

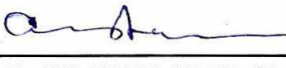



FORM A

Format of covering letter of the annual audit report to be filed with the Stock Exchange

1.	Name of the company	AUSOM ENTERPRISE LIMITED
2.	Annual financial statements for the year ended	31 ST MARCH, 2014
3.	Type of Audit observation	<p>Extract of "Emphasis of Matters" Paragraph from the auditor's report</p> <p>"Emphasis of Matters"</p> <p>Without qualifying our opinion, we draw attention to note no. 39 of the financial statement regarding event occurring after the balance sheet date pertaining to F.Y. 2013-14 with respect to Additional Custom Duty refundable. The effect of the said event resulted in reduction of purchase cost by Rs. 3,08,08,954/- and increase in profit to that extent. The said amount has been shown refundable under Current Assets as on Balance Sheet date.</p>
4.	Frequency of observation	Current Year
5.	To be signed by-	<div> Mr. Kishor Mandalia CEO/Managing Director</div> <div> Mr. Rupesh Shah Chief Financial Officer</div> <div> C. R. SHAREDALAL, Partner of M/s. C.R. SHAREDALAL & CO., Auditors</div> <div> Mr. Hitesh Adeshara Chairman of Audit Committee</div>

CHAIRMAN	:	MR. ZAVERILAL V. MANDALIA
MANAGING DIRECTOR & CHIEF EXECUTIVE OFFICER	:	MR. KISHOR P. MANDALIA
DIRECTORS	:	MR. VIPUL MANDALIA MR. GHANSHYAMBHAI AKBARI MR. HITESH ADESHARA MR. MUKESH ADESHARA (UP TO 23-08-2014) MRS. NIRUPAMA VAGHJANI (FROM 23-08-2014)
COMPANY SECRETARY & COMPLIANCE OFFICER	:	MR. RAVIKUMAR PASI
CHIEF FINANCIAL OFFICER (CFO)	:	MR. RUPESH SHAH
AUDITORS	:	M/S. C. R. SHAREDALAL & CO. CHARTERED ACCOUNTANTS AHMEDABAD
BANKERS	:	AXIS BANK LIMITED ALLAHABAD BANK HDFC BANK LIMITED INDUSIND BANK LIMITED
REGISTERED OFFICE	:	11-B, NEW AHMEDABAD INDUSTRIAL ESTATE, SARKHEJ-BAVLA ROAD, VILLAGE – MORAIYA-382 213. DIST.:- AHMEDABAD. GUJARAT.
CORPORATE OFFICE	:	606, SWAGAT BUILDING NR. LAL BUNGLOW, C.G. ROAD AHMEDABAD – 380006.

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

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

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

*** PAC- PERSONS ACTING IN CONCERT**

NOTICE

NOTICE is hereby given that the Thirtieth Annual General Meeting of the Members of **M/s. AUSOM ENTERPRISE LIMITED** (CIN:L67190GJ1984PLC006746) will be held on Monday, the 29th day of September, 2014 at 10.30 a.m. at the Registered Office of the Company situated at 11-B, New Ahmedabad Industrial Estate, Village-Moraiya, Sarkhej - Bavla Road, Moraiya-382 213. Dist.-Ahmedabad to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt Financial Statement of the Company for the financial year ended 31st March, 2014 including Statement of Profit & Loss together with the report of the Directors' and Auditors' 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.
3. To re-appoint Auditors who shall hold such office until the conclusion of 33rd Annual General Meeting and to fix their remuneration.

SPECIAL BUSINESS:

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and as per clause 49 of the Listing Agreement, Smt. Nirupama H. Vaghjiani (DIN 06956012) be and is hereby appointed as an Independent Women Director of the Company to hold office for 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting and shall not be liable to retire by rotation."

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and all other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and as per clause 49 of the Listing Agreement, Shri Hitesh B. Adeshara (holding DIN 02726701) be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting and shall not be liable to retire by rotation."

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and all other applicable provisions of the

Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013 and as per clause 49 of the Listing Agreement, Shri Ghanshyambhai B. Akbari (holding DIN 00196160) be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) years from the conclusion of this Annual General Meeting till the conclusion of the Thirty Fifth Annual General Meeting and shall not be liable to retire by rotation."

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

"RESOLVED THAT in supersession of all earlier resolutions passed in this regard, and pursuant to section 180(1)(C) and other applicable provisions of the Companies Act 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby accorded to the Board of Directors to borrow moneys in excess of the aggregate of the paid up share capital and free reserves of the Company, provided that the total amount borrowed and outstanding at any point of time, apart from temporary loans obtained / to be obtained from the company's bankers in the ordinary course of business, shall not be in excess of Rs. 1000 Crores (Rupees One Thousand Crores) over and above the aggregate of the paid up share capital and free reserves of the Company".

"RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions of any borrowing and to do all such acts, things and deeds as may be required to give effect to this resolution".

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

"RESOLVED THAT in supersession of all the earlier resolutions that have been passed at the previous Annual General Meetings of the Company and pursuant to the provisions of Section 180 (1) (a) of the Companies Act, 2013 and other applicable provisions of the said Act, if any, and the Memorandum and Articles of Association of the Company, consent of the Members of the company be and is hereby accorded to creation by the Board of Directors of the Company from time to time of such mortgage, charges, liens, hypothecation, assignment, transfer and/or other securities in addition to the mortgages, charges, liens, hypothecation, assignment, transfer and/or other securities already created, if any, by the Company, on terms and conditions as the Board in its sole discretion may deem fit, on Company's assets and properties, both present and future, whether movable or immovable, including whole or substantially the whole of the Company's undertaking (s) in favor of any financial institutions, Banks and any other investing agencies to secure financial or other facilities that may be extended to the company up to an aggregate value of Rs. 1000 Crores (Rupees One Thousand Crores).

"RESOLVED FURTHER THAT the Board be and is hereby authorized to finalize the terms and conditions, agreements, deeds and documents for creating such mortgage, charge, lien, hypothecation, assignment, transfer and/or other securities and to do all such acts, things and deeds as may be required to give effect to this resolution".

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY INSTEAD OF HIMSELF 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.
 2. The Register of Members and Share Transfer Books shall remain closed from Wednesday, the 24th September, 2014 to Monday the 29th September, 2014 (both days inclusive).
 3. Members are advised to avail Nomination facility as well as Dematerialisation facility.
 4. The Company has appointed M/s. Link Intime India Private Limited (Formerly known as Intime Spectrum Registry Limited), 303, 3rd Floor, Shopper's Plaza-5, Near Govt. Soc., Opp. Municipal Market, C.G. Road, Navrangpura, Ahmedabad – 380 009 as Registrar and Transfer (R & T) Agent for carrying out the work related to transfer as well as dematerialisation of shares. The members/ investors are requested to communicate their queries in regards to transfer and dematerialisation of shares to this agency at the address mentioned above.
 5. 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.
 6. 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.
 7. 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 Clause 35 B of Listing Agreement, the Company is pleased to provide members facility to exercise their right to vote at the 30th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL):
- II. The Instruction for members for voting electronically are as under:-
- In case of members receiving e-mail:**
- (i) Log on to the e-voting website www.evotingindia.com
 - (ii) Click on "Shareholders" tab.
 - (iii) 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.
 - (iv) Next enter the Image Verification as displayed and Click on Login.
 - (v) 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.
 - (vi) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field. In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.
DOB#	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly 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.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant AUSOM ENTERPRISE LIMITED(EVSN: 140814020) on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same 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.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) 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.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evotingindia.com and register themselves as Corporates.
 - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to

helpdesk.evoting@cdslindia.com and also to be sent to scrutinizer at his email ID csneerajtrivedi@gmail.com.

- After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- **In case of members receiving the physical copy:**

(A) Please follow all steps from sl. no. (i) to sl. no. (xvi) above to cast vote.

Other Instructions

- (B) The voting period begins on 23th September, 2014 (9:00 am) and ends on 24th September, 2014 (6:00 pm). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 22nd August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- (C) 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.
- (D) The voting right of shareholders shall be proportion to their share of the paid up equity share capital of the Company as on the cut-off date (record date) of the 22nd August, 2014.
- (E) Mr. NIRAJ TRIVEDI Company Secretaries (Membership No.: FCS 3844, C.P. No.: 3123) Email ID mailneerajtrivedi@gmail.com has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

Members who do not have access to e-voting facility. Can also vote through Postal Ballot. For availing this facility, members who do not have access to vote electronically, may send duly completed Ballot Form (enclosed with the Annual Report) so as to reach the Scrutinizer at the Corporate Office of the Company not later than Wednesday, September 24, 2014 (6.00 p.m.).

Members have the option to request for physical copy of the Ballot Form by sending an e-mail to ausom.ael@gmail.com by mentioning their Folio/DP ID and Client ID No. However, the duly completed Ballot Form should reach the Corporate Office of the Company not later than Wednesday, September 24, 2014 (6.00 p.m.). Ballot Form received after this date will be treated as invalid.

A Member can opt for only one mode of voting i.e. either through e-voting or by Ballot. If a Member Casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid The Scrutinizer shall within a period not exceeding three (3) working days from conclusion of the e-voting period 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 of the Company.

The result shall be declared on or after the AGM of the Company. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.ausom.in and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the company and communicated 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 and the Explanatory Statement shall be open for inspection at the Registered Office the Company during normal business hours (11:00 am to 5:00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

By Order of the Board of Directors

Place : Ahmedabad
Date : 23rd August, 2014

RAVIKUMAR PASI
Company Secretary

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

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT 2013**Item No 4, 5 and 6**

As per the Companies Act, 2013 more particularly section 149 which came into effect from 1st April, 2014, it has become mandatory for every listed company to have at least 1 women director and at least one-third of the total number of Directors as Independent Directors on the Board of the Company. Even the revised listing agreement which will come into effect from 1st October 2014, its also mandatory to have such women director as well as Independent Directors on the board of the company.

The Board of Directors appointed Smt. Nirupama H. Vaghjani as an additional director under the category Independent Women Director at their meeting held on 23rd August, 2014.

Further, at the meeting held on it was decided to appoint Shri Hitesh Adeshara and Shri Ghanshyambhai B. Akbari as independent Director for a tenure of 5 (five) years in compliance with the requirements of the Companies Act, 13 as well as Listing Agreement.

All the three, named above, directors are complying the conditions required for appointment as Independent Director as provided under section 149 (6) of the Companies Act 2013 and Board also fees that, if they are appointed would help in all respect i.e. not only of compliances with respect to act and listing agreement but business prospects also.

In compliance with section 160 of the Companies Act, 2013, the Company has received proposal from them along with deposit.

