



AuSom Enterprise Limited

Ref No: - AEL/SEC/STOCK/2019-20

Date: 03/09/2019

To,

The Manager, DCS-CRD
Corporate Relationship Department,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai- 400 001

To,

The Listing Department, 5th Floor,
National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra-Kurla Complex,
Bandra (East), Mumbai-400 051.

SECURITY CODE: 509009 || SECURITY ID: AUSOMENT || ISIN: INE218C01016 || SERIES: EQ

Dear Sir/Madam,

Sub.:- Submission of Annual Report of the Company for the Financial Year 2018-19

Dear Sir/ Madam,

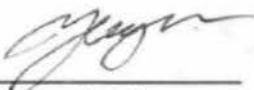
Pursuant to Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith copy of Annual Report for the Financial Year 2018-19 along with notice convening the 35th Annual General Meeting of the members of the Company.

You are requested to take note of the same.

Thanking you.

Yours faithfully,

For, AuSom Enterprise Limited


Yogesh Ghatge
Company Secretary



Correspondence Address : 606 "SWAGAT", Near Lal Bungalow,
C.G.Road, Ahmedabad-380 006. Phone : +91 79 2642 1422-1499
Fax : +91 79 2656 9898 E-mail : ausom.ael@gmail.com www.ausom.in

Registered Office : 11-B, New Ahmedabad Industrial Estate,
Sarkhej-Bavla Road, Village - Moraiya - 382 213.
Dist. Ahmedabad, Gujarat, INDIA • CIN : L67190GJ1984PLC006746

35th
Annual Report 2018-19



AuSom Enterprise Limited

CHAIRMAN	:	MR. ZAVERILAL V. MANDALIA
MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER	:	MR. KISHOR P. MANDALIA
DIRECTORS	:	MR. VIPUL MANDALIA MR. GHANSHYAMBHAI AKBARI MR. HITESH ADESHARA MRS. NIRUPAMA VAGHJANI
COMPANY SECRETARY & COMPLIANCE OFFICER		MR. RAVIKUMAR PASI (upto 31-08-2018) MR. YOGESH GHATGE (w.e.f. 08-10-2018)
CHIEF FINANCIAL OFFICER (CFO)	:	MR. RUPESH SHAH
AUDITORS	:	M/S. SWETA PATEL & ASSOCIATES CHARTERED ACCOUNTANTS AHMEDABAD
BANKERS	:	HDFC BANK LIMITED INDUSIND BANK LIMITED AXIS BANK LIMITED KOTAK MAHINDRA BANK LIMITED
REGISTERED OFFICE	:	11-B, NEW AHMEDABAD INDUSTRIAL ESTATE, SARKHEJ-BAVLA ROAD, VILLAGE - MORAIYA-382 213. DIST.:- AHMEDABAD. GUJARAT.
CORPORATE OFFICE	:	606, SWAGAT BUILDING NR. LAL BUNGLOW, C.G. ROAD AHMEDABAD 380006.

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GROUP WHICH EXERCISES OR IN A POSITION TO EXERCISE CONTROL, DIRECTLY OR INDIRECTLY OVER **AUSOM ENTERPRISE LIMITED**.

FOLLOWING ARE INDIVIDUALS/PERSONS CONSTITUTING GROUP (AS DEFINED IN MRTP ACT, 1969), WHICH EXERCISES OR ARE IN A POSITION TO EXERCISE CONTROL, DIRECTLY OR INDIRECTLY OVER **AUSOM ENTERPRISE LIMITED**.

SR. NO.	NAME OF THE INDIVIDUALS/PERSONS CONSTITUTING GROUP	REMARK
1	KISHOR PRANJIVANDAS MANDALIA	ACQUIRER
2	MANDALIA VIPULKUMAR ZAVERILAL	ACQUIRER
3	ZAVERILAL V. MANDALIA	ACQUIRER
4	BHARATI ANIL PAWANI	ACQUIRER
5	CHANDRESH Z. MANDALIA	ACQUIRER
6	SAVITRI DAYARAM PAWANI	ACQUIRER
7	BHARAT PRANJIVANDAS MANDALIA	ACQUIRER
8	ARUNABEN KISHORBHAI MANDALIA	PAC*
9	FENNYBEN C. MANDALIA	PAC*
10	DAXABEN BHARATBHAI MANDALIA	ACQUIRER
11	PRAFULLABEN Z. MANDALIA	PAC*

* PAC- PERSONS ACTING IN CONCERT

NOTICE

NOTICE is hereby given that the Thirty Fifth (35th) Annual General Meeting of the Members of **M/S. AUSOM ENTERPRISE LIMITED** (CIN: L67190GJ1984PLC006746) will be held on Saturday, the 28th day of September, 2019 at 10.30 a.m. at the Registered Office of the Company situated at 11-B, New Ahmedabad Industrial Estate, Sarkhej - Bavla Road, Village-Moraiya – 382 213. Dist.-Ahmedabad to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2019, the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors' and Auditors thereon.
2. To appoint a Director in place of Mr. Zaverilal V. Mandalia (DIN: 00133262), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:**3. Re-appointment of Smt. Nirupama H. Vaghjiani as an Independent Non-Executive Director**

To consider and, if thought fit, to pass with or without modification, the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Smt. Nirupama H. Vaghjiani (DIN 06956012), Independent Non-Executive Director of the Company who has submitted a declaration that she meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Fortieth Annual General Meeting of the Company and shall not be liable to retire by rotation.”

4. Re-appointment of Shri Hitesh B. Adeshara as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following resolution with or without modification(s), as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Hitesh B. Adeshara (holding DIN 02726701), Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Fortieth Annual General Meeting of the Company and shall not be liable to retire by rotation.”

5. Re-appointment of Shri Ghanshyambhai B. Akbari as an Independent Non-Executive Director

To consider and, if thought fit, to pass the following resolution with or without modification(s), as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Shri Ghanshyambhai B. Akbari (holding DIN 00196160), Independent Non-Executive Director of the Company who has submitted a declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and who is eligible for reappointment, be and is hereby re-appointed as an Independent Non-Executive Director of the Company to hold office for second term of 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Fortieth Annual General Meeting of the Company and shall not be liable to retire by rotation.”

6. Re-appointment of Mr. Kishor P. Mandalia as the Managing Director

To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and any other applicable provisions, if any of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) and Articles of Association of the Company and subject to the approval of Central Government or other Government authority/agency/board, if required, the consent of the shareholders of the Company be and is hereby accorded to re-appoint Mr. Kishor P. Mandalia (DIN: 00126209) as the Managing Director and CEO of the Company for a further period of 5 (Five) years with effect from August 07, 2020 upon such terms and conditions, including remuneration, as set out in the explanatory statement to the resolution as per Item No. 6 of this Notice.

“RESOLVED FURTHER THAT Board of Directors in consultation with Nomination and Remuneration Committee be and is hereby authorized to pay remuneration and other perquisites in future if required and deemed appropriate, upto limits prescribed under Sections 196, 197, 203, read with Schedule V to the Companies Act, 2013 or any further statutory revision, modification, clarifications or re-enactments thereof from time to time in force and/or the guideline for managerial remuneration issued by the Central Government from the date the Statutory provisions and/or guidelines coming into force.”

“RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, things, matters as may be considered necessary, desirable or expedient including alteration and vary the terms and condition of such re-appointment to give effect to this resolution.”

Place:- Ahmedabad
Date:- 13th August, 2019

By Order of the Board of Directors
For AuSom Enterprise Limited

Registered Office:
11-B, New Ahmedabad Industrial Estate,
Sarkhej-Bavla Road, Village – Moraiya-382 213.
Dist.:- Ahmedabad.Gujarat.
CIN: L67190GJ1984PLC006746,
Phone: +91 79 2642 1422-1499 Fax: +91 79 2656 9898
E-mail: ausom.ael@gmail.com Website: www. ausom.in

Yogesh Ghatge
Company Secretary & Compliance Officer

NOTES:

1. A statement giving the relevant detail of the Directors seeking appointment/ reappointment under item nos. 3 to 6 of the accompanying Notice, as required under Regulation 36(3) of the Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF/HERSELF TO ATTEND AND VOTE AT THE MEETING. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY MUST BE LODGED WITH THE COMPANY AT LEAST 48 HOURS BEFORE THE TIME AT WHICH THE MEETING IS SCHEDULED TO BE HELD. THE PROXY FORM IS ATTACHED HEREWITH.
3. The requirement to place the matter relating to appointment of Auditors for ratification by member at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of auditors, who were appointed in the Annual General Meeting held on September 28, 2017.
4. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company.

Provided that a member holding more than 10%, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

5. Corporate Members intending to send their authorized representatives to attend the Annual General Meeting (AGM) pursuant to Section 113 of the Companies Act, 2013, are requested to send to the Company a certified copy of the relevant Board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the AGM.
6. Electronic copy of the Annual Report 2018-19 including Notice of the 35th Annual General Meeting (AGM), Instructions for e-voting, Attendance Slip and Proxy Form is being sent to all the members whose e-mail IDs are registered with the Registrar and Transfer (R & T) Agent. Members other than these have been sent the physical copies of the Annual Report 2018-19, Notice of 35th AGM instructions for e-voting, Attendance Slip and Proxy Form by the permitted mode at their address registered with the Company.
7. Soft copy of 'Annual Report 2018-19' is available on Company's website www.ausom.in
8. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
9. The Register of Contracts and Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the Members at the AGM.
10. The Register of Members and Share Transfer Books shall remain closed from Monday, the 23rd September, 2019 to Saturday, the 28th September, 2019 (both days inclusive).
11. Members are advised to avail Nomination facility as well as Dematerialization facility.
12. The Company has appointed M/s. Link Intime India Private Limited situated at 5th Floor, 506 to 508, Amarnath Business Center -I (ABC-I), Beside Gala Business Center, Nr. St. Xavier's College Corner, Off C.G. Road, Navrangpura, Ahmedabad- 380 009 as Registrar and Transfer (R & T) Agent for carrying out work relating to transfer as well as dematerialization of shares. The members/ investors are requested to communicate their queries in regards to transfer and dematerialization of shares to R & T Agent at the address mentioned above.

13. The Company for the purpose of redressal of investor grievances has created an Email ID “**investorcomplaints@gmail.com**”. This will facilitate to the investors to communicate any complaint/grievances to the Company directly.
14. Shareholders seeking any information or clarification on the accounts are requested to send written queries to the Company, atleast 10 days before the date of the meeting to enable the management to keep the required information available at the meeting.
15. The Company, has provided facility to its shareholders to cast their vote through electronic means.
 - I. In compliance with provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rule, 2014 read with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 35th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services as provided by Link Intime India Private Limited (LI IPL). The facility for voting through ballot papers will also be made available at the AGM and the members attending the AGM who have not already casted their votes by remote e-voting shall be able to exercise their right at the AGM through ballot papers. Members who have casted their votes by remote e-voting prior to AGM are eligible to attend AGM but shall not be entitled to cast their votes again. And once the vote on resolution is casted by member, he/she shall not be allowed to change it subsequently.
 - II. The Instruction for members for voting electronically are as under:-

The instructions for shareholders voting electronically are as under:

(A) The Company is pleased to offer e-Voting facility for its Members to enable them to cast their Votes electronically. The procedure and instructions for the same are as follows:

❖ **Log-in to e-Voting website of Link Intime India Private Limited (LI IPL)**

1. Visit the e-voting system of LI IPL. Open web browser by typing the following URL:
<https://instavote.linkintime.co.in>.
2. Click on “Login” tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on “SUBMIT”.
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:
If you are using e-Voting system of LI IPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:
Click on “Sign Up” tab available under 'Shareholders' section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

	For Shareholders holding shares in Demat Form or Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> • Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.

DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Bank Account Number	Enter the Bank Account number (Last Four Digits) as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> Please enter the DOB/ DOI or Bank Account number in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Bank Account number field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

- After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/View “Event No (190214)” of the company, you choose to vote.
- On the voting page, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under 'Favour/Against'. You may also choose the option 'Abstain' and the shares held will not be counted under 'Favour/Against'.

- If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
- After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.

10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

11. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as '**Custodian / Mutual Fund / Corporate Body**'.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the '**Custodian / Mutual Fund / Corporate Body**' login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

(B) In case of members receiving the physical copy:

Please follow all steps from sl. no. (1) to sl. no. (11) as mentioned in (A) above to cast vote.

Other Instructions

Mr. NIRAJ TRIVEDI, Company Secretary in Practice (Membership No.: FCS 3844, C.P. No.: 3123) Email ID:csneerajtrivedi@gmail.com has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The Scrutinizer shall within a period not exceeding two (2) working days from conclusion of the general meeting unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman or a person authorized by him in writing who shall countersign the same of the Company.

The result shall be declared after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website <http://www.ausom.in/> and on the website of LIPL within Forty Eight (48) hours of conclusion of the AGM of the Company and communicate details regarding the voting result to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.

All Documents referred to in the accompanying Notice shall be open for inspection at the Registered Office of the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday and other public holidays, up to and including the date of the Annual General Meeting of the Company.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013 (“THE ACT”)
ITEM NOS. 3, 4 AND 5**

Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari were appointed as Independent Non-Executive Directors of the Company by the Members at the Annual General Meeting (“AGM”) of the Company held on 29th September, 2014 to hold office for 5 (five) years from the conclusion of 30th AGM till the conclusion of the 35th AGM.

As per Section 149(10) of the Act, an Independent Director shall hold office for a term upto five consecutive years on the Board of a Company, but shall be eligible for re-appointment on passing a special resolution by the Company for another term upto five consecutive years on the Board of a Company.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari, being eligible for re-appointment as Independent Directors and offering themselves for re-appointment, are proposed to be re-appointed as Independent Directors for second term of five years from the conclusion of this AGM till the conclusion of the 40th (Fortieth) AGM.

The Company has received declaration from each of them stating that each of them meet the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. They have also given their consent to continue to act as Director of the Company, if so appointed by the Members.

In the opinion of the Board, Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari, fulfil the conditions specified under Section 149 (6) of the Act, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for their re-appointments as Independent Non-Executive Directors of the Company and are independent of the management. Copy of the draft letter for reappointment of Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari as Independent Non-Executive Directors setting out terms and conditions would be available for inspection without any fee by the Members at the Registered Office of the Company during normal business hours (9:00 am to 5:00 pm) on any working day, except Saturday, upto and including the date of AGM of the Company.

The Board considers that their continued association would be of immense benefit to the Company and it is desirable to continue to avail services of Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari as Independent Directors of the Company.

Accordingly, the Board recommends passing of the Special Resolutions in relation to re-appointment of Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari as Independent Directors for another term of five years from the conclusion of this AGM till the conclusion of the 40th (Fortieth) AGM, for the approval by the Members of the Company.

Except Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari, being appointee and their relatives, none of the Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item Nos. 3, 4 and 5 of the accompanying Notice of the AGM. Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari are not related to any Director of the Company.

ITEM NO. 6

At the Board Meeting held on 10/08/2015 Mr. Kishor P. Mandalia was re-appointed as the Managing Director for a term of 5 years with effect from 07/08/2015. The said appointment was confirmed by the Members at the meeting held on 29/09/2015. The said term of appointment will be expired on 07/08/2020. Considering his experience, dedication and leadership, the Board of Directors at their meeting held on 13/08/2019 with the recommendation of Nomination and Remuneration Committee has decided to re-appoint Mr. Kishor P. Mandalia as Managing Director and CEO for further period of 5 years on the terms and condition as mentioned below. His re-appointment as Managing Director will be of immense help to the company considering the exposure he has. Even in compliance of the requirements of Section 203 of the Act, the company being a listed company, is supposed to have a Managing Director as KMP.

The terms and conditions of his appointment, in brief, are;

Salary: - Nil. However he shall be eligible out of pocket expenses if any on actual basis.

Term: - 5 Years with effect form 07/08/2020.

Pursuant to Sections 196, 197, 203 and other applicable provision of the Act read with Articles of Association of the Company appointment of Managing Director shall be subject to confirmation of the Shareholders of the Company.

The Board of Directors of your Company accordingly recommends the Resolution as set out at Item No. 6 of the accompanying Notice for the approval of members of the Company as an Ordinary Resolution.

None of the Directors except Mr. Zaverilal V. Mandalia, Mr. Kishor P. Mandalia and Mr. Vipul Z. Mandalia or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 6 of the accompanying Notice of the AGM.

**By Order of the Board of Directors
For AuSom Enterprise Limited**

**Yogesh Ghatge
Company Secretary & Compliance Officer**

Place:- Ahmedabad

Date:- 13th August, 2019

Registered Office:

11-B, New Ahmedabad Industrial Estate,
Sarkhej-Bavla Road, Village – Moraiya-382 213.

Dist.:- Ahmedabad.Gujarat.

CIN: L67190GJ1984PLC006746,

Phone: +91 79 2642 1422-1499 Fax: +91 79 2656 9898

E-mail: ausom.ael@gmail.com Website: www. ausom.in

Annexure to the Notice

Additional information on director recommendation for appointment/reappointment required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 issued by The Institute of Company Secretaries of India.

(A) MR. ZAVERILAL V. MANDALIA (DIRECTOR RETIRING BY ROTATION)

Directors Identification Number (DIN)	00133262
Age	71
Qualification	Mr. Zaverilal V. Mandalia is under graduate.
Experience and expertise	He has around 51 years of experience in the field of Wholesale and Retail jewellery business and marketing.
Date of first Appointment on the Board of the Company	07/08/2009
Shareholdings in the Company	Equity Share 8,04,547 & Preference Shares 18,00,000
Terms and conditions of re-appointment	As per the resolution at item no. 2 of the Notice convening Annual General Meeting to be held on 28 th September, 2019.
Remuneration last drawn	Refer to Report on Corporate Governance
Number of Meetings of the Board attended during the year	5 out of 5
List of Directorship held in other companies	Refer to Report on Corporate Governance
Membership / Chairmanship in Committees of other companies as on date	Refer to Report on Corporate Governance
Relationships between Directors inter-se	Refer to Report on Corporate Governance

(B) SMT. NIRUPAMA H. VAGHJIANI (PROPOSED TO BE RE-APPOINTED AS AN INDEPENDENT WOMEN DIRECTOR)

Directors Identification Number (DIN)	06956012
Age	73
Qualification	Under graduate
Experience and expertise	27 years experience in the field of Sales & Marketing of Gold, Silver, Jewellery and Ornaments.
Date of first Appointment on the Board of the Company	23/08/2014
Shareholdings in the Company	Nil
Terms and conditions of re-appointment	As per the resolution at item no. 3 of the Notice convening Annual General Meeting to be held on 28 th September, 2019 read with explanatory statement thereto
Remuneration last drawn	Refer to Report on Corporate Governance
Number of Meetings of the Board attended during the year	5 out of 5
List of Directorship held in other companies	Refer to Report on Corporate Governance
Membership / Chairmanship in Committees of other companies as on date	Refer to Report on Corporate Governance
Relationships between Directors inter-se	Refer to Report on Corporate Governance

(C) SHRI HITESH ADESHARA (PROPOSED TO BE RE-APPOINTED AS AN INDEPENDENT DIRECTOR)

Directors Identification Number (DIN)	02726701
Age	41
Qualification	Under graduate
Experience and expertise	15 years experience in the field of wholesale and retail jewellery business and ornaments.
Date of first Appointment on the Board of the Company	07/08/2009
Shareholdings in the Company	Nil
Terms and conditions of re-appointment	As per the resolution at item no. 4 of the Notice convening Annual General Meeting to be held on 28 th September, 2019 read with explanatory statement thereto
Remuneration last drawn	Refer to Report on Corporate Governance
Number of Meetings of the Board attended during the year	5 out of 5
List of Directorship held in other companies	Refer to Report on Corporate Governance
Membership / Chairmanship in Committees of other companies as on date	Refer to Report on Corporate Governance
Relationships between Directors inter-se	Refer to Report on Corporate Governance

(D) SHRI GHANSHYAMBHAI AKBARI (PROPOSED TO BE RE-APPOINTED AS AN INDEPENDENT DIRECTOR)

Directors Identification Number (DIN)	00196160
Age	65
Qualification	B.Com
Experience and expertise	37 years experience in the area of accountancy, taxation and audit.
Date of first Appointment on the Board of the Company	10/06/2010
Shareholdings in the Company	Nil
Terms and conditions of re-appointment	As per the resolution at item no. 5 of the Notice convening Annual General Meeting to be held on 28 th September, 2019 read with explanatory statement thereto
Remuneration last drawn	Refer to Report on Corporate Governance
Number of Meetings of the Board attended during the year	5 out of 5
List of Directorship held in other companies	Refer to Report on Corporate Governance
Membership / Chairmanship in Committees of other companies as on date	Refer to Report on Corporate Governance
Relationships between Directors inter-se	Refer to Report on Corporate Governance

(E) SHRI KISHOR MANDALIA (PROPOSED TO BE RE-APPOINTED AS MANAGING DIRECTOR)

Directors Identification Number (DIN)	00126209
Age	55
Qualification	Under graduate
Experience and expertise	25 years of experience and exposure in jewellery and wholesale gold, silver and other precious metals, precious stones business and Import-Export of Bullion and Ornaments etc.
Date of first Appointment on the Board of the Company	07/08/2009
Shareholdings in the Company	11,89,102 Equity Shares & 25,00,000 Preference Shares
Terms and conditions of re-appointment	As per the resolution at item no. 6 of the Notice convening Annual General Meeting to be held on 28 th September, 2019 read with explanatory statement thereto
Remuneration last drawn	Refer to Report on Corporate Governance
Number of Meetings of the Board attended during the year	4 out of 5
List of Directorship held in other companies	Refer to Report on Corporate Governance
Membership / Chairmanship in Committees of other companies as on date	Refer to Report on Corporate Governance
Relationships between Directors inter-se	Refer to Report on Corporate Governance

**By Order of the Board of Directors
For AuSom Enterprise Limited**

**Place:- Ahmedabad
Date:- 13th August, 2019**

**Yogesh Ghatge
Company Secretary & Compliance Officer**

Registered Office:

11-B, New Ahmedabad Industrial Estate,
Sarkhej-Bavla Road, Village – Moraiya-382 213.
Dist.:- Ahmedabad.Gujarat.
CIN: L67190GJ1984PLC006746,
Phone: +91 79 2642 1422-1499 Fax: +91 79 2656 9898
E-mail: ausom.ael@gmail.com Website: www. ausom.in

DIRECTORS' REPORT

To
The Members,
M/s. AUSOM ENTERPRISE LIMITED
Ahmedabad

Your Directors have pleasure in submitting their 35th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2019.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year's figures is given hereunder:

(Amount in ₹)

PARTICULARS	Standalone & Consolidated*	
	Current Year 31 st March 2019	Previous Year 31 st March 2018
Net Sales /Income from Business Operations	4,41,45,55,878	3,47,33,09,772
Other Income	10,48,40,698	6,53,72,891
Total Income	4,51,93,96,576	3,53,86,82,663
Profit before Depreciation	12,69,57,396	23,12,51,459
Less: Depreciation	52,026	22,832
Profit after depreciation	12,69,05,370	23,12,28,627
Less: Current Income Tax	2,72,05,822	3,66,50,072
Less: Previous year/s adjustment of Income Tax ,	Nil	Nil
Less: Deferred Tax	Nil	Nil
Net Profit after Tax	9,96,99,548	19,45,78,555
Dividend (including Interim if any and final)	Nil	Nil
Net Profit after dividend and Tax	9,96,99,548	19,45,78,555
Amount transferred to General Reserve	Nil	Nil
Balance carried to Balance Sheet	9,96,99,548	19,45,78,555
Earnings per share (Basic)	7.32	14.28
Earnings per Share (Diluted)	7.32	14.28

*The figures mentioned above remains the same for standalone statement and also for consolidated statement and hence not separately provide for.

The company has prepared its financial statements in accordance with IND-AS.

2. DIVIDEND

No Dividend was declared for the financial year under review due to inadequacy of profit.

3. AMOUNTS TRANSFERRED TO RESERVES

During the year, Company earned profit of Rs. 9.97 Cr. which has been transferred to surplus in the Statement of Profit and Loss. As a result as on 31-03-2019 the total reserve and surplus is amounting to Rs. 65.35 Cr.

4. STATE OF COMPANY AFFAIRS AND OUTLOOK

The Company, in the year under consideration, has carried out activities in the field of trading of commodities, bullions, shares & securities, units of mutual funds. The Company has generated revenue of Rs. 441.46 Cr. as against Rs. 347.33 Cr. for the previous year. Similarly, the Company has generated net profit amounting to Rs. 9.97 Cr. (PAT) as against Rs. 19.45 Cr. (PAT) for the previous year.

The Company during current year is anticipating to achieve gross turnover of Rs. 1000 Cr. and for that necessary efforts has been initiated. The management of the Company is of the view that the target of gross turnover will definitely be achieved and necessary resources for the same have also been generated.

During the year under review, there is no change in the nature of business.

5. NOTE ON REDEMPTION OF PREFERENCE SHARES

The Company has issued and allotted 2,00,00,000, 16.5 % Cumulative Redeemable Participating Preference Shares (CRPPS) of Rs. 10/- each aggregating to Rs. 20,00,00,000/- on 09th December, 1999. As per the terms and conditions of this issue, originally the CRPPS were to be redeemed in three equal installments i.e. on 9th December, 2006, 9th December 2007 and 9th December, 2008. However due to inadequacy of profit, the Company had obtained consent from the Preference shareholders for extension every year, which the company has been granted. Even due to said inadequacy of profit, a term of dividend of CRPS has been modified with effect from 01-04-2013 from 16.5% Cumulative to 1.5% Non-Cumulative Redeemable Participating preferences shares (NCRPPS).

The present financial position of the company and also tenure of CRPPS, the of Board of Directors of the Company, in their meeting held on 13th August, 2019 decided to redeem the said shares on or before 08th December, 2019, and to create Redemption Reserve in compliance with the requirements of Companies Act, 2013 and Accounting Standard (IND-AS). These shares are being held by promoters of the company and are not listed at any stock exchange.

On account of redemption of CRPPS, the right of existing equity shareholders and creditors will not effect.

6. MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which these financial statements relate and the date of signing of this report.

7. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

During the year no significant and material order were passed for or against the Company by any authorities.

8. INTERNAL FINANCIAL CONTROLS

The Company has adequate internal financial control system with reference to the Financial Statements. As a part of Internal Financial Control, the company has identified policy and procedure to ensure 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.

9. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review. Even the company does not have any unpaid or unclaimed deposit at the end of the year.

10. REPORT ON CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION AND ANALYSIS REPORT TO SHAREHOLDERS

Your Company has complied with all the mandatory requirements of Corporate Governance norms as mandated by Regulation 15(2) and 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. A separate report on Corporate Governance together with the Certificate regarding compliance of conditions of Corporate Governance as stipulated under Regulation 34(3) read with Schedule V of SEBI (LODR) Regulations, 2015 forming part of this Annual Report at **Annexure –'A'**.

The Management Discussion & Analysis report also forms part of this Annual Report at **Annexure –'B'**.

11. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company has constituted a Corporate Social Responsibility Committee in compliance with Section 135 of the Companies Act, 2013 read with rules framed thereunder.

The Company for the year under consideration did not spent total amount required to be spent towards CSR activities mainly due to the reason that the Company could not identify the appropriate activities falls under Schedule VII and CSR policy. The Company will identify such activity in and around the Registered Office and accordingly will spend.

The Company as per Section 135(4) has adopted the CSR Policy and placed it on the Company's website: <http://ausom.in/PDF/POLICY/CORPORATE%20SOCIAL%20RESPONSIBILITY%20POLICY.pdf>

The requisite details on CSR activities pursuant to Section 135 of the Companies Act, 2013 that with its rules is attached at **Annexure- 'C'**.

12. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES

The Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013, the Company has constituted the Nomination and Remuneration Committee and their policy and the same is approved by the Board. The Policy is attached at **Annexure – 'D'**.

13. EXTRACT OF ANNUAL RETURN

The extract of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished at **Annexure-'E'**.

