited &  
Sapna Infraventure Private Limited]**

Your Directors are pleased to present the annual report of your Company together with the audited financial statement and the Auditors' Report of your company for the financial year ended March 31, 2020.

### **1. Financial Highlights:**

The Financial performance of the Company during the F.Y. 2019-2020 is as under:

**(Amount in Lacs.)**

| Particulars                              | For the year ended<br>March 31, 2020 | For the year ended<br>March 31, 201 |
|--|--------------------------------------|-------------------------------------|
| <b>Revenues</b>                          | 7086.79                              | 16132.39                            |
| <b>Expenses</b>                          | 7,063.48                             | 15877.92                            |
| <b>Profit / (Loss) Before Income Tax</b> | 23.31                                | 254.47                              |
| <b>Net Profit /(loss)</b>                | 17.08                                | 179.38                              |

### **2. Company's Affairs**

White Organic Retail (BSE: WORL) is into trading of Agriculture produce like Cereals, Pulses, Grains, Fruits and Vegetables etc. Our company had commenced the operations of trading in Agricultural products including Organic and other Products and started Distribution and Retailing of those Products in October 2016. The Company is promoted by White Organic Agro Limited, Mr. Darshak Mahesh Rupani and Mr. Prashant Mahesh Rupani.

The Company is focusing on expansion of retail segment of the business and exploring models like online e-store and tie ups with e-marketplaces, like Grofers, Big Basket and Amazon, and the export channel with strategic tie-ups with international companies.

The management believes buying organically grown food and healthy powders, free of harmful chemicals, bursting with more nutrition, taste, and sustainable sustenance is a direct vote for immediate health and the hopeful future of generations to come. Commercially it is very much viable business and biggest consumer market of the World is India.

Total revenue of the Company for the reporting financial year is Rs. 70,86,79,347/- and the net profit after tax for the year is Rs. 17,07,892/-.

### **3. Change in Nature of Business**

There are no changes in the nature of business during the Financial Year 2019 – 2020.

### **4. Share Capital**

**A) Issue of Equity Shares with Differential Rights:** The Company has not issued any equity shares with differential rights during the Financial Year 2019-2020.

**B) Issue of Sweat Equity Shares:** The Company has not issued any Sweat Equity Shares during the Financial Year 2019-2020.

**C) Issue of Employee Stock Options:** The Company has not issued any Employee Stock Options during the Financial Year 2019-2020.

**D) Initial Public Issue:** During the financial year 2019-20, the Company had come with an Initial Public Issue of 24,54,000 Equity Shares of face value of ₹10/- each for cash at a price of ₹63/- per Equity Share (Issue Price), including a share premium of ₹53/- per equity share aggregating upto ₹1546.02 Lakhs was carried out. Summary of the same is as under:

| <b>Public Issue for 24,54,000 Equity Shares of ₹10/- each fully paid-up of our Company for cash at a price of ₹63/- per Equity Share aggregating to ₹1,546.02 Lakhs.</b> |  |
|--|--|
| <b>Capital Structure: Pre- and Post-Issue Equity Shares</b>  |  |
| <b>Equity Shares - prior to the Issue</b>  | 30,00,000 Equity Shares of ₹10/- each  |
| <b>Equity Shares - after the Issue</b>   | 54,54,000 Equity Shares of ₹10/- each  |
| <b>Shareholder's Approval</b>  | Sought on 21 <sup>st</sup> February, 2019 via Special Resolution at duly convened EGM.                                       |
| <b>Objects of the Issue</b>  | A. To meet the working capital requirements of the company<br>B. To meet the Issue Expenses<br>C. General Corporate Purposes |
| <b>Issue Opening date</b>  | April 26, 2019   |
| <b>Issue Closure date</b>  | May 02, 2019   |
| <b>Date of Receipt of Listing Approval</b>   | May 09, 2019   |
| <b>Date of Receipt of Trading Approval</b>   | May 8, 2019  |
| <b>Actual Trading Commencement</b>   | May 10, 2019   |
| <b>Exchange where listed</b>   | BSE SME Platform   |

Post Closure of the financial year, the Board of Directors have issued and allotted 54,54,000 (Fifty Four Lakh and Fifty Four Thousand only) fully paid up bonus equity Shares of Rs. 10/- each on 30<sup>th</sup> July, 2020 after seeking approval of the Shareholder on 16<sup>th</sup> July, 2020 and of the exchange.

## **5. Subsidiaries, Joint Ventures and Associate Companies**

The Company is the subsidiary of White Organic Agro Limited (herein referred as WOAL) with 55.01% of equity shares being held by WOAL.

The Company does not have any Subsidiary or Joint venture or associate Company.

## **6. Extract of Annual Return**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in "**Annexure 1**" and is attached to this Report. Further, Annual return of the Company once filed, shall be available on the website of the Company.

## **7. Number of Meetings of the Board**

The Board of Directors duly met 8 times during the Financial Year 2019-20 in Compliance of applicable provisions of Companies Act, 2013.

## **8. Directors' Responsibility Statement**

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013 (the "**Act**") –

1. that in the preparation of the annual accounts for the year ended March 31, 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
2. that such accounting policies, as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgement and estimates have been made 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;

3. that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
4. that the annual financial statements have been prepared on a going concern basis;
5. that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### **9. Details in respect of frauds reported by Auditors**

No fraud on or by the Company were noticed or reported by the auditors during the period under review.

#### **10. Particulars of Loans, Guarantees or Investments made under Section 186 of the Act**

The Company has not made any investments or provided guarantees falling under the purview of Section 186, of the Companies Act, 2013. Further, details of existing loans and loans made by the Company during the reporting financial year under form a part of notes to financial statements.

#### **11. Particulars of Contracts or Arrangements made with related parties**

During the year under review, the transactions entered by the Company with related parties were carried out at arm's length and are in ordinary course of business and hence are not falling under the purview of section 188. Further, considering the size of operations, the Board doesn't consider these transactions as material and hence the same are not presented in prescribed form AOC 2.

#### **12. Transfer to reserves**

The Company has not transferred any amount to the general reserves.

#### **13. Dividend**

During the year under review, the Company has not declared any Dividend.

#### **14. Transfer of Unclaimed Dividend to Investor Education and Protection Fund**

The Company was not required to transfer any Unclaimed Dividend to Investor Education and Protection Fund.

#### **15. Material changes and commitment, if any affecting financial position of the Company occurred between end of the financial year to which this financial statements relate and the date of the report**

Post Closure of the financial year, the Board of Directors have issued and allotted 54,54,000 (Fifty Four Lakh and Fifty Four Thousand only) fully paid up bonus equity Shares of Rs. 10/- each on 30<sup>th</sup> July, 2020 after seeking approval of the Shareholder on 16<sup>th</sup> July, 2020 and of the exchange.

Apart from the above, there are no material Changes and Commitments affecting the Financial Position of the Company from 01<sup>st</sup> April, 2020 till the date of issue of this report.

#### **16. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

##### **(A) Conservation of Energy**

- i. **The Steps Taken Or Impact On Conservation Of Energy:** The Company takes reasonable steps to conserve energy at its offices, shops and other storage places.
- ii. **The Steps Taken By The Company For Utilizing Alternates Source Of Energy:** Since the Consumption of energy is relatively low, no alternate source of energy is utilized.
- iii. **The Capital Investment on energy conservation equipments:** NIL

## **(B) Technology Absorption**

- i. The efforts made towards technology absorption: NIL
- ii. The benefits derived like product improvement, cost reduction, product development or import substitution: NIL
- iii. In case of imported technology (imported during last three years reckoned from beginning of financial year)
  - (a) Details of technology imported: Nil
  - (b) Year of Import: Nil
  - (c) Whether technology has been fully absorbed: Nil
  - (d) If not fully absorbed, areas where absorption has not taken place and the reasons thereof: Nil
- iv. The expenditure incurred on Research and Development: Nil

## **(C) Foreign Exchange Earnings and Outgo**

The total Foreign Exchange income and outflow during the reporting financial year under review is as under:

(Amount in INR.)

| Particulars                     | 31 <sup>st</sup> March 2020 | 31 <sup>st</sup> March 2019 |
|---------------------------------|-----------------------------|-----------------------------|
| <b>Foreign Exchange outflow</b> | -                           | 2,92,76,725                 |
| <b>Foreign Exchange inflow</b>  | 133,43,251                  | 1,90,00,288                 |

### **17. Deposits**

During the financial year under review the Company has neither accepted nor renewed any deposits within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

### **18. Significant and material orders passed by the regulators or courts or tribunal**

During the year there are no significant material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

### **19. Internal control system and their adequacy**

The Company has adequate system of internal financial control and risk mitigation system commensurate with the size of the Company and nature of its business. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting financial statements.

### **20. Directors & KMPs**

There has been no change in the Composition and appointments of Directors during the reporting financial year.

There was certain changes made in the KMP during the reporting period and it is given as below :-

#### **Appointments:**

- Ms. Ratika Batham was appointed as Company Secretary & Compliance office w.e.f 10<sup>th</sup> October, 2019.
- Ms. Rupal Narvekar was appointed as Company secretary of the Company w.e.f 31<sup>st</sup> January , 2020

#### **Cessation:**

- Ms. Charmi Jobalia Resigned from the office of Company Secretary w.e.f 10<sup>th</sup> October, 2019.
- Ms. Ratika Batham Resigned from the office of Company Secretary w.e.f 31<sup>st</sup> January, 2020

### **21. Reappointment of Directors**

- Mr. Prashantt Rupani (DIN: 03138082), is liable to retire by rotation at the forthcoming Annual General Meeting of the Company and being eligible, he has offered himself for re-appointment. The Board of Directors recommend to the members to re-appoint him at the ensuing Annual General Meeting.

- Tenure of Mr. Darshak Rupani (DIN: 03121939) as Managing Director of the Company is due for renewal w.e.f. 15<sup>th</sup> July, 2021 and it is proposed to re-appoint him and renew his terms of appointment at the ensuing Annual General Meeting.

## **22. Declaration by Independent Directors**

The Company has received the declarations from the Independent Directors under Section 149(7) of the Companies Act, 2013 stating that they meet the criteria of independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

## **23. Committees of the Board**

The Board of Directors had formed Following Committees:

1. The Audit Committee
2. The Nomination and Remuneration Committee
3. Stakeholders relationship Committee

| <b>Audit Committee</b>                         |                               |                                 |
|--|-------------------------------|---------------------------------|
| <b>Name of Member</b>                          | <b>Designation in Company</b> | <b>Designation in committee</b> |
| Mr. Pritesh Doshi                              | Independent Director          | Chairman                        |
| Mr. Jigna Thakkar                              | Independent Director          | Member                          |
| Mr. Darshak Rupani                             | Director                      | Member                          |
| <b>Nomination &amp; Remuneration Committee</b> |                               |                                 |
| <b>Name of Member</b>                          | <b>Designation in Company</b> | <b>Designation in committee</b> |
| Mrs. Jigna Thakkar                             | Independent Director          | Chairman                        |
| Mr. Pritesh Doshi                              | Independent Director          | Member                          |
| Mr. Prashant Rupani                            | Non-executive Director        | Member                          |
| <b>Stakeholders' Relationship Committee</b>    |                               |                                 |
| <b>Name of Member</b>                          | <b>Designation in Company</b> | <b>Designation in committee</b> |
| Mrs. Jigna Thakkar                             | Non- Executive Director       | Chairman                        |
| Mr. Pritesh Doshi                              | Independent Director          | Member                          |
| Mr. Darshak Rupani                             | Director                      | Member                          |

## **24. Vigil Mechanism**

The Company has a Vigil Mechanism policy to report genuine concerns or grievances. Audit Committee is responsible for overseeing the vigil mechanism and its implementation. Detailed policy of the same is available at the registered office of the Company.

## **25. Secretarial Audit**

The Company has appointed **M/s. Rachana J Maru**, Company Secretary in Practice (C.P. No 16210) to undertake the Secretarial Audit of the Company for the F.Y. 2019-20.

The Secretarial Audit Report is included as "**Annexure 2**" and forms an integral part of this report.

## **26. Statutory Auditors**

In accordance to the provisions of Section 139 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 M/s. Gupta Raj & Co (FRN: 001687N) have been appointed as the Statutory Auditors of the Company for a period of 5 years, to hold office from the conclusion of AGM held for FY 2016-17 till the conclusion of the 6<sup>th</sup> consecutive AGM to be held in thereafter.

## **27. Explanation or comments on qualifications, reservations or adverse remarks or disclaimers made by the auditors in their reports**

**Statutory Audit Report:** No adverse comments / statements are made by the Statutory Auditors in Report issued by them and other Statements made by the Auditors in their report are self-explanatory and don't require any comments on the same by the Board of Directors.

**Secretarial Audit Report:** With respect to comments mentioned in the report issued by Secretarial Auditors, we would like to state that, the points mentioned in the said report are self-explanatory and necessary measures are in force to adhere to the regulatory requirements.

## **28. Details of Frauds Reported by Auditor**

No frauds u/s 143 (12) are reported by the Auditor hence no Disclosures required in this regard.

## **29. Particulars of Employees**

The Company wishes to place on record their appreciation to the contribution made by the employees to the operations of the company during the period.

During the year under review, there were no employees who were in receipt of the remuneration beyond the limits prescribed under Rule 5 (2) of Companies (Appointment and Remuneration) Rules, 2014 and therefore no disclosures needs to be made under the said section. Further, details of top 10 employees (on the basis of remuneration) shall be available at the registered office of the Company during the business hours, the Company does not pay any remuneration to the Managing Director / Board of Directors / KMPs and hence was not required to the disclose detailed ratios of the remuneration of each Director to the median remuneration to the employees of the Company for the financial year.

## **30. Nomination and Remuneration Policy**

The Company has policies framed for remuneration and appointment of directors, Key managerial personnel and senior management of the company including criteria for determining qualifications, independence of Director and other matters, as required under Section 178(3). The composition and policies are available at the registered office of the Company.

## **31. Risk Management Policy**

The Company has adopted a Risk Management Policy which helps the Company in identification of risk, lays down procedure for risk assessment and procedure for risk minimization.

## **32. Corporate Social Responsibility**

Provisions with respect to Corporate Social Responsibility initiative as mandated by Companies Act, 2013 is not applicable to the Company.

## **33. Management Discussion and Analysis**

The report on management discussion and analysis as per the SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015 forms integral part of this Annual Report.

## **34. Particulars of transaction between the Company and Non Executive Directors**

During the year under review the company has not entered into any transaction with its Non-Executive Directors.



### **35. Affirmation**

The Company has complied with all the Applicable Secretarial Standards issued by Institute of Company Secretaries of India.

### **36. Maintenance of cost records**

Maintenance of cost records as specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013, is not applicable to the Company

### **37. Disclosure under sexual harassment of women at workplace:**

During the reporting year, on account of expansion and growth of the Company, staff and contractual employees assigned, the Company has formulated a policy and has set up an internal complaints committee as per the provisions of prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the reporting period. No complaints or observations or red flags were brought to notice of this Committee till date.

