AuSom Enterprise Limited

Ref. No.: - AEL/SEC/STOCK/2018-2019
Date: 10th October, 2018

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**

Sub:- Submission of Annual Report of the Company for the Financial Year 2017-18

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 2017-18 as approved and adopted by the Members at the 34th Annual General Meeting of the Company as per provisions of the Companies Act, 2013.

You are requested to kindly take the same on records and acknowledge.

FOR AUSOM ENTERPRISE LIMITED

Yogesh Ghatge
Company Secretary

AuSom Enterprise Limited Ahmedabad

Encl :- As Stated

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

34th
Annual Report 2017-18

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 VAGHJIANI
COMPANY SECRETARY & COMPLIANCE OFFICER		MR. RAVIKUMAR PASI
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 ALLAHABAD BANK
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 EXCISE 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 Fourth (34th) Annual General Meeting of the Members of **M/S. AUSOM ENTERPRISE LIMITED** (CIN: L67190GJ1984PLC006746) will be held on Thursday, the 27th day of September, 2018 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, 2018, 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.

2. To appoint a Director in place of Mr. Vipul Z. Mandalia (DIN: 02327708), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

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

   "RESOLVED THAT pursuant to the provisions of Section 185 of the Companies Act, 2013, as amended by the Companies (Amendment) Act, 2017 ("said Section"), approval of members of the Company be and is hereby accorded for giving loan(s) to an entity under the category 'a person in whom any of the director of the company is interested' as specified in the explanation to Sub-section 2(b) of the said Section, an aggregate outstanding amount at any point of time shall not exceeding Rs. 1000.00 crores (Rupees One Thousand Crores only) on such terms and conditions including rate of interest, repayment etc. to be decided by the Board of Directors of the company in its interest from time to time."

   "RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree the terms and conditions of the said loan and to take all necessary steps including to execute all documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable."

By Order of the Board of Directors
For AuSom Enterprise Limited

Place:- Ahmedabad
Date:- 8th August, 2018

Ravikumar Pasi
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

NOTES:

1. A statement giving the relevant detail of the Directors seeking appointment/ reappointment under item 2 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 2017-18 including Notice of the 34th 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 2017-18, Notice of 34th 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 2017-18' 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 Saturday, the 22nd September, 2018 to Thursday the 27th September, 2018 (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 34th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services as provided by Central Depository Services (India) Limited (CDSL). 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 cast their votes by remote e-voting shall be able to exercise their right at the AGM through ballot papers. Members who have cast 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 cast 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:

(i) The voting period begins on, 24th day of September, 2018 at 9:00 a.m. and ends on, 26th day of September, 2018 at 5:00 p.m. During this period Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. 20th September, 2018, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
(ii) The shareholders should log on to the e-voting website **www.evotingindia.com**.
(iii) Click on Shareholders.
(iv) Now Enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
(v) Next enter the Image Verification as displayed and Click on Login.
(vi) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and 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) • Members who have not updated their PAN with the Company/Depository Participant are requested to use the Sequence Number which is printed on Address slip or send with email indicated in the PAN Field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth(in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xi) Click on the EVSN for the relevant **AUSOM ENTERPRISE LIMITED (EVSN: 180825032)** on which you choose to vote.

(xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvii) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xviii) Shareholders can also use Mobile app - "m - Voting" for e voting . m - Voting app is available on Apple , Android and Windows based Mobile. Shareholders may log in to m - Voting using their e voting credentials to vote for the company resolution(s).

(xix) Note for Non – Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to **www.evotingindia.com** and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at **www.evotingindia.com**, under help section or write an email to **helpdesk.evoting@cdslindia.com**.

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

Please follow all steps from sl. no. (i) to sl. no. (xix) 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 CDSL 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

At some point of time it may happen that the company has sufficient fund which is not required for some / shorter time for its business purpose. Said unutilised fund if given to any person in whom any of the present directors of the company is interested would be beneficial for the company mainly due to (i) the company can yield on the said fund by way of reasonable interest (ii) giving fund to such entity shall be more secured than to keep the same with outsider organisation. Even keeping the same as FD with the bank is also not generating reasonable return and (iii) Company can ask for repayment whenever is in need of.

Particulars of information pursuant to section 185 (2) (a) of Companies Act 2013 are:

1. **Particulars of Loan given / to be given:**
   The company proposes to give loan to M/s. ZAVERI AND COMPANY PRIVATE LIMITED, SGH REALTY LLP and BSAFAL.KZ ESTATE LLP an aggregate outstanding amount not exceeding Rs. 1,000.00 crores. The terms and conditions of such loan shall be decided by the board from time to time. However, the company will make sure that the return on such loan in any case shall not be less than the rate of interest lesser than government security.

2. **Purpose of Loan given / to be given:**
   The loan to be given to such company will be for attainment of their main business activity and the company will periodically verify and make sure that such loan is being used by the borrow is in compliance with the end use for which it has been given to that company.

3. **Terms of loan given / to be given:**
   Terms of loan including rate of interest, repayment, security etc. shall be decided by the company and the borrower on mutually basis and also considering other factors.

Pursuant to the provision of Section 185 of amended Companies Act 2013, the company, including public company / Body Corporate, can give loan to other associates where the directors are directly or indirectly interested. Giving such loan shall be subject to conditions as mentioned in the said section read with rules framed thereunder. One of the condition of such loan is that company can give loan with the consent of the shareholders by way of special resolution. The resolution at Sr. No. 3 to this notice is for your approval. The management of the company is of the view that considering the requirements of such companies/ body corporates, the management is of the view that your company should take approval from the shareholders so that loan to such companies can be given to an aggregate outstanding amount at any point of time shall not exceeding of Rs. 1000 crores on the terms and conditions to be mutually agreed between the company and the borrower.

Further you have accorded your consent to the company under section 186 of the Companies Act, 2013 to invest, give guarantee or provide security aggregating to Rs. 1000.00 crores.

None of the Directors except Mr. Zaverilal Mandalia, Mr. Kishor Mandalia and Mr. Vipul Z. Mandalia or Key Managerial Personnel of the Company or their relatives is concerned or interested, financial or otherwise, in the resolutions.

By Order of the Board of Directors
For AuSom Enterprise Limited

Place:- Ahmedabad
Date:- 8th August, 2018

Ravikumar Pasi
Company Secretary & Compliance Officer

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

A Brief resume of the Director	Mr. Vipul Z. Mandalia is BBA. He has around 13 years of experience in the field of Jewellery Business, Import-Export of Ornaments.
Nature of his expertise in specific functional area	Jewellery Business, Import-Export of Ornaments.
Disclosure of relationship between directors inter-se	Except Mr. Zaverilal V. Mandalia, Director and Mr. Kishor Mandalia, Managing Director of the Company, non of the Directors have inter-se relation.
Names of listed entities in which the person also holds the directorship and the membership of Committees of the board	None
Shareholdings in the Company	Equity Share 8,36,420 & Preference Shares 16,00,000

By Order of the Board of Directors
For AuSom Enterprise Limited

Place:- Ahmedabad
Date:- 8th August, 2018

Ravikumar Pasi
Company Secretary & Compliance Officer

Registered Office:
11-B, New Ahmedabad Industrial Estate,
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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 34th Annual Report of the Company together with the Audited Statements of Accounts for the year ended 31st March, 2018.

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 31st March 2018	Previous Year 31st March 2017
Net Sales /Income from Business Operations	3,47,33,09,772	2,88,25,63,459
Other Income	6,53,72,891	7,27,60,532
Total Income	3,53,86,82,663	2,95,53,23,991
Profit before Depreciation	23,12,51,459	10,48,96,621
Less: Depreciation	22,832	34,436
Profit after depreciation	23,12,28,627	10,48,62,185
Less: Current Income Tax	3,66,50,072	2,45,39,911
Less: Previous year/s adjustment of Income Tax ,	Nil	Nil
Less: Deferred Tax	Nil	Nil
Net Profit after Tax	19,45,78,555	8,03,22,273
Dividend (including Interim if any and final)	Nil	Nil
Net Profit after dividend and Tax	19,45,78,555	8,03,22,273
Amount transferred to General Reserve	Nil	Nil
Balance carried to Balance Sheet	19,45,78,555	8,03,22,273
Earnings per share (Basic)	14.28	5.90
Earnings per Share(Diluted)	14.28	5.90

*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. 19.45 Cr. which has been transferred to surplus in the Statement of Profit and Loss. As a result as on 31-03-2018 the total reserve and surplus is amounting to Rs. 55.38 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. 347.33 Cr. as against Rs. 288.26 Cr. for the previous year. Similarly, the Company has generated net profit amounting to Rs. 19.45 Cr. (PAT) as against Rs. 8.03 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. **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.

6. **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.

7. **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.

8. **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.

9. **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'**.

10. **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 any amount 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'**.

11. **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'**.

12. 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:
http://ausom.in/PDF/Annual-Return/Annual%20Return_MGT-7_2018_AUSOM%20ENTERPRISE%20LIMITED.pdf

13. 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.

Pursuant to the Companies (Audit and Auditors) Second Amendment Rules, 2018 dated 7th May 2018, the provision for ratification of Members in Annual General Meeting of the Company has been omitted.

There is no qualification or adverse remarks or disclaimers made by the auditors in their report on the financial statement of the Company for the financial year ended 31st March, 2018.

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 2017-18. The Secretarial Audit Report in prescribed format MR-3 for the financial year ended March 31, 2018 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'.

14. 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.

15. 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.

16. 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.

The Company has not earned any Foreign Exchange amount by way of direct export and has not spent any amount on purchase of Trade goods or Commodities during the year.

17. 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. Vipul Z. Mandalia (DIN: 02327708) will retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment. The Board recommends his reappointment.

The detailed resumed of Mr. Vipul Z. Mandalia is provide in the Notice to this report as required under SEBI (LODR) 2015.

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.

18. 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.

19. NUMBER OF BOARD MEETINGS

During the Financial Year 2017-18, total 4 (Four) meetings of Boards were held respectively on 29/05/2017, 10/08/2017, 09/11/2017 and 07/02/2018.

20. 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.

21. 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"**

22. 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'**.

23. 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.

24. 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.

25. 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 2017-18, no case has been filed under the said act.

26. 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 Redressel) Act, 2013.

27. 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.

28. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCTION 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.

29. 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: 8th August, 2018

Kishor P. Mandalia
Managing Director
Din: 00126209

Vipul Z. Mandalia
Director
Din: 02327708

Annexure – 'A'

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, 2018 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. 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 28th September, 2017	No. of other Directorships & Committee Memberships/Chairmanships*			Directors inter-se relationship, if any	No. of Shares / (%)
					Directorship	Committee Membership	Committee Chairmanship		
1	Mr. Zaverilal Mandalia	Promoter/ Non- Executive Director	04	Yes	06	Nil	Nil	Relative of Mr. Kishor Mandalia and Mr. Vipul Mandalia	804547/ (5.91)
2	Mr. Kishor Mandalia	Promoter/ Executive Director	04	Yes	08	01	Nil	Relative of Mr. Zaverilal Mandalia and Mr. Vipul Mandalia	1189102/ (8.73)
3	Mr. Vipul Mandalia	Promoter/ Non- Executive Director	04	Yes	03	03	01	Relative of Mr. Zaverilal Mandalia and Mr. Kishor Mandalia	836420/ (6.14)
4	Mr. Hitesh Adeshara	Non Executive / Independent Director	04	Yes	NIL	02	02	Not Applicable	NIL
5	Mr. Ghanshyambhai Akbari	Non Executive / Independent Director	04	Yes	01	03	01	Not Applicable	NIL
6	Mrs. Nirupama Vaghjiani	Non Executive / Independent Women Director	04	Yes	NIL	03	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 2017-18, Board of Directors met 04 (Four) 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
1st Quarter - From April to June, 2017.	29th May, 2017
2nd Quarter - From July to September, 2017.	10th August, 2017
3rd Quarter - From October to December, 2017.	9th November, 2017
4th Quarter - From January to March, 2018.	7th February, 2018

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, 2018 (all Independent Directors were present) wherein the Directors were given detailed presentation covering the organisational 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.

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 2017-18, the Audit Committee met 04 (Four) times i.e. on 29-05-2017, 10-08-2017, 09-11-2017 and 07-02-2018.

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	01
Mr. Vipul Mandalia	Non-Executive Director/ Promoter	01
Mrs. Nirupama Vaghjiani	Non-Executive Independent Director	01

Meetings Details:

In the financial year 2017-18, the Nomination and Remuneration Committee met 01 (One) time on 07-02-2018.

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, 2018, 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 2017-2018. 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	**4,000/-**
Mr. Kishor Mandalia	**4,000/-**
Mr. Vipul Mandalia	**4,000/-**
Mr. Ghanshyam bhai Akbari	**4,000/-**
Mr. Hitesh Adeshara	**4,000/-**
Mrs. Nirupama Vaghjiani	**4,000/-**

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	7
Mr. Ghanshyambhai Akbari	Non-Executive Independent Director	7
Mrs. Nirupama Vaghjiani	Non-Executive Independent Director	7

Compliance Officer

Mr. Ravikumar Pasi, 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 2017-18. Even as on the date of this report no complaint is pending.

Meetings Detail:

In the financial year 2017-18, the Stakeholder's Relationship Committee met 07 (Seven) 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 2017-18, the Corporate Social Responsibility Committee met on 7th February, 2018 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 2017-18, the Risk Management Committee did not met 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
2014-2015 31st AGM	29-09-2015 (10:30 a.m.)	1. Re-appointment Mr. Kishor P. Mandalia as Managing Director 2. Related Parties Transactions
2015-2016 32nd AGM	29-09-2016 (10:30 a.m.)	No Special Resolution was passed in the meeting
2016-2017 33rd AGM	28-09-2017 (10:30 a.m.)	No Special Resolution was passed in the meeting

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 1st Quarter ended on 30.06.2017	10th August, 2017	11th August, 2017	The Financial Express - (Gujarati) The Indian Express - (English)
Unaudited Financial Results for 2nd Quarter ended on 30.09.2017	9th November, 2017	10th November, 2017	The Financial Express - (Gujarati) The Indian Express - (English)
Unaudited Financial Results for 3rdQuarter ended on 31.12.2017	8th February, 2018	9th February, 2018	The Financial Express - (Gujarati) The Indian Express - (English)
Audited Financial Results for 4th Quarter and for the year ended on 31.03.2018	29th May, 2018	30th May, 2018	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's 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**		1st April, 2017 to 31st March,2018
2.	**Day, Date and Time of 34th AGM**	:	Thursday, the 27th September, 2018 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**	:	Saturday, the 22nd September, 2018 to Thursday, the 27th September, 2018 (Both days inclusive)
5.	**Dividend payment date**	:	No 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 2018-19 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 2017-18 and 2018-19 has 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.