The same is also available on the website of the Company:

www.ausom.in/PDF/Annual-Return/ANNUAL%20RETURN_MGT-7_2019_AUSOM%20ENTERPRISE%20LIMITED.pdf

14. AUDITORS AND QUALIFICATION, RESERVATION OR ADVERSE REMARK OR DISCLAIMER MADE BY AUDITORS

STATUTORY AUDITORS

M/s. SWETA PATEL & ASSOCIATES, Chartered Accountants, Ahmedabad was appointed as Statutory Auditors at the 33rd Annual General Meeting of the Company held on 28th September, 2017 who shall hold such office for a period of 5 years until the conclusion of 38th Annual General Meeting. There is no qualification or adverse remarks or disclaimers made by the auditors in their report on the financial statements of the Company for the financial year ended 31st March, 2019. The Statutory Auditors have not reported any incident of fraud to the Audit Committee during the year under review.

SECRETARIAL AUDITOR

The Board pursuant to the provisions of Section 204 of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 has appointed MR. NIRAJ TRIVEDI, Practicing Company Secretary, to conduct Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report in prescribed format MR-3 for the financial year ended March 31, 2019 is annexed here with marked at **Annexure-'F'** to this Report.

As regards the observations made in the said Secretarial Audit Report, in respect of not spending on CSR activities, explanation is given in this Board Report under the heading 'Corporate Social Responsibility'.

15. WHISTLE BLOWER POLICY (VIGIL MECHANISM)

As per requirement of Section 177(9) read with Rule 7 of the Companies (Meeting of Board and its Powers) Rules, 2014, the Company has formulated a Whistle Blower policy to establish a vigil mechanism for Directors and Employees of the Company to report their genuine concern or grievances about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct. The said policy is attached at **Annexure –'G'**. No personnel have been denied access to the Audit Committee.

16. SHARES

a) BUY BACK OF SECURITIES

The Company has not bought back any of its securities during the year under review.

b) SWEAT EQUITY

The Company has not issued any Sweat Equity Shares during the year under review.

c) BONUS SHARES

No Bonus Shares were issued during the year under review.

d) EMPLOYEES STOCK OPTION PLAN

The Company has not provided any Stock Option Scheme to the employees.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The provisions of Section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 do not apply to our Company considering the nature of activities i.e. trading of commodities, bullions, gold jewellery, shares and securities, units of mutual funds, diamonds and derivatives.

During the year under consideration, the Company has earned Foreign Exchange amounting earning Rs. 420.33 Cr. (Previous years Nil) and outgo is Rs. 413.92 Cr. (Previous years Nil)

18. CHANGE IN DIRECTORS / KEY MANAGERIAL PERSONNELS

RETIREMENT BY ROTATION:

In accordance with the provisions of Section 152(6) of the Companies Act, 2013 and Articles of Association of the Company, Mr. Zaverilal V. Mandalia will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Board recommends his reappointment.

Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari were appointed as Independent Non-Executive Directors of the Company by the Members at the Annual General Meeting ("AGM") of the Company held on 29th September, 2014 to hold office for 5 (five) years from the conclusion of 30th AGM till the conclusion of the 35th AGM. Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Smt. Nirupama H. Vaghjiani, Shri Hitesh B. Adeshara and Shri Ghanshyambhai B. Akbari, being eligible for re-appointment as Independent Directors and offering themselves for re-appointment, are proposed to be re-appointed as Independent Directors for second term of five years from the conclusion of this AGM till the conclusion of the 40th (Fortieth) AGM.

At the Board Meeting held on 10th August, 2015 Mr. Kishor P. Mandalia was re-appointed as the Managing Director for a term of 5 years with effect from 7th August, 2015. The said appointment was confirmed by the Members at the meeting held on 29th September, 2015. The said term of appointment will be expired on 7th August, 2020. Considering his experience, dedication and leadership, the Board of Directors at their meeting held on 13th August, 2019 with the recommendation of Nomination and Remuneration Committee has decided to re-appoint Mr. Kishor P. Mandalia as Managing Director and CEO for further period of 5 years w.e.f. 7th August, 2020. The Board recommends his reappointment.

The detailed profiles of above Directors are provided in the Notice to this report as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the year under review, Mr. Ravikumar Pasi resigned as a Company Secretary & Compliance Officer and Key Managerial Personnel of the Company w.e.f. 31st August, 2018 and Mr. Yogesh Ghatge was appointed as a Company Secretary & Compliance Officer and Key Managerial Personnel of the Company w.e.f. 8th October, 2018.

FORMAL ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Regulation 19(4) read with Schedule II, Part-D of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of its committees. The performance evaluation of the Independent directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors.

DECLARATION OF INDEPENDENT DIRECTOR(S)

The definition of Independence of Directors is derived from Regulation 16(1)(b) of SEBI (LODR) Regulations, 2015 and Section 149(6) of the Companies Act, 2013.

All the Independent Directors have submitted their declaration to the Board to the effect that they fulfill all the requirements as stipulated in Section 149(6) of the Companies Act, 2013 so as to qualify themselves as Independent Directors under the provisions of Section 149(7) of the Companies Act, 2013 and the relevant rules.

19. PERSONNEL

A. Disclosure under section 197 (12) and rules 5(1) of the Companies (Appointment and Remuneration of Managerial personnel) Rules, 2014.

The requisite details relating to ratio of remuneration, percentage increase in remuneration etc. as stipulated under the above rules are annexed at **Annexure–'H'** to this report.

B. Statement of Particulars of top ten Employees Pursuant to Rule 5 (2) of the Companies (Appointment And Remuneration of Managerial Personnel) Rules, 2014

- (i) Name of top 10 Employees in terms of remuneration draw: The same shall be provided on request.
- (ii) Employed throughout the year and were in receipt of remuneration of not less than Rs. 1.02 Crore per annum: Not Applicable
- (iii) Names of employees employed for part of the year and were in receipt of remuneration of not less than Rs. 8.5 Lacs per month: Not Applicable.
- (iv) Employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole time director or manager and hold by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company: Not Applicable
- (v) None of the Company's employees is related to any directors.

20. NUMBER OF BOARD MEETINGS

During the Financial Year 2018-19, total 5 (Five) meetings of Boards were held respectively on 29/05/2018, 08/08/2018, 08/10/2018, 25/10/2018 and 07/02/2019.

21. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

The particulars of loans given, investments made, guarantees given and securities provided under Section 186 of the Companies Act, 2013 and Rules thereof along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the financial statement at Note 4, 12 and 36 to this Financial Statement.

22. JOINT VENTURE

In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared Consolidated Financial Statements and the same is part of this Annual Report. Further, a statement containing salient features of the Financial Statements of the Company's joint venture is given in prescribed form AOC-1. The said form is attached at **Annexure – 'I'**.

23. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All contracts / arrangements / transactions entered by the Company during the financial year with related parties under Section 188 of Companies Act, 2013 and the Regulation 23 of SEBI (LODR), Regulations, 2015 were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link:

<http://www.ausom.in/PDF/POLICY/Material%20Related%20Party%20Transaction%20Policy.pdf>

The particulars in prescribed form AOC-2 is attached at **Annexure – 'J'**.

24. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits its Responsibility Statement:—

- a) In preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

- 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 of the Company for that period;
- c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis;
- e) The directors, had laid down 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.

25. RISK MANAGEMENT POLICY

your Directors have voluntarily constituted a Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. A Group Risk Management Policy was reviewed and approved by the Committee.

The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives. The Company's management systems, organizational structures, processes, standards, code of conduct and behaviours that governs how the Group conducts the business of the Company and manages associated risks.

The Company has introduced several improvements to Integrated Enterprise Risk Management, Internal Controls Management and Assurance Frameworks and processes to drive a common integrated view of risks, optimal risk mitigation responses and efficient management of internal control and assurance activities. This integration is enabled by all three being fully aligned across Group wide Risk Management, Internal Control and Internal Audit methodologies and processes.

26. REPORT ON THE SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSEL) ACT 2013.

In terms of Section 22 of the SEXUAL HARRASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSEL) ACT 2013, we report that, during 2018-19, no case has been filed under the said act.

27. CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE UNDER SEXUAL HARRESSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSEL) ACT 2013.

The Company has complied with the provisions relating to the constitution of Internal Complaints Committee under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

28. MAINTENANCE OF COST RECORDS

The Company is not required to maintain any cost records as specified by Central Government under Section 148(1) of the Companies Act, 2013 and accordingly such accounts and records are not made and maintained by the Company.

29. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared in the past by the company.

30. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For AuSom Enterprise Limited
For and on behalf of the Board of Directors,**

**Place: Ahmedabad
Date: 13th August, 2019**

**Kishor P. Mandalia
Managing Director
Din: 00126209**

**Vipul Z. Mandalia
Director
Din: 02327708**

REPORT ON CORPORATE GOVERNANCE

In terms of Regulation 34(3) read with Part C of SCHEDULE V to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance for the year ended 31st March, 2019 is presented below:

1. A Brief Statement on the Company's philosophy on Code of Governance

The Company has accepted the concept of Corporate Governance as a challenge and is committed to achieve highest level of Corporate Governance. Corporate Governance is nothing but to maintain high standards of transparency and fairness. To achieve the same, the Company has developed a team of educated, experienced and qualified management personnel. The Board of Directors of the Company effectively monitors the management progress and corporate decisions.

2. Board of Directors

As per the present requirements of Corporate Governance, the composition of Board of Directors consisting of Executive Directors as well as Non-Executive and Independent Directors.

Composition and category of Directors:

Presently, the Company has 6 (Six) Directors. Mr. Zaverilal Mandalia is the Chairman of the Board and is also a Non-Executive Promoter Director. The composition of the Board comprises of Five (05) Non-Executive Directors, of which, three (03) Directors are Independent Directors including one (01) Woman Director and one (01) Executive Director. In the opinion of the board, the independent directors fulfill the conditions specified in these regulations and are independent of the management. The Company has valid composition of Board as required under Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) . The details of such directors are;

Sr. No.	Name of Directors	Category of Directors	No. of Board Meeting attended	Attendance at last AGM held on 27th September, 2018	No. of other Directorships & Committee Memberships/ Chairmanships*			Directors inter-se relationship, if any	No. of Shares / (%)
					Director ship	Committee Member ship	Committee Chairman ship		
1	Mr. Zaverilal Mandalia	Promoter/ Non-Executive Director	05	Yes	05	Nil	Nil	Relative of Mr. Kishor Mandalia and Mr. Vipul Mandalia	804547/ (5.91)
2	Mr. Kishor Mandalia	Promoter/ Executive Director	04	Yes	07	Nil	Nil	Relative of Mr. Zaverilal Mandalia and Mr. Vipul Mandalia	1189102 / (8.73)
3	Mr. Vipul Mandalia	Promoter/ Non-Executive Director	03	Yes	03	Nil	Nil	Relative of Mr. Zaverilal Mandalia and Mr. Kishor Mandalia	836420/ (6.14)
4	Mr. Hitesh Adeshara	Non-Executive / Independent Director	05	Yes	NIL	Nil	Nil	Not Applicable	NIL
5	Mr. Ghanshy ambhai Akbari	Non-Executive / Independent Director	05	Yes	01	Nil	Nil	Not Applicable	NIL
6	Mrs. Nirupama Vaghjiani	Non-Executive / Independent Women Director	05	Yes	NIL	Nil	Nil	Not Applicable	NIL

*Chairmanship and membership of committee include chairmanship and membership of audit committee and stakeholder relationship committee in other companies.

Number of meetings of the Board of Directors held and dates on which held;

During the financial year 2018-19, Board of Directors met 05 (Five) times and the gap between two board meeting was well within the limit prescribed i.e. the Gap between two Board Meetings never exceeded 120 days. The dates of each such Board Meetings are: -

Quarter	Date(s) of Meeting
1 st Quarter - From April to June, 2018.	29 th May, 2018
2 nd Quarter - From July to September, 2018.	8 th August, 2018
3 rd Quarter - From October to December, 2018.	8 th October, 2018 and 25 th October, 2018
4 th Quarter - From January to March, 2019.	7 th February, 2019

Familiarisation Programme

The Company has formulated policy for the Independent Directors to familiarize them with the Company, their roles, rights, responsibilities in the Company, nature of industry in which the Company operates, business model of the Company, etc. through various programmes from time to time. The said Policy is available on the website of the Company:

http://ausom.in/PDF/POLICY/familiarisation_programme_for_independent_non-executive_directors.pdf

With a view to familiarize the Independent Directors with the Company's operations, separate meetings of the Independent Directors were convened on 7th February, 2019 (all Independent Directors were present) wherein the Directors were given detailed presentation covering the organizational set up, details of its promoters, shareholding pattern, details about other directors on the Board, accreditations / recognitions received by the Company, financial highlights of Company's performance, market share of major products, export share of major products, strategic advantages and concerns, other directors on the board etc.

SKILLS / EXPERTISE / COMPETENCIES AVAILABLE WITH THE BOARD

As required under the provisions of Schedule V(C)(h) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has identified the core skills / expertise / competencies as required in the context of its business(es) and sector(s) for it to function effectively and those actually available with the Board as follows:.

- Entrepreneurship and Leadership
- Strategic Planning
- Industry Experience
- Communication and Negotiation
- Banking, Treasury & Forex Management
- Organization Management
- Marketing & Sales
- Financial, Regulatory / Legal & Risk Management
- Corporate Governance

BOARD COMMITTEES:

The business of the Board is also conducted through the Committee constituted by the Board to deal with specific matters as per delegated powers for different areas of the Company.

The terms of reference of the Board Committees, their composition and attendance of the respective Members at the various Committee Meetings held during the year are set out below:

3. Audit Committee

The terms of reference of Audit Committee cover the matters specified under Regulation 18(3) read with Schedule II of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as well Section 177 of the Companies Act, 2013. The Members of the committee possess adequate knowledge of Accounts, Audit, Finance, etc.

The brief description of terms of reference of the Audit Committee inter-alia are as under:

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
2. Recommendation for appointment, remuneration and terms of appointment of auditors i.e. statutory and internal auditor of the Company;
3. Approval of payment to auditors i.e. statutory and internal auditor for any other services rendered by them;
4. Reviewing, with the management, the annual financial statements and auditors report thereon before submission to the board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013.
 - b. Changes, if any, in accounting policies and practices and reasons for the same.
 - c. Major accounting entries involving estimates based on the exercise of judgement by management.
 - d. Significant adjustments made in the financial statements arising out of audit findings.
 - e. Compliance with listing and other legal requirements relating to financial statements.
 - f. Disclosure of any related party transactions.
 - g. Modified opinion(s) in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
6. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/ notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditor's independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the Company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the Company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing with the management, performance of statutory & internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;

19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
20. Carrying out any other function as may be decided by the Board and is mentioned in the terms of reference of the Audit Committee.

Composition:

The audit committee comprises of:-

Name of Director	Category of Directorships	No. of Meetings Attended
Mr. Hitesh Adeshara (Chairman of the Committee)	Non-Executive Independent Director	4
Mr. Ghanshyambhai Akbari	Non-Executive Independent Director	4
Mrs. Nirupama Vaghjiani	Non-Executive Independent Director	4

The Company Secretary acts as Secretary to the Committee.

Meetings Details:

In the financial year 2018-19, the Audit Committee met 04 (Four) times i.e. on 29-05-2018, 08-08-2018, 25-10-2018 and 07-02-2019.

During the year, all the recommendations of Audit Committee have been accepted by the Board.

4. Nomination and Remuneration Committee

The terms of reference of the committee are to be determined as per Regulation 19(4) in Part D of the Schedule II of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of Companies Act, 2013 and Rules thereunder and recommend to the Board the nomination of Directors and remuneration payable to the Directors of the company and appraisal of performance.

The Brief description of the terms of reference of the Nomination and Remuneration Committee, inter alia, includes the following:

- 1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Director a policy relating to the remuneration of the directors, key managerial personnel and other employees;
- 2) Formulation of criteria for evaluation of performance of Independent directors and the board of directors.
- 3) Devising a policy on Board's diversity.
- 4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and recommend to the Board of Directors their appointment and removal.
- 5) Identifying to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of Independent directors.

Composition

The Nomination and Remuneration Committee comprises of:-

Name of Director	Category of Directorships	No. of Meeting attended
Mr. Hitesh Adeshara (Chairman of the Committee)	Non-Executive Independent Director	02
Mr. Vipul Mandalia	Non-Executive Director/ Promoter	02
Mrs. Nirupama Vaghjiani	Non-Executive Independent Director	02

Meetings Details:

In the financial year 2018-19, the Nomination and Remuneration Committee met 02 (Two) times on 08-10-2018 and 07-02-2019.

5. Meeting of Independent Directors

As per Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in compliance with Schedule IV of the Companies Act, 2013 and Rules thereunder, a separate meeting of the Independent Directors was held on 7th February, 2019, inter-alia, to discuss the way forward on review of performance of Non-Independent Directors, Chairperson and the Board as a whole and to assess the information flow between Management and the Board for ensuring effective participation by the Board Members.

In accordance with the provisions of the Companies Act, 2013 read with the Rules framed there under and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Terms and Conditions of the appointment of the Independent Directors are available on the website of the Company:

<http://ausom.in/PDF/POLICY/Formal%20Letter%20of%20Appointment%20of%20Independent%20Director.pdf>

Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has formulated Policy on Nomination & Remuneration cum Board Diversity for selection, appointment and remuneration of Directors and Senior Management. The said policy also laid down criteria for performance evaluation of the Directors. The relevant extract of the Nomination & Remuneration cum Board Diversity Policy is reproduced below:

"Criteria for Performance Evaluation"

Following are the criteria for evaluation of performance of Directors and the Board:

1. Executive Director
The Executive Director shall be evaluated on the basis of targets / criteria given to Executive Director/s by the Board from time to time.
2. Non-Executive Director/Independent Director
The Non-Executive Director/Independent Director shall be evaluated on the basis of the following criteria, i.e. whether they:
 - (a) act objectively and constructively while exercising their duties;
 - (b) exercise their responsibilities in a bona fide manner in the interest of the company;
 - (c) devote sufficient time and attention to their professional obligations for informed and balanced decision making;
 - (d) do not abuse their position to the detriment of the company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person;
 - (e) refrain from any action that would lead to loss of his independence;
 - (f) inform the Board immediately when they lose their independence;
 - (g) assist the company in implementing the best corporate governance practices;
 - (h) strive to attend all meetings of the Board of Directors and the Committees;
 - (i) participate constructively and actively in the committees of the Board in which they are chairpersons or members;
 - (j) strive to attend the general meetings of the company;
 - (k) keep themselves well informed about the company and the external environment in which it operates;
 - (l) do not to unfairly obstruct the functioning of an otherwise proper Board or committee of the Board;
 - (m) moderate and arbitrate in the interest of the company as a whole, in situations of conflict between management and shareholder's interest;
 - (n) abide by Company's Memorandum and Articles of Association, Company's policies and procedures including Code of Conduct, Insider trading guidelines etc.
 - (o) regularly update their knowledge so as to remain updated on latest amendments of the Acts / Rules / Regulations etc.

The performance evaluation of the individual Director is to be done by all Directors excluding the Director being evaluated and performance evaluation of the Board and its Committees is to be done by the entire board. Based on the same, the Board has reviewed the annual performance evaluation of the individual directors, the Board and its committees.

Code of Conduct

The 'Code of Conduct for Senior Management Personnel' and the 'Code of Conduct for Directors' are available on the Company's Website web links:

http://ausom.in/Code_of_Conduct_AuSom_Enterprise_Ltd.pdf

All the Board Members and the Senior Management Personnel have affirmed compliance with the 'Code of Conduct' during the Financial Year 2018-2019. A Declaration by the Managing Director to this effect is provided at **Annexure-'1'** which forms part of this Report.

6. Remuneration of Directors

Remuneration Policy:-

At present, the Managing Director, Mr. Kishor Mandalia is working on honorarium basis and no other directors are getting any remuneration and hence at this point of time the Company does not have any specific remuneration policy for the directors.

However, the Company voluntarily as per the requirements of Section 178(3), Nomination and Remuneration Committee has formulated a remuneration policy for Key Managerial Personnel and the same is annexed at **Annexure –'D'**.

Details of remuneration to all the Directors:

None of the directors of the Company, during the year has been paid remuneration except sitting fees and hence information in respect of remuneration to directors is not provided/applicable.

The Company is paying Rs. 1000/- per meeting as sitting fees to all Directors for attending Board Meeting. No commission or other benefits are given to any of the Directors. No sitting fees being paid to any directors for attending committee meeting. The details of sitting fees paid during the Financial Year are: -

Name of Directors	Sitting fees in Rs.
Mr. Zaverilal Mandalia	5,000/-
Mr. Kishor Mandalia	4,000/-
Mr. Vipul Mandalia	3,000/-
Mr. Ghanshyam bhai Akbari	5,000/-
Mr. Hitesh Adeshara	5,000/-
Mrs. Nirupama Vaghjiani	5,000/-

7. Stakeholders' Relationship/Grievance Committee

Term of Reference

- Oversee and review all matters connected with the transfer of the Company's securities;
- Approve issue of the Company's duplicate share certificates;
- Consider, resolve and monitor redressal of investors' / shareholders' / security holders' grievances related to transfer of securities, non-receipt of Annual Report etc.;
- Oversee the performance of the Company's Registrars and Transfer Agents;
- Monitor implementation and compliance with the Company's Code of Conduct for Prohibition of Insider Trading;

- Carry out any other function as is referred by the Board from time to time and / or enforced by any statutory notification / amendment or modification as may be applicable;
- Perform such other functions as may be necessary or appropriate for the performance of its duties.

Composition

Name of Director	Category of Directorships	No. of Meetings Attended
Mr. Vipul Mandalia (Chairman of the Committee)	Non-Executive Director/ Promoter	18
Mr. Ghanshyambhai Akbari	Non-Executive Independent Director	23
Mrs. Nirupama Vaghjiani	Non-Executive Independent Director	23

Compliance Officer

Mr. Yogesh Ghatge, Company Secretary and Compliance Officer of the Company, is providing secretarial support to the Committee and was also the designated Compliance Officer for such matters.

Number of Shareholders' Complaints received so far, Number of Complaints not solved to the Satisfaction of shareholders and Number of pending Complaints

The Company has not received any Complaint during the financial year 2018-19. Even as on the date of this report no complaint is pending.

Meetings Detail:

In the financial year 2018-19, the Stakeholder's Relationship Committee met 23 (Twenty Three) times during the year.

8. Corporate Social Responsibility Committee

Pursuant to the provisions of Section 135 of the Companies Act, 2013 and Companies (Corporate Social Responsibility Policy) Rules, 2014, the Board of Directors of the Company had constituted a "Corporate Social Responsibility Committee".

Term of Reference

The Committee's prime responsibility is to assist the Board in discharging its social responsibilities by way of formulating and monitoring implementation of the framework of 'Corporate Social Responsibility Policy'.

The Committee's constitution meets with the requirements of the Companies Act, 2013.

Composition

Name of Director	Category
Mr. Zaverilal Mandalia	Non-Executive Director/ Promoter
Mr. Vipul Mandalia	Non-Executive Director/ Promoter
Mr. Ghanshyambhai Akbari (Chairman of the Committee)	Non-Executive Independent Director

Meetings Details:

In the financial year 2018-19, the Corporate Social Responsibility Committee met on 7th February, 2019 during the year.

9. Risk Management Committee

Term of Reference

Role and Responsibilities of the Committee includes the following:

- Framing of Risk Management Plan and Policy
- Overseeing implementation of Risk Management Plan and Policy
- Monitoring of Risk Management Plan and Policy
- Validating the process of risk management
- Validating the procedure for Risk Minimization
- Periodically reviewing and evaluating the Risk Management Policy and practices with respect to risk assessment and risk management processes
- Continually obtaining reasonable assurance from management that all known and emerging risks have been identified and mitigated or managed
- Performing such other functions as may be necessary or appropriate for the performance of its oversight function.

Composition

Name of Director	Category
Mr. Vipul Mandalia (Chairman of the Committee)	Non-Executive Director/ Promoter
Mr. Ghanshyambhai Akbari	Non-Executive Independent Director
Mr. Hitesh Adeshara	Non-Executive Independent Director

Meetings Details:

In the financial year 2018-19, the Risk Management Committee did not meet during the year.

10. General Body Meeting

Annual General Meetings

During the preceding three years, the Company's Annual General Meetings were held at 11-B, New Ahmedabad Industrial Estate, Sarkhej-Bavla Road, Village- Moraiya-382 213. Dist.-Ahmedabad.

The date and time of Annual General Meetings held during last three years, and the special resolution(s) passed thereat, are as follows:

YEAR	DATE AND TIME	SPECIAL RESOLUTION PASSED
2015-2016 32 nd AGM	29-09-2016 (10:30 a.m.)	No Special Resolution was passed in the meeting
2016-2017 33 rd AGM	28-09-2017 (10:30 a.m.)	No Special Resolution was passed in the meeting
2017-2018 34 th AGM	27-09-2018 (10:30 a.m.)	1. Authority for giving Loan(s) to an entity under the category 'a person in whom any of the director of the company is interested' under Section 185 of the Companies Act, 2013

No Special Resolution was passed through postal ballot last year. Also, no Special Resolution are proposed to be conducted through postal ballot.

11. Means of Communication

Financial Results of the Company are published in the following newspapers:

Period	Date of approval by the Board	Date of Publication	Newspapers
Unaudited Financial Results for 1 st Quarter ended on 30.06.2018	8 th August, 2018	9 th August, 2018	The Financial Express - (Gujarati) The Indian Express - (English)
Unaudited Financial Results for 2 nd Quarter ended on 30.09.2018	25 th October, 2018	26 th October, 2018	The Financial Express - (Gujarati) The Indian Express - (English)
Unaudited Financial Results for 3 rd Quarter ended on 31.12.2018	7 th February, 2019	8 th February, 2019	The Financial Express - (Gujarati) The Indian Express - (English)
Audited Financial Results for 4 th Quarter and for the year ended on 31.03.2019	24 th May, 2019	25 th May, 2019	The Financial Express - (Gujarati) The Indian Express - (English)

Quarterly / Yearly results: Quarterly /Yearly financial results were placed on Company's website **www.ausom.in**.

Website: The Company has its own website **www.ausom.in** where all the information relating to shareholders and Quarterly /Yearly financial results were also available.

Official news releases: No official news released during the year.

Presentation made to institutional investors or to the analysts: No presentation was made to institutional investors or to the analyst.

Annual Report: The Annual Report containing, *interalia*, Audited Financial Statement, Directors' Report, Auditors' Report and other important information is circulated to members and others entitled thereto.

NSE Electronic Application Processing System (NEAPS): The NEAPS is a web-based application designed by NSE for corporates. All periodical compliances, filings like shareholding pattern, corporate governance report, media releases, among others are filed electronically on NEAPS.

BSE Corporate Compliance & Listing Centre (the 'Listing Centre'): BSE's Listing Centre is a web-based application designed for corporates. All periodical compliance filings like shareholding pattern, corporate governance report, media releases, among others are also filed electronically on the Listing Centre.

SEBI Complaints Redress System (SCORES): The investor complaints are processed in a centralised web-based complaints redress system. The salient features of this system are Centralised database of all complaints, online upload of Action Taken Reports (ATRs) by company and online viewing by investors of actions taken on the complaint and its current status.

12. GENERAL INFORMATION FOR SHAREHOLDER

1.	Financial Year of the Company	:	1 st April, 2018 to 31 st March, 2019
2.	Day, Date and Time of 35th AGM	:	Saturday, the 28 th September, 2019 at 10.30 a.m.
3.	Venue of AGM	:	At the Registered Office of the Company situated at: 11-B, New Ahmedabad Industrial Estate, Sarkhej-Bavla Road, Village-Moraiya-382 213. Dist.-Ahmedabad. Gujarat. India
4.	Dates of Book Closure	:	Monday, the 23 rd September, 2019 to Saturday, the 28 th September, 2019 (Both days inclusive)
5.	Dividend payment date	:	Not Applicable
6.	Listing on Stock Exchanges	:	BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. (Scrip Code : 509009) (Scrip ID : AUSOMENT) National Stock Exchange of India Ltd. “Exchange Plaza” Bandra-Kurla Complex, Bandra (East) Mumbai: 400 051. (Scrip Symbol : AUSOMENT)
7.	Annual Listing Fees	:	The Company has paid Annual Listing Fees for the Financial Years 2019-20 to BSE Ltd. and National Stock Exchange of India Ltd.
8.	Payment of Depository Fees	:	Annual custody fee and custodial fee for the financial year 2019-20 and 2019-20 has been paid to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
9.	Company’s ISIN No. with NSDL & CDSL	:	INE218C01016
10.	No. of Employees	:	3 (Three)
11.	Stock Market Data	:	Monthly high and low market price and the volume of shares traded at the Bombay Stock Exchange Ltd. and National Stock Exchange of India Ltd. are as follows.

