



WHITE DIAMOND INDUSTRIES LTD.

Diamond ✦ Export ✦ Import

312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East), Mumbai - 400 077. INDIA
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CIN: L01100MH1990PLC055860

October 18, 2016

To,
Corporate Relations Department
Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001.

Dear Sir/Madam,

Scrip Code: 513713

Subject: Submission of Annual Report for the financial year 2015-16

Dear Sir/ Madam,

Pursuant to Regulation 34(1) of SEBI (LODR) Regulations, 2015, enclosed herewith please find the copy of the annual report for the financial year 2015-16.

Please take the same on your records.

Thanking you,
Yours Faithfully,

For **White Diamond Industries Limited**

Darshak Rupani
Managing Director
DIN: 03121939

Encl: As stated above.

WHITE DIAMOND INDUSTRIES LIMITED

ANNUAL REPORT 2016

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BOARD OF DIRECTORS

1. Mr. Prashant Rupani- Chairman and Executive Director (Chief Financial Officer)
2. Mr. Darshak Rupani – Managing Director
3. Mr. Jitendra Mehta- Director (Compliance Officer)
4. Mr. Chandresh R Jain- Independent Director
5. Mrs. Jigna V Thakkar- Independent Women Director

NOTICE FOR 26th ANNUAL GENERAL MEETING

Notice is hereby given that the 26th Annual General Meeting of the Members of White Diamond Industries Limited will be held on Tuesday, 27th September 2016, at 10:00 AM at the registered office of the Company located at No. 312A, Kailas Plaza, Vallabhbaug lane, Ghatkopar (East), Mumbai-400077 to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt the Annual Audited Financial Statements for the financial year ended 31st March, 2016 including consolidated financials as at that date together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Jitendra Mehta as the Director of the Company, who is liable to retire by rotation and offers himself for re-appointment.
3. To ratify appointment of M/s N.K Jalan & Chartered Accountants, as the Statutory Auditors of the Company for F.Y. 2016-17.

SPECIAL BUSINESS

4. To authorize Board of Directors to contribute to Bonafide Charitable or Other Fund.

To consider and if thought fit, to pass with or without modification, the following resolutions as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 181 and other applicable provisions, if any, of the Companies Act 2013 including any statutory amendments, modifications made thereto, consent of the shareholders of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as ‘the Board’ which shall deem to include any committees thereof) to contribute to bona fide charitable and other funds from time to time, as may be deemed fit, amounts not exceeding in aggregate to all such upto a sum of Rs. 4,50,000/- (Rupees Four Lakh Fifty Thousand Only) during the financial year 2016-17 and the next 5 financial years thereafter.

RESOLVED FURTHER THAT the members do hereby ratify the contributions to charitable funds amounting to Rs. 3,00,000/- incurred by the Company during the financial year 2015-16.

RESOLVED FURTHER THAT any of the directors of the Company is authorized to do all such acts/things/ matters as may be required to give effect to this resolution.”

By Order of the Board

---Sd/---

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Date : 13/08/2016

Place: Mumbai

Notes:

- A Member entitled to attend and vote at the Annual General Meeting (the meeting) is entitled to appoint a proxy to attend and vote on poll, instead of himself / herself and a proxy need not be a Member of the Company.
- The Company has granted exemption to the Statutory Auditor and the Secretarial Auditor from attending the Annual General Meeting.
- The proxy form should be deposited at the Registered Office of the Company not less than 48 (Forty Eight) hours before the commencement of the meeting.
- Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.
- For the convenience of the Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the Meeting.
- In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.
- The members who hold shares in electronic form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number, in attendance slip for attending meeting.
- The Ministry of Corporate Affairs (MCA), Government of India, had issued the following circulars in Green Initiative i.e. Circular Nos. 17/2011 and 18/2011, dated April 21st, 2011 and April 29th, 2011 respectively, allowing companies to send official documents to their Shareholders electronically as part of its Green Initiatives in Corporate Governance.
- Recognizing the spirit of the circular issued by the MCA, we propose to send notices/ documents (i.e., physical Annual Report of the Company comprising of Balance Sheet, Profit & Loss Account, Directors' Report, Auditors' Report etc.,) to the email address.
- In this behalf, we are confident that you would appreciate the "Green Initiative" taken by MCA. We solicit your cooperation in helping the Company to implement the e-governance initiatives of the Government.

Shareholders who have not updated their email ID till date are requested to kindly update your email address with your depository participant for Demat holding of shares and with Sharex Dynamic Pvt Ltd for physical holding of shares in the following format:

Name of the member	Son of/ Daughter of/ Wife of	Client ID/ Ledger Folio No.	No. of Shares held	Pan No. (mandatory in case of Demat holders)	E-mail address

- The members who still hold share certificate(s) in physical form are advised to dematerialize their shareholding to avail benefits of dematerialization, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, saving in stamp duty and elimination of any possibility of loss of documents and bad deliveries.
- **Nomination Facility**

The members holding the shares in physical form may obtain the Nomination Form from the Company's Registrar and Share Transfer Agent.

- Members are requested to notify immediately any change in their address :
 - to their Depository Participants (DPs) in respect of their electronic share accounts; and
 - to Registrar and Share Transfer Agent of the Company in respect of their physical shares folios along with Bank particulars.
- Members desirous of getting any information in respect of the contents of the Annual Report are requested to forward the queries to the Company at least ten days prior to the Annual General Meeting so that the required information can be made available at the Meeting.

E-Voting

In compliance with the provision of Section 108 of the Act and the Rules framed thereunder and Regulation 44 of the (Listing Obligation & Disclosure Requirements) the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Central Depository Services Limited (CDSL), on all the resolutions set forth in the Notice.

The instructions for members for voting electronically are as under:-

- (i) The voting period begins on **24th September 2016 (IST 9.00am)** and ends on **26th September, 2016 (IST 5.00PM)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date** (record date) of **20th September 2016** 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.
- (iv) Click on Shareholders.
- (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. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (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 and voted on an earlier 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:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.

Dividend Bk Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).
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- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members 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 Members 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 <Company Name> 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 available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) **Note for Non – Individual Shareholders and Custodians**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to 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 emailed to 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.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.
- 2) **In case of members receiving the physical copy:**
- A) Please follow all steps from sl. no. (i) to sl. no. (xx) above to cast vote.
- B) The voting period begins on **24th September 2016 (IST 9.00am)** and ends on **26th September, 2016 (IST 5.00PM)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the **cut-off date** (record date) of **20th September 2016** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- C) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

→Voting at Annual General Meeting

The Company shall conduct voting by means of ballot / poll process at the 26th Annual General Meeting for the resolutions to be discussed at the meeting. Further the Members who would already voted by means of remote e-voting shall not be allowed to vote by ballot / poll at the 26th Annual General Meeting

Other Instructions:

- (i) The voting period begins on **24th September 2016 (IST 9.00am)** and ends on **26th September,2016 (IST 5.00PM)**.
- (ii) The voting rights of Members shall be in proportion to their shares of the paid up Equity Share Capital of the Company.
- (iii) Ms. Priti J Sheth of M/s Priti J Sheth & Associates, Practicing Company Secretaries, has been appointed as the Scrutinizer to scrutinize the e – voting process in a fair and transparent manner.
- (iv) The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the e-voting period, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report on the votes cast in favour or against, if any forthwith to the Chairman of the Company.
- (v) The results on the resolutions shall be declared on or after the Annual General Meeting of the Company and the resolutions will be deemed to be passed on the AGM date subject to the receipt of the requisite number of votes in favour of the resolution.
- (vi) The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL www.evotingindia.com within two days of the passing of the resolutions at the 26th AGM of the Company on Tuesday, 27th September 2016 and communicated to BSE Limited where the shares of the company are listed.

EXPLANATORY STATEMENT TO THE NOTICE OF 26TH ANNUAL GENERAL MEETING

AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARD 2

ITEM 4:

The management has been providing financial aid to the charitable organizations which work for philanthropic objectives such as children's education, health care, socio-economic upliftment, animal welfare etc and some of these contributions / expenditure. Further as per the provisions of Section 181 of the Companies in case the contribution to the charitable funds exceed 5 % of the average net profit of the preceding 3 years, prior approval of the members is required.

In view of the above, the management of the Company seeks approval of the members to set a limit upto which the contributions can be made towards charitable funds by passing the resolution set out in item no. 4 of the notice of 26th Annual General Meeting as ordinary resolution.

The Board of Directors recommends the Resolution set out in item number 4 for your approval.

None of the 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.

DETAILS OF DIRECTORS SEEKING REAPPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

Name	Mr. Jitendra Jogalkishore Mehta
Date of Birth	22/06/1952
Date of Appointment	04/06/2012
Brief Profile	He has 30 years of experience in the field of Commerce, Accountancy and the Company has been benefited from his experience.
Qualification	Commerce Graduate
Directorships held in other companies (excluding section 25 and foreign companies)	NIL
Memberships of committees across other companies (includes only Audit & Shareholders' / Stakeholder Relationship Committee)	NIL
Shares held in the Company	NIL
Relationship between directors inter-se	NIL

By Order of the Board

Sd/---

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Date : 13/08/2016

Place: Mumbai

BOARD'S REPORT

To
The Members,
WHITE DIAMOND INDUSTRIES LIMITED
CIN: L36912MH1990PLC055860

The Directors have the pleasure in presenting the 26th Annual Report on the business and operations of your Company and the Audited Financial Statements for the year ended 31st March, 2016.

FINANCIAL RESULTS

Particulars	Current year 2015-16 (in Rs)	Previous Year 2014-15 (in Rs)
Sales and Other Income	32,551,289	35,255,346
Net Profit before Depreciation and Interest	1,918,633	15,26,617
Net Profit After Tax	1,267,774	9,57,247

COMPANY'S AFFAIRS

In the financial year 2015-16, the Company has earned a profit of INR. 1,267,774 as compared to Profit of INR. 9,57,247 during the previous financial year 2014-15.

CHANGE IN NATURE OF BUSINESS

During the Financial Year 2015-16, there were no changes in nature of the business of the Company. However, the Company is in the process to explore new line of business by adding new object clause in its Main Object i.e. business of all kinds of organic food products and allied activities.

SHARE CAPITAL

During the Financial Year 2015-2016 the Company has not issued any Equity shares.

- A) The Company has not issued any equity shares with differential rights during the Financial Year 2015-16.
- B) The Company has not issued any Sweat Equity Shares during the Financial Year 2015-16.
- C) Issue of Employee Stock Options: The Company has not issued any Employee Stock Options during the Financial Year 2015-16.

DEPOSITS

The Company has not accepted any deposits falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014 during the Financial Year 2015-2016 or any preceding financial years. Hence no amount of principal or interest is outstanding / repayable.

DIVIDEND

The Board of Directors do not propose any Dividend for the Financial Year 2015-16.

TRANSFER TO IEPF

Amount of INR 45,669/- is due to be transferred to IEPF account

RESERVES

The Company has not transferred any amount to the Reserves.

DIRECTORS

1. Appointment and Re-appointments

During the period under review Mrs. Jigna Thakkar (DIN: 07279163) was appointed as the Additional Director of the Company with effect from 5th September, 2015 and her appointment as the Non – Executive Independent Director for a period of 5 years was approved 25th Annual General Meeting held on 30th September 2015.

Further Mr. Jitendra Mehta (DIN: 05338982), is liable to retire by rotation at the 26th Annual General Meeting of the Company. Being eligible he has offered himself for re-appointment. The Board of Directors recommend to the members to re-appoint him at the 26th Annual General Meeting.

2. Resignations

During the period under review, Mr. Rameshchandra Kothari (DIN: 00281215) resigned as the Non-Executive Independent Director of the Company with effect from 5th September 2015. The Board places on record its appreciation for the services rendered by him during his tenure with the Company.

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.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013, for the purpose of evaluating the performance of the Board as a whole, a structured questionnaire was prepared covering various aspects of the Board's functioning, composition of the Board and its committee, execution and

performance of specific duties, obligations and the same was circulated amongst the Board of Directors for their feedback.

Further the separate performance evaluation of the Independent Directors, and Non – Independent Directors was carried out. The Board of Directors expressed their satisfaction with the evaluation process.

INTERNAL FINANCIAL 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. The Audit committee actively reviews the adequacy and effectiveness of the Internal Financial control and suggests the improvements for the same.

NUMBER OF MEETINGS OF THE BOARD

The Board met Five times during the financial year, the details of which are given in the Corporate governance report and details as required under Standard 9 of Secretarial Standard 1 on Board Meetings are mentioned in the Corporate Governance report which forms a part of the Board's report. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

COMMITTEES OF THE BOARD

Currently, the Board has the following committees:

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

The Details of the Committees of the Board is mentioned in the Corporate Governance Report which forms a part of the Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under the Provisions of section 134(5) of the Companies Act, 2013 the Directors hereby confirm:

1. That in preparation of the Annual Accounts for the year ended 31st March 2016, the applicable accounting standards have been followed along with the proper explanation relating to material departures , if any;
2. And applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31,2016 and of the profit of the company for the year ended on that date;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for

safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.

