


RETOLD FARMING PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2016

	Year Ended 31.03.16		Year Ended 31.03.15	
A CASH FLOW FROM OPERATING ACTIVITIES				
NET PROFIT BEFORE TAX & BEFORE EXCEPTIONAL ITEMS		(16467.00)		(15605.00)
Add:- PRELIMINARY EXPENSES		2415.00	-	2415.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		(14052.00)		(13190.00)
ADJUSTMENT FOR :- (DECREASE) / INCREASE IN OTHER CURRENT LIABILITY	(24943.00)	(24943.00)		0.00
NET CASH FROM OPERATING ACTIVITIES		(38995.00)		(13190.00)
B CASH FLOW FROM INVESTING ACTIVITIES				
NET CASH FROM INVESTING ACTIVITIES		0.00		0.00
C CASH FLOW FROM FINANCING ACTIVITIES				
INCREASE/(DECREASE) IN UNSECURED LAON	30000.00		20000.00	
NET CASH FROM FINANCING ACTIVITIES		30000.00		20000.00
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)		(8995.00)		6810.00
CASH AND CASH EQUIVALENTS - OPENING BALANCE		26147.00		19337.00
CASH AND CASH EQUIVALENTS - CLOSING BALANCE		17152.00		26147.00

FOR S.L. KUKRA & CO
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO 116255W

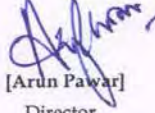
FOR RETOLD FARMING PRIVATE LIMITED


SAMPAT LAL B. JAIN
Proprietor
Membership No. 100282
PLACE : MUMBAI
DATED : 29th April, 2016




[Nilesh Kala]
Director

Director


[Arun Pawar]
Director

Director


RETOLD FARMING PRIVATE LIMITED

Balance Sheet as at 31 March 2016

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
I. EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	1	3,30,000	3,30,000
(b) Reserves and surplus	2	42,79,437	42,95,904
2 Current Liabilities			
(a) Short Term Borrowing	3	50,000	20,000
(b) Other Current Liabilities	4	9,552	34,495
TOTAL		46,68,989	46,80,399
II. ASSETS			
1 Non-current assets			
(a) Fixed assets	5		
(i) Tangible assets		2,67,995	2,67,995
(b) Long Term Loan & Advances	6	43,83,842	43,83,842
2 Current assets			
(a) Cash and cash equivalents	7	17,152	26,147
(b) Other Current Assets	8	-	2,415
TOTAL		46,68,989	46,80,399
SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	11		

FOR S.L. KUKRA & CO
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO 116255W

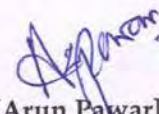
FOR AND ON BEHALF OF THE
BOARD OF DIRECTORS


SAMPAT LAL B. JAIN
Proprietor
Membership No. 100282
PLACE : MUMBAI
DATED : 29th April, 2016




[Nilesh Kala]

Director


[Arun Pawar]

Director

RETOLD FARMING PRIVATE LIMITED
Profit and Loss Statement for the year ended 31st March 2016

Particulars		Note No.	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
I.	Revenue from operations		-	-
II.	Expenses:			
	Finance costs	9	4,972	995
	Other expenses	10	11,495	14,610
	Total expenses		16,467	15,605
III.	Profit before tax (I - II)		(16,467)	(15,605)
IV.	Tax expense:		-	-
V.	Profit (Loss) for the period (III - IV)		(16,467)	(15,605)
VI.	Earnings per equity share			
	Before exceptional items			
	(1) Basic		(0.50)	(0.47)
	(2) Diluted		(0.50)	(0.47)
	After exceptional items			
	(1) Basic		(0.50)	(0.47)
	(2) Diluted		(0.50)	(0.47)
	SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS	11		

FOR S.L. KUKRA & CO
 CHARTERED ACCOUNTANTS
 FIRM REGISTRATION NO 116255W



SAMPAT LAL B. JAIN
 Proprietor
 Membership No. 100282
 PLACE : MUMBAI
 DATED : 29th April, 2016



FOR AND ON BEHALF OF THE
 BOARD OF DIRECTORS



[NILESH KALA]
 Director



[Arun Pawar]
 Director

RETOLD FARMING PRIVATE LIMITED

NOTES TO FINANCIAL STATEMENTS

1 Shareholder's Funds - Share Capital

Particulars	As at 31 March 2016		As at 31 March 2015	
	Number	Rs.	Number	Rs.
Authorised				
Equity Shares of Rs. 10 each	50,000	5,00,000	50,000	5,00,000
Issued, Subscribed & Paid up				
Equity Shares of Rs. 10 each	33,000	3,30,000	33,000	3,30,000
Total	33,000	3,30,000	33,000	3,30,000

Rights of Equity Shareholders

The Company has only one class of Equity Shares having par value of Rs.10. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount.

