

# HEMO ORGANIC LIMITED

**27th ANNUAL REPORT** 

F.Y. 2018-19

## **Inside this Report**

Contents	Page No.
Corporate Information	1
Directors' Report and annexure	2
Management Discussion and Analysis Report	20
Independent Auditors' Report	22
Balance sheet	30
Profit and Loss Account	31
Cash Flow Statement	32
Notes to Financial Statement	33
Notice to Shareholders	51
Attendance sheet	59



### **CORPORATE INFORMATION**

# HEMO ORGANIC LIMITED CIN: L24231GJ1992PLC018224

#### **BOARD OF DIRECTORS**

Mr. Dineshbhai Patel Managing Director (MD)

Mrs. Kinnariben Patel Non- Executive Director (NED)

Mrs. Sonalben Patel Executive Director (ED)

Mr. Pankaj Patel Independent Director (ID)

Mr. Krushnakant Patel Independent Director (ID)

#### REGISTERED OFFICE

8-A, Gulnar, Chinar - Gulnar Appt., V V Nagar Road, Anand,

388001

(91) (2692) 248535

Fax No.: N.A.

E-mail.: drdineshpatel@rediffmail.com Website.: www.hemoorganicltd.com

#### REGISTRAR & SHARE TRANSFER AGENT

#### M/s MCS Share Transfer Agent Ltd.

10, Aaram Appartment, 12, Sampatrao Coony, B/h. Laxmi Hall,

Alkapuri, Vadodara 390007. Ph. No.: 0265 2314757/2350490 E-mail: mcsltdbaroda@gmail.com

#### STATUTORY AUDITOR

#### M/s. M A A K & Associates,

#### Chartered Accountants (FRN: 135024W)

5, 1st Floor, Devashish Complex, Nr. Bavarchi Rest, Off. C.G. Road. Ahmedabad 380006

#### COMMITTEES OF BOARD OF DIRECTORS

#### **AUDIT COMMITTEE**

Mr. Pankaj Patel (ID) Chairman

Mrs. Sonal Patel (ED) Member

Mr. Krushnakant Patel Mei (ID)

Member

## STAKEHOLDERS' RELATIONSHIP COMMITTEE

Mr. Dineshbhai Patel (MD)

Chairman

Mr. Krushnakant Patel

(ID)

Member

Mr. Pankaj Patel (ID)

Member

## NOMINATION AND REMUNERATION COMMITTEE

Mr. Krushnakant Patel (ID)

Chairman

Mr. Pankaj Patel (ID)

Member

Mrs. Sonal Patel (ED)

Member

#### SECRETARIAL AUDITOR

#### Ms. Ankita Patel

**Practicing Company Secretary** 

FCS No.: F8536 CP No.: 16497

### Directors' Report

To

The Member(s),

The Board of Directors hereby submits the report of the business and operations of your Company ('the Company' or 'HEMO'), along with the audited financial statements, for the financial year ended March 31, 2019.

#### 1. FINANCIAL RESULTS:

(Amount in Rs.)

Particulars Particulars	Standal	Standalone		
	F.Y. 2018-19	F.Y. 2017-18		
Revenue from operations	5,46,200	8,68,600		
Other Income	1	504		
Total Income	5,46,200	59,84,224		
Operating expenditure before Finance cost, depreciation and amortization	17,46,260	23,48,642		
Earnings before Finance cost, depreciation and amortization (EBITDA)	(12,00,060)	(14,79,538)		
Less: Finance costs	-	-		
Depreciation and amortization expense	-	-		
Profit/(Loss) before tax	(12,00,060)	(14,79,538)		
Less: Tax expense	-	-		
Profit/(Loss) for the year (PAT)	(12,00,060)	(14,79,538)		

#### 2. OVERVIEW OF FINANCIAL PERFORMANCE:

During the year under review the Revenue from operations has decreased from Rs. 8,68,600 to Rs. 5,46,200. Due to decrease in revenue from operations, the Company could not generate profit this year. The loss after tax during the year 2018-19 is Rs. 12,00,060 as compared to loss of Rs. 14,79,538 in the year 2017-18.

#### 3. DIVIDEND

To conserve resources for future prospect and growth of the Company, your Directors regret to declare Dividend for the Financial Year 2018-19 (Previous year - Nil).

#### 4. CHANGE IN NATURE OF BUSINESS:

There were no material changes in the nature of business of the Company during the year under review.