### **38. Acknowledgements**

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

For **White Organic Retail Limited**

**Date: 05.09.2020**  
**Place: Mumbai**

**Darshak M. Rupani**  
**Managing Director**  
**DIN: 03121939**

**Prashantt Rupani**  
**Director**  
**DIN:03138082**

**Annexure 1- to the Board's Report****FORM NO. MGT 9****EXTRACT OF ANNUAL RETURN****As on financial year ended on 31.03.2020****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  | U01100MH2011PTC225123   |
| 2 | Registration Date  | 19/12/2011  |
| 3 | Name of the Company  | WHITE ORGANIC RETAIL LIMITED<br>(Formerly known as WHITE ORGANIC RETAIL PRIVATE LIMITED &<br>Sapna Infraventure Pvt Ltd)            |
| 4 | Category/Sub-category of the Company                                       | Public Limited Company<br>Company Limited by Shares   |
| 5 | Address of the Registered office & contact details                         | 312A, Kailas Plaza Vallabh Baug Lane, Ghatkopar (East) Mumbai - 400077  |
| 6 | Whether listed company   | Yes   |
| 7 | Name, Address & contact details of the Registrar & Transfer Agent, if any. | Link Intime India Pvt. Ltd,<br>Address: C-101, 1st Floor, 247 Park, L. B. S. Marg, Vikhroli (West), Mumbai, Maharashtra -<br>400083 |

**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      | Retail sale of cereals and pulses                | 47211                           | 100                                |

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

| SN | Name and address of the Company | CIN/GLN               | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|----|---------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1  | White Organic Agro Limited      | L01100MH1990PLC055860 | Holding Company                | 55.01            | 2(87)              |

**IV. 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<br>[As on 31-March-2019] |                  |                  |                      | No. of Shares held at the end of the year<br>[As on 31-March-2020] |          |                  |                      | % Change<br>during the year |
|-------------------------------|--|------------------|------------------|----------------------|--|----------|------------------|----------------------|-----------------------------|
|                               | Demat  | Physical         | Total            | % of Total<br>Shares | Demat  | Physical | Total            | % of Total<br>Shares |                             |
| <b>A. Promoters</b>           |  |                  |                  |                      |  |          |                  |                      |                             |
| <b>(1) Indian</b>             |  |                  |                  |                      |  |          |                  |                      |                             |
| a) Individual/ HUF            | -  | 3000000          | 3000000          | 100%                 | 3000000  | -        | 3000000          | 55.005%              | 0.00%                       |
| b) Central Govt               | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| c) State Govt(s)              | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| d) Bodies Corp.               | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| e) Banks / FI                 | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| e) Banks / FI                 | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| <b>Sub Total (A) (1)</b>      | -  | <b>30,00,000</b> | <b>30,00,000</b> | <b>100.00%</b>       | <b>30,00,000</b>   | -        | <b>30,00,000</b> | <b>55.005%</b>       | <b>0.00%</b>                |
| <b>(2) Foreign</b>            |  |                  |                  |                      |  |          |                  |                      |                             |
| a) NRI Individuals            | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| b) Other Individuals          | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| c) Bodies Corp.               | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| d) Any other                  | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| <b>Sub Total (A) (2)</b>      | -  | -                | -                | -                    | -  | -        | -                | -                    | 0.00%                       |
| <b>TOTAL (A)</b>              | -  | <b>3000000</b>   | <b>3000000</b>   | <b>100.00%</b>       | <b>3000000</b>   | -        | <b>30,00,000</b> | <b>55.005%</b>       | <b>0.00%</b>                |
| <b>B. Public Shareholding</b> |  |                  |                  |                      |  |          |                  |                      |                             |
| <b>1. Institutions</b>        |  |                  |                  |                      |  |          |                  |                      |                             |
| a) Mutual Funds               |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| b) Banks / FI                 |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| c) Central Govt               |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| d) State Govt(s)              |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| e) Venture Capital Funds      |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| f) Insurance Companies        |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |
| g) FIIs                       |  | -                | -                | 0.00%                |  | -        | -                | 0.00%                | 0.00%                       |

|  |          |                |                |                 |                |                |                |                  |
|--|----------|----------------|----------------|-----------------|----------------|----------------|----------------|------------------|
| h) Foreign Venture Capital Funds   | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| i) Others (specify)  | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| <b>Sub-total (B)(1):-</b>  | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| <b>2. Non-Institutions</b>   |          |                |                |                 |                |                |                |                  |
| a) Bodies Corp.  | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| i) Indian  | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| ii) Overseas   | -        | -              | 0.00%          | -               | -              | 0.00%          | 0.00%          |                  |
| b) Individuals   | -        | -              |                | -               | -              |                |                |                  |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lakh         |          |                | 0.00%          | 230335          | -              | 230335         | 4.2232         |                  |
| ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh |          |                |                | 1901544         |                | 1901544        | 34.8651        |                  |
| c) Others (specify)  | -        | -              |                | -               | -              |                |                |                  |
| Hindu Undivided Family   | -        | -              | 0.00%          | 70000           | -              | 70000          | 1.2835         |                  |
| Non Resident Indians   | -        | -              | 0.00%          | 2000            | -              | 2000           | 0.0367         |                  |
| Clearing Member  | -        | -              | 0.00%          | 27665           | -              | 27665          | 0.5072         |                  |
| Bodies Corporate   | -        | -              | 0.00%          | 222456          | -              | 222456         | 4.0788         |                  |
| <b>Sub-total (B)(2):-</b>  | -        | -              |                | <b>2454000</b>  | -              | <b>2454000</b> | <b>44.9945</b> |                  |
| <b>Total Public (B)</b>  | -        | -              |                | <b>2454000</b>  | -              | <b>2454000</b> | <b>44.9945</b> |                  |
| <b>Total (A)+(B)</b>   | -        | <b>3000000</b> | <b>3000000</b> | <b>100%</b>     | <b>5454000</b> | -              | <b>5454000</b> | <b>100.0000</b>  |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                           |          |                | 0.00%          |                 |                |                | 0.00%          |                  |
| <b>Grand Total (A+B+C)</b>   | <b>0</b> | <b>3000000</b> | <b>3000000</b> | <b>100.0000</b> | <b>5454000</b> | <b>0</b>       | <b>5454000</b> | <b>'100.0000</b> |

**(ii) Shareholding of Promoter**

| SN | Shareholder's Name  | Shareholding at the beginning of the year |                                  |   | Shareholding at the end of the year |                                  |  | % change in shareholding 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  | White Organic Agro Limited                                  | 29,99,994                                 | 100.0000                         | '0.0000   | 29,99,994                           | 55.0054                          | 0.0000   | (45%)                                    |
| 2  | Darshak Rupani<br>(Nominee of White Organic Agro Limited)   | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
| 3  | Keval Sheth<br>(Nominee of White Organic Agro Limited)      | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
| 4  | Ronak Desai<br>(Nominee of White Organic Agro Limited)      | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
| 5  | Ashok Jain<br>(Nominee of White Organic Agro Limited)       | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
| 6  | Vishal Chavda<br>(Nominee of White Organic Agro Limited)    | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
| 7  | Prashantt Rupani<br>(Nominee of White Organic Agro Limited) | 1   | 0.01%                            | 0   | 1                                   | 0.01%                            | 0  | 0.00%                                    |
|    | <b>Total</b>  | <b>30,00,000</b>                          | <b>100.0000</b>                  | <b>0.0000</b>                                   | <b>30,00,000</b>                    | <b>55.0055</b>                   | <b>0.0000</b>                                    | <b>(45%)</b>                             |

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

| SN | For each of the Top 10 shareholders | Date       | Reason | Shareholding at the beginning of the year |                   | Cumulative Shareholding during the year |                   |
|----|-------------------------------------|------------|--------|---|-------------------|---|-------------------|
|    |                                     |            |        | No. of shares                             | % of total shares | No. of shares                           | % of total shares |
| 1  | White Organic Agro Limited          |            |        |   |                   |   |                   |
|    | At the beginning of the year        | 01-04-2019 |        | 2999994                                   | 100%              | 0                                       | 0.0000            |
|    |                                     |            |        | No Changes during the year                |                   |   |                   |
|    | At the end of the year              | 31-03-2020 |        | 2999994                                   | 55.0054           | 299,9,994                               | 55.0054           |
| 2  | ASHOK PUNAMCHAND JAIN               |            |        |   |                   |   |                   |

|   |                              |             |                            |        |        |      |        |
|---|------------------------------|-------------|----------------------------|--------|--------|------|--------|
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 |      | 0.0000 |
|   | Changes during the year      | 24 May 2019 | Transfer                   | 2000   | 0.0367 | 2000 | 0.0367 |
|   |                              | 31 May 2019 | Transfer                   | (2000) | 0.0000 | 1    | 0.0000 |
|   | At the end of the year       | 31-03-2020  |                            | 1      | 0.0000 | 1    | 0.0000 |
| 3 | PRASHANTT MAHESH RUPANI      |             |                            |        |        |      |        |
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 | 0    | 0.0000 |
|   |                              |             | No Changes during the year |        |        |      |        |
|   | At the end of the year       | 31-03-2020  |                            | 1      |        | 1    | 0.0000 |
| 4 | VISHAL DINESHBHAI CHAVDA     |             |                            |        |        |      |        |
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 | 0    | 0.0000 |
|   |                              |             | No Changes during the year |        |        |      |        |
|   | At the end of the year       | 31-03-2020  |                            | 1      |        | 1    | 0.0000 |
| 5 | DARSHAK MAHESH RUPANI        |             |                            |        |        |      |        |
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 | 0    | 0.0000 |
|   |                              |             | No Changes during the year |        |        |      |        |
|   | At the end of the year       | 31-03-2020  |                            | 1      |        | 1    | 0.0000 |
| 6 | RONAK VINOD DESAI            |             |                            |        |        |      |        |
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 | 0    | 0.0000 |
|   |                              |             | No Changes during the year |        |        |      |        |
|   | At the end of the year       | 31-03-2020  |                            | 1      |        | 1    | 0.0000 |
| 7 | KEVAL RAJESHBHAI SHETH       |             |                            |        |        |      |        |
|   | At the beginning of the year | 01-04-2019  |                            | 1      | 0.0000 | 0    | 0.0000 |
|   |                              |             | No Changes during the year |        |        |      |        |
|   | At the end of the year       | 31-03-2020  |                            | 1      |        | 1    | 0.0000 |

**(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 | Date        | Reason           | Shareholding at the beginning of the year |                   | Cumulative Shareholding during the year |                   |
|----|-------------------------------------|-------------|------------------|---|-------------------|---|-------------------|
|    |                                     |             |                  | No. of shares                             | % of total shares | No. of shares                           | % of total shares |
| 1  | MANJI KARAMAN PATEL                 |             |                  |   |                   |   |                   |
|    | At the beginning of the year        | 01-04-2019  |                  | 0   | 0.0000            | 0                                       | 0.0000            |
|    | Changes during the year             | 10 May 2019 | Shares issued in | 180000                                    | 3.3003            | 180000                                  | 3.3003            |

|   |                              |             |                      |        |        |        |        |
|---|------------------------------|-------------|----------------------|--------|--------|--------|--------|
|   |                              |             | IPO                  |        |        |        |        |
|   |                              | 17 May 2019 | Transfer             | 100000 | 1.8335 | 280000 | 5.1338 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 280000 | 5.1338 |
| 2 | KALPESH MANJI PATEL          |             |                      |        |        |        |        |
|   | At the beginning of the year | 01-04-2019  |                      | 0      | 0.0000 | 0      | 0.0000 |
|   | Changes during the year      |             | Shares issued in IPO |        |        |        |        |
|   |                              | 10 May 2019 |                      | 182000 | 3.3370 | 182000 | 3.3370 |
|   |                              | 17 May 2019 | Transfer             | 48000  | 0.8801 | 230000 | 4.2171 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 230000 | 4.2171 |
| 3 | PATEL DHARMENDRA M           |             |                      |        |        |        |        |
|   | At the beginning of the year | 01-04-2019  |                      | 0      | 0.0000 | 0      | 0.0000 |
|   | Changes during the year      |             | Shares issued in IPO |        |        |        |        |
|   |                              | 10 May 2019 |                      | 182000 | 3.3370 | 182000 | 3.3370 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 182000 | 3.3370 |
| 4 | SHANTILAL MAVJI VORA         |             |                      |        |        |        |        |
|   | At the beginning of the year | 01-04-2019  |                      | 0      | 0.0000 | 0      | 0.0000 |
|   | Changes during the year      |             | Shares issued in IPO |        |        |        |        |
|   |                              | 10 May 2019 |                      | 134000 | 2.4569 | 134000 | 2.4569 |
|   |                              | 17 May 2019 | Transfer             | 34000  | 0.6234 | 168000 | 3.0803 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 168000 | 3.0803 |
| 5 | BHOJILAL MAVJI VORA          |             |                      |        |        |        |        |
|   | At the beginning of the year | 01-04-2019  |                      | 0      | 0.0000 | 0      | 0.0000 |
|   | Changes during the year      |             | Shares issued in IPO |        |        |        |        |
|   |                              | 10 May 2019 |                      | 132000 | 2.4202 | 132000 | 2.4202 |
|   |                              | 17 May 2019 | Transfer             | 36000  | 0.6234 | 168000 | 3.0803 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 168000 | 3.0803 |
| 6 | KULIN SHANTILAL VORA         |             |                      |        |        |        |        |
|   | At the beginning of the year | 01-04-2019  |                      | 0      | 0.0000 | 0      | 0.0000 |
|   | Changes during the year      |             | Shares issued in IPO |        |        |        |        |
|   |                              | 10 May 2019 |                      | 132000 | 2.4202 | 132000 | 2.4202 |
|   |                              | 17 May 2019 | Transfer             | 36000  | 0.6234 | 168000 | 3.0803 |
|   | At the end of the year       | 31-03-2020  |                      |        |        | 168000 | 3.0803 |
| 7 | VORA ROCKY RASIKLAL          |             |                      |        |        |        |        |

|    |                              |             |                      |          |        |        |        |
|----|------------------------------|-------------|----------------------|----------|--------|--------|--------|
|    | At the beginning of the year | 01-04-2019  |                      | 0        | 0.0000 | 0      | 0.0000 |
|    | Changes during the year      |             | Shares issued in IPO |          |        |        |        |
|    |                              | 10 May 2019 |                      | 132000   | 2.4569 | 132000 | 2.4202 |
|    |                              | 17 May 2019 | Transfer             | 36000    | 0.6234 | 168000 | 3.0803 |
|    | At the end of the year       | 31-03-2020  |                      |          |        | 168000 | 3.0803 |
| 8  | RAJNIKANT CHABILDAS SHAH     |             |                      |          |        |        |        |
|    | At the beginning of the year | 01-04-2019  |                      | 0        | 0.0000 | 0      | 0.0000 |
|    | Changes during the year      | 23 Aug 2019 | Transfer             | 126000   | 2.3102 | 126000 | 2.3102 |
|    |                              | 04 Oct 2019 | Transfer             | 8000     | 0.1467 | 134000 | 2.4569 |
|    | At the end of the year       | 31-03-2020  |                      |          |        | 134000 | 2.4569 |
| 9  | RAJESH R SHAH                |             |                      |          |        |        |        |
|    | At the beginning of the year | 01-04-2019  |                      | 0        | 0.0000 | 0      | 0.0000 |
|    | Changes during the year      | 17 May 2019 | Transfer             | 208000   | 3.8137 | 208000 | 3.8137 |
|    |                              | 14 Feb 2020 | Transfer             | (100000) | 1.8335 | 108000 | 1.9802 |
|    |                              | 28 Feb 2020 | Transfer             | (20386)  | 0.3738 | 87614  | 1.6064 |
|    |                              | 06 Mar 2020 | Transfer             | 994      | 0.0200 | 88608  | 1.6246 |
|    |                              | 27 Mar 2020 | Transfer             | 12936    | 0.2372 | 101544 | 1.8618 |
|    | At the end of the year       | 31-03-2020  |                      |          |        | 101544 | 1.8618 |
| 10 | CHAITALI RAJESH SHAH         |             |                      |          |        |        |        |
|    | At the beginning of the year | 01-04-2019  |                      | 0        | 0.0000 | 0      | 0.0000 |
|    | Changes during the year      | 14 Feb 2020 | Transfer             | 100000   | 1.8335 | 100000 | 1.8335 |
|    | At the end of the year       | 31-03-2020  |                      |          |        | 100000 | 1.8335 |

