

BOARD OF DIRECTORS

1. Mr. Prashantt Rupani- Chairman and Non-Executive Director
2. Mr. Darshak Rupani – Managing Director
3. Mr. Rameshchandra Kothari – Director
4. Mr. Jaynish R. Kothari – Director
5. Mr. Nalin Shah - Director
6. Mr. Jitendra Mehta- Director

AUDITORS

N.K.Jalan & Co. Chartered Accountants

LEGAL ADVISORS

Smt. Anjana Gupta
Advocate, Esplanade Court

BANKERS

Punjab and Sindh Bank
Indian Overseas Bank
Bank of India
State Bank of Bikaner and Jaipur

REGISTERED OFFICE

312A, Kailas Plaza, Vallabh Baug Lane, Ghatkopar East, Mumbai 400077 Maharashtra India

STOCK EXCHANGES

Bombay Stock Exchange Limited

REGISTRAR AND SHARE TRANSFER AGENTS

Sharex Dynamic (India) Pvt. Ltd.
Unit-1 Luthra Industrial Estate,
Safed Pool,
Andheri (E),
Mumbai – 400 072.

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NOTICE

Notice is hereby given that the 23rd Annual General Meeting of the Members of White Diamond Industries Limited will be held on Monday, 23rd September, 2013 at 10.00 A.M at the Office No. 312A, Kailas Plaza, Vallabh baug lane, Ghatkopar (East), Mumbai – 400 077 to transact the following business.

ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet as on March 31, 2013 and Profit & Loss Account for the year ended on that date and the Reports of Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Prashant Mahesh Rupani, who retires by rotation, and being eligible, offers himself for re-appointment.
3. To appoint a director in place of Mr. Jitendra Jogal Kishore Mehta, who retires by rotation, and being eligible, offers himself for re-appointment.
4. To appoint Auditors and fix their remuneration and in this regard to consider and if thought fit, to pass, with or without modifications, the following resolution as an Ordinary resolution:

“Resolved that M/s. N.K. Jalan & Co., Chartered Accountants, Mumbai, the retiring Auditors, be and are hereby appointed as Statutory Auditors of the Company to hold office from conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting of the company on such remuneration and reimbursement of expenses as agreed upon by the Board of Directors and the Auditors in connection with the audit of the accounts of the Company for the year ending on 31.03.2014.”

By Order of the Board of Directors

SD/-

Prashant M. Rupani
Chairman

Date: 29.07.2013

Registered Office:

Office No. 312A
Kailas Plaza,
Vallabhbaug lane,
Ghatkopar (East),
Mumbai – 400 077
INDIA.

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ABOVE MEETING IS ALSO ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXIES. THE INSTRUMENT APPOINTING PROXY SHOULD BE DULY STAMPED, COMPLETED AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF ANNUAL GENERAL MEETING.
2. The Register of Members and the share transfer books of the Company will remain closed from Monday, the 16th September, 2013 to Monday, 23rd September, 2013(both days inclusive).
3. Members desirous of obtaining any information concerning the Accounts and Operations of the Company are requested to address their queries to the Company Secretary, so as to reach him at least seven days before the date of Meeting.
4. Members/Proxies attending the Meeting are requested to bring their Attendance Slip, sent herewith, duly filled in and also their copies of the Annual Report which will be mailed to them as a part of Go Green Initiative.
5. All queries relating to Share Transfer and allied subjects should be addressed to :
Sharex Dynamic (India) Pvt. Ltd.
(Unit : WDIL)
Unit No. 1, Luthra Industrial Premises
Safed Pool
Andheri – Kurla Road,
Mumbai – 400 072.

Details of Directors seeking reappointment in forthcoming Annual General Meeting**(In pursuance of Clause 49 of the Listing Agreement)**

Name of Directors	Brief Resume	Nature of expertise in specific areas	Date of Birth	Date of Appointment
Mr. Prashant Mahesh Rupani	He is a graduate from Mumbai University aged about 34 years has worked in the Business Process Outsourcing Industry for more than 16 years	Compliance	19/11/1976	23/08/2011
Mr. Jitendra Jogalkishore Mehta	He has 30 years of experience in the field of Commerce, Accountancy and the company has been benefited from his experience	Technical	22/06/1952	04/06/2012

DIRECTOR'S REPORT

**To
The Members,**

Your Directors present the Twenty Third Annual Report on the business and operations of the Company, along with the Audited Statement of Accounts for the Financial Year ended 31st March, 2013.