#### 5. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

#### **Constitution of Board:**

The Board of the Company comprises of five Directors out of which two is Promoter Executive Director, one is Non-Promoter Non-Executive Director and rest of the Directors is Non-Promoter Non-Executive Independent Directors. As on the date of this report, the Board comprises following Directors;

Name of Director	Category Cum	Date of	Total	No. of Committee^		No. of Shares	
	Designation	Appointment at current Term & designation	Directorship	in which Director is Members	in which Director is Chairman	held as on March 31, 2019	
Mr. Dineshbhai Shanabhai Patel	Managing Director (Promoter)	August 28, 1992	1	-	1	5,36,940 Equity Shares	
Ms. Sonalben Patel	Executive Director	July 01, 1994	1	1	-	47,000 Equity Shares	
Ms. Kinnariben Patel	Non - Executive Director	July 20, 2006	1	-	-	-	
Mr. Krushnakant Rameshbhai Patel	Independent Director	September 30, 2006	1	2	-	-	
Mr. Pankaj Rameshbhai Patel	Independent Director	July 20, 2006	1	1	1	-	

<sup>^</sup> Committee includes Audit Committee and Shareholders' Grievances Committee across all Public Companies.

The composition of Board complies with the requirements of the Companies Act, 2013 ("The Act"). Further, in pursuance of Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is exempted from requirement of having composition of Board as per Listing Regulations.

None of the Directors of Board is a member of more than ten Committees or Chairman of more than five committees across all the Public companies in which they are Director. The necessary disclosures regarding Committee positions have been made by all the Directors.

#### **Board Meetings**

Regular meetings of the Board are held at least once in a quarter. Additional Board meetings are convened to discuss and decide on various business policies, strategies and other businesses.

During the year under review, Board of Directors of the Company met 5 (Five) times, viz May 21, 2018, May 29, 2018, August14, 2018, November14, 2018, and February14, 2019. The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Act.

The details of attendance of each Director at the Board Meeting and Annual General Meeting are given below;

Name of Director	Mr. Dineshbhai Patel	Ms. Sonalben Patel	Ms. Kinnariben Patel	Mr. Krushnakant Patel	Mr. Pankaj Rameshbhai Patel
No. of Board Meeting held	5	5	5	5	5
No. of Board Meeting attended	5	5	5	5	5
Presence at the previous AGM	Yes	Yes	Yes	Yes	Yes

#### **Independent Directors:**

In terms of Section 149 of the Companies Act, 2013 and rules made there under, the Company has two Non-Promoter Independent Directors in line with the Companies Act, 2013. A separate meeting of Independent Directors was held on February 14, 2019 to review the performance of Non-Independent Directors and Board as whole and performance of Chairperson of the Company including assessment of quality, quantity and timeliness of flow of information between Company management and Board. The terms and conditions of appointment of Independent Directors and Code for Independent Director are incorporated on the website of the Company at www.hemoorganiclimited.com.

The Company has received necessary declaration from each independent director under Section 149 (7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149 (6) of the Companies Act, 2013.

#### **Information on Directorate:**

In accordance with the provisions of the Articles of Association and Section 152 of the Companies Act, 2013, Ms. Sonal Patel, retires by rotation at the ensuing annual general meeting. She, being eligible, has offered herself for re-appointment as being eligible to be reappointed. The Board of Directors recommends her appointment on the Board.

The relevant details, as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), of the person seeking appointment/ re-appointment as Director are also provided in Annexure to Items 2 of the Notice convening the Annual General Meeting.

None of the Director of the Company is serving as a Whole-Time Director in any Listed Company and is holding position of Independent Director in more than 3 Listed Company and none of the Director of the Company is holding position as Independent Director in more than 7 Listed Company. Further, none of the Directors of the Company is disqualified for being appointed as Director as specified in Section 164 (2) of the Companies Act, 2013.

#### **Key Managerial Personnel:**

In accordance with Section 203 of the Companies Act, 2013, the Company has Mr. Dineshbhai Patel who is acting as Managing Director of the Company.

#### **Performance Evaluation:**

The Board of Directors has carried out an annual evaluation of its own performance, board committees and individual directors pursuant to the provisions of the Act.

- > The performance of the board was evaluated by the board, after seeking inputs from all the directors, on the basis of the criteria such as the board composition and structure, effectiveness of board processes, information and functioning etc.
- > The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.
- The board and the nomination and remuneration committee reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the chairman was also evaluated on the key aspects of his role

Separate meeting of independent directors was held to evaluate the performance of non-independent directors, performance of the board as a whole and performance of the chairman, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent directors, at which the performance of the board, its committees and individual directors was also discussed. Performance evaluation of independent directors was done by the entire board, excluding the independent director being evaluated.

