



**Annexure 'E' of BOARD REPORT 2018-2019**

**ANNUAL RETURN**

**Form No. MGT-9 (Extract of annual return as on F.Y. ended on 31/03/2019)  
[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)	Corporate Identification Number	L67190GJ1984PLC006746
ii)	Registration Date	15/02/1984
iii)	Name of the Company	AUSOM ENTERPRISE 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	11-B, NEW AHMEDABAD INDUSTRIAL ESTATE, SARKHEJ BAVLA ROAD, VILLAGE MORAIYA - 382213 GUJARAT. INDIA Tel: +91 79 2642 1422-1499 Fax: +91 79 2656 9898
vi)	Whether listed company	YES BSE Limited and, National Stock Exchange of India Limited
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA PVT. LTD. 5TH FLOOR, 506 TO 508, AMARNATH BUSINESS CENTER -L (ABC-I), BESIDE GALA BUSINESS CENTER, NR. ST. XAVIER'S COLLEGE CORNER, OFF C.G. ROAD, NAVRANGPURA, AHMEDABAD- 380 009. CONTACT NO.: 079-26465179

**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:-

Sr. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Bullion & Jewellery	Group. 464 (Sub-class: 46498) -Wholesale of precious metals and jewellery.	95.88%

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

Sr. No.	Name and Address of the Company	CIN / GLN/Reg. No.	Holding / Subsidiary / Associate	% of Shares held	Applicable section
	NOT APPLICABLE				



**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

**i) Category-wise Share Holding :-**

Category of Shareholders	No. of Shares held at the Beginning of the year (01/04/2018)				No. of Shares held at the end of the year (31/03/2019)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	10040000	0	10040000	73.70	10040000	0	10040000	73.70	0.00
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (1):-</b>	<b>10040000</b>	<b>0</b>	<b>10040000</b>	<b>73.70</b>	<b>10040000</b>	<b>0</b>	<b>10040000</b>	<b>73.70</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0.00
b) Other – Individuals	0	0	0	0	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0	0	0	0	0	0.00
d) Banks / FI	0	0	0	0	0	0	0	0	0.00
e) Any Other....	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (A) (2):-</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>10040000</b>	<b>0</b>	<b>10040000</b>	<b>73.70</b>	<b>10040000</b>	<b>0</b>	<b>10040000</b>	<b>73.70</b>	<b>0.00</b>



<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0.00
b) Banks / FI	0	0	0	0	0	0	0	0	0.00
c) Central Govt	200	0	200	0.0015	200	0	200	0.0015	0.00
d) State Govt(s)	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIIs	0	0	0	0	45181	0	45181	0.33	0.33
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) Others (specify)	0	0	0	0	0	0	0	0	0.00
<b>Sub-total (B)(1):-</b>	<b>200</b>	<b>0</b>	<b>200</b>	<b>0.0015</b>	<b>45381</b>	<b>0</b>	<b>45381</b>	<b>0.33</b>	<b>0.33</b>
<b>2. Non Institutions</b>									
a) Bodies Corp.									
i) Indian	75034	20800	95834	0.70	53737	20800	74537	0.55	(0.15)
ii) Overseas	0	0	0	0.00	0	0	0	0	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	1201479	927923	2129402	15.63	1173195	907023	2080218	15.27	(0.36)
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1192097	11050	1203147	8.83	1210013	11050	1221063	8.96	0.13
c) Others (specify)									
i) Hindu Undivided Family	95317	0	95317	0.70	103420	0	103420	0.76	0.06
ii) Clearing Member	33619	0	33619	0.25	34133	0	34133	0.25	0.00
iii) Non Resident Indians (REPAT)	10583	0	10583	0.08	8221	0	8221	0.06	(0.02)



iv) Non Resident Indians (NON REPAT)	5850	9600	15450	0.11	6610	9600	16210	0.12	0.01
<b>Sub-total (B)(2):-</b>	<b>2613979</b>	<b>969373</b>	<b>3583352</b>	<b>26.30</b>	<b>2589698</b>	<b>948473</b>	<b>3538171</b>	<b>25.97</b>	<b>(0.33)</b>
<b>Total Public Shareholding (B)=(B)(1)+ (B)(2)</b>	<b>2614179</b>	<b>969373</b>	<b>3583552</b>	<b>26.30</b>	<b>2635079</b>	<b>948473</b>	<b>3583552</b>	<b>26.30</b>	<b>(0.00)</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>12654179</b>	<b>969373</b>	<b>13623552</b>	<b>100.00</b>	<b>12675079</b>	<b>948473</b>	<b>13623552</b>	<b>100.00</b>	<b>0.00</b>