The appointment of such independent directors shall be subject to your approval and they shall not be liable for rotation and they can have maximum 2 terms as independent director. You are therefore requested to kindly accord your consent in the interest of the Company.

Brief profile with resume of each such appointee is provided below and to be considered as compliance of Clause 49, VIII – E of Listing Agreement.

None of the Directors except each such appointee or KMP are directly or indirectly, financially or otherwise interested in this resolution.

Item No 7 & 8

The members of the Company, in past, have accorded their consent to the company by passing a Ordinary Resolution as required under erstwhile Section 293(1)(a) and 293(1)(d) of the Companies Act, 1956 for the purpose of borrowing the fund as well as for creation of charge on the assets of the company.

Under the Companies Act, 2013 under Section 180(1)(a) & (c), which came into effect from 12th September, 2013, requires that the Board of Directors shall not borrow money in excess of the company's paid up share capital and free reserves, apart from temporary loans obtained from the company's bankers in the ordinary course of business, except with the prior fresh consent of the company by way of a special resolution to be

passed at the general meeting.

Further, the Ministry of Corporate Affairs vide its circular 04/2014 dated 25/03/2014 clarified that the resolution passed under erstwhile section 293 of the Companies Act, 1956 prior to 12.09.2013 with reference to borrowings (subject to the limits prescribed) and / or creation of security on assets of the Company shall be regarded as sufficient compliance of the requirements of section 180 of the Companies Act, 2013. As per this Circular. The validity of the resolutions passed earlier would expire on 12th September, 2014 and thereafter fresh approval would be required from the Shareholders in due compliance with the provisions of Section 180 of the Companies Act, 2013.

It is, therefore, necessary for the members to pass a Special Resolutions under Section 180(1)(a)& 180(1)(c) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 7&8 of the Notice, to enable to the Board of Directors to borrow money in excess of the aggregate of the paid up share capital and free reserves of the Company. Approval of members is being sought to borrow money at any time or from time to time for borrowing monies together with the monies already borrowed, if any, apart from temporary loans obtained / to be obtained from the Company's Bankers in the ordinary course of business of Rs. 1000 Crores (Rupees One Thousand Crores Only) which is in excess of the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose. The Company may also need to charge properties for securing any borrowings by company in favor of lenders and as per provisions of Section 180 (1) (a) of the Companies Act, 2013 creating charge on property of the Company in favor of lenders requires approval of shareholders in General Meeting.

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, financially or otherwise, in the resolutions.

By Order of the Board of Directors

Place : Ahmedabad

Date : 23rd August, 2014

RAVIKUMAR PASI

Company Secretary

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

INFORMATION AS REQUIRED PURSUANT TO CLAUSE 49(iv)(G)(i), A BRIEF RESUME ETC. OF APPOINTEE DIRECTORS:-

(A) SMT. NIRUPAMA H. VAGHJANI (PROPOSED TO BE APPOINTED AS AN INDEPENDENT WOMEN DIRECTOR)

Qualification	Under graduate
Area of expertise	22 years experience in the field of Sales & Marketing of Gold, Silver, Jewellery and Ornaments.
Her role in the company	Non executive & independent director
No. of shares in this company	Nil
Other directorship	Nil
Other membership in committee	Member of audit committee, remuneration committee (Nomination and Remuneration Committee) and share transfer cum investor grievance committee (Stakeholders Relationship Committee) of this company.

(B) SHRI HITESH ADESHARA (PROPOSED TO BE APPOINTED AS AN INDEPENDENT DIRECTOR)

Qualification	Under graduate
Area of expertise	10 years experience in the field of wholesale and retail jewellery business and ornaments.
His role in the company	Non executive & independent director
No. of shares in this company	Nil
Other directorship	Nil
Other membership in committee	Member of audit committee and remuneration committee (Nomination and Remuneration Committee) of this company

(C) SHRI. GHYANSHAMBHAI AKBARI (PROPOSED TO BE APPOINTED AS AN INDEPENDENT DIRECTOR)

Qualification	B.Com
Area of expertise	32 years experience in the area of accountancy, taxation and audit.
His role in the company	Non executive & independent director
No. of shares in this company	Nil
Other directorship	1. Zaveri Finstock Pvt. Ltd.
Other membership in committee	Member of audit committee and share transfer cum investor grievance committee (Stakeholders Relationship Committee) of this company

DIRECTORS' REPORT

To,
The Members of the Company,

Your directors have pleasure in presenting the Thirtieth Annual Report of your Company together with the Audited Accounts for the year ended 31st March, 2014.

FINANCIAL RESULTS

(Rs. in lacs)

PARTICULARS	Year ended on 31/03/2014	Year ended on 31/03/2013
Gross Sales	41768.42	68037.90
Expenditure	40241.28	67861.69
Profit/(Loss) before Tax	1527.14	176.21
Profit/(Loss) after Tax	1527.14	176.21
Profit Carry to Reserves	NIL	NIL

DIVIDEND

Considering past accumulated loss, the Board has decided to plough back the current year's profit for the development of the business and hence could not recommend the dividend and regret for the same.

OPERATIONS

The Company, in the year under consideration, has carried out activity in the field of trading of Commodities, Bullions, Gold jewellery, Shares & Securities, Units of Mutual Funds, Diamonds & Derivatives. The Company has achieved a turnover of Rs.41,768.42 Lacs as against Rs. 68,037.90 Lacs for the previous year. The turnover of the company decreased by 38.61%. Similarly, the Company in the fifth consecutive year has generated profit amounting to Rs. 1527.14 Lacs (PAT).

The Company during current year is anticipating to achieve gross turnover of Rs. 1500 Cr. and for that necessary efforts have been initiated. The management of the Company is of the view that the target of gross turnover will be definitely achieved and necessary resources for the same have also been Generated.

DEMATERIALISATION OF SHARES

As on 31-03-2014, 1,26,31,398 Equity Shares have been dematerialised, out of which 1,19,68,507 Equity Shares have been dematerialised with National Securities Depository Limited (NSDL) and balance 6,62,891 Equity Shares have been dematerialised with Central Depository Services (India) Limited (CDSL). It means 92.72 % of total capital of the company has been Dematerialised. In compliance with the requirements of SEBI, the promoters shares are in damat form.

International Security Identification Number (ISIN) of the company's equity shares is INE218C01016.

DIRECTORS

During the year under review Mr. Vipul Z. Mandalia retire by rotation and being eligible, offer himself for re-appointment.

Brief profile of the above mentioned directors such as education qualification, experience, nature of work etc. is provided in the Report of Corporate Governance forming part of this report.

FIXED DEPOSITS

During the year under review, Company has not accepted and/or renewed any Deposits as provided under Section 58A of the Companies Act, 1956, read with Companies (Acceptance of Deposits) Rule, 1975. There is no unclaimed or overdue Fixed Deposits.

AUDITORS

The auditors, M/s. C. R. Sharedalal & Company, Chartered Accountants, Ahmedabad retire at the ensuing Annual General Meeting and are eligible for re-appointment. They have also consented to act as Auditors of the Company.

AUDITORS' REPORT

The auditors of the Company have not given any adverse remark / qualification in their Report. However they have given "Emphasis of Matters" in respect of event occurring after the balance sheet date. The detailed clarification on the same has already mentioned at note no. 39 of "Notes to financial statements for the year ended 31st March 2014."

AUDIT COMMITTEE

During the year, the Audit Committee meetings were conducted as per the requirements of Listing Agreement with the Stock Exchanges read with Section 292A of the Companies Act, 1956. The details about the Role, Power etc. of the committee are enumerated in the Corporate Governance Report forming part of this report.

DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 217 (2AA) of the Companies Act, 1956, your Directors state that:

- I) In the preparation of annual accounts for the year ended March 31, 2014, the applicable accounting standards have been followed and that no material departures have been made from the same;
- II) 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 31st March, 2014 and of the profit or loss of the Company for that year.
- III) 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;

IV) The Directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

In pursuance to Clause 49, as amended from time to time, of the Listing Agreement with the Stock Exchanges, the Corporate Governance Report and Management Discussion and Analysis Report are given elsewhere and forming part of this Report.

PERSONNEL

None of the employee of the company is in receipt of annual remuneration of Rs. 60.00 lacs p.a. or Rs. 5.00 lacs per month, a limit as prescribed under Companies (Particulars of Employees) Rule, 1975 and hence information as required under section 217(2AA) read with Companies (Particulars of Employees) Rule, 1975 is not applicable.

MATTER REQUIRED TO BE REPORTED AS PER COMPANIES (DISCLOSURE OF PARTICULARS IN THE REPORT OF BOARD OF DIRECTORS) RULE, 1988

The information in respect of Conservation of Energy, Technology absorption etc. is not applicable to this Company mainly due to reason that the Company is only engaged in Trading Activity.

FOREIGN EXCHANGE EARNING AND OUTGO:

During the year under consideration, the company has not earned foreign exchange amounting by way of direct export (Previous year Rs. 290.24 cr.) and has spent Rs. 257.57 cr. (Previous year Rs. 287.98 cr.) on purchase of commodities and Rs. 1.80 cr. towards interest.

ACKNOWLEDGEMENTS

The Directors would like to thank bankers namely Axis Bank Ltd., HDFC Bank Ltd., Allahabad Bank., and IndusInd Bank Ltd. for providing support to your company. The Directors also further acknowledge the support received from employees, customers, shareholders and other government agencies.

For and on behalf of the Board of Directors

Place: Ahmedabad

Date: - 30th July, 2014

Kishor Mandalia

Managing Director

Vipul Mandalia

Director

MANAGEMENT DISCUSSION AND ANALYSIS REPORT :-

(A) INDUSTRY STRUCTURE AND DEVELOPMENT:

Since last Five years, after demerger, the Company is now only in trading of Bullions, precious metals, commodities 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 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.
- Due to imposition of excise duty, the cost of bullions and gold has gone up and hence demand for the same may reduce.

(C) SEGMENT WISE PERFORMANCE OR PRODUCT WISE PERFORMANCE

The Company is engaged in trading activity, hence segment wise performance is not required. The activities, which the company has started from last five years has emerged 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 very good potential. Under the globalization, the trading activity has more scope internationally and growing manifold. Consequent to the establishment of NCDEX and MCX various new platforms for F & O contracts are expected to emerge in near future.

(E) RISK AND 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 ADEQUACY

Your 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

During the current year the company has generated revenue of Rs. 41768.42 Lacs from trading activity with a profit of Rs. 1527.14 Lacs (PAT).

(H) HUMAN RESOURCES/IR

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 Resources activities. These activities have helped to retain and motivate employees of the company.