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-17	31.10	25.00	62,974	30.70	25.50	64,379
May-17	28.40	21.35	47,404	27.80	21.20	50,098
Jun-17	32.80	21.00	1,51,018	32.45	20.50	2,39,374
Jul-17	28.80	23.40	31,240	28.40	23.50	75,323
Aug-17	33.50	25.05	49,540	35.00	25.40	1,15,175
Sep-17	63.00	29.30	3,29,244	63.00	30.40	12,98,379
Oct-17	60.65	43.00	97,852	57.40	43.50	4,00,536
Nov-17	67.55	44.90	1,29,798	66.85	43.50	7,24,123
Dec-17	88.25	58.45	3,16,016	87.65	58.20	13,29,097
Jan-18	83.00	68.55	59,589	83.75	68.60	5,31,411
Feb-18	103.80	64.20	3,07,153	104.45	64.40	28,04,940
Mar-18	79.95	60.00	1,60,118	79.80	62.90	9,54,081

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

Chart A: AuSom Enterprise Limited Share Performance versus BSE Sensex

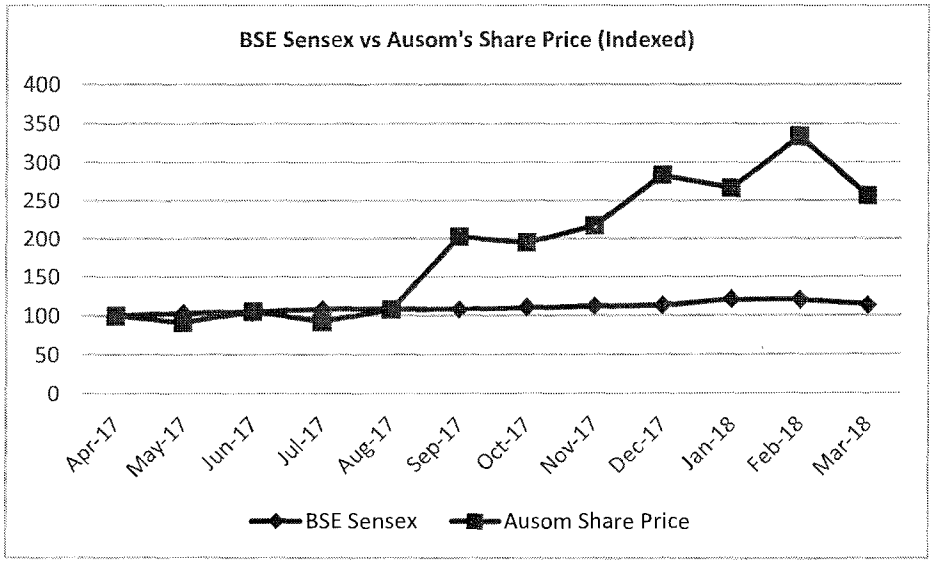
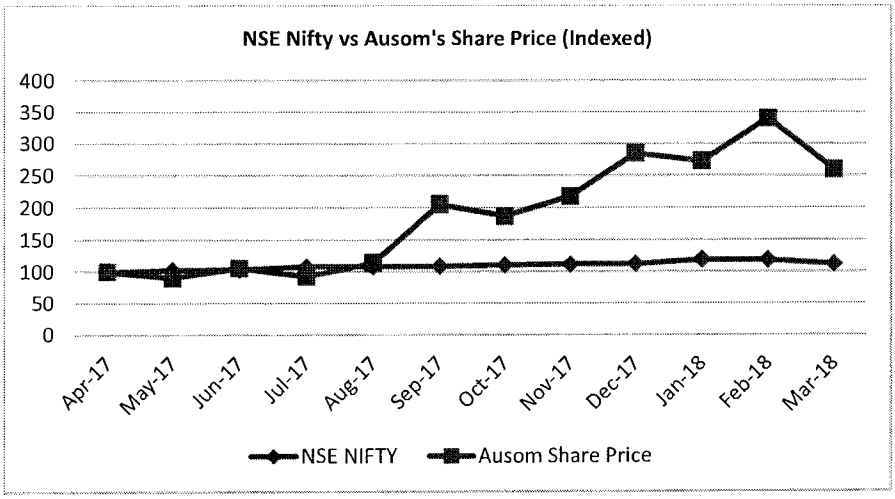


Chart B: AuSom Enterprise Limited Share Performance versus NSE NIFTY



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 31-03-2018)

No. of Equity Shares held	No. of Shareholders	%	No. of Shares	%
Up to 500	5777	84.76	915346	6.72
501 – 1000	665	9.76	487470	3.58
1001 – 2000	178	2.61	259650	1.91
2001 – 3000	69	1.01	177125	1.30
3001 – 4000	26	0.38	92270	0.68
4001 – 5000	22	0.32	102452	0.75
5001 –10000	43	0.63	279328	2.05
10001 & above	36	0.53	11309911	83.02
Grand Total	**6816**	**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 31.03.2018)	% (PERCENTAGE) (UP TO 31.03.2018)
NSDL	11958307	87.78%
CDSL	695872	5.11%
Physical	969373	7.11%
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. Ravikumar Pasi,
Company Secretary & Compliance Officer
Secretarial Department,
606, 'Swagat', Nr. Lal Bunglow,
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 2017-2018, 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 Directors' 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

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 2017-18.

For AuSom Enterprise Limited

Kishor P. Mandalia
Managing Director

Place: Ahmedabad
Date: 8th August, 2018

Annexure- '2'

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

CEO and CFO Certification

We, Kishor 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, 2018 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: 8th August, 2018

Annexure – 'B'

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(A) INDUSTRY STRUCTURE AND DEVELOPMENTS:

Since last ninth 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. 347.33 Cr. from trading activity with a profit of Rs. 19.45 Cr. (PAT).

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

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 2017-2018 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: 8th August, 2018

Kishor Mandalia
Managing Director

Annexure – 'C'

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. 11,05,26,669/-

4) Prescribed CSR Expenditure (Two percent of the amount as in item 3 above): Rs. 22,10,533/-

5) Details of CSR spend for the financial year :
   a) Total amount spent for the financial year : Nil
   b) Amount unspent if any : Rs. 22,10,533/-
   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	Nil						

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 provision of Section 135 of the Companies Act, 2013 was Rs. 22.11 Lacs whereas the Company for the year under consideration did not spent any amount 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.

Place: Ahmedabad
Date: 8th August, 2018

Zaverilal V. Mandalia
Chairman & Director

Ghanshyambhai Akbari
Chairman CSR Committee

Annexure –'D'

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.

Annexure 'E'

ANNUAL RETURN

Form No. MGT-9 (Extract of annual return as on F.Y. ended on 31/03/2018)

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	Corporate Identification Number	L67190GJ1984PLC006746
ii)	Registration Date	15/02/1984
iii)	Name of the Company	AUSOM ENTERPRISE LIMITED
iv)	Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES / INDIAN NON-GOVERNMENT COMPANY
v)	Address of the Registered office and contact details	11-B, NEW AHMEDABAD INDUSTRIAL ESTATE,SARKHEJ BAVLA ROAD , VILLAGE MORAIYA – 382213 GUJARAT. INDIA Tel: +91 79 2642 1422-1499 Fax: +91 79 2656 9898
vi)	Whether listed company	YES BSE Limited and, National Stock Exchange of India Limited
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	LINK INTIME INDIA PVT. LTD. 5TH FLOOR, 506 TO 508, AMARNATH BUSINESS CENTER -L (ABC-I), BESIDE GALA BUSINESS CENTER, NR. ST. XAVIER'S COLLEGE CORNER, OFF C.G. ROAD, NAVRANGPURA, AHMEDABAD- 380009. CONTACT NO.: 079-26465179

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sr. No.	Name and Description of Main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
1.	Bullion	Group. 464 (Sub-class: 46498) –Wholesale of precious metals and jewellery.	53.74%
2.	Shares, Securities & Units of Mutual Funds	Group. 661- Activities auxiliary to financial service activities, except insurance and pension funding	46.26%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the Beginning of the year (01/04/2017)				No. of Shares held at the end of the year (31/03/2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	10038992	0	10038992	73.69	10040000	0	10040000	73.70	0.01
b) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any Other....	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (A) (1):-	**10038992**	**0**	**10038992**	**73.69**	**10040000**	**0**	**10040000**	**73.70**	**0.01**
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00	0	0	0	0	0.00
b) Other – Individuals	0	0	0	0.00	0	0	0	0	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0	0.00
d) Banks / FI	0	0	0	0.00	0	0	0	0	0.00
e) Any Other....	0	0	0	0.00	0	0	0	0	0.00
Sub-total (A) (2):-	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0**	**0.00**
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	**10038922**	0	**10038922**	**73.69**	**10040000**	**0**	**10040000**	**73.70**	**0.01**

B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0.00
b) Banks / FI	0	0	0	0	0	0	0	0	0.00
c) Central Govt	200	0	200	0.0015	200	0	200	0.0015	0.00
d) State Govt(s)	0	0	0	0	0	0	0	0	0.00
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
f) Insurance Companies	0	0	0	0	0	0	0	0	0.00
g) FIIs	0	0	0	0	0	0	0	0	0.00
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0.00
i) Others (specify)	0	0	0	0	0	0	0	0	0.00
Sub-total (B)(1):-	**200**	**0**	**200**	**0.0015**	**200**	**0**	**200**	**0.0015**	**0.00**
2. Non Institutions									
a) Bodies Corp.									
i) Indian	14010	20800	34810	0.26	75034	20800	95834	0.70	(0.45)
ii) Overseas	0	0	0	0.00	0	0	0	0	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital uptoRs. 1 lakh	1167697	933729	2101420	15.42	1201479	927923	2129402	15.63	0.21
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1226983	11050	1238033	9.09	1192097	11050	1203147	8.83	(0.26)
c) Others (specify)									

i) Hindu Undivided Family	153454	0	153454	1.13	95317	0	95317	0.70	(0.43)
ii) Clearing Member	37735	0	37735	0.27	33619	0	33619	0.25	(0.02)
iii) Non Resident Indians (REPAT)	2648	0	2648	0.02	10583	0	10583	0.08	0.01
iv) Non Resident Indians (NON REPAT)	6660	9600	16260	0.12	5850	9600	16450	0.11	(0.01)
Sub-total (B)(2):-	**2609187**	**975173**	**3584360**	**26.31**	**2613979**	**969373**	**3583352**	**26.30**	**(0.01)**
Total Public Shareholding (B)=(B)(1)+ (B)(2)	**2609387**	**975173**	**3584560**	**26.31**	**2614179**	**969373**	**3583552**	**26.30**	**(0.01)**
C. Shares held by Custodian for GDRs & ADRs	**0**	**0**	**0**	**0.00**	0	0	0	0.00	**0.00**
Grand Total (A+B+C)	**12648379**	**975173**	**13623552**	**100.00**	**12654179**	**969373**	**13623552**	**100.00**	**0.00**

ii) Shareholding of Promoters

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year (01/04/2017) #Refer Note 1			Shareholding at the end of the year (31/03/2018)			% 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 PAWANI	5020000	36.85	0.00	5020000	36.85	0.00	0.00
2	KISHOR PRANJIVANDAS MANDALIA	1189102	8.73	0.00	1189102	8.73	0.00	0.00
3	DAXABEN BHARATBHAI MANDALIA	890572	6.54	0.00	890572	6.54	0.00	0.00
4	VIPULKUMAR ZAVERILAL MANDALIA	836420	6.14	0.00	836420	6.14	0.00	0.00
5	ZAVERILAL VIRJIBHAI MANDALIA	804547	5.91	0.00	804547	5.91	0.00	0.00
6	CHANDRESH ZAVERILAL MANDALIA	797647	5.85	0.00	797647	5.85	0.00	0.00
7	BHARAT PRANJIVANDAS MANDALIA	364693	2.68	0.00	364693	2.68	0.00	0.00
8	ARUNABEN KISHORBHAI MANDALIA	65829	0.48	0.00	65829	0.48	0.00	0.00
9	FENNYBEN CHANDRESHBHAI MANDALIA	37875	0.28	0.00	38883	0.29	0.00	0.01
10	PRAFULLABEN ZAVERILAL MANDALIA	32307	0.24	0.00	32307	0.24	0.00	0.00
	TOTAL	**10038992**	**73.69**	**0.00**	**10040000**	**73.70**	**0.00**	**0.01**

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

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

#Note: 1:

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

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

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

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

v) Shareholding of Directors and Key Managerial Personnel

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

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i). Principal Amount	18,95,44,468	Nil	Nil	18,95,44,468
ii). Interest due but not paid	Nil	Nil	Nil	Nil
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i +ii+iii)	18,95,44,468	Nil	Nil	18,95,44,468
Change in Indebtedness during the financial year ·				
• Addition	Nil	14,55,00,000	Nil	14,55,00,000
• Reduction	(18,36,71,014)	Nil	Nil	(18,36,71,014)
Net Change	(18,36,71,014)	14,55,00,000	Nil	(3,81,71,014)
Indebtedness at the end of the financial year				
i). Principal Amount	58,73,454	14,55,00,000	Nil	15,13,73,454
ii). Interest due but not paid	Nil	Nil	Nil	Nil
iii). Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	58,73,454	14,55,00,000	Nil	15,13,73,454

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	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, please specify –	**0**	**0**
	Total (A)	**0**	**0**
	Ceiling as per the Act	(being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)	

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Zaverilal V. Mandalia	Mr. Vipul Z. Mandalia	Mr. Ghanshyambhai B. Akbari	Mr. Hitesh B. Adeshara	Mrs. Nirupama H. Vaghjiani	
1.	Independent Directors						
	• Fee for attending board / committee meetings	---	---	4000	4000	4000	12000
	• Commission	---	---	0	0	0	0
	• Others, please specify	---	---	0	0	0	0
	Total (1)	---	---	4000	4000	4000	12000
2.	Other Non-Executive Directors						
	• Fee for attending board / committee meetings	4000	4000	---	---	---	8000
	• Commission	0	0	---	---	---	0
	• Others, please specify	0	0	---	---	---	0
	Total (2)	**4000**	**4000**	**---**	**---**	**---**	**8000**
	Total (B)=(1+2)	**4000**	**4000**	**4000**	**4000**	**4000**	**20000**
	Total Managerial Remuneration*						
	Overall Ceiling as per the Act	**(being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013)**					

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

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary (Ravikumar Pasi)	CFO (Rupesh Shah)	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	0	4,16,066	5,76,989	9,93,055
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0	0	0
2.	Stock Option	0	0	0	0
3.	Sweat Equity	0	0	0	0
4.	Commission - as % of profit - others, specify...	0	0	0	0
5.	Others, please specify	0	0	0	0
	Total	**0**	**4,16,066**	**5,76,989**	**9,93,055**

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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

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

Place: Ahmedabad
Date: 8th August, 2018

Kishor P. Mandalia
Managing Director
Din: 00126209

Vipul Z. Mandalia
Director
Din: 02327708

Annexure 'F'

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2018

[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, 2018**, 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, 2018 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 Redressel) 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: 08th August, 2018
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.

'Annexure A'

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: 08th August, 2018
Place: Vadodara

Annexure –'G'

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.

Annexure – 'H'

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, 2018: 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, 2018:

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	50.00%

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, 2018: 2 (Two)

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 is only two employees and they are Managerial personnel. The Average Salary increased of managerial employees is 25.00%. 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
1.	Latest audited Balance Sheet Date	31st March, 2018
2.	Shares of Joint Ventures held by the company on the year end	
	No.	---
	Amount of Investment in Joint Venture	25,66,35,720/-
	Extend of Holding %	80.00%
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.
4.	Reason why the associate/joint venture is not consolidated	Not Applicable
5.	Networth attributable to Shareholding as per latest audited Balance Sheet	33,51,52,641/-
6.	Profit / Loss for the year	
	Considered in Consolidation	0.00
	Not Considered in Consolidation	0.00

For and on behalf of the Board of Directors

Place: Ahmedabad
Date: 8th August, 2018

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Annexure – 'J'

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**

	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.	Zaveri Realty LLP (director is partner)	Leasing Premises	5 Years from 01/01/2018	Lease Rent @ Rs. 9900/- p.m.	7th February, 2018	Nil

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

Place: Ahmedabad
Date: 8th August, 2018

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, 2018, 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 purposes 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, 2018.

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 : 08-08-2018

(Hemang V Patel)
Partner
Membership No. 154494

Standalone Financial Statements 2017-18

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Ausom Enterprise Limited

Report on the Standalone Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying Ind AS financial statements of **Ausom Enterprise Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility 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 including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules thereunder.

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 accounting 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and Rules made thereunder.

We conducted our audit of the standalone Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone Ind AS financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone Ind AS financial statements. 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. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone Ind AS financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone Ind AS financial statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone Ind AS financial statements.

Opinion

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 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 State of affairs of the Company as at 31st March, 2018, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Other Matter

The comparative financial information of the Company for the year ended 31stMarch, 2017 and the transition date opening balance sheet as at 1st April, 2016 prepared in accordance with Ind AS included in these standalone Ind AS financial statements have been audited by the predecessor auditor. The report of the predecessor auditor on the comparative financial information and the said opening balance sheet dated 10th August, 2017 expressed an unmodified opinion.

Our opinion on the financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of this matter.

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 purposes 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, the Statement of Profit and Loss including other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
   (d) In our opinion, the aforesaid standalone 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 as on 31stMarch, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 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". 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 its financial position in its standalone Ind AS financial statements (refer note no.33 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.

