

**FORM NO. MGT 9**  
EXTRACT OF ANNUAL RETURN

as on Financial year ended on 31.03.2024

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

**I REGISTRATION & OTHER DETAILS:**

i	CIN	<b>L27259GJ1978PLC003179</b>
ii	Registration Date	27.07.1978
iii	Name of the Company	<b>AUSTIN ENGINEERING COMPANY LIMITED</b>
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.	Link Intime India Private Ltd. 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 - USA (Formerly known as Accurate Engineering Inc.) Deerfieldparkway, Suite 100, Alpharetta, GA 30004, USA	N.A.	Wholly owned Subsidiary	100%	2(87)

## SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the end of the year 31.03.2023				No. of Shares held at the end of the year 31.03.2024				% 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	1188453	0	1188453	34.17	1187953	500	1188453	34.17	0.00	
b) Central Govt.or State Govt.										
c) Fianacial Institution/Bank										
d) Anu Other (Specify)										
<b>SUB TOTAL:(A) (1)</b>	<b>1188453</b>	<b>0</b>	<b>1188453</b>	<b>34.17</b>	<b>1187953</b>	<b>500</b>	<b>1188453</b>	<b>34.17</b>	<b>0.00</b>	
(2) Foreign										
a) NRI- Individuals										
b) Government										
c) Institutions										
d) Foreign Portfolio Investor										
e) Any other (Specify)										
<b>SUB TOTAL (A) (2)</b>										
<b>Total Shareholding of Promoter (A)= (A)(1)+(A)(2)</b>	<b>1188453</b>	<b>0</b>	<b>1188453</b>	<b>34.17</b>	<b>1187953</b>	<b>500</b>	<b>1188453</b>	<b>34.17</b>	<b>0.00</b>	
<b>B. PUBLIC SHAREHOLDING</b>										
(1) Institutions										
a) Mutual Funds / UTI		2400	2400	0.07	0	2400	2400	0.069	0.00	
b) Venture Capital Funds										
c) Alternet Investment Funds										
d) Foreign Venture Capital Investor										
e) Foreign Portfolio Investor										
f) Financial Institution/Banks										
g) Insurance Companies										
h) Providend/Pentions Funds										
i) Any Others (specify)										
<b>SUB TOTAL (B)(1) :</b>	<b>0</b>	<b>2400</b>	<b>2400</b>	<b>0.069</b>	<b>0</b>	<b>2400</b>	<b>2400</b>	<b>0.069</b>	<b>0.00</b>	
(2) Central Govt. / State Govt.,President of India										
<b>SUB TOTAL (B)(2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	
(3) Non Institutions										
a) Individuals										
i) Individual shareholders holding nominal share capital upto Rs. 2 lakhs	1371302	142901	1514203	43.54	1343285	130201	1473486	42.37	-1.17	
ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 lakhs	414918	0	414918	11.93	413548	0	413548	11.89	-0.04	
b) NBFCs Registered with RBI										
c) Overseas Depositories / (Holding DRs)(balacing figure)										
d) Any Others (specify)										
Cenntral Govt (IEPF)	124084	0	124084	3.57	124084	0	124084	3.57	0.00	
Trusts	18100	0	18100	0.52	18100	0	18100	0.52	0.00	
Hindu Undivided Family	79344	300	79644	2.29	93707	300	94007	2.70	0.41	
Foreign Companies	80000	0	80000	2.30	80000	0	80000	2.30	0.00	
Non Resident Indians/(Non Reapt)	5580	2200	7780	0.22	5781	2100	7881	0.23	0.00	
Non Resident Indians/(Reapt)	17784	0	17784	0.51	8880	0	8880	0.26	-0.26	
Body Corp-Ltd Liability Partnership	19243	0	19243	0.55	5050	0	5050	0.15	-0.41	
Clearing Member	1543	0	1543	0.04	700	0	700	0.02	-0.02	
Bodies Corporate	9548	100	9648	0.28	61111	100	61211	1.76	1.48	
<b>SUB TOTAL (B)(3) :</b>	<b>2141446</b>	<b>145501</b>	<b>2286947</b>	<b>65.76</b>	<b>2154246</b>	<b>132701</b>	<b>2286947</b>	<b>65.76</b>	<b>0.00</b>	
<b>Total Public Shareholding (B)= (B)(1)+(B)(2)-(B)(3)</b>	<b>2141446</b>	<b>147901</b>	<b>2289347</b>	<b>65.83</b>	<b>2154246</b>	<b>135101</b>	<b>2289347</b>	<b>65.83</b>	<b>0.00</b>	
<b>TOTAL (A)+(B) :</b>	<b>3329899</b>	<b>147901</b>	<b>3477800</b>	<b>100.00</b>	<b>3342199</b>	<b>135601</b>	<b>3477800</b>	<b>100.00</b>	<b>0.00</b>	
(C) Non Promoter -Non Public										
(c1) Shares Underlying DRs	0	0	0	0.00	0	0	0	0.00	0.00	
[1] Custodian /DR Holder										
(c2) Shares Held by Employee Trust	0	0	0	0.00	0	0	0	0.00	0.00	
[2] Employee Befifit Trust (Under SEBI (Share based Employee Benefit )Regulation 2014										
<b>TOTAL (A)+(B)+(C) :</b>	<b>3298599</b>	<b>179201</b>	<b>3477800</b>	<b>100.00</b>	<b>3298599</b>	<b>179201</b>	<b>3477800</b>	<b>100.00</b>	<b>0.00</b>	

