#### AUROMA COKE LIMITED

(CIN: L23101WB1993PLC060154)

8, Camac Street, Shantiniketan Building, Suit No. 706, Kolkata - 700017. Email: info@auroma.in

Phone: 033-22822310

### NOTICE

TO THE SHAREHOLDERS,

Notice is hereby given that 25th Annual General Meeting of the Shareholders of AUROMA COKE LIMITED will be held on Thursday, 27th September, 2018 at 11.00 a.m. at Bhartiya Bhasha Parishad, 36A, Shakespeare Sarani, Kolkata - 700017to transact the following business:

### **Ordinary Business:**

- 1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended 31st March, 2018, the reports of the Board of Directors and Auditors thereon.
- 2. To appoint a Director in place of Mrs. Vibha Tulsyan (DIN: 00419784), who retires by rotation and being eligible, offers herself for re-appointment.

### **Special Business:**

To consider and if thought fit, to pass with or without modification, following Resolution as Ordinary Resolution.

"RESOLVED THAT in accordance with the provisions of Section 196, 197 and 203 and other applicable Rules read with Schedule V of the Companies Act, 2013 the Company hereby approves the appointment of Mr. Prashant Tulsyan as Whole time Director of the Company for a period of five years with effect from 1st April 2018 to 31st March 2023 on a consolidated remuneration of maximum of Rs. 1.00 lacs per month with liberty to the Board of Directors of the Company (hereinafter referred to as the Board, which expression shall include any Committee of the Board) to alter and vary the terms and conditions and/ or remuneration and other benefits, from time to time, subject to the provisions of Schedule V of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things and to sign and execute all such agreements, documents, instruments, etc. as may be required with the power to settle all questions, difficulties or doubts that may arise in regard to the said appointment and to delegate all or any of the powers hereinafter conferred to any Director(s) and/or Officer(s) of the Company to give effect to this resolution."

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013

The Board proposes to renew the tenure of Mr. Prashant Tulsyan as a whole-time director of the Company for a period of five years. Mr. Prashant Tulsyan is a Commerce graduate and belongs to the Promoter Group. Mr. Prashant Tulsyan has been associated with the Company since its inception and possesses rich experience in the business of coal and coke. His functional responsibilities include legal, finance and general business administration. Accordingly, the Board recommends approval of the appointment of Mr. Prashant Tulsyan as a Whole-time Director of the Company.

Mr. Prashant Tulsyan and Mrs. Vibha Tulsyan Directors of the Company are interested in passing of this resolution. None of the other Directors and Key Managerial Personnel of the Company are concerned or interested financially or otherwise in passing of this resolution.

For AUROMA COKE LIMITED

**Prashant Tulsyan** Whole-time Director DIN:00294470

Dated: 14th August, 2018

#### **NOTES:**

Place: Kolkata

A SHAREHOLDER ENTITLED TO ATTEND AND VOTE 1. AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/ HERSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD. HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of the members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten precent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

- 2. Shareholders desiring any information on the accounts for the year ended 31st March, 2018 are requested to write to the Company at least ten days in advance, so as to enable the management to keep the information ready at the meeting.
- 3. Copy of the Annual Report inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all members in the permitted mode.
- 4. Shareholders are requested to bring the admission slip(s) along with their copy of Annual Report to the meeting.

### 5. VOTING THROUGH ELECTRONIC MEANS

I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- IV. The remote e-voting period commences on 24th September, 2018 (9:00 am) and ends on 26th September, 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 20th September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
- (i) The shareholders should log on to the e-voting website www.evotingindia.com.
- (ii) Click on Shareholders.
- (iii) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client b. 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 Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

- Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.
- In case the sequence 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 sequence number 1 then enter RA00000001 in the PAN field.

### **Dividend Bank Details**

OR Date of Birth (DOB) Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.

- If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction
- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (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 "Auroma Coke Limited" on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (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 a print of the votes cast by clicking on "Click here to print" option on the Voting page.

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

(xvii)Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(xviii) Note for Non - Individual Shareholders and Custodians

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

VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).

- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 13th September, 2017.
- Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 13th

September, 2017, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com or nichetechpl@nichetechpl.com or info@auroma.in

However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/ Password" option available on www.evotingindia.com.

- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. S. K. Ghosh, Practicing Company Secretary (Membership No. ACS 4740 and C P No. 2018) has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of CDSL immediately after the declaration of result by the Chairman or a person authorized by him in writing.
- 6. This Notice has been updated with the instructions for voting through electronic means as per the Amended Rules 2015.
- 7. The documents mentioned in Notice and Explanatory Statement are open for inspection by the shareholders at the Registered Office of the Company on all working days between 12 noon and 2 pm upto the date of the AGM.

# **Directors Report**

To

The Members.

Your Directors have pleasure in presenting 25th Annual Report and the Audited Financial Results on the operations of the Company for the financial year ended on 31st March, 2018.

### **FINANCIAL SUMMARY**

(Rs. in Lacs)

	2017-18	2016-17
Total Income	1824.59	1124.86
Total Expenditure	1585.85	1122.45
Profit/(Loss) before Interest, Depreciation and Tax	238.74	2.41
Less: (1) Finance Cost	164.61	156.18
(2) Depreciation	39.22	37.84
Profit before exceptional items	34.91	(-)191.61
Exceptional Items	-	(-) 20.86
Profit/(Loss) before Tax	34.91	(-)212.47
Provision for Taxation	(-)11.68	58.51
Profit/(Loss) after Tax	23.23	(-)153.96
Amount carried to Balance Sheet	23.23	(-)153.96

### **Review of operations**

The Company has shown distinct improvement in its operations during the year under review. The Total Income from Operations (including other income) was Rs. 1824.59 lacs, which is an increase of 62% over the previous year. The Company posted a Net Profit of Rs. 23.23 lacs versus a net loss of Rs. 153.96 lacs in the previous year.

### **DIVIDEND**

The Board does not recommend any dividend for the year under review.

# OTHER DISCLOSURES FOR THE YEAR UNDER REVIEW

- (A) The Company has not issued any securities.
- (B) No changes in the Directors and Key Managerial Personnel has occurred. Mrs. Vibha Tulsyan (DIN: 00419784) retires by rotation and being eligible offers herself for reappointment.. The Independent Directors viz. Abhishek Kumar Chhapolika and Alok Kumar Sawa have submitted their declarations of independence as required pursuant to section 149 (7) of the Companies Act, 2013 stating that they meet the criteria of of independence laid down in Section 149 (6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (C) The Board has met four times during the financial year on 30.5.2017, 31.7.2017, 14.8.2017, 19.9.2017, 14.12.2017, 14.2.2018 and 31.3.2018.

- (D) The Company has not accepted or renewed any Public Deposits, as defined under provisions of Chapter V of the Companies Act, 2013.
- (E) The provisions of Section 135 relating to corporate social responsibility are not applicable to the Company.
- No material changes and commitments affecting the financial position of the Company occurred between the end of financial year to which this financial statement relates and the date of this report.
- (G) The Company has in place adequate internal financial controls with reference to the financial statements. During the year under review, such controls were tested and no material weakness in the design and operation was observed.
- (H) No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and company's operations in future.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirements under Section 134(3) of the Companies Act, 2013 with respect to Directors' Responsibility Statement in respect of the financial year ended 31st March, 2018, your Directors hereby confirm and state that -

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- b) they have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profits of the company for the same period;
- c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

## **AUDITORS**

The present tenure of M/s Chhaparia & Associates, Chartered Accountants statutory auditors of the Company is upto the Annual General Meeting of the Company for the year 2022.

#### **AUDITORS' REPORT**

The Auditors' Report does not state any adverse observation or qualification which requires Board's explanation.

#### **AUDIT COMMITTEE**

The Audit Committee of the Board is composed of three directors viz. Mr. Abhishek Kumar Chhapolika, Mr. Alok Kumar Sawa and Mr. Prashant Kumar Tulsyan.

There is no such recommendation of the Audit Committee which has not been accepted by the Board during the period under review.

### SECRETARIAL AUDIT REPORT

According to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. the Secretarial Audit Report submitted by Ms. Nupur Mimani, Company Secretary in Practice is annexed.

OBSERVATION IN THE SECRETARIAL AUDIT REPORT - Nonappointment of Company Secretary and Chief Financial Officer.

The Company is taking steps to find suitable candidates to fill-up these positions. Presently, secretarial and finance functions are being effectively carried out by Mr. Prashant Kumar Tulsyan – Whole-time Director of the Company.

#### PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN **EXCHANGE EARNINGS AND OUTGO**

Information required under section 134(3) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, are given hereunder.

(A) Conservation of Energy:

Steps taken on conservation of energy: The Company gives major emphasis for conservation of energy. The efficiency of Energy Utilization at each plant is monitored at the Corporate level every quarter in order to achieve effective conservation of energy.

Capital investment on energy conservation equipments: Nil

- Technology absorption: The Company has not imported any technology for production of goods. The Company has long been using indigenously developed technology for the production process.
- Foreign exchange earnings and outgo: Foreign Exchange earning Rs. Nil, Foreign Exchange outgo Rs. Nil.

### **RELATED PARTY TRANSACTIONS**

Related party transactions that were entered during the

financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters. Directors. Management or their relatives. which could have had a potential conflict with the interests of the Company.

### SUBSIDIARY, JOINT VENTURE AND ASSOCIATE

The Company doesnot have any subsidiary, joint venture or Associate

#### **EXTRACT OF ANNUAL RETURN**

The extract of the Annual Return as at 31st March, 2018 in Form MGT – 9 is annexed.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### CORPORATE GOVERNANCE REPORT

The Disclosure of corporate governance details in the Annual Report is not applicable to the Company pursuant to Clause 15 (2) since the paid-up equity share capital and net worth of the company does not exceed Rs. 10.00 crore and Rs. 25.00 crore respectively as at the end of the previous financial year.

# **PERSONNEL / INDUSTRIAL RELATIONS**

The Company maintained cordial and harmonious relations at all levels at the offices and plants of the Company.

#### APPRECIATION

Your Directors wish to place on record their appreciation of the support and co-operation received from the employees, customers, suppliers, bankers, lenders, investors and Government bodies.

For and on behalf of the Board

**Prashant Tulsyan** Whole time Director

Dated: 14th August, 2018

Information required to be furnished under Regulation 36(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors' appointment/ re-appointment.

Name of the Director	Prashant Tulsyan	Vibha Tulsyan
Designation	Whole-time Director	Director
DIN	00294470	00419784
Date of Birth	15.4.1971	14.3.1976
Date of Appointment	17.9.2003	20.11.2014
No. of shares held	154800	22900
Experience	Coal & Coke	Administration
Membership in other	Nil	Nil
public companies		

#### Form MR-3

### SECRETARIAL AUDIT REPORT

For the Financial Year Ended 31st March, 2018

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To. The Members

#### **AUROMA COKE LIMITED**

I, Nupur Mimani have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/S AUROMA COKE LIMITED (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period ended on 31st March, 2018, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by M/S AUROMA COKE LIMITED ("The Company") for the period ended on 31st March, 2018 according to the provisions of:

- The Companies Act, 2013 and the Rules made thereunder;
- The Securities Contracts (Regulations) Act, 1956 (SCRA) and the rules made thereunder. ii)
- The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company:
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992; h.
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- The Securities and Exchange Board of India (Employees Stock Option Scheme and Employee Stock Purchase Scheme) Regulations, 2009;
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulation, 2008;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I have also examined compliances with the applicable clauses of the following:

Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements, etc. mentioned above subject to my observation that the Company being a listed company has not appointed internal auditors and chief financial officer as provided under section 138 and 203, respectively of the Companies Act, 2013.

I further report that:-

- a) The Board of Directors of the Company is properly constituted as required u/s 149(4) of the Companies Act, 2013. No change in the composition of the Board of Directors has taken place during the period under review.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) None of the Directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

I further report that during the audit period the Company has not issued any share capital or other security.

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

This report is to be read with my letter of even date, which is annexed as Annexure – I which forms an integral part of this report.

**Nupur Mimani** 

(ACS -37847/ C.P. No. 16805) Date: 14th August, 2018

### **Annexure - I to Secretarial Audit Report**

To,

The Members.

### **AUROMA COKE LIMITED**

Date: 14th August, 2018

My report of even date is to be read along with this letter.