PLACE : AHMEDABAD
DATE : 08-08-2018

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

(Hemang V Patel)
Partner
Membership No. 154494

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(iiia), (iiib) and (iiic) 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, 2018 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 Ind AS 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 : 08-08-2018

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

(Hemang V Patel)
Partner
Membership No. 154494

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, 2018 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 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 judgement. 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, 2018, 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 : 08-08-2018

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

(Hemang V Patel)
Partner
Membership No. 154494

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AuSom Enterprise Limited

BALANCE SHEET AS AT 31 MARCH, 2018

Particulars	Note No.	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
		Rupees	Rupees	Rupees
ASSETS				
Non-current assets				
Property, Plant and Equipments	3	67,494	54,826	3,95,700
Capital Work in progress	3	0	0	95,78,305
Financial assets				
Investments	4	28,01,95,376	22,78,00,280	20,99,00,280
Other non-current financial assets	5	6,33,411	6,33,411	7,83,411
Income tax assets (net)	6	14,63,203	1,79,39,194	2,37,92,052
Other non-current assets	7	0	0	30,00,000
		28,23,59,484	24,64,27,711	24,74,49,748
Current assets				
Inventories	8	22,49,82,378	15,90,13,132	28,96,46,761
Financial assets				
Trade Receivables	9	85,65,980	51,02,638	16,30,357
Cash and cash equivalents	10	31,33,031	1,79,16,951	1,54,14,400
Bank balances other than Cash and cash equivalents above	11	99,00,000	23,45,00,000	17,97,00,000
Loans	12	44,09,68,613	18,91,70,000	2,10,95,160
Other current financial assets	13	26,48,23,449	4,26,23,541	2,05,87,226
Other current assets	14	79,82,828	79,85,367	1,06,57,436
		96,03,56,279	65,63,11,629	53,87,31,340
TOTAL ASSETS		**1,24,27,15,763**	**90,27,39,340**	**78,61,81,088**
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	15	13,62,46,270	13,62,46,270	13,62,46,270
Other Equity	16	55,37,77,512	35,92,11,994	27,89,53,364
		69,00,23,782	49,54,58,264	41,51,99,634
LIABILITIES				
Non-current liabilities				
Non current Provisions	17	3,03,634	2,37,200	1,26,661
Non-current tax liabilities (net)	18	66,60,488	83,25,610	13,37,108
		69,64,122	85,62,810	14,63,769
Current liabilities				
Financial liabilities				
Current Borrowings	19	35,13,73,454	38,95,44,468	36,84,21,443
Trade payables	20	9,29,69,576	11,50,337	4,12,202
Other current financial liabilities	21	9,34,10,731	3,24,965	5,92,844
Other current liablities	22	1,10,976	10,03,549	91,196
Current tax liabilities (net)	23	78,63,122	66,94,947	0
		54,57,27,859	39,87,18,266	36,95,17,685
TOTAL EQUITY AND LIABILITIES		**1,24,27,15,763**	**90,27,39,340**	**78,61,81,088**

Significant Accounting Policies **2**

The accompanying notes from 1 to 45 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2018

Particulars	Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
Income			
Revenue from operations	24	3,47,33,09,772	2,88,25,63,459
Other income	25	6,53,72,891	7,27,60,532
Total revenue		3,53,86,82,663	2,95,53,23,991
Expenses			
Purchases of stock-in-trade	26	3,33,41,21,230	2,66,95,73,892
Changes in inventories of stock-in-trade	27	(6,59,69,247)	13,06,33,630
Employee benefits expense	28	11,66,567	11,79,557
Finance costs	29	2,09,82,133	3,55,03,244
Depreciation and amortisation expense	3	22,832	34,436
Other expenses	30	1,71,30,521	1,35,37,048
Total expenses		3,30,74,54,036	2,85,04,61,806
Profit before tax		23,12,28,627	10,48,62,185
Tax expense:			
Current Income Tax		3,66,50,072	2,45,39,911
Deferred tax		0	0
Profit for the year		**19,45,78,555**	**8,03,22,273**
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans		(16,574)	(80,912)
Income tax relating to above item		3,537	17,268
Other comprehensive income for the year		**(13,037)**	**(63,644)**
Total Comprehensive income for the year		**19,45,65,518**	**8,02,58,629**
Earnings per Equity Share	31		
Basic		14.28	5.90
Diluted		14.28	5.90

2

Significant Accounting Policies
The accompanying notes from 1 to 45 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

AuSom Enterprise Limited

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH, 2018

		For the year ended 31-Mar-18		For the year ended 31-Mar-17
	Rupees	Rupees	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		23,12,28,627		10,48,62,185
Adjustment for				
Depreciation	22,832		55,042	
Interest income	(6,08,50,004)		(6,29,49,234)	
Interest expense	2,09,82,133		3,55,03,244	
Profit on Sale of Assets	0		(58,670)	
Remeasurement gain/(loss) on defined benefit plans	(16,574)		(80,912)	
		(3,98,61,613)		(2,75,30,530)
Operating Profit before Working Capital Changes		19,13,67,014		7,73,31,655
Decrease/(Increase) in Trade Receivable	(34,63,342)		(34,72,281)	
Decrease/(Increase) in Inventories	(6,59,69,247)		13,06,33,630	
Increase/(Decrease) in Non-current provision	66,434		1,10,539	
Increase/(Decrease) in Other current liability	(8,92,573)		9,12,353	
Increase/(Decrease) in Other current financial liability	9,30,85,766		(2,67,879)	
Decrease/(Increase) in Other current assets	2,539		26,72,069	
Decrease/(Increase) in Other current financial assets	(22,21,99,908)		(2,20,36,315)	
Decrease/(Increase) in Other non-current financial assets	0		1,50,000	
Decrease (Increase) in Other non-current assets	0		30,00,000	
Decrease/(Increase) in Other bank balance	22,46,00,000		(5,48,00,000)	
Increase/(Decrease) in Trade Payable	9,18,19,239	11,70,48,909	7,38,135	5,76,40,250
Cash Generated from Operations		30,84,15,923		13,49,71,905
Income tax (net)		(2,06,67,491)		(49,86,336)
Net cash from operating activities		**28,77,48,432**		**12,99,85,569**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Capital contribution in LLP	(5,23,95,096)		(1,79,00,000)	
Purchase of Property, Plant & Equipment	(35,500)		0	
Movement in Capital work-in-progress	0		95,78,305	
Movement in Loan given	(25,17,98,613)		(16,80,74,840)	
Proceeds from sale of Property, Plant & Equipment	0		3,44,502	
Interest Received	6,08,50,004		6,29,49,234	
Net cash from investing activites		**(24,33,79,205)**		**(11,31,02,799)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds/repayment from/of current borrowings	14,55,00,000		0	
Interest Paid	(2,09,82,133)		(3,55,03,244)	
Net cash used in financing activities		**12,45,17,867**		**(3,55,03,244)**
Net increase in cash & cash equivalents		**16,88,87,094**		**(1,86,20,474)**
Cash & Cash equivalents at beginning of period		(17,16,27,517)		(15,30,07,043)
Cash & Cash equivalents at end of period		**(27,40,423)**		**(17,16,27,517)**

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

	As at 31-03-2018	As at 31-03-2017
Cash On Hand	7,80,767	8,07,962
Bank Balance with Schedule Banks	23,52,264	1,71,08,989
Bank overdraft facility	(58,73,454)	(18,95,44,468)
Total	**(27,40,423)**	**(17,16,27,517)**

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

(Hemang V Patel)
Partner
Membership No. 154494

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA — **Managing Director**
ZAVERILAL MANDALIA — **Director**
RUPESH SHAH — **Chief Financial Officer**
RAVIKUMAR PASI — **Company Secretary**

Place : Ahmedabad
Date : 08-08-2018

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2018

(A) Equity share capital

Particulars	Note No.	For the year ended 31-Mar-18 Rupees	For the year ended 31-Mar-17 Rupees
Opening balance		13,62,46,270	13,62,46,270
Changes in equity share capital during the year		0	0
Closing Balance	15	**13,62,46,270**	**13,62,46,270**

(B) Other Equity

Particulars	Note No.	Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 19.3)	Reserves & surplus			Other comprehensive income Remeasurement gain/ (loss) on defined benefit plans	Total
			Securities premium	Capital reserve	Retained earnings		
Balance as at 01 April 2016	16	6,38,58,300	36,41,18,400	86,000	(14,91,09,336)	0	27,89,53,364
Add- Profit for the year		0	0	0	8,03,22,273	0	8,03,22,273
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(63,644)	(63,644)
Total comprehensive income for the year ended 31 March 2017	16	**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)
Total comprehensive income for the year ended 31 March 2018	16	**6,38,58,300**	**36,41,18,400**	**86,000**	**12,57,91,493**	**(76,681)**	**55,37,77,512**

The accompanying notes from 1 to 45 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

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.

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. These are the Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2016.

Up to the financial year ended March 31, 2017, the Company prepared its financial statements in accordance with the requirements of the previous applicable GAAP, which included the Standards notified under the Companies (Accounting Standards) Rules, 2006 notified under Section 133 of the Act and other relevant provisions of the Act.

First-time adoption:

In accordance with Ind AS 101 on First-time adoption of Indian Accounting Standards, the Company's first Ind AS financial statements include, three balance sheets viz. the opening balance sheet as at April 1, 2016 and balance Sheets as at March 31, 2017 and 2018, and, two statements each of profit and loss, cash flows and Changes in equity for the years ended March 31, 2017 and 2018 together with related notes. The same accounting policies have been consistently applied to all year presented, [except where the Company has made use of exceptions or exemptions allowed under Ind AS 101 in the preparation of the opening Ind AS balance sheet which have been disclosed in note no. 45]

Historical cost convention:

The financial statements have been prepared on historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

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 crystalising 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 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.

2.6 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.

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 01/04/2016	Additions	Deletions/ Adjustments	As at 31/03/2017	Additions	Deletions/ Adjustments	As at 31/03/2018	As at 01/04/2016	For the Year	Deletions/ Adjustments	As at 31/03/2017	For the Year	Deletions/ Adjustments	As at 31/03/2018	As at 31/03/2018	As at 31/03/2017	As at 01/04/2016
Plant & Equipment	84,468	0	84,468	0	0	0	0	25,508	3,271	28,779	0	0	0	0	0	0	58,960
Furniture and Fixtures	1,27,134	0	0	1,27,134	0	0	1,27,134	65,849	14,274	0	80,123	14,276	0	94,399	32,735	47,011	61,285
Office Equipment	2,63,630	0	2,01,700	61,930	0	0	61,930	71,047	19,378	28,930	61,495	0	0	61,495	435	435	1,92,583
Computer	86,700	0	0	86,700	35,500	0	1,22,200	64,115	15,205	0	79,320	8,556	0	87,876	34,324	7,380	22,585
Vehicle	61,341	0	61,341	0	0	0	0	1,054	2,914	3,968	0	0	0	0	0	0	60,287
Total (a)	**6,23,273**	0	3,47,509	**2,75,764**	**35,500**	**0**	**3,11,264**	**2,27,573**	**55,042**	61,677	**2,20,938**	**22,832**	**0**	**2,43,770**	**67,494**	**54,826**	**3,95,700**
Work in Progress	95,78,305	2,53,980	98,32,285	0	0	0	0	0	0	0	0	0	0	0	0	0	95,78,305
Total (b)	**95,78,305**	**2,53,980**	**98,32,285**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**95,78,305**
Total (a + b)	**1,02,01,578**	**2,53,980**	**1,01,79,794**	**2,75,764**	**35,500**	**0**	**3,11,264**	**2,27,573**	**55,042**	**61,677**	**2,20,938**	**22,832**	**0**	**2,43,770**	**67,494**	**54,826**	**99,74,005**

3.1

Nil (31/03/2017- Rs.20,606/-) included in depreciation for the year are added to capital work in progress (CWIP) being the depreciation on the assets used for CWIP

4.Investments

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Trade investments in Joint Venture (unquoted & valued at cost) (Long-term)			
Investment in Limited Liability Partnership			
- Capital Contribution in Swadeshi Distributors LLP	25,66,35,720	20,42,40,624	18,63,40,624
Non-Trade Investments (unquoted & valued at cost) (Long-term)			
Investment in equity instruments			
- 207101 (31/03/2017: 207101; 01/04/2016: 207101) Equity Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd.	1,64,28,892	1,64,28,892	1,64,28,892
Investment in preferance shares			
- 97619 (31/03/2017: 97619; 01/04/2016: 97619) Preferance Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd.	58,58,019	58,58,019	58,58,019
Investment in Zero Coupon Fully Convertible Debenture			
- 12727 (31/03/2017: 12727; 01/04/2016: 12727) Debentures of Rs. 100 each fully paid up in Grower Zampa Vineyards Ltd	12,72,745	12,72,745	12,72,745
Total	**28,01,95,376**	**22,78,00,280**	**20,99,00,280**
Aggregate amount of unquoted investment	**28,01,95,376**	**22,78,00,280**	**20,99,00,280**
Aggergate amount of impairment in value of investment	**0**	**0**	**0**

5.Other non-current financial assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Fixed deposits	2,00,000	2,00,000	2,00,000
Security deposits			
Unsecured, considered good	4,33,411	4,33,411	5,83,411
Total	**6,33,411**	**6,33,411**	**7,83,411**

6.Income tax assets (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Advance income tax (net of provision)	14,63,203	1,79,39,194	2,37,92,052
Total	**14,63,203**	**1,79,39,194**	**2,37,92,052**

7.Other non-current assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Capital advances (Unsecured, considered good)	0	0	30,00,000
Total	**0**	**0**	**30,00,000**

8. Inventories

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Stock-in-trade			
- Shares & securities	22,49,82,378	15,84,32,132	5,07,66,250
- Bullion	0	5,81,000	23,88,80,511
Total	**22,49,82,378**	**15,90,13,132**	**28,96,46,761**

9. Trade Receivables

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Unsecured, considered good (Refer note no.40 for related party disclosure)	85,65,980	51,02,638	16,30,357
Total	**85,65,980**	**51,02,638**	**16,30,357**

10. Cash and cash equivalents

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Cash and cash equivalents			
Balance with Banks - In current accounts	23,52,264	1,71,08,989	1,46,37,544
Cash on hand	7,80,767	8,07,962	7,76,856
Total	**31,33,031**	**1,79,16,951**	**1,54,14,400**

11. Bank balances other than Cash and cash equivalents above

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Fixed deposits with remaining maturity for less than 12 months (Note 11.1)	99,00,000	23,45,00,000	17,97,00,000
Total	**99,00,000**	**23,45,00,000**	**17,97,00,000**

11.1

Fixed deposits are pledged against overdraft facilities availed from banks.

12. Loans

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Unsecured, considered good			
Related parties (Note No.:- 40)	26,79,68,613	15,91,70,000	0
Others	17,30,00,000	3,00,00,000	2,10,95,160
Total	**44,09,68,613**	**18,91,70,000**	**2,10,95,160**

13. Other current financial assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Interest accrued on			
Investments	3,02,48,347	2,25,28,513	0
Fixed deposits	14,77,862	64,46,465	46,58,183
Loans	2,46,70,513	1,16,46,463	0
Margin money with exchanges	20,55,34,084	0	1,59,19,590
Others	28,92,643	20,02,100	9,453
Total	**26,48,23,449**	**4,26,23,541**	**2,05,87,226**

14. Other current assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Balances with statutory authorities	79,41,974	79,44,513	1,05,35,982
Prepaid Expenses	3,454	3,454	9,054
Others	37,400	37,400	1,12,400
Total	**79,82,828**	**79,85,367**	**1,06,57,436**

15. Equity share capital

Particulars	As at 31 March 2018		As at 31 March, 2017		As at 01 April, 2016	
	Number of shares	Rupees	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	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	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	1,36,23,552	13,62,35,520
Forfeited equity shares(Amount originally paid up)		10,750		10,750		10,750
Total		**13,62,46,270**		**13,62,46,270**		**13,62,46,270**

15.1 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, 2018				
- 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, 2017				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520

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

Class of shares / Name of shareholder	As at 31 March 2018		As at 31 March, 2017		As at 01 April 2016	
	Number of shares held	% holding in that class of shares	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	50,20,000	36.85
Kishor P. Mandalia	11,89,102	8.73	11,89,102	8.73	11,89,102	8.73
Daxaben B. Mandalia	8,90,572	6.54	8,90,572	6.54	8,90,572	6.54
Vipul Z. Mandalia	8,36,420	6.14	8,36,420	6.14	8,36,420	6.14
Zaverilal V. Mandalia	8,04,547	5.91	8,04,547	5.91	8,04,547	5.91
Chandresh Z. Mandalia	7,97,647	5.85	7,97,647	5.85	7,97,647	5.85

15.3 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 ensuring 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.

16. Other Equity

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Capital reserve (Profit on reissue of forfeited shares)	86,000	86,000	86,000
Securities Premium Reserve	36,41,18,400	36,41,18,400	36,41,18,400
Retained earnings *	12,57,91,493	(6,87,87,062)	(14,91,09,336)
Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 19.3)	6,38,58,300	6,38,58,300	6,38,58,300
Other Comprehensive Income *	(76,681)	(63,644)	0
Total	**55,37,77,512**	**35,92,11,994**	**27,89,53,364**

* For movement, refer statement of chnages in equity.

17. Non current Provisions

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Provision for employee benefits			
Provision for gratuity	3,03,634	2,37,200	1,26,661
Total	**3,03,634**	**2,37,200**	**1,26,661**

18.Non-current tax liabilities (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Income tax liability	66,60,488	83,25,610	13,37,108
Total	**66,60,488**	**83,25,610**	**13,37,108**

19.Current Borrowings

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Loans repayable on demand			
From Banks			
Secured : overdraft facilities (Note 19.1)	58,73,454	18,95,44,468	16,84,21,443
From Others (Note 19.2)			
Unsecured	14,55,00,000	0	0
Debt portion of preference share capital (Note 19.3)- Unsecured Non-Cumulative Redeemable Participating Preference shares of Rs. 10/- each	20,00,00,000	20,00,00,000	20,00,00,000
Total	**35,13,73,454**	**38,95,44,468**	**36,84,21,443**

19.1

The overdraft facilities from banks are secured against Fixed Deposits of the Company. They are repayable on demand and carry.