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

| SN | Shareholding of each Directors and each Key Managerial Personnel           | Date       | Reason | Shareholding at the beginning of the year |                   | Cumulative Shareholding during the year |                   |
|----|--|------------|--------|---|-------------------|---|-------------------|
|    |  |            |        | No. of shares                             | % of total shares | No. of shares                           | % of total shares |
| 1  | <b>Name: Darshak Rupani<br/>(As nominee of White Organic Agro Limited)</b> |            |        |   |                   |   |                   |
|    | At the beginning of the year   | 01-04-2019 |        | 1   | 0.0000            | 0                                       | 0.0000            |
|    | Changes during the year  |            |        | No changes During the year                |                   |   |                   |
|    | At the end of the year   | 31-03-2020 |        | 1   |                   | 1                                       | 0.0000            |



|   |  |            |  |                           |        |   |        |
|---|--|------------|--|---------------------------|--------|---|--------|
| 2 | <b>Name: Prashantt Rupani<br/>(As nominee of White Organic Agro Limited)</b> |            |  |                           |        |   |        |
|   | At the beginning of the year   | 01-04-2019 |  | 1                         | 0.0000 | 0 | 0.0000 |
|   | Changes during the year  |            |  | No Change during the year |        |   |        |
|   | At the end of the year   | 31-03-2020 |  | 1                         |        | 1 | 0.0000 |

#### V. INDEBTEDNESS

**Indebtedness of the Company including interest outstanding/accrued but not due for payment.**

*(Amt. Rs./Lacs)*

| Particulars  | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|--|----------------------------------|-----------------|----------|--------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                  |                 |          |                    |
| i) Principal Amount  | -                                | 189.000         | -        | 189.000            |
| ii) Interest due but not paid                              | -                                | -               | -        | -                  |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i+ii+iii)</b>                                    | -                                | 189.000         | -        | 189.000            |
| <b>Change in Indebtedness during the financial year</b>    |                                  |                 |          |                    |
| * Addition   | -                                | -               | -        | -                  |
| * Reduction  | -                                | -               | -        | -                  |
| Net Change   | -                                | 495.322         | -        | 495.322            |
| <b>Indebtedness at the end of the financial year</b>       |                                  |                 |          |                    |
| i) Principal Amount  | -                                | 684.322         | -        | 684.322            |
| ii) Interest due but not paid                              | -                                | -               | -        | -                  |
| iii) Interest accrued but not due                          | -                                | -               | -        | -                  |
| <b>Total (i+ii+iii)</b>                                    | -                                | <b>684.322</b>  | -        | <b>684.322</b>     |

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

| SN. | Particulars of Remuneration   | Name of MD/WTD/ Manager/ Director               |             | Total Amount<br>(Rs/Lac) |  |
|-----|---|---|-------------|--------------------------|--|
|     |   | Name  | Designation |                          |  |
| 1   | Gross salary  | No remuneration paid to either of the Directors |             |                          |  |
|     | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 |   |             |                          |  |
|     | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             |   |             |                          |  |
|     | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             |   |             |                          |  |
| 2   | Stock Option  |   |             |                          |  |
| 3   | Sweat Equity  |   |             |                          |  |
| 4   | Commission  |   |             |                          |  |
|     | - as % of profit<br>- others, specify   |   |             |                          |  |
| 5   | Others, please specify  |   |             |                          |  |
|     | <b>Total (A)</b>  |   |             |                          |  |
|     | <b>Ceiling as per the Act</b>   |   |             |                          |  |

### B. Remuneration to other Directors

| SN. | Particulars of Remuneration                | Name of Directors |  |  | Total Amount<br>(Rs/Lac) |
|-----|--|-------------------|--|--|--------------------------|
|     |  |                   |  |  |                          |
| 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   | Name of Key Managerial Personnel |     |     | Total Amount<br>(Rs/Lac) |
|-----|---|----------------------------------|-----|-----|--------------------------|
|     |   | NA                               | CEO | CFO |                          |
|     | Designation   |                                  |     |     |                          |
| 1   | Gross salary  |                                  |     |     |                          |
|     | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | <b>NIL</b>                       |     |     |                          |
|     | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961                             |                                  |     |     |                          |
|     | (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961             |                                  |     |     |                          |
| 2   | Stock Option  |                                  |     |     |                          |
| 3   | Sweat Equity  |                                  |     |     |                          |
| 4   | Commission<br>- as % of profit<br>- others, specify                                 |                                  |     |     |                          |
| 5   | Others, please specify  |                                  |     |     |                          |
|     | Total   |                                  |     |     |                          |

**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) |
|-------------------------------------|------------------------------|-------------------|---|------------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |   |                              |                                    |
| Penalty                             |                              |                   | NIL   |                              |                                    |
| Punishment                          |                              |                   |   |                              |                                    |
| Compounding                         |                              |                   |   |                              |                                    |
| <b>B. DIRECTORS</b>                 |                              |                   |   |                              |                                    |
| Penalty                             |                              |                   | NIL   |                              |                                    |
| Punishment                          |                              |                   |   |                              |                                    |
| Compounding                         |                              |                   |   |                              |                                    |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |   |                              |                                    |
| Penalty                             |                              |                   | NIL   |                              |                                    |
| Punishment                          |                              |                   |   |                              |                                    |
| Compounding                         |                              |                   |   |                              |                                    |

*For and on behalf of the Board of Directors*

**Date**            05/09/2020

**Place**            : Mumbai

Darshak M. Rupani  
Managing Director  
**DIN:** 03121939

Prashantt Rupani  
Director  
**DIN:** 03138082

## Annexure- 2' to the Board's Report

Form No. MR-3

### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2018

[Pursuant to regulation 24A of the SEBI (LODR) Regulations, 2015]

To,  
The Members,  
White Organic Retail Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **White Organic Retail Limited** (hereinafter called the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing my opinion thereon.

Based on my verification of the **Company's** 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2020 according to the provisions of:

- I. The Companies Act, 2013 (the Act) and the rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder; (not applicable)
- IV. 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; (Not Applicable)
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (Not Applicable)
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not Applicable)

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (to the extent applicable)
- (iii) Other laws applicable include the following:-
  - The Food Safety and Standards Act, 2006
  - Shops and Establishments Act, 1961

During the period under review, the Company has generally complied with the provisions of the above mentioned Acts, Rules, Regulations, Guidelines, Standards, Circulars, notifications etc. except that the Company has borrowed funds from party restricted as per the provisions of Companies Act, 2013.

#### I further report that

Adequate notice is 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 unanimously and contrasting / contradictory views of members, if any are captured and recorded as part of the minutes.

I report that there are 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.

I further report that during the audit period, the company was not involved in any activity which is having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

**Place:** Mumbai  
**Dated:** 05/09/2020

Sd/-  
**Rachana J Maru**  
**Practicing Company Secretary**  
**C.P. No.: 16210**  
**A.C.S. No.: 41825**  
**UDIN: A041825B000671630**

**Note:**

We have not verified the correctness and appropriateness of financial records, financial statements and books of accounts of the Company as it is taken care in the statutory audit.

To,  
The Members,  
**White Organic Retail Limited**

My Secretarial Audit Report dated 05<sup>th</sup> September, 2020 is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to make a report based on the secretarial records produced for our audit.
2. 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 secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our report.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company as it is taken care in the statutory audit.
4. We have obtained the Management's representation about the compliance of laws, rules and regulations and happening of events, wherever required.
5. Compliance with the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. This Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

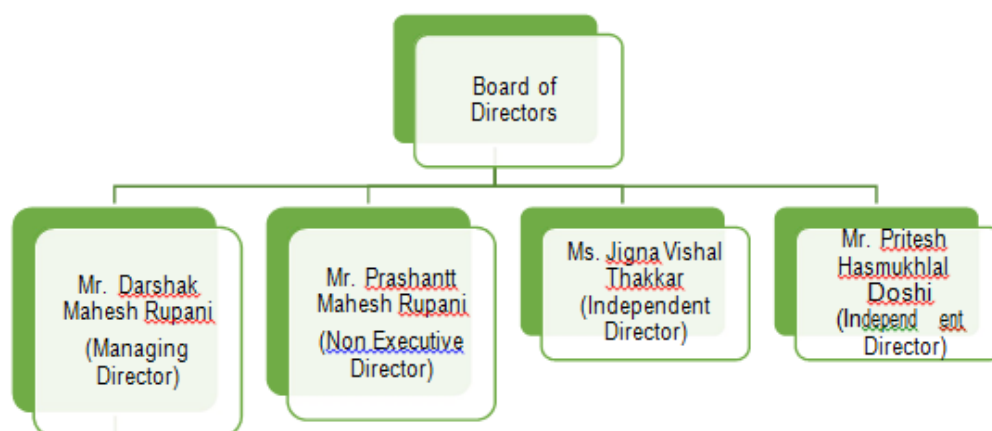
Sd/-  
**Rachana J Maru**  
**Practicing Company Secretary**  
**C.P. No.: 16210**  
**A.C.S. No.: 41825**

**Place:** Mumbai  
**Dated:** 05-09-2020

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Pursuant to Regulation 34(2) & 53(F) along with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015

### Management Structure:



### Key managerial Persons:

Mr. Ronak Desai

**Chief Financial Officer**

Ms. Rupal Narvekar

**Company Secretary & Compliance Officer**

White Organic Retail Limited (BSE: WORL) is into trading of Agriculture produce like Cereals, Pulses, Grains, Fruits and Vegetables etc. Our company is into the operations of trading in Agricultural products including Organic and other Products and started Distribution and Retailing of those Products in October 2016. The Company is promoted by White Organic Agro Limited, Mr. Darshak Mahesh Rupani and Mr. Prashant Mahesh Rupani.

**Products :** The company has also launched almost 230+ different products in wide range of categories viz :- Grains, Cereals, Pulses, Snacks, Syrups, Capsules, Health Powders, Churans, Mukhwas, Incence Sticks, Soap, Juices, and many more. The company has also launched the capsule range; The Company has also launched many medicinal and nutritional powders; all these products ranges gives the retail segment a broader scope and gives the edge of retailing and distribution everything under one roof. There is tremendous demand for the all these products in domestic and international markets.

Due to this COVID-19 breakout and thanks to social media, the community at large has educated themselves regarding the need of better immune system and for which Organic foods are a smart priority. Opting for organic foods is an effectual choice for personal and planetary health and to achieve the door step delivery of the same, Company sells fresh organic veggies and premium grade organic pulses, spices, cereals etc. from all the segments. Company will also expand in the e-commerce integrated portal with PAN India delivery, with outsourced logistic support. We are very optimist about the future and the growth of the business. The organic business has grown exponentially in the recent past.

The management believes buying organically grown food and healthy powders, free of harmful chemicals, bursting with more nutrition, taste, and sustainable sustenance is a direct vote for immediate health and the hopeful future of generations to come. With a belief that commercially it is very much viable business and biggest consumer market of the World is India, the management is passionate and committed for the growth of the co.

**Brand:** The management of company launched all the organic products under a single brand name "White Organics". The management has planned staggered introduction of various ranges of organic products (viz :- pulses, spices, cereals, veggies etc) under a single brand. The management believes that to create a better presence and perception, it is better to have single brand, which shall help to market all the products in better way. It shall be easy to introduce



further more products and get the better presence and better profits with minimum efforts compared to having more brands.

The company is focused on expansion of retail segment of the business and exploring models like online e-store and tie ups with e-marketplaces, like Grofers, Big Basket and Amazon, and the export channel with strategic tie-ups with international companies.

The management believes buying organically grown food and healthy powders, free of harmful chemicals, bursting with more nutrition, taste, and sustainable sustenance is a direct vote for immediate health and the hopeful future of generations to come. Commercially it is very much viable business and biggest consumer market of the World is India.

**Future Plans for Distribution and Retail:** The management has launched the franchisee module for the retail network. In the first phase of expansion the company is looking to setup 40+ retail outlets across Mumbai, Pune, Nasik, Ahmedabad, Surat, Vadodra, Rajkot and different educated, Health conscious and densely populated sectors across India. With the help of these distribution network / franchisee model, the management is very optimistic for the value addition and sales growth of the company.

#### **Key Developments in FY 2019-2020:**

- White Organic Retail Limited got listed on the BSE SME platform, addition to the value of shareholders of the parent company. The public issue of 24,54,000 equity shares was a success with nearly 1.3 time over subscription. The total issue size was approximately Rs 15.46 crore.
- Signed Lease Farming pacts of additional capacity for self-leased activity of cultivation, harvesting and farming of organic products.
- Company started cultivation of vegetables (G4 Chilly, for brown chickpea, for green vegetable pigeon pea) and increased acreage for cultivation of Cluster Beans for winter season.
- The company signed exclusivity with many farmers adopting organic farming practices based in Otur, Nashik, Pune for proper and timely sourcing of the products and setting up the helping the distribution channel for the same.
- The company started its own logistic hub at Tilak Nagar, Mumbai for delivery of Organic vegetables and Fruits and all other products. Also, started delivery locations in Malad and Andheri, Mumbai in the recent past.
- The company entered in agreement and started delivery through Zomato Markets recently.

During this challenging time, **White Organics's** focus is on supporting our customers, our employees and the local communities in which we operate. We are working to avoid disruptions caused by COVID-19 coronavirus, while at the same time acting responsibly to do what we can to prevent further spread of the virus. White Organic Agro Limited is committed to delivering fresh organic Vegetables and Fruits, Groceries and Pulses and many other products taking utmost care of hygiene of the products , packaging and our employees.