#### **Directors' Responsibility Statement:**

Pursuant to section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:

- a) In preparation of annual accounts for the year ended March 31, 2019, the applicable accounting standards have been followed and that no material departures have been made from the same;
- b) The Directors had selected such accounting policies and applied them consistently and made judgments 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 or loss of the Company for that year;

- c) The Directors had 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;
- d) The Directors had prepared the annual accounts for the year ended March 31, 2019 on going concern basis.
- e) The Directors had laid down the internal financial controls to be followed by the Company and that such Internal Financial Controls are adequate and were operating effectively; and
- f) 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.

#### **COMMITTEES OF BOARD:**

The Board of Directors, in line with the requirement of the act and listing regulations, has formed various committees, details of which are given hereunder.

#### A. Audit Committee:

The Company has formed audit committee in line with the provisions Section 177 of the Companies Act, 2013. The Audit Committee met 4 (Four) times during the financial year 2018-19 on May 29, 2018, August 14, 2018, November 14, 2018, and February 14, 2019.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Designation	Number of meetings during the financial year 2018-19			
	Designation	Held	Attended		
Mr. Pankaj R.Patel	Chairman	4	4		
Mrs. Sonal D. Patel	Member	4	4		
Mr. Krushankant R. Patel	Member	4	4		

The Statutory Auditors of the Company are invited in the meeting of the Committee wherever requires. Recommendations of Audit Committee have been accepted by the Board of wherever/whenever given.

#### Vigil Mechanism:

The Company has established a vigil mechanism and accordingly framed a Whistle Blower Policy. The policy enables the employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of Company's Code of Conduct. Further the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provide for adequate safe guards against victimization of the Whistle Blower who avails of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle blowers has been denied access to the Audit Committee of the Board. The Whistle Blower Policy of the Company is available on the website of the Company at <a href="https://www.hemoorganiclimited.com">www.hemoorganiclimited.com</a>.

#### **B.** Nomination and Remuneration Committee:

The Company has formed Nomination and Remuneration committee in line with the provisions Section 178 of the Companies Act, 2013. Nomination and Remuneration Committee meetings are generally held for identifying the person who is qualified to become Directors and may be appointed in senior management and recommending their appointments and removal. During the year under review, Nomination and Remuneration Committee met 1 (One) time on February 14, 2019.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Designation	Held	Attended
Mr. Krushankant R. Patel	Chairman	1	1
Mr. Pankaj R.Patel	Member	1	1
Mrs. Sonal D. Patel	Member	1	1

#### Nomination and Remuneration Policy:

Nomination and Remuneration Policy in the Company is designed to create a high performance culture. It enables the Company to attract motivated and retained manpower in competitive market, and to harmonize the aspirations of human resources consistent with the goals of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances to its Managing Director and the Executive Directors.

#### Key points of the Nomination and Remuneration Policy are;

### a. Policy on Appointment of Directors, Key Managerial Personnel and Senior Management Personnel:

- > The policy is formulated to identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, Key Managerial Personnel and Senior Management personnel and recommend to the Board for his / her appointment.
- A person should possess adequate qualification, expertise and experience for the position he/ she is considered for appointment.
- > In case of appointment of Independent Director, the Committee shall satisfy itself with regard to the independent nature of the Director vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.

#### b. Policy on remuneration of Director, KMP and Senior Management Personnel:

The Company's remuneration policy is driven by the success and performance of Director, KMP and Senior Management Personnel vis-à-vis the Company. The Company's philosophy is to align them with adequate compensation so that the compensation is used as a strategic tool that helps us to attract, retain and motivate highly talented individuals who are committed to the core value of the Company. The Company

follows mixed of fixed pay, benefits and performance based variable pay. The Company pays remuneration by way of salary, benefits, perquisites and allowance. The remuneration and sitting fees paid by the Company are within the salary scale approved by the Board and Shareholders.

The Nomination and Remuneration Policy, as adopted by the Board of Directors, is placed on the website of the Company at www.hemoorganiclimited.com.

#### **Remuneration of Directors:**

The details of remunerations disclosed during the financial year 2018-19 is provided in Form MGT-9 which is the part of this report.

#### C. Stakeholders' Grievances and Relationship Committee:

The Company has constituted Stakeholder's Grievance & Relationship Committee mainly to focus on the redressal of Shareholders' / Investors' Grievances, if any, like Transfer / Transmission / Demat of Shares; Loss of Share Certificates; Non-receipt of Annual Report; Dividend Warrants; etc. During the year under review, Stakeholder's Grievance & Relationship Committee met 4 (Four) times on May 29, 2018, August 14, 2018, November 14, 2018 and February 14, 2019.

