



Annexure 'E' of BOARD REPORT 2017-2018

ANNUAL RETURN

**Form No. MGT-9 (Extract of annual return as on F.Y. ended on 31/03/2018)
[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	Group. 464 (Sub-class: 46498) -Wholesale of precious metals and jewellery.	53.74%
2.	Shares, Securities & Units of Mutual Funds	Group. 661- Activities auxiliary to financial service activities, except insurance and pension funding	46.26%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN / GLN	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 (01/04/2017)				No. of Shares held at the end of the year (31/03/2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	1003899	0	10038992	73.69	10040000	0	10040000	73.70	0.01
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
Sub-total (A) (1):-	10038992	0	10038992	73.69	10040000	0	10040000	73.70	0.01
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0	0.00
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	10040000	0	10040000	73.70	10038992	0	10038992	73.69	(0.01)



B. Public Shareholding									
1. Institutions									
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	0	0	0	0	0.00
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
Sub-total (B)(1):-	200	0	200	0.0015	200	0	200	0.0015	0.00
2. Non Institutions									
a) Bodies Corp.									
i) Indian	14010	20800	34810	0.26	75034	20800	95834	0.70	(0.45)
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	1167697	933729	2101420	15.42	1201479	927923	2129402	15.63	0.21
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1226983	11050	1238033	9.09	1192097	11050	1203147	8.83	(0.26)
c) Others (specify)									
i) Hindu Undivided Family	153454	0	153454	1.13	95317	0	95317	0.70	(0.43)
ii) Clearing Member	35735	0	35735	0.26	33619	0	33619	0.25	(0.01)
iii) Non Resident Indians (REPAT)	2648	0	2648	0.02	10583	0	10583	0.08	0.01



iv) Non Resident Indians (NON REPAT)	6660	9600	16260	0.12	5850	9600	16450	0.11	(0.01)
Sub-total (B)(2):-	2607187	975173	3582360	26.31	2613979	969373	3583352	26.30	(0.01)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2607387	975173	3582560	26.31	2614179	969373	3583552	26.30	(0.01)
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	12648379	975173	13623552	100.00	12654179	969373	13623552	100.00	0.00

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2017)			Shareholding at the end of the year (31/03/2018)			% Change in shareholding during the year
		#Refer Note 1						
		No. of Shares	% of total Shares of Company	%of Share Pledged/e nnumbered	No. of Shares	% of total Shares of company	%of Share Pledged/e nnumbered	
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	37875	0.28	0.00	38883	0.29	0.00	0.01
10	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	0.00	32307	0.24	0.00	0.00
	TOTAL	10038992	73.69	0.00	10040000	73.70	0.00	0.01



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 (01-04-17) / end of the year (31-03-18)	% of total shares of the company				No. of shares	% of total shares of the company
1.	SAVITRI DAYARAM PAWANI	5020000	36.85	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		5020000	36.85	31-Mar-2018			5020000	36.85
2.	KISHOR PRANJIVANDAS MANDALIA	1189102	8.73	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		1189102	8.73	31-Mar-2018			1189102	8.73
3.	DAXABEN BHARATBHAI MANDALIA	890572	6.54	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		890572	6.54	31-Mar-2018			890572	6.54
4.	VIPULKUMAR ZAVERILAL MANDALIA	836420	6.14	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		836420	6.14	31-Mar-2018			836420	6.14
5.	ZAVERILAL VIRJIBHAI MANDALIA	804547	5.91	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		804547	5.91	31-Mar-2018			804547	5.91
6.	CHANDRESH ZAVERILAL MANDALIA	797647	5.85	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		797647	5.85	31-Mar-2018			797647	5.85
7.	BHARAT PRANJIVANDAS MANDALIA	364693	2.68	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		364693	2.68	31-Mar-2018			364693	2.68
8.	ARUNABEN KISHORBHAI MANDALIA	65829	0.48	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		65829	0.48	31-Mar-2018			65829	0.48
9.	FENNYBEN CHANDRESHBHAI MANDALIA	37875	0.28	1-Apr-2017	1008	Refer Note: 1 Nil Movement during the year		
		38883	0.29	7-Apr-2017 31-Mar-2018			38883	0.29
10.	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	1-Apr-2017	0	Refer Note: 1 Nil Movement during the year		
		32307	0.24	31-Mar-2018			32307	0.24

#Note: 1:

There were inter se transfer of shares amongst the promoters as per Regulation 10 (1) (a) of SAST on 30th March 2017 and 31st March 2017. The details of such transactions are, on 30th March 2017 Mrs. Savitri Dayaram Pawani sold 50,19,000 equity shares and the said shares were acquired by other promoters i.e. 50,17,992 namely Mr. Kishor Pranjivandas Mandalia (11,88,102), Mrs. Daxaben Bharatbhai Mandalia (8,90,572), Mr. Vipulkumar Zaverilal Mandalia (8,36,420), Mr. Zaverilal V. Mandalia (8,04,547), Mr. Chandresh Z. Mandalia (7,97,647), Mr. Bharat Pranjivandas Mandalia (3,64,693), Mrs. Arunaben Kishorbhai Mandalia (65,829), Mrs. Fennyben C. Mandalia (37,875) and Mrs. Prafullaben Z. Mandalia (32,307). Similarly on 31st March 2017 Mrs. Savitri Dayaram Pawani acquired 50,19,000 equity shares from other Promoters namely Mr. Kishor Pranjivandas Mandalia (11,88,102), Mrs. Daxaben Bharatbhai Mandalia (8,90,572), Mr. Vipulkumar Zaverilal Mandalia (8,36,420), Mr. Zaverilal V. Mandalia (8,04,547), Mr. Chandresh Z. Mandalia (7,97,647), Mr. Bharat Pranjivandas Mandalia (3,64,693), Mrs. Arunaben Kishorbhai Mandalia (65,829), Mrs. Fennyben C. Mandalia (38,883) and Mrs. Prafullaben Z. Mandalia (32,307).