1. FINANCIAL RESULTS

PARTICULARS	CURRENT YEAR 2012-2013 (in Rs.)	PREVIOUS YEAR 2011-2012 (in Rs.)
Sales and Other Income	7,13,01,899	9,52,19,934
Net Profit before Depreciation and Interest	22,59,475	27,88,592
Less: Finance Costs	NIL	NIL
Less: Depreciation	(3,17,333)	(2,72,860)
Net Profit before Tax	19,42,142	25,15,732
Less: Provision for Tax	(6,50,000)	(8,00,000)
Less: Tax adjustment related to prior years	NIL	(24,982)
Add: Provision for Deferred Tax	47,113	1,07,103
Net Profit After Tax	13,39,255	17,97,853
Balance Brought Forward from Previous Year	4,04,89,966	3,86,92,113
Balance carried forward to Balance Sheet	4,18,29,221	4,04,89,966

2. DIVIDEND

Your Board of Directors does not recommend any dividend for the financial year ended 31st March, 2013.

3. OPERATIONS

The year under review has been an average year for the Company. Your Company has achieved a turnover of Rs 713.01 Lacs in comparison to Rs.952.19 Lacs during the previous year.

The Company has not been able to do any export business during 2012-2013. However the Company has done good domestic business of cut and polished diamonds with reputed companies.

However, keeping the further consolidation of financial strength in view, the Board of Directors does not recommend any dividend.

4. CORPORATE GOVERNANCE

Your Company has been very active in introduction and implementation of corporate governance norms. Your Company has taken all the mandatory steps as required in Clause 49 (as amended) of the Listing Agreement. A detailed report on Corporate Governance along with a certificate from the Auditors confirming the compliance is annexed hereto (Annexure) and forms part of the Directors' Report.

5. DIRECTORS

Mr. Prashant Mahesh Rupani, Chairman and Non Executive Director , retires by rotation at the ensuing Annual General Meeting and being eligible , offers himself for reappointment. The Board recommends his reappointment.

Mr. Jitendra Jogalkishore Mehta, Independent Director , retires by rotation at the ensuing Annual General Meeting and being eligible , offers himself for reappointment. The Board recommends his reappointment.

6. DIRECTOR'S RESPONSIBILITY

Pursuant to Section 217(2AA) of the Companies (Amendment) Act, 2000, the Directors confirm that:

1. In the preparation of the annual accounts, the applicable accounting standards have been followed;
2. Appropriate Accounting Policies have been selected and applied consistently, and have 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 as at 31st March, 2013 and of the Profit and Loss Account for the financial year 1st April, 2012 to 31st March, 2013.
3. Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and preventing and detecting fraud and other irregularities;
4. The Annual Accounts have been prepared on a going concern basis.

7. PARTICULARS OF EMPLOYEE U/S 217(2A) OF THE COMPANIES ACT, 1956

Information required for particulars of Employee as required under Section 217 (2A) of the Companies Act, 1956 is not given as none of the Employees draws salary and other perks above the prescribed limit.

8. AUDITOR'S REPORT

Notes to the Accounts as referred in the Auditors Report are self explanatory and therefore, do not call for any further comments or explanations.

9. AUDITOR

M/s. N K Jalan & Co., Chartered Accountant, Statutory Auditor of the Company will retire at the ensuing Annual General Meeting and is eligible for re-appointment. The said Auditors have confirmed that his appointment if made shall be within the limits of Section 224(1B) of the Companies Act, 1956. The Board of Directors recommends appointment of M/s. N K Jalan & Co, Statutory Auditor of the Company and fixes his remuneration.

10. FIXED DEPOSITS

Your Company has not accepted Deposits from Public u/s. 58A of the Companies Act, 1956 and Companies (Acceptance of Deposits) Rules, 1975.

