

Auroma Coke Limited

# AUROMA COKE LIMITED

REPORT  
AND  
ACCOUNTS  
2019

TWENTY SIXTH ANNUAL REPORT 2018-19

## BOARD OF DIRECTORS

Mr. Prashant Tulsyan	- Whole-time Director
Mrs. Vibha Tulsyan	- Non-Executive Director
Mr. Alok Kumar Sawa	- Non-Executive Director
Mr. Abhishek Kumar Chhapolika	- Non-Executive Director

## REGISTERED OFFICE

Shanti Niketan Building,  
Suit No. 706 8, Camac Street,  
Kolkata - 700 017  
Phone : 033-22822310  
E-mail : [info@auroma.in](mailto:info@auroma.in)  
CIN NO. : L23101WB1993PLC060154

## REGISTRAR & SHARE TRANSFER AGENTS

Niche Technologies Pvt. Ltd.  
3A, Auckland Place, 7<sup>th</sup> Floor, Room No. 7A & 7B  
Kolkata - 700 017  
Phone : 033-2280 6616/17/18, Fax : 033-2280 6619

## NOTICE to the shareholders

Notice is hereby given that 26<sup>th</sup> Annual General Meeting of the Shareholders of AUROMA COKE LIMITED will be held on Saturday, 28<sup>th</sup> September, 2019 at 11.00 a.m. at Asha Ceremonial House, 619, Biren Roy Road, Behala Chowrasta, Kolkata - 700008 to transact the following business:

**Ordinary Business:**

1. To receive, consider and adopt the audited financial statement of the Company for the year ended 31st March, 2019, 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:**

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

"RESOLVED THAT pursuant to provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder, re-appointment of Mr. Alok Kumar Sawa (DIN 00617726) by the Board as an Independent Director for a second term of five years w.e.f. 1<sup>st</sup> April, 2019, be and is hereby confirmed and ratified."

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

"RESOLVED THAT pursuant to provisions of Section 149, 152 and other applicable provisions, if any of the Companies Act, 2013 and the rules made thereunder, re-appointment of Mr. Abhishek Kumar Chhapolika (DIN 06954451) by the Board as an Independent Director for a second term of five years w.e.f. 1<sup>st</sup> April, 2019, be and is hereby confirmed and ratified."

Place : Kolkata  
Date : 14.8.2019

By Order of the Board  
For AUROMA COKE LIMITED  
Prashant Tulsyan  
Whole-time Director

**Notes:**

1. A SHAREHOLDER ENTITLED TO ATTEND AND VOTE 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 percent 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. Book Closure for the purpose of AGM will be from 23.9.2019 to 28.9.2019 (both days inclusive)
3. 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 25th September, 2019 (9:00 am) and ends on 27th September, 2019 (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 21<sup>st</sup> September, 2019, 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](http://www.evotingindia.com).
    - (ii) Click on Shareholders.
    - (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](http://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 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 (iv).
  - (vii) After entering these details appropriately, click on "SUBMIT" tab.
  - (viii) (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) (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](http://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](mailto: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](mailto: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](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto: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 21<sup>st</sup> September, 2019.
- X. 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. 21<sup>st</sup> September, 2019, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or [nichetechpl@nichetechpl.com](mailto:nichetechpl@nichetechpl.com) or [info@auroma.in](mailto: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](http://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. Ms. Dipika Srivastav, Practicing Company Secretary (Membership No. A28526 / CP No. 13305) 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

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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.

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

#### Item No. 3 and 4

The tenure of Mr. Alok Kumar Sawa and Abhishek Kumar Chhapolika, both Independent Director has ended on 31<sup>st</sup> March, 2019. The Board of Directors of the Company has re-appointed Mr. Alok Kumar Sawa and Abhishek Kumar Chhapolika as Independent Director for a second term of five consecutive years with effect from 1<sup>st</sup> April, 2019 subject to approval of members of the Company.

Therefore, the Board seeks your consent for the confirmation of the appointment of Mr. Alok Kumar Sawa and Abhishek Kumar Chhapolika as independent directors as stated above.

Mr. Alok Kumar Sawa and Abhishek Kumar Chhapolika are to be considered as interested in passing of the respective Resolutions as Resolutions relate to their appointment. None of the other Directors and KMPs and their relatives are concerned or interested financially or otherwise in passing of these Resolutions.