Market Price Data:

The data on price of equity shares of the Company are as under:

Monthly high and low prices of equity shares of the Company quoted during each month in last financial year at BSE and NSE.

Market Price Data:

The data on price of equity shares of the Company are as under:

Monthly high and low prices of equity shares of the Company quoted during each month in last financial year at BSE and NSE.

Month	Share Price BSE		Volumes (BSE)	Share Price NSE		Volumes (NSE)
	High Value (Rs.)	Low Value (Rs.)	No of Shares	High Value (Rs.)	Low Value (Rs.)	No of Shares
Apr-18	113.40	68.50	4,21,669	113.55	68.35	36,05,467
May-18	79.70	65.00	42,275	80.00	64.00	3,50,503
Jun-18	85.35	66.65	81,357	84.85	64.00	2,81,418
Jul-18	78.35	65.70	31,519	80.00	65.15	1,72,312
Aug-18	75.45	52.00	61,873	76.00	53.55	3,54,177
Sep-18	75.85	54.00	12,095	70.05	54.00	1,72,890
Oct-18	62.70	47.65	1,14,031	64.50	47.90	1,01,718
Nov-18	61.95	45.05	56,601	59.10	46.45	51,825
Dec-18	51.30	39.90	65,818	51.80	39.20	64,956
Jan-19	60.95	37.90	1,17,141	61.10	37.45	4,39,393
Feb-19	38.90	30.25	6,013	39.45	26.40	57,164
Mar-19	38.95	33.00	15,079	39.35	32.15	42,615

Performance in comparison to broad-based indices such as BSE sensex, CRISIL Index etc;

Chart A: AuSom Enterprise Limited Share Performance versus BSE Sensex

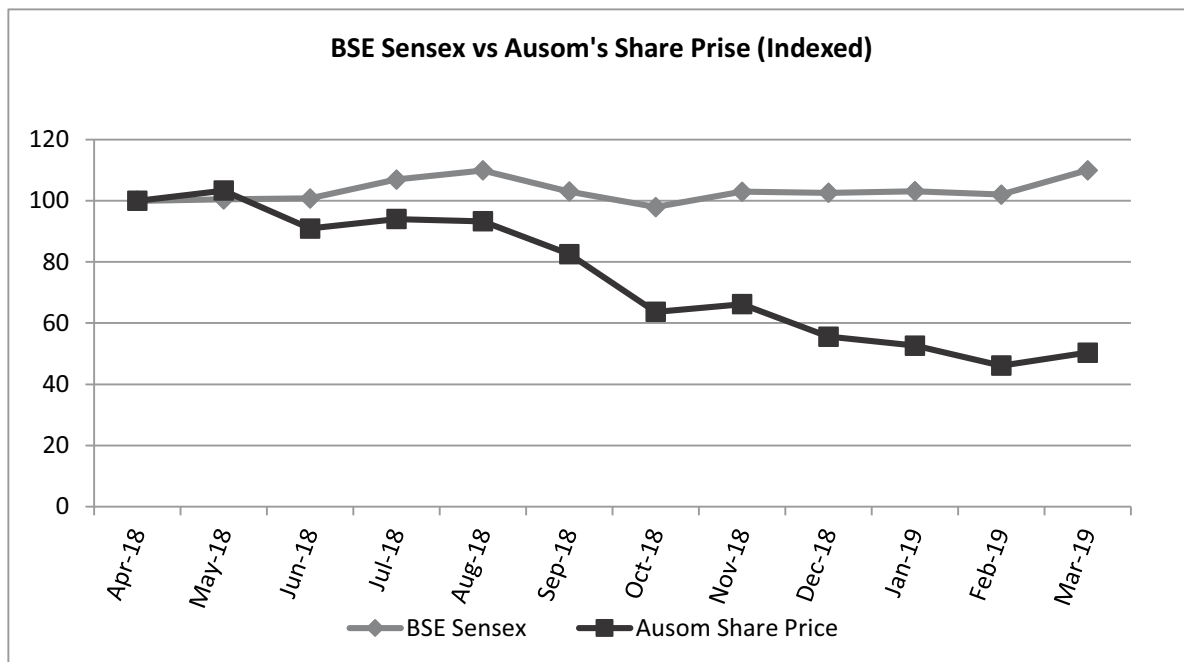
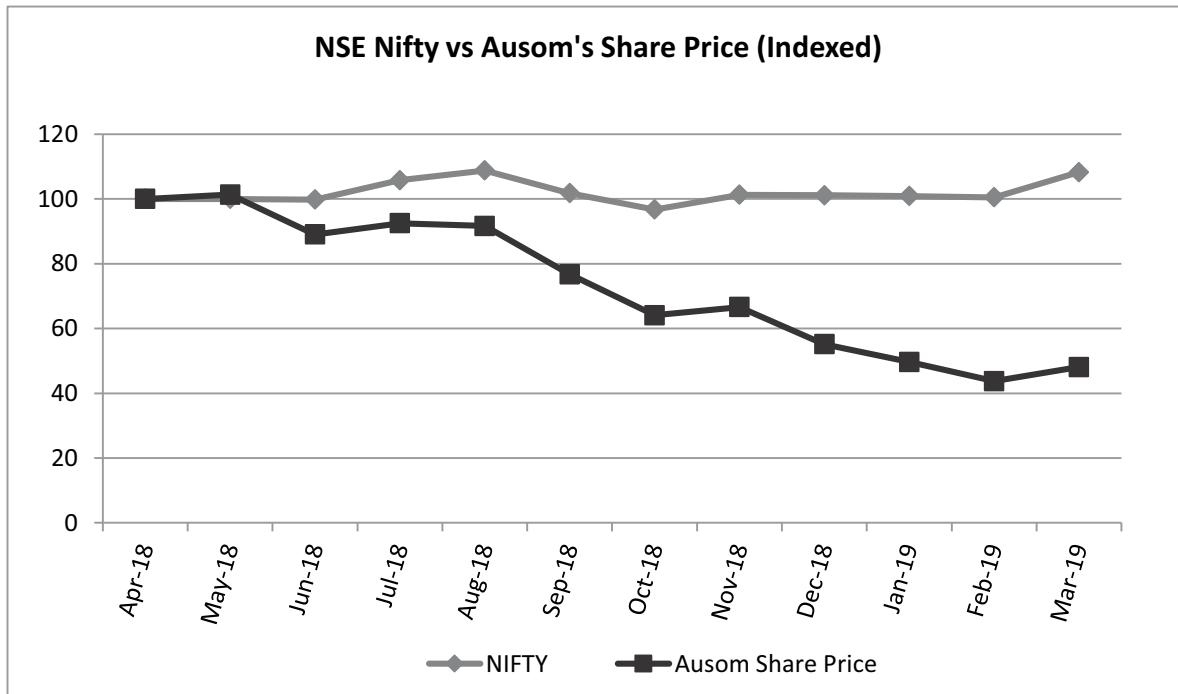


Chart B: AuSom Enterprise Limited Share Performance versus NSE NIFTY



Registrar and Transfer Agents

The Company has appointed M/s. Link Intime India Private Limited for Share Transfers, dematerialization of shares and all other investors related activities as attended and processed at the office of the Registrars and Share Transfer Agents at the following address:

M/S. LINK INTIME INDIA PRIVATE LIMITED

5th Floor, 506 to 508, Amarnath Business Center -I (ABC-I),
Beside Gala Business Center, Nr. St. Xavier's College Corner,
Off C.G. Road, Navrangpura, Ahmedabad - 380 009.

Tel.: +91 79 26465179 **Fax:** +91 79 26465179

Email: ahmedabad@linkintime.co.in

Website: www.linkintime.co.in

Share Transfer System

Share transfer would be registered and returned within a period of 15 (Fifteen) days from the date of receipt. The Stakeholders Relationship Committee meets on 10/15 days gap depending upon number of transfers received.

Pursuant to Regulation 40(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with Stock Exchanges, certificates, on half yearly basis have been issued by a Company Secretary-in-Practice for due compliance of share transfer formalities by the Company. Pursuant to Regulation 55A of SEBI (Depositories and Participants) Regulation, 1996, certificates have been received from a Company Secretary-in-Practice for timely dematerialisation of shares and for reconciliation of the share capital of the Company on a quarterly basis.

Distribution of Shareholding (AS ON 31-03-2019)

No. of Equity Shares held	No. of Shareholders	%	No. of Shares	%
Up to 500	5679	84.80	897058	6.58
501 – 1000	648	9.68	471197	3.46
1001 – 2000	185	2.76	271240	1.99
2001 – 3000	63	0.94	164158	1.21
3001 – 4000	25	0.37	88567	0.65
4001 – 5000	17	0.26	77819	0.57
5001 –10000	41	0.61	280505	2.06
10001 & above	39	0.58	11373008	83.48
Grand Total	6697	100.00	13623552	100.00

Dematerialisation of Shares and Liquidity

The Company has entered into an agreement with both depositories i.e. NSDL and CDSL so that the shareholders of the Company could avail the benefit of multi depository system.

MODE OF HOLDING	NOS. OF SHARES (UP TO 31.03.2019)	% (PERCENTAGE) (UP TO 31.03.2019)
NSDL	1,17,99,610	86.61%
CDSL	8,75,469	6.43%
Physical	9,48,473	6.96%
TOTAL	13623552	100.00%

Outstanding Global depository Receipts/American depository Receipts/Warrants or any Convertible Instruments, Conversion date and likely impact on equity: Not Applicable

Commodity price risk or foreign exchange risk and hedging activities: Not Applicable

Plant Locations: As the Company is only engaged in trading activity, it does not have any plant.

Correspondence may be address to: -

Mr. Yogesh Ghatge,
 Company Secretary & Compliance Officer
 Secretarial Department,
 606, 'Swagat', Nr. Lal Bungalow,
 C.G. Road, Ahmedabad – 380 006, Gujarat
 Phone No.:- 079 – 26421422-99 Fax No.:- 079 – 26569898
 Email Id:- investorcomplaints@gmail.com
 Website:- www.ausom.in

13. Other Disclosures
Disclosure on materially significant related party transaction, that may have potential conflict with the interest of the Company at large:

During the financial year 2018-2019, there were no transactions of material nature with the Directors, Key Managerial Personnel and management or with their relatives that had potential conflict with the interest of the company. The policy on Material Related Party Transactions is available on the website of the Company:

<http://ausom.in/PDF/POLICY/Material%20Related%20Party%20Transaction%20Policy.pdf>

Details of non-compliance by the Company, penalties, strictures imposed by the stock exchanges/ SEBI or any statutory authority, on matter related to capital markets, during the last three years :- None

Vigil Mechanism/ Whistle Blower Policy

In accordance with requirement of Section 177 Companies Act, 2013 as well as Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a vigil mechanism/ Whistle Blower Policy has been adopted by the Board of Directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairman of the Audit Committee of the Company to report any grievance. The said Whistle Blower Policy is annexed at **Annexure –'G'** of Board Reports and the same is also available on web-link:

<http://ausom.in/PDF/POLICY/Vigil%20Mechanism%20Policy%20&%20Whistle%20Blower%20Policy.pdf>

We affirm that the Company has not denied to any employee access to the Audit Committee.

Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements:

The Company has complied with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of Corporate Governance. Regarding Non- mandatory requirements, the same will be adopted by the Company in due course of time.

Web link where policy for determining “material” subsidiaries is disclosed:

The Company does not have any subsidiary including material subsidiary Company.

Disclosure of commodity price risks and commodity hedging activities: Not Applicable

There has been no instance of non-compliance of any requirements of Corporate Governance Report.

Compliance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company complied with the mandatory requirements of Corporate Governance as specified in Regulation 17 to 27 and Clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Disclosure with respect to demat suspense account/ unclaimed suspense account: Not Applicable

Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- a. number of complaints filed during the financial year: Nil
- b. number of complaints disposed of during the financial year : Nil
- c. number of complaints pending as on end of the financial year. : Nil

CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO) CERTIFICATE:

In accordance with the requirements of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 , Mr. Kishor Mandalia, Managing Director/CEO and Mr. Rupesh Shah, CFO of the Company, have certified on annual compliance of financial reporting and internal control to the Board to the best of their knowledge and belief. Certificate attached at **Annexure –'2'**.

Annexure –'1'

CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

As per the terms of Para D of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I hereby confirm that the Company has obtained from all the members of the Board and Management Personnel affirmation that they have complied with the Code of Conduct for the financial year 2018-19.

For AuSom Enterprise Limited

**Place: Ahmedabad
Date: 13th August, 2019**

**Kishor P. Mandalia
Managing Director**

To,
The Board of Directors,
AuSom Enterprise Limited,
Ahmedabad

CEO and CFO Certification

We, Kishor P. Mandalia, Managing Director/CEO and Rupesh Shah, Chief Financial Officer of AuSom Enterprise Limited, to the best of our knowledge and belief, hereby certify that:

1. We have reviewed the Financial Statement of AUSOM ENTERPRISE LIMITED for the year ended 31st March, 2019 and that to the best of our knowledge and belief:
 - i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii. These statements together present a true and fair view of the Company's affair and are in compliance with existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed, to the auditors and the Audit Committee, wherever applicable, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
4. We have indicated to the Auditors and the Audit Committee of the Company that:
 - i. There are no significant changes in internal control over financial reporting during the year;
 - ii. There are no significant changes in accounting policies during the year; and
 - iii. There are no instances of significant fraud of which we have become aware.

Kishor P. Mandalia
Managing Director/CEO

Rupesh Shah
Chief Financial Officer

Place: Ahmedabad
Date: 13th August, 2019

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**(A) INDUSTRY STRUCTURE AND DEVELOPMENTS:**

Since last Ten years, after demerger, the Company at present is engaged in one segment activity i.e. trading of commodities, bullions, gold jewellery, shares & securities, units of mutual funds, diamonds and derivative transactions etc. Being very ancient in its nature, the trading industry is well organized in all respect. During the last decade, establishment of exchanges for such trading activities has also contributed in making trading more organized and transparent.

(B) OPPORTUNITIES AND THREATS**(1) Opportunities**

- The Company is totally debt-free and now being run by well experienced promoters with having two decades of insightful knowledge of this industry.
- Trading activities has turned out to be fruitful and there is a good scope of future growth and profitability.
- Experienced people in the field of commodities/bullions trading will manage the trading activities.

(2) Threats

- Foreign currency fluctuation, more particularly, dollar and pound.
- Volatility in Commodities and trading markets.

(C) SEGMENT WISE PERFORMANCE OR PRODUCT WISE PERFORMANCE

The Company is engaged in one segment activity, hence segment wise performance is not required. The activities, which the Company has started from last ninth years emerging as very potential, growing and profitable. In the current year also the Company has achieved good turnover and good profit.

(D) OUTLOOK

The trading industry has grown in all respects and has shown very good potential. Under the globalization, the trading activity has more scope internationally and is growing manifold. Even after establishing NCDEX and MCX, various new platforms for F & O contracts will emerge in near future.

(E) RISK AND AREA OF CONCERNS

- The trading business is a new line of business for the Company.
- There may be volatility in the trading market.

(F) INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has adequate internal control procedures commensurate with the size and nature of business. These procedures ensure efficient use and protection of the resources and compliance with policies, procedures and statutes. There is a periodical review mechanism for ensuring the sustenance and up-gradation of these systems.

(G) DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE.

During the current year the Company has generated revenue of Rs. 441.46 Cr. from trading activity with a profit of Rs. 9.97 Cr. (PAT).

(H) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.

Recognizing that people are an important part of the organization, a major exercise in training and development of employees has been undertaken at all levels. The Company gives a lot of importance to Human Resource activities. These activities have helped to retain and motivate employees of the Company. During the financial year 2018-2019 there are total 3 Employees working.

(I) CAUTIONARY STATEMENT

Estimates and expectations stated in this Management Discussion and Analysis may be “forward-looking statement” within the meaning of applicable securities, laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to your Company's operations include economic conditions affecting demand/supply and price conditions in the domestic and international markets, changes in the Government regulations, tax laws, other statutes and other incidental factors.

For AuSom Enterprise Limited

**Place: Ahmedabad
Date: 13th August, 2019**

**Kishor P. Mandalia
Managing Director**

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES

- 1) A brief outline of the Company's CSR policy, including overview of projects or programmes proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programmes:

The Company has framed a CSR policy in compliance with the provisions of the Companies Act, 2013 read with Rules framed thereunder.

The CSR policy inter alia covered the area in respect of promotion of education, health care etc. and the same is available on web-link:

<http://ausom.in/PDF/POLICY/CORPORATE%20SOCIAL%20RESPONSIBILITY%20POLICY.pdf>

- 2) Composition of CSR committee: Mr. Zaverilal V. Mandalia,
Mr. Vipul Z. Mandalia
Mr. Ghanshyambhai Akbari
- 3) Average net profit of the company for last three financial years: Rs. 8,90,96,442/-
- 4) Prescribed CSR Expenditure (Two percent of the amount as in item 3 above): Rs. 17,81,929/-
- 5) Details of CSR spend for the financial year :
- a) Total amount spent for the financial year : Rs. 2,50,000/-
- b) Amount unspent if any : Rs. 15,31,929/-
- c) Manner in which the amount spent during the financial year is detailed below:

Sr. No.	Projects / Activities	Sector	Locations	Amount Outlay (Budget) project or Programme wise	Amount Spent on the Project or Programme	Cumulative expenditure upto reporting period	Amount spent: Direct or through implementing agency
1	Animal Welfare	Animal Welfare	Banaskantha (Gujarat)	N.A.	2,50,000	2,50,000	Through implementing agency– Shree Jalaram Gau Seva Trust

- 6) In case the company has failed to spend the two percent of the average net profit of the last three financial year or any part thereof, the company shall provide the reason for not spending the amount in Board's Report.

The amount required to be spent on CSR activities during the year under report in accordance with the provisions of Section 135 of the Companies Act, 2013 was Rs. 17.82 Lacs whereas the Company for the year under consideration spent Rs. 2.50 Lacs towards CSR activities. The Company could not spend the total amount required to be spent towards CSR activities *mainly due to the reason that the Company could not identify the appropriate activities falls under Schedule VII and CSR policy.* The Company will identify such activity in and around the registered office and accordingly will spend.

- 7) A responsibility statement of the CSR Committee that the implementation and monitoring of CSR Policy is in compliance with CSR objectives and policy of the Company.
The CSR Committee confirms that the implementation and monitoring of the CSR policy is in compliance with CSR objectives and policy of the Company.

NOMINATION AND REMUNERATION POLICY**INTRODUCTION**

In accordance with Section 178 of the Companies Act, 2013 the Nomination and Remuneration Committee has formulated Remuneration Policy ("the policy").

The objective of the policy is to ensure that Executive Directors and other employees are sufficiently compensated for their performance. The Policy seeks to provide criteria for determining qualifications, positive attributes and independence of a director.

APPLICABILITY

The policy shall be applicable to

a) Key Managerial Personnel, which means;

- i. Chief Executive officer and/or Managing Directors
- ii. Whole Time Director
- iii. Chief Financial Officer
- iv. Company Secretary, and such other person as may be prescribed

b) Independent Director, which means

A director referred to in the Section 149(6) of the Companies Act, 2013.

c) Senior Management, which means

Personnel of the Company who are members of its core management team excluding Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

ROLE OF THE COMMITTEE

1. Formulate the criteria for determining qualifications, positive attributes and independence of a director.
2. Recommend to the Board a policy relating to the remuneration of the directors, key managerial personnel and senior management personnel or other employees.
3. Formulation of criteria for evaluation of Independent Directors and Board.
4. Recommendation to Board, appointment and removal of Directors, Key managerial and Senior Management personnel.
5. To carry out any other function as is mandated by the Board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

CRITERIA FOR BOARD MEMBERSHIP**DIRECTORS**

The Company shall take into account following points:

- Director must have relevant experience in Finance/ Law/ Management/ Sales/ Marketing/ Administration/ Research/ Corporate Governance/ Technical Operations or the other disciplines related to Company's business.
- Director should possess the highest personal and professional ethics, integrity and values.
- Director must be willing to devote sufficient time and energy in carrying out their duties and responsibilities.

INDEPENDENT DIRECTOR

Independent Director is a director who has no direct or indirect material relationship with the company or any of its officers, other than as a director or shareholder of the company.

Independent Director shall meet all criteria specified in Section 149 (6) of the Companies Act, 2013 and rules made there under and Regulation 25 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

TERM/TENURE

The Term/Tenure of the Independent Directors, Key Managerial Personnel shall be governed as per provisions of the Companies Act, 2013 and rules made thereunder as amended from time to time.

REMUNERATION POLICY**DIRECTORS**

Nomination and Remuneration Committee shall recommend the remuneration, including the commission based on the net profits of the Company for the Non-Executive Directors and Whole-time Director and other Executive Directors. This will be then approved by the Board and shareholders. Prior approval of shareholders by way of special resolution will be obtained wherever applicable in case of remuneration to non-executive directors.

Independent Non-Executive Directors are appointed for their professional expertise in their individual capacity as Independent Personnel/ Business Executives. Independent Non- Executive Directors receive sitting fees for attending the meeting of the Board and Board Committees. No commission is being paid to them.

KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES

The remuneration of employees largely consists of basic salary, perquisites, allowances and performance incentives. Perquisites and retirement benefits are paid according to the Company policy, subject to prescribed statutory ceiling.

The components of the total remuneration vary for different grades and are governed by the industry pattern, qualification & experience / merits, performance of each employee. The Company while deciding the remuneration package takes into consideration current employment scenario and remuneration package of the Company.

The annual variable pay of managers is linked to the performance of the Company in general and their individual performance for the relevant year measured against Company's objectives fixed in the beginning of the year.

AMENDMENT TO THE POLICY

The Board of Directors on its own and /or as per recommendations of Nomination and Remuneration Committee can amend this policy, as when deemed fit.

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	
A. Promoters									
(1) Indian									
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
Sub-total (A) (1):-	10040000	0	10040000	73.70	10040000	0	10040000	73.70	0.00
(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	10040000	0	10040000	73.70	0.00

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) FIs	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
Sub-total (B)(1):-	200	0	200	0.0015	45381	0	45381	0.33	0.33
2. Non Institutions									
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
Sub-total (B)(2):-	2613979	969373	3583352	26.30	2589698	948473	3538171	25.97	(0.33)
Total Public Shareholding (B)=(B)(1)+ (B)(2)	2614179	969373	3583552	26.30	2635079	948473	3583552	26.30	(0.00)
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)	12654179	969373	13623552	100.00	12675079	948473	13623552	100.00	0.00

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/ encumbered	No. of Shares	% of total Shares of company	% of Share Pledged/ encumbered	
1	SAVITRI DAYARAM PAWA NI	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
	TOTAL	10040000	73.70	0.00	10040000	73.70	0.00	0.00

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 shareholding	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
		5020000	36.85	31-Mar-2019				
2.	KISHOR PRANJIVANDAS MANDALIA	1189102	8.73	1-Apr-2018	0	Nil Movement during the year	1189102	8.73
		1189102	8.73	31-Mar-2019				
3.	DAXABEN BHARATBHAI MANDALIA	890572	6.54	1-Apr-2018	0	Nil Movement during the year	890572	6.54
		890572	6.54	31-Mar-2019				
4.	VIPULKUMAR ZAVERILAL MANDALIA	836420	6.14	1-Apr-2018	0	Nil Movement during the year	836420	6.14
		836420	6.14	31-Mar-2019				
5.	ZAVERILAL VIRJIBHAI MANDALIA	804547	5.91	1-Apr-2018	0	Nil Movement during the year	804547	5.91
		804547	5.91	31-Mar-2019				
6.	CHANDRESH ZAVERILAL MANDALIA	797647	5.85	1-Apr-2018	0	Nil Movement during the year	797647	5.85
		797647	5.85	31-Mar-2019				
7.	BHARAT PRANJIVANDAS MANDALIA	364693	2.68	1-Apr-2018	0	Nil Movement during the year	364693	2.68
		364693	2.68	31-Mar-2019				
8.	ARUNABEN KISHORBHAI MANDALIA	65829	0.48	1-Apr-2018	0	Nil Movement during the year	65829	0.48
		65829	0.48	31-Mar-2019				
9.	FENNYBEN CHANDRESHBHA I MANDALIA	38883	0.29	1-Apr-2018	0	Nil Movement during the year	38883	0.29
		38883	0.29	31-Mar-2019				
10.	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	1-Apr-2018	0	Nil Movement during the year	32307	0.24
		32307	0.24	31-Mar-2019				

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 shareholding	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
		520947	3.8239	31-Mar-2019				
2.	Pravin Dipchand Majithia	159600	1.1715	1-Apr-2018	0	Nil Movement during the year	159600	1.1715
		159600	1.1715	31-Mar-2019				
3.	Vinod H. Didwania	98000	0.7193	1-Apr-2018		Nil Movement during the year	98000	0.7193
		98000	0.7193	31-Mar-2019				
4.	Vinay Kankaria	75931	0.5574	1-Apr-2018		Sale Sale Sale	71931	0.5280
				20-Apr-2018	(500)			
				27-Apr-2018	(3000)			
				21-Sep-2018	(500)			
				31-Mar-2019				
5.	Vaishali Shah	50000	0.3670	1-Apr-2018		Purchase Purchase Purchase Purchase Purchase Purchase	60500	0.4441
				4-May-2018	2000			
				18-May-2018	2500			
				1-Mar-2019	1479			
				8-Mar-2019	2521			
				15-Mar-2019	1154			
				22-Mar-2019	846			
31-Mar-2019								
6.	Ram Niranjn Seksaria	50000	0.3670	1-Apr-2018	0	Nil Movement during the year	50000	0.3970
		50000	0.3670	31-Mar-2019				
7.	ELARA INDIA OPPORTUNITIES FUND LIMITED	0	0.00	1-Apr-2018		Purchase Purchase Purchase Purchase Purchase	45181	0.3361
				24-Aug-2018	11978			
				31-Aug-2018	18466			
				7-Sep-2018	10531			
				22-Feb-2019	3702			
				1-Mar-2019	504			
31-Mar-2019								
8.	Anil Gada (HUF)	24250	0.1780	1-Apr-2018	0	Nil Movement during the year	24250	0.1780
		24250	0.1780	31-Mar-2019				
9.	Kavita Prashant Gupta	23000	0.1688	1-Apr-2018		Sale Sale	22800	0.1674
				16-Nov-2018	(100)			
				23-Nov-2018	(100)			
10.	Miranda Consultants Pvt. Ltd.	22000	0.1615	1-Apr-2018	0	Nil Movement during the year	22000	0.1615
		22000	0.1615	31-Mar-2019				

11.	Charu Ajay Shah	25000	0.1835	1-Apr-2018	(1500) (13011)	Sale Sale	10489	0.0770
				3-Aug-2018				
				10-Aug-2018				
		10489	0.0770	31-Mar-2019				

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 shareholding	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-2019			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
Indebtedness at the beginning 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
Change in Indebtedness during the financial year				
• Addition	3,20,82,18,807	Nil	Nil	3,20,82,18,807
• Reduction	Nil	14,55,00,000	Nil	14,55,00,000
Net Change	3,20,82,18,807	14,55,00,000	Nil	3,06,27,18,807
Indebtedness at the end of the financial year				
i). Principal Amount	3,21,40,92,261	Nil	Nil	3,21,40,92,261
ii). Interest due but not paid	Nil	Nil	Nil	Nil
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	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
	Total (1)	---	---	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
	Total (2)	5000	3000	---	---	---	8000
	Total (B)=(1+2)	5000	3000	5000	5000	5000	23000
	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				Total
		CEO	Company Secretary (Ravikumar Pasi) (upto 31.08.2018)	Company Secretary (Yogesh Ghatge) (w.e.f. 08.10.2018)	CFO (Rupesh Shah)	
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
	Total	0	4,73,184	2,52,311	6,04,148	13,29,643

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					

For AuSom Enterprise Limited
For and on behalf of the Board of Directors,

Place: Ahmedabad
Date: 13th August, 2019

Kishor P. Mandalia
Managing Director
Din: 00126209

Vipul Z. Mandalia
Director
Din: 02327708

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2019

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members
M/s. AUSOM ENTERPRISE LIMITED
CIN: L67190GJ1984PLC006746
11-B, New Ahmedabad Industrial Estate,
Sarkhej Bavla Road, Village: Moraiya,
Ahmedabad – 382213, Gujarat.