As the novel coronavirus spreads across the world, the long term mandate should be being healthy by getting the right amounts of exercise and sleep, as well as consuming a balanced diet. But, even these modest, basic rules seem challenging at times. The recent Coronavirus pandemic has grappled the nation and cornered us in lockdown. The Indian government is taking all possible measures to make sure that COVID-19 does not spread in India as it did in other countries.

Amid this chaos, the health-conscious generation is doing all in their fitness routine that they think they need to keep fit and build immunity-from working out at home to meditating to going on morning walks. Given the current world health scenario due to the global Coronavirus pandemic, it has become indispensable to encourage people to gain a greater sense of control over their physical health.

## **e-Commerce integrated solutions for the Brand "White Organics"**

*In-line with the growth prospect and the vision of moving forward with digital India, also, as per the current scenario of the country, opting for more cashless transactions is the need of the time. The management has commenced eCommerce integrated website: [www.whiteorganics.co.in](http://www.whiteorganics.co.in) / [www.whiteorganics.in](http://www.whiteorganics.in) and very soon planning to unveil dedicated mobile application.*

**Exports:** The Retail division of the company shall also commence exports very soon. The management believes buying organically grown food and healthy powders, free of harmful chemicals, bursting with more nutrition, taste, and sustainable sustenance is a direct vote for immediate health and the hopeful future of generations to come. Commercially it is very much viable business and biggest consumer market of the World is India.

The company has already received few inquiries from different developing countries for exports of the Health Range of Organic Powders and Capsules. The management is determined to spread the wings internationally very soon.

### **→ Organic Food Industry Structure, Development & Opportunities:**

Globally the organic sector continues to grow in demand. According to Market research Company Ecovia Intelligence the estimates of global market for organic food reached \$ 89.7 billion in 2016 (more than 80 billion euros). The United States is the leading market with 38.9 billion euros, followed by Germany (9.5 billion euros), France (6.7 billion euros), and China (5.9 billion euros). In 2016, most of the major markets continued to show double-digit growth rates, and the French organic market reported a growth of 22%. The highest per capita spending was in Switzerland (274 Euros), and Denmark had the highest organic market share (9.7% of the total food market).

In 2016, there were 2.7 million organic producers reported. India continues to be with the highest number of producers (835'200), followed by Uganda (210'352), and Mexico (210'000).

Over 10% of the farmland is organic in 15 countries. The countries with largest organic share of agricultural land of their total farmland are the Liechtenstein (37.7%), French Polynesia (31.3%), and Samoa (22.4%).

Organic farmland grew by 15%, nearly 58 million hectares. In 2016, total of 57.8 million hectares were managed organically, representing a growth of 7.5 million hectares as compared to 2015. The largest growth ever recorded. Australia has largest organic agricultural area (27.2 million hectares), followed by Argentina (3 million hectares), and China (2.3 million hectares). Almost half of the global organic agricultural land is in Oceania (27.3 million hectares), followed by Europe (23%; 13.5 million hectares), and Latin America (12%; 7.1 million hectares)

The organic products industry has shown unswerving growth over the last 25 years. The organic industry earned \$35 billion in 2014, which was just \$1 billion in 1990. Credited with being the primary market force drivers, food safety and health concerns have been driving the industry since the end of 2009 recession. Targeting core customers with its "eating well and living well" theme.

Land area under organic management continues to increase. Production volumes are rising; simultaneously sales value also continues to grow globally. Now organic products are USA's fastest growing sector in retail food. The European market also experienced strong growth of 13% between 2014 and 2015 – the first double digit expansion since the global financial crisis. There was even higher growth in individual European countries like Spain, Ireland, Sweden, Belgium, Norway, Italy and France. In some select European countries with strong government support and a highly-educated consumer base, market share is close to double digits, highlighting the potential for this market segment. Some products can even penetrate being organic options into the food market is even higher.

Global increases in the area of organic farmland, and production volumes are not keeping up with global demand, signaling the potential for even greater growth for organic producers, processors and handlers. Undersupplies of organic primary produce in many sectors, including organic grains, fruit and vegetables, livestock feeds etc.

According to the recent TechSci, the global organic food market is set to grow by 16% over the next three years. The organic food market in India is anticipated to register a growth of over 25% by 2020. More and more people are moving towards growing and consuming organic food. For instance, entire Sikkim is doing organic farming and Andhra Pradesh is also encouraging farmers to move completely towards natural and organic farming.

Organic exports to all markets rose and new markets have also opened up in Central Asia and South America. According to IBISWorld, organic farming has been one of the economy's best-performing industries in the past five years. Revenue is forecast to reach \$919.2 million in 2016-17, up 7.2 per cent on the previous year

India, the largest number of organic producers in the world, According to the World of Organic Agriculture Report 2018, there are 835,000 certified organic producers with more than 30% of total number of organic producers (2.7 million) globally. India contributes only 2.59% (1.5 million hectares) of the total area (57.8 million hectares) under certified organic cultivation. China has around 50% and India has 30% of total organic cultivable land in Asia. organic products worth \$90 billion were sold globally in 2016. According to the latest data, current area under organic cultivation, which is a significant increase from just 11 million hectares in 1999, is still 1.2% of the total agriculture land

In Asia, there has been an 11% increase in the area under organic management, with especially large growth in India (64%). Asia is increasing its share of the world organic consumer market, partly driven by food scares in China. The central government in China has added organics to its national planning policies, and a number of national and provincial Asian governments have positively supported organic farming, including Bhutan, Sri Lanka, Sikkim (India), and the Philippines.

Organic sales in the USA jumped and now account for over 5% of all total food sales in the USA. Demand is expected to outstrip domestic organic production in the USA, with significant volumes of fruit and vegetables, grains, oilseeds, herbs, spices and sugar being imported.

The largest organic markets are USA, Germany and France. USA held ~47% of the global market by value, followed by the European Union (~35%) and China (~6%). Switzerland, Denmark, Luxemburg and Sweden had the highest per capita consumption of organics and Denmark, Switzerland and Luxembourg had the highest market shares. There are 87 countries with organic standards, and 17 countries are in the process of drafting legislation affecting organic production. 250 PGSs are operating in 73 countries in 2016, with strongest participation in India (43,000 producers).

Overall, organics remains a small part of the agricultural production sectors and markets. Only 1% of global agricultural land is under organic management, with the highest regional shares being less than 10%. However, land under certified organic management makes up more than 10% of agricultural land in eleven countries, and has reached even higher proportions in Liechtenstein (30.2%) and Austria (21.3%)

USA is by far the largest market of organic products with total value of \$44 billion and 44% of the global organic packaged food and beverage market.

India will see strong improvement in growth driven by acceleration in construction spending and expansion in its manufacturing sector. India's prospects are bright due to low oil prices.

**OPPORTUNITIES** - Continued awareness rising of the benefits of organic production and certification is imperative, to overcome consumer confusion and the possibility of fraud. There is a need for continuous consumer education on the meaning and value of organic production and certification. This requires an ongoing explanation of the costs of producing and certifying organic products: Organically approved seed, learn to manage fertility and pests through natural methods, and locate their own market.

#### → Threats

- Competition from local and multinational players
- Execution risk
- Regulatory changes
- Attraction and retention of farmers

Since the general public is becoming more and more aware nowadays about the benefits of Organic Farming practices over traditional farming. The Board has confirmed to sign lease pacts with different farmer groups and land owners cultivating organic practices in Nashik region, Maharashtra. The expansion in western Maharashtra, which is approx. 200 KMs from Mumbai makes it a logistically very viable for delivery of particularly Fruits and Vegetables to Mumbai, Pune and Nashik regions. This is our major step towards the expansion within the enormous scope of Organic Agro

activities. The management believes this step will certainly boost the company's prospect for future. Due to the regions location and logistic convenience it makes it a very viable business.

Moving ahead in the future, Organic Agro Practices and its food-related logistic services shall be considered as one of the most essential business in India. Increased efforts are needed to ensure that food value chains function well and promote the production and availability of diversified, safe and nutritious food for all. In doing this, it is necessary to give maximum importance to increasing the immunity of the society at large.

Today awareness of food security and nutrition is at its peak. Responses need to be well coordinated across the country and beyond, to limit impacts, end the pandemic, and prevent its recurrence.

The management of the company is determined to focus hard on negotiations and tie-ups with Farmers / Land owners for strategic investment for Organic Farming. The management is in advanced negotiation process for strategic acquisition / lease farming and different pacts across India beginning with western sector of the country more likely in Otur region of Maharashtra. The management believes in the initial expansion phase the company shall spread its wings directly / in directly in 800+ acres of land for the cultivation and farming activities of the company. Initially the company will invest INR 300 Million in the new vertical, if feasible, for the expansion of this business and the same will be from internal accruals / short term debt, if required.

### → Economic Overview

India organic food market is projected to grow at a CAGR of over 23% by 2023, on account of favorable government policies supporting organic farming coupled with rising land area under organic cultivation. Online availability of organic food products and shifting consumer preference towards organic food are among the major factors expected to boost demand for organic food products in India during the forecast period. Expanding marketing and distribution channels coupled with increasing number of health-conscious people is also anticipated to fuel organic food consumption in India until 2022.

India is bestowed with lot of potential to produce all varieties of organic products due to its various agro climatic conditions. In several parts of the country, the inherited tradition of organic farming is an added advantage. This holds promise for the organic producers to tap the market which is growing steadily in the domestic and export sector.

As per the available statistics, India's rank 8th in terms of World's Organic Agricultural land and 1st in terms of total number of producers as per 2020 data (Source: FIBL & IFOAM Year Book, 2020).

#### • AREA

As on 31st March 2020 total area under organic certification process (registered under National Programme for Organic Production) is 3.67 million Hectare (2019-20). This includes 2.299 million ha cultivable area and another 1.37 million Hectare for wild harvest collection.

Among all the states, Madhya Pradesh has covered largest area under organic certification followed by Rajasthan, Maharashtra, Gujarat, Karnataka, Odhisa, Sikkim and Uttar Pradesh.

During 2016, Sikkim has achieved a remarkable distinction of converting its entire cultivable land (more than 75000 ha) under organic certification.

#### • PRODUCTION

India produced around 2.75 million MT (2019-20) of certified organic products which includes all varieties of food products namely Oil Seeds, Sugar cane, Cereals & Millets, Cotton, Pulses, Aromatic & Medicinal Plants, Tea, Coffee, Fruits, Spices, Dry Fruits, Vegetables, Processed foods etc. The production is not limited to the edible sector but also produces organic cotton fiber, functional food products etc.

Among different states Madhya Pradesh is the largest producer followed by Maharashtra, Karnataka, Uttar Pradesh and Rajasthan. In terms of commodities Oil seeds are the single largest category followed by Sugar crops, Cereals and Millets, Tea & Coffee, Fiber crops, fodder, Pulses, Medicinal/ Herbal and Aromatic plants and Spices & Condiments.

## • EXPORTS

The total volume of export during 2019-20 was 6.389 lakh MT. The organic food export realization was around INR 4,686 crore (689 million USD). Organic products are exported to USA, European Union, Canada, Switzerland, Australia, Japan, Israel, UAE, New Zealand, Vietnam etc.

In terms of export value realization Processed foods including soya meal(45.87%) lead among the products followed by Oilseeds (13.25%), Plantation crop products such as Tea and Coffee(9.61%), Cereals and millets (8.19%), Spices and condiments (5.20%), Dry fruits (4.98%, Sugar(3.91), Medicinal plants(3.84%) and others.

### → Product-wise Performance

Our performance of the organic agro business activity has started reflecting tremendous response from the market in almost a year of our operations. We have completely migrated to a pure play organic agro activity providing our services through the entire value chain of the organic activity (i.e. farming, cultivation, harvesting, processing, wholesale, retail and exports) following strict quality checks at each level of activity.

The Company has successfully entered into the organic segment (largely unexplored market) and has emerged as the only pure play organic agro Company in the listed space. On account of strong backend that not only enables the Company to cater to the expected explosive demand but also equips it to penetrate deeper and spread the Company's geographical reach in the coming years. We are seeing a strong traction in demand for products. Currently we have over 250 products in portfolio and planning to add more in the near future.

The Company's focus continues to remain on core organic farming activity with not more than 1,000 acres for a particular crop. Company is not only targeting the viable aspect of rapidly growing concept of organic food, but also putting great efforts to educate the larger society to understand and adapt to better and healthier ways of livelihood.

The Company's performance in last couple of quarters represents the acceptance of products. The Company is continuously working to take the brand "White Organics" to the target population. For this we have planned different promotional, marketing and advertising activities, also working towards increasing existing product portfolio and bring more niche products in product offerings. The Company has witnessed great demand for products. This gives tremendous confidence to move up the value chain and keep introducing new products.

The Company will continue to strive towards providing the best possible services through quality products and help build a stronger and healthier India. Company's efforts will always be to win over the "Trust and Loyalty" of the consumers thereby build a great brand "White Organics".

### → Outlook

The Company constantly endeavours to increase its product portfolio so that it can cater to diverse customer needs and evolve as one stop solution. With this we can increase the presence and evoke the brand "White Organics". The motive is to serve un-adulterated organic food products and contribute considerably in the making of a healthy India which is principles and values.

### → Risks and Concerns:

The Risk factors have been determined on the basis of their materiality. The following factors have been considered for determining the materiality.

1. Some risks may not be material individually but may be material when considered collectively.
2. Some risks may have material impact qualitatively instead of quantitatively.
3. Some risks may not be material at present but may have a material impact in the future.

The Company faces the following Risks and Concerns:

## **Economic Risk**

Any business is in a way or other, dependent on the prevailing global economic conditions. Inflation, changes in tax, trade, fiscal and monetary policies, scarcity of credit etc. However, we do not expect to be significantly affected by this risk.

## **Risks in Organic Agriculture**

Risks that are similar to those in conventional farming, though they may be managed in different ways in organic farming;

Risks that are different between organic farming and conventional farming, but that may only be temporary, due to the recent rapid growth in the organic sector;

Risks that greatly different from those of most conventional farmers because of the different nature of the production and marketing systems.

## **Production Risks**

Organic farming is less restricted in their choice of crops for rotation than conventional farmers, who risk damage to certain crops from previously applied pesticides. Organic farming can be affected by the natural calamity, adverse weather conditions and climatic risks that are similar for organic and conventional farming. On account of harsh climates, bad weather such as hail or wind can destroy a crop very quickly. Any farmer without irrigation facilities faces the risk of drought, but as organic farmers' investment in soil quality allows their soils to hold water and withstand drought better than those of their conventional farmers. Organic producers face less risk than conventional producers on account of chemical-free pesticides usage.

Thus, we believe we -have adequate mitigation in place for trade risk.