19.2

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

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

Name of shareholder	As at 31-03-2018		As at 31-03-2017		As at 01-04-2016	
	Number of shares held	% of holding	Number of shares held	% of holding	Number of shares held	% of holding
Zaverilal V. Mandalia	18,00,000	9.00	18,00,000	9.00	18,00,000	9.00
Bharat P. Mandalia	25,00,000	12.50	25,00,000	12.50	25,00,000	12.50
Kishor P. Mandalia	25,00,000	12.50	25,00,000	12.50	25,00,000	12.50
Chandresh Z. Mandalia	16,00,000	8.00	16,00,000	8.00	16,00,000	8.00
Vipul Z. Mandalia	16,00,000	8.00	16,00,000	8.00	16,00,000	8.00
Savitri D. Pawani	1,00,00,000	50.00	1,00,00,000	50.00	1,00,00,000	50.00

19.3 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 01-04-2014 form 16.5% Cummultive to 1.5% Non-Cummulative Redeemable Participating preference shares (NCRPPS).

The holder of each NCRPPS shall be entitle for a non-cumulative dividend of 1.5% p.a. (The holder of each CRPPS was entitle 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 ensuring 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 specifited in wiriting 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 redeemption 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. 37,34,00,000 and remain the same as at 31-03-2018.

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.

20. Trade payables

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Trade payables (Note 32 : due to micro ans small	9,29,69,576	11,50,337	4,12,202
Total	**9,29,69,576**	**11,50,337**	**4,12,202**

21. Other current financial liabilities

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Interest accrued but not due on borrowings	0	1,20,042	0
Creditors for Capital expenditure	0	1,41,965	5,14,739
Provision for employee benefits	59,411	57,868	42,612
Provision for expense	29,920	5,090	35,493
Derivatives instruments at fair value through profit or loss	9,33,21,400	0	
			0
Total	**9,34,10,731**	**3,24,965**	**5,92,844**

22. Other current liablities

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Statutory dues	1,10,976	10,03,549	91,196
Total	**1,10,976**	**10,03,549**	**91,196**

23. Current tax liabilities (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Provision for Income tax (net of advances)	78,63,122	66,94,947	0
Total	**78,63,122**	**66,94,947**	**0**

24. Revenue from operations

	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
(a)	Sale of Traded goods (Note 24.1)	3,33,60,03,262	2,88,42,15,400
(b)	Other operating revenues (Note 24.1)	13,73,06,510	(16,51,941)
	Total	**3,47,33,09,772**	**2,88,25,63,459**

24.1 Gross Revenue derived from sales of Traded goods and other operating revenues under broad heads

	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
(i)	**Sale of Traded goods**		
	Shares, Securities & Units of Mutual Funds	1,54,33,24,027	52,57,36,141
	Bullion	1,79,26,79,235	2,35,84,79,259
	Interdivision	0	0
	Total - Sale of traded goods	**3,33,60,03,262**	**2,88,42,15,400**
(ii)	**Other operating revenues**		
	Profit / (Loss) on Share Speculation (Net)	(11,512)	0
	Profit/(loss) on Derivatives Transactions (Net)		
	Shares & Securities	10,25,76,545	71,68,440
	Commodities	3,47,41,471	(70,65,901)
	Currency	6	(17,54,480)
	Total - Other operating revenues	**13,73,06,510**	**(16,51,941)**

25. Other income

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Interest Income		
From Bank	28,26,418	2,34,95,154
From Others	2,77,75,239	1,69,25,567
From Investment as partner in LLP	3,02,48,347	2,25,28,513
Dividend Income	15,84,859	13,07,356
Profit/(loss) on Cancellation of FRA/Forward contracts	0	62,44,000
Profit on sale of fixed assets	0	58,670
Interest on Income tax refund	29,38,028	17,51,422
Profit on sale of assets from CWIP	0	4,49,850
Total	**6,53,72,891**	**7,27,60,532**

26. Purchases of stock-in-trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Shares, Securities & Units of Mutual Funds	1,55,97,02,428	56,96,16,336
Bullion	1,77,44,18,802	2,09,99,57,556
Interdivision	0	0
Total	**3,33,41,21,230**	**2,66,95,73,892**

27. Changes in inventories of stock-in-trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Inventories at the end of the year:		
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**
Inventories at the beginning of the year:		
Stock-in-trade- Shares & mutual funds	15,84,32,132	5,07,66,250
Stock-in-trade - Bullion	5,81,000	23,88,80,511
	15,90,13,132	**28,96,46,761**
Net (increase) / decrease	**(6,59,69,247)**	**13,06,33,630**

28. Employee benefits expense

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Salaries and bonus	9,62,388	9,95,358
Leave Enchashment	98,270	1,04,629
Provided for gratuity	49,860	29,627
Contribution towards providend fund	56,049	49,943
Total	**11,66,567**	**11,79,557**

29. Finance costs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Interest expense	2,09,82,133	3,55,03,244
Total	**2,09,82,133**	**3,55,03,244**

30. Other expenses

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Electricity Power	35,850	49,360
Rent	1,78,800	1,78,800
Rates and taxes	2,400	2,400
Stationary, Printing, Postage and Telephone	2,93,522	3,01,314
Legal and professional fees	5,04,497	19,50,880
Payments to auditors (Note 30.1)	4,18,400	7,48,500
Transportation expenses	0	7,69,043
Shares, Securities and Derivatives transaction charges	1,36,02,345	9,48,963
Sundry balances W/off	3,80,946	865
Donation	2,50,000	0
Directors' sitting fees	24,000	24,000
Loss on Sale / Discard of assets from CWIP	0	10,26,650
Loss on Discard of CWIP	0	29,61,987
Labour charges	0	31,31,251
Licence fees & Service charges of SEZ unit	3,76,225	3,25,369
General Charges (Note 30.2)	10,63,536	11,17,666
Total	**1,71,30,521**	**1,35,37,048**

30.1 Payments to the auditors

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
As auditors :-		
Audit fees	1,50,000	1,73,975
Tax audit fees	1,38,400	1,49,925
For other services	30,000	23,100
For taxation matters	1,00,000	4,01,500
Total	**4,18,400**	**7,48,500**

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, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Earnings per share		
Profit attributable to the equity shareholders	19,45,78,555	8,03,22,273
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	14.28	5.90

32. The Company has not received any intimation from "Suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure if any, relating to amount unpaid as at the year and together with interest paid, payable as required under that act have not been given.

33. Contingenet 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 2012-13. 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 asessment years. As and when the appeals will be decided the brought forward lossess and unabsorbed depreciation, so set off will be restored depending upon appellate orders.
- Income tax demands of Rs. 4,44,82,010/- made by the authority under section 115JB of the Income Tax Act, 1961 in respect of which appeal has been filed.

34. Details of future contracts outstanding (open interest)

Name of script	Position	Number of contracts	
		As at 31-03-2018	As at 31-03-2017
M to M INDIGO 26/04/2018	Long	4,200	-
M to M Bank Nifty 26/04/2018	Long	42,640	-
M to M Bank Nifty 31/05/2018	Short	18,000	-
M to M BPCL 26/04/2018	Long	12,600	-
M TO M CAPF 26/04/2018	Long	4,800	-
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	54,000	-
M TO M HEROMOTOCO 26/04/2018	Long	2,000	-
M TO M HINDPETRO 26/04/2018	Long	31,500	-
M TO M IDFC 26/04/2018	Long	1,05,600	-
M TO M IDFCBANK 26/04/2018	Long	1,62,000	-
M TO M KSCL 26/04/2018	Long	6,000	-
M to M Nifty 26/04/2018	Long	60,000	-
M TO M PFC 26/04/2018	Long	72,000	-
M TO M PNB 26/04/2018	Long	32,000	-

Name of Script	Position	Number of Contracts	
		As at 31-03-2018	As at 31-03-2017
M TO M POWERGRID 26/04/2018	Long	40,000	-
M TO M SBIN 26/04/2018	Long	9,000	-
M TO M STAR 26/04/2018	Long	4,800	-
M TO M SUNPHARMA 26/04/2018	Long	14,300	-
M TO M SUZLON 26/04/2018	Long	3,50,000	-
M TO M TATACOMM 26/04/2018	Long	4,800	-
M TO M TATAGLOBAL 26/04/2018	Long	18,000	-
M TO M TATAMOTORS 26/04/2018	Long	12,000	-
M TO M TATAMTRDVR 26/04/2018	Long	35,000	-
M to M Tata Steel 26/04/2018	Long	3,51,191	-
M TO M TORENTPOWER 26/04/2018	Long	15,000	-
M to M UBL 31/05/2018	Long	49,700	-
M TO M UNIONBANK 26/04/2018	Long	40,000	-
OPTIDX NIFTY 26/04/2018 PE	Long	1,00,050	-
OPTIDX NIFTY 26/04/2018 CE	Short	1,00,125	-
OPT ADANI POWER 27/04/2017 PE	Short	-	5
OPT ADANI POWER 27/04/2017 CE	Long	-	5

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

(a) Gross amount required to be spent by the company during the year : Rs. 22,10,533/- (P.Y. - Rs. 27,25,193/-)

(b) Total amount unspent at the end of the year : Rs. 49,35,726/- (P.Y. - Rs. 27,25,193/-)

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.	37,80,00,000	37,80,00,000	12,85,00,000
Kifs Financial Service Ltd	5,50,00,000	0	5,50,00,000
Kunverji Finance Pvt Ltd.	9,80,00,000	1,00,00,000	8,80,00,000
Kunverji Fincorp Pvt Ltd.	3,00,00,000	3,00,00,000	3,00,00,000
Ishaan Portfolio Pvt Ltd.	14,15,00,000	14,16,19,540	14,16,19,540

37. Deferred tax (liability) / asset :

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
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	1,07,53,503	1,18,18,804	12,23,704
Property, Plant & Equipments	0	0	8,713
	1,07,53,503	1,18,18,804	12,23,704
Tax effect of items constituting deferred tax asset			
On difference between carrying value and tax base of :			
Property, Plant & Equipments	4,375	1,520	0
Financial instruments	1,18,18,804	12,63,445	8,47,781
Provision for employee benefits	19,643	97,558	55,967
Carried forward depreciation	12,87,45,497	12,87,45,497	14,08,31,711
Carried forward losses	0	1,90,707	0
	14,05,88,319	13,02,98,728	14,17,35,458
Deferred tax assets recognised (to the extent of deferred tax liability recognised above)	1,07,53,503	1,18,18,804	12,23,704
Net deferred tax (liability) / asset	**0**	**0**	**0**

38. Income tax

A. Amount recognised in the Statement of Profit and Loss

Particulars	As at 31 March 2018	As at 31 March 2017
Current income tax	4,90,54,537	2,15,05,770
Short /(Excess) provision of income tax of earlier years	(1,24,04,465)	30,34,141
Deferred tax	0	0
Tax expense recognised in the Statement of Profit and Loss	**3,66,50,072**	**2,45,39,911**

B. Reconciliation of effective tax rate

Particulars	As at 31 March 2018		As at 31 March 2017	
Profit before tax		23,12,28,627		10,48,62,185
Tax using the Company's domestic tax rate	33.063%	7,64,51,121	33.063%	3,46,70,584
Tax effect of :				
Tax exempt income	(0.227%)	(5,24,002)	(0.412%)	(4,32,251)
Non-deductible expense	0.030%	69,490	0.009%	9,621
Difference due to MAT	(11.652%)	(2,69,42,072)	(12.151%)	(1,27,42,184)
Effective tax	21.215%	**4,90,54,537**	**20.509%**	**2,15,05,770**
Add:- Short/(Excess) provision of income tax of earlier years	(5.365%)	(1,24,04,465)	2.893%	30,34,141
Income tax recognised in Statement of Profit and Loss	**15.850%**	**3,66,50,072**	**23.402%**	**2,45,39,911**

C. Income tax asset/(liability)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Income tax asset	4,28,53,000	78,05,053	79,58,246
Income tax liability	(5,73,76,610)	(2,28,25,610)	(23,28,108)
Tax recoverable	14,63,203	1,79,39,194	1,68,24,806
Net income tax asset/(liability)	**(1,30,60,407)**	**29,18,637**	**2,24,54,944**

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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. 49,860/- (previous year - Rs. 29,627/-) as expenses.

Reconciliation of present value of the defined benefit obligation

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Obligation at the beginning of the year	2,37,200	1,26,661
Current service cost	31,904	19,481
Interest cost	17,956	10,146
Actuarial losses/(gains) recongnised in other comprehensive income		
- Change in demographic assumptions	-	-
- Change in Financial assumptions	(13,354)	14,821
- Experience variance	29,928	66,091
Obligation at the end of the year	**3,03,634**	**2,37,200**

Reconciliation of fair value of plan assets

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	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 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
present value of the defined benefit obligation at the end of the year	3,03,634	2,37,200
Fair value of plan assets at the end of the year	-	-
Amount recognised in the Balance sheet : assets/(Liability)	**3,03,634**	**2,37,200**

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

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Current service cost	31,904	19,481
Interest cost	17,956	10,146
Past service cost	-	-
Interest income	-	-
Total expense recognised in the Statement of Profit and Loss	**49,860**	**29,627**

Recognized in the other comprehensive income for the year:

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Actuarial losses/(gains) recongnised in other comprehensive income		
- Change in demographic assumptions	-	-
- Change in Financial assumptions	(13,354)	14,821
- Experience variance	29,928	66,091
Recognised in the other comprehensive income	**16,574**	**80,912**

Actuarial assumptions

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Discount rate	7.86%	7.57%
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	17 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 occuring 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,2018		As at 31 March,2017	
	Decrease	Increase	Decrease	Increase
Change in Discount rate (delta effect of +/-1%)	49,601	(40,524)	39,002	(31,916)
Change in Salary growth rate (delta effect of +/-1%)	(41,520)	50,042	(32,622)	39,232
Change in Attrition rate (delta effect of +/-1%)	(11,661)	10,051	(7,460)	6,440

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 2018	As at 31 March 2017
	Gratuity	Gratuity
Within the next 12 months from the end of the reporting period	8,817	6,578
Between 2 and 5 years	39,404	29,398
Between 5 and 10 years	60,904	45,502
Beyond 10 years	11,49,566	8,41,345
Total expected payments	**12,58,691**	**9,22,823**

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. Panchratna Infrastructure 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 Amazo Waste Management Solution LLP Aaron Infraspace LLP S K Z Developers LLP
Joint venture in which the Company is a joint venture	Swadeshi Distributors 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 Vaghjani - 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.

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Transactions during the year with related parties

Sr. No.	Nature of Transactions	KMP	Joint venture in which the Company is a joint venture	Entities in which Key Management Personnel & their relatives having control or significant influence	Total
1	Purchase of goods	NIL (NIL)	NIL (NIL)	NIL (706678820)	NIL (706678820)
2	Sale of goods	NIL (NIL)	NIL (NIL)	577720 (NIL)	577720 (NIL)
3	Loans & Advances taken from	95000000 (NIL)	NIL (NIL)	NIL (NIL)	95000000 (NIL)
4	Loans & Advances repaid to	95000000 (NIL)	NIL (NIL)	NIL (NIL)	95000000 (NIL)
5	Loans & Advances given	NIL (NIL)	127240000 (224570000)	NIL (NIL)	127240000 (224570000)
6	Loans & Advances received back	NIL (NIL)	29866584 (65400000)	NIL (NIL)	29866584 (65400000)
7	Brokerage paid	NIL (NIL)	NIL (NIL)	10756 (40624)	10756 (40624)
8	Rent paid	NIL (NIL)	NIL (NIL)	118800 (118800)	118800 (118800)
9	Interest received	NIL (NIL)	52319978 (33953710)	NIL (NIL)	52319978 (NIL)
10	Sitting fees	24000 (24000)	NIL (NIL)	NIL (NIL)	24000 (24000)
11	Reimbursement given to	NIL (2400)	NIL (NIL)	NIL (NIL)	NIL (2400)
13	Capital Contribution (net)	NIL (NIL)	29866584 (17900000)	NIL (NIL)	29866584 (17900000)
14	Sale of Fixed Assets	NIL (NIL)	NIL (NIL)	NIL (6521489)	NIL (6521489)
15	Balances outstanding at the end of the year Loans & Advances receivable Trade receivables	 NIL (NIL) NIL (NIL)	 290040244 (170595197) NIL (NIL)	 NIL (NIL) 7960820 (NIL)	 290040244 (170595197) 7960820 (NIL)

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 2018, 31 March 2017 and 01 April 2016 is as follows :

(Amount in Rupees)