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s. Ausom Enterprise Limited (“the Company”)**. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the Financial Year ended on **31st March, 2019**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the Financial Year ended on 31st March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; - **Not applicable during the audit period**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - **Not applicable during the Audit Period**
 - (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not applicable during the Audit Period**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not applicable during the Audit Period**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - **Not applicable during the Audit Period**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - **Not applicable during the Audit Period**

(vi) Other applicable laws: Based on the information provided and the representation made by the Company and its officers and also on the review of the compliance reports taken on record by the Board of Directors of the Company, in our opinion, adequate systems and processes exist in the Company to monitor and ensure compliances under other applicable Acts, Laws and Regulations as applicable to the Company namely :

- (i) The Employees Provident Fund and Miscellaneous Provisions Act, 1952;
- (ii) The Minimum Wages Act, 1948;
- (iii) The Payment of Bonus Act, 1965;
- (iv) The Payment of Gratuity Act, 1972;
- (v) Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013;

We have also examined the compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into with BSE Limited and National Stock Exchange of India Limited read with the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except as provided below:

- The Company has complied with the provisions of Section 135 of the Companies Act, 2013 pertaining to Corporate Social Responsibility except Section 135(5). *The Company has informed that it has not spent sufficient amount under CSR activity which is required to be spent and the same is intended to be utilized in future upon identification of suitable projects within the Company's CSR Policy.*

We further report that -

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. No changes in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Decisions at the meetings of the Board of Directors of the Company were carried through on the basis of unanimously and/or requisite majority. There were no dissenting views by any member of the Board of Directors during the period under review.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no other specific events /actions in pursuance of the above referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

Date: 13th August, 2019

Place: Vadodara

Signature :
Name : **NIRAJ TRIVEDI**
C. P. No. : **3123**

This report is to be read with our letter of same date which is annexed as **Annexure A** and forms an integral part of this report.

To,
The Members
M/s. AUSOM ENTERPRISE LIMITED
CIN: L67190GJ1984PLC006746
11-B, New Ahmedabad Industrial Estate,
Sarkhej Bavla Road,
Village: Moraiya,
Ahmedabad – 382213,
Gujarat.

Our report of even date is to be read along with this letter:

1. Maintenance of secretarial record is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

NIRAJ TRIVEDI
Practicing Company Secretary
FCS - 3844
C. P. No. 3123

Date: 13th August, 2019
Place: Vadodara

VIGIL MECHANISM POLICY/ WHISTLE BLOWER POLICY**1. INTRODUCTION:**

- ❖ We at AUSOM ENTERPRISE LIMITED. “AEL” believe in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.
- ❖ The Company is committed towards developing a culture where it is safe for all employees to raise concerns about any poor or unacceptable practice and any event of misconduct.
- ❖ Regulation 22 of SEBI (listing Obligations and Disclosure requirements) Regulations, 2015, inter-alia, provides, a mandatory requirement, for all listed companies to establish a mechanism called “Vigil Mechanism” & “Whistle Blower Policy” for employees to report to the management instances of unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy.
- ❖ The purpose of this policy is to provide a framework to promote responsible and secure Vigil Mechanism & whistle blowing. It protects employees wishing to raise a concern about serious irregularities within the Company.
- ❖ The policy neither releases employees from their duty of confidentiality in the course of their work, nor is it a route for taking up a grievance about a personal situation.

2. POLICY:

The Whistle Blower Policy is a policy of the Company to encourage employees, when they reasonably believe that serious misconduct or wrongful activities have occurred or are occurring, to report them to the Company's management (on an anonymous basis, if employees so desire) as described below.

All reports will be taken seriously and will be promptly investigated. The specific action taken in any particular case depends on the nature and gravity of the conduct or circumstances reported, and the quality of the information provided. Where serious misconduct has occurred, those matters will be corrected and, if appropriate, the persons responsible will be disciplined.

Serious Misconduct or wrongful activities:

The following actions or activities may be considered as “Serious Misconduct or Wrongful Activities”:

- Conduct which results in violation of law by the Company,
- Substantial mismanagement of Company resources,
- Unethical behaviour,
- Actual or suspected fraud,
- Violation of the Company's Code of Conduct or ethics policy,
- Internal accounting controls or auditing matters.
- Any kind of Harassment

3. APPLICABILITY:

This Whistle Blower policy is applicable to all employees, including full time consultants, retainers and job-work employees of the Company irrespective of any grade/category/designation/Gender.

4. REPORTING:

Any employee who has sufficient reasons to believe that any act of serious misconduct or wrongful activity has

occurred or is occurring within the organization, he may immediately report the same to his immediate HOD or the HR Head or directly to the concerned Managing Director of the Company, as he may desire.

While making aforesaid report of alleged misconduct, he must provide sufficient grounds or evidence, if any, in support of his report, to the satisfaction of the concerned HOD or Managing Director, as the case may be. The said report of alleged misconduct may be made in any of the following manner:

1. By making an Oral Report,
2. By sending a written report (on an anonymous basis, if employee so desire),
3. By sending email to his HOD or the concerned Managing Director.

If, for any reason, the concerned employee does not feel comfortable in discussing the matter with either his HOD or HR Head or the concerned Managing Director, he may bring the matter to the attention of the Audit Committee of the Company.

5. TIMING:

It is imperative that the employee brings such type of matters to the Company's attention promptly, so that Company can take proper actions against the same.

6. INVESTIGATION:

All complaints under this policy will be promptly and thoroughly investigated, and all information disclosed during the course of the investigation will remain confidential, except as necessary to conduct the investigation and take any remedial action, in accordance with applicable laws.

All employees and supervisors have a duty to co-operate in the investigation of reports of such serious misconduct. In addition, an employee shall be subject to disciplinary action, including the termination of their employment, if the employee fails to co-operate in an investigation or hides any material information or deliberately provides false information during an investigation.

If, at the conclusion of its investigation, the Company determines that a violation of policy has occurred, the Company will take effective remedial action commensurate with the severity of the offence. This action may include disciplinary action against the accused party, up to and including termination. Reasonable and necessary steps will also be taken to prevent any further violations of policy.

7. DISCRIMINATION, RETALIATION OR HARASSMENT:

The Company strictly prohibits any discrimination, retaliation or harassment against any person who reports incidents of such serious misconduct, based on the person's reasonable belief that such misconduct occurred. The Company also strictly prohibits any discrimination, retaliation or harassment against any person who participates in an investigation of complaints about such serious misconduct.

Any complaint that any managers, supervisors, or employees are involved in discrimination, retaliation or harassment related to the reporting or investigation of serious misconduct, shall be promptly and thoroughly investigated in accordance with the Company's investigation procedures. If a complaint of discrimination, retaliation or harassment is substantiated, appropriate disciplinary actions, up to and including discharge, will be taken.

8. RETENTION OF DOCUMENTS :

All documents related to the reporting, investigation and enforcement of this policy, as a result of a report of serious misconduct, or of the discrimination, retaliation or harassment of an employee that made such a report, shall be kept in accordance with the Company's record retention policy and applicable law.

9. CONFIDENTIALITY :

The Company ensures that the information regarding the employee who has reported about the suspected misconduct will be kept confidential by the Company at any point of time. The Company further ensures that the information regarding employee who has participated in the investigation or provided material information during the course of investigation will be kept confidential by the Company, at any point of time.

10. FALSE OR MALAFIDE ALLEGATION:

An employee who knowingly makes false or malafide allegations of unethical & improper practices or alleged wrongful conduct to the HOD or the concerned Managing Director or the Audit Committee shall be subject to disciplinary action, up to and including termination of employment, as the competent authority may deem fit.

11. ADDITIONAL ENFORCEMENT INFORMATION:

The Company's policies and practices have been developed as a guide to our legal and ethical responsibilities to achieve and maintain the highest business standards. Conduct that violates the Company's policies will be viewed as unacceptable under the terms of employment of the Company. Certain violations of the Company's policies and practices could even subject the Company and any individual employees involved to civil and criminal penalties.

12. MODIFICATION IN THE POLICY :

The Audit Committee or the Board of Directors of the Company can modify this Policy unilaterally at any time without notice. Modification may be necessary, among other reasons, to maintain compliance with laws and regulations and /or accommodation organizational changes within the Company.

PERSONNEL

Disclosure under Section 197 (12) and Rules 5 (1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

1. The Ratio of Remuneration of each director to the median remuneration of the employee of the Company for the financial year ended 31st March, 2019: Not Applicable as none of the directors of the company is getting any remuneration.
2. The Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary in the financial year ended 31st March, 2019:

Sr. No.	Name of Directors	Ratio
Not Applicable		
Sr. No.	Name of Chief Financial Officer & Company Secretary	Ratio
1.	Mr. Rupesh Shah – CFO	0.00%
2.	Mr. Ravikumar Pasi – CS (upto 31.08.2018)	N.A.
3.	Mr. Yogesh Ghatge – CS (w.e.f. 08.10.2018)	N.A.

3. The Percentage increase in median remuneration of employees in the financial year: Nil
4. The number of employees employed including manager and workers as on 31st March, 2019: 3 (Three)
5. 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:

There were only three employees and they are Managerial personnel. The Average Salary increased of managerial employees is Nil. There is no exceptional circumstances in increase in managerial remuneration.

6. Affirmation that the remuneration is as per the remuneration policy of the Company

The Company affirm that the remuneration paid is in accordance with the remuneration policy of the Company.

Annexure – 'I'
FORM NO. AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "B": Associates and Joint Ventures Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Sr. No.	Name of Joint Ventures	Swadeshi Distributors LLP	Amazo Waste Management Solution LLP	Bsafal.KZ Estate LLP
1.	Latest audited Balance Sheet Date	31st March, 2019	31st March, 2019	----
2.	Shares of Joint Ventures held by the company on the year end			
	No.	---	---	---
	Amount of Investment in Joint Venture	28,69,12,369/-	1,00,84,497/-	16,48,00,780/-
	Extend of Holding %	80.00%	80.00%	08%
3.	Description of how there is significant influence	AuSom Enterprise Limited has significant influence by way of 80.00% capital contribution in total capital of LLP and having control over the operation of the LLP.	AuSom Enterprise Limited has significant influence by way of 80.00% capital contribution in total capital of LLP and having control over the operation of the LLP	AuSom Enterprise Limited has significant influence by way of 08% capital contribution in total capital of LLP and having control over the operation of the LLP
4.	Reason why the associate/joint venture is not consolidated	Not Applicable	Not Applicable	Not Applicable
5.	Networth attributable to Shareholding as per latest audited Balance Sheet	37,39,09,239/-	1,01,27,641/-	85,01,00,100/-*
6.	Profit / (Loss) for the year			
	Considered in Consolidation	28,302/-	(2,15,503/-)	(7,220/-)
	Not Considered in Consolidation	0.00	0.00	0.00

For Sweta Patel & Associates
Chartered Accountants
(Firm Reg. No. 139165W)

Hemang V. Patel
Partner
Membership No. 154494
UDIN - 19154494AAAABR1226

Place: Ahmedabad
Date: 13th August, 2019

For and on behalf of the Board of Directors

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

Place: Ahmedabad
Date: 13th August, 2019

KISHOR MANDALIA
Managing Director

YOGESH GHATGE
Company Secretary

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:

	A	B	C	D	E	F	G	H
SL. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements/ transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Justification for entering into such contracts or arrangements or transaction including the value, if any	Date(s) of approval by the Board, if any:	Amount paid as advances , if any	Date on which the special resolution was passed in general meeting as required under first proviso to section 188
1	Nil							

2. Details of material contracts or arrangements or transactions at Arm's length basis:

	A	B	C	D	E	F
SL. No.	Name (s) of the related party & nature of relationship	Nature of contracts/ arrangements / transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date(s) of approval by the Board/Audit Committee, if any:	Amount paid as advances, if any
1	Nil					

For AuSom Enterprise Limited
For and on behalf of the Board of Directors,

Place: Ahmedabad
Date: 13th August, 2019

Kishor P. Mandalia
Managing Director
Din: 00126209

Vipul Z. Mandalia
Director
Din: 02327708

CORPORATE GOVERNANCE CERTIFICATE**To the Members of AUSOM ENTERPRISE LIMITED**

1. This certificate is issued in accordance with terms of our engagements with AUSOM ENTERPRISE LIMITED ("the Company").
2. We have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31st March, 2019, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').
3. The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.
4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India ('the ICAI'), the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
8. In our opinion and to the best of our information and according to the explanations given to us and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended 31st March, 2019.
9. We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For, SWETA PATEL & ASSOCIATES
Chartered accountants
(Registration No 139165W)

Place : AHMEDABAD
Date : 13-08-2019

(Hemang V Patel)
Partner
Membership No. 154494
UDIN- 19154494AAAABQ6253

Standalone Financial Statements 2018-19

INDEPENDENT AUDITOR'S REPORT**To the Members of Ausom Enterprise Limited,
Report on the Audit of the Standalone Indian Accounting Standards (Ind AS) Financial Statements****Opinion**

We have audited the standalone Ind AS financial statements of **Ausom Enterprise Limited** (“the Company”), which comprise the balance sheet as at 31st March 2019, and the statement of profit and loss, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone Ind AS financial statements give the information required by the Companies Act, 2013 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, 2019, and its profit, changes in equity and its cash flow for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Ind AS Financial Statements* section of our report. We are independent of the Company in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Without qualifying our opinion, we draw attention to note no. 44 of the standalone Ind AS financial statements which describes that recognition of share of loss arising from the joint venture is accounted for on the basis of its unaudited financial statements.

Our opinion is not modified in respect of this matter.

Key Audit Matters

In our opinion and based on audit of the financial statement of the Company, we have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including annexure to the Director's Report, but does not include the standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS 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 Ind AS financial statements that give a true and fair view of the financial position, financial performance, changes in equity and cash flow of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified under section 133 of the Act.. 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 accountings records, relevant to the preparation and presentation of the standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone Ind AS financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone Ind AS financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone Ind AS financial statements for the financial year ended 31st March, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 purpose 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 and the Statement of Profit and Loss, the Statement of Changes in Equity 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 Ind AS financial statements comply with the Indian Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 has disclosed the impact of pending litigations on its financial position in its standalone Ind AS financial statements (refer note no. 34 to the standalone Ind AS financial statements).
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - h. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, the Company has not provided remuneration to its directors during the year.

PLACE : AHMEDABAD
DATE : 13-08-2019

For, SWETA PATEL & ASSOCIATES
Chartered accountants,
(Registration No. 139165W)
(Hemang V Patel)
Partner
Membership No. 154494
UDIN - 19154494AAAABO3999

Annexure 'A' to the Independent Auditors' Report

[Referred to in Paragraph 1 under the heading of “Report on Other Legal and Regulatory Requirements” of our report of even date]

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) Fixed assets were physically verified during the year by the management in accordance with a program of verification, which in our opinion is reasonable having regard to the size of the company and the nature of assets. According to the information and explanations given to us, no discrepancies were noticed on such verification.
(c) The Company does not hold the immovable property. Therefore the provisions of Clause 3(i) (c) of the said Order are not applicable to the Company.
2. As explained to us, during the year, the inventories have been physically verified by the management at reasonable intervals. In our opinion the frequency of such verification is reasonable. According to the information and explanations given to us, no discrepancies were noticed on physical verification of inventories as compared to book records.
3. During the year under review, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of Clause 3(iia), (iib) and (iic) of the said Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of grant of loans, making investments and providing guarantees and securities, as applicable
5. In our opinion and according to the information and explanation given to us, the Company has not accepted deposits during the year and does not have any unclaimed deposits. Therefore, the provisions of the clause 3(v) of the order are not applicable to the Company.
6. According to the information and explanation given to us the maintenance of cost records has not been prescribed for the Company under sub-section (1) of Section 148 of the Companies Act, 2013.
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income-tax, Value Added Tax, Wealth Tax, Custom duty, Excise duty, Service Tax, Cess and any other statutory dues whichever is applicable during the year with the appropriate authorities and no undisputed dues payable in respect of outstanding statutory dues were in arrears as at 31st March, 2019 for a period of more than six months from the date they became payable.
(b) According to the information and explanations given to us, there are no amounts in respect of sales tax/ income tax/ custom duty / excise duty/ service tax that have not been deposited with the appropriate authorities on account of any dispute.
8. In our opinion and according to the information and explanation given to us and on the basis of our examination of the books of account, the Company has not defaulted in repayment of loans or borrowings to financial institution or banks.
9. During the period under audit, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) and term loan; hence the provisions of Clause 3(ix) of the said Order are not applicable to the Company.
10. To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no fraud on the Company by its officers or employees has been noticed or reported during the year
11. The Company has not paid or provided managerial remuneration; hence the provisions of Clause 3(xi) of the said Order are not applicable to the Company.
12. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it; hence the provisions of Clause 3(xii) of the said Order are not applicable to the Company.
13. In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and

the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

14. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of Clause 3(xiv) of the Order are not applicable to the Company.
15. The Company has not entered into any non-cash transactions with its directors or persons connected with him. Accordingly, the provisions of Clause 3(xv) of the Order are not applicable to the Company.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

PLACE : AHMEDABAD

DATE : 13-08-2019

For, SWETA PATEL & ASSOCIATES

Chartered accountants,

(Registration No. 139165W)

(Hemang V Patel)

Partner

Membership No. 154494

UDIN - 19154494AAAABO3999

Annexure 'B' to the Independent Auditors' Report

[Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date]
Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Ausom Enterprise Limited** ("the Company") as of 31st March, 2019 in conjunction with our audit of the standalone Ind AS 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 establishing 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 ("the Guidance Note") 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 Companies Act, 2013.

Auditor's 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 Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls. 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 control 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 judgment including the assessment of the risks of material misstatement of the standalone Ind AS 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 Company's 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 unauthorised 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2019, 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 issued by the Institute of Chartered Accountants of India.

PLACE : AHMEDABAD

DATE : 13-08-2019

For, SWETA PATEL & ASSOCIATES

Chartered accountants,

(Registration No. 139165W)

(Hemang V Patel)

Partner

Membership No. 154494

UDIN - 19154494AAAABO3999

BALANCE SHEET AS AT 31 MARCH, 2019

Particulars	Note No.	As at 31 March 2019	As at 31 March 2018
		Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	3	14,78,353	67,494
Financial assets			
Investments	4	49,53,57,302	28,01,95,376
Other non-current financial assets	5	3,84,775	6,33,411
Income tax assets (net)	6	38,38,101	14,63,203
		50,10,58,531	28,23,59,484
Current assets			
Inventories	7	19,06,13,131	22,49,82,378
Financial assets			
Trade Receivables	8	3,19,93,95,713	85,65,980
Cash and cash equivalents	9	33,73,860	31,33,031
Bank balances other than Cash and cash equivalents above	10	99,00,000	99,00,000
Loans	11	3,27,57,15,244	44,09,68,613
Other current financial assets	12	18,64,61,967	26,48,23,449
Other current assets	13	6,60,47,285	79,82,828
		6,93,15,07,200	96,03,56,279
TOTAL ASSETS		7,43,25,65,731	1,24,27,15,763
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	14	13,62,46,270	13,62,46,270
Other Equity	15	65,34,55,865	55,37,77,512
		78,97,02,135	69,00,23,782
LIABILITIES			
Non-current liabilities			
Non current Provisions	16	2,09,453	3,03,634
Non-current tax liabilities (net)	17	49,95,366	66,60,488
		52,04,819	69,64,122
Current liabilities			
Financial liabilities			
Current Borrowings	18	3,41,40,92,261	35,13,73,454
Trade payables	19		
- Total outstanding dues of micro enterprises and small enterprise		0	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3,19,64,76,372	9,29,69,576
Other current financial liabilities	20	83,09,374	9,34,10,731
Other current liabilities	21	10,17,067	1,10,976
Current tax liabilities (net)	22	1,77,63,703	78,63,122
		6,63,76,58,777	54,57,27,859
TOTAL EQUITY AND LIABILITIES		7,43,25,65,731	1,24,27,15,763

Significant Accounting Policies

2

The accompanying notes from 1 to 44 are integral part of financial statements.

As per our report of even date.

For, Sweta Patel & Associates

 Chartered Accountants,
(Firm Reg. No. 139165W)
(Hemang V Patel)

Partner

Membership No. 154494

UDIN: 19154494AAAABO3999

Place : Ahmedabad

Date : 13-08-2019

For and on behalf of the Board of Directors

 ZAVERILAL MANDALIA
Director

 KISHOR MANDALIA
Managing Director

 RUPESH SHAH
Chief Financial Officer

 YOGESH GHATGE
Company Secretary

Place : Ahmedabad

Date : 13-08-2019

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2019

Particulars	Note No.	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
Income			
Revenue from operations	23	4,41,45,55,878	3,47,33,09,772
Other income	24	10,48,40,698	6,53,72,891
Total revenue		4,51,93,96,576	3,53,86,82,663
Expenses			
Cost of Material consumed	25	4,15,31,19,752	0
Purchases of stock-in-trade	26	14,50,57,080	3,33,41,21,230
Changes in inventories of finished goods, stock-in-trade and work in progress	27	3,43,69,247	(6,59,69,247)
Employee benefits expense	28	13,21,544	11,66,567
Finance costs	29	4,96,11,749	2,09,82,133
Depreciation and amortisation expense	3	52,026	22,832
Other expenses	30	89,59,808	1,71,30,521
Total expenses		4,39,24,91,206	3,30,74,54,036
Profit before tax		12,69,05,370	23,12,28,627
Tax expense:			
Current Income Tax		2,72,05,822	3,66,50,072
Deferred tax		0	0
Profit for the year		9,96,99,548	19,45,78,555
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans		(27,017)	(16,574)
Income tax relating to above item		5,822	3,537
Other comprehensive income for the year		(21,195)	(13,037)
Total Comprehensive income for the year		9,96,78,353	19,45,65,518
Earnings per Equity Share	31		
Basic		7.32	14.28
Diluted		7.32	14.28

2

Significant Accounting Policies

The accompanying notes from 1 to 44 are integral part of financial statements.

As per our report of even date.

For, Sweta Patel & Associates

Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)

Partner

Membership No. 154494

UDIN: 19154494AAAABO3999

Place : Ahmedabad

Date : 13-08-2019

For and on behalf of the Board of Directors

ZAVERILAL MANDALIA
Director

KISHOR MANDALIA
Managing Director

RUPESH SHAH
Chief Financial Officer

YOGESH GHATGE
Company Secretary

Place : Ahmedabad

Date : 13-08-2019

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH, 2019

	For the year ended 31-March-19		For the year ended 31-March-18	
	Rupees	Rupees	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		12,69,05,370		23,12,28,627
Adjustment for				
Depreciation	52,026		22,832	
Interest income	(10,36,43,363)		(6,08,50,004)	
Interest expense	4,96,11,749		2,09,82,133	
Remeasurement gain/(loss) on defined benefit plans	(27,017)		(16,574)	
		(5,40,06,605)		(3,98,61,613)
Operating Profit before Working Capital Changes		7,28,98,765		19,13,67,014
Decrease/(Increase) in Trade Receivable	(3,19,08,29,733)		(34,63,342)	
Decrease/(Increase) in Inventories	3,43,69,247		(6,59,69,247)	
Increase/(Decrease) in Non-current provision	(94,181)		66,434	
Increase/(Decrease) in Other current liability	9,06,091		(8,92,573)	
Increase/(Decrease) in Other current financial liability	(8,51,01,357)		9,30,85,766	
Decrease/(Increase) in Other current assets	(5,80,64,457)		2,539	
Decrease/(Increase) in Other current financial assets	7,83,61,482		(22,21,99,908)	
Decrease/(Increase) in Other non-current financial assets	2,48,636		0	
Decrease/(Increase) in Other bank balance	0		22,46,00,000	
Increase/(Decrease) in Trade Payable	3,10,35,06,796	(11,66,97,476)	9,18,19,239	11,70,48,909
Cash Generated from Operations		(4,37,98,711)		30,84,15,923
Income tax (net)		(2,13,39,439)		(2,06,67,491)
Net cash from operating activities		(6,51,38,150)		28,77,48,432
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Non current investment	(1,00,00,000)		0	
Capital contribution in LLP	(20,51,61,926)		(5,23,95,096)	
Purchase of Property, Plant & Equipment	(14,62,885)		(35,500)	
Movement in Loan given	(2,83,47,46,631)		(25,17,98,613)	
Interest Received	10,36,43,363		6,08,50,004	
Net cash from investing activities		(2,94,77,28,079)		(24,33,79,205)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds/repayment from/of current borrowings	3,06,15,16,588		14,55,00,000	
Interest Paid	(4,96,11,749)		(2,09,82,133)	
Net cash used in financing activities		3,01,19,04,839		12,45,17,867
Net increase in cash & cash equivalents		(9,61,390)		16,88,87,094
Cash & Cash equivalents at beginning of period		(27,40,423)		(17,16,27,517)
Cash & Cash equivalents at end of period		(37,01,813)		(27,40,423)

Note: Cash and Cash Equivalents included in the Cash Flow Statement comprises the following balances amounts :

	As at 31-03-2019	As at 31-03-2018
Cash On Hand	7,39,525	7,80,767
Bank Balance with Schedule Banks	26,34,335	23,52,264
Bank overdraft facility	(70,75,673)	(58,73,454)
Total	(37,01,813)	(27,40,423)

As per our report of even date
For, Sweta Patel & Associates
Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)
Partner
Membership No. 154494
UDIN: 19154494AAAABO3999

Place : Ahmedabad
Date : 13-08-2019

For and on behalf of the Board of Directors
ZAVERILAL MANDALIA KISHOR MANDALIA
Director Managing Director

RUPESH SHAH YOGESH GHATGE
Chief Financial Officer Company Secretary

Place : Ahmedabad
Date : 13-08-2019

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019
(A) Equity share capital

Particulars	Note No.	As at 31-March-19 Rupees	As at 31-March-18 Rupees
Opening balance		13,62,46,270	13,62,46,270
Changes in equity share capital during the year		0	0
Closing Balance	14	13,62,46,270	13,62,46,270

(B) Other Equity

Particulars	Note No.	Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 18.4)		Reserves & surplus			Other comprehensive income Remeasurement gain/ (loss) on defined benefit plans	Total
		Preference shares (Note 18.4)	Securities premium	Capital reserve	Retained earnings			
Balance as at 31 March 2017	15	6,38,58,300	36,41,18,400	86,000	(6,87,87,062)	(63,644)	35,92,11,994	
Add- Profit for the year		0	0	0	19,45,78,555	0	19,45,78,555	
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(13,037)	(13,037)	
Balance as at 31 March 2018	15	6,38,58,300	36,41,18,400	86,000	12,57,91,493	(76,681)	55,37,77,512	
Add- Profit for the year		0	0	0	9,96,99,548	0	9,96,99,548	
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(21,195)	(21,195)	
Balance as at 31 March 2019	15	6,38,58,300	36,41,18,400	86,000	22,54,91,041	(97,876)	65,34,55,865	

The accompanying notes from 1 to 44 are integral part of financial statements.
As per our report of even date.

For, Sweta Patel & Associates
Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)
Partner
Membership No. 154494
UDIN: 19154494AAAAABO03999

Place : Ahmedabad
Date : 13-08-2019

For and on behalf of the Board of Directors
ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

Place : Ahmedabad
Date : 13-08-2019

KISHOR MANDALIA
Managing Director

YOGESH GHATGE
Company Secretary

1. Corporate Information

Ausom Enterprise Limited ("the Company") is a public limited Company incorporated in India with registered office at 11-B, New Ahmedabad Industrial Estate, Sarkhej Bavla Road, Moraiya, Ahmedabad - 382 213, Gujarat and principal place of business at 606, 'Swagat', Near Lal Bunglow, C. G. Road, Ahmedabad – 380 006, Gujarat. The equity shares of the Company are listed on two recognised stock exchanges in India. The Company is principally engaged in the business of trading in Commodities, Bullions, Gold Jewellery, Diamonds, Derivatives, Shares and Securities and manufacturing Gold Jewellery.