(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.

REPORT ON CORPORATE GOVERNANCE
A. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE 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 maintaining high standards of transparency and fairness. To achieve the same, the company has developed a team of educated, experienced and qualified managerial personnel. The Board of Directors of the Company effectively monitors the Management progress and corporate decisions.

B. BOARD OF DIRECTORS

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

Composition and Category of Board 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 and one (01) Executive Director. The company has valid composition of Board as required under Clause 49 of the Listing Agreement. The Details of such directors are;

Sr. No.	Name of Directors	Category of Directorship	Directors interse relationship, if any	No. of other Director-ship/Firm	No. of Committee positions held in other Public Company		No. of Shares / (%)
					Chairman	Member	
1	Mr. Zaverilal Mandalia	Promoter/Non-Executive Director	Relative of Mr. Kishor Mandalia and Mr. Vipul Mandalia	13	NIL	NIL	804547/(5.9056)
2	Mr. Kishor Mandalia	Promoter/ Executive Director	Relative of Mr. Zaverilal Mandalia and Mr. Vipul Mandalia	16	NIL	NIL	1189102/(8.7282)
3	Mr. Vipul Mandalia	Promoter/Non-Executive Director	Relative of Mr. Zaverilal Mandalia and Mr. Kishor Mandalia	10	NIL	NIL	836420/(6.14)
4	Mr. Hitesh Adeshara	Non Executive / Independent Director	Relative of Mr. Mukesh Adeshara	NIL	NIL	NIL	NIL
5	Mr. Mukesh Adeshara	Non Executive / Independent Director	Relative of Mr. Hitesh Adeshara	NIL	NIL	NIL	NIL
6	Mr. Ghanshyambhai Akbari	Non Executive / Independent Director	Not Applicable	01	NIL	NIL	NIL

No. of Board Meetings held during the Financial Year i.e 01-04-2013 to 31-03-2014

During the financial year, Board of Directors met 04 (Four) times and the gap between two board meeting was well within the limit prescribed. The dates of each such Board Meetings are: -

- (1) 29-05-2013
- (2) 07-08-2013
- (3) 30-10-2013
- (4) 30-01-2014

Attendance of Directors:

Directors	Board Meeting Attended	Last Annual General Meeting Attended
Mr. Zaverilal Mandalia	04/04	Yes
Mr. Kishor Mandalia	04/04	Yes
Mr. Vipul Mandalia	04/04	Yes
Mr. Hitesh Adeshara	04/04	Yes
Mr. Mukesh Adeshara	04/04	Yes
Mr. Ghanshyam Akbari	04/04	Yes

PARTICULARS OF DIRECTORS RETIRING BY ROTATION AND BEING REAPPOINTED.
(a) MR. VIPUL Z. MANDALIA

Qualification	BBA
Area of expertise	8 years experience in the field of Jewellery Business, Import-Export of Ornaments.
His role in the company	Promoter & Non Executive Director
No. of shares in this company	836420
Other directorship	Zaveri & Co. Pvt. Ltd. Zaveri Enterprise Pvt. Ltd. Vrundavan Garden Pvt. Ltd. Amazo Arcade Pvt. Ltd. Zaveri International Pvt. Ltd.
Other membership in committee	Member of Remuneration Committee and Share Transfer Cum Investor Grievance Committee of this company.

Information as required pursuant to Clause 49 (iv) (G) (I), a brief resume etc. of appointee directors are provided in the notice and hence not mentioned here.

C. AUDIT COMMITTEE**Terms of Reference:**

The terms of reference of this Committee cover the matters specified for Audit Committee under Clause-49, as amended from time to time of the Listing Agreement as well as in section 292A of the Companies Act, 1956.

Composition:

The audit committee comprises of: -

- 1) Mr. Hitesh Adeshara, Chairman
- 2) Mr. Ghanshyambhai Akbari
- 3) Mr. Mukesh Adeshara

Meetings and attendance:

In the financial year, the audit committee met 4 (Four) times i.e. on 29-05-2013, 07-08-2013, 30-10-2013 and 30-01-2014. All the members were present in all the meetings. The Chairman of the Audit Committee attended the last annual general meeting.

D. REMUNERATION COMMITTEE**Terms of Reference:**

The terms of Reference of the committee is to determine and recommend to the Board the Remuneration payable to the Managing Directors of the company and appraisal of performance.

Composition

The Remuneration Committee comprises of:-

- 1) Mr. Vipul Mandalia, Chairman
- 2) Mr. Hitesh Adeshara and
- 3) Mr. Mukesh Adeshara.

During the year, no meeting was held.

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.

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. Hitesh Adeshara	4,000/-
Mr. Mukesh Adeshara	4,000/-
Mr. Ghanshyam Akbari	4,000/-

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

E. SHARE TRANSFER CUM INVESTOR GRIEVANCE COMMITTEE

Composition

As per the requirements of Listing Agreement, the Investor Grievance and Shareholders' Committee comprises of Mr. Vipul Mandalia, Mr. Ghanshyambhai Akbari and Mr. Mukesh Adeshara.

Mr. Vipul Mandalia is the Chairman of this Committee.

Mr. Ravikumar Pasi is Company Secretary & Compliance Officer of the company.

The company has not received any Complaint during the financial year. As on the date of this report no complaint is pending.

The Committee met 3 (Three) times during the year.

F. GENERAL BODY MEETING

Location and time of last three Annual General Meetings.

Year	Date and Time	Location
2010-2011	29-09-2011 (10:30 a.m.)	11-B, New Ahmedabad Industrial Estate, Village-Moraiya, Sarkhej-Bavla Road, Moraiya-382 213. Dist.-Ahmedabad.
2011-2012	28-09-2012 (10:30 a.m.)	11-B, New Ahmedabad Industrial Estate, Village-Moraiya, Sarkhej-Bavla Road, Moraiya-382 213. Dist.-Ahmedabad.
2012-2013	20-09-2013 (10:30 a.m.)	11-B, New Ahmedabad Industrial Estate, Village-Moraiya, Sarkhej-Bavla Road, Moraiya-382 213. Dist.-Ahmedabad.

G. DISCLOSURE ON MATERIALLY SIGNIFICANT RELATED PARTY TRANSACTION.

During the financial year 2013-2014, there were no transactions of material nature with the Directors', key Managerial Personnel and management or their relatives that had potential conflict with the interest of the company.

H. DETAILS OF NON COMPLIANCE BY THE COMPANY

During the last three years, no penalties, strictures were imposed by the stock exchanges or other authorities on any matter related to Capital Markets.

Whistle Blower Policy being Non Mandatory, the company has not adopted the same. No personnel have been denied access to the audit committee.

The company has complied with all the mandatory requirements as prescribed under revised clause 49 of the Listing Agreement. Even the company has geared up and initiated necessary action to comply with the new listing agreement to be effective from 1st October, 2014.

Non mandatory requirements have not been adopted by the company.

CEO / CFO Certificate

In accordance with the requirements of Clause – 49 of the Listing Agreement, Mr. Kishor Mandalia, CEO and Mr. Rupesh Shah, CFO of the Company, have certified to the Board that to the best of their knowledge and belief, the financial statements present true and fair view of the Company's affairs.

I. MEANS OF COMMUNICATION

Quarterly / Yearly results

Quarterly / Yearly financial results were published in Business Standard (English) and Jaihind and Loksatta Jansatta (Gujarati) and also being informed to Stock Exchanges where the shares of the company are listed. The same is also placed on company's website **www.ausom.in**.

No official news released during the year.

No presentation was made to institutional investors or to the analyst. The Company has hosted its own website **www.ausom.in** where all the information relating to Code of Conduct, Shareholding Pattern, quarterly/yearly financial results (audited/un-audited), details of Registrar and Transfer Agent, Stock Exchange code and ISIN are available.

As required by SEBI and the listing agreements, the company files its financial as well as other information periodically on the Electronic filing website **www.corpfiling.co.in**. The same Information is also displayed on the company's website.

Management Discussion and Analysis report forming part of this Annual Report.

J. GENERAL SHAREHOLDER INFORMATION

Annual General Meeting: Date, Time and Venue:

Monday, the 29th day of September, 2014 at 10:30 a.m. at the Registered Office of the company situated at **11-B, New Ahmedabad Industrial Estate, Village-Moraiya, Sarkhej-Bavla Road, Moraiya-382 213, Dist.-Ahmedabad.**

Financial Calendar: April – March

- ⇒ Financial reporting for the first quarter ending on June, 2014: on or before 15th August, 2014
- ⇒ Financial reporting for the second quarter ending on September, 2014: on or before 15th November, 2014
- ⇒ Financial reporting for the third quarter ending on December, 2014: on or before 15th February, 2015
- ⇒ Financial reporting for the last quarter ending on March, 2015: April-May, 2015
- ⇒ Annual General Meeting for Financial Year 2014-2015: September, 2015

The above dates are tentative, subject to change.

- Dates of Book Closure: Wednesday, the 24th September, 2014 to Monday, the 29th September, 2014 (both days inclusive).
- No declaration of dividend.

LISTING ON THE STOCK EXCHANGES

Name of Stock Exchanges & Script Code No.:-

The Bombay Stock Exchange Ltd. (BSE)	Stock Code : 509009
National Stock Exchange of India Limited (NSE)	Symbol : AUSOMENT Series : EQ

Listing fees for the financial year 2014-2015 has been paid to both the above Stock Exchanges. Even Annual custody fee and custodial fee for the financial year 2014-2015 has been paid to National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

The Company has established connectivity for its equity shares with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). International Security Identification Number (ISIN) of the company's equity shares with NSDL and CDSL is **INE218C01016**.

MARKET PRICE DATA:

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

High, Low during each month in last financial year at BSE and NSE.

Month	Share Price BSE		Volumes (BSE)	BSE Sensex		Share Price NSE		Volumes (NSE)
	High Value (Rs.)	Low Value (Rs.)	No of Shares	(High)	(Low)	High Value (Rs.)	Low Value (Rs.)	No of Shares
Apr-13	13.00	10.97	2135	19622.68	18144.202	*	*	-
May-13	12.20	12.20	20	20443.62	19451.26	*	*	-
Jun-13	11.60	10.05	330	19860.19	18467.16	*	*	-
Jul-13	9.55	7.35	6792	20351.06	19126.82	*	*	-
Aug-13	7.00	6.65	2250	19569.20	17448.71	*	*	-
Sep-13	8.44	6.65	6110	20739.69	18166.17	*	*	-
Oct-13	*	*	-	21205.44	19264.72	*	*	-
Nov-13	10.24	8.86	2335	21321.53	20137.67	*	*	-
Dec-13	10.97	8.95	7445	21483.74	20568.70	10.95	10.45	1505
Jan-14	9.85	7.36	9822	21409.66	20343.78	10.25	9.75	301
Feb-14	8.78	7.00	3074	21140.51	19963.12	*	*	-
Mar-14	8.29	6.12	15044	22467.21	20920.98	*	*	-

* The shares of the company are infrequently traded and hence the company is not in a position to get the information in respect of high / low for this period.