**ii) Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2018)			Shareholding at the end of the year (31/03/2019)			% Change in shareholding during the year
		No. of Shares	% of total Shares of Company	% of Share Pledged/e numbered	No. of Shares	% of total Shares of company	% of Share Pledged/e numbered	
1	SAVITRI DAYARAM PAWANI	5020000	36.85	0.00	5020000	36.85	0.00	0.00
2	KISHOR PRANJIVANDAS MANDALIA	1189102	8.73	0.00	1189102	8.73	0.00	0.00
3	DAXABEN BHARATBHAI MANDALIA	890572	6.54	0.00	890572	6.54	0.00	0.00
4	VIPULKUMAR ZAVERILAL MANDALIA	836420	6.14	0.00	836420	6.14	0.00	0.00
5	ZAVERILAL VIRJIBHAI MANDALIA	804547	5.91	0.00	804547	5.91	0.00	0.00
6	CHANDRESH ZAVERILAL MANDALIA	797647	5.85	0.00	797647	5.85	0.00	0.00
7	BHARAT PRANJIVANDAS MANDALIA	364693	2.68	0.00	364693	2.68	0.00	0.00
8	ARUNABEN KISHORBHAI MANDALIA	65829	0.48	0.00	65829	0.48	0.00	0.00
9	FENNYBEN CHANDRESHBHAI MANDALIA	38883	0.29	0.00	38883	0.29	0.00	0.00
10	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	0.00	32307	0.24	0.00	0.00
	<b>TOTAL</b>	<b>10040000</b>	<b>73.70</b>	<b>0.00</b>	<b>10040000</b>	<b>73.70</b>	<b>0.00</b>	<b>0.00</b>



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

Sr. No.	Name	Shareholding at the beginning of the year		Date	Increase / Decrease in share-holding	Reason#	Cumulative Shareholding during the year	
		No. of shares at beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the company				No. of shares	% of total shares of the company
1.	SAVITRI DAYARAM PAWANI	5020000	36.85	1-Apr-2018	0	Nil Movement during the year		
		5020000	36.85	31-Mar-2019			5020000	36.85
2.	KISHOR PRANJIVANDAS MANDALIA	1189102	8.73	1-Apr-2018	0	Nil Movement during the year		
		1189102	8.73	31-Mar-2019			1189102	8.73
3.	DAXABEN BHARATBHAI MANDALIA	890572	6.54	1-Apr-2018	0	Nil Movement during the year		
		890572	6.54	31-Mar-2019			890572	6.54
4.	VIPULKUMAR ZAVERILAL MANDALIA	836420	6.14	1-Apr-2018	0	Nil Movement during the year		
		836420	6.14	31-Mar-2019			836420	6.14
5.	ZAVERILAL VIRJIBHAI MANDALIA	804547	5.91	1-Apr-2018	0	Nil Movement during the year		
		804547	5.91	31-Mar-2019			804547	5.91
6.	CHANDRESH ZAVERILAL MANDALIA	797647	5.85	1-Apr-2018	0	Nil Movement during the year		
		797647	5.85	31-Mar-2019			797647	5.85
7.	BHARAT PRANJIVANDAS MANDALIA	364693	2.68	1-Apr-2018	0	Nil Movement during the year		
		364693	2.68	31-Mar-2019			364693	2.68
8.	ARUNABEN KISHORBHAI MANDALIA	65829	0.48	1-Apr-2018	0	Nil Movement during the year		
		65829	0.48	31-Mar-2019			65829	0.48
9.	FENNYBEN CHANDRESHBHAI MANDALIA	38883	0.29	1-Apr-2018	0	Nil Movement during the year		
		38883	0.29	31-Mar-2019			38883	0.29
10.	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	1-Apr-2018	0	Nil Movement during the year		
		32307	0.24	31-Mar-2019			32307	0.24