## **Input Risks**

Organic farming may face dearth of certified organic seeds, biological pesticides, specialized farm equipment designed for organic cultural practices and other inputs because the market they offer to suppliers may be too small to be profitably served by agribusiness. Concern about the availability of good quality compost that has not been contaminated by GMOs. The flow of credit to organic producers is limited and can be difficult to obtain.

## **Transition Risk**

The process of transitioning from conventional to organic agriculture may also pose production and market risks that do not persist over time. During the transition process, it faces a steep learning curve as they learn to control pests biologically, manage nutrient cycles, produce different crops, and tap new markets. Crop yields may drop initially on some farms as the soil is being rebuilt and beneficial insect populations are restored. Farmers are unable to command organic premiums until after they have acquired organic certification, which usually requires a three-year waiting period and which commands high value of money.

## **→ Internal Control Systems and their adequacy**

In view of the changes in the Companies Act, the Company has taken additional measures to strengthen its internal control systems. Additional measures in this regard are fraud risk assessment, mandatory leave for employees, strengthening background verification process of new joiners, whistle blower policy and strengthening the process of risk management. The Company maintains a system of internal controls designed to provide a high degree of assurance regarding the effectiveness and efficiency of operations, the adequacy of safeguards for assets, the reliability of financial controls, and compliance with applicable laws and regulations.

The organization is well structured and the policy guidelines are well documented with pre-defined authority. The Company has also implemented suitable controls to ensure that all resources are utilized optimally, financial transactions are reported with accuracy and there is strict adherence to applicable laws and regulations.

The Company has put in place adequate systems to ensure that assets are safeguarded against loss from unauthorized use or disposition and that transactions are authorized, recorded and reported. The Company also has an exhaustive budgetary control system to monitor all expenditures against approved budgets on an ongoing basis.

Recognizing the important role of internal scrutiny, the Company has an internal audit function which is empowered to examine the adequacy of, and compliance with, policies, plans and statutory requirements. It is also responsible for assessing and improving the effectiveness of risk management, control and governance process.

Periodical audit and verification of the systems enables the various business groups to plug any shortcomings in time. As stated earlier the Company has improved effectiveness of the risk management process wherein it evaluates the Company's risk management system and suggests improvement in strengthening risk mitigation measures for all key operations, controls and governance process. In addition, the top management and the Audit committee of the Board periodically review the findings and ensure corrective measures are taken.

#### → **Material Development in Human Resources**

The Company has Human Relations and Industrial Relations policies in force. These are reviewed and updated regularly in line with the Company's strategic plans. The Human Relations team continually conducts training programs for the development of employees.

The Company aims to develop the potential of every individual associated with the Company as a part of its business goal. Respecting the experienced and mentoring the young talent has been the bedrock for the Company's successful growth. The Company's employees' age bracket represents a healthy mix of experienced and willing-to-experience employees.

Human resources are the principal drivers of change. They push the levers that take futuristic businesses to the next level of excellence and achievement. The Company focuses on providing individual development and growth in a work culture that enables cross- pollination of ideas, ensures high performance and remains empowering.

Details relating to top employees shall be placed at the registered office of the Company for inspection by the Members of the Company.

→ *The Management of the Company has been diligent in drawing up the said assumptions, expectations, predictions and forecasts as on date. However, considering the dynamic business and regulatory environment, it assumes no responsibility to publicly amend, modify or revise forward looking statements, on the basis of any subsequent developments, information or events. Actual results may differ materially from those expressed in the statement. Important factors that could influence the Company's operations include changes in government regulations, tax laws, economic developments within the country and such other factors globally*

→ *The financial statements have been prepared in compliance with the requirements of the Companies Act, 2013, relevant accounting standards and Generally Accepted Accounting Principles in India. Please refer Directors' Report in this respect.*

#### → **Key Financial Ratios**

In accordance with the SEBI (Listing Obligations and Disclosure Requirements 2018) (Amendment) Regulations, 2018, There were no significant changes (being 25% or more as compared to the immediately preceding financial year) in the key financial ratios as compared to previous financial year.

**Return on net worth** has decreased from 0.976 to 0.135 in the current financial year as compared to previous financial year as the Company sold off inventory which it had produced during the year at a significant discount before the product expired

# GUPTA RAJ & CO. CHARTERED ACCOUNTANTS

DELHI OFFICE :  
101, KD BLOCK,  
PITAMPURA,  
NEAR KOHAT ENCLAVE  
METRO STATION,  
NEW DELHI 110034  
PH. NO. 011-47018333

MUMBAI OFFICE :  
2-C, MAYUR APARTMENTS,  
DADABHAI CROSS RD. NO.3,  
VILE PARLE (WEST),  
MUMBAI,  
PIN 400056  
PH. NO. 26210901, 26210902.

AHEMDABAD OFFICE :  
A-307 INFINITY TOWER,  
CORPORATE TOWER,  
PRAHALAD NAGAR,  
AHMEDABAD  
PIN – 380015  
M. NO. 9726777733

NAGPUR BRANCH :  
1ST FLR, MEMON  
JAMAD BUILDING,  
NR CENTRAL BANK,  
MASKASATH, ITWARI,  
NAGPUR – 440002  
M. NO. 7387811111

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF WHITE ORGANIC RETAIL LIMITED

#### Report on the Ind AS Financial Statements

#### Opinion

We have audited the accompanying Ind AS financial statements of White Organic Retail Ltd (“the Company”), which comprise the balance sheet as at 31 March 2020, and the statement of Profit and Loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS 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, of the state of affairs of the Company as at March 31, 2020, and profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters

We have determined that there are no key audit matters to communicate in our report.



## **Other Information**

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of Management and those charged with governance for the Ind AS financial statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with accounting principles generally accepted in India, including Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting 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 adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditors' Responsibility for the Audit of the Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs. We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are

also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Ind AS financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **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 "Annexure 1", a statement on the matters specified in paragraphs 3 & 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 it appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and the statement of changes in equity dealt with by this Report are in agreement with the books of account.
  - d) In our opinion, the aforesaid Financial Statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with relevant rules issued thereunder.
  - e) On the basis of the written representations received from the directors as on 31 March, 2020, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2020, 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, we give our separate Report in “Annexure 2”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position.
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N**

**Sd/-  
CA NIKUL JALAN  
PARTNER  
MEMBERSHIP NO. 0112353**

**PLACE: MUMBAI  
DATED : 31<sup>st</sup> July, 2020  
UDIN: 20112353AAAABW4367**

## Annexure 1 to the Independent Auditors' Report

**(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

- (i) In respect of its fixed assets:
  - (a) The company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets. However no fixed register is maintained for the same.
  - (b) As informed to us, all fixed assets have been physically verified by the management at reasonable intervals and management affirms that no material discrepancies were noticed on such verification.
  - (c) According to the information and explanations received by us, none of the immovable properties as on the reporting date are held as Fixed Assets. Therefore, in our opinion, the requirement on reporting under Clause 3 (i) ( c) is not applicable to the Company.
- (ii) The inventory has been physically verified by management during the year. In our opinion, the frequency of verification is reasonable. As informed by management, no material discrepancies were noticed on physical verification carried out during the year.
- (iii) As per the information and explanation given to us, 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. Therefore provisions of sub clause (a), (b) and (c) of clause (iii) of paragraph 3 of the Order are not applicable to the Company.
- (iv) As per the information and explanation given to us in respect of loans, investments, guarantees and securities, the Company has complied with the provisions of Section 185 and 186 of the Act.
- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public within the provisions of Sections 73 to 76 of the Act and the rules framed there under. Therefore, the provisions of clause (v) of paragraph 3 of the Order are not applicable to the Company.
- (vi) As per the information and explanations given to us, in respect of the class of industry in which the Company falls, the maintenance of cost records has not been prescribed by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013. Therefore, the provisions of clause (vi) of paragraph 3 of the Order are not applicable to the Company.
- (vii) In respect of statutory dues:
  - (a) The company is generally regular in depositing with appropriate authorities, undisputed statutory dues including provident fund, employees' state insurance, income tax, goods and service tax, duty of customs, duty of excise and any other statutory dues applicable to it with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of above dues were in arrears, as at 31st March, 2020 for a period of more than six months from the date they became payable.
  - (b) According to the information and explanations given to us, there are no dues of income tax or goods and service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.
- (viii) According to the information and explanation given to us, the company has not defaulted in repayment of dues to bank / financial institutions. The Company has not taken loan from government or has no dues to debenture holders.

- (ix) The Company during the year has issued shares to the Public by way of IPO of 24,54,000 shares, face value being Rs. 10 each issued at a premium of Rs. 53 each. Premium received of Rs. 13,00,62,000/- on 24,54,000 shares is transferred to Securities Premium Account in "Other Equity".
- (x) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or any fraud on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such instance by the management.
- (xi) As per the information and explanations given to us, no managerial remuneration has been paid / provided during the year and hence reporting under clause (xi) of the CARO 2016 is not applicable to the company.
- (xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause (xii) of paragraph 3 of the Order are not applicable to the Company.
- (xiii) As per the information and explanation given to us, all transactions entered into by the Company with the related parties are in compliance with Sections 177 and 188 of Act, where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable Indian accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, the provisions of clause (xiv) of paragraph 3 of the Order are not applicable to the Company.
- (xv) The Company has not entered into any non-cash transactions with directors or persons connected with him. Therefore, the provisions of clause (xv) of paragraph 3 of the Order are not applicable to the Company.
- (xvi) As per the information and explanation given to us the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

**FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N**

**Sd/-  
CA NIKUL JALAN  
PARTNER  
MEMBERSHIP NO. 0112353**

**PLACE: MUMBAI  
DATED : 31<sup>st</sup> July, 2020  
UDIN : 20112353AAAABW4367**

## **Annexure 2 to the Independent Auditors' Report.**

**(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)**

### **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 WHITE ORGANIC RETAIL LTD ("the Company") as of 31<sup>st</sup> March, 2020 in conjunction with our audit of the Ind AS 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 ("ICAI"). 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 specified under section 143(10) of the Act to the extent applicable to an audit of internal financial controls, both issued by the ICAI. 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<sup>st</sup> March, 2020, 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 ICAI. Our opinion is not modified in respect of this matter.

**FOR GUPTA RAJ & CO.  
CHARTERED ACCOUNTANTS  
FIRM NO. 001687N**

**Sd/-  
CA NIKUL JALAN  
PARTNER  
MEMBERSHIP NO. 0112353**

**PLACE: MUMBAI  
DATED: 31<sup>st</sup> July, 2020  
UDIN : 20112353AAAABW4367**

**WHITE ORGANIC RETAIL LIMITED**  
**Balance Sheet as at 31st March, 2020**

|   | Note No.   | As at March 31, 2020<br>INR         | As at March 31, 2019<br>INR         |
|---|--|-------------------------------------|-------------------------------------|
| <b>I. ASSETS</b>  |  |                                     |                                     |
| <b>(1) Non-Current Assets</b>   |  |                                     |                                     |
| (a) Property, Plant and Equipment   | 2  | 7,87,855                            | 3,15,469                            |
| (b) Other Intangible assets   | 3  | 1,58,427                            | 81,849                              |
| (c) Financial Assets  |  |                                     |                                     |
| (i) Other Investments   | 4  | 1113,43,000                         | 1086,67,853                         |
| (d) Deferred tax assets (net)   |  | -                                   | -                                   |
| (e) Other non-current assets  | 5  | 46,17,292                           | 17,71,423                           |
| (f) Non-Current Tax Assets (Net)  | 6  | 20,28,823                           | 7,58,915                            |
| <b>Total Non Current Assets</b>   |  | <b>1189,35,397</b>                  | <b>1115,95,509</b>                  |
| <b>(2) Current Assets</b>   |  |                                     |                                     |
| (a) Inventories   | 7  | 410,23,172                          | 126,00,629                          |
| (b) Financial Assets  |  |                                     |                                     |
| (i) Trade receivables   | 8  | 2562,21,010                         | 3686,57,990                         |
| (ii) Cash and cash equivalents  | 9  | 48,45,057                           | 379,53,572                          |
| (iii) Loans   | 10   | 2214,99,607                         | 180,44,494                          |
| (c) Current Tax Assets  |  |                                     | -                                   |
| (d) Other current assets  | 11   | 471,73,160                          | 25,65,292                           |
| <b>Total Current Assets</b>   |  | <b>5707,62,006</b>                  | <b>4398,21,977</b>                  |
| <b>TOTAL ASSETS</b>   |  | <b>6896,97,405</b>                  | <b>5514,17,486</b>                  |
|   | <b>Notes</b>   | <b>As at March 31, 2020<br/>INR</b> | <b>As at March 31, 2019<br/>INR</b> |
| <b>II. EQUITY AND LIABILITIES</b>   |  |                                     |                                     |
| <b>(1) Equity</b>   |  |                                     |                                     |
| (a) Equity share capital  | 12   | 545,40,000                          | 300,00,000                          |
| (b) Other equity  | 13   | 3081,44,231                         | 1763,74,338                         |
| <b>Total Equity</b>   |  | <b>3626,84,231</b>                  | <b>2063,74,338</b>                  |
| <b>(2) Non Current Liabilities</b>  |  |                                     |                                     |
| (a) Financial liabilities   |  |                                     |                                     |
| (i) Borrowings  | 14   | 491,12,700                          | -                                   |
| (ii) Others   |  | -                                   | -                                   |
| (b) Provisions  |  | -                                   | -                                   |
| (c) Deferred Tax Liabilities(Net)   | 15   | 40,187                              | 1,741                               |
| (d) Other non-current liabilities   |  |                                     |                                     |
| <b>Total Non Current Liabilities</b>  |  | <b>491,52,887</b>                   | <b>1,741</b>                        |
| <b>(3) Current Liabilities</b>  |  |                                     |                                     |
| (a) Financial Liabilities   |  |                                     |                                     |
| (i) Borrowings  | 16   | 193,19,500                          | 189,00,000                          |
| (ii) Trade payables   | 17   | 2501,96,777                         | 2572,16,358                         |
| (iii) Other financial Liabilities   | 18   | 71,32,823                           | 611,49,155                          |
| (b) Other current liabilities   | 19   | 6,26,187                            | 2,75,894                            |
| (c) Current tax liabilities (net)   | 20   | 5,85,000                            | 75,00,000                           |
| <b>Total Current Liabilities</b>  |  | <b>2778,60,287</b>                  | <b>3450,41,407</b>                  |
| <b>TOTAL EQUITY AND LIABILITIES</b>   |  | <b>6896,97,405</b>                  | <b>5514,17,486</b>                  |
| <b>See Accompanying Notes for Disclosures</b>   | 1-33   | -                                   | -                                   |
| <p>As per our report Of Even Date<br/><b>For Gupta Raj &amp; Co.</b><br/>Chartered Accountants<br/>Firm Reg No : 001687N</p> <p><b>CA Nikul Jalan</b><br/>Partner<br/>Mem. No. 112353</p> <p><b>Place : Mumbai</b><br/><b>Date : 31/07/2020</b><br/><b>UDIN: 20112353AAAABW4367</b></p> | <p><b>For WHITE ORGANIC RETAIL LIMITED.</b></p> <p><b>DARSHAK M. RUPANI</b><br/>MANAGING DIRECTOR<br/>(DIN: 03121939)</p> <p><b>PRASHANTT RUPANI</b><br/>DIRECTOR<br/>(DIN: 03138082)</p> <p><b>Rupal Narvekar</b><br/>Company Secretary</p> <p><b>Ronak Desai</b><br/>CFO</p> |                                     |                                     |