REGISTRAR AND TRANSFER AGENT

M/s. Link Intime India Private Limited (Formerly known as Intime Spectrum Registry Limited), 303, 3rd Floor, Shopper's Plaza-5, Near Govt. Soc., Opp. Municipal Market, C.G. Road, Navrangpura, Ahmedabad – 380 009 Contact No.: - 079- 26465179 is acting as Registrar and Transfer (R&T) Agent for share transfer and dematerialisation work.

SHARE TRANSFER SYSTEM

Share transfer would be registered and returned within a period of 15 (Fifteen) days from the date of its receipt. The share transfer cum investor Grievance committee meets on 10/15 days gap depending upon number of transfers received.

As required under clause 47 (c) of the Listing Agreements, a certificate is obtained every six months from a Practicing Company Secretary, with regards to, inter alia , effecting transfer, transmission, sub – division, and consolidation of equity shares within 15 days of its lodgment. The certificates are forwarded to BSE and NSE where the equity shares are listed and also placed before the Shares Transfer Cum Investor Grievance Committee Meeting for noting.

In terms of SEBI circular No. D&CC/FITT/CIR-16 dated 31st December 2002, an Audit is conducted on a quarterly basis by a practicing Company Secretary, for the purpose of, inter alia, and reconciliation of the total admitted equity share capital with the depositories and in the physical form with the total issued / paid – up equity capital of the Company. Certificates issued in this regard are placed before the Shares Transfer Cum Investor Grievance Committee Meeting for noting and forwarded to BSE and NSE, where the equity shares of the company are listed.

DISTRIBUTION OF SHAREHOLDING (AS ON 31-03-2014)

No. of Equity Shares held	No. of Folios	%	No. of Shares	%
Up to 500	5025	82.46	874036	6.42
501 – 1,000	662	10.86	477971	3.51
1001 – 2000	186	3.05	267882	1.97
2001 – 3000	76	1.25	197587	1.45
3001 – 4000	21	0.34	76511	0.56
4001 – 5000	29	0.48	134381	0.99
5001 – 10000	49	0.80	339017	2.49
10001 & above	46	0.75	11256167	82.62
Grand Total	6094	100.00	13623552	<u>100.00</u>

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. Up-to 31/03/2014 1,26,31,398 shares were dematerialized.

Plant Location: - As the company is only engaged in trading activity, it does not have any plant.

Outstanding ADR/GDR etc.: - Not applicable

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 – 26421455-66
 Fax No.: - 079 – 26569898 Email Id: - investorcomplaints@gmail.com
 Website: - www.ausom.in

DECLARATION OF CODE OF CONDUCT

As per the terms of the amended clause 49 of the Listing Agreement, we hereby confirm that all the board members and senior management personnel of the company have affirmed the compliance of the code of business conduct for the year ended on 31/03/2014.

Date: 30th July, 2014.

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

CFO/CEO Certification

We, Kishor Mandalia, Chief Executive Officer and Rupesh Shah, Chief Financial Officer of AuSom Enterprise Limited, to the best of our knowledge and belief, hereby certify that:

- A. We have reviewed the Balance Sheet as at March 31, 2014, Statement of Profit & Loss for the year ended on that date along with all its schedules, notes on accounts and also the cash flow statement for the year ended on that date and based on our knowledge and information, we confirm that:-
- 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.
- B. 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.
- C. We along with Company's other certifying officers accept responsibility for establishing and maintaining internal controls for financial reporting and that we have:-
- i. Evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and
 - ii. Disclosed to the auditors and Audit Committee, 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.
- D. We along with Company's other certifying officers, have indicated to the auditors and the Audit Committee of the Company that:-
- i. There are no significant changes in internal control during the year;
 - ii. There are no significant changes in accounting policies during the year and that same have been disclosed in the notes to the financial statements; and
 - iii. There are no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system.

Kishor Mandalia
Chief Executive Officer

Rupesh Shah
Chief Financial Officer

CORPORATE GOVERNANCE CERTIFICATE

To the Members,
AUSOM ENTERPRISE LIMITED

We have examined the compliance of conditions of Corporate Governance by AUSOM ENTERPRISE LIMITED for the year ended 31 March, 2014, as stipulated in Clause 49 of the Listing Agreement(s) of the said Company with the Stock Exchange(s) in India.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination has been limited to a review of the procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in said clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and based on the representation made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above-mentioned Listing Agreement.

We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**FOR C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS
(Registration No. 109943W)**

**PLACE : AHMEDABAD
DATE : 30-07-2014**

**(C.R. SHAREDALAL)
PARTNER
MEMBERSHIP NO.002571**

INDEPENDENT AUDITORS' REPORT

To the Members of AUSOM ENTERPRISE LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Ausom Enterprise Limited** ("the Company"), which comprise the Balance Sheet as at 31 March, 2014 and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards notified under the Companies Act, 1956 ("the Act") read with the General Circular 15/2013 dated 13th September 2013 of the Ministry of Corporate Affair in respect of section 133 of the Companies Act, 2013. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the 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 financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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 :

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Emphasis of Matters

Without qualifying our opinion, we draw attention to note no.39 of the financial statement regarding event occurring after the balance sheet date pertaining to F.Y. 2013-14 with respect to Additional Custom Duty refundable. The effect of the said event resulted in reduction of purchase cost by Rs. 3,08,08,954/- and increase in profit to the extent. The said amount has been shown refundable under Current Assets as on Balance Sheet date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statements on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a. we have 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 appears from our examination of those books;
 - c. the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - d. in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting standards notified under the Companies Act 1956 read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of section 133 of the Companies Act, 2013;
 - e. on the basis of the written representations received from the directors as on 31 March, 2014 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2014 from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.

**FOR C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS
(Registration No. 109943W)**

**PLACE : AHMEDABAD
DATE : 30-07-2014**

**(C.R. SHAREDALAL)
PARTNER
MEMBERSHIP NO.002571**

Annexure to 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 has maintained 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 programme 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 has not disposed off any Fixed Assets during the year. Accordingly, the question of affecting the going concern assumption does not arise.
2. (a) As explained to us, inventories have been physically verified by the management during the year at reasonable intervals.

(b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the Company and the nature of its business.

(c) In our opinion and according to the information and explanations given to us the Company is maintaining proper records of inventory. According to the information and explanations given to us no discrepancies were noticed on physical verification of inventories as compared to book records.
3. (a) According to information and explanations given to us, the Company has granted unsecured loans to one party, covered in the register maintained under section 301 of the Companies Act, 1956. The maximum amount involved during the year was Rs. 1,00,00,000/- and the year-end balance of loans granted to such parties was Rs. 1,00,00,000/-.

(b) In our opinion and according to the information and explanations given to us, the terms and conditions on which loans have been granted to the above parties listed in the register maintained under section 301 of the Companies Act, 1956 are not, prima facie prejudicial to the interest of the Company.

(c) We are informed that the loans granted to the above parties, are repayable on demand for the payment of principal and interest.

(d) The Company has taken unsecured loans from one party covered in the Register maintained under Section 301 of the Companies Act, 1956. The maximum amount at any time during the year was Rs.38,72,00,000/- and the year-end balance is Rs. 19,02,00,000/-.

(e) In our opinion and according to the information and explanation given to us, the rate of interest and other terms and conditions of such loan are not prima facie prejudicial to the interest of the company.

- (f) In respect of the aforesaid loans, the company is regular in repaying the principal amount which is repayable on demand.
4. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. Further, on the basis of our examination of the books of account and records of the Company and according to the information and explanation given to us, we have neither come across nor have been informed of any continuing failure to correct major weaknesses in the internal control system.
 5. According to the information and explanations given to us, the particulars of contracts or arrangements referred to in section 301 of the Companies Act, 1956 that needs to be entered in the register maintained under that section have been so entered. Transactions done in pursuance of such contracts or arrangements have made at prices which appear reasonable as per information available with the company.
 6. As the Company has not accepted any deposits from the public, the directive issued by the Reserve Bank of India and the provisions of Section 58A and 58AA or any other relevant provisions of the Companies Act, 1956 and the Rules framed thereunder are not applicable to the Company. No order has been passed by the Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other Tribunal.
 7. In our opinion, the internal audit functions carried out during the year by a firm of Chartered Accountants appointed by the management have been commensurate with the size of the Company and the nature of its business.
 8. As informed to us, the Government has not prescribed maintenance of cost records under section 209(1)(d) of the Companies Act, 1956.
 9. (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, Investor Education and Protection Fund, Employees' State Insurance, Sales Tax/Value Added Tax, Gratuity, Professional Tax, Income-tax, Wealth-tax, Custom Duty, Excise duty, Service Tax, Cess and any other applicable dues, during the year with the appropriate authorities. According to the information and explanation given to us no undisputed amounts payable in respect of statutory dues outstanding as at 31 March, 2014 for a period of more than six months from the date they became payable.

(b) According to the information and explanation given to us, there are no dues of Provident Fund, Sales tax/Value Added Tax, Professional tax, Income tax, Wealth-tax, Custom duty, Excise duty, Service tax, Cess and any other dues to the extent applicable, which have not been deposited on account of dispute.
 10. The accumulated losses of the Company as at the end of the year are more than fifty percent of its net worth. The Company has not incurred cash losses during the year and cash losses were not incurred in the immediately preceding financial year.

11. In our opinion and according to the information and explanation given to us, the Company has been generally regular in repayment of dues to Banks and Financial Institutions.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special status applicable to chit fund/nidhi/mutual benefit fund/societies are not applicable to the Company. Accordingly, clauses (xiii)(a) to (xiii)(d) of paragraph 4 of the Order are not applicable to the Company.
14. In respect of dealing in shares, securities and other investments, in our opinion and according to the information and explanations given to us, proper records have been maintained of the transactions and contracts and timely entries have been made therein. The shares, securities, debentures and other securities have been held by the Company in its own name.
15. According to the information and explanations given to us, Company has not given any guarantee for loan taken by others from banks and Financial Institutions during the year.
16. During the period under audit, the company has not obtained any term loans; hence the provisions of clause (xvi) are not applicable to the company.
17. On the basis of the information and explanations given to us and on an overall examination of the Financial Statements of the Company, in our opinion, there are no funds raised on a short-term basis which have been used for long-term investments.
18. The Company has not made any preferential allotment of shares to parties and companies covered in the Register maintained under section 301 of the Companies Act, 1956 during the year.
19. The Company has not issued any debentures during the year.
20. During the year, the Company has not raised money by public issue.
21. During the course of our examination of the books of account and records of the Company, carried out in accordance with the generally accepted auditing practices in India, we have not come across any instance of material fraud on or by the Company, noticed or reported during the year, nor have been informed of such case by the management.