2. Significant accounting policies**2.1 Basis of Preparation****Statement of Compliance with Indian Accounting Standards (Ind AS) :**

The financial statements have been prepared in accordance with Ind AS notified under the Companies ('Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

2.2 Use of estimates and judgments

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The difference between the actual results and estimates are recognized in the period in which the results are known or materialised. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

2.3 Critical accounting estimates**A. Income taxes**

The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

B. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

2.4 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised when it is earned and no significant uncertainty exists as to its realisation or collection.

- A. Revenue from sale of goods is recognised at the point of dispatch to the customers when risk and reward stand transferred to the customers. Sales are inclusive of freight wherever it is charged.
- B. Dividend income is recognised when the right to receive the dividend is established.
- C. Operating and other Interest income on FDR is recognised on the time proportion basis taking into account of the amount outstanding and rate applicable.
- D. Shares Transactions
 - (i) Where share trading purchase and share trading sales is settled within the same settlement, only net gain or loss is booked at fair value.
 - (ii) Where share trading purchase and share trading sales is not settled within the same settlement, each transaction is accounted as purchase and sales respectively at fair value.

E. Units of Mutual Funds

Units of Mutual Fund transactions are accounted at fair value as Sales or Purchase as and when it is committed.

F. Derivative Transactions in Future and Option

(i) Future or Option transactions in Equity/Index/Currency/Commodity with no hedging relationship are accounted expiry date wise separately and are recognised and measured at fair value in the balance sheet. The fair value of the derivative contract is marked to market through Statement of Profit and Loss and included in "Profit / (loss) on Derivative transactions (Net)".

(ii) When future or option contract settled with actual delivery, the same is accounted for respective contract wise as purchase/sales at fair value.

G. Other Income

Revenue in respect of other income is recognized when no significant uncertainty as to its determination or realization exist.

2.5 Property, Plant & Equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price (Net of GST input credit wherever applicable) and any attributable cost of bringing the assets to its working condition for its intended use. Such cost also includes the borrowing costs if the recognition criteria are met.

Depreciation on Tangible assets has been provided on straight line method as per useful life prescribed in Schedule II to the Companies Act, 2013. Depreciable amount for assets is the cost of an asset or other amount substituted for cost less its estimated residual value.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at the end of each reporting period and adjusted prospectively, if appropriate.

Capital work-in-progress:

Assets those are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost and related incidental expenses.

2.6 Inventories

(i) Trading Goods are valued at Cost or Net Realizable value whichever is lower. Cost is arrived at by using FIFO method.

(ii) Shares and Securities are valued at fair value through Profit and Loss Account.

(iii) Raw materials and work in progress are valued at cost or net realizable value whichever is lower. Cost is arrived at by using FIFO method.

(iv) Finished goods are valued at cost or net realizable value whichever is lower. Cost comprises of purchase price of Raw materials, conversion cost and other costs incurred in bringing them to their present location and condition. FIFO method is used to arrive at cost.

2.7 Cash Flow

The cash flow Statement reported using indirect method and presents cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the cash flow statement consist of cash on hand and balances in current and demand deposit with banks. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalent for the purpose of statement of cash flow.

2.8 Retirement and other Employee Benefits

Short-term employee benefits are recognized as expenses in the Statement of Profit and Loss of the year in which the related service is rendered at the undiscounted amount as and when it accrues.

Defined contribution plans: Provident fund

Eligible employees of the Company receive benefits from a Provident fund, which is defined contribution plan. Both the eligible employees and the Company make monthly contributions to the provident fund equal to a specified percentage of the covered employee's salary. Company's contributions are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made and when services are rendered by the employee.

Defined benefit plans: Gratuity

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity Plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on respective employee's salary and tenure of employment with the Company.

Liabilities with regard to Gratuity Plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using projected unit credit method.

The Company recognises the obligation of a defined benefit plan in its Balance Sheet as a liability by corresponding recognised as an expense in the Statement of Profit and Loss.

Gains and losses through remeasurements of the defined benefit liability are recognised in other comprehensive income.

2.9 Taxes

Income tax expense comprises current income tax and deferred income tax. Income tax expense is recognised in the Statement of Profit and Loss except to the extent it relates to items recognised directly in equity, in which case it is recognised in other comprehensive income or other equity as the case may be.

Current income tax

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profits.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off tax assets against tax liabilities.

2.10 Financial instruments

(a) Non-derivative financial instruments:

Initial recognition and measurement

All financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

Subsequent measurement

Financial assets carried at amortised cost

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

(b) Derivative financial instruments

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in statement of profit and loss immediately.

Derecognition of financial instruments

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.11 Impairments

Impairment of financial assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in the statement of profit and loss.

Impairment of non-financial assets:

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit and loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of impairment loss is recognised immediately in the statement of profit and loss.

2.12 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

2.13 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required

to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

2.14 Foreign Currency Transactions and Translations

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions and balances

Foreign currency transactions are recorded in the functional currency by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. All foreign currency monetary assets and monetary liabilities as at the Balance Sheet date are translated into the functional currency at the applicable exchange rates prevailing on that date. All exchange differences arising on translation, are recognised in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Gain or losses upon settlement of foreign currency transactions are recognised in the Statement of Profit and Loss for the period in which the transaction is settled.

2.15 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue;

bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.16 Borrowing Costs

Borrowing costs are interest and other cost incurred in connection with borrowing of fund. Borrowing cost attributable to acquisition or construction of an asset which necessary takes a substantial period of time to get ready for their intended use are capitalised as part of cost of asset. All other borrowing costs are recognised to the Statement of Profit and Loss as an expense in the period in which they are incurred.

3. Property, Plant and Equipments

(Amount in Rupees)

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01/04/2018	Additions	Deletions/ Adjustments	As at 31/03/2019	For the Year	Deletions/ Adjustments	As at 31/03/2019	As at 31/03/2019	As at 31/03/2018	As at 31/03/2018
Plant & Equipment	0	11,72,750	0	11,72,750	16,387	0	16,387	11,56,363	0	0
Furniture and Fixtures	1,27,134	1,01,764	0	2,28,898	16,631	0	1,11,030	1,17,868	32,735	32,735
Office Equipment	61,930	1,88,371	0	2,50,301	7,766	0	69,261	1,81,040	435	435
Computer	1,22,200	0	0	1,22,200	11,242	0	99,118	23,082	34,324	34,324
Total	3,11,264	14,62,885	0	17,74,149	52,026	0	2,95,796	14,78,353	67,494	67,494
Previous year	2,75,764	35,500	0	3,11,264	22,832	0	2,43,770	67,494	67,494	67,494

4. Investments

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Trade investments in Joint Venture (unquoted & valued at cost) (Long-term)		
Investment in Limited Liability Partnership		
- Capital Contribution in Swadeshi Distributors LLP	28,69,12,369	25,66,35,720
- Capital Contribution in Amazo Waste Management Solution LLP	1,00,84,497	0
- Capital Contribution in Bsafal.KZ Estate LLP	16,48,00,780	0
Non-Trade Investments (unquoted & valued at cost) (Long-term)		
Investment in Equity instruments		
- 303039 (31/03/2018: 207101) Equity Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd	2,24,28,892	1,64,28,892
Investment in Preference shares		
- 97619 (31/03/2018: 97619) Preference Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd	58,58,019	58,58,019
Investment in Zero Coupon Fully Convertible Debenture		
- 12727 (31/03/2018: 12727) Debentures of Rs. 100 each fully paid up in Grower Zampa Vineyards Ltd	12,72,745	12,72,745
Investment in Mutual fund		
- 40 units (31/03/2018 : Nil) of J M Financial India Fund II	40,00,000	0
Total	49,53,57,302	28,01,95,376

Aggregate amount of unquoted investment	49,53,57,302	28,01,95,376
Aggregate amount of impairment in value of investment	0	0

5. Other non-current financial assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Fixed deposits	2,00,000	2,00,000
Security deposits		
Unsecured, considered good	1,84,775	4,33,411
Total	3,84,775	6,33,411

6. Income tax assets (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Advance income tax (net of provision)	38,38,101	14,63,203
Total	38,38,101	14,63,203

7. Inventories

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Stock-in-trade		
- Shares & securities	19,05,21,000	22,49,82,378
- Work in progress	92,131	0
Total	19,06,13,131	22,49,82,378

8. Trade Receivables

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Unsecured, considered good	3,19,93,95,713	85,65,980
Total	3,19,93,95,713	85,65,980

9. Cash and cash equivalents

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Cash and cash equivalents		
Balance with Banks - In current accounts	26,34,335	23,52,264
Cash on hand	7,39,525	7,80,767
Total	33,73,860	31,33,031

10. Bank balances other than Cash and cash equivalents above

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Margin money deposits (Note 10.1)	99,00,000	99,00,000
Total	99,00,000	99,00,000

10.1

Margin money deposits are given against overdraft facilities availed from banks.

11. Loans

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Loans and advances (at amortised cost)		
Unsecured, considered good		
Related parties (Note No.:- 40)	3,25,72,15,244	26,79,68,613
Others	1,85,00,000	17,30,00,000
Total	3,27,57,15,244	44,09,68,613

12. Other current financial assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Interest accrued on		
Investments	3,57,80,444	3,02,48,347
Fixed deposits	14,98,699	14,77,862
Loans	6,22,39,321	2,46,70,513
Margin money with exchanges	8,61,33,106	20,55,34,084
Others	8,10,397	28,92,643
Total	18,64,61,967	26,48,23,449

13. Other current assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Balances with statutory authorities	89,32,365	79,41,974
Prepaid Expenses	5,70,75,120	3,454
Others	39,800	37,400
Total	6,60,47,285	79,82,828

14. Equity share capital

Particulars	As at 31 March 2019		As at 31 March 2018	
	Number of shares	Rupees	Number of shares	Rupees
Authorised				
Equity shares of Rs.10 each	6,00,00,000	60,00,00,000	6,00,00,000	60,00,00,000
Redeemable preference shares of Rs.10 each	4,00,00,000	40,00,00,000	4,00,00,000	40,00,00,000
Issued, Subscribed and Fully Paid up				
Equity shares of Rs.10 each	1,36,23,552	13,62,35,520	1,36,23,552	13,62,35,520
Forfeited equity shares(Amount originally paid up)		10,750		10,750
Total		13,62,46,270		13,62,46,270

14.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Issue	Buy back	Closing Balance
Equity shares				
Year ended 31 March, 2019				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520
Year ended 31 March, 2018				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520

14.2 Details of shareholders holding more than 5% shares in the company

Class of shares / Name of shareholder	As at 31 March 2019		As at 31 March 2018	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs. 10 each fully paid				
Savitri D. Pawani	50,20,000	36.85	50,20,000	36.85
Kishor P. Mandalia	11,89,102	8.73	11,89,102	8.73
Daxaben B. Mandalia	8,90,572	6.54	8,90,572	6.54
Vipul Z. Mandalia	8,36,420	6.14	8,36,420	6.14
Zaverilal V. Mandalia	8,04,547	5.91	8,04,547	5.91
Chandresh Z. Mandalia	7,97,647	5.85	7,97,647	5.85

14.3 Terms/Rights attached to equity shares

- (i) The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- (ii) In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

15. Other Equity

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Capital reserve (Profit on reissue of forfeited shares)	86,000	86,000
Securities Premium	36,41,18,400	36,41,18,400
Retained earnings *	22,54,91,041	12,57,91,493
Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 18.4)	6,38,58,300	6,38,58,300
Other Comprehensive Income *	(97,876)	(76,681)
Total	65,34,55,865	55,37,77,512

* For movement, refer statement of changes in equity.

16. Non current Provisions

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Provision for employee benefits		
Provision for gratuity	2,09,453	3,03,634
Total	2,09,453	3,03,634

17. Non-current tax liabilities (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Income tax liability	49,95,366	66,60,488
Total	49,95,366	66,60,488

18. Current Borrowings

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Loans repayable on demand		
From Banks : Secured		
Overdraft facilities (Note 18.1)	70,75,673	58,73,454
Exports packing credit indian rupee loan (Note 18.2)	3,20,70,16,588	0
From Others (Note 18.3)		
Unsecured	0	14,55,00,000
Debt portion of preference share capital (Note 18.4) - Unsecured	20,00,00,000	20,00,00,000
Non-Cumulative Redeemable Participating Preference shares of Rs. 10/- each		
Total	3,41,40,92,261	35,13,73,454

18.1

The overdraft facilities from banks are secured against Fixed Deposits of the Company. They are repayable on demand and carry interest @ Interest rate on Fixed Deposits plus 1% to 3% p.a.

18.2

Export packing credit indian rupee loan are secured against trade receivables and other current assets of the Company and are repayable within a period of 170 - 175 days from the date of availment of loan and carries interest rate between 4.10% to 4.40% per annum.

18.3

Unsecured loans from Others carry interest @ 12% p.a.

18.4.A: Details of shareholders holding more than 5% of the Preference Shares Capital:

Name of shareholder	As at 31-03-2019		As at 31-03-2018	
	Number of shares held	% of holding	Number of shares held	% of holding
Zaverilal V. Mandalia	1800000	9.00	1800000	9.00
Bharat P. Mandalia	2500000	12.50	2500000	12.50
Kishor P. Mandalia	2500000	12.50	2500000	12.50
Chandresh Z. Mandalia	1600000	8.00	1600000	8.00
Vipul Z. Mandalia	1600000	8.00	1600000	8.00
Savitri D. Pawani	10000000	50.00	10000000	50.00

18.4.B: Terms/rights attached to the preference shares:

The Company had issued only one class of preference shares, viz, 2,00,00,000/- 16.5% Cumulative Redeemable Participating Preference Shares (CRPPS) of Rs. 10 each amounting to Rs. 20,00,00,000. A term of dividend of CRPPS had been modified with effect from 01-04-2013 from 16.5% Cumulative to 1.5% Non-Cumulative Redeemable Participating preference shares (NCRPPS).

The holder of each NCRPPS shall be entitled for a non-cumulative dividend of 1.5% p.a. (The holder of each CRPPS was entitled for cumulative dividend of 16.5% p.a. up to 31/03/2013) The dividend proposed if any by the Board of Directors is subject to the approval of the share holders in the ensuing Annual General Meeting. The preference shares shall, in addition have a right to participating dividend over and above the base dividend mentioned above.

At the time of redemption of the Preference Shares or in the event of winding-up of the Company, the arrears of dividend on the Preference Shares whether earned, declared or not shall also be paid to the Subscribers.

The Subscribers shall have the same voting rights in respect of the Preference Shares as are available and applicable to preference shares under the Companies Act, 2013.

In the event of default in payment of base and / or participating dividend inspite of adequate profits and / or redemption of Preference Shares as per the terms of issue, the subscriber shall have the right to convert at its option 100% of the Preference Shares into fully paid-up Equity Shares of the Company, in the manner specified in writing subject to terms of issue to be given by the Subscribers and subject to necessary approvals, if required.

The said Preference Shares were issued on 09-12-1999 and were redeemable at par in three equal annual installments. The installments of such redemption were due on 9th Dec, 2006, 9th Dec 2007 and 9th Dec 2008. However, the Company received consent letters from the preference shareholder every year for postponing their right to receive payment towards the installments of redemption of preference shares capital amounting to Rs. 20,00,00,000 by one year at a time.

The arrears of fixed cumulative dividend on said Preference Shares up to 31st March, 2013 was Rs. 373,400,000 and remain the same as at 31-03-2019.

Under Ind AS Non-Cumulative Redeemable Participating Preference shares are considered as compounding instruments. The debt component is measured by discounting the contractually determined stream of future cashflows (dividend and principal) to present value using an effective interest rate of 18.00% for a period of 9 years from the date of issue.

19. Trade payables

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Trade payables (Note 32 : due to micro and small enterprises)		
-Total outstanding dues of micro enterprises and small enterprises	0	0
-Total outstanding dues of creditors other than micro enterprises and small enterprises	3,19,64,76,372	9,29,69,576
Total	3,19,64,76,372	9,29,69,576

20. Other current financial liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Interest accrued but not due on borrowings	81,76,044	0
Provision for employee benefits	72,699	59,411
Provision for expense	43,710	29,920
Fair value of Derivatives	0	9,33,21,400
Others	16,921	0
Total	83,09,374	9,34,10,731

21. Other current liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Statutory dues	10,17,067	1,10,976
Total	10,17,067	1,10,976

22. Current tax liabilities (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Provision for Income tax (net of advances)	1,77,63,703	78,63,122
Total	1,77,63,703	78,63,122

23. Revenue from operations

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
(a) Sales (Note 24.1)	4,39,36,68,518	3,33,60,03,262
(b) Other operating revenues (Note 24.1)	2,08,87,360	13,73,06,510
Total	4,41,45,55,878	3,47,33,09,772

23.1

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
(i) <u>Sale of Traded goods</u>		
Shares, Securities & Units of Mutual Funds	18,11,72,220	1,54,33,24,027
Bullion	0	1,79,26,79,235
Total - Sale of traded goods	18,11,72,220	3,33,60,03,262
(ii) <u>Sale of Manufactured goods</u>		
Gold Jewellery	4,20,32,56,458	0
Bullion	92,39,840	0
Total - Sale of Manufactured goods	4,21,24,96,298	0
(iii) <u>Other operating revenues</u>		
Profit / (Loss) on Share Speculation (Net)	3,031	(11,512)
Freight & Insurance	22,97,290	0
Foreign exchange rate diff (net)	6,22,59,316	0
Profit/(loss) on Derivatives Transactions (Net)		
Shares & Securities	73,53,088	10,25,76,545
Commodities	(43,71,773)	3,47,41,471
Currency	(4,66,53,592)	6
Total - Other operating revenues	2,08,87,360	13,73,06,510

24. Other income

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Interest Income		
	From Bank	7,08,725	28,26,418
	From Others	6,71,54,194	2,77,75,239
	From Investment as partner in LLP	3,57,80,444	3,02,48,347
	Dividend Income	11,94,077	15,84,859
	Interest on Income tax refund	0	29,38,028
	Misc Income	3,258	0
	Total	10,48,40,698	6,53,72,891

25. Cost of Material consumed

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Bullion	4,15,31,19,752	0
	Total	4,15,31,19,752	0

26. Purchases of stock-in-trade

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Shares, Securities & Units of Mutual Funds	14,50,57,080	1,55,97,02,428
	Bullion	0	1,77,44,18,802
	Total	14,50,57,080	3,33,41,21,230

27. Changes in inventories of finished goods, stock-in-trade and work in progress

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	<u>Inventories at the end of the year:</u>		
	Work in progress	92,131	0
	Stock-in-trade- Shares & mutual funds	19,05,21,000	22,49,82,378
		19,06,13,131	22,49,82,378
	<u>Inventories at the beginning of the year:</u>		
	Stock-in-trade- Shares & mutual funds	22,49,82,378	15,84,32,132
	Stock-in-trade - Bullion	0	5,81,000
		22,49,82,378	15,90,13,132
	Net (increase) / decrease	3,43,69,247	(6,59,69,247)

28. Employee benefits expense

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Salaries and bonus	10,94,299	9,62,388
Leave Enchashment	1,22,242	98,270
Provided for gratuity	60,533	49,860
Contribution towards providend fund	44,470	56,049
Total	13,21,544	11,66,567

29. Finance costs

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Interest on packing credit facility	3,39,39,123	0
Other interest expense	1,56,72,626	2,09,82,133
Total	4,96,11,749	2,09,82,133

30. Other expenses

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Electricity Power	94,070	35,850
Insurance	57,490	0
Rent	6,31,550	1,78,800
Rates and taxes	2,400	2,400
Stationary, Printing, Postage and Telephone	4,45,205	2,93,522
Legal and professional fees	11,56,963	7,72,897
Payments to auditors (Note 30.1)	1,50,000	1,50,000
Transportation expenses	18,48,073	0
Shares, Securities and Derivatives transaction charges	19,48,346	1,36,02,345
Sundry balances W/off	14,190	3,80,946
Donation	0	2,50,000
Corporate social responsibility expenditure (Note 35)	2,50,000	0
Directors' sitting fees	27,000	24,000
Repair & maintenance	1,05,353	0
Labour charges	4,50,540	0
Share of Loss from Investment as a partner in LLP (net)	1,94,421	0
Licence fees & Service charges of SEZ unit	3,40,306	3,76,225
General Charges (Note 30.2)	12,43,901	10,63,536
Total	89,59,808	1,71,30,521

30.1 Payment to Auditors

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
As auditors :- Audit fees	1,50,000	1,50,000
	1,50,000	1,50,000

30.2

General Charges includes Travelling expenses, loading and unloading expenses, custodian charges, advertisements, membership fees, listing fees, office expenses etc.

31 Earnings per share

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Earnings per share		
Profit attributable to the equity shareholders	9,96,99,548	19,45,78,555
Weighted average number of equity shares	1,36,23,552	1,36,23,552
Face value per Equity share	10	10
Basic & Diluted Earnings Per Share	7.32	14.28

32 The Company has not received any intimation from “Suppliers” regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 accordingly the details of amounts outstanding to Micro, Small and Medium Enterprises under the said act based on the available information with the Company are as under:

Particulars	As at 31-03-2019	As at 31-03-2018
	Rupees	Rupees
Principal amount due and remaining unpaid	0	0
Interest due on (1) above and the unpaid interest	0	0
Interest paid on all delayed payments under the MSMED Act.	0	0
Payment made beyond the appointed day during the year	0	0
Interest due and payable for the period of delay other than (3) above	0	0
Interest accrued and remaining unpaid	0	0
Amount of further interest remaining due and payable in succeeding years	0	0

33 Details of future contracts outstanding (open interest)

Name of script	Position	Number of contracts	
		As at 31-03-2019	As at 31-03-2018
M TO M BALKRISIND 25/04/2019	Long	4800	-
M TO M BPCL 25/04/2019	Long	12600	-
M TO M GSFC 25/04/2019	Long	37600	-
M to M Hindpetro 25/04/2019	Long	275100	-
M to M Hindpetro 30/05/2019	Short	487200	-
M TO M IDFC 25/04/2019	Long	105600	-
M TO M IDFCFIRSTB 25/04/2019	Long	27600	-
M to M Infibeam 25/04/2019	Long	100000	-

Name of script	Position	Number of contracts	
		As at 31-03-2019	As at 31-03-2018
M to M MARUTI 25/04/2019	Long	300	-
M to M Nationalum 25/04/2019	Long	88000	-
M to M PNB 25/04/2019	Short	1575000	-
M to M PNB 30/05/2019	Long	798000	-
M TO M TATAMOTORS 25/04/2019	Long	12000	-
M TO M TATAMTRDVR 25/04/2019	Long	22800	-
M to M TATA STEEL 25/04/2019	Long	5305	-
M to M Unionbank 25/04/2019	Short	994000	-
M to M Unionbank 30/05/2019	Long	497000	-
M to M ZEEL 25/04/2019	Long	273000	-
M to M ZEEL 30/05/2019	Short	136500	-
M to M Silver 03/05/2019	Short	2	-
M TO M USDINR 25/04/2019	Long	26371	-
M to M INDIGO 26/04/2018	Long	-	4200
M to M Bank Nifty 26/04/2018	Long	-	42640
M to M Bank Nifty 31/05/2018	Short	-	18000
M to M BPCL 26/04/2018	Long	-	12600
M TO M CAPF 26/04/2018	Long	-	4800
M to M Crudeoil 19/04/2018	Short	-	405
M to M Crudeoil 21/05/2018	Long	-	200
M to M GOLD 05/04/2018	Short	-	170
M TO M GSFC 26/04/2018	Long	-	54000
M TO M HEROMOTOCO 26/04/2018	Long	-	2000
M TO M HINDPETRO 26/04/2018	Long	-	31500
M TO M IDFC 26/04/2018	Long	-	105600
M TO M IDFCBANK 26/04/2018	Long	-	162000
M TO M KSCL 26/04/2018	Long	-	6000
M to M Nifty 26/04/2018	Long	-	60000
M TO M PFC 26/04/2018	Long	-	72000
M TO M PNB 26/04/2018	Long	-	32000
M TO M POWERGRID 26/04/2018	Long	-	40000
M TO M SBIN 26/04/2018	Long	-	9000
M TO M STAR 26/04/2018	Long	-	4800
M TO M SUNPHARMA 26/04/2018	Long	-	14300
M TO M SUZLON 26/04/2018	Long	-	350000
M TO M TATACOMM 26/04/2018	Long	-	4800
M TO M TATAGLOBAL 26/04/2018	Long	-	18000
M TO M TATAMOTORS 26/04/2018	Long	-	12000
M TO M TATAMTRDVR 26/04/2018	Long	-	35000
M to M Tata Steel 26/04/2018	Long	-	351191
M TO M TORENTPOWER 26/04/2018	Long	-	15000
M to M UBL 31/05/2018	Long	-	49700
M TO M UNIONBANK 26/04/2018	Long	-	40000
OPTIDX NIFTY 26/04/2018 PE	Long	-	100050
OPTIDX NIFTY 26/04/2018 CE	Short	-	100125

34 Contingent liability not provided in accounts/not acknowledged as debt by the company :

The Company's assessments under Income Tax Act, 1961, have been completed upto ITAY 2016-17. In respect of additions to Total Income made vide the respective assessment orders, the company is in appeal before the appellate authorities. However due to the set off of brought forward losses and unabsorbed depreciation as per the provisions of Income Tax Act, 1961, there is no tax payable in any of the assessment years. As and when the appeals will be decided the brought forward losses and unabsorbed depreciation, so set off will be restored depending upon appellate orders.

The income tax authority has raised the demand of Minimum Alternate Tax (MAT) under the Income Tax Act, 1961 in respect of A.Y. 2011-12 amounting to Rs. 4,44,82,010/- The Company has filed an appeal and matter is pending before CIT (Appeals).

The Company has given corporate guarantee to the Bank against credit facilities granted to its Joint venture i.e. Swadeshi Distributors LLP amounting to Rs. 50,00,00,000/-

35 Details of Expenditure incurred on 'Corporate Social Responsibility Activities' are as under :

	As at 31 March 2019	As at 31 March 2018
a) Gross amount required to be spent by the company during the year	17,81,929	22,10,533
b) Details of amount spent are as under :		
Construction/acquisition of an asset	0	0
On purpose other than above	2,50,000	0
Total	2,50,000	0
c) Total amount unspent at the end of the year	15,31,929	22,10,533

36 Details of Inter Corporate Loans given :

Name of Entity	Loan given during the year	Loan received back during the year	Maximum balance outstanding during the year
	Rupees	Rupees	Rupees
Parker Multi Commodities (I) Pvt. Ltd.	75,00,000	75,00,000	75,00,000
Kifs Financial Service Ltd	0	5,53,87,247	5,53,87,247
Kunverji Finance Pvt Ltd.	3,25,00,000	12,07,60,975	12,07,60,975
Kunverji Fincorp Pvt Ltd.	15,10,65,835	13,25,65,835	10,35,00,000
Zaveri & Co. Pvt. Ltd.	2,95,04,00,000	2,55,00,000	2,92,49,00,000

37 Deferred tax (liability)/ asset :

Particulars	As at 31 March 2019	As at 31 March 2018
The Company has significant unabsorbed depreciation. Deferred tax assets are recognised only to the extent of deferred tax liabilities, since deferred tax assets are recognised for all deductible temporary differences only if it is probable that future taxable amounts will be available to utilise those temporary differences.		
Tax effect of items constituting deferred tax liability		
On difference between carrying value and tax base of :		
Financial instruments	1,01,83,374	1,07,53,503
Property, Plant & Equipments	20,687	0
	1,02,04,061	1,07,53,503

Particulars	As at 31 March 2019	As at 31 March 2018
Tax effect of items constituting deferred tax asset		
On difference between carrying value and tax base of :		
Property, Plant & Equipments	0	4,375
Financial instruments	0	1,18,18,804
Provision for employee benefits	98,596	19,643
Carried forward depreciation	2,33,75,568	12,87,45,497
Carried forward losses	2,05,580	0
	2,36,79,744	14,05,88,319
Deferred tax assets recognised (to the extent of deferred tax liability recognised above)	1,02,04,061	1,07,53,503
Net deferred tax (liability) / asset	0	0

38 Income tax

A. Amount recognised in the Statement of Profit and Loss

Particulars	As at 31 March 2019	As at 31 March 2018
Current income tax	2,72,05,822	4,90,54,537
Short /(Excess) provision of income tax of earlier years	0	(1,24,04,465)
Deferred tax	0	0
Tax expense recognised in the Statement of Profit and Loss	2,72,05,822	3,66,50,072

B. Reconciliation of effective tax rate

Particulars	As at 31 March 2019		As at 31 March 2018	
Profit before tax		12,69,05,370		23,12,28,627
Tax using the Company's domestic tax rate	34.944%	4,43,45,812	33.063%	7,64,51,121
Tax effect of :				
Tax exempt income	(0.329%)	(4,17,258)	(0.227%)	(5,24,002)
Non-deductible expense	0.046%	57,822	0.030%	69,490
Difference due to MAT	(13.223%)	(1,67,80,554)	(11.652%)	(2,69,42,072)
Effective tax	21.438%	2,72,05,822	21.215%	4,90,54,537
Add:- Short/(Excess) provision of income tax of earlier years	0.000%	0	(5.365%)	(1,24,04,465)
Income tax recognised in Statement of Profit and Loss	21.438%	2,72,05,822	15.850%	3,66,50,072

C. Income tax asset/(liability)

Particulars	As at	As at
	31 March 2019	31 March 2018
Income tax asset	1,11,01,419	4,28,53,000
Income tax liability	(3,38,60,488)	(5,73,76,610)
Tax recoverable	38,38,101	14,63,203
Net income tax asset/(liability)	(1,89,20,968)	(1,30,60,407)

39
Disclosures as required by IND AS - 19 "Employee benefits"
Defined Benefit Plan :

The company has a defined benefit gratuity plan in India. Gratuity plan is unfunded. The Company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from company as and when it becomes due and is paid as per company scheme for gratuity.