**WHITE ORGANIC RETAIL LIMITED**  
**Statement of profit and loss for the year ended March 31, 2020**

|  | Note No. | For the Year end March 31, 2020 | For the Year end March 31, 2019 |
|--|----------|---------------------------------|---------------------------------|
| <b>Revenue</b>                                       |          |                                 |                                 |
| I. Revenue from Operations (Gross)                   |          |                                 | -                               |
| Sale of Services                                     | 21       | 6889,67,948                     | 16036,03,480                    |
| Other Operating revenue                              |          | -                               | -                               |
| II. Other income                                     | 22       | 197,11,399                      | 96,35,964                       |
| <b>III. Total Income (I+II)</b>                      |          | <b>7086,79,347</b>              | <b>16132,39,444</b>             |
| <b>IV. Expenses</b>                                  |          |                                 |                                 |
| Purchase of stock-in-trade (Traded goods)            | 23       | 7227,48,304                     | 15416,76,685                    |
| Changes in inventories of stock-in-trade             | 24       | (284,22,544)                    | 273,07,421                      |
| Employee Benefits Expenses                           | 25       | 24,33,141                       | 5,43,800                        |
| Depreciation and Amortization Expenses               | 2        | 73,333                          | 55,252                          |
| Other Expenses                                       | 26       | 95,15,774                       | 182,09,346                      |
| <b>Total Expenses (IV)</b>                           |          | <b>7063,48,009</b>              | <b>15877,92,505</b>             |
| <b>V. Profit/(loss) before Tax</b>                   |          | <b>23,31,338</b>                | <b>254,46,940</b>               |
| <b>VI. Tax expense:</b>                              |          |                                 |                                 |
| 1. Current Tax                                       |          | 5,85,000                        | 75,00,000                       |
| 2. Deferred Tax                                      |          | 38,446                          | (9,123)                         |
| <b>VII. Profit/(Loss) for the period</b>             |          | <b>17,07,892</b>                | <b>179,56,063</b>               |
| <b>VIII. Other comprehensive income</b>              |          |                                 |                                 |
| <b>IX. Total comprehensive income for the period</b> |          | <b>17,07,892</b>                | <b>179,56,063</b>               |
| <b>X. Earnings per equity share</b>                  |          |                                 |                                 |
| Basic and diluted earnings per share                 | 29       | 0.313                           | 5.99                            |
| <b>Significant Accounting Policies</b>               | 1        |                                 |                                 |
| <b>See Accompanying Notes for Disclosures</b>        | 1-33     |                                 |                                 |

As per our report Of Even Date  
**For Gupta Raj & Co.**  
Chartered Accountants  
Firm Reg No : 001687N

**For WHITE ORGANIC RETAIL LIMITED.**

\_\_\_\_\_  
**CA Nikul Jalan**  
Partner  
Mem. No. 112353

**DARSHAK M. RUPANI**  
MANAGING DIRECTOR  
(DIN: 03121939)

**PRASHANTT RUPANI**  
DIRECTOR  
(DIN: 03138082)

**Rupal Narvekar**  
Company Secretary

**Ronak Desai**  
CFO

**Place : Mumbai**  
**Date : 31/07/2020**  
**UDIN: 20112353AAAABW4367**

**WHITE ORGANIC RETAIL LTD**  
**Cash Flow Statement for the year ended 31st March, 2020**

| Particulars   | For the year ended<br>31st March, 2020 | For the year ended<br>31st March, 2019 |
|---|--|--|
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>   |  |  |
| Profit before tax   | 23,31,338                              | 25446939.79                            |
| Adjustments to reconcile profit before tax to cash provided by operating activities         |  |  |
| Depreciation expense  | 73,333                                 | 55252                                  |
| Interest income   | (197,11,399)                           | -9635964                               |
| <b>Operating profit before Working Capital Changes</b>                                      | <b>(173,06,728)</b>                    | <b>158,66,227.79</b>                   |
| Changes in assets and liabilities   |  |  |
| (Increase) / Decrease in Inventory  | (284,22,544)                           | 27416643.91                            |
| (Increase) / Decrease in Trade Receivables  | 1124,36,980                            | -35551465.96                           |
| (Increase) / Decrease in Short Term Loans & Advances  | (2034,55,113)                          | -18044494                              |
| Increase / (Decrease) in Trade Payables   | (70,19,581)                            | (411,61,049)                           |
| Increase / (Decrease) in Other Current Liabilities  | 3,50,293                               | 2,10,132                               |
| Increase / (Decrease) in Other Current Financial Liabilities                                | (540,16,332)                           | 592,45,281                             |
| (Increase) / Decrease in Other Current Assets   | (446,07,868)                           | (2,96,247)                             |
| (Increase) / Decrease in Other Non Current assets   | (28,45,869)                            | (11,11,423)                            |
| <b>Cash Generated From Operations</b>   | <b>(2448,86,761)</b>                   | <b>6573605.38</b>                      |
| Income taxes paid   | (87,69,909)                            | -13335418                              |
| <b>NET CASH GENERATED BY OPERATING ACTIVITIES</b>   | <b>(2536,56,670)</b>                   | <b>(67,61,812.62)</b>                  |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>   |  |  |
| Payment towards capital expenditure   | (6,22,297)                             | -85500                                 |
| Sale of other investement   | (26,75,147)                            | 13448147                               |
| Loans Taken   | 491,12,700                             | 0                                      |
| Interest received   | 197,11,399                             | 9635964                                |
| <b>NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES</b>                                  | <b>655,26,655</b>                      | <b>229,98,611.00</b>                   |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>   |  |  |
| Increase / (Decrease) in borrowings   | 4,19,500                               | -125128070                             |
| Issue of Share capital  | 1546,02,000                            | 143640000                              |
| <b>NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES</b>                                  | <b>1550,21,500</b>                     | <b>185,11,930.00</b>                   |
| Effect of exchange differences on translation of foreign currency cash and cash equivalents | -                                      | -                                      |
| <b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>                                 | <b>(331,08,516)</b>                    | <b>347,48,728</b>                      |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD                                    | 379,53,572                             | 3204843.58                             |
| <b>CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD</b>                                   | <b>48,45,057</b>                       | <b>379,53,572</b>                      |

As per our report Of Even Date

**For Gupta Raj & Co.**

Chartered Accountants

Firm Reg No : 001687N

**CA Nikul Jalan**

Partner

Mem. No. 112353

Place : Mumbai

Date : 31/07/2020

UDIN: 20112353AAAABW4367

**For WHITE ORGANIC RETAIL LTD**

**DARSHAK RUPANI**  
MANAGING DIRECTOR  
(DIN: 3121939)

**PRASHANTT RUPANI**  
DIRECTOR  
(DIN: 03138082)

**Rupal Narvekar**  
Company Secretary

**Ronak Desai**  
CFO

## Statement of Changes in Equity (SOCIE)

| (a) Equity share capital                        | Note | Amount            |
|---|------|-------------------|
| Balance as at April 1, 2018                     |      | 1,00,000          |
| Changes in equity share capital during 2018-19  |      | 299,00,000        |
| Balance as at March 31, 2019                    |      | 300,00,000        |
| Changes in equity share capital during the year |      | 245,40,000        |
| Balance as at March 31, 2020                    |      | <b>545,40,000</b> |

### (b) Other equity

| Particulars                               | Note | Security Premium   | Retained Earnings | Total              |
|---|------|--------------------|-------------------|--------------------|
| <b>Balance at April 1, 2018</b>           |      | -                  | 446,78,293        | 446,78,293         |
| Profit for the year                       |      | -                  | 179,56,046        | 179,56,046         |
| Other comprehensive income for the year   |      | -                  | -                 | -                  |
| Security premium received during the year |      | 1137,40,000        |                   | 1137,40,000        |
| <b>Balance at March 31, 2019</b>          |      | <b>1137,40,000</b> | <b>626,34,338</b> | <b>1763,74,338</b> |
| Profit for the year                       |      | -                  | 17,07,892         | 17,07,892          |
| Security premium received during the year |      | 1300,62,000        | -                 | 1300,62,000        |
| <b>Balance at March 31, 2020</b>          |      | <b>2438,02,000</b> | <b>643,42,231</b> | <b>3081,44,231</b> |

As per our report Of Even Date

**For Gupta Raj & Co.**

Chartered Accountants

Firm Reg No : 001687N

\_\_\_\_\_  
**CA Nikul Jalan**

Partner

Mem. No. 112353

Place : Mumbai

Date : 31/07/2020

UDIN: 20112353AAAABW4367

**For WHITE ORGANIC RETAIL LIMITED.**

**DARSHAK M. RUPANI**

MANAGING DIRECTOR

(DIN: 03121939)

**Rupal Narvekar**

Company Secretary

**PRASHANTT RUPANI**

DIRECTOR

(DIN: 03138082)

**Ronak Desai**

CFO

Notes to financial statements for the year ended 31 March 2020

**Note 2**

**Property, plant and equipment**

Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2020:

| DESCRIPTION   | Plant and Equipment | Motor Vehicle   | Office equipment | Furniture & Fixtures | Computers       | TOTAL            |
|---|---------------------|-----------------|------------------|----------------------|-----------------|------------------|
| Cost as at April 1, 2019                                  | 1,19,175            | 89,000          | 1,06,156         | 19,212               | 5,48,138        | 8,81,681         |
| Additions   |                     | 3,37,000        | 17,763           | 12,950               | 1,58,839        | 5,26,552         |
| Deletions   | -                   | -               | -                | -                    | -               | -                |
| <b>Cost as at March 31, 2020 (A)</b>                      | <b>1,19,175</b>     | <b>4,26,000</b> | <b>1,23,919</b>  | <b>32,162</b>        | <b>7,06,977</b> | <b>14,08,233</b> |
| Accumulated depreciation as at April 1, 2019              | 14,140              | 19,650          | 33,902           | 4,201                | 4,94,319        | 5,66,212         |
| Depreciation for the current period                       | 6,649               | 13,713          | 13,003           | 2,151                | 18,650          | 54,166           |
| Deletions   |                     |                 |                  |                      |                 | -                |
| <b>Accumulated depreciation as at March 31, 2020 (B)</b>  | <b>20,789</b>       | <b>33,363</b>   | <b>46,905</b>    | <b>6,352</b>         | <b>5,12,969</b> | <b>6,20,378</b>  |
| <b>Net carrying amount as at March 31, 2020 (A) - (B)</b> | <b>98,386</b>       | <b>3,92,637</b> | <b>77,014</b>    | <b>25,810</b>        | <b>1,94,008</b> | <b>7,87,855</b>  |

Following are the changes in the carrying value of property, plant and equipment for the year ended March 31, 2019:

| DESCRIPTION  | Plant and Equipment | Motor Vehicle | Office equipment | Furniture & Fixtures | Computers       | TOTAL           |
|--|---------------------|---------------|------------------|----------------------|-----------------|-----------------|
| Cost as at April 1, 2018                                 | 1,19,175            | 89,000        | 1,06,156         | 19,212               | 5,48,138        | 8,81,681        |
| Additions  | -                   | -             | -                | -                    | -               | -               |
| Deletions  | -                   | -             | -                | -                    | -               | -               |
| <b>Cost as at March 31, 2019 (A)</b>                     | <b>1,19,175</b>     | <b>89,000</b> | <b>1,06,156</b>  | <b>19,212</b>        | <b>5,48,138</b> | <b>8,81,681</b> |
| Accumulated depreciation as at April 1, 2018             | 7,043               | 12,371        | 19,203           | 2,609                | 4,88,933        | 5,30,159        |
| Depreciation for the year                                | 7,097               | 7,279         | 14,699           | 1,592                | 5,386           | 36,053          |
| Deletions  | -                   | -             | -                | -                    | -               | -               |
| <b>Accumulated depreciation as at March 31, 2019 (B)</b> | <b>14,140</b>       | <b>19,650</b> | <b>33,902</b>    | <b>4,201</b>         | <b>4,94,319</b> | <b>5,66,212</b> |
| <b>Net carrying amount as at March 31, 2019 (A)- (B)</b> | <b>1,05,035</b>     | <b>69,350</b> | <b>72,254</b>    | <b>15,011</b>        | <b>53,819</b>   | <b>3,15,469</b> |

Notes to financial statements for the year ended 31 March 2020

**Note 3**

**Other Intangibles Assets**

Following are the changes in the carrying value of intangible assets for the year ended March 31, 2020:

| DESCRIPTION   | Computer Software | Trade Mark    | Total           |
|---|-------------------|---------------|-----------------|
| Cost as at April 1, 2019  | 18,000            | 85,500        | 1,03,500        |
| Additions   | 95,745            | -             | 95,745          |
| Deletions   | -                 | -             | -               |
| <b>Cost as at March 31, 2020 (A)</b>                                    | <b>1,13,745</b>   | <b>85,500</b> | <b>1,99,245</b> |
| Accumulated amortisation as at April 1, 2019                            | 5,406             | 16,245        | 21,651          |
| Amortisation for the year   | 6,171             | 12,996        | 19,167          |
| Deletions   | -                 | -             | -               |
| <b>Accumulated amortisation and impairment as at March 31, 2020 (B)</b> | <b>11,577</b>     | <b>29,241</b> | <b>40,818</b>   |
| <b>Net carrying amount as at March 31, 2020 (A) - (B)</b>               | <b>1,02,168</b>   | <b>56,259</b> | <b>1,58,427</b> |

Notes to financial statements for the year ended 31 March 2020

| <b>Note 4 Non-Current Investments</b>   |                   | <b>As at March 31, 2020</b> |                       | <b>As at March 31, 2019</b> |                       |
|---|-------------------|-----------------------------|-----------------------|-----------------------------|-----------------------|
| <b>Particulars</b>                      | <b>Face Value</b> | <b>Number</b>               | <b>Value</b>          | <b>Number</b>               | <b>Value</b>          |
| <b>(1) Investment in Other Entities</b> |                   |                             |                       |                             |                       |
| <b>(A) Unquoted Investment</b>          |                   |                             |                       |                             |                       |
| Bhagwati Developers                     |                   |                             | 567,52,500.00         |                             | 524,99,998.00         |
| Patel Enterprises                       |                   |                             | 545,90,500.00         |                             | 561,67,855.00         |
|   |                   | -                           | <b>1113,43,000.00</b> | -                           | <b>1086,67,853.00</b> |