**FOR C.R. SHAREDALAL & CO.
CHARTERED ACCOUNTANTS
(Registration No. 109943W)**

**PLACE : AHMEDABAD
DATE : 30-07-2014**

**(C.R. SHAREDALAL)
PARTNER
MEMBERSHIP NO.002571**

BALANCE SHEET AS AT 31 MARCH, 2014

Particulars	Note No.	As at 31 March, 2014	As at 31 March, 2013
		Rupees	Rupees
EQUITY AND LIABILITIES			
Shareholders' funds			
Share capital	2	33,62,46,270	33,62,46,270
Reserves and surplus	3	6,13,29,133	(9,13,85,300)
		39,75,75,403	24,48,60,970
Non-current liabilities			
Long-term provisions	4	70,597	63,115
		70,597	63,115
Current liabilities			
Short-term borrowings	5	26,49,14,519	11,41,96,090
Trade payables	6	30,56,708	3,04,09,41,936
Other current liabilities	7	2,44,288	4,99,590
Short-term provisions	8	1,10,52,218	33,44,279
		27,92,67,733	3,15,89,81,895
TOTAL		67,69,13,733	3,40,39,05,980
ASSETS			
Non-current assets			
Fixed assets			
Tangible assets	9	2,55,665	2,83,897
		2,55,665	2,83,897
Non-current investments	10	2,35,59,656	2,00,29,525
Long-term loans and advances	11	2,32,08,881	1,42,91,794
		4,67,68,537	3,43,21,319
Current assets			
Inventories	12	15,70,07,550	2,09,07,441
Trade receivables	13	3,81,24,683	76,31,986
Cash and bank balances	14	21,84,67,636	3,01,48,78,118
Short-term loans and advances	15	20,16,87,280	10,63,49,191
Other current assets	16	1,46,02,382	21,95,34,028
		62,98,89,531	3,36,93,00,764
TOTAL		67,69,13,733	3,40,39,05,980

Significant Accounting Policies

The accompanying notes from 1 to 39 are integral part of the financial statements.
As per our report of even date.

For and on behalf of the Board of Directors

For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

(C.R. Sharedalal)
Partner
Membership No. 002571

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 30-07-2014

Place : Ahmedabad
Date : 30-07-2014

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2014

Particulars	Note No.	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
Revenue from operations	17	4,14,88,02,903	6,78,24,77,635
Other income	18	2,80,39,588	2,13,11,972
Total revenue		4,17,68,42,491	6,80,37,89,607
Expenses			
Purchases of stock-in-trade	19	4,08,94,39,016	6,57,11,38,032
Changes in inventories of stock-in-trade	20	(13,61,00,109)	(21,53,439)
Employee benefits expense	21	8,95,319	8,25,293
Finance costs	22	5,89,31,555	19,68,25,969
Depreciation and amortisation expense	9	28,232	22,910
Other expenses	23	1,09,34,045	1,95,09,828
Total expenses		4,02,41,28,058	6,78,61,68,593
Profit before tax		15,27,14,433	1,76,21,014
Tax expense:			
Current Income Tax		-	-
Deferred tax		-	-
Profit for the year		15,27,14,433	1,76,21,014
Earnings per Equity Share (Note 31)			
Basic		11.21	(1.13)
Diluted		11.21	(1.13)

Significant Accounting Policies 1
The accompanying notes from 1 to 39 are integral part of the financial statements.
As per our report of even date.

For and on behalf of the Board of Directors

For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

KISHOR MANDALIA
Managing Director

ZAVERILAL MANDALIA
Director

(C.R. Sharedalal)
Partner
Membership No. 002571

RUPESH SHAH
Chief Financial Officer

RAVIKUMAR PASI
Company Secretary

Place : Ahmedabad
Date : 30-07-2014

Place : Ahmedabad
Date : 30-07-2014

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31-03-2014
(Amt in Rs.)

		For the year ended 31-Mar-14		For the year ended 31-Mar-13
	Rupees	Rupees	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES				
Net Profit before taxation and extraordinary items		15,27,14,433		1,76,21,014
Adjustment for				
Depreciation	28,232		22,910	
Interest income	(2,72,23,315)		(2,24,52,565)	
Interest expense	57,92,497		1,18,43,691	
		(2,14,02,586)		(1,05,85,964)
Operating Profit before Working Capital Changes		13,13,11,847		70,35,050
Decrease/(Increase) in Trade Receivable	(3,04,92,697)		32,55,207	
Decrease/(Increase) in Inventories	(13,61,00,109)		(21,53,439)	
Increase/(Decrease) in Long-term provision	7,482		23,791	
Increase/(Decrease) in short-term provision	77,07,939		(65,78,488)	
Increase/(Decrease) in other current liability	(2,55,302)		4,49,221	
Decrease/(Increase) in other current assets	20,49,31,646		(20,89,85,675)	
Decrease/(Increase) in Long-term Loans & Advances	(89,17,087)		(54,33,441)	
Decrease/(Increase) in Short-term Loans & Advances	(9,53,38,089)		(9,33,90,025)	
Decrease/(Increase) in other bank balance	2,74,34,25,951		(2,81,06,04,305)	
Increase/(Decrease) in Trade Payable	(3,03,78,85,228)	(35,29,15,494)	3,04,05,73,575	(8,28,43,579)
Cash Generated from Operations		(22,16,03,647)		(7,58,08,529)
Direct taxes paid		-		-
Net cash from operating activities		(22,16,03,647)		(7,58,08,529)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of Non current investment	(35,30,131)		(92,79,525)	
Purchase of Fixed Assests	-		(37,800)	
Interest Received	2,72,23,315		2,24,52,565	
Net cash from investing activities		2,36,93,184		1,31,35,240
C. CASH FLOW FROM FINANCING ACTIVITIES				
Proceeds from short term borrowings	15,07,18,429		8,61,47,266	
Interest Paid	(57,92,497)		(1,18,43,691)	
Net cash used in financing activities		14,49,25,932		7,43,03,575
Net increase in cash & cash equivalents		(5,29,84,531)		1,16,30,286
Cash & Cash equivalents at beginning of period		5,46,73,813		4,30,43,527
Cash & Cash equivalents at end of period		16,89,282		5,46,73,813

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

	As at 31-03-2014	As at 31-03-2013
Cash On Hand	83,514	63,135
Bank Balance with Schedule Banks	16,05,768	5,46,10,678
Total	16,89,282	5,46,73,813

As per our attached Report of even date
For C.R. Sharedalal & Co.
Chartered Accountants
(Firm Reg. No. 109943W)

C.R.SHAREDALAL
Partner
Membership No.002571

Place : Ahmedabad
Date : 30-07-2014

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 : 30-07-2014

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2014

1. Significant accounting policies**1.1 Basis of preparation of financial statements**

The financial statements have been prepared under the historical cost convention, on accrual basis in accordance with Generally Accepted Accounting Principle (GAAP), and comply with the Companies (Accounting Standard) Rules 2006 and relevant provisions of the Companies Act 1956 to the extent applicable and the Provisions of the Companies Act, 2013 to the extent notified.

1.2 Use of estimates

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognised in the period in which the results are known / materialised.

1.3 Tangible fixed assets

Fixed Assets are stated at cost less accumulated depreciation. The cost comprises of purchase price, duties, levies and any directly attributable cost of bringing the assets to its working condition for the intended use.

1.4 Depreciation

Depreciation on tangible fixed assets is provided on Straight Line Method in accordance with the rates and in manner specified in Schedule XIV of the Companies Act, 1956.

1.5 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 Cost or Net Realizable value whichever is lower. Cost is arrived at by using FIFO method.

1.6 Cash Flow

The cash flow statement is prepared by the indirect method set out in Accounting Standard-3 on Cash Flow Statement 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.

1.7 Revenue Recognition

- A. Revenue from sales 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.
 - (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.
- E. Derivative Transactions in Future and Option
 - (i) Future or Option transactions in Equity/Index/Currency/Commodity are accounted expiry date wise separately.
 - (ii) Gain or Loss is accounted on expiry date.
 - (iii) Contracts for future or option in Equity/Index/Currency/Commodity remaining unsettled at balance sheet date are provided for in case of loss only.
 - (iv) When future or option contract settled with actual delivery, the same is accounted for respective contract wise as purchase/sales.
- F. Other Income

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

1.8 Purchase

Purchase cost of shares, securities and Units of Mutual Funds does not include other incidental charges except brokerage charges.

1.9 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.

Long term employee benefits and post-employment benefits both funded and non-funded are recognized as expenses in the Statement of Profit and Loss of the year in which the related service is rendered based on actuarial valuation.

- i. Company's Contribution towards provident fund are accounted for at pre-determined rates and deposited in to an EPFO.
- ii. Gratuity is accounted for on the basis of actuarial valuation.

1.10 Provision for Current and Deferred Tax

Provision for current tax is made after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred tax resulting from “timing difference” between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax assets is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

1.11 Provisions, Contingent Liabilities and Contingent Assets

Provision is recognized when there is a present obligation as a result of past event that probably requires an outflow of resources and reliable estimate can be made of the amount of the obligation. Disclosure for Contingent Liabilities is made when there is a possible obligation or a present obligation that may, but probably will not, requires an outflow of resources. No provision is recognized or disclosure for Contingent Liability is made when there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote. Contingent Asset is neither recognized nor disclosed in the financial statements.

1.12 Impairment of Assets

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior period is reversed if there has been a change in the estimate of recoverable amount.

1.13 Foreign Currency Transactions

- (a) Transactions denominated in foreign currencies are recorded at the exchange rate prevailing on the date of the transaction or that approximates the actual rate at the date of transaction.
- (b) Monetary items denominated in foreign currencies at the year-end are restated at year-end rates.
- (c) Any income or expenses on account of exchange difference either on settlement or on translation is recognised in the Statement of Profit and Loss.
- (d) Profit/Loss on Forward Rate Agreement taken for hedging interest rate related risk is accounted at the time of starting date of each agreement.
- (e) Foreign currency transactions hedged through forward contracts, the premium on such forward contracts is amortised over the life of the contract.