The composition of the Committee and the details of meetings attended by its members are given below:

Name of Members	Designation	Number of meetings during the financial year 2018-19			
Name of Members	Designation	Held	Attended		
Mr. Dinesh S. Patel	Chairman	4	4		
Mr. Krushankant R. Patel	Member	4	4		
Mr. Pankaj R.Patel	Member	4	4		

During the financial year 2018-19, the Company has not received any complaint from investor. Further, there was no complaint pending for resolved at the end of financial year 2018-19.

#### 6. PUBLIC DEPOSIT:

The Company has not accepted any deposits from Shareholders and Public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014. There were no deposits, which were claimed and remained unpaid by the Company as on March 31, 2019.

#### 7 SHARE CAPITAL

The Paid up Equity Share Capital as at March 31, 2019 stood at Rs.3,46,59,000. During the year under review, the Company has not issued any Share Capital.

#### 8. PARTICULARS OF LOANS, GUARANTEES, INVESTMENTS & SECURITY:

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statement.

#### 9. TRANSACTIONS WITH RELATED PARTIES:

During the financial year 2018-19, the Company has a few transactions with related parties as defined under Section 2(76) of the Companies Act, 2013, hence the disclosure to that effect has been provided by way of **Annexure A** to this report.

#### 10. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY:

The details on Internal Financial Control and their adequacy are provided in Management Discussion and Analysis Report.

#### 11. MATERIAL CHANGES AND COMMITMENT:

There has been no material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report.

#### 12. DISCLOSURE OF REMUNERATION:

The information required under section 197 of the Act read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as an **Annexure B.** 

#### 13. EXTRACT OF ANNUAL RETURN:

As provided under section 92(3) of the Act, the extract of annual return is given in **Annexure C** in the prescribed Form MGT-9, which forms part of this report.

#### 14. SEXUAL HARASSMENT OF WOMEN AT WORKPLACE:

To foster a positive workplace environment, free from harassment of any nature, we have institutionalized the Anti-Sexual Harassment Initiative (ASHI) framework, through which we address complaints of sexual harassment at the all workplaces of the Company. Our policy assures discretion and guarantees non-retaliation to complainants. We follow a gender-neutral approach in handling complaints of sexual harassment and we are compliant with the law of the land where we operate.

During the year under review, there were no incidences of sexual harassment reported.

### 15. RISK MANAGEMENT:

A well-defined risk management mechanism covering the risk mapping and trend analysis, risk exposure, potential impact and risk mitigation process is in place. The objective of the mechanism is to minimize the impact of risks identified and taking advance actions to mitigate it. The mechanism works on the principles of probability of occurrence and impact, if triggered. A detailed exercise is being carried out to identify, evaluate, monitor and manage both business and non-business risks.

#### 16. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO:

There was no energy conservation, technology absorption and foreign exchange earnings and outgo.

#### 17. CORPORATE GOVERNANCE:

Your Company strives to incorporate the appropriate standards for corporate governance. However, pursuant to Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company is not required to mandatorily comply with the provisions of certain regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore the Company has not provided a separate report on Corporate Governance, although few of the information are provided in this report of Directors under relevant heading.

#### 18. MANAGEMENT DISCUSSION AND ANALYSIS:

Management Discussion and Analysis Report for the year under review, as stipulated under Schedule V of the Listing Regulations, is presented in a separate section forming part of this Annual Report.

#### 19. STATUTORY AUDITOR & THEIR REPORT:

M/s. M A A K & Associates, Chartered Accountants (FRN: 135024W)were appointed as Statutory Auditors of your Company at the 25<sup>th</sup>Annual General Meeting held on September 30, 2017, for a term till the conclusion of 30<sup>th</sup>Annual General Meeting to be held in the calendar year 2022, subject to ratification of appointment at every subsequent annual general meeting.

The Report given by the Auditors on the financial statement of the Company is a part of this Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

#### 20. REPORTING OF FRAUD:

The Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Companies Act, 2013.

#### 21. SECRETARIAL AUDITOR & THEIR REPORT:

The Company has appointed Mrs Ankita Patel Practicing Company Secretaries, to conduct the secretarial audit of the Company for the financial year 2018-19, as required under Section 204 of the Companies Act, 2013 and Rules there under. The Secretarial Audit Report for the financial year 2018-19 is annexed to this report as an **Annexure D**.

The Secretarial Audit Report contains that the Company has not complied with

-The provisions of section 203 of the Companies Act, 2013 with respect to Appointment of Company Secretary and Chief Financial Officer during the year under review.