Place : Kolkata  
Date : 14.8.2019

By Order of the Board  
For AUROMA COKE LIMITED  
Prashant Tulsyan  
Whole-time Director

#### INFORMATION REQUIRED TO BE FURNISHED UNDER REGULATION 36 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 IN RESPECT OF DIRECTORS SEEKING APPOINTMENTS/ RE-APPOINTMENTS

Name of the Director	Mr. Alok Kumar Sawa	Mr. Abhishek Kumar Chhapolika	Mrs. Vibha Tulsyan
DIN	00617726	06954451	00419784
Date of Birth	12.12.1972	27.07.1988	14.03.1976
Date of Appointment	29.09.2008	26.08.2014	20.11.2014
Qualification	B. Com. (H), LLB	Chartered Accountant	B. Com.
Expertise in specific functional area	Legal, Financial Consultancy	Accountancy and Taxation	Administration
Directorship held in other listed entities	Nil	Nil	Nil
Chairman/Membership of Committees of other Listed entities (includes only Audit Committee and Stakeholders' Relationship Committees)	Nil	Nil	Nil
Shareholding as on 31.3.2019	Nil	Nil	22900
Relationship with any Director of the company	Nil	Nil	Relative to Prashant Tulsyan

## DIRECTORS' REPORT

To  
The Members,

Your Directors have pleasure in presenting 26<sup>th</sup> Annual Report and the Audited Financial Results on the operations of the Company for the financial year ended on 31<sup>st</sup> March, 2019.

### FINANCIAL SUMMARY

	(Rs. in Lacs)	
	2018-19	2017-18
Total Income	2459	1824
Total Expenditure	2284	1586
<b>Profit/(Loss) before Interest, Depreciation and Tax</b>	<b>175</b>	<b>238</b>
Less: (1) Finance Cost	119	164
(2) Depreciation	41	39
Profit before exceptional items	15	35
Exceptional Items	731	-
<b>Profit/(Loss) before Tax</b>	<b>746</b>	<b>35</b>
Provision for Taxation	219	12
<b>Profit/(Loss) after Tax</b>	<b>527</b>	<b>23</b>
<b>Amount carried to Balance Sheet</b>	<b>219</b>	<b>23</b>

### Review of operations

During the year under review, the Company generated Total Income of Rs. 2458 lacs against Rs. 1824 lacs. However, Despite higher volume of sales the PBIDT was lower at Rs. 174 lacs as against Rs. 238 lacs in the previous year. The lower PBIDT is attributable to higher cost of raw material during the year.

During the year, the Company had won arbitration proceedings against Steel Authority of India Ltd. and recognized a claim of Rs. 10.92 crores as extra ordinary income. The Company further, written off sundry balances which has been netted off from the Income from exceptional items.

### 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) **Board of Directors:-**
- There has not been any change 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.
  - The Board has met four times during the financial year on 1.6.2018, 14.8.2018, 14.11.2018 and 14.2.2019.
  - The Board evaluates the performance of the Board, its committees and all individual directors every year.
  - Board of Directors has formulated a risk management policy for the company. The Board has been addressing various risks impacting the company including identification of elements of risk, if any which in the opinion of the Board may threaten the existence of the company.
- (C) Nomination and Remuneration Committee sec 178(1)
- (D) 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.

- (E)
- (F) There are no frauds reported by the Auditors under Section 143 (12) of the Companies Act, 2013 committed by its officers or employees.
- (G) The Company has not accepted or renewed any Public Deposits, as defined under provisions of Chapter V of the Companies Act, 2013.
- (H) The provisions of Section 135 relating to corporate social responsibility are not applicable to the Company.
- (I) 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.
- (J) 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.
- (K) 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 31<sup>st</sup> March, 2019, your Directors hereby confirm and state that -

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures, if any;
- 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;

## Auroma Coke Limited

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.

f) they had laid down internal financial controls and that such internal financial controls are adequate and were 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.

### 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. Dipika Srivastav, Company Secretary in Practice is annexed.

*OBSERVATION IN THE SECRETARIAL AUDIT REPORT* - Non-appointment of Company Secretary and Chief Financial Officer.

The Company has since made appointments of Chief Financial Officer and Company Secretary.

### 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
- (B) 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.  
The expenditure incurred on research and development – Rs. Nil
- (C) 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 does not have any subsidiary, joint venture or associate.

