

**ANNEXURE "B"****FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

as on Financial year ended on 31.03.2021

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

**I REGISTRATION & OTHER DETAILS :**

i	CIN	:	L27259GJ1978PLC003179
ii	Registration Date	:	27.07.1978
iii	Name of the Company	:	AUSTIN ENGINEERING CO. LTD.
iv	Category/Sub-category of the Company	:	Medium Scale
v	Address of the Registered office & contact details	:	Village : PATLA, Taluka : BHESAN, District : JUNAGADH 362 030 (Gujarat)
vi	Whether listed company	:	BOMBAY STOCK EXCHANGE
vii**	Name, Address & contact details of the Registrar & Transfer Agent, if any.	:	<b>Link Intime India Private Ltd.</b> C-101, 247 Park, L. B. S. Marg, Vikhroli (West), MUMBAI 400 083 Maharashtra Phone : 022 - 49186000 Fax No. 022 - 49186060

**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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Manufactures of All Kind of Bearings and Components	356.3	100%

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES :**

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Austin Engineering Company (Formerly known as Accurate Engineering Inc.) Deerfieldparkway, Suite 100, Alpharetta, GA 30004, USA	N.A.	Subsidiary	100%	2(87)

**IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity) :**

Category of Shareholders	No. of Shares held at the beginning of the year 31.03.2020				No. of Shares held at the end of the year 31.03.2021				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>A. Promoters</b>										
(1) Indian										
a) Individual/HUF	1175515	0	1175515	33.80	1182415	0	1182415	34.00	<b>0.198</b>	
b) Central Govt.or State Govt.										
c) Bodies Corporates										
d) Bank/FI										
e) Any other										
<b>SUB TOTAL:(A) (1)</b>	<b>1175515</b>	<b>0</b>	<b>1175515</b>	<b>33.80</b>	<b>1182415</b>	<b>0</b>	<b>1182415</b>	<b>34.00</b>	<b>0.198</b>	
<b>(2) Foreign</b>										
a) NRI- Individuals										
b) Other Individuals										
c) Bodies Corp.										
d) Banks/FI										
e) Any other...										
<b>SUB TOTAL (A) (2)</b>										
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>1175515</b>	<b>0</b>	<b>1175515</b>	<b>33.80</b>	<b>1182415</b>	<b>0</b>	<b>1182415</b>	<b>34.00</b>	<b>0.198</b>	





Category of Shareholders	No. of Shares held at the beginning of the year 31.03.2020				No. of Shares held at the end of the year 31.03.2021				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
<b>B. PUBLIC SHAREHOLDING</b>										
<b>(1) Institutions</b>										
a) Mutual Funds		0	0	0.00		0	0	0.00	<b>0.000</b>	
b) Banks/Fl										
c) Cenntal Govt (IEPF)	83819	0	83819	2.41	93506	0	93506	2.69	<b>0.279</b>	
d) State Govt.										
e) Venture Capital Fund										
f) Insurance Companies										
g) FIIS										
h) Foreign Venture Capital Funds										
i) Others (specify)										
<b>SUB TOTAL (B)(1):</b>	<b>83819</b>	<b>0</b>	<b>83819</b>	<b>2.41</b>	<b>93506</b>	<b>0</b>	<b>93506</b>	<b>2.69</b>	<b>0.279</b>	
<b>(2) Non Institutions</b>										
a) Bodies corporates	64282	100	64382	1.85	45569	100	45669	1.31	<b>-0.538</b>	
i) Indian										
ii) Overseas				0.00				0.00	<b>0.000</b>	
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.2 lakhs	1352507	195601	1548108	44.51	1269785	185501	1455286	41.85	<b>-2.669</b>	
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	362216	0	362216	10.42	442486	0	442486	12.72	<b>2.308</b>	
c) Others (specify) NRI's	16,818	4200	21,018	0.60	38,518	3300	41,818	1.20	0.598	
Foreign Company	80000	0	80000	2.30	80000	0	80000	2.30	0.000	
Trusts 0	0	0	0.00	0	0	0	0.00	0.000		
Hindu Undivied Family	142742	0	142742	4.10	136320	300	136620	3.93	-0.176	
<b>SUB TOTAL (B)(2):</b>	<b>2018565</b>	<b>199901</b>	<b>2218466</b>	<b>63.79</b>	<b>2012678</b>	<b>189201</b>	<b>2201879</b>	<b>63.31</b>	<b>-0.477</b>	
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>2102384</b>	<b>199901</b>	<b>2302285</b>	<b>66.20</b>	<b>2106184</b>	<b>189201</b>	<b>2295385</b>	<b>66.00</b>	<b>-0.198</b>	
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>										
<b>Grand Total (A+B+C)</b>	<b>3277899</b>	<b>199901</b>	<b>3477800</b>	<b>100.00</b>	<b>3288599</b>	<b>189201</b>	<b>3477800</b>	<b>100.00</b>		