1.14 Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as Current investments. All other investments are classified as non-current investments. Current Investments are carried at lower of cost and quoted/fair value determined on category/item wise. Non-current investments are stated at cost. However, Provision for diminution in the value of long-term investment is made only if such a decline is other than temporary.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

1.15 Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for its intended use. All other borrowing costs are charged to Statement of Profit and Loss.

2 Share capital

Particulars	As at 31 March, 2014		As at 31 March, 2013	
	Number of shares	Rupees	Number of shares	Rupees
Authorised				
Equity shares of Rs.10 each	6,00,00,000	60,00,00,000	6,00,00,000	60,00,00,000
Redeemable preference shares of Rs.10 each	4,00,00,000	40,00,00,000	4,00,00,000	40,00,00,000
Issued, Subscribed and Fully Paid up				
Equity shares of Rs.10 each	1,36,23,552	13,62,35,520	1,36,23,552	13,62,35,520
1.5% Non-Cummulative Redeemable Participating preference shares of Rs. 10 each (Upto 31/03/2013 : 16.5% Cummulative Redeemable Participating Preference Shares)	2,00,00,000	20,00,00,000	2,00,00,000	20,00,00,000
Forfeited equity shares(Amount originally paid up)		10,750		10,750
Total		33,62,46,270		33,62,46,270

2.1 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, 2014				
- 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, 2013				
-Number of shares	1,36,23,552	-	-	1,36,23,552
- Amount (Rs)	13,62,35,520	-	-	13,62,35,520
Particulars	Opening Balance	Issue	Redemption	Closing Balance
1.5% Non-Cummulative Redeemable Participating preference shares (Upto 31/03/2013 : 16.5% Cummulative Redeemable Participating Preference Shares)				
Year ended 31 March, 2014				
- Number of shares	2,00,00,000	-	-	2,00,00,000
- Amount (Rs)	20,00,00,000	-	-	20,00,00,000
Year ended 31 March, 2013				
- Number of shares	2,00,00,000	-	-	2,00,00,000
- Amount (Rs)	20,00,00,000	-	-	20,00,00,000

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

Class of shares / Name of shareholder	As at 31 March, 2014		As at 31 March, 2013	
	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	47,73,087	35.04	47,73,087	35.04
Kishor P. Mandalia	11,89,102	8.73	11,89,102	8.73
Daxaben B. Mandalia	8,90,572	6.54	8,90,572	6.54
Vipul Z. Mandalia	8,36,420	6.14	8,36,420	6.14
Zaverilal V. Mandalia	8,04,547		8,04,547	
Chandresh Z. Mandalia	7,97,647	5.85	7,97,647	5.85
1.5% Non-Cummulative Redeemable Participating preference shares of Rs. 10 each fully paid (Upto 31/03/2013 : 16.5% Cummulative Redeemable Participating Preference shares)				
Zaverilal V. Mandalia	18,00,000		18,00,000	
Bharat P. Mandalia	25,00,000	12.50	25,00,000	12.50
Kishor P. Mandalia	25,00,000	12.50	25,00,000	12.50
Chandresh Z. Mandalia	16,00,000	8.00	16,00,000	8.00
Vipul Z. Mandalia	16,00,000	8.00	16,00,000	8.00
Savitri D. Pawani	90,00,000	45.00	90,00,000	45.00
Bharti. A. Pawani	10,00,000	5.00	10,00,000	5.00

(a) Terms/Rights attached to equity shares

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

(b) Terms of Redemption, conversion & rights of preference shares

- (i) Preference shares carry non-cumulative dividend at 1.5% p.a. (Upto 31/03/2013 : cumulative dividend @ 16.5% p.a.). The dividend proposed if any by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. The preference shares shall, in addition have a right to participating dividend over and above the base dividend mentioned above.
- (ii) The liability for payment of Dividend on Cumulative Redeemable Participating Preference Shares of Rs. 20,00,00,000 is not provided in view of the accumulated loss. The amount of such accumulated dividend comes to Rs. 37,34,00,000 up to 31/03/2014.
- (iii) The Preference Shares were issued on 09/12/1999 and are 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 has received consent letter from the preference shareholders postponing their right to receive payment of the installments of redemption of preference shares amounting to Rs. 20,00,00,000 by eight years.
- (iv) 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.
- (v) 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, 1956.
- (vi) 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, at par, in the manner specified in writing to be given by the Subscribers.

3 Reserves and surplus

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Capital reserve (Profit on reissue of forfeited shares)	86,000	86,000
Securities Premium Reserve	36,41,18,400	36,41,18,400
Surplus / (Deficit) in the Statement of Profit and Loss		
Balance as per last financial statement	(45,55,89,700)	(47,32,10,714)
Add: Profit for the year	15,27,14,433	1,76,21,014
Net Surplus/(Deficit) in the statement of Profit and Loss	(30,28,75,267)	(45,55,89,700)
Total	6,13,29,133	(9,13,85,300)

4 Long term Provisions

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Provision for employee benefits		
Provision for gratuity	70,597	63,115
Total	70,597	63,115

5 Short-term borrowings

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Loans repayable on demand		
From Banks		
Secured : overdraft facilities (Note 5.1)	7,47,14,519	11,41,96,090
From related parties (Note 5.2)		
Unsecured	19,02,00,000	-
Total	26,49,14,519	11,41,96,090

5.1

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

5.2

Unsecured loans from related parties carry interest @ 12% p.a.

6 Trade payables

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Trade payables (Note 35 : due to micro and small enterprises) (Note : 6.1)	30,56,708	3,04,09,41,936
Total	30,56,708	3,04,09,41,936

6.1

Trade payables include the amount of Rs.NIL (31/03/2013 Rs. 304,09,23,909) towards the Foreign Currency Buyer's Credit facilities obtained by the company against import of goods. These facilities are short term in nature and repayable within one year from the date of their availment.

7 Other current liabilities

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Other payables		
TDS Payable	2,44,288	4,99,590
Total	2,44,288	4,99,590

8 Short-term provisions

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Provision for employee benefits		
Provision for Bonus	10,258	11,994
Provision for Leave Enchashment	17,905	16,154
Others Provisions		
Provision for open position in Derivative contracts	1,06,20,667	29,18,873
Provision for Expenses	4,03,388	3,97,258
Total	1,10,52,218	33,44,279



9 Tangible Assets

DESCRIPTION	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 01/04/2013	Additions	Deletions/ Adjustments	As at 31/03/2014	Up to 01/04/2013	For the Year	Deletions/ Adjustments	Up to 31/03/2014	As at 31/03/2014	As at 31/03/2013
Plant & Equipment	84,468	-	-	84,468	9,671	4,012	-	13,683	70,785	74,797
Furniture and Fixtures	1,27,134	-	-	1,27,134	27,940	8,048	-	35,988	91,146	99,194
Office Equipment	61,930	-	-	61,930	9,003	2,940	-	11,943	49,987	52,927
Computer	81,634	-	-	81,634	24,655	13,232	-	37,887	43,747	56,979
Total	3,55,166	-	-	3,55,166	71,269	28,232	-	99,501	2,55,665	2,83,897
Previous Year	3,17,366	-	-	3,17,366	48,359	22,910	-	71,269	2,83,897	

10 Non-current investment

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Non-Traded Investments (unquoted & valued at Cost) (Long-term)		
Investment in equity instruments		
- 207101 (31/03/2013 : 119585) Equity Shares of Rs. 10 each fully paid up in Grover Zampa Vineyards Ltd (Formally known as "Grover Vineyard Limited") (Note 10.1)	1,64,28,892	1,35,79,525
- NIL (31/03/2013 : 117957) Equity Shares of Rs. 10 each fully paid up in Vallee De Vin Pvt Ltd	-	12,50,000
Investment in preference shares		
- 97619 (31/03/2013 : 57191) Preference Shares of Rs. 10 each fully paid up in Grover Zampa Vineyards Ltd (Formally known as "Grover Vineyards Limited") (Note 10.1)	58,58,019	46,00,000
- NIL (31/03/2013 : 56414) Preference Shares of Rs. 10 each fully paid up in Vallee De Vin Pvt Ltd	-	6,00,000
Investment in Zero Coupon Fully Convertible Debenture		
- 12727 (31/03/2013 : NIL) Debentures of Rs. 100 each fully paid up in Grover Zampa Vineyards Ltd	12,72,745	-
Total	2,35,59,656	2,00,29,525

10.1

69770 Equity shares and 3368 preference shares of Grover Zampa Vineyard Limited received on merger of Vallee De Vin Private Limited into Grover Zampa Vineyard Limited

11 Long-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Security deposits		
Unsecured, considered good	4,33,411	4,33,411
Other loan and advances		
TDS receivable	2,27,75,470	1,38,58,383
Total	2,32,08,881	1,42,91,794

12 Inventories

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Stock-in-trade (valued at Cost or net realisable value whichever is lower)		
- Shares & securities	1,13,63,744	2,09,07,441
- Gold Jewellery	14,56,42,006	
- Bullion	1,800	
Total	15,70,07,550	2,09,07,441

13 Trade receivables

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Outstanding for a period exceeding six months from the date they are due for payment.		
Unsecured, considered good	-	-
Other receivables		
Unsecured, considered good	3,81,24,683	76,31,986
Total	3,81,24,683	76,31,986

14 Cash and bank balances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Cash and Cash Equivalents		
Balance with Banks		
in current accounts	16,05,768	5,46,10,678
Cash on hand	83,514	63,135
Other Banks Balances		
Fixed Deposits (Note 14.1)	-	2,81,95,20,000
Margin money deposits (Note 14.2)	21,67,78,354	14,06,84,305
Total	21,84,67,636	3,01,48,78,118

14.1

The Fixed deposits are pledged with bankers of the company for the guarantees provided by them for foreign currency buyers' credit facilities availed by the company.

14.2

With carrying amount of Rs. 13,99,00,000 (31/03/2013 Rs. 10,98,00,000) are given as margin money against overdraft facilities availed from banks.

With carrying amount of Rs. 7,18,23,354 (31/03/2013 Rs. 3,08,84,305) are given as margin money to various exchanges.

With carrying amount of Rs. 50,55,000 (31/03/2013 Rs. NIL) is given towards guarantee facilities availed by the company.