Particulars	Carrying value			Fair value		
	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Financial assets						
At Fair value through profit or loss						
Investment	28,01,95,376	22,78,00,280	20,99,00,280	28,01,95,376	22,78,00,280	20,99,00,280
Other current financial assets	1,75,089	1,00,000	0	1,75,089	1,00,000	0
At Amortised cost						
Trade Receivables	85,65,980	51,02,638	16,30,357	85,65,980	51,02,638	16,30,357
Cash and Bank balances	1,30,33,031	25,24,16,951	19,51,14,400	1,30,33,031	25,24,16,951	19,51,14,400
Loans	44,09,68,613	18,91,70,000	2,10,95,160	44,09,68,613	18,91,70,000	2,10,95,160
Other non current financial assets	6,33,411	6,33,411	7,83,411	6,33,411	6,33,411	7,83,411
Other current financial assets	26,46,48,360	4,25,23,541	2,05,87,226	26,46,48,360	4,25,23,541	2,05,87,226
Total assets	**1,00,82,19,860**	**71,77,46,821**	**44,91,10,834**	**1,00,82,19,860**	**71,77,46,821**	**44,91,10,834**
Financial liabilities						
At Amortised cost						
Current Borrowings	35,13,73,454	38,95,44,468	36,84,21,443	35,13,73,454	38,95,44,468	36,84,21,443
Trade payables	9,29,69,576	11,50,337	4,12,202	9,29,69,576	11,50,337	4,12,202
Other current financial liabilities	89,331	3,24,965	5,92,844	89,331	3,24,965	5,92,844
At Fair value through profit or loss						
Other current financial liabilities	9,33,21,400	0	0	9,33,21,400	0	0
Total liabilities	**53,77,53,761**	**39,10,19,770**	**36,94,26,489**	**53,77,53,761**	**39,10,19,770**	**36,94,26,489**

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 2018	28,01,95,376	0	0	28,01,95,376
	31 March 2017	22,78,00,280	0	0	22,78,00,280
	01 April 2016	20,99,00,280	0	0	20,99,00,280
Other current financial assets	31 March 2018	1,75,089	1,75,089	0	0
	31 March 2017	1,00,000	1,00,000	0	0
	01 April 2016	0	0	0	0
Financial liabilities					
Other current financial liabilities	31 March 2018	9,33,21,400	9,33,21,400	0	0
	31 March 2017	0	0	0	0
	01 April 2016	0	0	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 :

	As at		
Particulars	**31/03/2018**	**31/03/2017**	**01/04/2016**
Cash and cash equivalent	31,33,031	1,79,16,951	1,54,14,400
Total	**31,33,031**	**1,79,16,951**	**1,54,14,400**

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

Particulars	As at	Less than 1 year	Above 1 year
Borrowing	31/03/2018	35,13,73,454	0
	31/03/2017	38,95,44,468	0
	01/04/2016	36,84,21,443	0
Trade payable	31/03/2018	9,29,69,576	0
	31/03/2017	11,50,337	0
	01/04/2016	4,12,202	0
Other financial liabilities	31/03/2018	9,34,10,731	0
	31/03/2017	3,24,965	0
	01/04/2016	5,92,844	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 31/03/2018	31/03/2017	01/04/2016
Total equity attributable to the equity shareholders	69,00,23,782	49,54,58,264	41,51,99,634
Gross Debt	35,13,73,454	38,95,44,468	36,84,21,443
Less: Cash and cash equivalent	31,33,031	1,79,16,951	1,54,14,400
Net Debt	34,82,40,423	37,16,27,517	35,30,07,043
Net gearing ratio (Debt/ Equity)	**0.50**	**0.75**	**0.85**

44 Segment reporting

As the Company's business activities fall within a single primary business segment viz "trading in Commodities, Bullions, Gold Jewellery, Diamonds, Derivatives, Shares and Securities" the disclosure requirements of Ind-AS 108 "Operating Segment" prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued thereunder are not applicable.

45 First time adoption

In preparing its standalone Ind AS Balance sheet as at 01 April 2016 and in presenting the comparative information for the year ended 31 March 2017, the Company has adjusted amounts reported previously in standalone financial statements prepared in accordance with previous GAAP. This note explains the principle adjustments made by the Company in restating its standalone financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

A. Exceptions from full retrospective application:

(i) Estimates :

Upon as assessment of the estimates made under Indian GAAP, the company has concluded that there was no necessity to revise such estimates under Ind AS, except where estimates were required by Ind AS and not required by Indian GAAP.

B. Exemptions from full retrospective application:

(i) Property, Plant and Equipment :

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 01 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

(ii) Investments in subsidiaries, associates and joint ventures :

The Company has chosen to value its investment in joint venture at deemed cost being the previous GAAP carrying value as at the transition date i.e. 01 April 2016.

(iii) Investments in Shares and debentures (unquoted) :

The Company has measured the investment in unquoted equity instruments at previous GAAP carrying value as the deemed cost on the date of transition.

(iv) Fair value measurement of financial assets or liabilities :

The Company has applied provision of Ind AS 109 for financial assets or liabilities measured at fair value prospectively to transactions occurring on or after date of transition to Ind AS.

C. Explanatory Notes to the transition from previous GAAP to Ind AS :

(i) Re-measurement cost of net defined liability:

Both under Indian GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to the Statement of Profit and Loss. Under Ind AS, re-measurements comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income.

(ii) Classification and fair valuation impact of financial assets and liabilities

The Company has assessed the classification and fair valuation impact of financial assets and liabilities under Ind AS 32 / Ind AS 109 on the basis of the facts and circumstances at the transition date. Impact of fair value changes as on date of transition, is recognised in opening reserves and changes thereafter are recognised in Statement of Profit and Loss Account.

(iii) Classification of Preference Shares as Compound Instrument:

Under previous GAAP the Company recognised amount received towards preference shares under share capital. Under Ind AS such preference shares are considered as compound financial instruments. The liability 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.

(iv) Other comprehensive income:

Under Indian GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP Statement of Profit and Loss to Statement of Profit and Loss as per Ind AS. Further, Indian GAAP Statement of Profit and Loss is reconciled to total comprehensive income as per Ind AS.

(v) Statement of cash flows:

The transition from Indian GAAP to Ind AS does not have material impact on the statement of cash flows.

D. Effect of Ind AS adoption on the Balance sheet as at 01 April 2016

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	3,95,700	0	3,95,700
Capital Work in progress	95,78,305	0	95,78,305
Financial assets			
Investments	20,99,00,280	0	20,99,00,280
Other non current financial assets	7,83,411	0	7,83,411
Income tax assets (net)	2,37,92,052	0	2,37,92,052
Other non-current assets	30,00,000	0	30,00,000
	24,74,49,748	0	24,74,49,748
Current assets			
Inventories	28,59,45,634	37,01,127	28,96,46,761
Financial assets			
Trade Receivables	16,30,357	0	16,30,357
Cash and cash equivalents	1,54,14,400	0	1,54,14,400
Bank balances other than Cash and cash equivalents above	17,97,00,000	0	17,97,00,000
Loans	2,10,95,160	0	2,10,95,160
Other current financial assets	2,05,87,226	-0	2,05,87,226
Other current assets	1,06,57,436	0	1,06,57,436
	53,50,30,213	37,01,127	53,87,31,340
TOTAL ASSETS	**78,24,79,961**	**37,01,127**	**78,61,81,088**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	33,62,46,270	(20,00,00,000)	13,62,46,270
Other Equity	27,40,25,208	49,28,156	27,89,53,364
	61,02,71,478	(19,50,71,844)	41,51,99,634
LIABILITIES			
Non-current liabilities			
Non current Provisions	1,26,661	0	1,26,661
Non-current tax liabilities (net)	0	13,37,108	13,37,108
	1,26,661	13,37,108	14,63,769
Current liabilities			
Financial liabilities			
Current Borrowings	16,84,21,443	20,00,00,000	36,84,21,443
Trade payables	4,12,202	(0)	4,12,202
Other current financial liabilities	5,92,844	0	5,92,844
Other current liablities	91,196	0	91,196
Current Provisions	25,64,137	(25,64,137)	0
	17,20,81,822	19,74,35,863	36,95,17,685
TOTAL EQUITY AND LIABILITIES	**78,24,79,961**	**37,01,127**	**78,61,81,088**

E. Effect of Ind AS adoption on the Balance sheet as at 31 March 2017

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	54,826	0	54,826
Financial assets			
Investments	22,78,00,280	0	22,78,00,280
Other non current financial assets	6,33,411	0	6,33,411
Income tax assets (net)	1,79,39,194	0	1,79,39,194
	24,64,27,711	0	24,64,27,711
Current assets			
Inventories	12,00,01,952	3,90,11,180	15,90,13,132
Financial assets			
Trade Receivables	51,02,638	0	51,02,638
Cash and cash equivalents	1,79,16,951	0	1,79,16,951
Bank balances other than Cash and cash equivalents above	23,45,00,000	0	23,45,00,000
Loans	18,91,70,000	0	18,91,70,000
Other current financial assets	4,26,23,541	-0	4,26,23,541
Other current assets	79,85,367	0	79,85,367
	61,73,00,449	3,90,11,180	65,63,11,629
TOTAL ASSETS	**86,37,28,160**	**3,90,11,180**	**90,27,39,340**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	33,62,46,270	(20,00,00,000)	13,62,46,270
Other Equity	32,85,26,423	3,06,85,571	35,92,11,994
	66,47,72,693	(16,93,14,429)	49,54,58,264
LIABILITIES			
Non-current liabilities			
Non current Provisions	2,37,200	0	2,37,200
Non-current tax liabilities (net)	0	83,25,610	83,25,610
	2,37,200	83,25,610	85,62,810
Current liabilities			
Financial liabilities			
Current Borrowings	18,95,44,468	20,00,00,000	38,95,44,468
Trade payables	11,50,337	0	11,50,337
Other current financial liabilities	3,24,965	0	3,24,965
Other current liablities	10,03,549	0	10,03,549
Current tax liabilities (net)	66,94,947	0	66,94,947
	19,87,18,267	20,00,00,000	39,87,18,266
TOTAL EQUITY AND LIABILITIES	**86,37,28,160**	**3,90,11,180**	**90,27,39,340**

F. Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31 March 2017

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
Income			
Revenue from operations	2,88,51,27,596	(25,64,137)	2,88,25,63,459
Other income	7,27,60,532	0	7,27,60,532
Total revenue	**2,95,78,88,128**	**(25,64,137)**	**2,95,53,23,991**
Expenses			
Purchases of stock-in-trade	2,66,95,73,892	0	2,66,95,73,892
Changes in inventories of stock-in-trade	16,59,43,683	(3,53,10,053)	13,06,33,630
Employee benefits expense	12,60,469	(80,912)	11,79,557
Finance costs	3,55,03,244	0	3,55,03,244
Depreciation and amortisation expense	34,436	0	34,436
Other expenses	1,35,37,048	0	1,35,37,048
Total expenses	**2,88,58,52,772**	**(3,53,90,965)**	**2,85,04,61,806**
Profit before tax	7,20,35,356	3,28,26,828	10,48,62,185
Tax expense:			
Current Income Tax	1,45,00,000	1,00,39,911	2,45,39,911
(Excess)/Short Provision of Income Tax for earlier years	30,34,141	(30,34,141)	0
Deferred tax	0	0	0
Profit for the year	**5,45,01,215**	**2,58,21,058**	**8,03,22,273**
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans	0	(80,912)	(80,912)
Income tax relating to above item	0	17,268	17,268
Other comprehensive income for the year	**0**	**(63,644)**	**(63,644)**
Total Comprehensive income for the year	**5,45,01,215**	**2,57,57,414**	**8,02,58,629**

G. Reconciliation of Equity for the year ended 31st March 2017 between Ind-AS complaints result as reported above with result reported in previous year as per Indian GAAP is given below :

Particulars	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees
Equity under Previous GAAP	66,47,72,693	61,02,71,478
Measurement of Financial Instruments at Fair value through Profit or loss	3,90,11,180	62,65,264
Changes in current tax on account of above	(83,25,610)	(13,37,108)
Fair value of Debt portion of preference shares carved out of equity	(13,61,41,700)	(13,61,41,700)
Finance cost on Debt portion of preference shares carved out of equity	(6,38,58,300)	(6,38,58,300)
Total equity under IND AS	**49,54,58,263**	**41,51,99,634**

H. **Reconciliation of profit after tax for the year ended 31st March 2017 between Ind-AS complaints result as reported above with result reported in previous year as per Indian GAAP is given below:**

Particulars	As at 31 March 2017
Profit / (Loss) after tax under Indian GAAP	5,45,01,215
Measurement of Financial Instruments at fair value through Other comprehensive income	3,27,45,916
Changes in current tax on account of above	(69,88,503)
Remeasurement loss on defined benefit plans recognized in OCI	63,644
Profit after tax as per IND AS	**8,03,22,273**
Other comprehensive income/(expense) (net of tax)	(63,644)
Total comprehensive income as reported under Ind AS	**8,02,58,629**

Consolidated Financial Statements 2017-18

INDEPENDENT AUDITOR'S REPORT

To,

The Members of Ausom Enterprise Limited

Report on the Consolidated Indian Accounting Standards (Ind AS) Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **Ausom Enterprise Limited** ("the Company") and its joint venture, which comprise the Consolidated Balance Sheet as at 31st March, 2018, 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 Ind AS Financial Statements").

Management's Responsibility for the Consolidated 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 consolidated Ind AS financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated changes in equity of the Company including its joint venture in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed 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 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated Ind AS financial statements based on our audit.

In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and Rules made thereunder.

We conducted our audit of the consolidated Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated Ind AS financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the consolidated Ind AS financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the consolidated Ind AS financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor in terms of his report referred to in Other matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated Ind AS financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the other auditor on separate financial statements of the joint venture referred to in Other matter paragraph below, the aforesaid consolidated Ind AS financial statements give the information required by 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 venture as at 31st March, 2018, and its consolidated profit, consolidated total comprehensive income, its consolidated cash flows and the consolidated changes in equity for the year ended on that date.

Other Matter

The consolidated Ind AS financial statements also include the Company's share of total comprehensive income (comprising of profit / loss and other comprehensive income) of Rs.Nil for the year ended 31st March, 2018 as considered in the consolidated Ind AS financial statements, in respect of joint venture, whose financial statements/ financial information have not been audited by us. These financial statements have been audited by other auditor whose reports have been furnished to us by the Management, and our opinion on the consolidated Ind AS financial statements insofar as it relates to the amounts and disclosures included in respect of these joint venture and our report in terms of sub-section (3) of Section 143 of the Act insofar as it relates to the aforesaid joint venture, is based solely on the report of the other auditor.

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.

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 venture so far as it appears from our examination of those books and reports of other auditor.
   (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, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 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 venture in the consolidated Ind AS financial statements (refer note no.33 to the consolidated Ind AS financial statements).

ii. The Company and its joint venture 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 venture.

PLACE : AHMEDABAD
DATE : 08-08-2018

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

(Hemang V Patel)
Partner
Membership No. 154494

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, 2018 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 venture is 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 judgement. including the assessment of the risks of material misstatement of the 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, 2018, 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 : 08-08-2018

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

(Hemang V Patel)
Partner
Membership No. 154494

AuSom Enterprise Limited

CONSOLIDATED BALANCE SHEET AS AT 31 MARCH, 2018

Particulars	Note No.	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
		Rupees	Rupees	Rupees
ASSETS				
Non-current assets				
Property, Plant and Equipments	3	67,494	54,826	3,95,700
Capital Work in progress	3	0	0	95,78,305
Financial assets				
Investments	4	28,01,95,376	22,78,00,280	20,99,00,280
Other non-current financial assets	5	6,33,411	6,33,411	7,83,411
Income tax assets (net)	6	14,63,203	1,79,39,194	2,37,92,052
Other non-current assets	7	0	0	30,00,000
		28,23,59,484	24,64,27,711	24,74,49,748
Current assets				
Inventories	8	22,49,82,378	15,90,13,132	28,96,46,761
Financial assets				
Trade Receivables	9	85,65,980	51,02,638	16,30,357
Cash and cash equivalents	10	31,33,031	1,79,16,951	1,54,14,400
Bank balances other than Cash and cash equivalents above	11	99,00,000	23,45,00,000	17,97,00,000
Loans	12	44,09,68,613	18,91,70,000	2,10,95,160
Other current financial assets	13	26,48,23,449	4,26,23,541	2,05,87,226
Other current assets	14	79,82,828	79,85,367	1,06,57,436
		96,03,56,279	65,63,11,629	53,87,31,340
TOTAL ASSETS		**1,24,27,15,763**	**90,27,39,340**	**78,61,81,088**
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	15	13,62,46,270	13,62,46,270	13,62,46,270
Other Equity	16	55,37,77,512	35,92,11,994	27,89,53,364
		69,00,23,782	49,54,58,264	41,51,99,634
LIABILITIES				
Non-current liabilities				
Non current Provisions	17	3,03,634	2,37,200	1,26,661
Non-current tax liabilities (net)	18	66,60,488	83,25,610	13,37,108
		69,64,122	85,62,810	14,63,769
Current liabilities				
Financial liabilities				
Current Borrowings	19	35,13,73,454	38,95,44,468	36,84,21,443
Trade payables	20	9,29,69,576	11,50,337	4,12,202
Other current financial liabilities	21	9,34,10,731	3,24,965	5,92,844
Other current liablities	22	1,10,976	10,03,549	91,196
Current tax liabilities (net)	23	78,63,122	66,94,947	0
		54,57,27,859	39,87,18,266	36,95,17,685
TOTAL EQUITY AND LIABILITIES		**1,24,27,15,763**	**90,27,39,340**	**78,61,81,088**