## (ii) SHARE HOLDING OF PROMOTERS

Sr. No.	Shareholders Name	Shareholding at the beginning of the year (April 01, 2020)			Shareholding at the end of the year (March 31, 2021)			% change in shareholding during the year
		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	
1	NAROTTAM C VADGAMA	134000	3.853		134000	3.853		
2	RAMNIKLAL N BAMBHANIA	120000	3.450		120000	3.450		
3	JESHANKER R BHOGAYTA	75500	2.171		75500	2.171		
4	HIREN N VADGAMA	44100	1.268		44100	1.268		
5	JIGNESH S THANKI	6000	0.173		6000	0.173		
6	NAROTTAM C VADGAMA-HUF	15500	0.446		15500	0.446		
7	SHASHIKANT M THANKI - HUF	12000	0.345		12000	0.345		
8	RAMNIKLAL N BAMBHANIA-HUF	16000	0.460		16000	0.460		
9	JESHANKER R BHOGAYTA - HUF	146410	4.210		146410	4.210		
10	ANILA S THANKI	166816	4.797		166816	4.797		
11	ALPA J THANKI	25000	0.719		25000	0.719		
12	PINAK S THANKI	20000	0.575		20000	0.575		
13	FALGUNI P THANKI	1600	0.046		1600	0.046		
14	PURVI S THANKI	20000	0.575		20000	0.575		
15	INDUMATI N VADGAMA	57000	1.639		57000	1.639		
16	HIREN N VADGAMA	1305	0.038		1305	0.038		
17	HIREN N VADGAMA - HUF	0	0.000		6900	0.198	0.198	
17	DARSHNA H VADGAMA	25600	0.736		25600	0.736		
18	BHAVIN N VADGAMA	42000	1.208		42000	1.208		
19	JAYENDRA C VADGAMA	3400	0.098		3400	0.098		
20	REKHA J VADGAMA	4000	0.115		4000	0.115		
21	JASHUMATI R BAMBHANIA	52000	1.495		52000	1.495		
22	RAJAN R BAMBHANIA	60300	1.734		60300	1.734		
23	RUTA R BAMBHANIA	89684	2.579		89684	2.579	0.000	
24	PRAVINA J BHOGAYTA	31900	0.917		31900	0.917		
25	INDUMATI N VADGAM (NCVFBT)	4200	0.121		4200	0.121		
26	INDUMATI N VADGAM (INVFBT)	1200	0.035		1200	0.035		
	<b>Total</b>	<b>1175515</b>	<b>33.80</b>		<b>1182415</b>	<b>34.00</b>	<b>0.198</b>	

## (iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

S. N.		Share holding at the beginning of the Year i.e 1st April, 2020		Trasactions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2021	
		No. of shares	% of total shares of the company	Date of Trasactions	No. of shares	Reason	No of shares	% of total shares of the company
	At the beginning of the year	1175515	33.801				1175515	33.801
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. llotment/ transfer/bonus /sweat equity etc)					Mr. Hiren N Vadgama Appointed as a Chairman on 10.08.2020		
3	HIREN N VADGAMA - HUF	6900	0.198		6900		6900	0.198
	At the end of the year (or on the date of separation, if separated during the year)	1175515	33.801				1182415	33.999





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

S. N.		Share holding at the beginning of the Year i.e 1st April, 2020		Transactions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2021	
		No. of shares	% of total shares of the company	Date of Transactions	No. of shares	Reason	No of shares	% of total shares of the company
	At the beginning of the year	<b>543042</b>	<b>15.615</b>					
1	Anil Kumar Goel	<b>80000</b>	<b>2.300</b>					
	AT THE END OF THE YEAR						<b>80000</b>	<b>2.300</b>
2	AEC Europe SRL	<b>80000</b>	<b>2.300</b>					
	AT THE END OF THE YEAR						<b>80000</b>	<b>2.300</b>
3	Dheeraj Kumar Lohia	<b>157925</b>	<b>4.541</b>					
	AT THE END OF THE YEAR						<b>157925</b>	<b>4.541</b>
4	Muktilal Ganulal Paldiwal	<b>50734</b>	<b>1.459</b>				50734	
				7-Aug-20	300	Purchase	51034	
				4-Sep-20	299	Purchase	51333	
	AT THE END OF THE YEAR						<b>51333</b>	<b>1.476</b>
5	Mahendra Girdharilal	<b>1506</b>	<b>0.043</b>				1506	
				19-Feb-21	7612	Purchase	9118	
				26-Feb-21	16251	Purchase	25369	
				5-Mar-21	7326	Purchase	32695	
				12-Mar-21	4710	Purchase	37405	
				19-Mar-21	4976	Purchase	42381	
				31-Mar-21	1112	Purchase	43493	
	AT THE END OF THE YEAR						<b>43493</b>	<b>1.251</b>
6	Raj Kumar Lohia	<b>37748</b>	<b>1.085</b>				25431	
	AT THE END OF THE YEAR						<b>37748</b>	<b>1.085</b>
7	Taradevi Muktilal Paldiwal	<b>35809</b>	<b>1.030</b>				34116	
				16-Oct-20	1000	Purchase	36809	
	AT THE END OF THE YEAR						<b>36809</b>	<b>1.058</b>
8	PONKUMAR VENKATESH	<b>16500</b>	<b>0.474</b>				16500	
				21 Jun 2019	1000	Purchase	17500	
				05 Jul 2019	3100	Purchase	20600	
				19 Jul 2019	28	Purchase	20628	
				26 Jul 2019	4375	Purchase	25003	
				02 Aug 2019	769	Purchase	25772	
				09 Aug 2019	1228	Purchase	27000	
				23 Aug 2019	1732	Purchase	28732	
				30 Aug 2019	1400	Purchase	30132	
				27 Mar 2020	1200	Purchase	31332	
	AT THE END OF THE YEAR						<b>31332</b>	<b>0.901</b>
9	Aruna Satyam Joshi	<b>29535</b>	<b>0.849</b>				26205	
	AT THE END OF THE YEAR						<b>29535</b>	<b>0.849</b>
10	Kanishka Jain	<b>21859</b>	<b>0.629</b>					
	AT THE END OF THE YEAR						<b>21859</b>	<b>0.629</b>
	AT THE END OF THE YEAR							
	<b>At the end of the year (or on the date of separation, if separated during the year)</b>						<b>570034</b>	<b>16.391</b>