The Company has recognised in the Statement of Profit and Loss for the current year, an amount of Rs.60,533/- (previous year - Rs.49,860/-) as expenses.

Reconciliation of present value of the defined benefit obligation

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Obligation at the beginning of the year	3,03,634	2,37,200
Current service cost	36,667	31,904
Interest cost	23,866	17,956
Benefits directly paid by the Employer	(1,81,731)	-
Actuarial losses/(gains) recognised in other comprehensive income		
-Change in demographic assumptions	-	-
-Change in Financial assumptions	1,705	(13,354)
-Experience variance	25,312	29,928
Obligation at the end of the year	2,09,453	3,03,634

Reconciliation of fair value of plan assets

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Fair value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Actuarial gain /(loss)	-	-
benefits paid	-	-
Fair value of plan assets at the end of the year	-	-

Reconciliation of Net Assets(liability) recognized in the Balance Sheet:

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Present value of the defined benefit obligation at the end of the year	(2,09,453)	(3,03,634)
Fair value of plan assets at the end of the year	-	-
Amount recognised in the Balance sheet : assets/(Liability)	(2,09,453)	(3,03,634)

Expenses recognized in the Statement of Profit and Loss for the year:

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Current service cost	36,667	31,904
Interest cost	23,866	17,956
Past service cost	-	-
Interest income	-	-
Total expense recognised in the Statement of Profit and Loss	60,533	49,860

Recognized in the other comprehensive income for the year:

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Actuarial losses/(gains) recognised in other comprehensive income		
-Change in demographic assumptions	-	-
-Change in Financial assumptions	1,705	(13,354)
-Experience variance	25,312	29,928
Recognised in the other comprehensive income	27,017	16,574

Actuarial assumptions

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Discount rate	7.79%	7.86%
Salary growth	6.00%	6.00%
Mortality	Indian Assured Lives Mortality(2006-08)	Indian Assured Lives Mortality(2006-08)
Attrition rate	2.00%	2.00%
Weighted Average Duration of the defined benefit obligation	14 years	17 years

The estimates of rate of escalation in salary considered in the actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

Sensitivity Analysis

The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

Particulars	As at 31 March, 2019		As at 31 March, 2018	
	Decrease	Increase	Decrease	Increase
Change in Discount rate (delta effect of +/-1%)	26379	(22794)	49601	(40524)
Change in Salary growth rate (delta effect of +/-1%)	(23356)	26589	(41520)	50042
Change in Attrition rate (delta effect of +/-1%)	(4096)	3724	(11661)	10051

Gratuity is a defined benefit plan and company is exposed to the Following risks :

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.

Salary risk : The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk : The plan faces the ALM risk as to the matching cash flow. Company has to manage payout based on pay as you go basis from own funds.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

The expected cash flows of defined benefit obligation over the future periods (valued on undiscounted bases)

Particulars	As at 31 March 2019	As at 31 March 2018
	Gratuity	Gratuity
Within the next 12 months from the end of the reporting period	5,865	8,817
Between 2 and 5 years	26,572	39,404
Between 6 and 10 years	42,195	60,904
Beyond 10 years	5,00,196	11,49,566
Total expected payments	5,74,828	12,58,691

40 Related Party Disclosures:-
40.1 Details of Related Parties

Description of relationship	Names of related parties
Enterprises in which KMP / Relatives of KMP are having control or significant influence	Zaveri & Co. Pvt. Ltd. Zaveri Enterprise Pvt. Ltd. Zaveri Finstock Pvt. Ltd. Zaveri & Co Jewellers Pvt. Ltd. Zaveri Comtrade Pvt. Ltd. Sarabai Enterprises Pvt. Ltd. Chokshi Estate Pvt. Ltd. Priyal Projects Pvt. Ltd. Priyal International Pvt. Ltd. Zaveri & Co Exports Zaveri Foundation Saumya Developers Keshavaji Developers Achal Raj Priyal Realty Soni Pranjivandas Virjibhai Atit Developers LLP Amazo Projects LLP Zaveri Infracon LLP Jagdambey Hydro Projects LLP Zaveri & Co (Gujarat) LLP Amazo Arcade LLP Khandwala & Zaveri Developers LLP Amazo Wind Farm LLP Amazo Power LLP P K Z Developers LLP P K Z Realty LLP Atit Realty LLP Bricks Bonds Realty LLP Zaveri Energy LLP Zaveri Realty LLP Ananta Exim LLP Vrundavan Garden LLP Atit Infrastructure LLP Amazo Infraspace LLP Myspace Infracon LLP Aaron Infraspace LLP S K Z Developers LLP Panchratna Infrastructure LLP
Joint venture in which the Company is a partner	Swadeshi Distributors LLP Amazo Waste Management Solutions LLP Bsafal. KZ Estate LLP
Key Management Personnel (KMP)*	Shri Kishor Mandalia - Managing Director & CEO Shri Zaverilal Mandalia - Non-executive Director Shri Vipul Mandalia - Non-executive Director Shri Ghanshyam Akbari - Non-executive Director Shri Hitesh Adeshara - Non-executive Director Smt.Nirupama Vaghjiani - Non-executive Director

* Non-Executive Directors are disclosed as Key Management Personnel as per the requirement of Ind AS 24. However, they are not Key Management Personnel as per The Companies Act, 2013.

40.2
Transactions during the year with related parties

Sr. No.	Nature of Transactions	KMP	Joint venture in which the Company is a partner	Entities in which Key Management Personnel & their relatives having control or significant influence	Total
1	Purchase of goods	NIL (NIL)	NIL (NIL)	1710318 (NIL)	1710318 (NIL)
2	Sale of goods	NIL (NIL)	NIL (NIL)	6220000 (577720)	6220000 (577720)
3	Loans & Advances taken from	NIL (95000000)	NIL (NIL)	14000000 (NIL)	14000000 (95000000)
4	Loans & Advances repaid to	NIL (95000000)	NIL (NIL)	14000000 (NIL)	14000000 (95000000)
5	Loans & Advances given	NIL (NIL)	47675000 (127240000)	2950400000 (NIL)	2998075000 (127240000)
6	Loans & Advances received back	NIL (NIL)	5400000 (29866584)	25500000 (NIL)	30900000 (29866584)
7	Brokerage paid	NIL (NIL)	NIL (NIL)	154333 (10756)	154333 (10756)
8	Rent paid	NIL (NIL)	NIL (NIL)	281550 (118800)	281550 (118800)
9	Interest received	NIL (NIL)	72117780 (52319978)	16267758 (NIL)	88385538 (52319978)
10	Sitting fees	27000 (24000)	NIL (NIL)	NIL (NIL)	27000 (24000)
11	Reimbursement given to	10800 (NIL)	NIL (NIL)	NIL (NIL)	10800 (NIL)
13	Capital Contribution (net)	NIL (NIL)	175108000 (29866584)	NIL (NIL)	175108000 (29866584)
14	Share of Profit / (Loss) from LLP	NIL (NIL)	(194421) (NIL)	NIL (NIL)	(194421) (NIL)
15	Purchase of Property, plant & Equipment	NIL (NIL)	NIL (NIL)	1455683 (NIL)	NIL (NIL)
16	Balances outstanding at the end of the year				
	Loans & Advances receivable	NIL (NIL)	368652580 (290040244)	2939540982 (NIL)	3308193562 (290040244)
	Trade payables	NIL (NIL)	NIL (NIL)	310846 (NIL)	310846 (NIL)
	Trade receivables	NIL (NIL)	NIL (NIL)	2276436 (7960820)	2276436 (7960820)

Note: Figures in bracket relates to the previous year

41 Financial Instruments

- a) The carrying value and fair value of financial instruments by categories at 31 March 2019 and 31 March 2018 is as follows :

(Amount in Rupees)

Particulars	Carrying value		Fair value	
	As at 31 March 2019	As at 31 March 2018	As at 31 March 2019	As at 31 March 2018
Financial assets				
At Fair value through profit or loss				
Investment	49,53,57,302	28,01,95,376	49,53,57,302	28,01,95,376
Other current financial assets	0	1,75,089	0	1,75,089
At Amortised cost				
Trade Receivables	3,19,93,95,713	85,65,980	3,19,93,95,713	85,65,980
Cash and Bank balances	1,32,73,860	1,30,33,031	1,32,73,860	1,30,33,031
Loans	3,27,57,15,244	44,09,68,613	3,27,57,15,244	44,09,68,613
Other non current financial assets	3,84,775	6,33,411	3,84,775	6,33,411
Other current financial assets	18,64,61,967	26,46,48,360	18,64,61,967	26,46,48,360
Total assets	7,17,05,88,861	1,00,82,19,860	7,17,05,88,861	1,00,82,19,860
Financial liabilities				
At Amortised cost				
Current Borrowings	3,41,40,92,261	35,13,73,454	3,41,40,92,261	35,13,73,454
Trade payables	3,19,64,76,372	9,29,69,576	3,19,64,76,372	9,29,69,576
Other current financial liabilities	83,09,374	89,331	83,09,374	89,331
At Fair value through profit or loss				
Other current financial liabilities	0	9,33,21,400	0	9,33,21,400
Total liabilities	6,61,88,78,007	53,77,53,761	6,61,88,78,007	53,77,53,761

b) Fair value measurement :

Level 1 : Quoted price in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly

Level 3 : Inputs for the assets or liabilities that are not based on observable market data (unobservable data)

Following table presents the Fair value measurement hierarchy for financial assets and financial liabilities :

Particulars	As at	Total	Level 1	Level 2	Level 3
Financial assets					
At Fair value through profit or loss					
Investment	31 March 2019	49,53,57,302	0	0	49,53,57,302
	31 March 2018	28,01,95,376	0	0	28,01,95,376
Other current financial assets	31 March 2019	0	0	0	0
	31 March 2018	1,75,089	1,75,089	0	0
Financial liabilities					
Other current financial liabilities	31 March 2019	0	0	0	0
	31 March 2018	9,33,21,400	9,33,21,400	0	0

c) Fair valuation method

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

d) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

42 Financial risk management

The Company has exposure to the following risks arising from financial instruments :

- Credit risk
- Liquidity risk
- interest rate risk

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate controls and to monitor risks and adherence to controls. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instruments fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, dealing in derivatives, loans and current assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The carrying amount of financial asset represent the maximum credit exposure.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by its customers. However, the management also considers the factors that may influence the credit risk of its customer base.

The Company limits its exposure to credit risk with counter-parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties and hence no loss allowance is recognised.

ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's objective is to maintain a balance between cash outflow and inflow. Usually, the excess of funds is invested in fixed deposits. This is generally carried out in accordance with practice and limits set by the Company.

The working capital position of the Company is given below :

Particulars	As at	
	31/03/2019	31/03/2018
Cash and cash equivalent	33,73,860	31,33,031
Total	33,73,860	31,33,031

The table below provides details regarding the contractual maturities of significant financial liabilities :

Particulars	As at	Less than 1 year	Above 1 year
Borrowing	31/03/2019	3,41,40,92,261	0
	31/03/2018	35,13,73,454	0
Trade payable	31/03/2019	3,19,64,76,372	0
	31/03/2018	9,29,69,576	0
Other financial liabilities	31/03/2019	83,09,374	0
	31/03/2018	9,34,10,731	0

iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments.

43 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The company monitors capital using gearing ratio, which is as follows:

Particulars	As at	
	31/03/2019	31/03/2018
Total equity attributable to the equity shareholders	78,97,02,135	69,00,23,782
Gross Debt	3,41,40,92,261	35,13,73,454
Less: Cash and cash equivalent	33,73,860	31,33,031
Net Debt	3,41,07,18,401	34,82,40,423
Net gearing ratio (Debt/ Equity)	4.32	0.50

- 44** Current year share of loss arising from the joint venture i.e. Bsafal.kz Estate LLP is recognized on the basis of its Un-audited Financial Statements. The difference between audited financial statements where ever applicable, and amount accounted for will be adjusted in the subsequent year.

Consolidated Financial Statements 2018-19

INDEPENDENT AUDITOR'S REPORT**To the Members of Ausom Enterprise Limited,
Report on the Audit of the Consolidated Indian Accounting Standards (Ind AS) Financial Statements****Opinion**

We have audited the accompanying consolidated Ind AS financial statements of **Ausom Enterprise Limited** ("the Company") and its joint ventures, which comprise the consolidated balance sheet as at 31st March, 2019 and the consolidated statement of profit and loss (including other comprehensive income), the consolidated cash flow statement and the consolidated statement of changes in equity for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated Ind AS financial statements give the information required by the Companies Act, 2013 ("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 consolidated state of affairs of the Company and its joint ventures as at 31st March, 2019, of its consolidated profit and other comprehensive income, consolidated changes in equity and its consolidated cash flow for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements* section of our report. We are independent of the Company and its joint ventures in accordance with the *Code of Ethics* issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matter

Without qualifying our opinion, we draw attention to note no. 44 of the consolidated Ind AS financial statements which describes that recognition of share of loss arising from the joint venture is accounted for on the basis of its unaudited financial statements.

Our opinion is not modified in respect of this matter.

Key Audit Matters

In our opinion and based on audit of the consolidated Ind AS financial statement of the Company, we have determined that there are no key audit matters to communicate in our report.

Other Information

The Company's management and Board of Directors is responsible for the other information. The other information comprises the information included in the Director's Report including annexure to the Director's Report, but does not include the consolidated Ind AS financial statements and our auditor's report thereon.

Our opinion on the consolidated Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. In connection with our audit of the consolidated Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Company's Board of Directors is responsible for the preparation and presentation of these consolidated Ind AS financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated changes in equity and consolidated cash flow of the Company including its joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with relevant rules thereunder. The respective Board of Directors of the Company and its joint venture are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and its joint venture 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated Ind AS financial statements by the Directors of the Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the Company and its joint ventures is responsible for assessing the ability of the Company and its joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the Company and its joint ventures are also responsible for overseeing the financial reporting process of the Company and its joint ventures.

Auditor's Responsibility for the Audit of the Consolidated Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company and its joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and its joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated Ind AS financial statements, including the disclosures, and whether the consolidated Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Company and its joint ventures to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Company and its joint ventures included in the consolidated financial statements of which we are independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated Ind AS financial statements for the financial year ended 31st March, 2019 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matter

The consolidated Ind AS financial statements include the Company's share of net loss of Rs.1,94,421/- for the year ended 31st March, 2019 as considered in the consolidated Ind AS financial statements, in respect of three joint ventures i.e. Swadeshi Distributors LLP, Amazo Waste Management Solution LLP and Bsafal KZ Estate LLP. The financial statements and other financial information of Swadeshi Distributors LLP and Amazo Waste Management Solution LLP have not been audited by us. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated Ind AS financial statements in so far as it relates to the amounts and disclosures included in respect of these joint ventures and our report in terms of sub-section (3) of Section 143 of the Act in so far as it relates to the aforesaid joint ventures, is based solely on the report of the other auditor. Further, the share of net loss from BSafal KZ Estate LLP is recognized on the basis of its unaudited financial statements (refer note no.44 of the consolidated financial statement). Our opinion is not modified/qualified in respect of these matters.

Our opinion on the consolidated Ind AS financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditor and the financial statements and other financial information certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by section 143(3) of the Act, we report to the extent applicable, 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 of the aforesaid consolidated Ind AS financial statements.
 - b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept by the Company and its joint ventures so far as it appears from our examination of those books and reports of other auditors.
 - c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other Comprehensive Income, the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statement.
 - d) In our opinion, the aforesaid consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act, read with relevant rules issued thereunder.
 - e) On the basis of the written representations received from the directors of the Company as on 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
 - 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, as amended, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on the consolidated financial position of the Company and its joint ventures in the consolidated Ind AS financial statements (refer note no.34 to the consolidated Ind AS financial statements).
 - ii. The Company and its joint ventures did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company and its joint ventures.
 - h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, the Company has not provided remuneration to its directors during the year.

PLACE : AHMEDABAD
DATE : 13-08-2019

For, SWETA PATEL & ASSOCIATES
Chartered accountants,
(Registration No. 139165W)

(Hemang V Patel)
Partner
Membership No. 154494
UDIN - 19154494AAAABP9552

Annexure 'A' to the Independent Auditors' Report

[Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' of our report of even date]

Report on the Internal Financial Controls Over Financial Reporting under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Ausom Enterprise Limited** ("the Company") as of 31st March, 2019 in conjunction with our audit of the consolidated Ind AS financial statements of the Company for the year ended on that date. Since the joint ventures are incorporated as Limited Liability Partnership ("LLP") under LLP Act, 2008, the reporting requirements on adequacy and operating effectiveness of internal financial controls over financial reporting under Section 143(3)(i) of the Act is not applicable for this LLP.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the interne' 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 ("the Guidance Note") 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 Companies Act. 2013.

Auditor's Responsibility

Our responsibility is 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 Guidance Note issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls. 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 control 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 judgment including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's 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 unauthorised 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, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2019, 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 issued by the Institute of Chartered Accountants of India.

PLACE : AHMEDABAD**DATE : 13-08-2019****For, SWETA PATEL & ASSOCIATES****Chartered accountants,
(Registration No. 139165W)****(Hemang V Patel)**

Partner

Membership No. 154494

UDIN - 19154494AAAABP9552

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CONSOLIDATED BALANCE SHEET AS AT 31 MARCH, 2019

Particulars	Note No.	As at 31 March 2019	As at 31 March 2018
		Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	3	14,78,353	67,494
Financial assets			
Investments	4	49,53,57,302	28,01,95,376
Other non-current financial assets	5	3,84,775	6,33,411
Income tax assets (net)	6	38,38,101	14,63,203
		50,10,58,531	28,23,59,484
Current assets			
Inventories	7	19,06,13,131	22,49,82,378
Financial assets			
Trade Receivables	8	3,19,93,95,713	85,65,980
Cash and cash equivalents	9	33,73,860	31,33,031
Bank balances other than Cash and cash equivalents above	10	99,00,000	99,00,000
Loans	11	3,27,57,15,244	44,09,68,613
Other current financial assets	12	18,64,61,967	26,48,23,449
Other current assets	13	6,60,47,285	79,82,828
		6,93,15,07,200	96,03,56,279
TOTAL ASSETS		7,43,25,65,731	1,24,27,15,763
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	14	13,62,46,270	13,62,46,270
Other Equity	15	65,34,55,865	55,37,77,512
		78,97,02,135	69,00,23,782
LIABILITIES			
Non-current liabilities			
Non current Provisions	16	2,09,453	3,03,634
Non-current tax liabilities (net)	17	49,95,366	66,60,488
		52,04,819	69,64,122
Current liabilities			
Financial liabilities			
Current Borrowings	18	3,41,40,92,261	35,13,73,454
Trade payables	19		
- Total outstanding dues of micro enterprises and small enterprise		0	0
- Total outstanding dues of creditors other than micro enterprises and small enterprises		3,19,64,76,372	9,29,69,576
Other current financial liabilities	20	83,09,374	9,34,10,731
Other current liabilities	21	10,17,067	1,10,976
Current tax liabilities (net)	22	1,77,63,703	78,63,122
		6,63,76,58,777	54,57,27,859
TOTAL EQUITY AND LIABILITIES		7,43,25,65,731	1,24,27,15,763

Significant Accounting Policies

2

The accompanying notes from 1 to 46 are integral part of financial statements.

As per our report of even date.

For, Sweta Patel & Associates

Chartered Accountants,

(Firm Reg. No. 139165W)

(Hemang V Patel)

Partner

Membership No. 154494

UDIN: 19154494AAAABP9552

Place : Ahmedabad

Date : 13-08-2019

For and on behalf of the Board of Directors

ZAVERILAL MANDALIA

Director

RUPESH SHAH

Chief Financial Officer

Place : Ahmedabad

Date : 13-08-2019

KISHOR MANDALIA

Managing Director

YOGESH GHATGE

Company Secretary

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2019

Particulars	Note No.	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
Income			
Revenue from operations	23	4,41,45,55,878	3,47,33,09,772
Other income	24	10,48,40,698	6,53,72,891
Total revenue		4,51,93,96,576	3,53,86,82,663
Expenses			
Cost of Material consumed	25	4,15,31,19,752	0
Purchases of stock-in-trade	26	14,50,57,080	3,33,41,21,230
Changes in inventories of finished goods, stock-in-trade and work in progress	27	3,43,69,247	(6,59,69,247)
Employee benefits expense	28	13,21,544	11,66,567
Finance costs	29	4,96,11,749	2,09,82,133
Depreciation and amortisation expense	3	52,026	22,832
Other expenses	30	87,65,387	1,71,30,521
Total expenses		4,39,22,96,785	3,30,74,54,036
Share of Loss from Joint ventures (net)		1,94,421	0
Profit before tax		12,69,05,370	23,12,28,627
Tax expense:			
Current Income Tax		2,72,05,822	3,66,50,072
Deferred tax		0	0
Profit for the year		9,96,99,548	19,45,78,555
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans		(27,017)	(16,574)
Income tax relating to above item		5,822	3,537
Other comprehensive income for the year		(21,195)	(13,037)
Total Comprehensive income for the year		9,96,78,353	19,45,65,518
Earnings per Equity Share	31		
Basic		7.32	14.28
Diluted		7.32	14.28

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Significant Accounting Policies

The accompanying notes from 1 to 46 are integral part of financial statements.

As per our report of even date.

For, Sweta Patel & Associates

Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)

Partner

Membership No. 154494

UDIN: 19154494AAAABP9552

Place : Ahmedabad

Date : 13-08-2019

For and on behalf of the Board of Directors

ZAVERILAL MANDALIA
Director

KISHOR MANDALIA
Managing Director

RUPESH SHAH
Chief Financial Officer

YOGESH GHATGE
Company Secretary

Place : Ahmedabad

Date : 13-08-2019

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH, 2019

	For the year ended 31-March-19		For the year ended 31-March-18	
	Rupees	Rupees	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		12,69,05,370		23,12,28,627
Adjustment for				
Depreciation	52,026		22,832	
Interest income	(10,36,43,363)		(6,08,50,004)	
Interest expense	4,96,11,749		2,09,82,133	
Remeasurement gain/(loss) on defined benefit plans	(27,017)		(16,574)	
		(5,40,06,605)		(3,98,61,613)
Operating Profit before Working Capital Changes		7,28,98,765		19,13,67,014
Decrease/(Increase) in Trade Receivable	(3,19,08,29,733)		(34,63,342)	
Decrease/(Increase) in Inventories	3,43,69,247		(6,59,69,247)	
Increase/(Decrease) in Non-current provision	-94,181		66,434	
Increase/(Decrease) in Other current liability	9,06,091		(8,92,573)	
Increase/(Decrease) in Other current financial liability	(8,51,01,357)		9,30,85,766	
Decrease/(Increase) in Other current assets	(5,80,64,457)		2,539	
Decrease/(Increase) in Other current financial assets	7,83,61,482		(22,21,99,908)	
Decrease/(Increase) in Other non-current financial assets	2,48,636		0	
Decrease/(Increase) in Other bank balance	0		22,46,00,000	
Increase/(Decrease) in Trade Payable	3,10,35,06,796	(11,66,97,476)	9,18,19,239	11,70,48,909
Cash Generated from Operations		(4,37,98,711)		30,84,15,923
Income tax (net)		(2,13,39,439)		(2,06,67,491)
Net cash from operating activities		(6,51,38,150)		28,77,48,432
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Non current investment	(1,00,00,000)		0	
Capital contribution in LLP	(20,51,61,926)		(5,23,95,096)	
Purchase of Property, Plant & Equipment	(14,62,885)		(35,500)	
Movement in Loan given	(2,83,47,46,631)		(25,17,98,613)	
Interest Received	10,36,43,363		6,08,50,004	
Net cash from investing activities		(2,94,77,28,079)		(24,33,79,205)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds/repayment from/of current borrowings	3,06,15,16,588		14,55,00,000	
Interest Paid	(4,96,11,749)		(2,09,82,133)	
Net cash used in financing activities		3,01,19,04,839		12,45,17,867
Net increase in cash & cash equivalents		(9,61,390)		16,88,87,094
Cash & Cash equivalents at beginning of period		(27,40,423)		(17,16,27,517)
Cash & Cash equivalents at end of period		(37,01,813)		(27,40,423)

Note: Cash and Cash Equivalents included in the Cash Flow Statement comprises the following balances amounts :

	As at 31-03-2019	As at 31-03-2018
Cash On Hand	7,39,525	7,80,767
Bank Balance with Schedule Banks	26,34,335	23,52,264
Bank overdraft facility	(70,75,673)	(58,73,454)
Total	(37,01,813)	(27,40,423)

For, Sweta Patel & Associates
Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)
Partner
Membership No. 154494
UDIN: 19154494AAAABP9552

Place : Ahmedabad
Date : 13-08-2019

For and on behalf of the Board of Directors
ZAVERILAL MANDALIA KISHOR MANDALIA
Director Managing Director

RUPESH SHAH YOGESH GHATGE
Chief Financial Officer Company Secretary

Place : Ahmedabad
Date : 13-08-2019

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2019
(A) Equity share capital

Particulars	Note No.	As at 31-March-19 Rupees	As at 31-March-18 Rupees
Opening balance		13,62,46,270	13,62,46,270
Changes in equity share capital during the year		0	0
Closing Balance	14	13,62,46,270	13,62,46,270

(B) Other Equity

Particulars	Note No.	Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 18.4)		Reserves & surplus			Other comprehensive income Remeasurement gain/ (loss) on defined benefit plans	Total
		Preference shares (Note 18.4)	Securities premium	Capital reserve	Retained earnings			
Balance as at 31 March 2017	15	6,38,58,300	36,41,18,400	86,000	(6,87,87,062)	(63,644)	35,92,11,994	
Add- Profit for the year		0	0	0	19,45,78,555	0	19,45,78,555	
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(13,037)	(13,037)	
Balance as at 31 March 2018	15	6,38,58,300	36,41,18,400	86,000	12,57,91,493	(76,681)	55,37,77,512	
Add- Profit for the year		0	0	0	9,96,99,548	0	9,96,99,548	
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(21,195)	(21,195)	
Balance as at 31 March 2019	15	6,38,58,300	36,41,18,400	86,000	22,54,91,041	(97,876)	65,34,55,865	

The accompanying notes from 1 to 46 are integral part of financial statements.
As per our report of even date.