Significant Accounting Policies 2

The accompanying notes from 1 to 47 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2018

Particulars	Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
Income			
Revenue from operations	24	3,47,33,09,772	2,88,25,63,459
Other income	25	6,53,72,891	7,27,60,532
Total revenue		3,53,86,82,663	2,95,53,23,991
Expenses			
Purchases of stock-in-trade	26	3,33,41,21,230	2,66,95,73,892
Changes in inventories of stock-in-trade	27	(6,59,69,247)	13,06,33,630
Employee benefits expense	28	11,66,567	11,79,557
Finance costs	29	2,09,82,133	3,55,03,244
Depreciation and amortisation expense	3	22,832	34,436
Other expenses	30	1,71,30,521	1,35,37,048
Total expenses		3,30,74,54,036	2,85,04,61,806
Share of profit/(loss) of joint venture		0	0
Profit before tax		23,12,28,627	10,48,62,185
Tax expense:			
Current Income Tax		3,66,50,072	2,45,39,911
Deferred tax		0	0
Profit for the year		**19,45,78,555**	**8,03,22,273**
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans		(16,574)	(80,912)
Income tax relating to above item		3,537	17,268
Other comprehensive income for the year		**(13,037)**	**(63,644)**
Total Comprehensive income for the year		**19,45,65,518**	**8,02,58,629**
Earnings per Equity Share	31		
Basic		14.28	5.90
Diluted		14.28	5.90

2

Significant Accounting Policies
The accompanying notes from 1 to 47 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

AuSom Enterprise Limited

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31 MARCH, 2018

		For the year ended 31-Mar-18		For the year ended 31-Mar-17
	Rupees	Rupees	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		23,12,28,627		10,48,62,185
Adjustment for				
Depreciation	22,832		55,042	
Interest income	(6,08,50,004)		(6,29,49,234)	
Interest expense	2,09,82,133		3,55,03,244	
Profit on Sale of Assets	0		(58,670)	
Remeasurement gain/(loss) on defined benefit plans	(16,574)		(80,912)	
		(3,98,61,613)		(2,75,30,530)
Operating Profit before Working Capital Changes		19,13,67,014		7,73,31,655
Decrease/(Increase) in Trade Receivable	(34,63,342)		(34,72,281)	
Decrease/(Increase) in Inventories	(6,59,69,247)		13,06,33,630	
Increase/(Decrease) in Non-current provision	66,434		1,10,539	
Increase/(Decrease) in Other current liability	(8,92,573)		9,12,353	
Increase/(Decrease) in Other current financial liability	9,30,85,766		(2,67,879)	
Decrease/(Increase) in Other current assets	2,539		26,72,069	
Decrease/(Increase) in Other current financial assets	(22,21,99,908)		(2,20,36,315)	
Decrease/(Increase) in Other non-current financial assets	0		1,50,000	
Decrease (Increase) in Other non-current assets	0		30,00,000	
Decrease/(Increase) in Other bank balance	22,46,00,000		(5,48,00,000)	
Increase/(Decrease) in Trade Payable	9,18,19,239	11,70,48,909	7,38,135	5,76,40,250
Cash Generated from Operations		30,84,15,923		13,49,71,905
Income tax (net)		(2,06,67,491)		(49,86,336)
Net cash from operating activities		**28,77,48,432**		**12,99,85,569**
B. CASH FLOW FROM INVESTING ACTIVITIES				
Capital contribution in LLP	(5,23,95,096)		(1,79,00,000)	
Purchase of Property, Plant & Equipment	(35,500)		0	
Movement in Capital work-in-progress	0		95,78,305	
Movement in Loan given	(25,17,98,613)		(16,80,74,840)	
Proceeds from sale of Property, Plant & Equipment	0		3,44,502	
Interest Received	6,08,50,004		6,29,49,234	
Net cash from investing activites		**(24,33,79,205)**		**(11,31,02,799)**
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds/repayment from/of current borrowings	14,55,00,000		0	
Interest Paid	(2,09,82,133)		(3,55,03,244)	
Net cash used in financing activities		**12,45,17,867**		**(3,55,03,244)**
Net increase in cash & cash equivalents		**16,88,87,094**		**(1,86,20,474)**
Cash & Cash equivalents at beginning of period		(17,16,27,517)		(15,30,07,043)
Cash & Cash equivalents at end of period		**(27,40,423)**		**(17,16,27,517)**

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

	As at 31-03-2018	As at 31-03-2017
Cash On Hand	7,80,767	8,07,962
Bank Balance with Schedule Banks	23,52,264	1,71,08,989
Bank overdraft facility	(58,73,454)	(18,95,44,468)
Total	**(27,40,423)**	**(17,16,27,517)**

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

(Hemang V Patel)
Partner
Membership No. 154494

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA — **Managing Director**
ZAVERILAL MANDALIA — **Director**
RUPESH SHAH — **Chief Financial Officer**
RAVIKUMAR PASI — **Company Secretary**

Place : Ahmedabad
Date : 08-08-2018

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2018

(A) Equity share capital

Particulars	Note No.	For the year ended 31-Mar-18 Rupees	For the year ended 31-Mar-17 Rupees
Opening balance		13,62,46,270	13,62,46,270
Changes in equity share capital during the year		0	0
Closing Balance	15	**13,62,46,270**	**13,62,46,270**

(B) Other Equity

Particulars	Note No.	Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 19.3)	Reserves & surplus			Other comprehensive income Remeasurement gain/ (loss) on defined benefit plans	Total
			Securities premium	Capital reserve	Retained earnings		
Balance as at 01 April 2016	16	6,38,58,300	36,41,18,400	86,000	(14,91,09,336)	0	27,89,53,364
Add- Profit for the year		0	0	0	8,03,22,273	0	8,03,22,273
Add- Remeasurement gain/ (loss) on defined benefit plans (net of tax)		0	0	0	0	(63,644)	(63,644)
Total comprehensive income for the year ended 31 March 2017	16	**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)
Total comprehensive income for the year ended 31 March 2018	16	**6,38,58,300**	**36,41,18,400**	**86,000**	**12,57,91,493**	**(76,681)**	**55,37,77,512**

The accompanying notes from 1 to 47 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

Place : Ahmedabad
Date : 08-08-2018

For and on behalf of the Board of Directors

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 08-08-2018

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.

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. These are the Company's first consolidated Ind AS financial statements. The date of transition to Ind AS is April 1, 2016.

Up to the financial year ended March 31, 2017, the Company prepared its financial statements in accordance with the requirements of the previous applicable GAAP, which included the Standards notified under the Companies (Accounting Standards) Rules, 2006 notified under Section 133 of the Act and other relevant provisions of the Act.

First-time adoption:

In accordance with Ind AS 101 on First-time adoption of Indian Accounting Standards, the Company's first consolidated Ind AS financial statements include, three balance sheets viz. the opening balance sheet as at April 1, 2016 and balance Sheets as at March 31, 2017 and 2018, and, two statements each of profit and loss, cash flows and Changes in equity for the years ended March 31, 2017 and 2018 together with related notes. The same accounting policies have been consistently applied to all year presented, [except where the Company has made use of exceptions or exemptions allowed under Ind AS 101 in the preparation of the opening Ind AS balance sheet which have been disclosed in note no. 45]

Historical cost convention:

The consolidated financial statements have been prepared on historical cost basis, except for certain financial assets and liabilities that are measured at fair value.

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.46 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 crystalising 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.

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 01/04/2016	Additions	Deletions/ Adjustments	As at 31/03/2017	Additions	Deletions/ Adjustments	As at 31/03/2018	As at 01/04/2016	For the Year	Deletions/ Adjustments	As at 31/03/2017	For the Year	Deletions/ Adjustments	As at 31/03/2018	As at 31/03/2018	As at 31/03/2017	As at 01/04/2016
Plant & Equipment	84,468	0	84,468	0	0	0	0	25,508	3,271	28,779	0	0	0	0	0	0	58,960
Furniture and Fixtures	1,27,134	0	0	1,27,134	0	0	1,27,134	65,849	14,274	0	80,123	14,276	0	94,399	32,735	47,011	61,285
Office Equipment	2,63,630	0	2,01,700	61,930	0	0	61,930	71,047	19,378	28,930	61,495	0	0	61,495	435	435	1,92,583
Computer	86,700	0	0	86,700	35,500	0	1,22,200	64,115	15,205	0	79,320	8,556	0	87,876	34,324	7,380	22,585
Vehicle	61,341	0	61,341	0	0	0	0	1,054	2,914	3,968	0	0	0	0	0	0	60,287
Total (a)	**6,23,273**	0	3,47,509	**2,75,764**	**35,500**	**0**	**3,11,264**	**2,27,573**	**55,042**	61,677	**2,20,938**	**22,832**	**0**	**2,43,770**	**67,494**	**54,826**	**3,95,700**
Work in Progress	95,78,305	2,53,980	98,32,285	0	0	0	0	0	0	0	0	0	0	0	0	0	95,78,305
Total (b)	**95,78,305**	**2,53,980**	**98,32,285**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**0**	**95,78,305**
Total (a + b)	1,02,01,578	**2,53,980**	1,01,79,794	**2,75,764**	**35,500**	0	**3,11,264**	**2,27,573**	**55,042**	**61,677**	**2,20,938**	**22,832**	**0**	**2,43,770**	**67,494**	**54,826**	**99,74,005**

3.1

Nil (31/03/2017- Rs.20,606/-) included in depreciation for the year are added to capital work in progress (CWIP) being the depreciation on the assets used for CWIP

4.Investments

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Trade investments in Joint Venture (unquoted & valued as per equity method) (Note No. 46)			
(Long-term)			
Investment in Limited Liability Partnership			
- Capital Contribution in Swadeshi Distributors LLP	25,66,35,720	20,42,40,624	18,63,40,624
Non-Trade Investments (unquoted & valued at cost) (Long-term)			
Investment in equity instruments			
- 207101 (31/03/2017: 207101; 01/04/2016: 207101) Equity Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd.	1,64,28,892	1,64,28,892	1,64,28,892
Investment in preferance shares			
- 97619 (31/03/2017: 97619; 01/04/2016: 97619) Preferance Shares of Rs. 10 each fully paid up in Grower Zampa Vineyards Ltd.	58,58,019	58,58,019	58,58,019
Investment in Zero Coupon Fully Convertible Debenture			
- 12727 (31/03/2017: 12727; 01/04/2016: 12727) Debentures of Rs. 100 each fully paid up in Grower Zampa Vineyards Ltd	12,72,745	12,72,745	12,72,745
Total	**28,01,95,376**	**22,78,00,280**	**20,99,00,280**
Aggregate amount of unquoted investment	**28,01,95,376**	**22,78,00,280**	**20,99,00,280**
Aggergate amount of impairment in value of investment	**0**	**0**	**0**

5.Other non-current financial assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Fixed deposits	2,00,000	2,00,000	2,00,000
Security deposits			
Unsecured, considered good	4,33,411	4,33,411	5,83,411
Total	**6,33,411**	**6,33,411**	**7,83,411**

6.Income tax assets (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Advance income tax (net of provision)	14,63,203	1,79,39,194	2,37,92,052
Total	**14,63,203**	**1,79,39,194**	**2,37,92,052**

7.Other non-current assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Capital advances (Unsecured, considered good)	0	0	30,00,000
Total	**0**	**0**	**30,00,000**

8. Inventories

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Stock-in-trade			
- Shares & securities	22,49,82,378	15,84,32,132	5,07,66,250
- Bullion	0	5,81,000	23,88,80,511
Total	**22,49,82,378**	**15,90,13,132**	**28,96,46,761**

9. Trade Receivables

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Unsecured, considered good (Refer note no.40 for related party disclosure)	85,65,980	51,02,638	16,30,357
Total	**85,65,980**	**51,02,638**	**16,30,357**

10. Cash and cash equivalents

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Cash and cash equivalents			
Balance with Banks - In current accounts	23,52,264	1,71,08,989	1,46,37,544
Cash on hand	7,80,767	8,07,962	7,76,856
Total	**31,33,031**	**1,79,16,951**	**1,54,14,400**

11. Bank balances other than Cash and cash equivalents above

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Fixed deposits with remaining maturity for less than 12 months (Note 11.1)	99,00,000	23,45,00,000	17,97,00,000
Total	**99,00,000**	**23,45,00,000**	**17,97,00,000**

11.1

Fixed deposits are pledged against overdraft facilities availed from banks.

12. Loans

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Unsecured, considered good			
Related parties (Note No.:- 40)	26,79,68,613	15,91,70,000	0
Others	17,30,00,000	3,00,00,000	2,10,95,160
Total	**44,09,68,613**	**18,91,70,000**	**2,10,95,160**

13. Other current financial assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Interest accrued on			
Investments	3,02,48,347	2,25,28,513	0
Fixed deposits	14,77,862	64,46,465	46,58,183
Loans	2,46,70,513	1,16,46,463	0
Margin money with exchanges	20,55,34,084	0	1,59,19,590
Others	28,92,643	20,02,100	9,453
Total	**26,48,23,449**	**4,26,23,541**	**2,05,87,226**

14. Other current assets

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Balances with statutory authorities	79,41,974	79,44,513	1,05,35,982
Prepaid Expenses	3,454	3,454	9,054
Others	37,400	37,400	1,12,400
Total	**79,82,828**	**79,85,367**	**1,06,57,436**

15. Equity share capital

Particulars	As at 31 March 2018		As at 31 March, 2017		As at 01 April, 2016	
	Number of shares	Rupees	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	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	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	1,36,23,552	13,62,35,520
Forfeited equity shares(Amount originally paid up)		10,750		10,750		10,750
Total		**13,62,46,270**		**13,62,46,270**		**13,62,46,270**

15.1 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, 2018				
- 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, 2017				
- Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520

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

Class of shares / Name of shareholder	As at 31 March 2018		As at 31 March, 2017		As at 01 April 2016	
	Number of shares held	% holding in that class of shares	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	50,20,000	36.85
Kishor P. Mandalia	11,89,102	8.73	11,89,102	8.73	11,89,102	8.73
Daxaben B. Mandalia	8,90,572	6.54	8,90,572	6.54	8,90,572	6.54
Vipul Z. Mandalia	8,36,420	6.14	8,36,420	6.14	8,36,420	6.14
Zaverilal V. Mandalia	8,04,547	5.91	8,04,547	5.91	8,04,547	5.91
Chandresh Z. Mandalia	7,97,647	5.85	7,97,647	5.85	7,97,647	5.85

15.3 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 ensuring 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.

16. Other Equity

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Capital reserve (Profit on reissue of forfeited shares)	86,000	86,000	86,000
Securities Premium Reserve	36,41,18,400	36,41,18,400	36,41,18,400
Retained earnings *	12,57,91,493	(6,87,87,062)	(14,91,09,336)
Equity component of Non-Cumulative Redeemable Participating Preference shares (Note 19.3)	6,38,58,300	6,38,58,300	6,38,58,300
Other Comprehensive Income *	(76,681)	(63,644)	0
Total	**55,37,77,512**	**35,92,11,994**	**27,89,53,364**

* For movement, refer statement of chnages in equity.

17. Non current Provisions

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Provision for employee benefits			
Provision for gratuity	3,03,634	2,37,200	1,26,661
Total	**3,03,634**	**2,37,200**	**1,26,661**

18.Non-current tax liabilities (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Income tax liability	66,60,488	83,25,610	13,37,108
Total	**66,60,488**	**83,25,610**	**13,37,108**

19.Current Borrowings

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Loans repayable on demand			
From Banks			
Secured : overdraft facilities (Note 19.1)	58,73,454	18,95,44,468	16,84,21,443
From Others (Note 19.2)			
Unsecured	14,55,00,000	0	0
Debt portion of preference share capital (Note 19.3)- Unsecured Non-Cumulative Redeemable Participating Preference shares of Rs. 10/- each	20,00,00,000	20,00,00,000	20,00,00,000
Total	**35,13,73,454**	**38,95,44,468**	**36,84,21,443**

19.1

The overdraft facilities from banks are secured against Fixed Deposits of the Company. They are repayable on demand and carry.

19.2

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

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

Name of shareholder	As at 31-03-2018		As at 31-03-2017		As at 01-04-2016	
	Number of shares held	% of holding	Number of shares held	% of holding	Number of shares held	% of holding
Zaverilal V. Mandalia	18,00,000	9.00	18,00,000	9.00	18,00,000	9.00
Bharat P. Mandalia	25,00,000	12.50	25,00,000	12.50	25,00,000	12.50
Kishor P. Mandalia	25,00,000	12.50	25,00,000	12.50	25,00,000	12.50
Chandresh Z. Mandalia	16,00,000	8.00	16,00,000	8.00	16,00,000	8.00
Vipul Z. Mandalia	16,00,000	8.00	16,00,000	8.00	16,00,000	8.00
Savitri D. Pawani	1,00,00,000	50.00	1,00,00,000	50.00	1,00,00,000	50.00

19.3 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 01-04-2014 form 16.5% Cummultive to 1.5% Non-Cummulative Redeemable Participating preference shares (NCRPPS).