## (ii) SHARE HOLDING OF PROMOTERS

S.N.	Shareholders Name	Shareholding at the end of the year 31.03.2023			Shareholding at the end of the year 31.03.2024			% change in share holding 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	Indumati N Vadgama	191000	5.492		191000	5.492		
2	Anila S Thanki	166816	4.797		166816	4.797		
3	Bhogayta Jeshanker Ramjibhai HUF	146410	4.210		146410	4.210		
4	Ramnislal N Bambhania	120000	3.450		0	0.000		-3.450
5	Nachiketa R Bambhania	0	0.000		160000	4.601		4.601
6	Ruta R Bambhania	89684	2.579		89684	2.579		
7	Jeshanker Ramjibhai Bhogayata	75500	2.171		75500	2.171		
8	Rajan R Bambhania	60300	1.734		60300	1.734		
9	Jasumati Bambhania	52500	1.510		12500	0.359		-1.150
10	Hiren N Vadgama	45405	1.306		45405	1.306		
11	Bhavin N Vadgame	42000	1.208		42000	1.208		
12	Pravinaben Jeshankar Bhogayata	31900	0.917		31900	0.917		
13	Darshna H Vadgama	25600	0.736		25600	0.736		
14	Alpa J Thanki	25000	0.719		25000	0.719		
15	Pinak S Thanki	20000	0.575		20000	0.575		
16	Purvi S Thanki	20000	0.575		20000	0.575		
17	Ramnislal N Bambhania HUF	16000	0.460		16000	0.460		
18	Narottam C Vadgama HUF	15500	0.446		15500	0.446		
19	Thanki Shashikant Meghjibhai HUF	12000	0.345		12000	0.345		
20	Hiren N Vadgama HUF	6900	0.198		6900	0.198		
21	Jignesh S Thanki	6000	0.173		6000	0.173		
22	Jignesh S Thanki HUF	5538	0.159		5538	0.159		
23	Indumati N Vadgama - NCVFBT	4200	0.121		4200	0.121		
24	Rekha J Vadgama	4000	0.115		4000	0.115		
25	Jayendra C Vadgama	3400	0.098		3400	0.098		
26	Falguni P Thanki	1600	0.046		1600	0.046		
27	Indumati N Vadgama - INVFBT	1200	0.035		1200	0.035		
	<b>Total</b>	<b>1188453</b>	<b>34.17</b>		<b>1188453</b>	<b>34.17</b>		<b>0.000</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, 2023		Trasanctions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2024	
		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
	At the beginning of the year	1188453	34.173				1188453	34.173
	At the end of the year (or on the date of separation, if separated during the year)	1188453	34.173				1188453	34.173

## (iv) Shareholding Pattern of top ten Shareholders (other than Direcors, Promoters &amp; Holders of GDRs &amp; ADRs)

S.N.		Share holding at the beginning of the Year i.e 1st April, 2023		Trasanctions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2024	
		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
	At the beginning of the year	553350	15.9109				487610	14.021
1	Dheeraj Kumar Lohia	84595	2.432				0	0.000
2	Anil Kumar Goel	76000					36000	1.035
3	Investor Education & Protection Fund Authority Ministry of Corporate Affairs	124084	3.568				124084	3.568
4	Mahendra Girdharilal Wadhvani	101992	2.933				98719	2.839
5	Ketaki Priyadarshan Siras	36008					36008	1.035
6	Pannu Bhansali	46000					87000	2.502
7	Ponkumar Venkatesh	35178					35178	1.012
8	Raj Rashmin Rughani	0	0.000				43465	1.250
9	Veena Parakh	24193	0.696				27156	0.781
10	Priyadarshan Prabhakar Siras	25300	0.727				25300	0.727
11	Muktalil Ganulal Paldiwal	35145	1.011				24630	0.708
12	Taradevi Muktalil Paldiwal	26212	0.754				19309	0.555

	<b>At the end of the year (or on the date of separation, if separated during the year)</b>	553350	15.9109				487610	14.021
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(v) Shareholding of Directors & KMP

S.N.	For Each of the Directors & KMP	Share holding at the beginning of the Year i.e 1st April, 2023		Trasanctions During the year			Cumulative Share holding at the end of the year i.e 31st March, 2024	
		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
	At the beginning of the year	111705	3.212				111705	3.212
	At the end of the year (or on the date of separation, if separated during the year)	111705	3.212				111705	3.212