Notes to financial statements for the year ended 31 March 2020

| Particulars   | As at March 31,<br>2020 | As at March 31,<br>2019 |
|---|-------------------------|-------------------------|
| <b>Note 5</b>   |                         |                         |
| <b>Other non-current assets</b>                                       |                         |                         |
| Deposits with government authorities                                  | 30,000                  | 30,000                  |
| Indirect taxes with revenue authorities                               | 25,73,272               | 15,73,423               |
| Other deposit (Group to Note 5b)                                      | 20,14,020               | 1,68,000                |
|   | <b>46,17,292</b>        | <b>17,71,423</b>        |
| <b>Note 6</b>   |                         |                         |
| <b>Non - Current Tax Assets</b>                                       |                         |                         |
| Income taxes  | 20,28,823               | 7,58,915                |
|   | <b>20,28,823</b>        | <b>7,58,915</b>         |
| <b>Note 7</b>   |                         |                         |
| <b>Inventories (valued at lower of cost and net realisable value)</b> |                         |                         |
| Stock in Trade  | 410,23,172              | 126,00,629              |
|   | <b>410,23,172</b>       | <b>126,00,629</b>       |
| <b>Note 8</b>   |                         |                         |
| <b>Trade and other receivables</b>                                    |                         |                         |
| <b>Trade Receivables</b>  |                         |                         |
| Unsecured, considered good  | 2562,21,010             | 3686,57,990             |
| Considered Doubtful   | -                       | -                       |
|   | 2562,21,010             | 3686,57,990             |
| Less: Provision for doubtful debts                                    | -                       | -                       |
|   | 2562,21,010             | 3686,57,990             |
| <b>Note 9</b>   |                         |                         |
| <b>Cash and cash equivalents</b>                                      |                         |                         |
| Cash on hand  | 9,07,290                | 2,581                   |
| Balance with banks  |                         |                         |
| - Current accounts  | 39,37,767               | 379,50,991              |
|   | <b>48,45,057</b>        | <b>379,53,572</b>       |
| <b>Note 10</b>  |                         |                         |
| <b>Short term loans</b>   |                         |                         |
| Unsecured, considered good  | 2214,99,607             | 180,44,494              |
| Less : provision for doubtful loan                                    | -                       | -                       |
|   | <b>2214,99,607</b>      | <b>180,44,494</b>       |
| <b>Note 11</b>  |                         |                         |
| <b>Other current assets</b>   |                         |                         |
| Advance to supplier   | 77,89,504               | 25,58,440               |
| Prepaid Expenses  | -                       | 6,852                   |
| Fixed Deposit and Interset  | 392,29,054              | -                       |
| Other Receivables   | 1,54,602                | -                       |
| GST / VAT Credit receivable   | -                       | -                       |
|   | <b>471,73,160</b>       | <b>25,65,292</b>        |

|  |                    |                    |
|--|--------------------|--------------------|
| <b>Note 13</b>   |                    |                    |
| <b>Other Equity</b>  |                    |                    |
| Retained Earnings  | 643,42,231         | 626,34,338         |
| Securities Premium   | 2438,02,000        | 1137,40,000        |
|  | <b>3081,44,231</b> | <b>1763,74,338</b> |
| <b>Note 14</b>   |                    |                    |
| <b>Borrowings</b>  |                    |                    |
| White Organic Agro Ltd   | 491,12,700         | -                  |
|  | <b>491,12,700</b>  |                    |
| <b>Note 15</b>   |                    |                    |
| <b>Deferred Tax Asset/Liabilities(Net)</b>                                 |                    |                    |
| WDV as per Companies Act   | 9,46,282           | 3,28,063           |
| WDV as per Income Tax Act  | 7,91,714           | 3,21,366           |
| <b>Difference</b>  | 1,54,568           | 6,697              |
| Deferred Tax Liability   | 40,187             | 1,741              |
| Add/Less : Opening Deferred Tax (Liability)/Asset                          | (1,741)            | (10,864)           |
| Deferred Tax Assets (Net)  | 38,446             | (9,123)            |
| <b>Note 16</b>   |                    |                    |
| <b>Short Term Loan Repayable on Demand</b>                                 |                    |                    |
| Un-secured, Considerd good<br>From Related Party                           | 193,19,500         | 189,00,000         |
|  | <b>193,19,500</b>  | <b>189,00,000</b>  |
| <b>Note 17</b>   |                    |                    |
| <b>Trade payables</b>  |                    |                    |
| Total outstanding due to micro and small enterprises                       | -                  | -                  |
| Total outstanding due to creditors other than micro and small enterprises. | 2501,96,777        | 2572,16,358        |
|  | <b>2501,96,777</b> | <b>2572,16,358</b> |
| <b>Note 18</b>   |                    |                    |
| <b>Current - Other financial liabilities</b>                               |                    |                    |
| Creditors for Expenses   | 5,50,564           | 84,960             |
| Salaries and reimbursement payable   | 7,04,910           | 16,47,730          |
| Advance from customers   | 58,77,349          | 594,16,465         |
|  | <b>71,32,823</b>   | <b>611,49,155</b>  |
| <b>Note 19</b>   |                    |                    |
| <b>Other current liabilities</b>   |                    |                    |
| Statutory dues payable   | 6,26,187           | 2,75,894           |
|  | <b>6,26,187</b>    | <b>2,75,894</b>    |
| <b>Note 20</b>   |                    |                    |
| Current Tax Liabilities  | 5,85,000           | 75,00,000          |
|  | <b>5,85,000</b>    | <b>75,00,000</b>   |



Notes to financial statements for the year ended 31 March 2020

**Note : 12**

**Share capital**

|  |  | 31-Mar-20   | 31-Mar-19   |
|--|--|-------------|-------------|
| <b>a. Details of authorised, issued and subscribed share capital</b> |  |             |             |
| <b>Authorised Capital</b>  |  |             |             |
| Equity shares of Rs 10 each  |  | 1100,00,000 | 1100,00,000 |
| <b>Issued, Subscribed and fully Paid up</b>                          |  |             |             |
| Equity shares of Rs 10 each  |  | 545,40,000  | 300,00,000  |
|  |  | 545,40,000  | 300,00,000  |

**b. Reconciliation of number of shares at the beginning and at the end of the year**

| Particulars                                     | 31-Mar-20        |                   | 31-Mar-19        |                   |
|---|------------------|-------------------|------------------|-------------------|
|   | No. of shares    | Rs. in lakhs      | No. of shares    | Rs. in lakhs      |
| Shares outstanding at the beginning of the year | 30,00,000        | 300,00,000        | 10,000           | 1,00,000          |
| Add: Shares issued during the year              | 24,54,000        | 245,40,000        | 22,80,000        | 228,00,000        |
| Add: Bonus Shares issued during the year        | -                | -                 | 7,10,000         | 71,00,000         |
| Shares outstanding at the end of the year       | <b>54,54,000</b> | <b>545,40,000</b> | <b>30,00,000</b> | <b>229,00,000</b> |

**c. Particulars of shareholders holding more than 5% of shares held**

| Name of Shareholder        | 31-Mar-20     |            | 31-Mar-19     |            | 31-Mar-18     |            |
|----------------------------|---------------|------------|---------------|------------|---------------|------------|
|                            | No. of shares | Percentage | No. of shares | Percentage | No. of shares | Percentage |
| White Organic Agro Limited | 3000000       | 55%        | 3000000       | 100%       | 10000         | 100%       |

d. The company has only one class of shares referred to as equity shares having a par value of Rs 10/- each. Each holder of equity shares is entitled to one vote per share.

Notes to financial statements for the year ended 31 March 2020

| Particulars                                      | For the year ended<br>March 31, 2020 | For the year ended<br>March 31, 2019 |
|--|--------------------------------------|--------------------------------------|
| <b>Note 21</b>                                   |                                      |                                      |
| <b>Revenue from Operations</b>                   |                                      |                                      |
| Sales of products                                | 6896,13,414                          | 16038,25,469                         |
| Less : Trade discount, Returns, Rebate etc.,     | 6,45,466                             | (2,21,988)                           |
|  | <b>6889,67,948</b>                   | <b>16036,03,480</b>                  |
| <b>Note 22</b>                                   |                                      |                                      |
| <b>Other Income</b>                              |                                      |                                      |
| Interest income on :                             |                                      |                                      |
| - Loan given                                     | 161,92,099                           | 92,82,055                            |
| - Deposit with Bank                              | 35,19,300                            | 3,53,909                             |
|  | <b>197,11,399</b>                    | <b>96,35,964</b>                     |
| <b>Note 23</b>                                   |                                      |                                      |
| <b>Purchase of stock-in-trade</b>                |                                      |                                      |
| Purchases (Traded goods)                         | 7227,48,304                          | 15416,76,685                         |
|  | <b>7227,48,304</b>                   | <b>15416,76,685</b>                  |
| <b>Note 24</b>                                   |                                      |                                      |
| <b>Changes in inventories of stock-in- trade</b> |                                      |                                      |
| Particulars                                      |                                      |                                      |
| Opening Inventory                                |                                      |                                      |
| Stock in Trade                                   | 126,00,629                           | 399,08,050                           |
|  | <b>126,00,629</b>                    | <b>399,08,050</b>                    |
| Closing Inventory                                |                                      |                                      |
| Stock in Trade                                   | 410,23,172                           | 126,00,629                           |
|  | <b>410,23,172</b>                    | <b>126,00,629</b>                    |
| Changes in inventory                             | <b>284,22,544</b>                    | <b>(273,07,421)</b>                  |

|   |                  |                   |
|---|------------------|-------------------|
| <b>Note 25</b>                              |                  |                   |
| <b>Employee benefit expense</b>             |                  |                   |
| Salaries, wages and bonus                   | 24,33,141        | 5,43,800          |
|   | <b>24,33,141</b> | <b>5,43,800</b>   |
| <b>Note 26</b>                              |                  |                   |
| <b>Other Expenses</b>                       |                  |                   |
| Commission                                  | -                | 25,20,000         |
| Accommodation charges                       | 3,70,976         |                   |
| Advertisement                               | 2,29,931         | 3,95,238          |
| Bank charges                                | 59,734           | 90,002            |
| Delivery charges                            | 44,132           |                   |
| Donation                                    | -                | 40,83,333         |
| Electricity                                 | 49,660           | 34,360            |
| Freight Charges                             | 3,06,790         | -                 |
| Import expenses                             | 24,48,743        | 32,98,012         |
| Insurance                                   | 21,188           | -                 |
| Interest,Rates and taxes (net of reversals) | 1,62,258         | 97,497            |
| Internet Charges                            | 7,226            | 2,750             |
| IPO Expense                                 | 8,95,178         |                   |
| Legal and professional                      | 20,83,120        | 14,37,850         |
| Merchant Bank Charges                       | 15,00,000        |                   |
| Miscellaneous expenses                      | 2,70,627         | 3,67,479          |
| Other Expense                               | 2,40,262         |                   |
| Payment to auditor                          | -                | 1,55,000          |
| Printing and stationary                     | 1,06,707         | 1,161             |
| Rent  | 5,27,500         | 7,35,000          |
| Repairs and Maitenance :                    | 1,59,000         | 3,97,360          |
| Sales Promotions                            | 85,846           | 35,86,496         |
| Sundry balance W/o                          | (7,14,597)       | 6,51,878          |
| Telephone                                   | 21,687           | 4,947             |
| Transportation expenses                     | 4,71,276         | 2,71,659          |
| Travelling and conveyance                   | 42,286           | 18,168            |
| Website Development Charges                 | 1,26,244         | 61,156            |
|   | <b>95,15,774</b> | <b>182,09,346</b> |

**Note 27 Financial instruments – Fair values and risk management****(a) Financial Risk Management**

The Company's business activities are exposed to financial risks, namely Credit risk, Liquidity risk. The Company's Senior Management has the overall responsibility for establishing and governing the Company's risk management framework. The Company has constituted a Risk Management Committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the Board of Directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The audit committee oversees how Management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and adhoc reviews of risk management controls and procedures, the results of which are reported the audit committee

**i. Credit risk**

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investment securities. Credit risk is managed through credit approvals, establishing credit limits and continuously monitoring the creditworthiness of customers to which the Company grants credit terms in the normal course of business. The Company establishes, if require an allowance for doubtful debts and impairment that represents its estimate of

**iii. Liquidity risk**

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

Management monitors rolling forecasts of the Company's liquidity position on the basis of expected cash flows. This monitoring includes financial ratios and takes into account the accessibility of cash and cash equivalents

**(b) Financial assets and liabilities**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels as on 31st March 2020 are presented below .

| March 31, 2019                       | Note No. | Carrying amount |        |                    | Fair value         |         |         | Total |   |
|--------------------------------------|----------|-----------------|--------|--------------------|--------------------|---------|---------|-------|---|
|                                      |          | FVTPL           | FVTOCI | Amortised Cost     | Level 1            | Level 2 | Level 3 |       |   |
| <b>Non-Current Financial assets</b>  |          |                 |        |                    |                    |         |         |       |   |
| Investments                          |          | -               | -      | 1113,43,000        | 1113,43,000        | -       | -       | -     | - |
| <b>Current Financial assets</b>      |          |                 |        |                    |                    |         |         |       |   |
| Trade receivables                    |          | -               | -      | 2562,21,010        | 2562,21,010        | -       | -       | -     | - |
| Cash and cash equivalents            |          | -               | -      | 48,45,057          | 48,45,057          | -       | -       | -     | - |
| Loans                                |          | -               | -      | 2214,99,607        | 2214,99,607        | -       | -       | -     | - |
|                                      |          | -               | -      | <b>5939,08,674</b> | <b>5939,08,674</b> | -       | -       | -     | - |
| 660000                               |          |                 |        |                    |                    |         |         |       |   |
| 80000                                |          |                 |        |                    |                    |         |         |       |   |
| <b>Current Financial liabilities</b> |          |                 |        |                    |                    |         |         |       |   |
| Borrowings                           |          | -               | -      | 193,19,500         | 193,19,500         | -       | -       | -     | - |
| Trade payables                       |          | -               | -      | 2501,96,777        | 2501,96,777        | -       | -       | -     | - |
| Other current financial liabilities  |          | -               | -      | 71,32,823          | 71,32,823          | -       | -       | -     | - |
|                                      |          | -               | -      | <b>2766,49,100</b> | <b>2766,49,100</b> | -       | -       | -     | - |

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including their levels as on 31st March 2019 are presented below .