15 Short-term loans and advances

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Loans and advances to related parties		
Unsecured, considered good	1,00,00,000	-
Balances with statutory authorities		
Unsecured, considered good		
VAT Receivable	-	2,75,668
Custom Duty Receivable	3,08,08,954	-
Inter Corporate Deposits		
Secured, considered good	-	2,00,00,000
Unsecured, considered good	-	4,00,00,000
Others		
Margin money with exchanges	16,08,75,296	4,49,50,656
Others	-	10,331
Prepaid expenses	3,030	11,12,536
Total	20,16,87,280	10,63,49,191

16 Other current assets

Particulars	As at 31 March, 2014	As at 31 March, 2013
	Rupees	Rupees
Interest accrued on fixed Deposits	76,19,709	21,64,76,938
Interest accrued on loans and advances	69,82,673	29,60,792
Other Receivables	-	96,298
Total	1,46,02,382	21,95,34,028

17 Revenue from operations

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
(a)	Sale of Traded goods (Note 17.1)	4,08,79,62,739	6,66,34,41,010
(b)	Other operating revenues (Note 17.1)	6,08,40,164	11,90,36,625
	Total	4,14,88,02,903	6,78,24,77,635

17.1 Gross Revenue derived from sales of traded goods and other operating revenues under broad heads

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
(i)	Sale of Traded goods		
	Shares, Securities & Units of Mutual Funds	18,00,93,954	4,58,38,997
	Bullion	99,77,51,589	3,66,63,08,322
	Gold Jewellery	4,73,42,85,814	2,90,24,44,441
	Other Commodities	-	4,88,49,250
	Less : Interdivision	1,82,41,68,618	-
	Total - Sale of traded goods	4,08,79,62,739	6,66,34,41,010
(ii)	Other operating revenues		
	Interest on FDRs (Note : 14.1)	6,40,35,650	21,54,66,489
	Freight & Insurance	-	4,69,622
	Profit/(loss) on Derivatives Transactions (Net)		
	Shares & Securities	(31,59,100)	6,91,153
	Commodities	93,97,408	(5,78,98,843)
	Currency	(94,33,794)	(3,96,91,796)
	Total - Other operating revenues	6,08,40,164	11,90,36,625

18 Other income

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
	Interest Income		
	From Bank	1,52,84,301	1,52,53,513
	From Others	1,19,39,014	56,83,194
	Dividend Income	3,44,976	3,05,265
	Profit/(loss) on Cancellation of FRA/Forward contracts	4,71,287	-
	Misc Income	10	70,000
	Total	2,80,39,588	2,13,11,972

19 Purchase of stock-in-trade

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
	Shares, Securities & Units of Mutual Funds	14,88,53,940	4,29,94,243
	Bullion	95,25,59,786	3,60,04,40,623
	Gold Jewellery	4,81,21,93,908	2,87,98,18,466
	Other commodities	-	4,78,84,700
	Less : Interdivision	1,82,41,68,618	-
	Total	4,08,94,39,016	6,57,11,38,032

20 Changes in inventories of stock-in-trade

	Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
		Rupees	Rupees
	<u>Inventories at the end of the year:</u>		
	Stock-in-trade-Gold Jewellery	14,56,42,006	-
	Stock-in-trade-Shares	1,13,63,744	2,09,07,441
	Stock-in-trade-Bullion	1,800	-
		15,70,07,550	2,09,07,441
	<u>Inventories at the beginning of the year:</u>		
	Stock-in-trade-Gold Jewellery	-	-
	Stock-in-trade-Shares	2,09,07,441	1,87,54,002
	Stock-in-trade-Bullion	-	-
		2,09,07,441	1,87,54,002
	Net (increase) / decrease	(13,61,00,109)	(21,53,439)

21 Employee benefits expense

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Salaries and bonus	7,90,808	7,14,921
Leave Enchashment	75,789	65,341
Provided for gratuity	7,482	23,791
Contribution towards providend fund	21,240	21,240
Total	8,95,319	8,25,293

22 Finance costs

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Interest expense		
Interest of Buyers' credit availed	1,79,68,604	6,47,89,363
Other interest	57,92,497	1,18,43,691
Bank gaurantee, LC and other charges	11,27,712	52,18,777
Applicable net gain/loss on Foreign Currency transactions and translations	3,40,42,742	11,49,74,138
Total	5,89,31,555	19,68,25,969

23 Other expenses

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Electricity Power	98,038	50,259
Rent	3,23,913	1,78,800
Rates and taxes	2,400	22,382
Stationary, Printing, Postage and Telephone	2,43,268	2,35,132
Legal and professional fees	3,11,801	16,62,079
Payments to auditors (Note 23.1)	3,93,260	3,93,260
Transportation expenses	23,59,665	4,39,372
Shares, Securities and Derivatives transaction charges	21,08,186	33,44,335
Donation	51,000	-
Directors' sitting fees	24,000	24,000
Profit/(Loss) on Cancellations of FRA/Forward contracts	-	22,57,761
Foreign Exchange Rate Difference - (net)	33,11,644	94,96,224
Prior period expenses	4,999	-
Licence Fees & Service charges of SEZ unit	2,09,689	1,71,644
General Charges (Note 23.2)	14,92,182	12,34,580
Total	1,09,34,045	1,95,09,828

23.1 Payments to the auditors

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
As auditors :-		
Audit fees	2,24,720	2,24,720
Tax audit fees	56,180	56,180
VAT audit fees	56,180	56,180
In other capacity- taxation	56,180	56,180
	3,93,260	3,93,260

23.2

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

24 Value of import on CIF basis

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Purchase of Trade Goods	2,57,57,27,039	2,87,98,18,466
Total	2,57,57,27,039	2,87,98,18,466

25 Expenditure in Foreign Currency on account of

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Interest on Buyers' Credit	1,79,68,604	6,47,89,363
Total	1,79,68,604	6,47,89,363

26 Earning in Foreign Currency on account of

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
FOB value of Exports	NIL	2,90,24,44,442
Total	NIL	2,90,24,44,442

27 Dividend remittance in Foreign Currency during the period

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
1. No. of foreign share holders	19	19
2. No. of shares held	20,266	15,466
3. Amount Remitted	NIL	NIL

28 Disclosure in respect of retirement benefits as per Accounting Standard 15 prescribed under Companies (AS) Rules, 2006
Defined Benefit Plan ::

Expenses recognized during the year ended 31st March, 2014.

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Gratuity	Gratuity
Current service cost	7,482	23,791
Interest cost	-	-
Actuarial losses/(gains)	-	-
Total expense recognised in the Statement of Profit and Loss	7,482	23,791

Net Assets(liability) recognized in the Balance Sheet as at 31st March, 2014

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Gratuity	Gratuity
Present value of defined benefit obligation	70,597	63,115
Net asset / (liability) recognised in the Balance Sheet	(70,597)	(63,115)

Reconciliation of Net Assets(liability) recognized in the Balance Sheet during the year ended 31st March, 2014

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Gratuity	Gratuity
Net liability at the beginning of the year	63,115	39,324
Expenses as above	7,482	23,791
Benefit paid	NIL	NIL
Transfer of liabilities	NIL	NIL
Net liability at the end of the year	70,597	63,115

Actuarial assumptions

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Gratuity	Gratuity
Rate of interest	9.31%	8.50%
Salary growth	6.00%	6.00%
Mortality	Indian Assured Lives Mortality (2006-08) Ultimate	Indian Assured Lives Mortality (2006-08) Ultimate
Retirement Age	58 years	58 years

29 Disclosure as required under Accounting Standard 18 in relation to 'Related Party Transaction' prescribed under Companies (AS) Rules, 2006.

Details of related parties

29.1

Description of relationship	Names of related parties
Enterprises in which KMP / Relatives of KMP can exercise significant influence	Zaveri & Co. Pvt. Ltd. Zaveri Enterprise Pvt. Ltd. Zaveri & Co. Exports. Zaveri Finstock Pvt. Ltd. Zaveri & Co. Jewellers Pvt. Ltd. Zaveri Realty Pvt. Ltd. Zaveri Energy Pvt. Ltd. Zaveri International Pvt. Ltd. Amazo Arcade Pvt. Ltd. Atit Infrastructure Pvt. Ltd. Sarabai Enterprises Pvt. Ltd. Chokshi Estate Pvt. Ltd. Vrundavan Garden Pvt. Ltd. Panchratna Infrastructure Pvt. Ltd. Priyal Projects Pvt. Ltd. Classy Infraspace Pvt. Ltd. Priyal Textile Pvt. Ltd. Saumya Developers Keshavaji Developers Achal Raj Priyal Realty Amazo Projects LLP Zaveri Infracon LLP Khandwala & Zaveri Developers LLP Amazo Wind Farm LLP Amazo Power LLP S K Z Developers LLP
Key Management Personnel	Shri Kishor Mandalia, Managing Director & CEO Shri Zaverilal Mandalia Shri Vipul Mandalia

29.2
Transactions during the year with related parties

Sr. No.	Nature of Transactions	Key Management Personnel	Entities in which Key Management Personnel & their relatives have significant influence	Total
1	Purchase of goods	NIL (NIL)	159383495 (NIL)	159383495 (NIL)
2	Sale of goods	NIL (NIL)	567555 (NIL)	567555 (NIL)
3	Loans & Advances taken from	NIL (NIL)	1498700000 (2399900000)	1498700000 (2399900000)
4	Loans & Advances repaid to	NIL (NIL)	1308500000 (2399900000)	1308500000 (2399900000)
5	Loan & Advances given	NIL (NIL)	20000000 (NIL)	20000000 (NIL)
6	Loans & Advances received back	NIL (NIL)	10000000 (NIL)	10000000 (NIL)
7	Brokerage Paid	NIL (NIL)	1400665 (962205)	1400665 (962205)
8	Rent Paid	NIL (NIL)	118800 (118800)	118800 (118800)
9	Interest Paid	NIL (NIL)	1498192 (4344017)	1498192 (4344017)
10	Interest Received	NIL (NIL)	618082 (NIL)	618082 (NIL)
11	Sitting Fees	12000 (12000)	NIL (NIL)	12000 (12000)
12	Reimbursement Received from	NIL (NIL)	6270 (NIL)	6270 (NIL)
13	<u>Balances outstanding at the end of the year</u>			
	Loans & Advances payable	NIL (NIL)	190200000 (NIL)	190200000 (NIL)
	Loans & Advances receivable	NIL (NIL)	10000000 (NIL)	10000000 (NIL)

Note: Figures in bracket relates to the previous year

30 Segment Information for the year ended 31st March 2014 as per Accounting Standard-17 prescribed under Companies (AS) Rules, 2006.

The company is engaged in the trading in Bullion, Gold jewellery, Shares & Securities and Units of Mutual Funds and Diamonds, which is considered as one segment AS-17.