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

**Nupur Mimani** 

(ACS -37847/ C.P. No. 16805)

### FORM NO. MGT 9

# **EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

# **REGISTRATION & OTHER DETAILS:**

1	CIN	L23101WB1993PLC060154
2	Registration Date	17.09.1993
3	Name of the Company	Auroma Coke Limited
4	Category/Sub-category of the Company	Public Company Limited by Shares
5	Address of the Registered office & contact details	'Shantiniketan", 8 Camac Street, Suit No. 706, Kolkata - 700017
		Phone - 033-22822310
6	Whether listed company	Listed
7	Name, Address & contact details of the Registrar &	Niche Technologies Pvt. Ltd.
	Transfer Agent, if any.	D-511, Bagree Market, 5 <sup>th</sup> Floor, 71, B. R. B. Basu Road
		Kolkata - 700001, Phone : 033-22357270/7271

#### PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY II.

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Coal & Coke	27040030	100

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SI. No.	Name and address of the company	CIN	Holding/ subsidiary/associate	% of shares held	Applicable Section
1	Nil	NA	NA	NA	NA

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

# A. Category-wise Share Holding

Category of Shareholders		Category of Shareholders  No. of Shares held at the beginning of the year			No. of Shares held at the end of the year				% Change during	
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	the year
A.	PROMOTERS									
(1)	Indian									
	a) Individual / HUF	987482	0	987482	15.627	987482	0	987482	15.627	0.000
	b) Centran Government	0	0	0	0.000	0	0	0	0.000	0.000
	c) State Government	0	0	0	0.000	0	0	0	0.000	0.000
	d) Bodies Corporate	585612	0	585612	9.268	585612	0	585612	9.268	0.000
	e) Banks / Financial Institutions	0	0	0	0.000	0	0	0	0.000	0.000
	f) Any Other	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (A)(1)	1573094	0	1573094	24.895	1573094	0	1573094	24.895	0.000
(2)	Foreign	0	0	0	0	0	0	0	0	0
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter	1573094	0	1573094	24.895	1573094	0	1573094	24.895	0.000
	(A) = (A)(1)+(A)(2)									
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds	0	250000	250000	3.956	0	250000	250000	3.956	0.000
	b) Banks / Financial Institutions	14300	0	14300	0.226	14300	0	14300	0.226	0.000
	i) Others (Specify)	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (B)(1)	14300	250000	264300	4.183	14300	250000	264300	4.183	0.000
(2)	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	1161380	1139600	2300980	36.414	1160866	1139600	2300466	36.406	-0.008
	ii) Overseas	0	0	0	0	0	0	0	0	0
	b) Individuals									

	Category of Shareholders		No. of Share beginning	s held at the of the year	9	No. of Shares held at the end of the year			2	% Change during
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	the year
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	275122	252807	527929	8.355	277737	250607	528344	8.361	0.006
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 I	91271	1476800	1568071	24.816	91271	1476800	1568071	24.816	0.000
	c) Others Specify									
	1. NRI	37423	42200	79623	1.260	37323	42200	79523	1.258	-0.002
	2. Overseas Corporate Bodies	0	0	0	0.000	0	0	0	0.000	0.000
	3. Foreign Nationals	0	0	0	0.000	0	0	0	0.000	0.000
	4. Clearing Members	4603	0	4603	0.073	4802	0	4802	0.076	0.003
	5. Trusts	300	0	300	0.005	300	0	300	0.005	0.000
	6. Foreign Bodies - D.R.	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (B)(2)	1570099	2911407	4481506	70.922	1572299	2909207	4481506	70.922	0.000
	Total Public Shareholding	1584399	3161407	4745806	75.105	1586599	3159207	4745806	75.105	0.000
	(B) = (B)(1)+(B)(2)									
C.	Shares held by Custodian for GDRs & ADRs	0	0	0	0.000	0	0	0	0.000	0.000
	GRAND TOTAL (A+B+C)	3157493	3161407	6318900	100.000	3159693	3159207	6318900	100.000	0.000