Disclosure for each class of Shares

Particulars	As at 31 March 2016		As at 31 March 2015	
	Equity Shares		Equity Shares	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	33,000	3,30,000	33,000	3,30,000
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	33,000	3,30,000	33,000	3,30,000

100% equity shares are held by the holding company GCIL Finance Ltd.

More than 5% Shareholding

Name of Shareholder	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
GCIL Finance Limited	32999	100.00%	32999	100.00%

2 Shareholder's Funds - Reserves & Surplus

Particulars	As at 31 March 2016	As at 31 March 2015
	Rs.	Rs.
a. Securities Premium Account		
Opening Balance	43,70,000	43,70,000
Closing Balance	43,70,000	43,70,000
Surplus		
Opening balance	(74,096)	(58,491)
(+) Net Profit/ (Net Loss) For the current year	(16,467)	(15,605)
Closing Balance	(90,563)	(74,096)
Total	42,79,437	42,95,904



3 Short Term Borrowings

Particulars	As at 31 March 2016	As at 31 March 2015
	Rs.	Rs.
Loan & Advances From Related Party Unsecured GCIL Finance Limited (100% Holding Company) (No loan has been guaranteed by directors & Others)	50,000	20,000
Total	50,000	20,000

4 Other Current Liabilities

Particulars	As at 31 March 2016	As at 31 March 2015
	Rs.	Rs.
Share Application Money Refundable	-	30,000
Interest Accrued & Due on Borrowings	4,972	-
Audit Fees Payable	4,580	4,495
Total	9,552	34,495

5 Fixed Assets(Refer 5)

6 Current Assets - Long Term Loans & Advances

Particulars	As at 31 March 2016	As at 31 March 2015
	Rs.	Rs.
Capital Advances	43,83,842	43,83,842
Total	43,83,842	43,83,842

7 Current Assets - Cash and Cash Equivalents

Particulars	As at 31 March 2016		As at 31 March 2015	
	Rs.	Rs.	Rs.	Rs.
(I) Cash and Cash Equivalents				
a. Balances with banks in Current Account	13,483		20,478	
b. Cash in hand	3,669	17,152	5,669	26,147
Total		17,152		26,147

8 Current Assets - Other Current Assets

Particulars	As at 31 March 2016	As at 31 March 2015
	Rs.	Rs.
a. Preliminary Expenses	2,415	4,830
Less: Written off	2,415	2,415
	-	2,415
Total	-	2,415



9 Finance Cost

<u>Particulars</u>	For the Period Ended 31st March 2016	For the Period Ended 31st March 2015
	Rs.	Rs.
a. Interest Paid	4,972	995
Total	4,972	995.00

10 Other Expenses

<u>Particulars</u>	For the Period Ended 31st March 2016	For the Period Ended 31st March 2015
	Rs.	Rs.
a. Audit fees*	4,580	4,495
b. Filing Fees	2,000	5,200
c. Professional Tax	2,500	2,500
d. Other Expenses	-	-
e. Preliminary Expenses	2,415	2,415
Total	11,495	14,610

*Auditor's Remuneration

<u>Particulars</u>	For the Period Ended 31st March 2016	For the Period Ended 31st March 2015
	Rs.	Rs.
Statutory Audit Fees	4,580	4,495
Total	4,580	4,495



RETOLD FARMING PRIVATE LIMITED.