As a results as on 31st March 2017, these shares were under clearing with Kifs Trade Capital Private Limited and Ventura Securities Limited.



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 (01-04-17) / end of the year (31-03-18)	% of total shares of the company				No. of shares	% of total shares of the company
1.	Minesh Madhusudan Soni	520947	3.8239	1-Apr-2017	0	Nil Movement during the year		
		520947	3.8239	31-Mar-2018			520947	3.8239
2.	Pravin Dipchand Majithia	159600	1.1715	1-Apr-2017	0	Nil Movement during the year		
		159600	1.1715	31-Mar-2018			159600	1.1715
3.	Vinod H. Didwania	98000	0.7193	1-Apr-2017		Sale Purchase		
		98000	0.7193	29-Sep-2017 6-Oct-2017 31-Mar-2018	(7820) 7820		98000	0.7193
4.	Vinay Kankaria	73926	0.5426	1-Apr-2017		Purchase Sale		
		75931	0.5574	16-Feb-2018 9-Mar-2018 31-Mar-2018	2500 (495)		75931	0.5574
5.	Vaishali Shah	43380	0.3184	1-Apr-2017		Sale Purchase Purchase Purchase Purchase		
		50000	0.3670	7-Apr-2017 14-Apr-2017 21-Apr-2017 28-Apr-2017 5-May-2017 31-Mar-2018	(714) 4225 598 1000 1511		50000	0.3670
6.	Ram Niranjana Seksaria	50000	0.3670	1-Apr-2017	0	Nil Movement during the year		
		50000	0.3670	31-Mar-2018			50000	0.3970
7.	Charu Ajay Shah	25000	0.1835	1-Apr-2017	0	Nil Movement during the year		
		25000	0.1835	31-Mar-2018			25000	0.1835
8.	Anil Gada (HUF)	24250	0.1780	1-Apr-2017	0	Nil Movement during the year		
		24250	0.1780	31-Mar-2018			24250	0.1780
9.	Kavita Prashant Gupta	23000	0.1688	1-Apr-2017	0	Nil Movement during the year		
		23000	0.1688	31-Mar-2018			23000	0.1688
10.	Miranda Consultants Pvt. Ltd.	0	0.0000	1-Apr-2017		Purchase Purchase		
		22000	0.1615	16-Feb-2018 9-Mar-2018 31-Mar-2018	7000 15000		22000	0.1615



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-2017	0	Movement during the year/ No Change		
							1189102	8.73
2	Zaverilal Virjibhai Mandalia Chairman/ Non Executive Director	804547	5.91	01-Apr-2017	0	Movement during the year/ No Change		
							804547	5.91
3	Vipul Zaverilal Mandalia Non-Executive Director	836420	6.14	01-Apr-2017	0	Movement during the year/ No Change		
							836420	6.14
4	Ghanshyambhai Bhikhabhai Akbari Non-Executive Director & Independent Director	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
							0	0.00
5	Hitesh Bhogilal Adeshara Non-Executive Director & Independent Director	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
							0	0.00
6	Nirupama Hasmushrai Vaghjiani Non-Executive Director & Independent Director	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
							0	0.00
B	KEY MENAGERIAL PERSONNEL (KMP'S)							
1	Ravikumar Pasi Company Secretary and Compliance Officer	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
							0	0.00
2	Rupesh Shah Chief Financial Officer	0	0.00	01-Apr-2017	0	Nil Holding/ movement during the year		
							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
Indebtedness at the beginning of the financial year				
i). Principal Amount	18,95,44,468	Nil	Nil	18,95,44,468
ii). Interest due but not paid	Nil	Nil	Nil	Nil
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i +ii+iii)	18,95,44,468	Nil	Nil	18,95,44,468
Change in Indebtedness during the financial year ·				
• Addition	Nil	14,55,00,000	Nil	14,55,00,000
• Reduction	(18,36,71,014)	Nil	Nil	(18,36,71,014)
Net Change	(18,36,71,014)	14,55,00,000	Nil	(3,81,71,014)
Indebtedness at the end of the financial year				
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
Total (i+ii+iii)	58,73,454	14,55,00,000	Nil	15,13,73,454

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 Mr. Kishor P. Mandalia (MD)	Total Amount
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, please specify –	0	0
	Total (A)	0	0
	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	---	---	4000	4000	4000	12000
	• Commission	---	---	0	0	0	0
	• Others, please specify	---	---	0	0	0	0
	Total (1)	---	---	4000	4000	4000	12000
2.	Other Non-Executive Directors						
	• Fee for attending board / committee meetings	4000	4000	---	---	---	8000
	• Commission	0	0	---	---	---	0
	• Others, please specify	0	0	---	---	---	0
	Total (2)	4000	4000	---	---	---	8000
	Total (B)=(1+2)	4000	4000	4000	4000	4000	20000
	Total Managerial Remuneration*						
	Overall Ceiling as per the Act	(being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)					

*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)	CFO (Rupesh Shah)	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	4,16,066	5,76,989	9,93,055
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
	Total	0	4,16,066	5,76,989	9,93,055



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					