## (v) Shareholding of Directors &amp; KMP

S. N.	For Each of the Directors & KMP	Share holding at the beginning of the Year i.e 1st April, 2020		Trasanctions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2021	
		No. of shares	% of total shares of the Company	Date of Trasanctions	No. of shares	Reason	No of shares	% of total shares of the company
	<b>At the beginning of the year</b>	194300	5.587					
	<b>At the end of the year (or on the date of separation, if separated during the year)</b>						105705	3.039

## V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtness at the beginning of the financial year</b>				
i) Principal Amount ***	61894423	NIL	NIL	61894423
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>61894423</b>	<b>NIL</b>	<b>NIL</b>	<b>61894423</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	0	NIL	NIL	0
Reduction	3852385	NIL	NIL	3852385
<b>Net Change</b>	<b>3852385</b>	<b>NIL</b>	<b>NIL</b>	<b>3852385</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	58042038	NIL	NIL	58042038
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
<b>Total (i+ii+iii)</b>	<b>58042038</b>	<b>NIL</b>	<b>NIL</b>	<b>58042038</b>

\*\*\* The Company has Regrouped / Rearranged previous year figures.

## VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

## A. Remuneration to Managing Director, Whole time director and/or Manager :

SI.No	Particulars of Remuneration	Narottam C Vadgama (Up to 09.08.2020)	Rajan R Bambhania	Hiren N Vadgama (From 10.08.2020)	Total
1	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	514588	1116348	1438121	3069057
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	41257	220717	260829	522803
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL
2	Stock option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL
	as % of profit	NIL	NIL	NIL	NIL
	others (specify)	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL
	<b>Total (A)</b>	<b>555845</b>	<b>1337065</b>	<b>1698950</b>	<b>3591860</b>
	<b>Ceiling as per the Act</b>	Calculated as per Section 198 of Companies Act, 2013			





**B. Remuneration to other directors :**

SI.No	Particulars of Remuneration	Name of the Directors				TOTAL
		Bhavesh R. Sureja	Jagdishchandra B. Jagani	Anila S. Thanki	Palak J Doshi	
1	Independent Directors					
	(a) Fee for attending board committee Meetings	10,000	10,000	10,000	10,000	40000
	(b) Commission					
	(c ) Others, please specify					
	<b>Total (1)</b>					
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	<b>Total (2)</b>	10000	10000	10000	10000	40000
	<b>Total (B)=(1+2)</b>	10000	10000	10000	10000	40000
	<b>Total Managerial Remuneration*</b>					4323020
	<b>Overall Ceiling as per the Act.</b>	Calculated as per Section 198 of the Companies Act, 2013				

\* Being total of Managerial remuneration and Remuneration payable to other directors.

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CFO Siddik Kotal	CEO** R. R. Bambhania	C S Astha Vyas (Up to 31.10.2020)	C S Nirali Doshi (From 01.11.2020)	
1	<b>Gross Salary</b>					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	559295	0	95165	59900	714360
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	16800	0	0.00	0.00	16800
	(c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission as % of profit others, specify					
5	Others, please specify					
	<b>Total</b>	576095	0	95165	59900	731160

\*\* Not considered in view already reflected in VI A

**VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/ Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty					
Punishment			N. A.		
Compounding					
<b>B. DIRECTORS</b>					
Penalty					
Punishment			N. A.		
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment			N. A.		
Compounding					