On the basis of source and nature of risk and returns of the enterprise, the company has identified the geographical segments as secondary business segments. The disclosure of segment information is as below :

Particulars	Within India	Outside India	Total
	Rupees	Rupees	Rupees
(A) Segment Revenue :			
External Sales	4,08,79,62,739	-	4,08,79,62,739
Intersegment Sales	NIL	NIL	NIL
Other operating Revenues (Loss)	(31,95,486)	6,40,35,650	6,08,40,164
(B) Segment Results :			
Segment Profit/(loss)	14,63,96,701	63,17,732	15,27,14,433
(C) Segment Assets	65,81,28,683	1,87,85,050	67,69,13,733
(D) Segment Liabilities	27,93,37,945	376	27,93,38,330

31 Disclosure in respect of earnings per share as per Accounting Standard-20 prescribed under Companies (AS) Rules, 2006.

Particulars	For the year ended 31 March, 2014	For the year ended 31 March, 2013
	Rupees	Rupees
Earnings per share		
Net Profit for the year	15,27,14,443	1,76,21,014
Less: Preference Share dividend	-	3,30,00,000
Net profit / (loss) attributable to the equity shareholders	15,27,14,443	(1,53,78,986)
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	11.21	(1.13)

32 The Company has hedged its foreign exchange exposure on imports, exports and borrowings through appropriate derivative contracts

The information about outstanding Derivative Contracts for hedging is as under :

Particulars	As at 31 March, 2014	As at 31 March, 2013
(i) Forward contracts(in Rs.)	NIL	*269,87,73,406
(ii) Forward Rate Agreements(Nos)	NIL	11

* the amount is converted at the exchange rate prevailing on 31-03-2013

33

The figures are rounded off to nearest rupee.

34

As per the requirements of Accounting Standard 22, there is no deferred tax liability for the company. On account of unabsorbed depreciation and carry forward of losses under tax laws, deferred tax assets are not recognized in view of uncertainty that such deferred tax assets can be realized against future taxable profits.

35

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.

36

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

The Company's assessments under Income Tax Act, 1956, have been completed upto ITAY 2011-12. In respect of additions to Total Income made vide the respective assessment orders, the company is in appeal before the appellate authorities. However due to the set off of brought forward losses and unabsorbed depreciation as per the provisions of Income Tax Act, 1961, there is no tax payable in any of the assessment years. As and when the appeals will be decided the brought forward losses and unabsorbed depreciation, so set off will be restored depending upon appellate orders.

37

Details of future contracts outstanding (open interest)

Name of script	Position	Number of contracts	
		As at 31-03-2014	As at 31-03-2013
F GOLD 05/04/2014	Long	151	-
F GOLD MINI 04/04/2014	Long	5040	-
F SILVER 05/07/2014	Long	300	-
F USD INR 28/04/2014	Short	8079	-
F INDUSIND BANK 24/04/2014	Long	39000	-
F USD INR 26/04/2013	Short	-	3600
F USD INR 26/06/2013	Long	-	4155
F GOLD 05/06/2013	Short	-	300

38

Previous year figure have been regrouped and rearranged to make them comparable with the current year figures

39

Event Occuring After the Balance Sheet Date

The Company has paid Additional Custom Duty Rs. 3,08,08,954/- on import during F.Y. 2013-14. The Company is eligible to take refund of the said duty based on a legal opinion dt. 28-07-2014 obtained by it. In order to give the effect of the said event to claim refund pertaining to F.Y. 2013-14, the company has reduced its purchase cost and increased its profit to that extent and shown the same as refundable under Current Asset as on Balance Sheet Date.



AuSom Enterprise Limited

CIN: L67190GJ1984PLC006746

Regd. Office: 11-B, New Ahmedabad Industrial Estate, Village - Moraiya, Sarkhej Bavla Road, 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)

30TH ANNUAL GENERAL MEETING ON MONDAY, THE 29TH SEPTEMBER, 2014 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.



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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, Village - Moraiya, Sarkhej Bavla Road, Moraiya - 382 213. Dist. Ahmedabad

Name of the member (s):	
Registered address:	
E-mail ID:	
Folio No/ Client Id No.:	
DP ID:	

I/We, being the member (s) ofshares of the above named company, hereby appoint

1. Name: _____ E-mail Id: _____

Address: _____ Signature: _____

Or failing him

2. Name: _____ E-mail Id: _____

Address: _____ Signature: _____

Or failing him

3. Name: _____ E-mail Id: _____

Address: _____ Signature: _____

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the Company, to be held on the 29th September, 2014 at 10.30 a.m. at 11-B, New Ahmedabad Industrial Estate, Village - Moraiya, Sarkhej Bavla Road, 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.	To adopt Financial Statement of the Company for the financial year ended 31 st March, 2014 including Statement of Profit & Loss together with the report of the Directors' and Auditors' thereon (Ordinary Resolution)		
2.	Mr. Vipul Z. Mandalia retires by rotation and being eligible for re-appointment (Ordinary Resolution)		
3.	Re-appointment of auditors M/s. C.R. Sharedalal & Co. (Ordinary Resolution)		
4.	Appointment of Mrs. Nirupama H. Vaghjiani, as an Independent Woman Directors for the period of Five (5) years. (Ordinary Resolution)		
5.	Appointment of Mr. Hitesh Adeshara as an Independent Directors for the period of Five (5) years. (Ordinary Resolution)		
6.	Appointment of Mr. Ghanshyam Akbari as an Independent Directors for the period of Five (5) years. (Ordinary Resolution)		
7.	Approval for Borrowing Powers of the Board u/s. 180(1)(c) - passing fresh Resolution as per Companies Act, 2013 requirement (Special Resolution)		
8.	Providing security u/s 180(1)(a) of the Companies Act, 2013 in connection with the borrowings etc. of the Company (Special Resolution)		

Signed this _____ day of _____ 2014

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.



AuSom Enterprise Limited

CIN: L67190GJ1984PLC006746

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POSTAL BALLOT FORM

Sr. No.	Particulars	Details
1.	Name of the First Named Shareholder (In Block Letters)	
2.	Postal address	
3.	Registered folio No./DP ID No./Client ID No.	
4.	No. of Shares held	

I/We hereby exercise my/our vote in respect of the Resolution(S) to be passed through e-voting/Postal Ballot for the business stated in the AGM Notice dated August 23rd, 2014 of the Company by conveying my/our assent or dissent to the said Resolution(s) by placing the tick (✓) mark at the appropriate box below.

Item No.	Description	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	To adopt Financial Statement of the Company for the financial year ended 31 st March, 2014 including Statement of Profit & Loss together with the report of the Directors' and Auditors' thereon (Ordinary Resolution)			
2.	Mr. Vipul Z. Mandalia retires by rotation and being eligible for re-appointment (Ordinary Resolution)			
3.	Re-appointment of auditors M/s. C.R. Shredalal & Co. & Co. (Ordinary Resolution)			
4.	Appointment of Mrs. Nirupama H. Vaghjiani, as an Independent Woman Directors for the period of Five (5) years. (Ordinary Resolution)			
5.	Appointment of Mr. Hitesh Adeshara as an Independent Directors for the period of Five (5) years. (Ordinary Resolution)			
6.	Appointment of Mr. Ghanshyam Akbari as an Independent Directors for the period of Five (5) years. (Ordinary Resolution)			
7.	Approval for Borrowing Powers of the Board u/s. 180(1)(c)- passing fresh Resolution as per Companies Act, 2013 requirement (Special Resolution)			
8.	Providing security u/s 180(1)(a) of the Companies Act, 2013 in connection with the borrowings etc. of the Company (Special Resolution)			

Place:

Date:

(Signature of the shareholder)

NOTE: Kindly read the instructions printed overleaf before filling the Form. Last date for receipt of postal Ballot Forms by Scrutinizer is Wednesday, September 24, 2014 up to 6 p.m.

General Instructions:

- a. There will be one Postal Ballot Form/e-voting for every Client ID No./Folio No., irrespective of the number of joint holders.
- b. Members have option to vote either through Postal Ballot Form or through e-voting. If a member has opted for Physical Postal Ballot, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through both physical postal ballot and e-voting, then vote cast through e-voting shall prevail and vote cast through Physical Postal Ballot shall be considered as invalid.
- c. Voting in the Postal ballot/e-voting cannot be exercised by a proxy. However, corporate and institutional members shall be entitled to vote through their authorised representatives with proof of their authorization.
- d. Any query in relation to the Resolutions proposed to be passed by Postal Ballot may be addressed to Mr. Ravikumar Pasi, Company Secretary, at the Corporate Office of the Company situated at 606 Swagat Building, Near Lal Bunglow, C.G. Road, Ahmedabad - 380006 or through email at ausom.ael@gmail.com.
- e. The Scrutinizer's decision on the validity of a Postal Ballot/E-voting shall be final and binding.

2. Instructions for voting physically by Postal Ballot Form:

- a. A member desirous of exercising his/her Vote by Postal Ballot may complete this Postal Ballot Form and send it to the Scrutinizer, Mr. NIRAJ TRIVEDI Practising Company Secretary at 606 Swagat Building, Near Lal Bunglow, C.G. Road, Ahmedabad - 380006, in the attached self addressed envelope. Postage will be borne and paid by the Company. Further, any envelopes containing postal ballot, if deposited in person or sent by courier at the expense of the Registered Member(s) will also be accepted.
- b. The self-addressed postage pre-paid envelope bears the address of the Scrutinizer appointed by the Board of Directors of the Company.
- c. This Form must be completed and signed by the Member, as per specimen signature registered with the Company or Depository Participant, as the case may be. In case of joint holding, this Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his/her absence, by the next named Member.
- d. In respect of shares held by corporate and institutional members (companies, trusts, societies, etc.), the completed Postal Ballot Form should be accompanied by a certified copy of the relevant Board Resolution/appropriate authorization, with the specimen signature(s) of the authorized signatory(ies) duly attested.
- e. Voting rights shall be reckoned in proportion to the paid-up equity shares registered in the name of the Member as on 22nd August, 2014.
- f. The consent must be accorded by recording the assent in the column or dissent in the column by placing a tick mark (✓) in the appropriate column in the Postal Ballot Form. The assent or dissent received in any other form shall not be considered valid.
- g. Members are requested to fill the Postal Ballot Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
- h. Duly signed and completed Postal Ballot Form should reach the Scrutinizer not later than the close of working hours (6.00 p.m.) on Wednesday, the 24th September, 2014. All Postal Ballot Forms received after this date will be rejected.
- i. Members are requested not to send any other paper along with the Postal Ballot Form. They are also requested not to write anything in the Postal Ballot Form except giving their Name, Address, Registered folio No./DP ID No./ Client ID No., Nos. of shares held, assent or dissent and putting their signature. If any such other paper is sent, the same will be destroyed by the Scrutinizer.
- j. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
- k. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.ausom.in and on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the company and communicated to the BSE Limited and National Stock Exchange of India Limited, where the shares of the Company are listed.