4. That the Directors have prepared the annual accounts on a going concern basis.
5. That the directors had laid down Internal Financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ORDERS PASSED BY REGULATORY AUTHORITY

During the Financial Year under review, there were no material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

SUBSIDIARY, ASSOCIATES AND JOINT VENTURE COMPANIES

Your Company has a Wholly Owned Subsidiary named Sapna Infraventure Private Limited

A Statement containing salient features of Financial Statement of Sapna Infraventure Private Limited in Form AOC-1 is annexed hereto as **"Annexure A"**

AUDITORS

In accordance with the provisions of Section 139 of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, the Board of Directors recommend to the shareholders to ratify the appointment of **M/s. N.K Jalan & Chartered Accountants (FRN: 104019W)** Chartered Accountants, as Statutory Auditors of the Company for F.Y. 2016-17, who were appointed for 5 consecutive Financial year at the 24th Annual General Meeting of the Company.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The information relating to conservation of energy and technology absorption by the Company is annexed to the report as **"Annexure B"**

EXTRACT OF ANNUAL RETURN

The Extract of Annual Return in form MGT-9 as prescribed under the provisions of Section 92 of the Companies Act, 2013 is annexed to the report as **"Annexure C"**.

FOREIGN EXCHANGE EARNING AND OUTGO

During the year under review there were no earnings in foreign exchange and there was no foreign exchange out go.

CORPORATE SOCIAL RESPONSIBILITY

The provisions of Section 135 of the Companies Act, 2013 regarding expenditure towards Corporate Social Responsibility was not applicable to the Company for Financial Year 2015-16.

LISTING AGREEMENT

The Securities and Exchange Board of India ('SEBI'), on September 2, 2015 issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with a view to consolidate and align the provisions of Listing Agreement for different segments of capital markets to ensure better enforceability. The said regulations became effective on December 1, 2015 and accordingly all the listed entities were entitled to execute the new listing agreement within six months from the effective date.

The Company entered into the same with BSE Limited on 13th February, 2016.

CORPORATE GOVERNANCE

Our Corporate governance philosophy: Your Company's philosophy on Corporate Governance has been to ensure fairness to the shareholders with full transparency and to enhance and retain investor trust. We always seek to insure that our performance is driven by integrity.

Our Corporate governance report for the financial year ended on March 31, 2016 forms a part of this Annual Report.

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.

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has a Vigil Mechanism policy to report genuine concerns or grievances. The detail forms a part of the Corporate Governance Report.

MATERIAL CHANGES AND COMMITMENTS, IF ANY

There were no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relates and the date of the report.

NOMINATION AND REMUNERATION POLICY

The Company has policies framed for remuneration and appointment of directors, Key managerial personnel and senior management of the company. The composition and policies forms a part of the Corporate Governance Report and the policy is available at the registered office of the Company.

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.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT 2013

During the year under review the Company has not given any guarantee to any party as provided under Section 186 of the Companies Act, 2013, the details of loans granted by the Company are provided in notes to the financial statements

The Company has made investments in Non - Convertible Preference shares of Charisma Jewellery Private Limited and the details of the same are mentioned in the financial statements.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act 2013 and the rules made there under the Company has appointed **M/s. Priti J. Sheth & Associates**, a firm of Company Secretaries in Practice (C.P. No 5518) to undertake the Secretarial Audit of the Company for the F.Y. 2015-2016.

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

CERTIFICATE ON CORPORATE GOVERNANCE

As required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the auditors' certificate on corporate governance is enclosed as "**Annexure E**" to the Board's report.

RELATED PARTY TRANSACTIONS

The details of Related Party Transactions entered into by the Company which are at Arm's Length Price and in Ordinary Course of Business are provided in Notes to Accounts of the Financial Statements.

Further details of material related party transactions entered by the Company are enclosed as "**Annexure F**" to the Board's Report.

There were no materially significant Related Party Transactions that have potential conflict of interest with the Company at large.

DIRECTOR'S COMMENTS ON QUALIFICATIONS OR OBSERVATIONS

Statutory Auditors' Report

The comments mentioned in the audit report with respect to the funds that need to be transferred to IEPF account; the Board of Directors has initiated the process to transfer the funds to the IEPF account. Further, the Statements made by the Auditors in their report are self-explanatory and doesn't require any comments by the Board of Directors.

Secretarial Auditor Report

Our Secretarial Auditors have in their report stated that the Company needs to appoint the Company Secretary as a Compliance officer as required under Section 203 of the Companies Act, 2013 and Rules made thereunder. Further it is stated in the report that the Company needs to appoint Internal Auditor as required under the provisions of Section 138 of the Companies Act, 2013.

Explanation: Our Company is in search of suitable candidate to be appointed as the Company Secretary and an internal Auditor and was unable to find the same during the year under review.

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

As required under SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Auditor's Certificate on Corporate Governance forms a part of the Annual Report.

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.

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 need to be made under the said section. Further, the details of the top 10 employees in terms of remuneration drawn pursuant to rule 5(1) and 5(2) of Companies (Appointment and Remuneration) Rules, 2014 shall be available at the registered office of the Company during the business hours and the details ratios of the remuneration of each Director to the median remuneration to the employees of the Company for the financial year are enclosed as "**Annexure G**" to the Board's Report.

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

ACKNOWLEDGEMENTS

Your Directors wish to place on record their sense of appreciation for the excellent support received from the government authorities, bankers, consultants and the dedicated efforts of all employees in the working of the Company.

By Order of the Board

---Sd/---

---Sd/---

Date : 13/08/2016

Place: Mumbai

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Mr. Prashantt Rupani
Director/ CFO
DIN: 00199986

'Annexure- A' to the Board's Report

Form AOC- 1

(Pursuant to first proviso to sub-section (3) of section 129 read
with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/ Joint Venture
/ Associate Companies**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary / Joint Venture / Associate	SAPNA INFRAVENTURE PVT. LTD.
2.	Reporting currency and Exchange rate as on the last date of the relevant Financial year	INR
3.	Share capital	1,00,000
4.	Reserves & Surplus	87,37,618
5.	Total Assets	129,797,576
6.	Total Liabilities	129,797,576
7.	Investments	NIL
8.	Turnover	10,620,000
9.	Profit before Taxation	3,463,184
10.	Provision for Taxation	1,07,41,83
11.	Profit after Taxation	23,89,001
12.	Proposed Dividend	NA
13.	% of shareholding	100

By Order of the Board

---Sd/---

---Sd/---

Date : 13th August, 2016

Place: Mumbai

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Mr. Prashantt Rupani
Director/ CFO
DIN: 00199986

'Annexure- B' to the Board's Report

The information relating to conservation of energy and technology absorption by the Company

(A) CONSERVATION OF ENERGY

- i. the steps taken or impact on conservation of energy:** The Company takes necessary steps for the conservation of energy.
- ii. the steps taken by the company for utilizing alternates source of energy:** NIL
- 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

The expenditure incurred on Research and Development: Nil

By Order of the Board

---Sd/---

---Sd/---

Date : 13th August, 2016

Place: Mumbai

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Mr. Prashantt Rupani
Director/CFO
DIN: 00199986

				Shares				s		(%)
A. Promoters										
(1) Indian										
a) Individual/HUF (including Directors)	1706668	0	1706668	13.65	1706668	0	1706668	13.65	0	-
b) Central Govt. or State Govt.										-
c) Bodies Corporate	0	0	0		0	0	0		0	-
d) Bank/FI	1738450	0	1738450	13.91	1738450	0	1738450	13.91	0	-
e) Any other	0	0	0		0	0	0		0	-
SUB TOTAL:(A) (1)	3445118	0	3445118	27.56	3445118	0	3445118	27.56		-
(2) Foreign										
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	-	-	-	-	-	-	-	-	-
B. Public Shareholding										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	12650	-	12650	0.101	12650	100
h) Foreign Venture Capital Funds / Portfolio Investors	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	-	-	-	-	12650	-	12650	0.101	12650	100
(2) Non Institutions										
a) Bodies Corporate										

Grand Total (A+B+C)	10839140	1660860	12500000	100.00	10859540	1640460	12500000	100.0	-	-
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(ii) Share holding of Promoters									
Sr. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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.	Prashant Mahesh Rupani	140000	1.12	-	140000	1.12	-	-	
2.	Sapna Infratech Private Limited	1738450	13.908		1738450	13.908	-	-	
3.	Mahesh Mohanlal Rupani	695000	5.56		695000	5.56	-	-	
4.	Darshak Mahesh Rupani	871668	6.973		871668	6.973	-	-	

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)									
Sr. No.	Particulars	Share holding at the beginning of the Year			Cumulative Share holding during the year				
		No. of Shares	% of total shares of the company		No. of shares	% of total shares of the company			
<i>No Change in Shareholding of Promoters</i>									

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)									
Sr. No.	For Each of the Top 10 Shareholders	Share holding at the beginning of the Year		Share-holding at the end the year					
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company				
1	Shrenik	550000	4.4	550000	4.4				
2	Pariwar Housing Finance Co. Ltd	58563	0.469	58563	0.469				
3	Kirtibhai Kantibhai Doshi	110200	0.882	110200	0.882				
4	Dilip	131846	10.548	1318460	10.548				

	Dalpatlal Mehta	0			
5	Dalpatraj p. Jain HUF	225000	1.8	225000	1.8
6	Navinchandra D. Mehta	1267520	10.14	1276255	10.21
7	Vishal Thakkar	80513	0.644	80513	0.644
8	Dalpatraj P Jain	400000	3.2	400000	3.2
9	Zaver Dalpatraj Jain	415000	3.32	415000	3.32
10	Shantilal Mangalji Mehta	1470000	11.76	1478672	11.829

(V) Shareholding Pattern of each of Directors, KMP's					
Sr. No.	For Each of the Directors & KMP	Share holding at the beginning of the Year		Cumulative Share-holding during the year end	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Darshak Rupani	871668	6.97	871668	6.97
2.	Prashant Mahesh Rupani	140000	1.12	140000	1.12

V INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount		203000		203000
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)		203000		
Change in Indebtedness during the financial year				
Additions				
Reduction				
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount		1688000		
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)		1688000		1688000

VI	REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :
A.	Remuneration to Managing Director, Whole time director and/or Manager:

Sl. No.	Particulars of Remuneration	Name of the Managing Director		Total Amount
		Darshak Rupani		
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961	360000		360000
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	-
2.	Stock option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission as % of profit	-	-	-
5.	Others, please specify (leave encashment)	-	-	-
	Total (A)	360000	-	360000
	Ceiling as per the Act			
B.	Remuneration to other directors:			
Sr. No.	Particulars of Remuneration	Nil		
1.	Independent Directors			
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) Others, please specify			
	Total (1)			
2.	Other Non Executive Directors			
	(a) Fee for attending board committee meetings			
	(b) Commission			
	(c) 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			
Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		CEO	Company Secretary	CFO
1	Gross Salary	Nil		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.			
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock Option	Nil		
3	Sweat Equity			
4	Commission as % of profit			
5	Others, (leave encashment)			
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)
A. COMPANY					
Penalty			Nil		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			Nil		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			Nil		
Punishment					
Compounding					

By Order of the Board

---Sd/---

---Sd/---

Date : 13th August, 2016
Place: Mumbai

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Mr. Prashantt Rupani
Director/CFO
DIN: 00199986

Annexure- D' to the Board's Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

**To,
The Members,
White Diamond Industries Limited**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **White Diamond Industries 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 **White Diamond Industries Limited'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 31st March, 2016, 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 White Diamond Industries Limited ("the Company") for the financial year ended on 31st March, 2016 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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; (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) The Listing Agreements (to the extent applicable for the period under review) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

During the period under review, the Company has generally complied with the provisions of the above mentioned Acts, Rules, Regulations, Guidelines, Standards, etc except that, the Company has not appointed an internal auditor as per Section 138 of the Companies Act, 2013, Company Secretary as a Key Managerial Person as required under Section 203 of the Companies Act 2013 and Company Secretary to act as Compliance officer as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Notices of Board Meeting and Financial Results are not published in Newspapers and the Company does not have functioning website.

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 while the dissenting members' views, 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.

For **Priti J. Sheth & Associates**
Company Secretaries

Priti J. Sheth
(Proprietor)
C.P. No.: 5518
F.C.S. No.: 6833

Place: Mumbai
Dated: 11/08/2016

Note:

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.

To,
The Members,
White Diamond Industries Limited

Our Secretarial Audit Report dated 11th August, 2016 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.

For **Priti J. Sheth & Associates**
Company Secretaries

Place: Mumbai
Dated: 11th August, 2016

Priti J. Sheth
(Proprietor)
C.P. No.: 5518
F.C.S. No.: 6833

"Annexure E" to the Board's Report

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

To
The Members of
White Diamond Industries Limited
Mumbai

We have examined the compliance of conditions of Corporate Governance by White Diamond Industries Limited for the year ended 31st March, 2016 as stipulated in SEBI (LODR) Regulations, 2015 (new listing regulations) of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to procedures and progressive implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion of the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance except meeting with the compliances of the Composition of Board of Director and Nomination & Remuneration Committee as per SEBI (LODR) Regulations, 2015 (new listing regulations). The Company has not appointed a Company Secretary in Whole Time employment to act as a Compliance Officer.