5 Non Current Assets - Fixed Assets

Fixed Assets	Gross Block				Accumulated Depreciation				Net Block		
	Balance as at 1 April 2015	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31 March 2016	Balance as at 1 April 2015	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Balance as at 31 March 2016	Balance as at 1 April 2015
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
a Tangible Assets											
Land	2,67,995	-	-	-	2,67,995	-	-	-	-	2,67,995	2,67,995
Total	2,67,995	-	-	-	2,67,995	-	-	-	-	2,67,995	2,67,995
Previous Year	2,67,995	-	-	-	2,67,995	-	-	-	-	2,67,995	2,67,995



RETOLD FARMING PRIVATE LIMITED

11 Significant Accounting Policies and Notes to Accounts

A Significant Accounting Policies

i) Basis of Accounting

Financial statements are prepared under historical cost convention on accrual basis in accordance with the requirement of the Companies Act,2013.

ii) Miscellaneous Expenditure

Miscellaneous Expenditure is written off over a period of five years.

iii) Fixed Assets

Fixed Assets are stated at their original cost of acquisition / installation and included preoperational expenses including borrowing cost.

iv) Taxation

i) Current tax is determined on the amount of tax payable to the taxation authorities in respect of taxable income for the period. Deferred tax is recognised, subject to the consideration of prudence, on timing difference being differences between taxable income and accounting income, that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets are not recognised on unabsorbed depreciation and carry forward of losses unless there is a virtual certainty that sufficient taxable profits will be available against which such deferred assets can be realised.

ii) Deferred tax is recognised, subject to the consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originate in one year and are capable of reversal in one or more subsequent years.



RETOLD FARMING PRIVATE LIMITED

B NOTES FORMING PART OF THE ACCOUNTS

a In the opinion of the management current assets, loans and advances have a value on realisation in the ordinary course of business atleast equal to the amount at which they are stated and provision for depreciation and all known and determined liabilities are adequate and not in excess of the amount reasonable stated.

b Expenditure in Foreign Currency on account of Rs. Nil

c Earnings in Foreign Currency of Rs. Nil

	<u>Amount in Rs.</u> <u>2015-16</u>	<u>Amount in Rs.</u> <u>2014-15</u>
d Earning per share:		
(i) Net Profit after tax available for equity shareholders (Rs.)	(16,467)	(15,605)
(ii) Weighted average of number of equity shares outstanding during the year	33,000	33,000
(iii) Basic and Diluted Earnings per equity shares of Rs. 10/- each (Rs.)	(0.50)	(0.47)

e The following transactions were carried out with related parties in the ordinary course of business:

Transacting Related Party	Relationship between the Parties	Nature of Transactions	For the Year Ended 31st March,2016	For the Year Ended 31st March,2015
GCIL Finance Limited	Holding Company	Unsecured Borrowings	30000.00	20000.00
GCIL Finance Limited	Holding Company	Reimbursement	2500.00	2500.00
GCIL Finance Limited	Holding Company	Interest Paid	4972.00	995.00

f Previous year Figures have been regrouped or re-arranged wherever deemed necessary.

FOR S.L. KUKRA & CO
CHARTERED ACCOUNTANTS
FIRM REGISTRATION NO 116255W

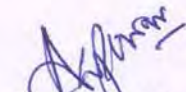
FOR AND ON BEHALF OF THE
BOARD OF DIRECTORS




SAMPAT LAL B. JAIN
Proprietor
Membership No. 100282
PLACE : MUMBAI
DATED : 29th April, 2016



[NILESH KALA]
Director


[Arun Pawar]
Director

S.L.KUKRA & CO.

Chartered Accountant

508-B, Veena Sarang, SaiBaba Nagar,
Borivali(W), Mumbai-400092.

Mob.No.-98200-24644

INDEPENDENT AUDITOR'S REPORT

**TO THE MEMBERS OF
RETOLD FARMING PRIVATE LIMITED**

Report on the Financial Statements

We have audited the accompanying standalone financial statements of **RETOLD FARMING PRIVATE LIMITED**, 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 standalone 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 provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's 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 thereunder.

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 misstatement.



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 loss 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, we give in the Annexure A, statement on the matters specified in paragraphs 3 and 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 standalone 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, refer to our separate Report in 'Annexure B'.



(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For SL Kukra & Co.

Chartered Accountants

Firm Registration No. 116255W

Sampatlal B Jain

Proprietor

Membership No. 100282



Place: Mumbai

Date: 29th April 2016

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

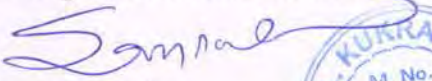
Statement referred to in paragraph 1 of our Report on Other Legal & Regulatory Requirements of even date on the accounts of RETOLD FARMING PRIVATE LIMITED for the year ended 31st March 2016.