For, Sweta Patel & Associates
Chartered Accountants,
(Firm Reg. No. 139165W)

(Hemang V Patel)
Partner
Membership No. 154494
UDIN: 19154494AAAAABP9552

Place : Ahmedabad
Date : 13-08-2019

For and on behalf of the Board of Directors
ZAVERILAL MANDALIA
Director

KISHOR MANDALIA
Managing Director

RUPESH SHAH
Chief Financial Officer

YOGESH GHATGE
Company Secretary

Place : Ahmedabad
Date : 13-08-2019

1. Corporate Information

Ausom Enterprise Limited ("the Company") is a public limited Company incorporated in India with registered office at 11-B, New Ahmedabad Industrial Estate, Sarkhej Bavla Road, Moraiya, Ahmedabad - 382 213, Gujarat and principal place of business at 606, 'Swagat', Near Lal Bunglow, C. G. Road, Ahmedabad – 380 006, Gujarat. The equity shares of the Company are listed on two recognised stock exchanges in India. The Company is principally engaged in the business of trading in Commodities, Bullions, Gold Jewellery, Diamonds, Derivatives, Shares and Securities and manufacturing Gold Jewellery.

2. Significant accounting policies**2.1 Basis of Preparation****Statement of Compliance with Indian Accounting Standards (Ind AS) :**

The consolidated financial statements have been prepared in accordance with Ind AS notified under the Companies ('Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act and other accounting principles generally accepted in India.

2.2 Basis of consolidation

The consolidated Ind AS financial statements comprise the financial statement of the Company and its joint venture. A joint venture is a joint arrangement whereby the parties, that have joint control of the arrangement, have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control. The results and assets and liabilities of the joint venture are incorporated in the consolidated financial statements using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with Ind AS-105 "Non-current Assets Held for Sale and Discontinued Operations". Under the equity method, an investment in the joint venture is initially recognised in the consolidated balance sheet at cost and adjusted thereafter to recognise the Company's share of the profit or loss and other comprehensive income of the joint venture. When the Company's share of losses of the joint venture exceeds the Company's interest in that joint venture, the Company discontinues recognising its share of further losses. Additional losses are recognized to the extent that the Company has incurred legal or constructive obligation or made payment on behalf of the joint venture.

After application of the equity method of accounting, the Company determines whether there is any objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the net investment in a joint venture and that event (or events) has an impact on the estimated future cash flows from the net investment that can be reliably estimated. If there exists such an objective evidence of impairment, then it is necessary to recognise impairment loss with respect to the Company's investment in a joint venture. When necessary, the entire carrying amount of the investment is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount, any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with Ind AS 36 to the extent that the recoverable amount of the investment subsequently increases. (Refer note no.45 of the consolidated financial statement for disclosure of interest in joint venture)

2.3 Use of estimates and judgments

The preparation of consolidated financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. The difference between the actual results and estimates are recognized in the period in which the results are known or materialised. Continuous evaluation is done on the estimation and judgments based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised prospectively.

2.4 Critical accounting estimates

A. Income taxes

The Company's tax jurisdiction is India. Significant judgments are involved in determining the provision for income taxes including amounts to be recovered or paid for uncertain tax positions. Management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits.

B. Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. Potential liabilities that are possible but not probable of crystallising or are very difficult to quantify reliably are treated as contingent liabilities. Such liabilities are disclosed in the notes but are not recognised.

2.5 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is recognised when it is earned and no significant uncertainty exists as to its realisation or collection.

- A. Revenue from sale of goods is recognised at the point of dispatch to the customers when risk and reward stand transferred to the customers. Sales are inclusive of freight wherever it is charged.
- B. Dividend income is recognised when the right to receive the dividend is established.
- C. Operating and other Interest income on FDR is recognised on the time proportion basis taking into account of the amount outstanding and rate applicable.
- D. Shares Transactions
 - (i) Where share trading purchase and share trading sales is settled within the same settlement, only net gain or loss is booked at fair value.
 - (ii) Where share trading purchase and share trading sales is not settled within the same settlement, each transaction is accounted as purchase and sales respectively at fair value.
- E. Units of Mutual Funds
Units of Mutual Fund transactions are accounted at fair value as Sales or Purchase as and when it is committed.
- F. Derivative Transactions in Future and Option
 - (i) Future or Option transactions in Equity/Index/Currency/Commodity with no hedging relationship are accounted expiry date wise separately and are recognised and measured at fair value in the balance sheet. The fair value of the derivative contract is marked to market through Statement of Profit and Loss and included in "Profit / (loss) on Derivative transactions (Net)".
 - (ii) When future or option contract settled with actual delivery, the same is accounted for respective contract wise as purchase/sales at fair value.
- G. Other Income
Revenue in respect of other income is recognized when no significant uncertainty as to its determination or realization exist.

2.6 Property, Plant & Equipment

Property, plant and equipment are stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises the purchase price (Net of Cenvat and VAT credit/GST input credit wherever applicable) and any attributable cost of bringing the assets to its working condition for its intended use. Such cost also includes the borrowing costs if the recognition criteria are met.

Depreciation on Tangible assets has been provided on straight line method as per useful life prescribed in Schedule II to the Companies Act, 2013. Depreciable amount for assets is the cost of an asset or other amount substituted for cost less its estimated residual value.

The residual values, useful lives and methods of depreciation of Property, plant and equipment are reviewed at the end of each reporting period and adjusted prospectively, if appropriate.

Capital work-in-progress:

Assets those are not ready for their intended use and other capital work-in-progress are carried at cost, comprising direct cost and related incidental expenses.

2.7 Inventories

- (i) Trading Goods are valued at Cost or Net Realizable value whichever is lower. Cost is arrived at by using FIFO method.
- (ii) Shares and Securities are valued at fair value through Profit and Loss Account.
- (iii) Raw materials and work in progress are valued at cost or net realizable value whichever is lower. Cost is arrived at by using FIFO method.
- (iv) Finished goods are valued at cost or net realizable value whichever is lower. Cost comprises of purchase price of Raw materials, conversion cost and other costs incurred in bringing them to their present location and condition. FIFO method is used to arrive at cost.

2.8 Cash Flow

The cash flow Statement reported using indirect method and presents cash flows by operating, investing and financing activities of the Company. Cash and cash equivalents presented in the cash flow statement consist of cash on hand and balances in current and demand deposit with banks. Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalent for the purpose of statement of cash flow.

2.9 Retirement and other Employee Benefits

Short-term employee benefits are recognized as expenses in the Statement of Profit and Loss of the year in which the related service is rendered at the undiscounted amount as and when it accrues.

Defined contribution plans: Provident fund

Eligible employees of the Company receive benefits from a provident fund, which is defined contribution plan. Both the eligible employees and the Company make monthly contributions to the provident fund equal to a specified percentage of the covered employee's salary. Company's contributions are charged as an expense in the Statement of Profit and Loss as they fall due based on the amount of contribution required to be made and when services are rendered by the employee.

Defined benefit plans: Gratuity

The Company provides for gratuity, a defined benefit retirement plan ('the Gratuity Plan') covering eligible employees. The Gratuity plan provides a lump-sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on respective employee's salary and tenure of employment with the Company.

Liabilities with regard to Gratuity plan are determined by actuarial valuation, performed by an independent actuary, at each Balance Sheet date using projected unit credit method.

The Company recognises the obligation of a defined benefit plan in its Balance Sheet as a liability by corresponding recognised as an expense in the Statement of Profit and Loss.

Gains and losses through re-measurements of the defined benefit liability are recognised in other comprehensive income.

2.10 Taxes

Income tax expense comprises current income tax and deferred income tax. Income tax expense is recognised in the Statement of Profit and Loss except to the extent it relates to items recognised directly in equity, in which case it is recognised in other comprehensive income or other equity as the case may be.

Current income tax

Current tax is the amount of tax payable based on the taxable profit for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profits.

Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised.

Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off tax assets against tax liabilities.

2.11 Financial instruments**(a) Non-derivative financial instruments:****Initial recognition and measurement**

All financial assets and liabilities are initially recognised at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition. Purchase and sale of financial assets are recognised using trade date accounting.

Subsequent measurement**Financial assets carried at amortised cost**

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through other comprehensive income (FVOCI)

A financial asset is measured at FVOCI if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at fair value through profit or loss (FVTPL)

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

(b) Derivative financial instruments

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently re-measured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in statement of profit and loss immediately.

Derecognition of financial instruments**Financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset.

Financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.12 Impairments**Impairment of financial assets**

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to life time ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12-month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognized as an impairment gain or loss in the statement of profit and loss.

Impairment of non-financial assets:

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the assets is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An

impairment loss is recognised immediately in the statement of profit and loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of impairment loss is recognised immediately in the statement of profit and loss.

2.13 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the statement of profit and loss.

2.14 Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

2.15 Foreign Currency Transactions and Translations

Functional currency

The functional currency of the Company is the Indian rupee. These financial statements are presented in Indian rupees.

Transactions and balances

Foreign currency transactions are recorded in the functional currency by applying to the foreign currency amount the exchange rate between the functional currency and the foreign currency at the date of the transaction. All foreign currency monetary assets and monetary liabilities as at the Balance Sheet date are translated into the functional currency at the applicable exchange rates prevailing on that date. All exchange differences arising on translation, are recognised in the Statement of Profit and Loss. Non-monetary assets and non-monetary liabilities denominated in foreign currency and measured at historical cost are translated at the exchange rate prevalent at the date of the transaction.

Gain or losses upon settlement of foreign currency transactions are recognised in the Statement of Profit and Loss for the period in which the transaction is settled.

2.16 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events of bonus issue; bonus element in a rights issue to existing shareholders; share split; and reverse share split (consolidation of shares). For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

2.17 Borrowing Costs

Borrowing costs are interest and other cost incurred in connection with borrowing of fund. Borrowing cost attributable to acquisition or construction of an asset which necessary takes a substantial period of time to get ready for their intended use are capitalised as part of cost of asset. All other borrowing costs are recognised to the Statement of Profit and Loss as an expense in the period in which they are incurred.

3. Property, Plant and Equipments

(Amount in Rupees)

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at	Additions	Deletions/	As at	For the Year	Deletions/	As at	As at	As at	As at
	01/04/2018		Adjustments	31/03/2019		Adjustments	31/03/2019	31/03/2019	31/03/2018	31/03/2018
Plant & Equipment	0	11,72,750	0	11,72,750	16,387	0	16,387	11,56,363	0	0
Furniture and Fixtures	1,27,134	1,01,764	0	2,28,898	16,631	0	1,11,030	1,17,868	32,735	32,735
Office Equipment	61,930	1,88,371	0	2,50,301	7,766	0	69,261	1,81,040	435	435
Computer	1,22,200	0	0	1,22,200	11,242	0	99,118	23,082	34,324	34,324
Total	3,11,264	14,62,885	0	17,74,149	52,026	0	2,95,796	14,78,353	67,494	67,494
Previous year	2,75,764	35,500	0	3,11,264	22,832	0	2,43,770	67,494	67,494	67,494

4. Investments

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Trade investments in Joint Venture (unquoted & valued at cost) (Long-term)		
Investment in Limited Liability Partnership		
- Capital Contribution in Swadeshi Distributors LLP	28,69,12,369	25,66,35,720
- Capital Contribution in Amazo Waste Management Solution LLP	1,00,84,497	0
- Capital Contribution in Bsafal.KZ Estate LLP	16,48,00,780	0
Non-Trade Investments (unquoted & valued at cost) (Long-term)		
Investment in Equity instruments		
- 303039 (31/03/2018: 207101) Equity Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd	2,24,28,892	1,64,28,892
Investment in Preference shares		
- 97619 (31/03/2018: 97619) Preference Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd	58,58,019	58,58,019
Investment in Zero Coupon Fully Convertible Debenture		
- 12727 (31/03/2018: 12727) Debentures of Rs. 100 each fully paid up in Grower Zampa Vineyards Ltd	12,72,745	12,72,745
Investment in Mutual fund		
- 40 units (31/03/2018 : Nil) of J M Financial India Fund II	40,00,000	0
Total	49,53,57,302	28,01,95,376

Aggregate amount of unquoted investment	49,53,57,302	28,01,95,376
Aggregate amount of impairment in value of investment	0	0

5. Other non-current financial assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Fixed deposits	2,00,000	2,00,000
Security deposits		
Unsecured, considered good	1,84,775	4,33,411
Total	3,84,775	6,33,411

6. Income tax assets (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Advance income tax (net of provision)	38,38,101	14,63,203
Total	38,38,101	14,63,203

7. Inventories

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Stock-in-trade		
- Shares & securities	19,05,21,000	22,49,82,378
- Work in progress	92,131	0
Total	19,06,13,131	22,49,82,378

8. Trade Receivables

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Unsecured, considered good	3,19,93,95,713	85,65,980
Total	3,19,93,95,713	85,65,980

9. Cash and cash equivalents

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Cash and cash equivalents		
Balance with Banks - In current accounts	26,34,335	23,52,264
Cash on hand	7,39,525	7,80,767
Total	33,73,860	31,33,031

10. Bank balances other than Cash and cash equivalents above

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Margin money deposits (Note 10.1)	99,00,000	99,00,000
Total	99,00,000	99,00,000

10.1

Margin money deposits are given against overdraft facilities availed from banks.

11. Loans

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Loans and advances (at amortised cost)		
Unsecured, considered good		
Related parties (Note No.:- 40)	3,25,72,15,244	26,79,68,613
Others	1,85,00,000	17,30,00,000
Total	3,27,57,15,244	44,09,68,613

12. Other current financial assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Interest accrued on		
Investments	3,57,80,444	3,02,48,347
Fixed deposits	14,98,699	14,77,862
Loans	6,22,39,321	2,46,70,513
Margin money with exchanges	8,61,33,106	20,55,34,084
Others	8,10,397	28,92,643
Total	18,64,61,967	26,48,23,449

13. Other current assets

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Balances with statutory authorities	89,32,365	79,41,974
Prepaid Expenses	5,70,75,120	3,454
Others	39,800	37,400
Total	6,60,47,285	79,82,828

14. Equity share capital

Particulars	As at 31 March 2019		As at 31 March 2018	
	Number of shares	Rupees	Number of shares	Rupees
Authorised				
Equity shares of Rs.10 each	6,00,00,000	60,00,00,000	6,00,00,000	60,00,00,000
Redeemable preference shares of Rs.10 each	4,00,00,000	40,00,00,000	4,00,00,000	40,00,00,000
Issued, Subscribed and Fully Paid up				
Equity shares of Rs.10 each	1,36,23,552	13,62,35,520	1,36,23,552	13,62,35,520
Forfeited equity shares(Amount originally paid up)		10,750		10,750
Total		13,62,46,270		13,62,46,270

14.1 Reconciliation of the shares outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Issue	Buy back	Closing Balance
Equity shares				
Year ended 31 March, 2019				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520
Year ended 31 March, 2018				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520

14.2 Details of shareholders holding more than 5% shares in the company

Class of shares / Name of shareholder	As at 31 March 2019		As at 31 March 2018	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares of Rs. 10 each fully paid				
Savitri D. Pawani	50,20,000	36.85	50,20,000	36.85
Kishor P. Mandalia	11,89,102	8.73	11,89,102	8.73
Daxaben B. Mandalia	8,90,572	6.54	8,90,572	6.54
Vipul Z. Mandalia	8,36,420	6.14	8,36,420	6.14
Zaverilal V. Mandalia	8,04,547	5.91	8,04,547	5.91
Chandresh Z. Mandalia	7,97,647	5.85	7,97,647	5.85

14.3 Terms/Rights attached to equity shares

- (i) The company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.
- (ii) In the event of liquidation of the company, the holder of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

15. Other Equity

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Capital reserve (Profit on reissue of forfeited shares)	86,000	86,000
Securities Premium	36,41,18,400	36,41,18,400
Retained earnings *	22,54,91,041	12,57,91,493
Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 18.4)	6,38,58,300	6,38,58,300
Other Comprehensive Income *	(97,876)	(76,681)
Total	65,34,55,865	55,37,77,512

* For movement, refer statement of changes in equity.

16. Non current Provisions

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Provision for employee benefits		
Provision for gratuity	2,09,453	3,03,634
Total	2,09,453	3,03,634

17. Non-current tax liabilities (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Income tax liability	49,95,366	66,60,488
Total	49,95,366	66,60,488

18. Current Borrowings

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Loans repayable on demand		
From Banks : Secured		
Overdraft facilities (Note 18.1)	70,75,673	58,73,454
Exports packing credit indian rupee loan (Note 18.2)	3,20,70,16,588	0
From Others (Note 18.3)		
Unsecured	0	14,55,00,000
Debt portion of preference share capital (Note 18.4) - Unsecured	20,00,00,000	20,00,00,000
Non-Cumulative Redeemable Participating Preference shares of Rs. 10/- each		
Total	3,41,40,92,261	35,13,73,454

18.1

The overdraft facilities from banks are secured against Fixed Deposits of the Company. They are repayable on demand and carry interest @ Interest rate on Fixed Deposits plus 1% to 3% p.a.

18.2

Export packing credit indian rupee loan are secured against trade receivables and other current assets of the Company and are repayable within a period of 170 - 175 days from the date of avilment of loan and carries interest rate between 4.10% to 4.40% per annum.

18.3

Unsecured loans from Others carry interest @ 12% p.a.

18.4.A: Details of shareholders holding more than 5% of the Preference Shares Capital:

Name of shareholder	As at 31-03-2019		As at 31-03-2018	
	Number of shares held	% of holding	Number of shares held	% of holding
Zaverilal V. Mandalia	1800000	9.00	1800000	9.00
Bharat P. Mandalia	2500000	12.50	2500000	12.50
Kishor P. Mandalia	2500000	12.50	2500000	12.50
Chandresh Z. Mandalia	1600000	8.00	1600000	8.00
Vipul Z. Mandalia	1600000	8.00	1600000	8.00
Savitri D. Pawani	10000000	50.00	10000000	50.00

18.4.B: Terms/rights attached to the preference shares:

The Company had issued only one class of preference shares, viz, 2,00,00,000/- 16.5% Cummulative Redeemable Participating Preference Shares (CRPPS) of Rs. 10 each amounting to Rs. 20,00,00,000. A term of dividend of CRPPS had been modified with effect from 01-04-2013 from 16.5% Cummulative to 1.5% Non-Cummulative Redeemable Participating preference shares (NCRPPS).

The holder of each NCRPPS shall be entitled for a non-cumulative dividend of 1.5% p.a. (The holder of each CRPPS was entitled for cumulative dividend of 16.5% p.a. up to 31/03/2013) The dividend proposed if any by the Board of Directors is subject to the approval of the share holders in the ensuing Annual General Meeting. The preference shares shall, in addition have a right to participating dividend over and above the base dividend mentioned above.

At the time of redemption of the Preference Shares or in the event of winding-up of the Company, the arrears of dividend on the Preference Shares whether earned, declared or not shall also be paid to the Subscribers.

The Subscribers shall have the same voting rights in respect of the Preference Shares as are available and applicable to preference shares under the Companies Act, 2013.

In the event of default in payment of base and / or participating dividend in spite of adequate profits and / or redemption of Preference Shares as per the terms of issue, the subscriber shall have the right to convert at its option 100% of the Preference Shares into fully paid-up Equity Shares of the Company, in the manner specified in writing subject to terms of issue to be given by the Subscribers and subject to necessary approvals, if required.

The said Preference Shares were issued on 09-12-1999 and were redeemable at par in three equal annual installments. The installments of such redemption were due on 9th Dec, 2006, 9th Dec 2007 and 9th Dec 2008. However, the Company received consent letters from the preference shareholder every year for postponing their right to receive payment towards the installments of redemption of preference shares capital amounting to Rs. 20,00,00,000 by one year at a time.

The arrears of fixed cumulative dividend on said Preference Shares up to 31st March, 2013 was Rs. 373,400,000 and remain the same as at 31-03-2019.

Under Ind AS Non-Cumulative Redeemable Participating Preference shares are considered as compounding instruments. The debt component is measured by discounting the contractually determined stream of future cashflows (dividend and principal) to present value using an effective interest rate of 18.00% for a period of 9 years from the date of issue.

19. Trade payables

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Trade payables (Note 32 : due to micro and small enterprises)		
-Total outstanding dues of micro enterprises and small enterprises	0	0
-Total outstanding dues of creditors other than micro enterprises and small enterprises	3,19,64,76,372	9,29,69,576
Total	3,19,64,76,372	9,29,69,576

20. Other current financial liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Interest accrued but not due on borrowings	81,76,044	0
Provision for employee benefits	72,699	59,411
Provision for expense	43,710	29,920
Fair value of Derivatives	0	9,33,21,400
Others	16,921	0
Total	83,09,374	9,34,10,731

21. Other current liabilities

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Statutory dues	10,17,067	1,10,976
Total	10,17,067	1,10,976

22. Current tax liabilities (net)

Particulars	As at 31 March 2019	As at 31 March 2018
	Rupees	Rupees
Provision for Income tax (net of advances)	1,77,63,703	78,63,122
Total	1,77,63,703	78,63,122

23. Revenue from operations

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
(a) Sales (Note 24.1)	4,39,36,68,518	3,33,60,03,262
(b) Other operating revenues (Note 24.1)	2,08,87,360	13,73,06,510
Total	4,41,45,55,878	3,47,33,09,772

23.1

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
(i) <u>Sale of Traded goods</u>		
Shares, Securities & Units of Mutual Funds	18,11,72,220	1,54,33,24,027
Bullion	0	1,79,26,79,235
Total - Sale of traded goods	18,11,72,220	3,33,60,03,262
(ii) <u>Sale of Manufactured goods</u>		
Gold Jewellery	4,20,32,56,458	0
Bullion	92,39,840	0
Total - Sale of Manufactured goods	4,21,24,96,298	0
(iii) <u>Other operating revenues</u>		
Profit / (Loss) on Share Speculation (Net)	3,031	(11,512)
Freight & Insurance	22,97,290	0
Foregin exchange rate diff (net)	6,22,59,316	0
Profit/(loss) on Derivatvies Transactions (Net)		
Shares & Securities	73,53,088	10,25,76,545
Commodities	-43,71,773	3,47,41,471
Currency	-4,66,53,592	6
Total - Other operating revenues	2,08,87,360	13,73,06,510

24. Other income

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Interest Income		
	From Bank	7,08,725	28,26,418
	From Others	6,71,54,194	2,77,75,239
	From Investment as partner in LLP	3,57,80,444	3,02,48,347
	Dividend Income	11,94,077	15,84,859
	Interest on Income tax refund	0	29,38,028
	Misc Income	3,258	0
	Total	10,48,40,698	6,53,72,891

25. Cost of Material consumed

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Bullion	4,15,31,19,752	0
	Total	4,15,31,19,752	0

26. Purchases of stock-in-trade

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	Shares, Securities & Units of Mutual Funds	14,50,57,080	1,55,97,02,428
	Bullion	0	1,77,44,18,802
	Total	14,50,57,080	3,33,41,21,230

27. Changes in inventories of finished goods, stock-in-trade and work in progress

	Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
		Rupees	Rupees
	<u>Inventories at the end of the year:</u>		
	Work in progress	92,131	0
	Stock-in-trade- Shares & mutual funds	19,05,21,000	22,49,82,378
		19,06,13,131	22,49,82,378
	<u>Inventories at the beginning of the year:</u>		
	Stock-in-trade- Shares & mutual funds	22,49,82,378	15,84,32,132
	Stock-in-trade - Bullion	0	5,81,000
		22,49,82,378	15,90,13,132
	Net (increase) / decrease	3,43,69,247	(6,59,69,247)

28. Employee benefits expense

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Salaries and bonus	10,94,299	9,62,388
Leave Enchashment	1,22,242	98,270
Provided for gratuity	60,533	49,860
Contribution towards providend fund	44,470	56,049
Total	13,21,544	11,66,567

29. Finance costs

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Interest on packing credit facility	3,39,39,123	0
Other interest expense	1,56,72,626	2,09,82,133
Total	4,96,11,749	2,09,82,133

30. Other expenses

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Electricity Power	94,070	35,850
Insurance	57,490	0
Rent	6,31,550	1,78,800
Rates and taxes	2,400	2,400
Stationary, Printing, Postage and Telephone	4,45,205	2,93,522
Legal and professional fees	11,56,963	7,72,897
Payments to auditors (Note 30.1)	1,50,000	1,50,000
Transportation expenses	18,48,073	0
Shares, Securities and Derivatives transaction charges	19,48,346	1,36,02,345
Sundry balances W/off	14,190	3,80,946
Donation	0	2,50,000
Corporate social responsibility expenditure (Note 35)	2,50,000	0
Directors' sitting fees	27,000	24,000
Repair & maintenance	1,05,353	0
Labour charges	4,50,540	0
Licence fees & Service charges of SEZ unit	3,40,306	3,76,225
General Charges (Note 30.2)	12,43,901	10,63,536
Total	87,65,387	1,71,30,521

30.1 Payment to Auditors

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
As auditors :- Audit fees	1,50,000	1,50,000
	1,50,000	1,50,000

30.2

General Charges includes Travelling expenses, loading and unloading expenses, custodian charges, advertisements, membership fees, listing fees, office expenses etc.

31 Earnings per share

Particulars	For the year ended 31 March, 2019	For the year ended 31 March, 2018
	Rupees	Rupees
Earnings per share		
Profit attributable to the equity shareholders	9,96,99,548	19,45,78,555
Weighted average number of equity shares	1,36,23,552	1,36,23,552
Face value per Equity share	10	10
Basic & Diluted Earnings Per Share	7.32	14.28

32 The Company has not received any intimation from “Suppliers” regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 accordingly the details of amounts outstanding to Micro, Small and Medium Enterprises under the said act based on the available information with the Company are as under:

Particulars	As at 31-03-2019	As at 31-03-2018
	Rupees	Rupees
Principal amount due and remaining unpaid	0	0
Interest due on (1) above and the unpaid interest	0	0
Interest paid on all delayed payments under the MSMED Act.	0	0
Payment made beyond the appointed day during the year	0	0
Interest due and payable for the period of delay other than (3) above	0	0
Interest accrued and remaining unpaid	0	0
Amount of further interest remaining due and payable in succeeding years	0	0

33 Details of future contracts outstanding (open interest)

Name of script	Position	Number of contracts	
		As at 31-03-2019	As at 31-03-2018
M TO M BALKRISIND 25/04/2019	Long	4800	-
M TO M BPCL 25/04/2019	Long	12600	-
M TO M GSFC 25/04/2019	Long	37600	-
M to M Hindpetro 25/04/2019	Long	275100	-
M to M Hindpetro 30/05/2019	Short	487200	-
M TO M IDFC 25/04/2019	Long	105600	-
M TO M IDFCFIRSTB 25/04/2019	Long	27600	-
M to M Infibeam 25/04/2019	Long	100000	-

Name of script	Position	Number of contracts	
		As at 31-03-2019	As at 31-03-2018
M to M MARUTI 25/04/2019	Long	300	-
M to M Nationalum 25/04/2019	Long	88000	-
M to M PNB 25/04/2019	Short	1575000	-
M to M PNB 30/05/2019	Long	798000	-
M TO M TATAMOTORS 25/04/2019	Long	12000	-
M TO M TATAMTRDVR 25/04/2019	Long	22800	-
M to M TATA STEEL 25/04/2019	Long	5305	-
M to M Unionbank 25/04/2019	Short	994000	-
M to M Unionbank 30/05/2019	Long	497000	-
M to M ZEEL 25/04/2019	Long	273000	-
M to M ZEEL 30/05/2019	Short	136500	-
M to M Silver 03/05/2019	Short	2	-
M TO M USDINR 25/04/2019	Long	26371	-
M to M INDIGO 26/04/2018	Long	-	4200
M to M Bank Nifty 26/04/2018	Long	-	42640
M to M Bank Nifty 31/05/2018	Short	-	18000
M to M BPCL 26/04/2018	Long	-	12600
M TO M CAPF 26/04/2018	Long	-	4800
M to M Crudeoil 19/04/2018	Short	-	405
M to M Crudeoil 21/05/2018	Long	-	200
M to M GOLD 05/04/2018	Short	-	170
M TO M GSFC 26/04/2018	Long	-	54000
M TO M HEROMOTOCO 26/04/2018	Long	-	2000
M TO M HINDPETRO 26/04/2018	Long	-	31500
M TO M IDFC 26/04/2018	Long	-	105600
M TO M IDFCBANK 26/04/2018	Long	-	162000
M TO M KSCL 26/04/2018	Long	-	6000
M to M Nifty 26/04/2018	Long	-	60000
M TO M PFC 26/04/2018	Long	-	72000
M TO M PNB 26/04/2018	Long	-	32000
M TO M POWERGRID 26/04/2018	Long	-	40000
M TO M SBIN 26/04/2018	Long	-	9000
M TO M STAR 26/04/2018	Long	-	4800
M TO M SUNPHARMA 26/04/2018	Long	-	14300
M TO M SUZLON 26/04/2018	Long	-	350000
M TO M TATACOMM 26/04/2018	Long	-	4800
M TO M TATAGLOBAL 26/04/2018	Long	-	18000
M TO M TATAMOTORS 26/04/2018	Long	-	12000
M TO M TATAMTRDVR 26/04/2018	Long	-	35000
M to M Tata Steel 26/04/2018	Long	-	351191
M TO M TORENTPOWER 26/04/2018	Long	-	15000
M to M UBL 31/05/2018	Long	-	49700
M TO M UNIONBANK 26/04/2018	Long	-	40000
OPTIDX NIFTY 26/04/2018 PE	Long	-	100050
OPTIDX NIFTY 26/04/2018 CE	Short	-	100125

34 Contingent liability not provided in accounts/not acknowledged as debt by the company :

The Company's assessments under Income Tax Act, 1961, have been completed upto ITAY 2016-17. In respect of additions to Total Income made vide the respective assessment orders, the company is in appeal before the appellate authorities. However due to the set off of brought forward losses and unabsorbed depreciation as per the provisions of Income Tax Act, 1961, there is no tax payable in any of the assessment years. As and when the appeals will be decided the brought forward losses and unabsorbed depreciation, so set off will be restored depending upon appellate orders.