11. INSURANCE:

Your Company could not take adequate insurance cover for all its Assets, which will be done in the next financial year.

12. LISTING OF SECURITIES

Listing of Securities: All the Equity Shares issued and allotted by the Company so far have been duly listed with the Bombay Stock Exchange Limited (BSE) at Mumbai and de-listing applications are in the process for getting the shares delisted from Madras, Delhi and Ahmedabad Stock Exchanges.

The Company has paid the listing fees for the financial year 2013-14 to BSE.

13. SUBSIDIARY COMPANY

The Company has "Sapna Infraventure Private Limited " as its Wholly Owned Subsidiary formed on 19/12/2011.

14. DISCLOSURES

Information of conservation of energy, technology absorption, foreign exchange earnings and outgo required to be given pursuant section 217(1)(e) of the Companies Act, 1956 read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988 is given here below :

The Company's main line of business is Trading, Manufacturing, Import and Export of Rough and Cut & Polished Diamonds.

Total Foreign Exchange used Rs. Nil.

Total Foreign Exchange Earned: Rs. Nil

15. ACKNOWLEDGEMENT

Your Directors take this opportunity to express their deep sense of gratitude to the Central, State Governments and Local Governments, Financial Institutions and Banks for their continued support, co-operation and guidance.

At this point your Directors like to place on record their sincere appreciation for the total commitment, dedication and hard work put in by every Employee of the Company.

And to you our Shareholders, we are deeply grateful for the confidence and faith that you have always placed in us.

Your Directors express their deepest gratitude to the esteemed customers of the Company for their continuous confidence and faith, which they have in the products and services of your Company.

For and on behalf of the Board of Directors

SD/-

Prashantt M. Rupani
Chairman

Date: 29.07.2013

MANAGEMENT DISCUSSION AND ANALYSIS

Pursuant to Clause 49 (IV) (B) & (F) of the Listing Agreement your Directors wish to report as follows:

a. Industry Structure and Development:

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.

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 and export business.

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.

f. Internal Control Systems and their adequacy:

Your Company has put effective internal control systems into operation and is having regular internal audit 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.

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.

i. Material Financial and Commercial Transactions:

There are no material significant financial and commercial transactions with the related parties viz. Promoters, Directors or the Management, their Companies / firms or relatives conflicting with the interest of the Company. The Promoters and the Directors are not dealing in the Shares of the Company.

For and on behalf of the Board of Directors

SD/-

Prashantt M. Rupani
Chairman

Date: 29.07.2013

REPORT ON CORPORATE GOVERNANCE FOR THE YEAR 2012-2013**1. INTRODUCTION***The Company's Philosophy on Corporate Governance*

The Company has incorporated sound Corporate Governance practices since long. The Company has all along believed in and practiced fair business and corporate practices with all its stakeholders and associates. The Board of Directors has always had adequate competent independent Directors. For effective discharge of its functions and proper deliberations, Board has constituted various committees.

Given below is the report of Directors on the practices prevalent on Corporate Governance in the Company.

2. BOARD OF DIRECTORS**a) Composition of the Board, Category and details of Directorship(s) in other Companies:**

The Company is fully compliant with Corporate Governance Norms as prescribed by SEBI. The Company's philosophy is based on preserving core values and business ethics through proper Composition of Board.

Your Company's Board comprises of 6 Directors with considerable experience in their respective fields during the year under review. Of these 3 are Independent Directors. The details of the Directors with regard to their other directorship (excluding Private Limited Companies and Section 25 Companies) and Committee Positions are as follows:

Sr. No	Name of Directors	Executive/ Non-Executive/ Independent	No. of Other Directorship	Chairman of the Board	Board Committee of which he is a Member	Chairman of the Committee
1.	Mr. Prashant M Rupani	Non Executive Chairman	-	-	-	-
2.	Mr. Darshak M Rupani	Managing Director	-	-	-	-
3.	Mr. Jitendra Mehta	Executive Director	-	-	-	-
4.	Mr. Jaynish R Kothari	Independent	-	-	-	-
5.	Mr. Rameshchandra Kothari	Independent	-	-	-	-
6.	Mr. Nalinkumar A Shah	Independent	-	-	-	-