### EXTRACT OF ANNUAL RETURN

The extract of the Annual Return as at 31<sup>st</sup> March, 2019 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) of SEBI (LODR) Regulations, 2015 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.

### 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.

Place : Kolkata  
Date : 14.8.2019

By Order of the Board  
For AUROMA COKE LIMITED  
Prashant Tulsyan  
Whole-time Director

# Auroma Coke Limited

Form No. MR-3

## SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2019

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To the Members of Auroma Coke Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by 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/our opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2019 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed there under ;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

I/we have also examined compliance with the applicable clauses of the following: (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (ii) The Listing Agreements entered into by the Company with the Stock Exchange(s) ;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- (1) The Company has failed to appoint certain Key Managerial Personnel like company secretary and chief financial officer as per provisions of the Companies Act, 2013.
- (2) The Company has failed to comply or complied with delay certain filing requirements and to obtain compliance report under the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

I/we further report that The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act. 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. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes. 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.

I further report that during the audit period the company has taken no action which has a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above

Date: 14.8.2019

Deepika Srivastav  
Practicing Company Secretary  
Membership No. A28526 / CP No. 13305



# Auroma Coke Limited

FORM NO. MGT – 9

## EXTRACT OF ANNUAL REPORT

As on Financial Year ended 31.03.2019

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

### I REGISTRATION AND OTHER DETAILS

CIN	L23101WB1993PLC060154
Registration Date	17.9.1993
Category-Sub Category of the Company	Public company limited by shares
Address of the Registered Office & Contact details	"Shantiniketan", 8 Camac Street, Suit No. 706, Kolkata – 700017. Phone : 033-22822310
Whether listed company	Listed
Name, Address & Contact details of the Registrar & Share Transfer Agent, if any.	Niche Technologies Pvt. Ltd. 3A, Auckland Place, 7th Floor, Room No. 7A & 7B Kolkata - 700 017 Phone : 033-2280 6616/17/18, Fax : 033-2280 6619

### II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Name and Description of the main products/ services	NIC Code of the Product/ services	% to total turnover of the Company
Coal & Coke	27040030	100%

### III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

Name & Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
No Holding, Subsidiary or Associate company	Not Applicable	Not Applicable	Not Applicable	Not Applicable

# Auroma Coke Limited

## IV SHAREHOLDING PATTERN (EQUITY SHARE CAPITAL BREAK-UP AS % TO TOTAL EQUITY)

A) Category wise share holding.

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 the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	PROMOTERS									
(1)	Indian									
	a) Individual / HUF	987482	0	987482	15.627	987482	0	987482	15.627	0.000
	b) Central Government									
	c) State Government									
	d) Bodies Corporate	585612	0	585612	9.268	585612	0	585612	9.268	0.000
	e) Banks / Financial Institutions									
	f) Any Other									
	Sub-total (A)(1)	1573094	0	1573094	24.895	1573094	0	1573094	24.895	0.000
(2)	Foreign	0	0	0	0.000	0	0	0	0.000	0.000
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	1573094	0	1573094	24.895	1573094	0	1573094	24.895	0.000
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
	Sub-total (B)(1)	14300	250000	264300	4.183	14300	250000	264300	4.183	0.000
	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	1160866	1139600	2300466	36.406	1160666	779600	1940266	30.706	-5.700
	ii) Overseas	0	0	0	0	0	0	0	0	0
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	277737	250607	528344	8.361	294518	243607	538125	8.516	0.155
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 l	91271	1476800	1568071	24.816	103900	1836800	1940700	30.713	5.897
(2)	c) Others Specify									
	1. NRI	37323	42200	79523	1.258	16776	41700	58476	0.925	-0.333
	2. Overseas Corporate Bodies									
	3. Foreign Nationals									
	4. Clearing Members	4802	0	4802	0.076	3639	0	3639	0.058	-0.018
	5. Trusts	300	0	300	0.005	300	0	300	0.005	0.000
	6. Foreign Bodies - D.R.									
	Sub-total (B)(2)	1572299	2909207	4481506	70.922	1579799	2901707	4481506	70.922	0.000
	Total Public Shareholding (B) = (B)(1)+(B)(2)	1586599	3159207	4745806	75.105	1594099	3151707	4745806	75.105	0.000
	Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
	GRAND TOTAL (A+B+C)	3159693	3159207	6318900	100.000	3167193	3151707	6318900	100.000	0.000