In Explanation of such Comment mentioned in the Secretarial Audit Report, the Board of Directors state that:

-The Company is in the process of Appointing a suitable Chief Executive Officer/Chief Financial Officer and Company Secretary for the Company.

#### 22. GENERAL DISCLOSURE:

Your Directors state that the Company has made disclosures in this report for the items prescribed in section 134 (3) of the Act and Rule 8 of The Companies (Accounts) Rules, 2014 and other applicable provisions of the act and listing regulations, to the extent the transactions took place on those items during the year. Your Directors further state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review;

- i.Details relating to deposits covered under Chapter V of the Act;
- ii.Issue of Equity Shares with differential rights as to dividend, voting or otherwise;
- iii.Issue of shares (including sweat equity shares) to employees of the Company under any scheme save and ESOS;
- iv. Annual Report and other compliances on Corporate Social Responsibility;
- v. There is no revision in the Board Report or Financial Statement;
- vi.No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future;
- vii.Information on subsidiary, associate and joint venture companies.

#### 23. ACKNOWLEDGEMENT:

Your Directors wish to place on record their sincere appreciation for significant contributions made by the employees at all levels through their dedication, hard work and commitment, enabling the Company to achieve good performance during the year under review.

Your Directors also take this opportunity to place on record the valuable co-operation and support extended by the banks, government, business associates and the shareholders for their continued confidence reposed in the Company and look forward to having the same support in all future endeavors.

**Registered Office** 

8-A, Gulnar, Chinar Gulnar Appartment, V.V. Nagar Road, Anand – 388 001, Gujarat

Place: Anand

Date: September 04, 2019

By order of the Board of Directors For, **Hemo Organic Limited** 

Dr. Dinesh Patel Chairman and Managing Director DIN: 00481641

Annexure - A

#### FORM NO. AOC-2 - PARTICULARS OF CONTRACTS/ARRANGEMENTS MADE WITH RELATED PARTIES

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

(Pursuant to Section 134(3)(h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

#### A. Details of contracts or arrangements or transactions not at arm's length basis:

There were no contracts or arrangements or transactions entered in to by the Company during the financial year ended on March 31, 2019, which were not at arm's length basis.

#### B. Details of material contracts or arrangement or transactions at arm's length basis:

Sr. No	Name of Related Parties	Nature of Relation	Nature of Transaction with related parties	Duration of the Contracts/ Arrangements or transactions including the value, if any	Salient terms of the contracts or arrangements or transactions including the value, if any	Date (s) of approval by the Board	Amount paid as advances, if any
1	Sonal Patel	Director and Spouse of Managing Director	Salary & Remuneration paid	FY 2018-19	-	May 21, 2018	-
2	Dinesh Patel	Managing Director	Unsecured Loan	FY 2018-19	On Market Value	May 21, 2018	-

**Registered Office** 

8-A, Gulnar, Chinar GulnarAppartment, V V Nagar Road,

Anand - 388 001, Gujarat

Place: Anand

Date: September 04, 2019

By order of the Board of Directors For, **Hemo Organic Limited** 

Dr. Dinesh Patel

**Chairman and Managing Director** 

DIN: 00481641

Annexure B

#### PARTICULARS OF EMPLOYEES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Companies Act, 2013 read with Rules made there under

- A. Information as per Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014:
- a) The ratio of remuneration of each director to the median remuneration of employees for the financial year:

The Company has not paid any remuneration to any of the director so that it is not possible to find out median for the same.

b) The Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

As the company has not paid any remuneration to Director, Hence the percentage calculation is not applicable in this case. There has been no increase in remuneration of any director, chief financial officer and Company Secretary of the Company over previous year.

c) The percentage increase in the median remuneration of employees in the financial year:

As the Company has not paid any remuneration to directors it is not possible to calculate the percentage of the same.

- d) The number of permanent employees on the rolls of the Company:04 Employees
- e) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

The Average salaries of the employees of the Company were decreased by 25%. Annual increments, if any, are decided by the Nomination and Remuneration Committee within the salary scale approved by the members and are effective from April 1, of each year.

The Board of Directors of the Company affirmed that remuneration of all the Key Managerial Personnel of the Company are as per the Remuneration Policy of the Company.

**Registered Office** 

8-A, Gulnar, Chinar GulnarAppartment, V V Nagar Road, Anand – 388 001, Gujarat

Place: Anand

Date: September 04, 2019

By order of the Board of Directors For, **Hemo Organic Limited** 

Dr. Dinesh Patel Chairman and Managing Director DIN: 00481641