- i. (a) The company is maintaining proper records showing full particulars including quantitative details and situation of fixed asset.
(b) The fixed assets were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of fixed assets at reasonable intervals. According to the information and explanation given to us, no material discrepancies were noticed on such verification.
(c) The title deeds of immovable properties are held in the name of the Company.
- ii. There is no inventory; hence this clause of physical verification is not applicable.
- iii. The Company has not granted any loans, secured or unsecured, to or from companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013, hence this clause is not applicable.
- iv. The Company has not entered into any transaction related to loans, investments, guarantees, or security under provisions of sections 185 and 186 of the Companies Act, 2013, and hence this clause is not applicable.
- v. The Company has not accepted any deposits, hence the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed thereunder are not applicable.
- vi. Maintenance of cost records is not applicable to the Company.
- vii. (a)The Company is generally regular in depositing undisputed statutory dues as are applicable to the Company such as Income Tax and other statutory dues with the appropriate authorities
(b)There are no disputes pending regarding any statutory dues with any forum and hence this clause of depositing dues is not applicable.
- viii. The Company has not taken any loan or borrowing from any financial institution, bank, Government or debenture holders, hence the clause of default in repayment of dues to the said parties is not applicable.
- ix. The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the period. Hence the clause about the application of the moneys is not applicable.



- x. Based on the audit procedure performed and information and explanation given to us by the management, no fraud by or on the Company by its officers or employees has been noticed or reported during the year
- xi. Payment of managerial remuneration under the provisions of section 197 read with Schedule V to the Companies Act, 2013 is not applicable to this Company, and hence this clause is not applicable.
- xii. The Company is not a Nidhi Company and accordingly this clause is not applicable to the Company.
- xiii. Based on the audit procedure performed and information and explanation given to us by the management, all transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013, 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 any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence the requirement of section 42 of the Companies Act, 2013 is not applicable.
- xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with directors or persons connected with him under the provisions of section 192 of the Companies Act, 2013.
- xvi. According to the information and explanations given to us, the Company is not required to registered under Section 45-IA of the Reserve Bank of India Act, 1934 and accordingly this clause is not applicable.

For S L Kukra & Co.
Chartered Accountants
Firm Registration No. 116255W


Sampatlal B Jain
Proprietor
Membership No. 100282



Place: Mumbai
Date: 29th April 2016

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act") of even date on the Financial statements of RETOLD FARMING PRIVATE LIMITED for the year ended 31st March 2016.

We have audited the internal financial controls over financial reporting of **RETOLD FARMING PRIVATE LIMITED** 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 laying down 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. 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 Act.

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 Standards on Auditing, to the extent applicable to an audit of internal financial controls and the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note"), both issued by the Institute of Chartered Accountants of India. 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 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 unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

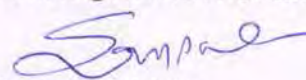
Inherent Limitations of Internal Financial Controls over Financial Reporting

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 commensurate with the size and nature of the business of the company and such internal financial controls over financial reporting were operating effectively as at March 31, 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 Institute of Chartered Accountants of India.

For SL Kukra & Co.
Chartered Accountants
Firm Registration No. 116255W


Sampatlal B Jain
Proprietor
Membership No. 100282



Place: Mumbai
Date: 29th April 2016

RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 Fax: 022 6670 8650

CIN: U01400MH2011PTC222556

DIRECTOR'S REPORT-

To

The Members,

Retold Farming Private Limited

Your Directors are pleased to present the 5th Annual Report of your Company together with the Audited Statement of Accounts and the Auditors Report for the financial year ended 31st March, 2016.

1. FINANCIAL RESULTS:

Particulars	For year ended 31 st March, 2016	For year ended 31 st March, 2015
I. Revenue from Operations	-	-
II. Expenses		
Finance Costs	4,972	995
Other Expenses	11,495	14,610
Total Expenses	16,467	15,605
III. Net Profit Before Tax (I - II)	(16,467)	(15,605)
IV. Tax Expenses	-	-
Net Profit (Loss) for the period	(16,467)	(15,605)
EPS (Basic per share of face value Rs. 10/-)	(0.50)	(0.47)
EPS (Diluted per share of face value Rs,10/-)	(0.50)	(0.47)

2. DIVIDEND:

In view of the losses incurred by the Company, directors do not recommend any dividend for the year ended 31st March, 2016.

3. RESERVES:

No amount has been transferred to any Reserves during the current financial year.

4. OPERATIONAL AND BUSINESS PERFORMANCE:

Your Company has recorded a loss of Rs. 16,467 for the financial year 2015-16 as against the previous year of Rs. 15,605. There is an increase in the loss due to increase in finance cost.