We state that no investor grievance is pending as at 31st March, 2016, against the Company as per the records maintained by the Stakeholders Relationship Committee.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For, N. K. Jalan & Co.
Chartered Accountants
(FRN: 104019W)

Sd/-

Date : 11th August, 2016
Place: Mumbai

N.K. JALAN
(Membership No. 11878)

"Annexure F" to the Board's Report

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto

I. Details of contracts or arrangements or transactions not at arm's length basis

There were no contracts or arrangements or transactions entered into by the Company which were not at arm's length basis.

II. Details of material contracts or arrangement or transactions at arm's length basis

a)	Name(s) of the related party and nature of relationship	Mrs. Meghal Rupani (Relative of KMP)
b)	Nature of contracts / arrangements / transactions	Payment of Salary of Rs. 2,40,000 P.A.
c)	Duration of the contracts / arrangements / transactions	Perpetual
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	NA
e)	Date(s) of approval by the Board, if any	30 th May, 2015
f)	Amount paid as advances, if any	NA

By Order of the Board

---Sd/---

---Sd/---

Date : 13th August, 2016

Place: Mumbai

Mr. Darshak Rupani
Managing Director
DIN: 03121939

Mr. Prashantt Rupani
Director/CFO
DIN: 00199986

“Annexure G” to the Board’s Report

- **Ratio of remuneration of each director to the median remuneration of employees of the company for the financial year 2015-16, percentage increase of remuneration of each director and percentage increase in remuneration paid to Directors:**

Name of the Director/KMP	Designation	Total Remuneration paid in F.Y 2015-16	Ratio of remuneration of director to the median remuneration	% increase in remuneration
Darshak Rupani	Managing Director	360,000	1.71	NIL
Prashantt Rupani	Director & CFO	Nil	Nil	Nil
Jitendra Mehta	Director	Nil	Nil	Nil
Chandresh Jain	Independent Director	Nil	Nil	Nil
Jigna Thakkar	Independent Director	Nil	Nil	Nil

RELATED PARTY DISCLOSURE

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

The disclosures with regards to related party transactions of the Company with its subsidiary forms a part of the notes to financial statements under the head "Note 24 – Related Party Transactions"

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

a. Industry Structure and Development:

India is one of the largest diamond processor in the world and artisans here have specialised skills in processing small diamonds (below one carat); in fact, the Indian craftsmen have achieved excellence in cutting and polishing small diamonds. The gems and jewellery sector in India is highly export-oriented, labour-intensive and a major contributor to the foreign exchange earnings; therefore, the Indian government has declared the sector as a thrust area for export promotion. In view of the demand for cut and polished diamonds, there is good demand in diamond business in the Domestic as well as International Market. The Companies which will manage to maintain high standards of quality will see potential in the Indian / Overseas market in diamond trade and export.

b. Opportunities and Threats:

Opportunities are there for Companies who maintain their standards of quality but the market conditions in the Domestic and International market pose some threat to the industry. Hence, in view of the prevailing and future scenario in the Domestic and International Market, each Company in the Industry has to be very judicious in its business decisions.

Further, an analysis by the Company on various diversification plans, the Management of the Company has discovered that there is enormous and untapped growth Prospect in the areas viz :- organic farming, cultivation, retailing and marketing. There is also a huge opportunity available in area of Research and development of organic seeds and also exporting the same in well developed and advanced countries. The management intends to diversify accordingly and very soon will finalize the future course of all the business.

c. Segment-wise or Product-wise Performance:

Segment wise or product wise analysis or performance is not applicable to your Company under Accounting Standard 17.

d. Outlook:

The outlook for the Industry and consequently for your company during the current financial year is reasonable, subject however, to the demands in the different parts of the world. Your Company is putting a lot of efforts to maintain high standards of quality and strengthen its financial position and is attempting to tie up with various Banks- National & Multinational for working capital so as to expand its operations. Further in order to implement the diversification plan for organic farming and entering in to the business of agro products, the management is in advanced phase of negotiations with many land owners across the western region of India for lease farming and contract farming pacts, which would provide a kick start to farming and cultivation of organic products. In order to

commence the diversification program in a systematic and organized manner, the Company is in the process to obtain approval of the shareholders to add another main object to the object clause of Memorandum of Association.

e. Risks and Concerns:

Domestic and International market conditions could be the only risk which may be faced by the Diamond Industry. Other risks or concerns related to finance, production, stocks, insurance, etc. are being managed adequately and efficiently by your Company. Further, the diversification project that focuses on the organic farming and retailing agro products, which management considers as the high potential field for generating high revenues, accompanies certain risk which the management describes as a direct link to "risk and return tradeoff" theory.

f. Internal Control Systems and their adequacy:

Your Company has put effective internal control systems into operation and is having regular internal control mechanism to monitor and review the same under the overall control and supervision of the statutory Auditor and the Audit Committee of Directors. These systems have improved substantially and resulted into better management and effective controls. Continuous improvement in this regard is ongoing.

g. Discussion on Financial Performance with respect to Operational Performance:

The Financial performance with respect to the operational performance during the year under review was satisfactory. However, to boost the same, management plans to diversify.

h. Material Development in Human Resources / Industrial Relations Front, including Number of People Employed:

Your Company is constantly endeavoring to introduce Human Resources Development activities for overall improvement of its team. Your Company has cordial and healthy industrial relations at all levels. Details relating to top employees are disclosed in "Annexure F" of the Board's Report.

→ Accounting Treatment

The Company follows prescribed set of accounting standards for disclosing the facts in the financial statement of the Company.

By Order of the Board

---Sd/---

Mr. Darshak Rupani
Managing Director
DIN: 03121939

---Sd/---

Mr. Prashantt Rupani
Director/CFO
DIN: 00199986

Date : 13/08/2016
Place: Mumbai

CORPORATE GOVERNANCE REPORT

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

Company's Philosophy on Corporate Governance

Corporate Governance signifies acceptance by management of the inalienable rights of shareholders as the true owners of the organization and of their own role as trustees on behalf of the shareholders. We believe in adhering to and adopting the Corporate Governance practices in letter as well as spirit. The Company believes in adopting and adhering to the best recognized Corporate Governance practices and continuously benchmarking itself to improve each such practice. The management understands and respects its fiduciary role and responsibility to the stakeholders and strives hard to meet their expectations. The Company believes that best board practices, transparent disclosures and shareholder empowerment are necessary for creating shareholder value.

GOVERNANCE STRUCTURE

The Corporate Governance Structure at "**White Diamond Industries Limited**" is as follows:

- 1. Board of Directors:** The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.
- 2. Committees of the Board:** The Board has constituted the following committees viz, Audit Committee, Remuneration and Nomination Committee and Stakeholders Relationship Committee

I. BOARD OF DIRECTORS

COMPOSITION OF THE BOARD

The Board of Directors of the Company consists of 5 Directors and is headed over by Executive Director. The Board of the Company comprises of 2 Non Executive Independent Directors who with their diverse knowledge, experience and expertise bring in their independent judgment in the deliberations and decisions of the Board.

None of the Directors on the Board is a member on more than 10 Committees nor serves as Chairperson of more than 5 Committees (*as specified in Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015*), across all listed entities in which in which he/she is a Director. The composition of the Board in detail is as follows as on 31st March 2016:

The names and categories of Directors on the Board, their attendance at Board Meetings held during the Financial Year 2015-16 and at the last Annual General Meeting (AGM), also the number of

Directorships and Committee position held by them in other public limited companies as on March 31st,2016 are as under:-

Sr. No.	Name of The Directors	Category	No. of Directorships in other Companies	Number of Committee positions held in other Public Companies
1.	Mr. Darshak Mahesh Rupani	Managing Director (Executive & Promoter)	1	NIL
2.	Mr. Prashant M. Rupani	Chairman (Executive & Promoter)	4	NIL
3.	Mr. Rameshchandra.P. Kothari*	Non Executive & Independent Director	NA*	NIL
4.	Mr. Jitendra Jogalkishore Mehta	Executive Director & Compliance Officer	NIL	NIL
5.	Mr. Chandresh R. Jain	Non Executive Independent Director	1	NIL
6.	Mrs. Jigna V. Thakkar*	Non Executive Independent Director	NIL	NIL

Note:

*Mr. Rameshchandra P. Kothari resigned as the Independent Director of the Company with effect from 5th September 2015 and Mrs. Jigna Thakkar was appointed as the Non- Executive Independent (Women) Director of the Company with effect from 05th September 2015.

Meetings of the Board:

The meetings of the Board of Directors are generally held at the registered office of the Company situated at 312 A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar East, Mumbai 400077. The Board met Five times during the year with clearly defined agenda, circulated well in advance before each meeting.

During the financial year under review, the meetings of the Board of Directors were held on the following dates:

30th May 2015, 13th August 2015, 5th September 2015, 14th November 2015 and 13th February 2016.

The necessary quorum was present for all the meetings.

The Attendance of the members of the Board at the meeting held during the financial year 2015-2016 and at the last Annual general Meeting (AGM) are as follows:

Sr. No.	Name of the Directors	Meetings held during the tenure of the Director from 01/04/2015 to 31/03/2016	No of Meetings attended	Attendance at the last AGM
1.	Mr. Darshak Rupani	5	5	Yes
2.	Mr. Prashantt M. Rupani	5	5	Yes
3.	Mr. Rameshchandra P. Kothari*	2	2	No
4.	Mr. Jitendra J. Mehta	5	5	Yes
5.	Mr. Chandresh R. Jain	5	5	No
6.	Mrs. Jigna V. Thakkar	3	2	No

Note:

*Mr. Rameshchandra P. Kothari resigned as the Independent Director of the Company with effect from 5th September 2015 and Mrs. Jigna Thakkar was appointed as the Non- Executive Independent Additional Director of the Company with effect from 05th September 2015. Further the appointment of Mrs. Jigna V. Thakkar was approved at the 25th AGM held on 30th September 2015.

Inter - se Relationship between directors:

Mr. Prashantt Rupani and Mr. Darshak Rupani are brothers.

No shares are held by Non Executive Directors.

Web link where details of familiarization programmes imparted to independent directors is disclosed:

Since the website of the Company is under maintenance, details of familiarization programmes imparted to independent directors shall be updated on website in due course.

Independent Directors Meeting:

During the year under review, the Independent Directors met once on 13th Day of February, 2016 interalia, to discuss:

1. Evaluation of performance of the Board of Directors as a whole;
2. Evaluation of the quality, content and timelines of flow of information between the Management and the board that is necessary for the Board to effectively and reasonably perform its duties.

BOARD COMMITTEES

The Board has constituted the following committees:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee

II. Audit Committee

The Audit Committee is duly constituted and is responsible for the areas specified by Regulation 18, Part C of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Section 177 of the Companies Act 2013 (read with rules framed thereunder including any statutory modification and amendment that may be applicable for the time being in force) besides other roles as may be referred by the Board of Directors. The Audit Committee has reviewed the Annual financial results, half-yearly / quarterly results and internal working system of the company and has held discussion with the Statutory Auditors of the company.

In the financial year 2015-16, the Audit Committee duly met 4 times on 30th May, 2015, 13th August 2015, 14th November, 2015 and 13th February 2016. The Composition of the Audit Committee as on 31st March 2016 and the details of meetings attended by the members of the Audit Committee are given below:

Name	Category	No. of Meetings during the year		
		Total number of meeting held during the year.	Meeting held during the tenure	Attended
Mr. Chandresh R. Jain	Non-executive & Independent - Chairman	4	4	4
Mrs. Jigna V. Thakkar	Non – Executive & Independent Director	4	2*	2
Mr. Rameshchandra Kothari	Non – Executive & Independent Director	4	2*	2
Mr. Darshak Rupani	Managing Director	4	4	4

The Audit Committee was reconstituted with effect from 5th September 2015 due to resignation of Mr. Rameshchandra Kothari and appointment of Mrs. Jigna V. Thakkar with effect from 5th September 2015 as Non- Executive Independent (Women) Director of the Company.

**Mrs. Jigna Thakkar was appointed as w.e.f 5th September, 2015 and hence was eligible to attend the meetings of Audit Committee held post her induction as member of Audit Committee.*

III. Nomination and Remuneration Committee :

The Nomination and Remuneration committee of the Company comprises of Mrs. Jigna Thakkar (Chairperson), Mr. Chandresh Jain, and Mr. Prashant Rupani. The terms of reference of the Committee are as per the provisions of the Section 178 of the Companies Act, 2013 and Regulation

19, Part D of Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

In the financial year 2015-16, the Nomination and Remuneration Committee duly met 2 times on 5th September 2015 and on 13th February 2016. The Composition of the Nomination and Remuneration Committee as on 31st March, 2016 and details of Meetings attended by the Members of the Committee are given below:

Name	Category	No. of Meetings during the tenure of Director	
		Held	Attended
Mrs. Jigna V. Thakkar	Non – Executive & Independent Director- Chairperson	1	1
Mr. Chandresh R. Jain	Non-executive & Independent	2	2
Mr. Prashant Rupani	Executive Director	2	2
Mr. Rameshchandra Kothari	Non-executive & Independent	0	0

Note:

The Nomination and Remuneration Committee was reconstituted with effect from 5th September 2015 due to the resignation of Mr. Rameshchandra Kothari as the Non- Executive Independent Director and appointment of Mrs. Jigna V. Thakkar Non- Executive Independent Director.