The holder of each NCRPPS shall be entitle for a non-cumulative dividend of 1.5% p.a. (The holder of each CRPPS was entitle 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 ensuring 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 specifited in wiriting 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 redeemption 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. 37,34,00,000 and remain the same as at 31-03-2018.

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.

20. Trade payables

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Trade payables (Note 32 : due to micro ans small	9,29,69,576	11,50,337	4,12,202
Total	**9,29,69,576**	**11,50,337**	**4,12,202**

21. Other current financial liabilities

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Interest accrued but not due on borrowings	0	1,20,042	0
Creditors for Capital expenditure	0	1,41,965	5,14,739
Provision for employee benefits	59,411	57,868	42,612
Provision for expense	29,920	5,090	35,493
Derivatives instruments at fair value through profit or loss	9,33,21,400	0	0
Total	**9,34,10,731**	**3,24,965**	**5,92,844**

22. Other current liablities

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Statutory dues	1,10,976	10,03,549	91,196
Total	**1,10,976**	**10,03,549**	**91,196**

23. Current tax liabilities (net)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees	Rupees
Provision for Income tax (net of advances)	78,63,122	66,94,947	0
Total	**78,63,122**	**66,94,947**	**0**

24. Revenue from operations

	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
(a)	Sale of Traded goods (Note 24.1)	3,33,60,03,262	2,88,42,15,400
(b)	Other operating revenues (Note 24.1)	13,73,06,510	(16,51,941)
	Total	**3,47,33,09,772**	**2,88,25,63,459**

24.1 Gross Revenue derived from sales of Traded goods and other operating revenues under broad heads

	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rupees	Rupees
(i)	**Sale of Traded goods**		
	Shares, Securities & Units of Mutual Funds	1,54,33,24,027	52,57,36,141
	Bullion	1,79,26,79,235	2,35,84,79,259
	Interdivision	0	0
	Total - Sale of traded goods	**3,33,60,03,262**	**2,88,42,15,400**
(ii)	**Other operating revenues**		
	Profit / (Loss) on Share Speculation (Net)	(11,512)	0
	Profit/(loss) on Derivativies Transactions (Net)		
	Shares & Securities	10,25,76,545	71,68,440
	Commodities	3,47,41,471	(70,65,901)
	Currency	6	(17,54,480)
	Total - Other operating revenues	**13,73,06,510**	**(16,51,941)**

25. Other income

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Interest Income		
From Bank	28,26,418	2,34,95,154
From Others	2,77,75,239	1,69,25,567
From Investment as partner in LLP	3,02,48,347	2,25,28,513
Dividend Income	15,84,859	13,07,356
Profit/(loss) on Cancellation of FRA/Forward contracts	0	62,44,000
Profit on sale of fixed assets	0	58,670
Interest on Income tax refund	29,38,028	17,51,422
Proift on sale of assets from CWIP	0	4,49,850
Total	**6,53,72,891**	**7,27,60,532**

26. Purchases of stock-in-trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Shares, Securities & Units of Mutual Funds	1,55,97,02,428	56,96,16,336
Bullion	1,77,44,18,802	2,09,99,57,556
Interdivision	0	0
Total	**3,33,41,21,230**	**2,66,95,73,892**

27. Changes in inventories of stock-in-trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Inventories at the end of the year:		
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**
Inventories at the beginning of the year:		
Stock-in-trade- Shares & mutual funds	15,84,32,132	5,07,66,250
Stock-in-trade - Bullion	5,81,000	23,88,80,511
	15,90,13,132	**28,96,46,761**
Net (increase) / decrease	**(6,59,69,247)**	**13,06,33,630**

28. Employee benefits expense

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Salaries and bonus	9,62,388	9,95,358
Leave Enchashment	98,270	1,04,629
Provided for gratuity	49,860	29,627
Contribution towards providend fund	56,049	49,943
Total	**11,66,567**	**11,79,557**

29. Finance costs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Interest expense	2,09,82,133	3,55,03,244
Total	**2,09,82,133**	**3,55,03,244**

30. Other expenses

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Electricity Power	35,850	49,360
Rent	1,78,800	1,78,800
Rates and taxes	2,400	2,400
Stationary, Printing, Postage and Telephone	2,93,522	3,01,314
Legal and professional fees	5,04,497	19,50,880
Payments to auditors (Note 30.1)	4,18,400	7,48,500
Transportation expenses	0	7,69,043
Shares, Securities and Derivatives transaction charges	1,36,02,345	9,48,963
Sundry balances W/off	3,80,946	865
Donation	2,50,000	0
Directors' sitting fees	24,000	24,000
Loss on Sale / Discard of assets from CWIP	0	10,26,650
Loss on Discard of CWIP	0	29,61,987
Labour charges	0	31,31,251
Licence fees & Service charges of SEZ unit	3,76,225	3,25,369
General Charges (Note 30.2)	10,63,536	11,17,666
Total	**1,71,30,521**	**1,35,37,048**

30.1 Payments to the auditors

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
As auditors :-		
Audit fees	1,50,000	1,73,975
Tax audit fees	1,38,400	1,49,925
For other services	30,000	23,100
For taxation matters	1,00,000	4,01,500
Total	**4,18,400**	**7,48,500**

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, 2018	For the year ended 31 March, 2017
	Rupees	Rupees
Earnings per share		
Profit attributable to the equity shareholders	19,45,78,555	8,03,22,273
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	14.28	5.90

32. The Company has not received any intimation from "Suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosure if any, relating to amount unpaid as at the year and together with interest paid, payable as required under that act have not been given.

33. Contingenet 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 2012-13. 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 asessment years. As and when the appeals will be decided the brought forward lossess and unabsorbed depreciation, so set off will be restored depending upon appellate orders.
- Income tax demands of Rs. 4,44,82,010/- made by the authority under section 115JB of the Income Tax Act, 1961 in respect of which appeal has been filed.

34. Details of future contracts outstanding (open interest)

Name of script	Position	Number of contracts	
		As at 31-03-2018	As at 31-03-2017
M to M INDIGO 26/04/2018	Long	4,200	-
M to M Bank Nifty 26/04/2018	Long	42,640	-
M to M Bank Nifty 31/05/2018	Short	18,000	-
M to M BPCL 26/04/2018	Long	12,600	-
M TO M CAPF 26/04/2018	Long	4,800	-
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	54,000	-
M TO M HEROMOTOCO 26/04/2018	Long	2,000	-
M TO M HINDPETRO 26/04/2018	Long	31,500	-
M TO M IDFC 26/04/2018	Long	1,05,600	-
M TO M IDFCBANK 26/04/2018	Long	1,62,000	-
M TO M KSCL 26/04/2018	Long	6,000	-
M to M Nifty 26/04/2018	Long	60,000	-
M TO M PFC 26/04/2018	Long	72,000	-
M TO M PNB 26/04/2018	Long	32,000	-

Name of Script	Position	Number of Contracts	
		As at 31-03-2018	As at 31-03-2017
M TO M POWERGRID 26/04/2018	Long	40,000	-
M TO M SBIN 26/04/2018	Long	9,000	-
M TO M STAR 26/04/2018	Long	4,800	-
M TO M SUNPHARMA 26/04/2018	Long	14,300	-
M TO M SUZLON 26/04/2018	Long	3,50,000	-
M TO M TATACOMM 26/04/2018	Long	4,800	-
M TO M TATAGLOBAL 26/04/2018	Long	18,000	-
M TO M TATAMOTORS 26/04/2018	Long	12,000	-
M TO M TATAMTRDVR 26/04/2018	Long	35,000	-
M to M Tata Steel 26/04/2018	Long	3,51,191	-
M TO M TORENTPOWER 26/04/2018	Long	15,000	-
M to M UBL 31/05/2018	Long	49,700	-
M TO M UNIONBANK 26/04/2018	Long	40,000	-
OPTIDX NIFTY 26/04/2018 PE	Long	1,00,050	-
OPTIDX NIFTY 26/04/2018 CE	Short	1,00,125	-
OPT ADANI POWER 27/04/2017 PE	Short	-	5
OPT ADANI POWER 27/04/2017 CE	Long	-	5

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

(a) Gross amount required to be spent by the company during the year : Rs. 22,10,533/- (P.Y. - Rs. 27,25,193/-)

(b) Total amount unspent at the end of the year : Rs. 49,35,726/- (P.Y. - Rs. 27,25,193/-)

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.	37,80,00,000	37,80,00,000	12,85,00,000
Kifs Financial Service Ltd	5,50,00,000	0	5,50,00,000
Kunverji Finance Pvt Ltd.	9,80,00,000	1,00,00,000	8,80,00,000
Kunverji Fincorp Pvt Ltd.	3,00,00,000	3,00,00,000	3,00,00,000
Ishaan Portfolio Pvt Ltd.	14,15,00,000	14,16,19,540	14,16,19,540

37. Deferred tax (liability) / asset :

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
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	1,07,53,503	1,18,18,804	12,23,704
Property, Plant & Equipments	0	0	8,713
	1,07,53,503	1,18,18,804	12,23,704
Tax effect of items constituting deferred tax asset			
On difference between carrying value and tax base of :			
Property, Plant & Equipments	4,375	1,520	0
Financial instruments	1,18,18,804	12,63,445	8,47,781
Provision for employee benefits	19,643	97,558	55,967
Carried forward depreciation	12,87,45,497	12,87,45,497	14,08,31,711
Carried forward losses	0	1,90,707	0
	14,05,88,319	13,02,98,728	14,17,35,458
Deferred tax assets recognised (to the extent of deferred tax liability recognised above)	1,07,53,503	1,18,18,804	12,23,704
Net deferred tax (liability) / asset	0	0	0

38. Income tax

A. Amount recognised in the Statement of Profit and Loss

Particulars	As at 31 March 2018	As at 31 March 2017
Current income tax	4,90,54,537	2,15,05,770
Short /(Excess) provision of income tax of earlier years	(1,24,04,465)	30,34,141
Deferred tax	0	0
Tax expense recognised in the Statement of Profit and Loss	**3,66,50,072**	**2,45,39,911**

B. Reconciliation of effective tax rate

Particulars	As at 31 March 2018		As at 31 March 2017	
Profit before tax		23,12,28,627		10,48,62,185
Tax using the Company's domestic tax rate	33.063%	7,64,51,121	33.063%	3,46,70,584
Tax effect of :				
Tax exempt income	(0.227%)	(5,24,002)	(0.412%)	(4,32,251)
Non-deductible expense	0.030%	69,490	0.009%	9,621
Difference due to MAT	(11.652%)	(2,69,42,072)	(12.151%)	(1,27,42,184)
Effective tax	21.215%	**4,90,54,537**	**20.509%**	**2,15,05,770**
Add:- Short/(Excess) provision of income tax of earlier years	(5.365%)	(1,24,04,465)	2.893%	30,34,141
Income tax recognised in Statement of Profit and Loss	**15.850%**	**3,66,50,072**	**23.402%**	**2,45,39,911**

C. Income tax asset/(liability)

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Income tax asset	4,28,53,000	78,05,053	79,58,246
Income tax liability	(5,73,76,610)	(2,28,25,610)	(23,28,108)
Tax recoverable	14,63,203	1,79,39,194	1,68,24,806
Net income tax asset/(liability)	**(1,30,60,407)**	**29,18,637**	**2,24,54,944**

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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. 49,860/- (previous year - Rs. 29,627/-) as expenses.

Reconciliation of present value of the defined benefit obligation

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Obligation at the beginning of the year	2,37,200	1,26,661
Current service cost	31,904	19,481
Interest cost	17,956	10,146
Actuarial losses/(gains) recongnised in other comprehensive income		
- Change in demographic assumptions	-	-
- Change in Financial assumptions	(13,354)	14,821
- Experience variance	29,928	66,091
Obligation at the end of the year	**3,03,634**	**2,37,200**

Reconciliation of fair value of plan assets

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	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 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
present value of the defined benefit obligation at the end of the year	3,03,634	2,37,200
Fair value of plan assets at the end of the year	-	-
Amount recognised in the Balance sheet : assets/(Liability)	**3,03,634**	**2,37,200**

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

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Current service cost	31,904	19,481
Interest cost	17,956	10,146
Past service cost	-	-
Interest income	-	-
Total expense recognised in the Statement of Profit and Loss	**49,860**	**29,627**

Recognized in the other comprehensive income for the year:

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Actuarial losses/(gains) recongnised in other comprehensive income		
- Change in demographic assumptions	-	-
- Change in Financial assumptions	(13,354)	14,821
- Experience variance	29,928	66,091
Recognised in the other comprehensive income	**16,574**	**80,912**

Actuarial assumptions

Particulars	Year ended 31 March, 2018	Year ended 31 March, 2017
	Gratuity	Gratuity
Discount rate	7.86%	7.57%
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	17 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 occuring 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,2018		As at 31 March,2017	
	Decrease	Increase	Decrease	Increase
Change in Discount rate (delta effect of +/-1%)	49,601	(40,524)	39,002	(31,916)
Change in Salary growth rate (delta effect of +/-1%)	(41,520)	50,042	(32,622)	39,232
Change in Attrition rate (delta effect of +/-1%)	(11,661)	10,051	(7,460)	6,440

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 2018	As at 31 March 2017
	Gratuity	Gratuity
Within the next 12 months from the end of the reporting period	8,817	6,578
Between 2 and 5 years	39,404	29,398
Between 5 and 10 years	60,904	45,502
Beyond 10 years	11,49,566	8,41,345
Total expected payments	**12,58,691**	**9,22,823**

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. Panchratna Infrastructure 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 Amazo Waste Management Solution LLP Aaron Infraspace LLP S K Z Developers LLP
Joint venture in which the Company is a joint venture	Swadeshi Distributors 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 Vaghjani - 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 joint venture	Entities in which Key Management Personnel & their relatives having control or significant influence	Total
1	Purchase of goods	NIL (NIL)	NIL (NIL)	NIL (706678820)	NIL (706678820)
2	Sale of goods	NIL (NIL)	NIL (NIL)	577720 (NIL)	577720 (NIL)
3	Loans & Advances taken from	95000000 (NIL)	NIL (NIL)	NIL (NIL)	95000000 (NIL)
4	Loans & Advances repaid to	95000000 (NIL)	NIL (NIL)	NIL (NIL)	95000000 (NIL)
5	Loans & Advances given	NIL (NIL)	127240000 (224570000)	NIL (NIL)	127240000 (224570000)
6	Loans & Advances received back	NIL (NIL)	29866584 (65400000)	NIL (NIL)	29866584 (65400000)
7	Brokerage paid	NIL (NIL)	NIL (NIL)	10756 (40624)	10756 (40624)
8	Rent paid	NIL (NIL)	NIL (NIL)	118800 (118800)	118800 (118800)
9	Interest received	NIL (NIL)	52319978 (33953710)	NIL (NIL)	52319978 (NIL)
10	Sitting fees	24000 (24000)	NIL (NIL)	NIL (NIL)	24000 (24000)
11	Reimbursement given to	NIL (2400)	NIL (NIL)	NIL (NIL)	NIL (2400)
13	Capital Contribution (net)	NIL (NIL)	29866584 (17900000)	NIL (NIL)	29866584 (17900000)
14	Sale of Fixed Assets	NIL (NIL)	NIL (NIL)	NIL (6521489)	NIL (6521489)
15	Balances outstanding at the end of the year Loans & Advances receivable	NIL (NIL)	290040244 (170595197)	NIL (NIL)	290040244 (170595197)
	Trade receivables	NIL (NIL)	NIL (NIL)	7960820 (NIL)	7960820 (NIL)

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 2018, 31 March 2017 and 01 April 2016 is as follows :

(Amount in Rupees)

Particulars	Carrying value			Fair value		
	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Financial assets						
At Fair value through profit or loss						
Investment	28,01,95,376	22,78,00,280	20,99,00,280	28,01,95,376	22,78,00,280	20,99,00,280
Other current financial assets	1,75,089	1,00,000	0	1,75,089	1,00,000	0
At Amortised cost						
Trade Receivables	85,65,980	51,02,638	16,30,357	85,65,980	51,02,638	16,30,357
Cash and Bank balances	1,30,33,031	25,24,16,951	19,51,14,400	1,30,33,031	25,24,16,951	19,51,14,400
Loans	44,09,68,613	18,91,70,000	2,10,95,160	44,09,68,613	18,91,70,000	2,10,95,160
Other non current financial assets	6,33,411	6,33,411	7,83,411	6,33,411	6,33,411	7,83,411
Other current financial assets	26,46,48,360	4,25,23,541	2,05,87,226	26,46,48,360	4,25,23,541	2,05,87,226
Total assets	**1,00,82,19,860**	**71,77,46,821**	**44,91,10,834**	**1,00,82,19,860**	**71,77,46,821**	**44,91,10,834**
Financial liabilities						
At Amortised cost						
Current Borrowings	35,13,73,454	38,95,44,468	36,84,21,443	35,13,73,454	38,95,44,468	36,84,21,443
Trade payables	9,29,69,576	11,50,337	4,12,202	9,29,69,576	11,50,337	4,12,202
Other current financial liabilities	89,331	3,24,965	5,92,844	89,331	3,24,965	5,92,844
At Fair value through profit or loss						
Other current financial liabilities	9,33,21,400	0	0	9,33,21,400	0	0
Total liabilities	**53,77,53,761**	**39,10,19,770**	**36,94,26,489**	**53,77,53,761**	**39,10,19,770**	**36,94,26,489**