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	NIL	NIL	NIL	0
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>0</b>	<b>NIL</b>	<b>NIL</b>	<b>0</b>
<b>Change in Indebtedness during the financial year</b>				
Additions	113	NIL	NIL	113
Reduction	NIL	NIL	NIL	0
<b>Net Change</b>	<b>113</b>	<b>NIL</b>	<b>NIL</b>	<b>113</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	113	NIL	NIL	113
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>113</b>	<b>NIL</b>	<b>NIL</b>	<b>113</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:

Sl.No	Particulars of Remuneration	Rajan R	Hiren N	Jignesh S	Total
		Bambhanian	Vadgama	Thanki	
1	<b>Gross salary</b>				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	1400305	3831051	3112507	8343863
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	157100	324600	339600	821300
	(c) Profits in lieu of salary under	NIL	NIL	NIL	NIL
2	Stock option	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL
4	Commission 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>1557405</b>	<b>4155651</b>	<b>3452107</b>	<b>9165163</b>
	<b>Ceiling as per the Act</b>	Calculated as per Section 198 of Companies Act, 2013			

**B. Remuneration to other directors:**

Sl.No	Particulars of Remuneration	Name of the Directors					TOTAL
		Bhaves R. Sureja	Jagdish-chandra B. Jagani	DHIREN T MITHANI	Palak J Doshi	SHRUTI K BHADESHIYA (From 01/11/2022)	
1	Independent Directors						
	(a) Fee for attending board committee Meetings	10,000	10,000	7,500	10,000	10000	47500
	(b) Commission						
	(c) Others, please specify						
	<b>Total (1)</b>						
2	Other Non Executive Directors						
	(a) Fee for attending						
	(b) Commission						
	(c) Others, please specify.						
	<b>Total (2)</b>	10000	10000	7500	10000	10000	47500
	<b>Total (B)=(1+2)</b>	10000	10000	7500	10000	10000	47500
	<b>Total Managerial Remuneration*</b>						<b>10237034</b>
	<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	CEO**	C S	C S	
		Siddik Kotal	R. R. Bambhania	HIRAL SHAH (Up to 30.09.2022)	HEMANT SINGH JHALA (From 10.10.2022)	
1	<b>Gross Salary</b>					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	698721	0	0	300000	998721
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	26550	0	0.00	0.00	26550
	(c) Profits in lieu of salary under					
2	Stock Option					
3	Sweat Equity					
4	Commission as % of profit others, specify					
5	Others, please specify					
	<b>Total</b>	<b>725271</b>	<b>0</b>	<b>0</b>	<b>300000</b>	<b>1025271</b>

\*\* Not considered in view already reflected in VI A. In the same fashion, not considered for WTDs also.

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			N. A.		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			N. A.		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			N. A.		
Punishment					
Compounding					

1	Indumati N Vadgama
2	Anila S Thanki
3	Bhogayta Jeshanker Ramjibhai HUF
4	Ramniklal N Bambhania
5	Nachiketa R Bambhania
6	Ruta R Bambhania
7	Jeshanker Ramjibhai Bhogayata
8	Rajan R Bambhania
9	Jasumati Bambhania
10	Hiren N Vadgama
11	Bhavin N Vadgame
12	Pravinaben Jeshankar Bhogayata
13	Darshna H Vadgama
14	Alpa J Thanki
15	Pinak S Thanki
16	Purvi S Thanki
17	Ramniklal N Bambhania HUF
18	Narottam C Vadgama HUF
19	Thanki Shashikant Meghajibhai HUF
20	Hiren N Vadgama HUF
21	Jignesh S Thanki
22	Jignesh S Thanki HUF
23	Indumati N Vadgama - NCVFBT
24	Rekha J Vadgama
25	Jayendra C Vadgama
26	Falguni P Thanki
27	Indumati N Vadgama - INVFBT
	<b>Total</b>



31-03-2023

31-03-2024

191000	5.492		191000	5.492
166816	4.797		166816	4.797
146410	4.210		146410	4.210
120000	3.450		0	0.000
0	0.000		160000	4.601
89684	2.579		89684	2.579
75500	2.171		75500	2.171
60300	1.734		60300	1.734
52500	1.510		12500	0.359
45405	1.306		45405	1.306
42000	1.208		42000	1.208
31900	0.917		31900	0.917
25600	0.736		25600	0.736
25000	0.719		25000	0.719
20000	0.575		20000	0.575
20000	0.575		20000	0.575
16000	0.460		16000	0.460
15500	0.446		15500	0.446
12000	0.345		12000	0.345
6900	0.198		6900	0.198
6000	0.173		6000	0.173
5538	0.159		5538	0.159
4200	0.121		4200	0.121
4000	0.115		4000	0.115
3400	0.098		3400	0.098
1600	0.046		1600	0.046
1200	0.035		1200	0.035
<b>1188453</b>	<b>34.17</b>		<b>1188453</b>	<b>34.17</b>