Nomination and Remuneration Policy:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management and their remuneration and for performance evaluation of Independent Directors.

The performance of the Board as a whole for the financial year was reviewed by the Committee and the performance was found to be satisfactory.

The said policy is available for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays and holidays between 11.00 a.m. and 1.00 p.m.

IV. Details of Remuneration paid to Directors for F.Y 2015 – 2016:

The Non - Executive Directors do not have pecuniary relationship or any material financial transactions with the Company.

Remuneration Paid to Directors in financial year 2015-16.

(Amounts in INR)

Name of the Director	Fixed salary	Bonus / commission / Incentives	Total	Stock Options	No. of Equity Shares held
Mr. Darshak Rupani (Managing Director)	3,60,000	NIL	3,60,000	NIL	8,71,668 (6.97%)

*Others: Service Contracts, Notice period, Severance fees – NIL.

V. STAKEHOLDERS RELATIONSHIP COMMITTEE

The Board of Directors of the Company has formed Stakeholders Relationship Committee as per the provisions of Section 178 of the Companies act, 2013. The Committee has been delegated authority by the Board to approve transfers/transmission of shares, issue of share certificates etc. The Committee meets as and when there transfers/transmission of shares, or any complaints/ queries of the shareholders need to be attended.

The Composition of the Committee is as under:

Mrs. Jigna V Thakkar (Non – Executive Independent Director)	Chairperson
Mr. Chandresh R. Jain (Non – Executive Independent Director)	Member
Mr. Darshak Rupani (Managing Director)	Member

Mr. Jitendra Mehta (Executive Director), is the Compliance Officer of the Company.

The committee also reviews the queries and complaints received from the shareholders and the steps taken for their redressal.

Following are the details of the complaints received from the investors during the financial year 2015-16.

Number of Shareholders' Complaints received so far	Nil
Number not solved to the satisfaction of shareholders	Nil
Number of pending complaints	Nil

Half-yearly Transfer Audit and Quarterly Secretarial Audit are regularly carried out by an Independent Practicing Company Secretary.

VI. GENERAL BODY MEETINGS (HELD IN LAST 3 YEARS)

Year	Date	Time	Venue	Details of Special Resolutions Passed
2014-15	30 th September, 2015	10.00 am	312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East) Mumbai- 400077	Special Resolution Approving terms of appointment of Mr. Darshak Rupani as Managing Director of the Company.
2013-14	29 th September 2014	10.00 am	312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East) Mumbai – 400077	No Special resolution was passed
2012-13	23 th September 2013	10.00 am	312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar (East) Mumbai - 400077	No Special resolution was passed

No resolution/s were passed through Postal Ballot during the last three financial years, however, the Company is presently conducting postal ballot to obtain approval by means of special resolution to alter the object clause of Memorandum of Association of the Company.

VII. MEANS OF COMMUNICATION

(a) Quarterly Results:

The unaudited quarterly / half yearly results are announced within 45 days of the close of the quarter. The audited annual results are announced within sixty days from the closure of the Financial year as per the requirements of the Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the stock exchanges.

(b) Website Details:

The Company has its website as required under Regulation 46 of the SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 however the same is under maintenance and updation.

(c) No presentations were made to institutional investors or to the analysts.

VIII. General Shareholders Information

1. Annual General Meeting

The Annual General Meeting of the Company for the year ended March 31, 2016 will be held at its Registered Office situated at 312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar East, Mumbai - 400077 on Tuesday, 27th day of September 2016 at 10.00 a.m.

2. Financial Year – April to March

3. Dividend Payment

No dividend has been recommended for the year 2015-2016.

4. Listing of Shares , Stock Code and Payment of Listing Fees

Sr. No.	Name of the Stock Exchange	Stock code
1	The Bombay Stock Exchange Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400-001	513713

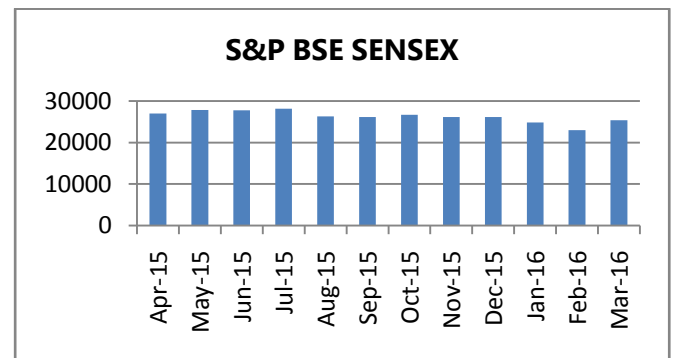
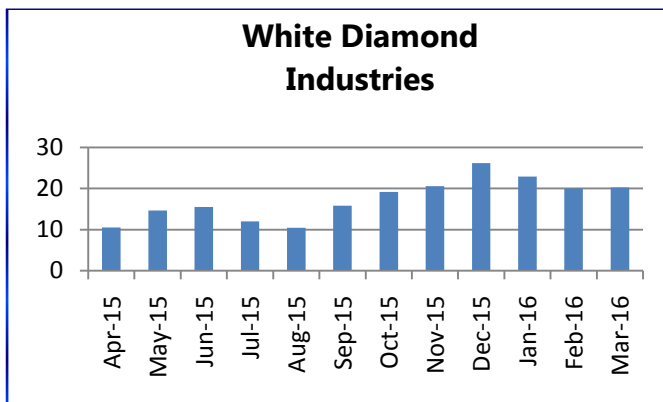
Annual listing fees are regularly paid to the exchange.

5. Stock Market Data

Stock Market Price Data for the year 2015-16:

Month	BSE Prices	
	High (Rs.)	Low (Rs.)
April, 2015	14.02	10.5
May, 2015	14.64	9.98
June, 2015	15.49	14.45
July, 2015	15.95	11
August, 2015	11.95	8.13
September, 2015	16.01	10.95
October, 2015	19.5	16
November, 2015	21.1	18.25
December, 2015	26.2	17.65
January, 2016	32.9	20.3
February, 2016	28	19
March, 2016	22.95	18

6. Performance in comparison to broad based BSE Sensex indices



7. Share Transfer Agent

M/s. Sharex Dynamic (India) Private Limited, Mumbai has been appointed as a common agency for both physical and Electronic Connectivity for dematerialization of shares.

To supplement to the prompt services given by the Registrar & Transfer Agent the Stakeholders Relationship Committee meets as and when there are transfers/transmission of shares for the approvals of periodical transfers, issue of share certificates, splitting of shares etc.

All requests for dematerialization of shares are processed and confirmation thereof is sent to the shareholders within 21 days of the receipt thereof.

8. Share Transfer System

The transfer of shares in physical form is processed and completed by the registrar and transfer agent within a period of 7 days from the date of receipt thereof provided that all the documents are in order. In case of shares in electronic form the transfers are processed by NSDL/CDSL through respective depository participants. In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a practicing company secretary carries out audit of the system of transfers and the certificate to that effect is issued.

9. Distribution of Shareholding of the Company as on March 31, 2016 is as follows:

Share Holding of Nominal Value of	Folios		Shares	
	Numbers	%	In Rs.	%
UPTO TO 100	9894	92.76	11935760.00	9.55
101 TO 200	464	4.35	4167390.00	3.33
201 TO 500	169	1.58	2657390.00	2.13
501 TO 1000	35	0.33	942270.00	0.75
1001 TO 5000	15	0.14	544070.00	0.44
5001 TO 10000	29	0.27	1397340.00	1.12
10001 TO 100000	26	0.24	1974110.00	1.58
100001 TO ABOVE	34	0.32	101381670.00	81.11
Total	10666	100	12500000	100

10. Dematerialization of Shares

The Equity Shares of the Company are to be traded compulsorily in Dematerialised form. About 86.88 %of paid-up Equity Capital has been dematerialised as on 31st March, 2016.

The Company has entered in to agreements with the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) for the purpose.

ISIN number for NSDL & CDSL: INE146C01019

11. Company has not issued any Global Depository Receipts or American Depository Receipts or warrants or any convertible instruments.

12. Company does not undertake commodity trading or hedging activities.

14. Company does not have any plants.

15. Address for Correspondence - Investor Services.

All the communications & queries can be mailed to Mr. Jitendra Mehta, Compliance officer of the Company, at:

Mr. Jitendra Mehta, (Compliance Officer)

White Diamond Industries Limited,
312 A, Kailas Plaza, Vallabh Baug Lane,
Ghatkopar East, Mumbai 400077
Contact No: 022-25011983
Email ID: grievance@wdil.in

For any complaints relating to non-receipt of shares after transfer, transmission, change of address, mandate etc., dematerialization of shares, Annual Report, non-receipt of Annual Report, non-receipt of dividend etc., the complaint should be forwarded to-

M/s. Sharex Dynamic (India)Private Limited

Registered office: Unit - 1, Luthra Industrial Estate, Safed Pool,
Andheri (East), Mumbai- 400072
Email: sharexindia@vsnl.com.

IX. Other Disclosures:

1. The disclosure of related party transactions has been made in the Notes to Accounts annexed to the Balance sheet as on March 31, 2016. No Related party transactions are carried in conflict with the interest of the entity at large.
2. There has been minor non-compliance; however no penalties or strictures were imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority, on any matter relating to any of capital market, during the last three years.
3. Pursuant to Section 177(9) & (10) of the Companies Act 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the company has formulated the Whistle Blower Policy for Vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Companies Code of Conduct. The mechanism provides for adequate safeguards against the victimization of the employees and directors who use such mechanism and makes provisions for direct access to the chairperson of the audit committee in exceptional cases. None of the personnel of the company has been denied access to the audit committee.
4. The Company has complied with most of the mandatory requirements except to those mentioned in the Secretarial Audit Report and certificate on Corporate Governance Report. Further the company has not adopted any non mandatory requirements.
5. The Company has a Subsidiary and hence policy for determining 'material' subsidiaries has been adopted. However, the same could not be disclosed on the website as the website of the Company is under maintenance and updation but is available at the registered office of the Company.
6. The website of the Company is under maintenance and updation hence policy on dealing with related party transactions was not disclosed on website.
7. Company does not undertake commodity trading or hedging activities.

X. The Company has complied with all the requirements of Corporate Governance Report.

XI. The Company has not adopted any of the discretionary requirements specified in Part E of Schedule II

XII. Disclosures of the compliance with corporate governance requirements specified in regulation 17 to 27

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)
1	Board composition	17(1)	Yes
2	Meeting of Board of directors	17(2)	Yes
3	Review of Compliance Reports	17(3)	Yes
4	Plans for orderly succession for appointments	17(4)	NA
5	Code of Conduct	17(5)	Yes
6	Fees/compensation	17(6)	NA
7	Minimum Information	17(7)	Yes
8	Compliance Certificate	17(8)	Yes
9	Risk Assessment & Management	17(9)	Yes
10	Performance Evaluation of Independent Directors	17(10)	Yes
11	Composition of Audit Committee	18(1)	Yes
12	Meeting of Audit Committee	18(2)	Yes
13	Composition of nomination & remuneration committee	19(1) & (2)	NO
14	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
15	Composition and role of risk management committee	21(1),(2),(3),(4)	NA
16	Vigil Mechanism	22	Yes
17	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
18	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	YES
19	Approval for material related party transactions	23(4)	NA
20	Composition of Board of Directors of unlisted material Subsidiary	24(1)	YES
21	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	YES
22	Maximum Directorship & Tenure	25(1) & (2)	YES
23	Meeting of independent directors	25(3) & (4)	YES
24	Familiarization of independent directors	25(7)	YES
25	Memberships in Committees	26(1)	YES
26	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	YES
27	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
28	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Disclosures of the compliance with corporate governance requirements specified in clauses (b) to (i) of sub-regulation (2) of regulation 46

Company has its website however same is not functioning. Hence the information specified in clauses (b) to (i) of sub-regulation (2) of regulation 46 was not disseminated on its website.

DECLARATION WITH RESPECT TO COMPLIANCE WITH CODE OF CONDUCT

{Issued in accordance with provisions of the Part D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) regulations, 2015}

I, Mr. Darshak Rupani, Managing Director of the Company do hereby declare that the members of Board of Directors and Senior Management Personnel have affirmed compliance with the code of conduct of Board of Directors and Senior Management.