**Note:** There is no change in the total shareholding of promoters between 01-04-2018 to 31-03-2019.



**iv) Shareholding Pattern of top ten Shareholders :- (other than Directors, Promoters and Holders of GDRs and ADRs)**

Sr. No.	Name	Shareholding at the beginning of the year		Date	Increase / Decrease in share-holding	Reason	Cumulative Shareholding during the year	
		No. of shares at beginning (01-04-18) / end of the year (31-03-19)	% of total shares of the company				No. of shares	% of total shares of the company
1.	Minesh Madhusudan Soni	520947	3.8239	1-Apr-2018	0	Nil Movement during the year		
		520947	3.8239	31-Mar-2019			520947	3.8239
2.	Pravin Dipchand Majithia	159600	1.1715	1-Apr-2018	0	Nil Movement during the year		
		159600	1.1715	31-Mar-2019			159600	1.1715
3.	Vinod H. Didwania	98000	0.7193	1-Apr-2018		Nil Movement during the year		
		98000	0.7193	31-Mar-2019			98000	0.7193
4.	Vinay Kankaria	75931	0.5574	1-Apr-2018		Sale Sale Sale		
				20-Apr-2018	(500)			
				27-Apr-2018	(3000)			
				21-Sep-2018	(500)			
		71931	0.5280	31-Mar-2019			71931	0.5280
5.	Vaishali Shah	50000	0.3670	1-Apr-2018		Purchase Purchase Purchase Purchase Purchase Purchase		
				4-May-2018	2000			
				18-May-2018	2500			
				1-Mar-2019	1479			
				8-Mar-2019	2521			
				15-Mar-2019	1154			
				22-Mar-2019	846			
		60500	0.4441	31-Mar-2019			60500	0.4441
6.	Ram Niranjana Seksaria	50000	0.3670	1-Apr-2018	0	Nil Movement during the year		
		50000	0.3670	31-Mar-2019			50000	0.3970
7.	ELARA INDIA OPPORTUNITIES FUND LIMITED	0	0.00	1-Apr-2018		Purchase Purchase Purchase Purchase Purchase		
				24-Aug-2018	11978			
				31-Aug-2018	18466			
				7-Sep-2018	10531			
				22-Feb-2019	3702			
				1-Mar-2019	504			
		45181	0.3361	31-Mar-2019			45181	0.3361
8.	Anil Gada (HUF)	24250	0.1780	1-Apr-2018	0	Nil Movement during the year		
		24250	0.1780	31-Mar-2019			24250	0.1780
9.	Kavita Prashant Gupta	23000	0.1688	1-Apr-2018		Sale Sale		
				16-Nov-2018	(100)			
				23-Nov-2018	(100)			
10.	Miranda Consultants Pvt. Ltd.	22800	0.1674	31-Mar-2019			22800	0.1674
		22000	0.1615	1-Apr-2018	0	Nil Movement during the year		
		22000	0.1615	31-Mar-2019			22000	0.1615
11.	Charu Ajay Shah	25000	0.1835	1-Apr-2018		Sale Sale		
				3-Aug-2018	(1500)			
				10-Aug-2018	(13011)			
		10489	0.0770	31-Mar-2019			10489	0.0770



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

Sr. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Date	Increase / Decrease in share-holding	Reason	Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company				No. of shares	% of total shares of the company
A	DIRECTORS							
1	Kishor Pranjivandas Mandalia Managing Director And Chief Executive Officer	1189102	8.73	01-Apr-2018	0	Movement during the year/ No Change		
		1189102	8.73	31-Mar-2019			1189102	8.73
2	Zaverilal Virjibhai Mandalia Chairman/ Non Executive Director	804547	5.91	01-Apr-2018	0	Movement during the year/ No Change		
		804547	5.91	31-Mar-2019			804547	5.91
3	Vipul Zaverilal Mandalia Non-Executive Director	836420	6.14	01-Apr-2018	0	Movement during the year/ No Change		
		836420	6.14	31-Mar-2019			836420	6.14
4	Ghanshyambhai Bhikhabhai Akbari Non-Executive Director & Independent Director	0	0.00	01-Apr-2018	0	Nil Holding/ movement during the year		
		0	0.00	31-Mar-2019			0	0.00
5	Hitesh Bhogilal Adeshara Non-Executive Director & Independent Director	0	0.00	01-Apr-2018	0	Nil Holding/ movement during the year		
		0	0.00	31-Mar-2019			0	0.00
6	Nirupama Hasmushrai Vaghjiani Non-Executive Director & Independent Director	0	0.00	01-Apr-2018	0	Nil Holding/ movement during the year		
		0	0.00	31-Mar-2019			0	0.00
B	KEY MENAGERIAL PERSONNEL (KMP'S)							
1	Ravikumar Pasi Company Secretary and Compliance Officer (Upto 31/08/2018)	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
		0	0.00	31-Aug-2018			0	0.00
2	Yogesh Ghatge Company Secretary and Compliance Officer (w.e.f. 08/10/2018)	0	0.00	08-Oct-2018	0	Nil Holding/ movement during the year		
		0	0.00	31-Mar-2018			0	0.00
3	Rupesh Shah Chief Financial Officer	0	0.00	01-Apr-2018	0	Nil Holding/ movement during the year		
		0	0.00	31-Mar-2019			0	0.00



## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i). Principal Amount	58,73,454	14,55,00,000	Nil	15,13,73,454
ii). Interest due but not paid	Nil	Nil	Nil	Nil
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i +ii+iii)</b>	58,73,454	14,55,00,000	Nil	15,13,73,454
<b>Change in Indebtedness during the financial year ·</b>				
• Addition	3,20,82,18,807	Nil	Nil	3,20,82,18,807
• Reduction	Nil	14,55,00,000	Nil	14,55,00,000
<b>Net Change</b>	3,20,82,18,807	14,55,00,000	Nil	3,06,27,18,807
<b>Indebtedness at the end of the financial year</b>				
i). Principal Amount	3,21,40,92,261	Nil	Nil	3,21,40,92,261
ii). Interest due but not paid	Nil	Nil	Nil	1
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total ( i+ii+iii)</b>	3,21,40,92,261	Nil	Nil	3,21,40,92,261

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Mr. Kishor P. Mandalia (MD)	
1.	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income Tax Act, 1961	0	0
2.	Stock Option	0	0
3.	Sweat Equity	0	0
4.	Commission - as % of profit - others, specify...	0	0
5.	Others, Sitting Fees –	4000	4000
	Total (A)	4000	4000
	Ceiling as per the Act	(being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)	





**B. Remuneration to other directors:**

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Zaverilal V. Mandalia	Mr. Vipul Z. Mandalia	Mr. Ghanshyambhai B. Akbari	Mr. Hitesh B. Adeshara	Mrs. Nirupama H. Vaghjiani	
1.	Independent Directors						
	• Fee for attending board / committee meetings	---	---	5000	5000	5000	15000
	• Commission	---	---	0	0	0	0
	• Others, please specify	---	---	0	0	0	0
	<b>Total (1)</b>	---	---	5000	5000	5000	15000
2.	Other Non-Executive Directors						
	• Fee for attending board / committee meetings	5000	3000	---	---	---	8000
	• Commission	0	0	---	---	---	0
	• Others, please specify	0	0	---	---	---	0
	<b>Total (2)</b>	<b>5000</b>	<b>3000</b>	<b>---</b>	<b>---</b>	<b>---</b>	<b>8000</b>
	<b>Total (B)=(1+2)</b>	<b>5000</b>	<b>3000</b>	<b>5000</b>	<b>5000</b>	<b>5000</b>	<b>23000</b>
	<b>Total Managerial Remuneration*</b>						
	<b>Overall Ceiling as per the Act</b>	<b>(being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)</b>					

\*Total remuneration to Managing Director, Whole-Time Directors and other Directors (being the total of A and B)

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel				
		CEO	Company Secretary (Ravikumar Pasi) (upto 31.08.2018)	Company Secretary (Yogesh Ghatge) (w.e.f. 08.10.2018)	CFO (Rupesh Shah)	Total
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	2,91,454	2,52,311	6,04,148	11,47,913
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0	0
2.	Stock Option	0	0	0	0	0
3.	Sweat Equity	0	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0	0
5.	Others, Gratuity	0	1,81,730	0	0	1,81,730
	<b>Total</b>	<b>0</b>	<b>4,73,184</b>	<b>2,52,311</b>	<b>6,04,148</b>	<b>13,29,643</b>



**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (Give Details)
A. <u>Company</u>					
Penalty	NIL				
Punishment					
Compounding					
B. <u>Director</u>					
Penalty	NIL				
Punishment					
Compounding					
C. <u>Other Officers in Default</u>					
Penalty	NIL				
Punishment					
Compounding					