The basic and diluted earnings per share (EPS) computed in accordance with the Accounting Standard 20 was Rs. (0.50) per share as on 31st March, 2016 as against Rs. (0.47) per share as on 31st March, 2015.



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

5. MEETINGS:

During the year, four Board Meetings were convened and held. The Board of Directors of the Company duly met on 28th April, 2015, 27th July, 2015, 26th October, 2015 and 6th January, 2016. Proper notices were served and the proceedings were properly recorded, signed and placed in the Minutes book as required by the Articles of Association of the Company, the Companies Act, 2013.

There were no extra-ordinary general meeting held during the financial year. Annual General Meeting of the Company was held on 11th September, 2015.

6. BOARD OF DIRECTORS:

The Board of Directors was duly constituted of Mr. Gaurav Shyamsukha, Mr. Arun Pawar and Mr. Nilesh Kala as Directors of the Company. There was no change in composition of the Directors during the current financial year.

In accordance with the provisions of the Companies Act, 2013 and in terms of the Memorandum and Articles of Association of the Company, **Mr. Gaurav Shyamsukha (DIN 01646181)** retires by rotation and is eligible for re-appointment.

7. STATUTORY AUDITORS AND THEIR OBSERVATIONS:

M/s S.L Kukra & Co., Chartered Accountants, were appointed as the Statutory Auditors of the Company having Firm Reg.No. 116255W at the last Annual General Meeting i.e 4th AGM to hold office till the conclusion of the 9th Annual General Meeting. They have confirmed their eligibility under Section 141 of the Companies Act, 2013 and the rules framed thereunder for their re-appointment as Auditors of the Company.

The appointment of M/s S.L Kukra & Co., Chartered Accountants is subject to ratification by the members of the Company at the ensuing Annual General Meeting i.e. 5th Annual General Meeting.

The observations made by the Auditors in their Report read with relevant notes as given in the Notes to Accounts for the year ended 31st March, 2016 are self- explanatory and therefore do not call for any further comments under Section 134 of the Companies Act, 2013 as it does not contain any qualification regarding the same.

8. DIRECTOR'S RESPONSIBILITY STATEMENT:

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors and the reviews performed by Management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

Company's internal financial controls were adequate and effective during the financial year 2015-16.

Accordingly, pursuant to Section 134(3) (c) and 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, confirm that: -

- i) in the preparation of the annual accounts, the applicable accounting standards have been followed and that there are no material departures;
- ii) they have selected such accounting policies 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 at the end of the financial year and of the profit of the Company for that period;
- iii) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) they have prepared the annual accounts on a going concern basis;

9. STATUTORY DISCLOSURES:

A. Conservation of Energy:-

The Company's operations are not energy - intensive and as such involve low energy consumption. However, adequate measures have been taken to conserve the consumption of energy as stipulated under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014.

B. Technology Absorption:-

Operations of the Company do not involve any kind of special technology and there was no expenditure on research & development during the current financial year.

C. Foreign Exchange Earnings and Outgo:-

The Foreign Exchange earnings and outgo during the financial period ended 31st March, 2016 are as follows:

Particulars	31 st March, 2016	31 st March, 2015
Foreign Exchange Earnings	-	-
Foreign Exchange Outgo	-	-



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

D. Particulars Of Employees:-

There is no employee employed in the company during the financial year under review and so section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 is not applicable.

10. DISCLOSURE AS PER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013:

Since there is no employee employed in the Company during the financial year under review, the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and Rules made thereunder is not applicable to the Company.

11. ADEQUACY OF RISK MANAGEMENT SYSTEMS-

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory auditors and external consultants and the reviews performed by the management and the relevant Board Committees, including the Audit Committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2015-16.

12. PARTICULARS OF CONTRACTS & ARRANGEMENTS WITH RELATED PARTIES-

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business.

The details of the transactions with related parties are given in Form AOC- 2 as per *Annexure I*.

13. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS-

Loans, Guarantees & Investments covered u/s 186 of the Companies Act, 2013 form a part of the notes to financial statements provided in the Annual Report.

14. FIXED DEPOSITS-

Since the Company has not accepted any deposits during the year under review, hence, the provisions of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 is not applicable to the company. Therefore, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

15. DISCLOSURES UNDER SECTION 134 (3) (L) OF THE COMPANIES ACT, 2013-

No material changes and commitments which could affect the Company's financial position have occurred between the end of the financial year of the Company and the date of this report.