| March 31, 2018                          | Note No. | Carrying amount |        |                    |                    | Fair value |         |         |       |
|---|----------|-----------------|--------|--------------------|--------------------|------------|---------|---------|-------|
|   |          | FVTPL           | FVTOCI | Amortised Cost     | Total              | Level 1    | Level 2 | Level 3 | Total |
| <b>Non-Current Financial assets</b>     |          |                 |        |                    |                    |            |         |         |       |
| Investments                             |          | -               | -      | 1086,67,853        | 1086,67,853        | -          | -       | -       | -     |
| <b>Current Financial assets</b>         |          |                 |        |                    |                    |            |         |         |       |
| Trade receivables                       |          |                 |        | 2562,21,010        | 2562,21,010        | -          | -       | -       | -     |
| Cash and cash equivalents               |          | -               | -      | 379,53,572         | 379,53,572         | -          | -       | -       | -     |
| Loans                                   |          | -               | -      | -                  | -                  | -          | -       | -       | -     |
|   |          | -               | -      | <b>4028,42,435</b> | <b>4028,42,435</b> | -          | -       | -       | -     |
| <b>Current Financial liabilities</b>    |          |                 |        |                    |                    |            |         |         |       |
| Other non-current financial liabilities |          | -               | -      | 189,00,000         | 189,00,000         | -          | -       | -       | -     |
| Trade payables                          |          | -               | -      | 2572,16,358        | 2572,16,358        | -          | -       | -       | -     |
| Other current financial liabilities     |          | -               | -      | 611,49,155         | 611,49,155         | -          | -       | -       | -     |
|   |          | -               | -      | <b>3372,65,513</b> | <b>3372,65,513</b> | -          | -       | -       | -     |

#### Note 28 Capital Management

For the purpose of the Company's capital management, capital includes issued capital and other equity reserves. The primary objective of the Company's Capital Management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using Adjusted net debt to equity ratio. For this purpose, adjusted net debt is defined as total debt less cash and bank balances

| Particular                               | As at March 31 2020 | As at March 31 2019 |
|--|---------------------|---------------------|
| Non- Current borrowing                   | 491,12,700          | -                   |
| Current borrowings                       | 193,19,500          | 189,00,000          |
| Current maturity of long term debt       | -                   | -                   |
| <b>Gross debt</b>                        | <b>684,32,200</b>   | <b>189,00,000</b>   |
| Less : Cash and cash equivalents         | 48,45,057           | 379,53,572          |
| Less : Other bank balances               | -                   | -                   |
| <b>Adjusted net debt</b>                 | <b>635,87,143</b>   | <b>(190,53,572)</b> |
| Total Equity                             | 3626,84,231         | 2063,74,338         |
| <b>Adjusted Net debt to Equity ratio</b> | <b>0.18</b>         | <b>(0.09)</b>       |

Notes to financial statements for the year ended 31 March 2020

**Note 29 Earnings per share (EPS)**

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the company (after adjusting profit impact of dilutive potential equity shares, if any) by the aggregate of weighted average number of Equity shares outstanding during the year and the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

| Particulars  | 31-Mar-20        | 31-Mar-19         |
|--|------------------|-------------------|
| <b>i. Profit attributable to equity holders (Rs in lakhs)</b>                  |                  |                   |
| Profit attributable to equity holders of the parent for basic and diluted EPS  | 17,07,892        | 179,56,063        |
|  | <b>17,07,892</b> | <b>179,56,063</b> |
| <b>ii. Weighted average number of ordinary shares</b>                          |                  |                   |
| Issued ordinary shares   | 10,000           | 10,000            |
| Add/(Less): Effect of shares issued/ (bought back)                             | 15,66,526        | -                 |
| Add/(Less): Effect of bonus share issued                                       | -                | 7,10,000          |
| <b>Weighted average number of shares at March 31 for basic and diluted EPS</b> | <b>15,76,526</b> | <b>7,20,000</b>   |
| <b>iii. Basic and diluted earnings per share (Rs)</b>                          | 1.08             | 24.94             |

**Note 30. Related party Information****A. Names of the Related parties****Other Related Party ( Enterprise Owned or significantly influenced by Key Management Personnel)**

Shree Ram Auto Centre (Prop. Firm of Prashantt Rupani)

Dcowl Fashion Pvt Ltd(Common Director)

Rhombus Ltes LLP(Common Director)

**Group Company**

White Organic Agro Limited - Parent

Future Farms LLP

White Organic Agro FZE( Foreign Subsidiary)

**Key management personnel and their relatives**

| Name of Person       | Type of Relation           |
|----------------------|----------------------------|
| Mr. Darshak Rupani   | Managing Director          |
| Mr. Prashantt Rupani | Director                   |
| Mrs. Meghal Rupani   | Wife of Director           |
| Mrs. Sapna Rupani    | Mother of Director         |
| Mrs. Jigna Thakkar   | Independent Women Director |
| Mr. Pritesh Doshi    | Independent Director       |

**B. The following transactions were carried out with the related parties in the ordinary course of business.**

| Nature of Transaction               | Companies exercising |           | Group company |             | Key management personnel |      | Total      |             |
|-------------------------------------|----------------------|-----------|---------------|-------------|--------------------------|------|------------|-------------|
|                                     | 2020                 | 2019      | 2020          | 2019        | 2020                     | 2019 | 2020       | 2019        |
| Loan Repayment                      |                      |           | 473,90,000    | 343,20,000  |                          |      | 473,90,000 | 343,20,000  |
| Loan Repayment received             |                      | 69,00,000 |               |             |                          |      |            |             |
| Purchase                            |                      |           |               | 19,950      |                          |      | -          | 19,950      |
| Loan taken                          |                      |           | 962,35,000    | 528,31,930  | 4,19,500                 |      | 966,54,500 | 528,31,930  |
| Loan given                          |                      | 69,00,000 |               |             |                          | 934  |            |             |
| Advance Received                    |                      |           |               | 1,90,000    |                          |      |            | 1,90,000    |
| Conversion of loan to share capital |                      |           |               | 1436,40,000 |                          |      |            | 1436,40,000 |

**(C) Closing Balances of Related Parties.**

| Particular                          | Relationship  | As At 31st March, 2020 | As At 31st March, 2019 |
|-------------------------------------|---------------|------------------------|------------------------|
| <b>Payables:</b>                    |               |                        |                        |
| Future Farms LLP                    | Group company | 191,35,916             | 191,35,916             |
| White Organic Agro Limited - Parent | Group company | 491,12,700             |                        |

**Note 31 : Expenditure in foreign currency**

| Particulars              | 31st March 2020 | 31st March 2019 |
|--------------------------|-----------------|-----------------|
| Foreign Exchange outflow | -               | 292,76,725      |
| Foreign Exchange inflow  | 133,43,251      | 190,00,288      |

**Note 32 MSME**

As per the explanation given by the management, the company owes no dues to any company/entity that are required to be furnished u/s 22 of the Micro Small and Medium Enterprise. This has been relied upon by the auditors.

**Note 33 Subsequent events**

On 8th May 2019 the Company has listed its equity shares on SME platform of BSE.

**Note 34**

Previous year's figures have been regrouped / rearranged wherever necessary, so as to make them comparable with those of the current year

As per our report Of Even Date  
**For Gupta Raj & Co.**  
Chartered Accountants  
Firm Reg No : 001687N

**For WHITE ORGANIC RETAIL LIMITED.**

\_\_\_\_\_  
**CA Nikul Jalan**  
Partner  
Mem. No. 112353

**DARSHAK M. RUPANI**  
DIRECTOR  
(DIN: 03121939)

**PRASHANTT RUPANI**  
DIRECTOR  
(DIN: 03138082)

Place : Mumbai  
Date : 31/07/2020  
UDIN: 20112353AAAABW4367

**Rupal Narvekar**  
Company Secretary

**Ronak Desai**  
CFO



## **WHITE ORGANIC RETAIL LIMITED**

### **Accompanying notes to the financial statements for the year ended 31<sup>st</sup> March, 2020**

#### **1. SIGNIFICANT ACCOUNTING POLICIES**

(i) **Basis of Preparation of financial statements:**

These financial statements have been prepared in accordance with the Indian Accounting Standards (hereinafter referred to as the 'Ind AS') as notified by Ministry of Corporate Affairs pursuant to section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements.

(ii) **Basis of Measurement**

These financial statements are prepared under the historical cost convention unless otherwise indicated

(iii) **Key estimates and assumptions**

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Information about critical judgments in applying accounting policies, as well as estimates and assumptions that have the most significant effect to the carrying amounts of assets and liabilities within the next financial year, are as follows:

- Determination of the estimated useful lives of tangible assets and the assessment as to which component of the cost may be capitalized - refer note no. 1(v) of the significant accounting policies
- Impairment of Property, Plant and Equipment's – refer note no. 2
- Recognition of deferred tax assets – refer note no. 15

#### **Estimation of uncertainties relating to the global health pandemic from COVID-19**

The COVID-19 pandemic is an evolving human tragedy declared a global pandemic by the World Health Organisation with adverse impact on economy and business. Supply Chain disruptions in India as a result of the outbreak started with restrictions on movement of goods, closure of borders etc., in several states followed by a nationwide lockdown from the 25th of March 2020 announced by the Indian Government, to stem the spread of COVID-19. Due to this the operations of the company got temporarily disrupted. In light of these circumstances, the Company has considered the possible effects that may result from COVID-19 on the carrying amounts of financials assets, inventory, receivables, advances, property plant and equipment, Intangibles etc. as well as liabilities accrued. In developing the assumptions relating to the possible future uncertainties in the economic conditions because of this pandemic, the Company has used internal and external information such as our current contract terms, financial strength of partners, investment profile, future volume estimates from the business etc. Having reviewed the underlying data and based on current estimates the Company expects the carrying amount of these assets will be recovered and there is no significant impact on liabilities accrued. The

impact of COVID-19 on the Company's financial statements may differ from that estimated as at the date of approval of these financial statements and the Company will continue to closely monitor any material changes to future economic conditions.

(iv) **Measurement of fair values**

The Company's accounting policies and disclosures require the measurement of fair values for financial instruments.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

(v) **Property plant and equipment(PPE).**

PPE are initially recognised at cost. The initial cost of PPE comprises its purchase price, including non-refundable duties and taxes net of any trade discounts and rebates. The cost of PPE includes interest on borrowings (borrowing cost) directly attributable to acquisition, construction or production of qualifying assets subsequent to initial recognition, PPE are stated at cost less accumulated depreciation (other than freehold land, which are stated at cost) and impairment losses, if any.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred.

Depreciation is recognised so as to write off the cost of assets less their residual values over the useful lives, using the Written Down Value Method ("WDV").

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual values, useful life and depreciation method are reviewed at each financial year-end to ensure that the amount, method and period of depreciation are consistent with previous

estimates and the expected pattern of consumption of the future economic benefits embodied in the items of property, plant and equipment.

An item of property, plant and equipment is de recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on disposal or retirement of an item of property, plant and equipment is determined as the difference between sales proceeds and the carrying amount of the asset and is recognised in profit or loss. Fully depreciated assets still in use are retained in financial statements

| Assets               | Useful Life |
|----------------------|-------------|
| Plant & Equipment    | 15 Years    |
| Motor Vehicle        | 10 Years    |
| Office Equipment     | 5 Years     |
| Furniture & Fixtures | 10 Years    |
| Computers            | 6 Years     |

(vi) **Non – derivative Financial instruments**

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability

**Cash and cash equivalents**

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage

**Financial assets at fair value through other comprehensive income (FVTOCI)**

Financial assets are measured at fair value through other comprehensive income if these financial assets are held within a business whose objective is achieved by both collecting contractual cash flows that give rise on specified dates to solely payments of principal and interest on the principal amount outstanding and by selling financial assets.

The Company has made an irrevocable election to present subsequent changes in the fair value of equity investments not held for trading in Other Comprehensive Income

**Financial assets at fair value through profit or loss (FVTPL)**

Financial assets are measured at fair value through profit or loss unless it is measured at amortised cost or at fair value through other comprehensive income on initial recognition. The transaction costs directly attributable to the acquisition of financial assets and liabilities at fair value through profit or loss are immediately recognised in profit or loss.

**Financial liabilities**

Financial liabilities are measured at amortised cost using the effective interest method.

**Equity instruments**

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments recognised by the Company are measured at the proceeds received net off direct issue cost.

**Off setting of financial instruments**

Financial assets and financial liabilities are off set and the net amount is reported in financial statements if there is a currently enforceable legal right to off set the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

(vii) **Impairments of Non-financial assets**

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists.

If the carrying amount of the assets exceed the estimated recoverable amount, impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset

When there is indication that an impairment loss recognized for an asset in earlier accounting periods which no longer exists or may have decreased, such reversal of impairment loss is recognized in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss.

(viii) **Inventories:**

Inventories are valued at lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(ix) **Revenue recognition**

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflect the consideration which the company expects to receive in exchange for those products or services

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discount, price concessions and incentives, if any as specified in the contract with the customer. Revenue also excludes taxes collected from customers

Dividend income is recognised when the right to receive the same is established, it is probable that the economic benefits associated with the dividend will flow to the Company and the amount of dividend can be measured reliably.

Interest income from financial assets is recognized when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably

(x) **Employee benefits**

**Short-Term Employee Benefits**

All employee benefits payable wholly within twelve months of rendering the service are classified as short term employee benefits. Benefits such as salaries, performance incentives, etc., are recognized as an expense at the undiscounted amount in the Statement of Profit and Loss of the year in which the employee renders the related service

**Defined benefit plans**

The Company also provides for retirement benefits in the form of gratuity, compensated absences and medical benefits including to the employees of subsidiary and group companies.

**Post Employment Benefits**

Payments made to a defined contribution plan such as Provident Fund and Family Pension maintained with Regional Provident Fund Office are charged as an expense in the Statement of Profit and Loss as they fall due.

**Terminal Benefits**

All terminal benefits are recognized as an expense in the period in which they are incurred.

(xi) **Borrowing costs**

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds and is measured with reference to the effective interest rate applicable to the respective borrowing. Borrowing costs that are directly attributable to the acquisition of an asset that necessarily takes a substantial period of time to get ready for its intended use are capitalised as part of the cost of that asset till the date it is put to use. Other borrowing costs are recognised as an expense in the period in which they are incurred

(xii) **Taxes on Income**

Income tax expense comprises current and deferred tax and is recognized in the Statement of Profit and Loss except to the extent that it relates to items recognized directly in equity or in OCI

**Current tax**

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date

**Deferred Tax**

Deferred income tax is recognised using the Balance Sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are off set when there is a legally enforceable right to off set current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority

(xiii) **Accounting for provisions, contingent liabilities and contingent assets**

Provisions are recognized, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market-based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognized only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable

(xiv) **Earnings per share**

Basic Earnings per share is calculated by dividing the net profit / (loss) for the period attributable to the equity shareholders by the weighted average number of equity shares outstanding during the period. The Company did not have any potentially dilutive securities in any of the year presented.

As per our report Of Even Date

**For Gupta Raj & Co.**

Chartered Accountants

Firm Reg No : 001687N

**CA Nikul Jalan**

Partner

Mem. No. 112353

**Place :** Mumbai

**Date :** 31/07/2020

**UDIN:** 20112353AAAABW4367

**For WHITE ORGANIC RETAIL LIMITED.**

Sd/-

**DARSHAK M. RUPANI**

MANAGING DIRECTOR

(DIN: 03121939)

Sd/-

**Rupal Narvekar**

Company Secretary

Sd/-

**PRASHANTT RUPANI**

DIRECTOR

(DIN: 03138082)

Sd/-

**Ronak Desai**

CFO