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 2018	28,01,95,376	0	0	28,01,95,376
	31 March 2017	22,78,00,280	0	0	22,78,00,280
	01 April 2016	20,99,00,280	0	0	20,99,00,280
Other current financial assets	31 March 2018	1,75,089	1,75,089	0	0
	31 March 2017	1,00,000	1,00,000	0	0
	01 April 2016	0	0	0	0
Financial liabilities					
Other current financial liabilities	31 March 2018	9,33,21,400	9,33,21,400	0	0
	31 March 2017	0	0	0	0
	01 April 2016	0	0	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 :

	As at		
Particulars	**31/03/2018**	**31/03/2017**	**01/04/2016**
Cash and cash equivalent	31,33,031	1,79,16,951	1,54,14,400
Total	**31,33,031**	**1,79,16,951**	**1,54,14,400**

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

Particulars	As at	Less than 1 year	Above 1 year
Borrowing	31/03/2018	35,13,73,454	0
	31/03/2017	38,95,44,468	0
	01/04/2016	36,84,21,443	0
Trade payable	31/03/2018	9,29,69,576	0
	31/03/2017	11,50,337	0
	01/04/2016	4,12,202	0
Other financial liabilities	31/03/2018	9,34,10,731	0
	31/03/2017	3,24,965	0
	01/04/2016	5,92,844	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 31/03/2018	31/03/2017	01/04/2016
Total equity attributable to the equity shareholders	69,00,23,782	49,54,58,264	41,51,99,634
Gross Debt	35,13,73,454	38,95,44,468	36,84,21,443
Less: Cash and cash equivalent	31,33,031	1,79,16,951	1,54,14,400
Net Debt	34,82,40,423	37,16,27,517	35,30,07,043
Net gearing ratio (Debt/ Equity)	**0.50**	**0.75**	**0.85**

44 Segment reporting

As the Company's business activities fall within a single primary business segment viz "trading in Commodities, Bullions, Gold Jewellery, Diamonds, Derivatives, Shares and Securities" the disclosure requirements of Ind-AS 108 "Operating Segment" prescribed under Section 133 of Companies Act, 2013 read with relevant rules issued thereunder are not applicable.

45 First time adoption

In preparing its standalone Ind AS Balance sheet as at 01 April 2016 and in presenting the comparative information for the year ended 31 March 2017, the Company has adjusted amounts reported previously in standalone financial statements prepared in accordance with previous GAAP. This note explains the principle adjustments made by the Company in restating its standalone financial statements prepared in accordance with previous GAAP, and how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

A. Exceptions from full retrospective application:

(i) Estimates :

Upon as assessment of the estimates made under Indian GAAP, the company has concluded that there was no necessity to revise such estimates under Ind AS, except where estimates were required by Ind AS and not required by Indian GAAP.

B. Exemptions from full retrospective application:

(i) Property, Plant and Equipment :

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 01 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

(ii) Investments in the joint venture :

Under Ind AS, the investment in the joint venture is accounted using equity method. Therefore, on transition date, the Company has chosen to value its investment in joint venture at deemed cost being the previous GAAP carrying value as at the transition date i.e. 01 April 2016. The Company has tested the investment for impairment as of the transition date. After initial recognition at the transition date, the Company has accounted for such investment using equity method in accordance with Ind AS 28. Refer note no. 46 for disclosure of interest in the joint venture.

(iii) Investments in Shares and debentures (unquoted) :

The Company has measured the investment in unquoted equity instruments at previous GAAP carrying value as the deemed cost on the date of transition.

(iv) Fair value measurement of financial assets or liabilities :

The Company has applied provision of Ind AS 109 for financial assets or liabilities measured at fair value prospectively to transactions occurring on or after date of transition to Ind AS.

C. Explanatory Notes to the transition from previous GAAP to Ind AS :

(i) Re-measurement cost of net defined liability:

Both under Indian GAAP and Ind AS, the Company recognised costs related to its post-employment defined benefit plan on an actuarial basis. Under Indian GAAP, the entire cost, including actuarial gains and losses, are charged to the Statement of Profit and Loss. Under Ind AS, re-measurements comprising of actuarial gains and losses, excluding amounts included in net interest on the net defined benefit liability and the return on plan assets are recognised immediately in the balance sheet with a corresponding debit or credit to retained earnings through Other Comprehensive Income.

(ii) Classification and fair valuation impact of financial assets and liabilities

The Company has assessed the classification and fair valuation impact of financial assets and liabilities under Ind AS 32 / Ind AS 109 on the basis of the facts and circumstances at the transition date. Impact of fair value changes as on date of transition, is recognised in opening reserves and changes thereafter are recognised in Statement of Profit and Loss Account.

(iii) Classification of Preference Shares as Compound Instrument:

Under previous GAAP the Company recognised amount received towards preference shares under share capital. Under Ind AS such preference shares are considered as compound financial instruments. The liability 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.

(iv) Other comprehensive income:

Under Indian GAAP, the Company has not presented other comprehensive income (OCI) separately. Hence, it has reconciled Indian GAAP Statement of Profit and Loss to Statement of Profit and Loss as per Ind AS. Further, Indian GAAP Statement of Profit and Loss is reconciled to total comprehensive income as per Ind AS.

(v) Statement of cash flows:

The transition from Indian GAAP to Ind AS does not have material impact on the statement of cash flows.

D. Effect of Ind AS adoption on the Balance sheet as at 01 April 2016

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	3,95,700	0	3,95,700
Capital Work in progress	95,78,305	0	95,78,305
Financial assets			
Investments	20,99,00,280	0	20,99,00,280
Other non current financial assets	7,83,411	0	7,83,411
Income tax assets (net)	2,37,92,052	0	2,37,92,052
Other non-current assets	30,00,000	0	30,00,000
	24,74,49,748	0	24,74,49,748
Current assets			
Inventories	28,59,45,634	37,01,127	28,96,46,761
Financial assets			
Trade Receivables	16,30,357	0	16,30,357
Cash and cash equivalents	1,54,14,400	0	1,54,14,400
Bank balances other than Cash and cash equivalents above	17,97,00,000	0	17,97,00,000
Loans	2,10,95,160	0	2,10,95,160
Other current financial assets	2,05,87,226	-0	2,05,87,226
Other current assets	1,06,57,436	0	1,06,57,436
	53,50,30,213	37,01,127	53,87,31,340
TOTAL ASSETS	**78,24,79,961**	**37,01,127**	**78,61,81,088**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	33,62,46,270	(20,00,00,000)	13,62,46,270
Other Equity	27,40,25,208	49,28,156	27,89,53,364
	61,02,71,478	(19,50,71,844)	41,51,99,634
LIABILITIES			
Non-current liabilities			
Non current Provisions	1,26,661	0	1,26,661
Non-current tax liabilities (net)	0	13,37,108	13,37,108
	1,26,661	13,37,108	14,63,769
Current liabilities			
Financial liabilities			
Current Borrowings	16,84,21,443	20,00,00,000	36,84,21,443
Trade payables	4,12,202	(0)	4,12,202
Other current financial liabilities	5,92,844	0	5,92,844
Other current liablities	91,196	0	91,196
Current Provisions	25,64,137	(25,64,137)	0
	17,20,81,822	19,74,35,863	36,95,17,685
TOTAL EQUITY AND LIABILITIES	**78,24,79,961**	**37,01,127**	**78,61,81,088**

E. Effect of Ind AS adoption on the Balance sheet as at 31 March 2017

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
ASSETS			
Non-current assets			
Property, Plant and Equipments	54,826	0	54,826
Financial assets			
Investments	22,78,00,280	0	22,78,00,280
Other non current financial assets	6,33,411	0	6,33,411
Income tax assets (net)	1,79,39,194	0	1,79,39,194
	24,64,27,711	0	24,64,27,711
Current assets			
Inventories	12,00,01,952	3,90,11,180	15,90,13,132
Financial assets			
Trade Receivables	51,02,638	0	51,02,638
Cash and cash equivalents	1,79,16,951	0	1,79,16,951
Bank balances other than Cash and cash equivalents above	23,45,00,000	0	23,45,00,000
Loans	18,91,70,000	0	18,91,70,000
Other current financial assets	4,26,23,541	-0	4,26,23,541
Other current assets	79,85,367	0	79,85,367
	61,73,00,449	3,90,11,180	65,63,11,629
TOTAL ASSETS	**86,37,28,160**	**3,90,11,180**	**90,27,39,340**
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	33,62,46,270	(20,00,00,000)	13,62,46,270
Other Equity	32,85,26,423	3,06,85,571	35,92,11,994
	66,47,72,693	(16,93,14,429)	49,54,58,264
LIABILITIES			
Non-current liabilities			
Non current Provisions	2,37,200	0	2,37,200
Non-current tax liabilities (net)	0	83,25,610	83,25,610
	2,37,200	83,25,610	85,62,810
Current liabilities			
Financial liabilities			
Current Borrowings	18,95,44,468	20,00,00,000	38,95,44,468
Trade payables	11,50,337	0	11,50,337
Other current financial liabilities	3,24,965	0	3,24,965
Other current liablities	10,03,549	0	10,03,549
Current tax liabilities (net)	66,94,947	0	66,94,947
	19,87,18,267	20,00,00,000	39,87,18,266
TOTAL EQUITY AND LIABILITIES	**86,37,28,160**	**3,90,11,180**	**90,27,39,340**

F. Effect of Ind AS adoption on the Statement of Profit and Loss for the year ended 31 March 2017

Particulars	Previous GAAP	Effect of transition to Ind As	As per Ind As
	Rupees	Rupees	Rupees
Income			
Revenue from operations	2,88,51,27,596	(25,64,137)	2,88,25,63,459
Other income	7,27,60,532	0	7,27,60,532
Total revenue	**2,95,78,88,128**	**(25,64,137)**	**2,95,53,23,991**
Expenses			
Purchases of stock-in-trade	2,66,95,73,892	0	2,66,95,73,892
Changes in inventories of stock-in-trade	16,59,43,683	(3,53,10,053)	13,06,33,630
Employee benefits expense	12,60,469	(80,912)	11,79,557
Finance costs	3,55,03,244	0	3,55,03,244
Depreciation and amortisation expense	34,436	0	34,436
Other expenses	1,35,37,048	0	1,35,37,048
Total expenses	**2,88,58,52,772**	**(3,53,90,965)**	**2,85,04,61,806**
Profit before tax	7,20,35,356	3,28,26,828	10,48,62,185
Tax expense:			
Current Income Tax	1,45,00,000	1,00,39,911	2,45,39,911
(Excess)/Short Provision of Income Tax for earlier years	30,34,141	(30,34,141)	0
Deferred tax	0	0	0
Profit for the year	**5,45,01,215**	**2,58,21,058**	**8,03,22,273**
Items that will not be reclassified to profit or loss			
Remeasurement gain/(loss) on defined benefit plans	0	(80,912)	(80,912)
Income tax relating to above item	0	17,268	17,268
Other comprehensive income for the year	**0**	**(63,644)**	**(63,644)**
Total Comprehensive income for the year	**5,45,01,215**	**2,57,57,414**	**8,02,58,629**

G. Reconciliation of Equity for the year ended 31st March 2017 between Ind-AS complaints result as reported above with result reported in previous year as per Indian GAAP is given below :

Particulars	As at 31 March 2017	As at 01 April 2016
	Rupees	Rupees
Equity under Previous GAAP	66,47,72,693	61,02,71,478
Measurement of Financial Instruments at Fair value through Profit or loss	3,90,11,180	62,65,264
Changes in current tax on account of above	(83,25,610)	(13,37,108)
Fair value of Debt portion of preference shares carved out of equity	(13,61,41,700)	(13,61,41,700)
Finance cost on Debt portion of preference shares carved out of equity	(6,38,58,300)	(6,38,58,300)
Total equity under IND AS	**49,54,58,263**	**41,51,99,634**

H. Reconciliation of profit after tax for the year ended 31st March 2017 between Ind-AS complaints result as reported above with result reported in previous year as per Indian GAAP is given below:

Particulars	As at 31 March 2017
Profit / (Loss) after tax under Indian GAAP	5,45,01,215
Measurement of Financial Instruments at fair value through Other comprehensive income	3,27,45,916
Changes in current tax on account of above	(69,88,503)
Remeasurement loss on defined benefit plans recognized in OCI	63,644
Profit after tax as per IND AS	**8,03,22,273**
Other comprehensive income/(expense) (net of tax)	(63,644)
Total comprehensive income as reported under Ind AS	**8,02,58,629**

46 Investment in Joint Venture

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 2018:

Particulars	As at 31 March 2018	As at 31 March 2017	As at 01 April 2016
Non-current assets	80,22,43,391	52,33,39,589	30,81,02,818
Current assets including cash & cash equivalent of Rs.39,75,083/- (31-03-2017: Rs.8,39,838/-; 01-04-2016: Rs.1,64,78,683/-)	86,81,182	52,54,533	1,65,88,243
Non-current liabilities including deferred tax liabilities of Rs. Nil (31-03-2017: Rs.Nil; 01-04-2016: Rs.1,407/-) and borrowing of Rs.14,45,17,066/- (31-03-2017: Rs.2,27,48,681/-; 01-04-2016: Rs.Nil)	(18,54,34,634)	(3,62,82,679)	(76,57,081)
Current liabilities including borrowing of Rs.29,00,40,244/- (31-03-2017: Rs.22,09,95,197/-; 01-04-2016: Rs.Nil) and tax payable of Rs.1,70,000/- (31-03-2017: Rs.70,000/-; 01-04-2016: Rs.Nil)	(29,03,37,298)	(22,21,78,027)	(2,07,200)
Equity	**33,51,52,641**	**27,01,33,416**	**31,68,26,780**
Proportion of the Company's ownership	80%	80%	80%
Carrying amount of the investment	**26,81,22,113**	**21,61,06,733**	**25,34,61,424**

Summarised statement of profit and loss :

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Revenue	0	0
Other income	3,21,429	2,39,836
Other expense	27,150	1,92,600
Profit before tax	2,94,279	47,236
Income tax expense	1,00,000	70,000
Profit / (Loss) for the year	1,94,279	(22,764)
Total comprehensive income for the year (continuing operations)	**1,94,279**	**(22,764)**
Share of profit / (loss) for the year	**0**	**0**

The Company had no contingent liabilities or capital commitments relating to its interest in the LLP as at 31 March 2018 and 2017 and 1 April 2016. The joint venture had no other contingent liabilities or capital commitments as at 31 March 2018, 31 March 2017 and 1 April 2016. The LLP has not distributed its profit as the project is under construction and has not commenced its operations as on 31 March 2018.

47 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.

(Amount in Rupees)

Name of the entity	Share of net assets as at 31 March 2018		Share in profit and loss for the year ended 31 March 2018		Share in other comprehensive income for the year ended 31 March 2018		Share in total comprehensive income for the year ended 31 March 2018	
	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	67%	69,00,23,782	100%	19,45,78,555	100%	(13,037)	100%	19,45,65,518
Joint venture (Invesment as per the equity method)								
Swadeshi Distributors LLP	33%	33,51,52,641	0%	0	0%	0	0%	0
Total	**100%**	**1,02,51,76,423**	**100%**	**19,45,78,555**	**100%**	**(13,037)**	**100%**	**19,45,65,518**

AuSom Enterprise Limited

REGISTERED OFFICE :
11-B, NEW AHMEDABAD INDUSTRIAL ESTATE,
SARKHEJ-BAVLA ROAD, VILLAGE- MORAIYA-382 213.
DIST.:- AHMEDABAD. GUJARAT.

Anang Agencies : 94260 10005

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)

34TH ANNUAL GENERAL MEETING ON THURSDAY, THE 27TH SEPTEMBER, 2018 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.

AuSomEnterpriseLimited
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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) of .....shares 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 34th Annual General Meeting of the Company, to be held on the 27th September, 2018 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:

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, 2018, 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. Vipul Z. Mandalia retires by rotation and being eligible for re-appointment (Ordinary Resolution)		
3.	Approval of Loans, Investments, Guarantee or Security under Section 185 of Companies Act, 2013. (Speical Resolution)		

Signed this_____day of_____2018

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.