For **White Diamond Industries Limited**

Sd/-
Darshak Rupani
DIN: 03121939

***ANNUAL (AUDITED) FINANCIAL STATEMENTS -
STANDALONE***



N. K. JALAN & CO.
Chartered Accountants.

2-A, Mayur Apartments,
Dadabhai Cross Road No.3,
Vile Parle (West),
Mumbai - 400 056.
Tele: 26210903/26210904.
Mobile: 9324114104
E-mail: nkjalan@vsnl.com

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF WHITE DIAMOND INDUSTRIES LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of WHITE DIAMOND INDUSTRIES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material mis-statement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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 31st March, 2016 and its profit and its cash flows for the year ended on that date.

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 and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanation given to us, 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of the written representations received from the directors as on 31st March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, 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 has been delay in transferring unpaid dividends amounting to ₹ 45,669/- to Investor Education and Protection Fund by the company, which fall due for transfer in FY 2002-03 but has not been transferred till 31st March, 2016. The management of the Company was changed during FY 2010-11 and new management is in the process of transferring the unpaid dividend to Investor Education & Protection Fund.

FOR N.K. JALAN & CO.
CHARTERED ACCOUNTANTS
FIRM NO. 104019W

PLACE: MUMBAI
DATED: 30/05/2016

(N.K. JALAN) PROPRIETOR
Membership No.0 11878

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.
 - (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - (c) The Company does not own any immovable property. Therefore provisions of sub clause (c) of clause (i) of paragraph 3 of the Order are not applicable to the Company.
- (ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. As informed, no material discrepancies were noticed on physical verification carried out during the year.
- (iii) During the year the Company has granted loan to one party covered in the register maintained under Section 189 of the Companies Act, 2013.
 - (a) In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of aforesaid loans are not prejudicial to the interest of the company.
 - (b) According to the information and explanations given to us, no schedule of repayment of principal has been stipulated in respect of the said loan as it has been given to company's wholly owned subsidiary with a long term view and no interest has been charged in respect of such loan. Thus we are unable to comment whether the repayments or receipts are regular and report amounts overdue for more than ninety days, if any, as required under paragraph 3(iii)(c) of the Order.
- (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 authority undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess 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, except FBT of ₹ 2,416/- (excluding interest), as at 31st March, 2016 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 sales tax, custom duty, income tax, excise duty 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 taken loan from any financial institution, bank and government or has no dues to debenture holders. Therefore, the provisions of clause (viii) of paragraph 3 of the Order are not applicable to the Company.
- (ix) The Company has neither raised money by way of public issue offer nor has obtained any term loans. Therefore, the provisions of clause (ix) of paragraph 3 of the Order are not applicable to the Company.
- (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, managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- (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 accounting standards.
- (xiv) The Company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year. 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 N.K. JALAN & CO.
CHARTERED ACCOUNTANTS
FIRM NO. 104019W

PLACE: MUMBAI
DATED: 30/05/2016

(N.K. JALAN) PROPRIETOR
Membership No.0 11878

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 DIAMOND INDUSTRIES LIMITED ("the Company") as of 31st March, 2016 in conjunction with our audit of the 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 31st March, 2016, 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.

FOR N.K. JALAN & CO.
CHARTERED ACCOUNTANTS
FIRM NO. 104019W

PLACE: MUMBAI
DATED: 30/05/2016

(N.K. JALAN) PROPRIETOR
Membership No.0 11878

WHITE DIAMOND INDUSTRIES LTD
Balance Sheet as at 31st March, 2016

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
		□	□
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	125,000,000	125,000,000
(b) Reserves and surplus	3	120,193,951	118,920,769
2 Non-current liabilities			
(a) Deferred Tax Liabilities (Net)		-	-
3 Current liabilities			
(a) Short term borrowings	4	1,688,000	203,000
(b) Trade payables	5	-	13,137,864
(c) Other current liabilities	6	3,735,065	1,457,402
(d) Short-term provisions	7	1,326,966	1,176,246
TOTAL		251,943,982	259,895,281
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	1,221,853	1,684,666
(iii) Capital work-in-progress		-	-
(b) Non-current investments	9	41,100,000	100,000
(c) Deferred Tax Assets	10	127,993	73,853
(d) Other Non Current assets	11	-	-
(e) Long Term Loans & advances	12	116,737,850	119,573,350
2 Current assets			
(a) Inventories	13	-	-
(b) Trade receivables	14	-	55,841,860
(c) Cash and cash equivalents	15	565,647	68,483
(d) Short-term loans and advances	16	86,871,612	78,992,642
(e) Other Current Assets	17	5,319,027	3,560,427
Notes To Balance Sheet and Statement Of Profit and Loss	1 to 29		
TOTAL		251,943,982	259,895,281

As per our report Of Even Date
For **N. K. JALAN & CO.**
Chartered Accountants
Firm Reg No : 104019 W

For White Diamond Industries Limited

CA N K JALAN
PROPRIETOR
Mem. No. 011878

DARSHAK RUPANI	PRASHANTT RUPANI	JITENDRA MEHTA
MANAGING DIRECTOR	CHAIRMAN	DIRECTOR
(DIN: 03121939)	(DIN: 03138082)	(DIN: 05338982)

Place : Mumbai
Date : 30.05.2016

WHITE DIAMOND INDUSTRIES LTD

Statement of Profit and Loss for the year ended 31st March, 2016

Particulars		Note No.	For the year ended	For the year ended
			31st March, 2016	31st March, 2015
A	CONTINUING OPERATIONS			
1	Revenue from operations (gross)	18	25,526,235	29,218,420
	Less: Excise duty		-	-
	Revenue from operations (net)		25,526,235	29,218,420
2	Other income	19	7,025,054	6,036,926
3	Total revenue (1+2)		32,551,289	35,255,346
4	Expenses			
	(a) Purchases of stock-in-trade	20	23,869,687	27,846,630
	(b) Changes in inventories of finished goods, work in progress and stock in trade	21	-	-
	(c) Employee benefits expense	22	1,546,979	1,988,315
	(d) Depreciation and amortisation expense	8	462,812	501,240
	(e) Other expenses	23	4,753,178	3,392,544
	Total expenses		30,632,656	33,728,729
5	Profit / (Loss) Before Exceptional and Extraordinary Items and Tax Add/(Less) : Exceptional/Extraordinary Items		1,918,633	1,526,617
6	Profit / (Loss) After Exceptional and Extraordinary Items but before Tax		1,918,633	1,526,617
7	Tax expense:			
	(a) Current tax		705,000	619,550
	(b) Deferred tax liability/(asset)		(54,140)	(50,180)
8	Profit / (Loss) from continuing operations		1,267,774	957,247
9	Profit / (Loss) from discontinuing operations		-	-
10	Profit / (Loss) for the year		1,267,774	957,247
	Notes To Balance Sheet and Statement Of Profit and Loss	1 to 29		
Particulars		Note No.	For the year ended	For the year ended
			31st March, 2016	31st March, 2015
11	Earnings per share (of ₹ 10/- each):	25		
	(a) Basic			
	(i) Continuing operations		0.10	0.08
	(ii) Total operations		0.10	0.08
	(b) Diluted			
	(i) Continuing operations		0.10	0.08
	(ii) Total operations		0.10	0.08

As per our report Of Even Date

For N. K. JALAN & CO.

Chartered Accountants

Firm Reg No : 104019 W

For White Diamond Industries Limited

CA N K JALAN

PROPRIETOR

Mem. No. 011878

DARSHAK RUPANI PRASHANTT RUPANI JITENDRA MEHTA

MANAGING DIRECTOR CHAIRMAN DIRECTOR

(DIN: 03121939) (DIN: 03138082) (DIN: 05338982)

Place : Mumbai

Date : 30.05.2016

WHITE DIAMOND INDUSTRIES LTD
Cash Flow Statement for the year ended 31st March, 2016

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	1,918,633	1,526,617
Adjustments to reconcile profit before tax to cash provided by operating activities		
Depreciation expense	462,812	501,240
Interest income	(6,999,054)	(6,010,580)
Preliminary Expenses written off	-	-
Sundry balance w/off	-	-
Operating profit before Working Capital Changes	(4,617,609)	(3,982,723)
Changes in assets and liabilities		
(Increase) / Decrease in Inventory	-	-
(Increase) / Decrease in Trade Receivables	55,841,860	(13,902,028)
(Increase) / Decrease in Short Term Loans & Advances	3,568	3,204,597
Increase / (Decrease) in Trade Payables	(13,137,864)	402,356
Increase / (Decrease) in Other Current Liabilities	2,277,663	702,929
Cash Generated From Operations	40,367,619	(13,574,869)
Income taxes paid	718,910	542,539
NET CASH GENERATED BY OPERATING ACTIVITIES	39,648,709	(14,117,408)
CASH FLOWS FROM INVESTING ACTIVITIES		
Payment towards capital expenditure	-	(23,000)
Loans & Advances given (Others)	(9,471,100)	1,268,501
(Loan given to) / repayment received from subsidiary	2,835,500	(4,908,500)
Disposal / (Purchase) of investments	(41,000,000)	9,900,000
Interest received	6,999,054	6,010,580
NET CASH FLOW FROM / (USED IN) INVESTING ACTIVITIES	(40,636,546)	12,247,580
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase / (Decrease) in borrowings	1,485,000	(167,000)
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	1,485,000	(167,000)
Effect of exchange differences on translation of foreign currency cash and cash equivalents	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	497,163	(2,036,828)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	68,483	2,105,311
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	565,647	68,483

As per our report Of Even Date

For N. K. JALAN & CO.

Chartered Accountants

Firm Reg No : 104019 W

CA N K JALAN

PROPRIETOR

Mem. No. 011878

Place : Mumbai

Date : 30.05.2016

For White Diamond Industries Limited

DARSHAK RUPANI PRASHANTT RUPANI JITENDRA MEHTA
MANAGING DIRECTOR CHAIRMAN DIRECTOR

(DIN: 03121939) (DIN: 03138082) (DIN: 05338982)

2. Share capital

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	□	Number of shares	□
(a) Authorised Equity shares of □ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
(b) Issued Equity shares of □ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
(c) Subscribed and fully paid up Equity shares of □ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
Total	12,500,000	125,000,000	12,500,000	125,000,000

Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
<u>Equity shares Holding</u>				
SAPNA INFRA TECH PRIVATE LIMITED	1,738,450	13.91	1,738,450	13.91
SHANTILAL MANGALJI MEHTA	1,478,672	11.83	1,470,000	11.76
NAVINCHANDRA DALPATLAL MEHTA	1,276,255	10.21	1,267,520	10.14
DILIP DALPATLAL MEHTA	1,318,460	10.55	1,318,460	10.55
DARSHAK M RUPANI	871,668	6.97	871,668	6.97
MAHESH MOHANLAL RUPANI	695,000	5.56	695,000	5.56
Total	7,378,505	59.03	7,361,098	58.89

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

3. Reserves and surplus

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(a) Securities Premium account		
Opening Balance	76,000,000	76,000,000
Add:		
Closing Balance	76,000,000	76,000,000
(a) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	42,920,769	41,882,399
Add: Profit / (Loss) for the year	1,267,774	957,247
Add/Less: Tax adjustments relating to prior years	5,408	81,123
Closing balance	44,193,951	42,920,769
Total	120,193,951	118,920,769

4. Short Term Borrowing

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Unsecured Loans		
From directors	1,688,000	203,000
From others	-	-
Total	1,688,000	203,000

5. Trade payables

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Creditors for Goods	-	13,137,864
Total	-	13,137,864

Balance of Creditors are subject to confirmation and/or Reconciliation/consequential adjustments if any.

6. Other current liabilities

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Creditors for expenses	1,195,286	698,674
Duties & Taxes	308,110	212,988
Excess cheques issued	2,186,000	500,071
Unpaid dividends	45,669	45,669
Total	3,735,065	1,457,402

There is no contingent liability as on 31st March 2016.

7. Short-term provisions

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(a) Provision - Others:		
(i) Provision for tax	1,324,550	1,173,830
(ii) Provision for FBT	2,416	2,416
(ii) Provision - others	-	-
Total	1,326,966	1,176,246

8. Fixed assets

	Tangible assets	Gross block				Accumulated depreciation and impairment				Net block		
		Balance as at 1st April, 2015	Additions	Disposals	Other adjustments	Balance as at 31st March, 2016	Balance as at 1st April, 2015	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31st March, 2016	Balance as at 31st March, 2016	Balance as at 31st March, 2015
		□	□	□	□	□	□	□	□	□	□	□
	(a) Vehicles Owned	3,243,136	-	-	-	3,243,136	1,584,259	458,442	-	2,042,701	1,200,435	1,658,878
	(b) Office equipment Owned	116,190	-	-	-	116,190	92,781	4,370	-	97,151	19,039	23,409
	(c) Computers Owned	47,601	-	-	-	47,601	45,222	-	-	45,222	2,379	2,379
	Total	3,406,927	-	-	-	3,406,927	1,722,262	462,812	-	2,185,074	1,221,853	1,684,666
	Previous year	3,383,927	23,000	-	-	3,406,927	1,221,022	501,240	-	1,722,262	1,684,666	2,162,905

Note : 1) The Valuation of Fixed Assets has been taken, valued and certified by the managing director of the company.