# **B.** Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year				% of change in shareholding		
		No. of Shares	% of total shares of the company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/ encumbered to total shares	during the year
1	ACM FINVESTS PVT. LTD.	231200	3.659	0.000	231200	3.659	0.000	0.000
2	ANAMIKA TULSYAN	24100	0.381	0.000	24100	0.381	0.000	0.000
3	NIRMALA TULSYAN	71000	1.124	0.000	71000	1.124	0.000	0.000
4	NISHA TULSYAN	121600	1.924	0.000	121600	1.924	0.000	0.000
5	PRASHANT TULSYAN	154800	2.450	0.000	154800	2.450	0.000	0.000
6	RAJIV TULSYAN	52800	0.836	0.000	52800	0.836	0.000	0.000
7	RANJANA TULSYAN	78400	1.241	0.000	78400	1.241	0.000	0.000
8	SANJEEV KUMAR TULSYAN	113982	1.804	0.000	113982	1.804	0.000	0.000
9	SMART DEALERS PRIVATE LIMITED	235512	3.727	0.000	235512	3.727	0.000	0.000
10	SRS HOTEL PRIVATE LTD	118900	1.882	0.000	118900	1.882	0.000	0.000
11	VAIBHAV TULSYAN	98000	1.551	0.000	98000	1.551	0.000	0.000
12	VIBHA TULSYAN	22900	0.362	0.000	22900	0.362	0.000	0.000
13	VIMAL KUMAR TULSYAN	249900	3.955	0.000	249900	3.955	0.000	0.000
	TOTAL	1573094	24.895	0.000	1573094	24.895	0.000	0.000

# C. Change in Promoters Shareholding - No change

D. S	Shareholding Pattern of top ten Shareholders (other than Di	irectors, Promoters a	and Holder of GDRs	and ADRs) :		
	For Each of the Top 10 Shareholders		at the beginning of	Cumulative Shareholding during		
No.		th	e year	th	e year	
		No. of shares	% of total shares	No. of shares	% of total shares	
			of the company		of the company	
1	BANK OF INDIA A/C BOI MUTUAL FUND					
	a) At the Begining and end of the Year	250000	3.956	250000	3.956	
2	DOLPHIN RESIDENCY PRIVATE LIMITED					
	a) At the Begining and end of the Year	263500	4.170	263500	4.170	
3	GAURAV TULSYAN					
	a) At the Begining and end of the Year	250000	3.956	250000	3.956	
4	GURUKRIPA DEALERS PVT. LTD.					
	a) At the Begining and end of the Year	315000	4.985	315000	4.985	
5	NAVIN K. TULSYAN					
	a) At the Begining and end of the Year	194100	3.072	194100	3.072	
6	PRECIOUS MINERAL TECHNO PVT. LTD.					
	a) At the Begining and end of the Year	275000	4.352	275000	4.352	
7	SARANYA PROJECTS PVT LTD.					
	a) At the Begining and end of the Year	312900	4.952	312900	4.952	
8	SUBHLABH PROJECTS PVT. LTD.					
	a) At the Begining and end of the Year	220000	3.482	220000	3.482	
9	VISHWAKARMA TECHNO PRIVATE LIMITED					
	a) At the Begining and end of the Year	300000	4.748	300000	4.748	
10	ZEBRA COMMERCIAL PVT. LTD.					
	a) At the Begining and end of the Year	360000	5.697	360000	5.697	
	TOTAL	2740500	43.370	2740500	43.370	

# V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(₹ In Crore)

Indebtedness at the beginning of the financial year	Secured Loans	Unsecured	Deposits	Total	
	excluding deposits	Loans		Indebtedness	
i) Principal Amount	8.73	2.49	-	11.22	
ii) Interest due but not paid	-	0.19	-	0.19	
iii) Interest accrued but not due	-	-	-	-	
Total (i+ii+iii)	8.73	2.68	-	11.41	
Change in Indebtedness during the fi nancial period					
i) Principal Amount	-2.04	0.61		-1.43	
ii) Interest due but not paid	-	-		-	
iii) Interest accrued but not due	-	-		-	
Net Change	-2.04	0.61		-1.43	
Indebtedness at end of the financial period					
i) Principal Amount	6.69	3.29		9.98	
ii) Interest due but not paid	-	-		-	
iii) Interest accrued but not due	-	-		-	
Total (i+ii+iii)	6.69	3.29		9.98	

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Mr. Prashant Tulsyan – Whole-time Director – ₹ 8.70 lacs

B. Remuneration to other Directors:

Sitting fee has been paid to following Directors:-

Mr. Abhishek Kumar Chhapolika - ₹ 20,000

Mr. Alok Kumar Sawa - ₹ 20,000

Mrs. Vibha Tulsyan - ₹ 20,000

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Company has no key managerial personnel other than whole-time director.

# VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There has been no case of Penalty/ Punishment/ compounding of offences under the Companies Act, 2013 during the year against the Company, its Directors and officers.