The income tax authority has raised the demand of Minimum Alternate Tax (MAT) under the Income Tax Act, 1961 in respect of A.Y. 2011-12 amounting to Rs. 4,44,82,010/- The Company has filed an appeal and matter is pending before CIT (Appeals).

The Company has given corporate guarantee to the Bank against credit facilities granted to its Joint venture i.e. Swadeshi Distributors LLP amounting to Rs. 50,00,00,000/-

35 Details of Expenditure incurred on 'Corporate Social Responsibility Activities' are as under :

	As at 31 March 2019	As at 31 March 2018
a) Gross amount required to be spent by the company during the year	17,81,929	22,10,533
b) Details of amount spent are as under :		
Construction/acquisition of an asset	0	0
On purpose other than above	2,50,000	0
Total	2,50,000	0
c) Total amount unspent at the end of the year	15,31,929	22,10,533

36 Details of Inter Corporate Loans given :

Name of Entity	Loan given during the year	Loan received back during the year	Maximum balance outstanding during the year
	Rupees	Rupees	Rupees
Parker Multi Commodities (I) Pvt. Ltd.	75,00,000	75,00,000	75,00,000
Kifs Financial Service Ltd	0	5,53,87,247	5,53,87,247
Kunverji Finance Pvt Ltd.	3,25,00,000	12,07,60,975	12,07,60,975
Kunverji Fincorp Pvt Ltd.	15,10,65,835	13,25,65,835	10,35,00,000
Zaveri & Co. Pvt. Ltd.	2,95,04,00,000	2,55,00,000	2,92,49,00,000

37 Deferred tax (liability)/ asset :

Particulars	As at 31 March 2019	As at 31 March 2018
The Company has significant unabsorbed depreciation. Deferred tax assets are recognised only to the extent of deferred tax liabilities, since deferred tax assets are recognised for all deductible temporary differences only if it is probable that future taxable amounts will be available to utilise those temporary differences.		
Tax effect of items constituting deferred tax liability		
On difference between carrying value and tax base of :		
Financial instruments	1,01,83,374	1,07,53,503
Property, Plant & Equipments	20,687	0
	1,02,04,061	1,07,53,503

Particulars	As at 31 March 2019	As at 31 March 2018
Tax effect of items constituting deferred tax asset		
On difference between carrying value and tax base of :		
Property, Plant & Equipments	0	4,375
Financial instruments	0	1,18,18,804
Provision for employee benefits	9,85,96	19,643
Carried forward depreciation	2,33,75,568	12,87,45,497
Carried forward losses	2,05,580	0
	2,36,79,744	14,05,88,319
Deferred tax assets recognised (to the extent of deferred tax liability recognised above)	1,02,04,061	1,07,53,503
Net deferred tax (liability) / asset	0	0

38 Income tax

A. Amount recognised in the Statement of Profit and Loss

Particulars	As at 31 March 2019	As at 31 March 2018
Current income tax	2,72,05,822	4,90,54,537
Short /(Excess) provision of income tax of earlier years	0	(1,24,04,465)
Deferred tax	0	0
Tax expense recognised in the Statement of Profit and Loss	2,72,05,822	3,66,50,072

B. Reconciliation of effective tax rate

Particulars	As at 31 March 2019		As at 31 March 2018	
Profit before tax		12,69,05,370		23,12,28,627
Tax using the Company's domestic tax rate	34.944%	4,43,45,812	33.063%	7,64,51,121
Tax effect of :				
Tax exempt income	(0.329%)	(4,17,258)	(0.227%)	(5,24,002)
Non-deductible expense	0.046%	57,822	0.030%	69,490
Difference due to MAT	(13.223%)	(1,67,80,554)	(11.652%)	(2,69,42,072)
Effective tax	21.438%	2,72,05,822	21.215%	4,90,54,537
Add:- Short/(Excess) provision of income tax of earlier years	0.000%	0	(5.365%)	(1,24,04,465)
Income tax recognised in Statement of Profit and Loss	21.438%	2,72,05,822	15.850%	3,66,50,072

C. Income tax asset/(liability)

Particulars	As at	As at
	31 March 2019	31 March 2018
Income tax asset	1,11,01,419	4,28,53,000
Income tax liability	(3,38,60,488)	(5,73,76,610)
Tax recoverable	38,38,101	14,63,203
Net income tax asset/(liability)	(1,89,20,968)	(1,30,60,407)

39
Disclosures as required by IND AS - 19 "Employee benefits"
Defined Benefit Plan :

The company has a defined benefit gratuity plan in India. Gratuity plan is unfunded. The Company's defined benefit gratuity plan is a final salary plan for employees. Gratuity is paid from company as and when it becomes due and is paid as per company scheme for gratuity.

The Company has recognised in the Statement of Profit and Loss for the current year, an amount of Rs.60,533/- (previous year - Rs.49,860/-) as expenses.

Reconciliation of present value of the defined benefit obligation

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Obligation at the beginning of the year	3,03,634	2,37,200
Current service cost	36,667	31,904
Interest cost	23,866	17,956
Benefits directly paid by the Employer	(1,81,731)	-
Actuarial losses/(gains) recognised in other comprehensive income		
-Change in demographic assumptions	-	-
-Change in Financial assumptions	1,705	(13,354)
-Experience variance	25,312	29,928
Obligation at the end of the year	2,09,453	3,03,634

Reconciliation of fair value of plan assets

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Fair value of plan assets at the beginning of the year	-	-
Expected return on plan assets	-	-
Actuarial gain /(loss)	-	-
benefits paid	-	-
Fair value of plan assets at the end of the year	-	-

Reconciliation of Net Assets(liability) recognized in the Balance Sheet:

Particulars	Year ended	Year ended
	31 March, 2019	31 March, 2018
	Gratuity	Gratuity
Present value of the defined benefit obligation at the end of the year	(2,09,453)	(3,03,634)
Fair value of plan assets at the end of the year	-	-
Amount recognised in the Balance sheet : assets/(Liability)	(2,09,453)	(3,03,634)

Expenses recognized in the Statement of Profit and Loss for the year:

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Current service cost	36,667	31,904
Interest cost	23,866	17,956
Past service cost	-	-
Interest income	-	-
Total expense recognised in the Statement of Profit and Loss	60,533	49,860

Recognized in the other comprehensive income for the year:

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Actuarial losses/(gains) recognised in other comprehensive income		
-Change in demographic assumptions	-	-
-Change in Financial assumptions	1,705	(13,354)
-Experience variance	25,312	29,928
Recognised in the other comprehensive income	27,017	16,574

Actuarial assumptions

Particulars	Year ended 31 March, 2019	Year ended 31 March, 2018
	Gratuity	Gratuity
Discount rate	7.79%	7.86%
Salary growth	6.00%	6.00%
Mortality	Indian Assured Lives Mortality(2006-08)	Indian Assured Lives Mortality(2006-08)
Attrition rate	2.00%	2.00%
Weighted Average Duration of the defined benefit obligation	14 years	17 years

The estimates of rate of escalation in salary considered in the actuarial valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the actuary.

Sensitivity Analysis

The sensitivity analysis below have been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, while holding all other assumptions constant. The result of sensitivity analysis is given below:

Particulars	As at 31 March, 2019		As at 31 March, 2018	
	Decrease	Increase	Decrease	Increase
Change in Discount rate (delta effect of +/-1%)	26379	(22794)	49601	(40524)
Change in Salary growth rate (delta effect of +/-1%)	(23356)	26589	(41520)	50042
Change in Attrition rate (delta effect of +/-1%)	(4096)	3724	(11661)	10051

Gratuity is a defined benefit plan and company is exposed to the Following risks :

Interest rate risk: A fall in the discount rate which is linked to the G.Sec. Rate will increase the present value of the liability requiring higher provision.

Salary risk : The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk : The plan faces the ALM risk as to the matching cash flow. Company has to manage payout based on pay as you go basis from own funds.

Mortality risk: Since the benefits under the plan is not payable for life time and payable till retirement age only, plan does not have any longevity risk.

The expected cash flows of defined benefit obligation over the future periods (valued on undiscounted bases)

Particulars	As at 31 March 2019	As at 31 March 2018
	Gratuity	Gratuity
Within the next 12 months from the end of the reporting period	5,865	8,817
Between 2 and 5 years	26,572	39,404
Between 6 and 10 years	42,195	60,904
Beyond 10 years	5,00,196	11,49,566
Total expected payments	5,74,828	12,58,691

40 Related Party Disclosures:-
40.1 Details of Related Parties

Description of relationship	Names of related parties
Enterprises in which KMP / Relatives of KMP are having control or significant influence	Zaveri & Co. Pvt. Ltd. Zaveri Enterprise Pvt. Ltd. Zaveri Finstock Pvt. Ltd. Zaveri & Co Jewellers Pvt. Ltd. Zaveri Comtrade Pvt. Ltd. Sarabai Enterprises Pvt. Ltd. Chokshi Estate Pvt. Ltd. Priyal Projects Pvt. Ltd. Priyal International Pvt. Ltd. Zaveri & Co Exports Zaveri Foundation Saumya Developers Keshavaji Developers Achal Raj Priyal Realty Soni Pranjivandas Virjibhai Atit Developers LLP Amazo Projects LLP Zaveri Infracon LLP Jagdambey Hydro Projects LLP Zaveri & Co (Gujarat) LLP Amazo Arcade LLP Khandwala & Zaveri Developers LLP Amazo Wind Farm LLP Amazo Power LLP P K Z Developers LLP P K Z Realty LLP Atit Realty LLP Bricks Bonds Realty LLP Zaveri Energy LLP Zaveri Realty LLP Ananta Exim LLP Vrundavan Garden LLP Atit Infrastructure LLP Amazo Infraspace LLP Myspace Infracon LLP Aaron Infraspace LLP S K Z Developers LLP Panchratna Infrastructure LLP
Joint venture in which the Company is a partner	Swadeshi Distributors LLP Amazo Waste Management Solutions LLP Bsafal. KZ Estate LLP
Key Management Personnel (KMP)*	Shri Kishor Mandalia - Managing Director & CEO Shri Zaverilal Mandalia - Non-executive Director Shri Vipul Mandalia - Non-executive Director Shri Ghanshyam Akbari - Non-executive Director Shri Hitesh Adeshara - Non-executive Director Smt.Nirupama Vaghjiani - Non-executive Director

* Non-Executive Directors are disclosed as Key Management Personnel as per the requirement of Ind AS 24. However, they are not Key Management Personnel as per Companies Act, 2013.

40.2
Transactions during the year with related parties

Sr. No.	Nature of Transactions	KMP	Joint venture in which the Company is a partner	Entities in which Key Management Personnel & their relatives having control or significant influence	Total
1	Purchase of goods	NIL (NIL)	NIL (NIL)	1710318 (NIL)	1710318 (NIL)
2	Sale of goods	NIL (NIL)	NIL (NIL)	6220000 (577720)	6220000 (577720)
3	Loans & Advances taken from	NIL (95000000)	NIL (NIL)	14000000 (NIL)	14000000 (95000000)
4	Loans & Advances repaid to	NIL (95000000)	NIL (NIL)	14000000 (NIL)	14000000 (95000000)
5	Loans & Advances given	NIL (NIL)	47675000 (127240000)	2950400000 (NIL)	2998075000 (127240000)
6	Loans & Advances received back	NIL (NIL)	5400000 (29866584)	25500000 (NIL)	30900000 (29866584)
7	Brokerage paid	NIL (NIL)	NIL (NIL)	154333 (10756)	154333 (10756)
8	Rent paid	NIL (NIL)	NIL (NIL)	281550 (118800)	281550 (118800)
9	Interest received	NIL (NIL)	72117780 (52319978)	16267758 (NIL)	88385538 (52319978)
10	Sitting fees	27000 (24000)	NIL (NIL)	NIL (NIL)	27000 (24000)
11	Reimbursement given to	10800 (NIL)	NIL (NIL)	NIL (NIL)	10800 (NIL)
13	Capital Contribution (net)	NIL (NIL)	175108000 (29866584)	NIL (NIL)	175108000 (29866584)
14	Share of Profit / (Loss) from LLP	NIL (NIL)	(194421) (NIL)	NIL (NIL)	(194421) (NIL)
15	Purchase of Property, plant & Equipment	NIL (NIL)	NIL (NIL)	1455683 (NIL)	NIL (NIL)
16	Balances outstanding at the end of the year				
	Loans & Advances receivable	NIL (NIL)	368652580 (290040244)	2939540982 (NIL)	3308193562 (290040244)
	Trade payables	NIL (NIL)	NIL (NIL)	310846 (NIL)	310846 (NIL)
	Trade receivables	NIL (NIL)	NIL (NIL)	2276436 (7960820)	2276436 (7960820)

Note: Figures in bracket relates to the previous year

41 Financial Instruments

- a) The carrying value and fair value of financial instruments by categories at 31 March 2019 and 31 March 2018 is as follows :

(Amount in Rupees)

Particulars	Carrying value		Fair value	
	As at 31 March 2019	As at 31 March 2018	As at 31 March 2019	As at 31 March 2018
Financial assets				
At Fair value through profit or loss				
Investment	49,53,57,302	28,01,95,376	49,53,57,302	28,01,95,376
Other current financial assets	0	1,75,089	0	1,75,089
At Amortised cost				
Trade Receivables	3,19,93,95,713	85,65,980	3,19,93,95,713	85,65,980
Cash and Bank balances	1,32,73,860	1,30,33,031	1,32,73,860	1,30,33,031
Loans	3,27,57,15,244	44,09,68,613	3,27,57,15,244	44,09,68,613
Other non current financial assets	3,84,775	6,33,411	3,84,775	6,33,411
Other current financial assets	18,64,61,967	26,46,48,360	18,64,61,967	26,46,48,360
Total assets	7,17,05,88,861	1,00,82,19,860	7,17,05,88,861	1,00,82,19,860
Financial liabilities				
At Amortised cost				
Current Borrowings	3,41,40,92,261	35,13,73,454	3,41,40,92,261	35,13,73,454
Trade payables	3,19,64,76,372	9,29,69,576	3,19,64,76,372	9,29,69,576
Other current financial liabilities	83,09,374	89,331	83,09,374	89,331
At Fair value through profit or loss				
Other current financial liabilities	0	9,33,21,400	0	9,33,21,400
Total liabilities	6,61,88,78,007	53,77,53,761	6,61,88,78,007	53,77,53,761

b) Fair value measurement :

Level 1 : Quoted price in active markets for identical assets or liabilities

Level 2 : Inputs other than quoted prices included within Level 1 that are observable for the assets or liabilities, either directly or indirectly

Level 3 : Inputs for the assets or liabilities that are not based on observable market data (unobservable data)

Following table presents the Fair value measurement hierarchy for financial assets and financial liabilities :

Particulars	As at	Total	Level 1	Level 2	Level 3
Financial assets					
At Fair value through profit or loss					
Investment	31 March 2019	49,53,57,302	0	0	49,53,57,302
	31 March 2018	28,01,95,376	0	0	28,01,95,376
Other current financial assets	31 March 2019	0	0	0	0
	31 March 2018	1,75,089	1,75,089	0	0
Financial liabilities					
Other current financial liabilities	31 March 2019	0	0	0	0
	31 March 2018	9,33,21,400	9,33,21,400	0	0

c) Fair valuation method

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

d) Financial Instrument measured at Amortised Cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

42 Financial risk management

The Company has exposure to the following risks arising from financial instruments :

- Credit risk
- Liquidity risk
- interest rate risk

Risk management framework

The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate controls and to monitor risks and adherence to controls. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

The Company's audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

i) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instruments fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, dealing in derivatives, loans and current assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors. The carrying amount of financial asset represent the maximum credit exposure.

Trade and other receivables

The Company's exposure to credit risk is influenced mainly by its customers. However, the management also considers the factors that may influence the credit risk of its customer base.

The Company limits its exposure to credit risk with counter-parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties and hence no loss allowance is recognised.

ii) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. The Company's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due.

Management monitors the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company's objective is to maintain a balance between cash outflow and inflow. Usually, the excess of funds is invested in fixed deposits. This is generally carried out in accordance with practice and limits set by the Company.

The working capital position of the Company is given below :

Particulars	As at	
	31/03/2019	31/03/2018
Cash and cash equivalent	33,73,860	31,33,031
Total	33,73,860	31,33,031

The table below provides details regarding the contractual maturities of significant financial liabilities :

Particulars	As at	Less than 1 year	Above 1 year
Borrowing	31/03/2019	3,41,40,92,261	0
	31/03/2018	35,13,73,454	0
Trade payable	31/03/2019	3,19,64,76,372	0
	31/03/2018	9,29,69,576	0
Other financial liabilities	31/03/2019	83,09,374	0
	31/03/2018	9,34,10,731	0

iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates and investments.

43 Capital Management

The Company's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Company monitors the return. The Company's objective when managing capital is to maintain an optimal structure so as to maximize shareholder value.

The company monitors capital using gearing ratio, which is as follows:

Particulars	As at	
	31/03/2019	31/03/2018
Total equity attributable to the equity shareholders	78,97,02,135	69,00,23,782
Gross Debt	3,41,40,92,261	35,13,73,454
Less: Cash and cash equivalent	33,73,860	31,33,031
Net Debt	3,41,07,18,401	34,82,40,423
Net gearing ratio (Debt/ Equity)	4.32	0.50

44 Current year share of loss arising from the joint venture i.e. Bsafal.kz Estate LLP is recognized on the basis of its Un-audited Financial Statements. The difference between audited financial statements where ever applicable, and amount accounted for will be adjusted in the subsequent year.

45 Investment in Joint Venture
A Swadeshi Distributors LLP

The Company has a 80% interest in Swadeshi Distributors LLP ("the LLP"), a joint venture involved in the generation and distribution of electrical power through hydro power plant in India. The Company's interest in the LLP is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summarised balance sheet as at 31 March 2019:

Particulars	As at 31 March 2019	As at 31 March 2018
Non-current assets	98,83,00,443	80,22,43,391
Current assets including cash & cash equivalent of Rs.39,33,905/- (31-03-2018: Rs.39,75,083/-)	1,31,32,883	86,81,182
Non-current liabilities including deferred tax liabilities of Rs. Nil (31-03-2018: Rs.Ni) and borrowing of Rs.238923488/- (31-03-2018: Rs.14,45,17,066/-)	(25,82,28,238)	(18,54,34,634)
Current liabilities including borrowing of Rs.36,86,52,580/- (31-03-2018: Rs.29,00,40,244/-) and tax payable of Rs.2,70,000/- (31-03-2018: Rs.1,70,000/-)	(36,92,95,849)	(29,03,37,298)
Equity	37,39,09,239	33,51,52,641
Proportion of the Company's ownership	80%	80%
Carrying amount of the investment	29,91,27,391	26,81,22,113

Summarised statement of profit and loss :

Particulars	For the year ended 31 March 2019	For the year ended 31 March 2018
Revenue	0	0
Other income	3,18,577	3,21,429
Other expense	1,83,200	27,150
Profit before tax	1,35,377	2,94,279
Income tax expense	1,00,000	1,00,000
Profit / (Loss) for the year	35,377	1,94,279
Total comprehensive income for the year (continuing operations)	35,377	1,94,279
Share of profit / (loss) for the year	28,302	0

The Company has given corporate guarantee to the Bank against credit facilities granted to LLP amounting to Rs. 50,00,00,000/-. The joint venture has no other contingent liabilities or capital commitments as at 31 March 2019 and 31 March 2018. The LLP has distributed its profit on 31 March 2019.

B Amazo Waste Management Solution LLP

In the current financial year, the Company has acquired 80% interest in Amazo Waste Management Solution LLP ("the LLP"), a joint venture involved in the collection, segregation, transportation, trading, processing, composting, recycling, treatment and disposal of all types of waste and to develop, construct, operate and maintain or manage processing facilities for all types of waste and waste products. The Company's interest in the LLP is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summarised balance sheet as at 31 March 2019:

Particulars	As at 31 March 2019
Non-current assets	2,13,24,004
Current assets including cash & cash equivalent of Rs.413396/-	38,98,938
Current liabilities including borrowing of Rs.1995404/-	(1,50,95,301)
Equity	1,01,27,641

Proportion of the Company's ownership	80%
Carrying amount of the investment	81,02,113

Summarised statement of profit and loss :

Particulars	For the year ended 31 March 2019
Revenue	0
Other income	0
Other expense	2,69,379
Profit before tax	(2,69,379)
Income tax expense	0
Profit / (Loss) for the year	<u>(2,69,379)</u>
Total comprehensive income for the year (continuing operations)	<u>(2,69,379)</u>
Share of profit / (loss) for the year	<u>(2,15,503)</u>

The Company has no contingent liabilities or capital commitments relating to its interest in the LLP as at 31 March 2019. The joint venture has no other contingent liabilities or capital commitments as at 31 March 2019. The LLP has distributed its loss on 31 March 2019.

C Bsafal. KZ Estate LLP

In the current financial year, the Company has acquired 8% interest in Bsafal. KZ Estate LLP ("the LLP"), a joint venture involved in the construction and development of residential and commercial property. The Company's interest in the LLP is accounted for using the equity method in the consolidated financial statements. Summarised financial information of the joint venture, based on its financial statements, and reconciliation with the carrying amount of the investment in consolidated financial statements are set out below:

Summarised balance sheet as at 31 March 2019:

Particulars	As at 31 March 2019
Non-current Investment	2,09,26,05,479
Cash & Bank balances	34,850
Current liabilities	(25,000)
Equity	<u>2,09,26,15,329</u>

Proportion of the Company's ownership	8%
Carrying amount of the investment	16,74,09,226

Summarised statement of profit and loss :

Particulars	For the year ended 31 March 2019
Revenue	0
Other income	3,26,05,479
Other expense	3,26,95,729
Profit before tax	(90,250)
Income tax expense	0
Profit / (Loss) for the year	<u>(90,250)</u>
Total comprehensive income for the year (continuing operations)	<u>(90,250)</u>
Share of profit / (loss) for the year	<u>(7,220)</u>

The Company has no contingent liabilities or capital commitments relating to its interest in the LLP as at 31 March 2019. The joint venture has no other contingent liabilities or capital commitments as at 31 March 2019. The LLP has distributed its loss on 31 March 2019.

46 Additional information as required by Paragraph 2 of the General instructions for preparation of Consolidated Financial Statements to the Schedule III to the Companies Act, 2013.

Name of the entity	Share of net assets as at 31 March 2019		Share in profit and loss for the year ended 31 March 2019		Share in other comprehensive income for the year ended 31 March 2019		Share in total comprehensive income for the year ended 31 March 2019	
	As % of consolidated net assets	Amount	As % of consolidated profit or loss	Amount	As % of consolidated other comprehensive income	Amount	As % of total comprehensive income	Amount
Ausom Enterprise Limited	24.18%	78,97,02,135	100.20%	9,96,99,548	100%	(21,195)	100.20%	9,96,78,353
Joint venture (Investment as per the equity method)								
Swadeshi Distributors LLP	11.45%	37,39,09,239	0.03%	28,302	0%	0	0.03%	28,302
Amazo Waste Management Solutions LLP	0.31%	1,01,27,641	(0.22%)	(2,15,503)	0%	0	(0.22%)	(2,15,503)
Bsafal. KZ Estate LLP	64.07%	2,09,26,15,329	(0.01%)	(7,220)	0%	0	(0.01%)	(7,220)
Total	100%	3,26,63,54,344	100%	9,95,05,126	100%	(21,195)	100%	9,94,83,931



AuSomEnterpriseLimited
CIN: L67190GJ1984PLC006746

Regd. Office: 11-B, New Ahmedabad Industrial Estate, Sarkhej-Bavla Road, Village - Moraiya - 382 213. Dist. Ahmedabad
Corporate Office: 606, Swagat Building, Nr. Lal Bunglow, C.G. Road, Ahmedabad - 380 006.
Phone: (079) 2642 1422-1499 Fax: (079) 2656 9898 E-mail: ausom.ael@gmail.com Website: www.ausom.in

FORM NO. MGT-11-PROXY FORM

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: L67190GJ1984PLC006746

Name of the Company: AUSOM ENTERPRISE LIMITED

Registered Office: 11-B, NEW AHMEDABAD INDUSTRIAL ESTATE, SARKHEJ-BAVLA ROAD, VILLAGE - MORAIYA - 382 213. DIST. AHMEDABAD

Name of the member (s):	
Registered address:	
E-mail ID:	
Folio No/ Client Id No.:	
DP ID:	

I/We, being the member (s) ofshares of the above named company, hereby appoint

1. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

Or failing him

2. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

Or failing him

3. Name: _____ E-mail Id: _____

Address: _____

Signature: _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the Company, to be held on the 28th September, 2019 at 10.30 a.m. at 11-B, New Ahmedabad Industrial Estate, Sarkhej-Bavla Road, Village - Moraiya - 382 213. Dist. Ahmedabad and at any adjournment thereof in respect of such resolutions as are indicated below:



AuSomEnterpriseLimited
CIN: L67190GJ1984PLC006746

Regd. Office: 11-B, New Ahmedabad Industrial Estate, Sarkhej-Bavla Road, Village - Moraiya - 382 213. Dist. Ahmedabad
Corporate Office: 606, Swagat Building, Nr. Lal Bunglow, C.G. Road, Ahmedabad - 380 006.
Phone: (079) 2642 1422-1499 Fax: (079) 2656 9898 E-mail: ausom.ael@gmail.com Website: www.ausom.in

ATTENDANCE SLIP

(To be presented at the entrance)

35TH ANNUAL GENERAL MEETING ON SATURDAY, THE 28TH SEPTEMBER, 2019 AT 10.30 A.M.

Folio No. _____

DP ID No. _____

Client ID

No. _____

Name of the Member: _____

Signature: _____

Name of the Proxyholder _____

Signature: _____

1. Only Member/Proxyholder can attend the Meeting.
2. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

Resolution No.

Item No.	Description	For	Against
1.	Adoption of the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2019, the Statement of Profit and Loss for the year ended on that date together with the Report of the Board of Directors' and Auditor's thereon (Ordinary Resolution)		
2.	Mr. Zaverilal V. Mandalia retires by rotation and being eligible for re-appointment (Ordinary Resolution)		
3.	Re-appointment of Smt. Nirupama H. Vaghjiani as an Independent Non-Executive Director. (Special Resolution)		
4.	Re-appointment of Shri Hitesh B. Adeshara as an Independent Non-Executive Director (Special Resolution)		
5.	Re-appointment of Shri Ghanshyambhai B. Akbari as an Independent Non-Executive Director (Special Resolution)		
6.	Re-appointment of Mr. Kishor P. Mandalia as the Managing Director (Ordinary Resolution)		

Signed this _____ day of _____ 2019

Signature of shareholder: _____ Signature of Proxy holder(s): _____

Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

ROUTE MAP to the venue of AGM





AuSom Enterprise Limited

REGISTERED OFFICE :

11-B, NEW AHMEDABAD INDUSTRIAL ESTATE,
SARKHEJ-BAVLA ROAD, VILLAGE- MORAIYA-382 213.
DIST.:- AHMEDABAD. GUJARAT.