9. Non-current investments

Particulars	As at 31st March, 2016			As at 31st March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
	□	□	□	□	□	□
Investment in equity instruments (give details separately for fully / partly paid up instruments)						
(i) of subsidiaries						
10,000 (P.Y. 10,000) Equity shares of Sapna Infraventure Pvt Ltd having face value of □ 10 each, fully paid up	-	100,000	100,000	-	100,000	100,000
(ii) of associates	-	-	-	-	-	-
(iii) of joint venture companies	-	-	-	-	-	-
(iv) of controlled special purpose entities	-	-	-	-	-	-
(v) of other entities						
Charisma Jewellery Pvt. Ltd. (41,00,000 (P.Y. NIL), 1% Non Convertible Preference Shares of □ 10/- each, fully paid)	-	41,000,000	41,000,000	-	-	-
Total	-	41,100,000	41,100,000	-	100,000	100,000

10. Deferred Tax (Liabilities) / Assets (net)

In accordance with the Accounting Standard 22 on " Accounting for Taxes on Income " issued by The Institute of Chartered Accountants of India, Deferred assets and liabilities should be recognized for all timing differences in accordance with the said standard.

The tax effect of significant timing differences during the year that have resulted in deferred assets and liabilities are given below.

	As at 31st March, 2016	As at 31st March, 2015
	□	□
(A)		
(a) WDV As Per Companies Act	1,221,853	1,684,666
(b) WDV As Per Income Tax Act	1,636,069	1,923,671
Difference	414,216	239,005
Deferred Tax Assets @ 30.9%	127,993	73,853
Add/Less: Opening Deffered Tax (Asset) / Liability	(73,853)	(23,673)
Net Deferred Tax Assets	54,140	50,180
Recognized in P & L	54,140	50,180

11. Other Non Current Assets

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
	-	-
Total	-	-

12. Long Term Loans and Advances

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Loan to Wholly owned Subsidiary	116,737,850	119,573,350
Total	116,737,850	119,573,350

13. Inventories

(At lower of cost and net realisable value)

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(d) Stock-in-trade (acquired for trading)	-	-
Goods-in-transit	-	-
Total	-	-

The closing stock has been taken and certified by the the managing director of the company.

14. Trade receivables

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Other Trade receivables		
Secured, considered good	-	-
Unsecured, considered good	-	55,841,860
Doubtful	-	-
Less: Provision for doubtful trade receivables	-	-
Total	-	55,841,860

Balance of Debtors are subject to confirmation and/or Reconciliation/consequential adjustments if any.

15. Cash and cash equivalents

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(a) Cash on hand	16,805	15,826
(b) Cheques, drafts on hand	495,000	-
(c) Balances with banks On Current Accounts	53,842	52,657
Total	565,647	68,483

16. Short-term loans and advances

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(A) Advance recoverable in cash or in kind or for value to be received	589,144	592,712
(B) Payment of Taxes	1,319,968	1,149,930
(C) Other Loan and Advances	84,962,500	77,250,000
Less: Provision for other doubtful loans and advances		-
Total	86,871,612	78,992,642

Balance of Loans and Advances are subject to confirmation and/or Reconciliation/consequential adjustments if any.

17. Other Current Assets

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Interest receivable	5,319,027	3,560,427
Total	5,319,027	3,560,427

18. Revenue from operations

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Sale of cut & polished diamonds	25,526,235	29,218,420
Total	25,526,235	29,218,420

19. Other income

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Interest on Loans	6,999,054	6,010,580
Interest on Income Tax Refund	-	5,786
Discount received	-	5,083
Sundry Balances written off	26,000	15,477
Total	7,025,054	6,036,926

20. Purchase of Stock in Trade

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Cut Polished Diamonds(CP)	23,869,687	27,846,630
Total	23,869,687	27,846,630

21. Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31st March, 2016	For the year ended 31 March, 2015
	□	□
<u>Inventories at the end of the year:</u>		
Stock-in-trade	-	-
<u>Inventories at the beginning of the year:</u>		
Stock-in-trade	-	-
Net (increase) / decrease		

22. Employee benefits expense

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Salaries and wages	795,000	1,095,000
Director's Remuneration	540,000	600,000
Staff Welfare Expenses	76,315	137,275
Staff Insurance expenses	125,064	138,415
Staff PT	10,600	17,625
Total	1,546,979	1,988,315

23. Other expenses

Particulars	For the year ended	For the year ended
	31st March, 2016	31st March, 2015
	□	□
Accounting Fees	36,000	18,000
Assortment Charges	180,000	-
Bank Charges	3,645	6,661
Commission & Brokerage	2,530,111	1,569,500
Custodian Charges	130,452	67,416
Demat Charges	674	674
Donation	300,000	350,000
Electricity Expenses	37,600	30,900
Exhibition Expenses	479,397	507,047
Legal & Professional Fees	127,360	33,461
Listing Fees	224,720	112,360
Miscellaneous Expenses	35,652	15,601
Payments To Auditors (Refer Note (I) Below)	103,050	101,124
Printing & Stationery Charges	71,715	60,580
Share Transfer Charges	146,403	114,659
Society Maintainance Charges	80,766	18,159
Sundry Balances Written Off	-	65,000
Telephone Expenses	71,159	68,748
Travelling & Conveyance Expenses	129,589	155,443
Vehicles Running Expenses	64,885	97,210
Total	4,753,178	3,392,544
Notes: (i)		
Particulars	For the year ended 31st	For the year ended 31st
	March, 2016	March, 2015
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - Statutory Audit	57,250	56,180
- Tax Audit	17,175	16,854
- Others matters	28,625	28,090
	103,050	101,124

24 Related Party Transactions

a) List of Related Parties:

Key Management Personnel (KMP)

Mr. Darshak Rupani Managing Director
Mr. Prashantt Rupani Director

Relative of KMP

Mrs. Meghal Rupani Wife of Director
Mrs. Sapna Rupani Mother of Director

Other Related Party (Enterprise Owend or significantly influenced by Key Management Personnel)

Sapna Infraculture Pvt Ltd (Wholly owned subsidiary)
Sapna Infraculture Pvt Ltd
Shree Ram Auto Centre (Prop. Firm of Prashantt Rupani)
Blueshell Systems Private Limited
Rhombus ITES LLP
Rhombus Technologies Private Limited

b) Related Party Transactions

Nature of Transactions	Relationship	Name of Related Party	Amount (₹)
Director Remuneration	KMP	Mr.Darshak M Rupani	360,000 (P.Y. 360,000)
Salary	Relative of KMP	Mrs. Meghal Rupani	240,000 (P.Y. 240,000)
Loan taken	Other Related Party	Shree Ram Auto Centre	8,854,000 (P.Y. 3,694,000)
Repayment of loan taken	Other Related Party	Shree Ram Auto Centre	7,369,000 (P.Y. 3,897,000)
Loan given	Other Related Party	Sapna Infraculture Pvt Ltd	5,868,500 (P.Y. 5,490,000)
Receipt against loan given	Other Related Party	Sapna Infraculture Pvt Ltd	8,704,000 (P.Y. 581,500)

25 Earning Per share :

Particulars	Amount in ₹	
	2015-16	2014-15
Profit / (Loss) available after tax and adjustments	1,267,774	957,247
No. of equity shares	12,500,000	12,500,000
Earning Per share	0.10	0.08

26 Expenses in foreign currency : NIL (P.Y. NIL)

Earnings in foreign currency : NIL (P.Y. NIL)

27 The company has no outstanding dues to small scale industrial undertakings as on 31st March, 2016.

28 During the year, the company has not carried on more than one activity. Therefore Segment Reporting as per AS17 is not applicable to the company.

29 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 N. K. JALAN & CO.

Chartered Accountants

Firm Reg No : 104019 W

For White Diamond Industries Limited

CA N K JALAN

PROPRIETOR

Mem. No. 011878

DARSHAK RUPANI

MANAGING DIRECTOR

(DIN: 03121939)

PRASHANTT RUPANI

CHAIRMAN

(DIN: 03138082)

JITENDRA MEHTA

DIRECTOR

(DIN: 05338982)

Place : Mumbai

Date : 30.05.2016

WHITE DIAMOND INDUSTRIES LIMITED

Accompanying notes to the financial statements for the year ended 31st March, 2016

1. SIGNIFICANT ACCOUNTING POLICIES

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

The financial statements have been prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards notified under section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Companies Act, 2013 and guide lines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use or different accounting policy is required by statute.

(ii) **Use Of Estimates:-**

The presentation of financial statements in conformity with the generally accepted accounting principal requires estimates and assumptions to be made. That affects the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known/materialized.

(iii) **Revenue Recognition:-**

Sales are recognized, net of returns and trade discounts, on dispatch of goods to Customers. Interest income is recognized on time proportion basis.

(iv) **Fixed Assets:-**

Fixed Assets are stated at cost less accumulated depreciation. Cost is inclusive of freight, duties (net of tax credits as applicable) levies and any directly attributable cost of bringing the assets to their working condition for their Intended use.

(v) **Depreciation & Amortisation:-**

Depreciation on fixed assets is provided on Straight Line Method (SLM) on pro-rata basis as per the useful life prescribed in the Schedule II of the Companies Act, 2013.

(vi) **Investments:-**

Long term investments are stated at cost. Provision for diminution in value of Long term investment is made only if such decline is other than temporary in the opinion of management. Investments other than long term investments being current investments are valued at cost or fair value whichever is lower.

(vii) **Inventories:-**

Stocks of Finished goods are valued at lesser of Cost and Net Realisable Value.

(viii) **Retirement and other Employee Benefit:-**

- (a) There is no defined contribution scheme prevailing in the company except Gratuity.
- (b) Provision in respect of leave encashment is recognized as an expense in Profit & Loss Account for the period in which the employee has rendered services.
- (c) Expenses in respect of other short term benefit are recognized on the basis of the amount paid or payable for the year for which the services are rendered by the employee.

(ix) **Taxation:-**

Provision for taxation has been made in accordance with the rates of Income Tax Act, 1961 prevailing for the relevant assessment year.

(x) **Deferred Taxation:-**

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax Assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred Tax Assets are reviewed as at each Balance Sheet date.

(xi) **Provision:-**

A provision is recognized when an enterprise has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provision are determined based on management estimate require to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

(xii) **Treatment Of Contingent Liabilities:-**

Contingent liabilities are disclosed by way of notes. Provision is made in the accounts for those liabilities which are likely to materialize after the year end till the finalization of accounts and having effect on the position stated in the balance sheet as at the year end.

(xiii) **Impairment of Assets:-**

The Company assess whether there is any indication that any assets may be impaired at the balance sheet date. If any indication exists, the company estimates the recoverable amount and an impairment loss is recognized in the accounts, to the extent the carrying amount exceeds the recoverable amount.

***ANNUAL (AUDITED) FINANCIAL STATEMENTS -
CONSOLIDATED***



N. K. JALAN & CO.
Chartered Accountants.

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Dadabhai Cross Road No.3,
Vile Parle (West),
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INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF WHITE DIAMOND INDUSTRIES LTD

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of WHITE DIAMOND INDUSTRIES LTD ("the Company") and its subsidiary SAPNA INFRAVENTURE PVT LTD, together referred to as "the Group", which comprise the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Consolidated Financial Statements

The Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material mis-statement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 consolidated state of affairs of the Group as at 31st March, 2016 and the consolidated profit and its consolidated cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

As required by section 143(3) of the Act, we report, to the extent applicable, 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 of the consolidated financial statements;
- b) In our opinion, proper books of account as required by law relating to preparation of the consolidated financial statements have been kept so far as it appears from our examination of those books;
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
- d) In our opinion, the consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of the written representations received from the directors of the Company and its subsidiary as on 31st March, 2016, taken on record by the Board of Directors of the Company and its subsidiary, none of the directors of the Company and its subsidiary are disqualified as on 31st March, 2016, 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 Group and the operating effectiveness of such controls, we give our separate Report in the "Annexure".
- 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. There were no pending litigations which would impact the consolidated financial position of the Group.
 - ii. The Group did not have any material foreseeable losses on long-term contracts including derivative contracts.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the subsidiary company. However there has been delay in transferring unpaid dividends amounting to ` 45,669/- to Investor Education and Protection Fund by the company, which fall due for transfer in FY 2002-03 but has not been transferred till 31st March, 2016. The management of the Company was changed during FY 2010-11 and new management is in the process of transferring the unpaid dividend to Investor Education & Protection Fund.

FOR N.K. JALAN & CO.
CHARTERED ACCOUNTANTS
FIRM NO. 104019W

PLACE: MUMBAI
DATED: 30/05/2016

(N.K. JALAN) PROPRIETOR
Membership No.011878

Annexure to the Independent Auditor's Report

(Referred to under 'Report on Other Legal and Regulatory Requirements' in the Independent Auditor's 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")

In conjunction with our audit of the consolidated financial statements of WHITE DIAMOND INDUSTRIES LIMITED ("the Company") as of 31st March, 2016, we have audited the internal financial controls over financial reporting of the Group as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Group are 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 the respective 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.