16. EXTRACT OF ANNUAL RETURN-

The extract of Annual Return as per Section 92 (3) of Companies Act, 2013 is annexed under *Annexure II*.

17. VIGIL MECHANISM / WHISTLE BLOWER POLICY-

Since there are no employees in the Company there was no requirement of establishing vigil mechanism in the Company.

18. SUBSIDIARIES / JOINT VENTURES / ASSOCIATES-

There are no subsidiaries, joint ventures or associate company of Oldview Agriculture Private Limited during the year under review.

19. ACKNOWLEDGEMENTS-

Your Directors thank the Bankers, the various Government agencies, suppliers, customers, investors and all others for their whole hearted support during the year and look forward to their continued support in the years ahead.

Your Directors appreciate and acknowledge the professionalism displayed and the contributions made by the employees whose efforts have kept the flag flying high.



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

For and on behalf of the Board of Directors
of Retold Farming Private Limited



Arun Pawar
Arun Pawar
Director

DIN- 03131321

Nilesh Kala

Nilesh Kala
Director

DIN - 00056454

Place : MUMBAI

Date: 29th April, 2016.

REGISTERED OFFICE:

209-210, Arcadia Building,
2nd Floor, 195, Nariman Point,
Mumbai - 400 021.

RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

ANNEXURE - I

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)

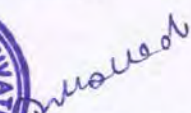
Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.


1. Details of contracts or arrangements or transactions not at Arm's length basis: Not applicable
2. Details of material contracts or arrangements or transactions at Arm's length basis.

Particulars	Details
Name (s) of the related party & nature of relationship	GCIL Finance Limited (Holding Company)
Nature of contracts/arrangements/transaction	Reimbursement of Expenses
Duration of the contracts/arrangements/transaction	1 year
Salient terms of the contracts or arrangements or transaction including the value, if any	As per agreement
Date of approval by the Board	28.04.2015
Amount paid as advances, if any	Not applicable

For and on behalf of the Board of Directors
of Retold Farming Private Limited


Arun Pawar
Director
DIN- 03131321


Nilesh Kala
Director
DIN - 00056454



Place : MUMBAI

Date: 29th April, 2016.

REGISTERED OFFICE:

209-210, Arcadia Building,
2nd Floor, 195, Nariman Point,
Mumbai - 400 021.

RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

ANNEXURE III

FormNo.MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2016

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12 (1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

- i) CIN : U01400MH2011PTC222556
- ii) Registration Date : 29th September, 2011
- iii) Name of the Company : Retold Farming Private Limited
- iv) Category/Sub-Category of the Company : Company Limited by Shares/Indian Non-Government Company
- v) Address of the registered office and contact details : 209-210, Arcadia Building, 2nd floor, 195, NCPA Marg Nariman Point, Mumbai - 400021
- vi) Whether listed company : No
- vii) Name, Address and Contact details of Registrar and Transfer Agent, if any : Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Since the Company has not commenced its business and has not earned any income during the period under review, this section is not applicable.

Sl.No.	Name & Description of main products/ Services	NIC Code of the Product/service	% total turnover of the company



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sr. No.	Name & address of the company	CIN/GLN	Holding / subsidiary / associate	% OF Shares held	Applicable Section
1	GCIL Finance Limited	U67120MH2008PLC179126	Holding	99.97%	2 (46)

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding -

ii) Category Code	Number of shares held at the beginning of the year				Number of shares held at the end of the year				% of change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Shareholding of Promoter and Promoter Group									
1 Indian									
(a) Individuals/Hindu Undivided Family	-	1	1	0.00	-	1	1	0.00	
(b) Central Government/State Government(s)	-	-	-	-	-	-	-	-	
(c) Bodies Corporate	-	32999	32999	100.00	-	32999	32999	100.00	
(d) Financial Institutions / Banks	-	-	-	-	-	-	-	-	
(e) Any Other (specify)	-	-	-	-	-	-	-	-	
Sub Total (A)(1)	-	33000	33000	100.00	-	33000	33000	100.00	
2 Foreign									
(a) Individuals (Non-Resident Individuals/Foreign Individuals)	-	-	-	-	-	-	-	-	
(b) Bodies Corporate	-	-	-	-	-	-	-	-	