Auditor's 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 Group 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 31st March, 2016, 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.

FOR N.K. JALAN & CO.
CHARTERED ACCOUNTANTS
FIRM NO. 104019W

PLACE: MUMBAI
DATED: 30/05/2016

(N.K. JALAN) PROPRIETOR
Membership No.011878

WHITE DIAMOND INDUSTRIES LTD
Consolidated Balance Sheet as at 31st March, 2016

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
		□	□
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	2	125,000,000	125,000,000
(b) Reserves and surplus	3	128,931,568	125,264,962
2 Non-current liabilities			
(a) Deferred tax Laibilities (net)	10	-	-
3 Current liabilities			
(a) Short Term Borrowings	4	1,688,000	203,000
(b) Trade payables	5	-	13,137,864
(c) Other current liabilities	6	5,811,450	3,051,978
(d) Short-term provisions	7	3,467,697	3,256,123
TOTAL		264,898,715	269,913,927
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	1,247,034	1,709,846
(b) Non-current investments	9	41,000,000	-
(c) Deferred tax assets (net)	10	123,001	73,044
(d) Long term loans & advances	11	-	-
(e) Other Non Current Asset	12	-	-
2 Current assets			
(a) Inventories	13	-	-
(b) Trade receivables	14	-	55,841,860
(c) Cash and cash equivalents	15	596,055	92,811
(d) Short-term loans and advances	16	207,055,598	199,077,939
(e) Other current assets	17	14,877,027	13,118,427
Notes to Balance Sheet and Statement of Profit and Loss	1 to 28		
TOTAL		264,898,715	269,913,927

As per our report Of Even Date
For N. K. JALAN & CO.
Chartered Accountants
Firm Reg No : 104019 W

For WHITE DIAMOND INDUSTRIES LTD

CA N K JALAN
PROPRIETOR
Mem. No. 011878

DARSHAK RUPANI
MANAGING DIRECTOR
(DIN: 03121939)

PRASHANTT RUPANI
CHAIRMAN
(DIN: 03138082)

Place : Mumbai
Date : 30/05/2016

JITENDRA MEHTA
DIRECTOR
(DIN: 05338982)

WHITE DIAMOND INDUSTRIES LTD
Consolidated Statement of Profit and Loss for the year ended 31st March, 2016

Particulars		Note No.	For the year ended 31st March, 2016	For the year ended 31st March, 2015
A	CONTINUING OPERATIONS		□	□
1	Revenue from operations (gross) Less: Excise duty Revenue from operations (net)	18	36,146,235 - 36,146,235	39,838,420 - 39,838,420
2	Other income	19	7,059,404	6,036,926
3	Total revenue (1+2)		43,205,639	45,875,346
4	Expenses			
	(a) Purchases of stock-in-trade	20	23,869,687	27,846,630
	(b) Changes in inventories of finished goods, work-in-progress and stock-in-trade	21	-	-
	(c) Employee benefits expense	22	3,577,559	4,051,256
	(d) Depreciation and amortisation expense	8	462,812	819,259
	(e) Other expenses	23	9,913,764	8,526,467
	Total expenses		37,823,822	41,243,612
5	Profit / (Loss) before exceptional and extraordinary items and tax (3 - 4)		5,381,817	4,631,734
6	Add/Less : Exceptional and extraordinary items		-	-
	Profit before Tax (5-6)		5,381,817	4,631,734
7	Tax expense:			
	(a) Current tax expense for current year		1,775,000	1,690,281
	(b) Deferred tax liability / (asset)		(49,957)	(137,990)
8	Profit / (Loss) from continuing operations		3,656,774	3,079,444
9	Profit / (Loss) from discontinuing operations		-	-
10	Profit / (Loss) for the year		3,656,774	3,079,444
	Notes to Balance Sheet and Statement of Profit and Loss	1 to 28		
Particulars		Note No.	For the year ended 31st March, 2016	For the year ended 31st March, 2015
11	Earnings per share (of □ 10/- each):	25		
	(a) Basic			
	(i) Continuing operations		0.29	0.25
	(ii) Total operations		0.29	0.25
	(b) Diluted			
	(i) Continuing operations		0.29	0.25
	(ii) Total operations		0.29	0.25

As per our report Of Even Date
For N. K. JALAN & CO.
Chartered Accountants
Firm Reg No : 104019 W

For WHITE DIAMOND INDUSTRIES LTD

CA N K JALAN
PROPRIETOR
Mem. No. 011878

DARSHAK RUPANI
MANAGING DIRECTOR
(DIN: 3121939)

PRASHANTT RUPANI
CHAIRMAN
(DIN: 03138082)

Place : Mumbai
Date : 30/05/2016

JITENDRA MEHTA
DIRECTOR
(DIN: 05338982)

WHITE DIAMOND INDUSTRIES LTD
Consolidated Cash Flow Statement for the year ended 31st March, 2016

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	5,381,817	4,631,734
Adjustments to reconcile profit before tax to cash provided by operating activities		
Depreciation expense	462,812	819,259
Interest income	(6,999,054)	(6,010,580)
Preliminary Expenses written off	-	-
Operating profit before Working Capital Changes	(1,154,425)	(559,587)
Changes in assets and liabilities		
(Increase) / Decrease in Inventory	-	-
(Increase) / Decrease in Trade Receivables	55,841,860	(13,902,028)
(Increase) / Decrease in Short Term Loans & Advances	(19,849)	(5,574,365)
Increase / (Decrease) in Trade Payables	(13,137,864)	402,356
Increase / (Decrease) in Other Current Liabilities	2,759,472	2,111,505
Cash Generated From Operations	44,289,194	(17,522,119)
Income taxes paid	1,798,904	1,598,569
NET CASH GENERATED BY OPERATING ACTIVITIES	42,490,290	(19,120,688)
CASH FLOWS FROM INVESTING ACTIVITIES		
Payment towards capital expenditure	-	(23,000)
Purchase of other investement	(41,000,000)	-
Loans given (Others)	(9,471,100)	1,268,501
Disposal of other investments		9,900,000
Receipts against loans given		-
Interest received	6,999,054	6,010,580
NET CASH FLOW FROM /(USED IN) INVESTING ACTIVITIES	(43,472,046)	17,156,081
CASH FLOWS FROM FINANCING ACTIVITIES		
Increase / (Decrease) in borrowings	1,485,000	(167,000)
NET CASH FLOW FROM / (USED IN) FINANCING ACTIVITIES	1,485,000	(167,000)
Effect of exchange differences on translation of foreign currency cash and cash equivalents	-	-
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	503,243	(2,131,608)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	92,811	2,224,419
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	596,055	92,811

As per our report Of Even Date
For N. K. JALAN & CO.
Chartered Accountants
Firm Reg No : 104019 W

CA N K JALAN
PROPRIETOR
Mem. No. 011878

Place : Mumbai
Date : 30/05/2016

For WHITE DIAMOND INDUSTRIES LTD

DARSHAK RUPANI PRASHANTT RUPANI
MANAGING DIRECTOR CHAIRMAN
(DIN: 3121939) (DIN: 03138082)

JITENDRA MEHTA
DIRECTOR
(DIN: 05338982)

2. Share capital

Particulars	As at 31st March, 2016		As at 31st March, 2015	
	Number of shares	₹	Number of shares	₹
(a) Authorised Equity shares of ₹ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
(b) Issued Equity shares of ₹ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
(c) Subscribed and fully paid up Equity shares of ₹ 10 each	12,500,000	125,000,000	12,500,000	125,000,000
Total	12,500,000	125,000,000	12,500,000	125,000,000

Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2016		As at 31 March, 2015	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares Holding				
SAPNA INFRA TECH PRIVATE LIMITED	1,738,450	13.91	1,738,450	13.91
SHANTILAL MANGALJI MEHTA	1,478,672	11.83	1,470,000	11.76
NAVINCHANDRA DALPATLAL MEHTA	1,276,255	10.21	1,267,520	10.14
DILIP DALPATLAL MEHTA	1,318,460	10.55	1,318,460	10.55
DARSHAK M RUPANI	871,668	6.97	871,668	6.97
MAHESH RUPANI	695,000	5.56	695,000	5.56
Total	7,378,505	59.03	7,361,098	58.89

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

3. Reserves and surplus

Particulars	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
(a) Securities premium account		
Opening balance	76,000,000	76,000,000
Add : Premium on shares issued during the year	-	-
Closing balance	76,000,000	76,000,000
(b) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	49,264,962	46,103,832
Add: Profit / (Loss) for the year	3,656,774	3,079,444
Add/Less: Tax adjustments relating to earlier years	9,832	81,686
Closing balance	52,931,568	49,264,962
Total	128,931,568	125,264,962

4. Short Term Borrowing

Particulars	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
Unsecured loans		
From directors	1,688,000	203,000
From others	-	-
Total	1,688,000	203,000

5. Trade payables

Particulars	As at 31st March, 2016	As at 31st March, 2015
	₹	₹
Creditors for Goods	-	13,137,864
Total	-	13,137,864

Balance of Creditors are subject to confirmation and/or Reconciliation/consequential adjustments if any.

6. Other current liabilities

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Creditors for expenses	2,875,154	1,787,482
Duties & Taxes	704,627	718,756
Excess cheques issued	2,186,000	500,071
Unpaid dividends	45,669	45,669
Total	5,811,450	3,051,978

There is no contingent liability outstanding as on 31st March 2016.

7. Short-term provisions

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(a) Provision - Others:		
(i) Provision for tax	3,465,281	3,253,707
(ii) Provision for FBT	2,416	2,416
Total	3,467,697	3,256,123

8. Fixed assets

A.	Tangible assets	Gross block					Accumulated depreciation and impairment				Net block	
		Balance as at 1st April, 2015	Additions	Disposals	Other adjustments	Balance as at 31st March, 2016	Balance as at 1st April, 2015	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Balance as at 31st March, 2016	Balance as at 31st March, 2016	Balance as at 31st March, 2015
		□	□	□	□	□	□	□	□	□	□	□
	(a) Vehicles Owned	3,243,136	-	-	-	3,243,136	1,584,259	458,442	-	2,042,701	1,200,436	1,658,878
	(b) Office equipment Owned	116,190	-	-	-	116,190	92,781	4,370	-	97,151	19,039	23,409
	(c) Computers Owned	551,209	-	-	-	551,209	523,650	-	-	523,650	27,559	27,559
	Total	3,910,535	-	-	-	3,910,535	2,200,690	462,812	-	2,663,502	1,247,034	1,709,846
	Previous year	3,887,535	23,000			3,910,535	1,381,431	819,259	-	2,200,690	1,709,846	2,506,104

Note : The Valuation of Fixed Assets has been taken, valued and certified by the managing director of the company

9. Non-current investments

Particulars	As at 31st March, 2016			As at 31st March, 2015		
	Quoted	Unquoted	Total	Quoted	Unquoted	Total
Investment in equity instruments (give details separately for fully / partly paid up instruments)						
(i) of subsidiaries	-	-	-	-	-	-
(ii) of associates	-	-	-	-	-	-
(iii) of joint venture companies	-	-	-	-	-	-
(iv) of controlled special purpose entities	-	-	-	-	-	-
(v) of other entities (give details)						
Charisma Jewellery Pvt. Ltd. (41,00,000 (P.Y. NIL), 1% Non Convertible Preference Shares of ₹ 10/- each, fully paid)	-	41,00,000	41,00,000	-	-	-
Total	-	41,00,000	41,00,000	-	-	-

10 Deferred Tax Assets (net)

In accordance with the Accounting Standard 22 on " Accounting for Taxes on Income " issued by The Institute of Chartered Accountants of India, Deferred assets and liabilities should be recognized for all timing differences in accordance with the said standard.

The tax effect of significant timing differences during the year that have resulted in deferred assets and liabilities are given below.

	As at 31st March, 2016	As at 31st March, 2015
(A)		
(a) WDV As Per Companies Act	1,247,034	1,709,846
(b) WDV As Per Income Tax Act	1,645,094	1,946,233
Difference	398,060	236,387
Deferred Tax Assets / (Liabilities) @ 30.9%	123,001	73,044
Add/Less: Opening Deferred Tax Asset / (Liability)	73,044	(64,947)
Net Deferred Tax Assets	49,957	137,990
Recognized in P & L	49,957	137,990

11. Long term Loans & Advances

Particulars	As at 31st March, 2016	As at 31st March, 2015
Others loans & advances	-	-
Total	-	-

12. Other Non Current Assets

(At lower of cost and net realisable value)

Particulars	As at 31st March, 2016	As at 31st March, 2015
	-	-
Total	-	-

13. Inventories

(At lower of cost and net realisable value)

Particulars	As at 31st March, 2016	As at 31st March, 2015
Stock-in-trade	-	-
Total	-	-

14. Trade receivables

Particulars	As at 31st March, 2016	As at 31st March, 2015
Other Trade receivables		
Secured, considered good	-	55,841,860
Unsecured, considered good	-	-
Doubtful	-	-
Less: Provision for doubtful trade receivables	-	-
Total	-	55,841,860

Balance of Debtors are subject to confirmation and/or Reconciliation/consequential adjustments if any.

15. Cash and cash equivalents

Particulars	As at 31st March, 2016	As at 31st March, 2015
(a) Cash on hand	23,522	32,625
(b) Cheques, drafts on hand	495,000	-
(c) Balances with banks		
(i) In current accounts	77,533	60,186
Total	596,055	92,811

16. Short-term loans and advances

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
(A) Advance recoverable in cash or in kind or for value to be received	631,136	611,287
(B) Payment of Taxes	3,461,962	3,216,652
(C) Other Loan and Advances	202,962,500	195,250,000
Less: Provision for other doubtful loans and advances	-	-
Total	207,055,598	199,077,939

Balance of Loans and Advances are subject to confirmation and/or Reconciliation/consequential adjustments if any.

17. Other current assets

Particulars	As at 31st March, 2016	As at 31st March, 2015
	□	□
Interest receivable	14,877,027	13,118,427
Total	14,877,027	13,118,427

18. Revenue from operations

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Sale of products	25,526,235	29,218,420
Other operating income	10,620,000	10,620,000
<u>Less:</u>		
Excise duty	-	-
Total	36,146,235	39,838,420

19. Other income

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Interest income	6,999,054	6,010,580
Interest on IT Refund	-	5,786
Discount received	-	5,083
VAT Payable W/Off	-	15,477
Sundry Balances written off	60,350	-
Total	7,059,404	6,036,926

20. Purchase of traded goods

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Cut Polished Diamond (CP)	23,869,687	27,846,630
Total	23,869,687	27,846,630

21. Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
<u>Inventories at the end of the year:</u>		
Stock-in-trade	-	-
	-	-
<u>Inventories at the beginning of the year:</u>		
Stock-in-trade	-	-
Net (increase) / decrease	-	-

22. Employee benefits expense

Particulars	For the year ended 31st March, 2016	For the year ended 31st March, 2015
	□	□
Salaries and wages	2,298,000	2,585,500
Director's Remuneration	1,008,870	1,080,541
Staff Welfare Expenses	120,425	207,475
Profession Tax	25,200	39,325
Insurance Expenses	125,064	138,415
Total	3,577,559	4,051,256

23. Other expenses

Particulars	For the year ended	For the year ended
	31st March, 2016	31st March, 2015
Accounting Fees	66,000	18,000
Advertising Expenses	59,200	20,000
Assortment Charges	180,000	-
Bank Charges	4,420	7,978
Commission & Brokerage	4,615,111	3,404,500
Company's Profession Tax	2,500	2,500
Custodian Charges	130,452	67,416
Demat Charges	674	674
Donation	300,000	501,111
Electricity Expenses	37,600	30,900
Exhibition Expenses	479,397	507,047
Fund Deployment Charges	2,600,000	2,600,000
Legal And Professional Fees	182,320	148,461
Listing Fees	224,720	112,360
Miscellaneous expenses	41,409	83,874
Payments To Auditors (Refer Note (i) Below)	137,400	134,832
Printing & Stationery	107,605	120,440
ROC Filing Fees	-	1,900
Share Transfer Charges	146,403	114,659
Society Maintenance Charges	80,766	60,858
Sundry Balances Written Off	-	65,000
Sundry Expenses	93,420	-
Telephone & Mobile Expenses	93,233	85,584
Travelling & Conveyance	266,249	341,163
Vehicle Running & Maintenance Expenses	64,885	97,210
Total	9,913,764	8,526,467
Notes: (i)	For the year ended	For the year ended
	31st March, 2016	31st March, 2015
Particulars		
(i) Payments to the auditors comprises (net of service tax input credit, where applicable):		
As auditors - statutory audit	91,600	89,888
For taxation matters	17,175	16,854
For other matters	28,625	28,090
Total		
	137,400	134,832

WHITE DIAMOND INDUSTRIES LIMITED

Company Overview:

White Diamond Industries Limited along with wholly owned subsidiary Sapna Infraventure Pvt. Ltd. is a company engaged in business of trading in cut and polished diamonds and Real Estate & Infrastructure.

1. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Consolidation

The consolidated financial statements of M/s. White Diamond Industries Ltd. ("The Company") and its subsidiary M/s. Sapna Infraventure Pvt. Ltd. together referred to as "The Group" have been prepared on the following basis:

- (i) The consolidated financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards notified under section 133 of the Companies Act, 2013 read together with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Companies Act, 2013 and guide lines issued by the Securities and Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use or different accounting policy is required by statute.
- (ii) In accordance with Accounting Standard (AS) 21 'Consolidated Financial Statements', the statements of White Diamond Industries Ltd. and Sapna Infraventure Pvt. Ltd. have been combined line by line by adding items of Balance Sheet and Profit & Loss Account. The effect of Intra Group Transactions, balances and unrealized profits have been eliminated.
- (iii) Details of the Subsidiary

Name of the Subsidiary	Country of Incorporation	Date since Subsidiary	Type of Entity	Percentage of Ownership Interest
Sapna Infraventure Pvt. Ltd.	India	19/12/2011	Private Limited Company	100%

Other Significant Accounting Policies

(i) Revenue Recognition:-

Sales are recognized, net of returns and trade discounts, on dispatch of goods to Customers. Interest income is recognized on time proportion basis.

(ii) Fixed Assets:-

Fixed Assets are stated at cost less accumulated depreciation. Cost is inclusive of freight, duties (net of tax credits as applicable) levies and any directly attributable cost of bringing the assets to their working condition for their Intended use.

(iii) Depreciation:-

Depreciation on fixed assets is provided on Straight Line Method (SLM) on pro-rata basis as per the useful life prescribed in the Schedule II of the Companies Act, 2013.

(iv) Investments:-

Long term investments are stated at cost. Provision for diminution in value of Long term investment is made only if such decline is other than temporary in the opinion of management. Investments other than long term investments being current investments are valued at cost or fair value whichever is lower.

(v) Inventories:-

Stocks of Finished goods are valued at lesser of Cost and Net Realisable Value.

(vi) Retirement and other Employee Benefit:-

- (a) There is no defined contribution scheme prevailing in the company except Gratuity.
- (b) Provision in respect of leave encashment is recognized as an expense in Profit & Loss Account for the period in which the employee has rendered services.
- (c) Expenses in respect of other short term benefit are recognized on the basis of the amount paid or payable for the year for which the services are rendered by the employee.

(vii) Taxation:-

Provision for taxation has been made in accordance with the rates of Income Tax Act, 1961 prevailing for the relevant assessment year.

(viii) Deferred Taxation:-

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax Assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred Tax Assets are reviewed as at each Balance Sheet date.

(ix) Provision:-

A provision is recognized when an enterprise has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provision are determined based on management estimate require to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.

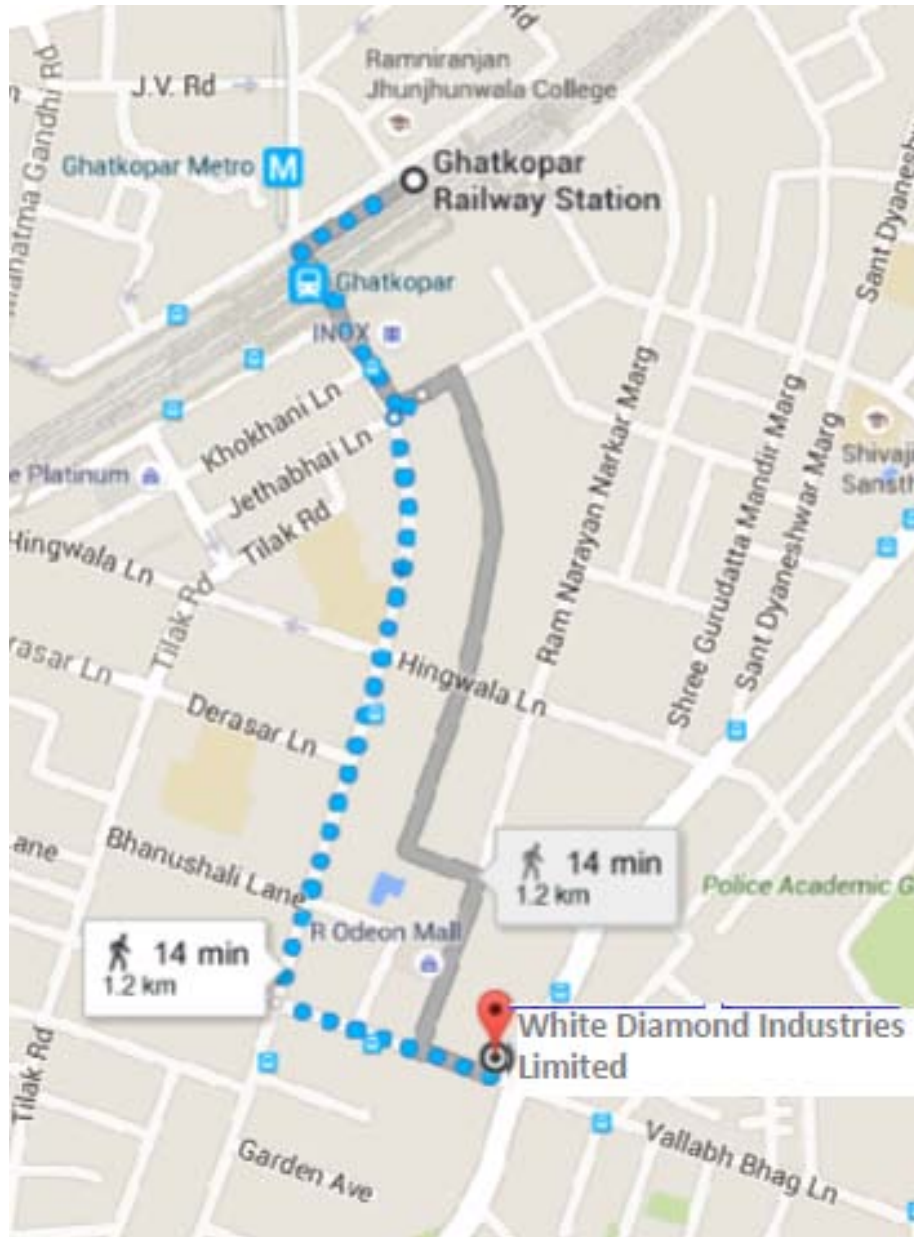
(x) Treatment Of Contingent Liabilities:-

Contingent liabilities are disclosed by way of notes. Provision is made in the accounts for those liabilities which are likely to materialize after the year end till the finalization of accounts and having effect on the position stated in the balance sheet as at the year end.

(xi) Impairment of Assets:-

The Company assess whether there is any indication that any assets may be impaired at the balance sheet date. If any indication exists, the company estimates the recoverable amount and an impairment loss is recognized in the accounts, to the extent the carrying amount exceeds the recoverable amount.

LOCATION OF THE ANNUAL GENERAL MEETING



Form No. MGT-11 - Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN : L36912MH1990PLC055860
Name of the Company : White Diamond Industries Limited
Registered Office : 312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar East Mumbai - 400077

Name of the member(s) :
Registered address :
Email Id :
Folio No. / Client Id :
DP ID :

I/We, being the member (s) hold _____ shares of the above named company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____ Signature _____, or failing him/ her

2. Name: _____

Address: _____

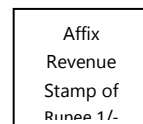
E-mail Id: _____ Signature _____.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **26th Annual General Meeting** of the members of **White Diamond Industries Limited** to be held on Tuesday, **September 27th, 2016** at 10:00 a.m. at Registered office of the Company situated at **312A, Kailas Plaza, Vallabhbaug Lane, Ghatkopar (East), Mumbai-400077** and any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1.	To consider and adopt the Annual Audited Financial Statements for the financial year ending 31 st March, 2016 including consolidated financials as at that date together with the Reports of the Board of Directors and Auditors thereon.		
2.	To appoint Mr. Jitendra Mehta as the Director of the Company, who is liable to retire by rotation and offers himself for re-appointment.		
3.	To ratify appointment of M/s N.K Jalan & Chartered Accountants, as the Statutory Auditors of the Company for FY. 2016-17.		
4.	To authorize Board of Directors to contribute to Bonafide Charitable or Other Fund.		

Signed this..... day of..... 20....

Member's Signature



Signature of 01st proxy Signature of 02nd proxy

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDENCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Name of the attending Member _____
Member's Folio Number _____
DP ID _____
Client ID _____
Name of the Proxy (In Block Letters) _____
(To be filled in if the Proxy attends instead of the Member)
(No. of Shares held: _____)

I hereby record my presence at the **26th Annual General Meeting** of the members of **White Diamond Industries Limited** held on Tuesday, **September 27th, 2016** at 10:00 a.m. at Registered office of the Company situated at **312A, Kailas Plaza, Vallabhbaug lane, Ghatkopar (East), Mumbai-400077.**

Member's / Proxy Signature