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

(c)	Institutions	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investors	-	-	-	-	-	-	-	-	-
(e)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub Total (A)(2)	-	-	-	-	-	-	-	-	-
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	-	33000	33000	100.00	-	33000	33000	100.00	-
(B)	Public shareholding									
1	Institutions									
(a)	Mutual Funds/UTI	-	-	-	-	-	-	-	-	-
(b)	Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	-	-	-	-	-	-	-	-	-
(g)	Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
(h)	Qualified Foreign Investors	-	-	-	-	-	-	-	-	-
(l)	Any Other (specify)	-	-	-	-	-	-	-	-	-
	Sub Total (B) (1)	-	-	-	-	-	-	-	-	-
2	Non-institutions									
(a)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(b)	Individuals -									
(i)	shareholders holding nominal share capital up to Rs 1 Lakh	-	-	-	-	-	-	-	-	-



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

(ii)	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	-	-	-	-	-	-	-	-	-
(c)	Qualified Foreign Investors	-	-	-	-	-	-	-	-	-
(d)	Any Other									
i	Non Resident Indians (Repat)	-	-	-	-	-	-	-	-	-
ii	Non Resident Indians (Non Repat)	-	-	-	-	-	-	-	-	-
iii	Hindu Undivided Family	-	-	-	-	-	-	-	-	-
iv	Clearing Member	-	-	-	-	-	-	-	-	-
v	Market Maker	-	-	-	-	-	-	-	-	-
vi	Trusts	-	-	-	-	-	-	-	-	-
	Sub Total (B)(2)	-	-	-	-	-	-	-	-	-
	Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
	Total (A)+(B)	-	33000	33000	100.00	-	33000	33000	100.00	-
(C)	Shares held by custodians and against which Depository Receipts have been issued									
i	Promoter and Promoter group	-	-	-	-	-	-	-	-	-
ii	Public	-	-	-	-	-	-	-	-	-
	Total (C)	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A)+(B)+(C)	-	33000	33000	100.00	-	33000	33000	100.00	-



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

(ii) Shareholding of Promoters-

Sr. No.	Shareholder's 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 my company	%of Shares Pledged / encumbered to total shares	No of shares	% of total shares of my company	%of Shares Pledged / encumbered to total shares	
1	GCIL Finance Limited	32999	100	0	32999	100	0	0
2	Harisingh Shyamsukha	1	0.00	0	1	0.00	0	0
		33000	100.00	0	33000	100.00	0	0

(iii) Change in Promoters' Shareholding

There is no change in Promoters' Shareholding during the year under review.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and Holders of GDRs and ADRs): Not Applicable

(v) **Shareholding of Directors and Key Managerial Personnel:** There are no directors who hold shares in the Company. The Company is not required to appoint a Key Managerial Personnel as required under Section 203 of the Companies Act, 2013 and so this clause is not applicable.



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

V. INDEBTEDNESS

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

(Amt. in Rs)

	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtness
Indebtness at the beginning of the year				
i) Principal Amount	0	20000	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i + ii + iii)	0	0	0	0
Change in Indebtness during the financial year				
* Addition	0	30000	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtness at the end of the Financial Year				
i) Principal Amount	0	50000	0	0
ii) Interest due but not paid	0	4972	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i + ii + iii)	0	0	0	0

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

The Company has not employed Managing Director, Whole - Time Directors and / or Manager during the financial year under review and so this clause is not applicable.

B. Remuneration to other directors:

The Company has not paid any remuneration to its director during the financial year under review and so this clause is not applicable.

C. Remuneration To Key Managerial Personnel other than MD / Manager / WTD:

The Company was not required to appoint MD / Manager / WTD during the financial year under review and so this clause is not applicable.



RETOLD FARMING PRIVATE LIMITED

Regd Add: 209-210, Arcadia Building, NCPA Marg, 195, Nariman Point, Mumbai - 400 021.

Phone: 022 6670 8600 **Fax:** 022 6670 8650

CIN: U01400MH2011PTC222556

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There are no penalties imposed by any authority as a punishment for compounding offences.

For and on behalf of the Board of Directors
of Retold Farming Private Limited



Arun Pawar
Arun Pawar
Director
DIN- 03131321

Nilesh Kala
Nilesh Kala
Director
DIN - 00056454

Place : MUMBAI

Date: 29th April, 2016.

REGISTERED OFFICE:

209-210, Arcadia Building,
2nd Floor, 195, Nariman Point,
Mumbai - 400 021.