

As on financial year ended on 31<sup>st</sup> March 2018  
Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company  
(Management & Administration) Rules, 2014

1	CIN	L34300MP1992PLC006912
2	Registration Date	03/02/1992
3	Name of the Company	Porwal Auto Components Limited
4	Category/Sub-category of the Company	Public Company / Limited by shares
5	Address of the Registered office & contact details	Plot No. 209, Sector 1, Industrial Area Pithampur M.P.- 454775
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Link Intime India Private Limited C 101, 247 Park, L B S Marg, Vikhroli West, Mumbai- 400083 Tel: +912249186000 E Mail ID: <a href="mailto:rnt.helpdesk@linkintime.co.in">rnt.helpdesk@linkintime.co.in</a>

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	CI & SG Iron Automobile Components	29301	97.6974%

S. No	Name and Address of the company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares Held	Applicable section
NA					

#### i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year i.e. 01-04-2017				No. of Shares held at the end of the year i.e. 31-03-2018				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	



	Shareholding									
<b>1</b>	<b>Institutions</b>									
a	Mutual Funds	0	0	0	0	0	0	0	0	0
b	Banks / FI	0	0	0	0	0	0	0	0	0
c	Central Govt	0	0	0	0	0	0	0	0	0
d	State Govt(s)	0	0	0	0	0	0	0	0	0
e	Venture Capital Funds	0	0	0	0	0	0	0	0	0
f	Insurance Companies	0	0	0	0	0	0	0	0	0
g	FII's	0	0	0	0	0	0	0	0	0
h	Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i	Others (specify)	0	0	0	0	0	0	0	0	0
	<b>Sub-total (B)(1):-</b>	0	0	0	0	0	0	0	0	0
<b>2</b>	<b>Non-Institutions</b>									
a	Bodies Corp.									
i	Indian	35,61,503	1,96,600	37,58,103	24.8880	35,55,886	1,95,700	37,51,586	24.8449	-0.0432
ii	Overseas	0	0	0	0	0	0	0	0	0
b	Individuals									
i	Individual shareholders	3636528	408303	4044831	26.7870	3884932	404603	4289535	28.4075	1.6205



	holding nominal share capital upto Rs. 1 lakh									
ii	Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1067012	44700	1111712	7.3623	974544	44700	1019244	6.7500	-0.6123
c	Others (specify)									
	Hindu Undivided Family	2,60,436	0	2,60,436	1.7247	2,41,903	0	2,41,903	1.6020	-0.1227
	Non Resident Indians (Repat)	62,870	0	62,870	0.4164	77,865	0	77,865	0.5157	0.0993
	Non Resident Indians (Non-Repat)	52,915	0	52,915	0.3504	59,202	0	59,202	0.3921	0.0417
	Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
	Foreign Nationals	0	0	0	0	0	0	0	0	0
	Market maker	0	0	0	0	0	0	0	0	0
	Clearing Members	2,00,591	0	2,00,591	1.3284	1,01,223	0	1,01,223	0.6703	-0.6581
	Trusts	0	0	0	0	0	0	0	0	0
	Bodies Corporate	3561503	196600	3758103	24.8881	3555886	195700	3751586	24.8449	-0.0432



Foreign Bodies-D R	0	0	0	0	0	0	0	0	0
<b>Sub-total (B)(2):-</b>	8841855	649603	9491458	47.5497	8895555	645003	9540558	47.7957	0.2460
<b>Total Public Shareholding (B)=(B)(1) + (B)(2)</b>	8841855	649603	9491458	47.5497	8895555	645003	9540558	47.7957	0.2460
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>									
<b>Grand Total (A+B+C)</b>	14450397	649603	15100000	<b>100.0000</b>	14454997	645003	15100000	<b>100.0000</b>	

ii. Shareholding of Promoter & Promoter Group

SN o	Shareholder's Name	Shareholding at the beginning of the year (As on 01-04-2017)			Shareholding at the end of the year (As on 31-03-2018)			% 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	Surendra Jain	3,89,280	2.578	0	3,89,280	2.578	0	0
2	Devendra Jain	3,52,299	2.3331	0	3,52,299	2.3331	0	0
3	Mukesh Jain	2,81,105	1.8616	0	2,81,105	1.8616	0	0
4	Gajendra Utsavljai Jain	2,75,989	1.8277	0	2,75,989	1.8277	0	0
5	Shailesh Jain	1,92,800	1.2768	0	1,92,800	1.2768	0	0
6	Chandanbai Utsavljai Jain	1,64,000	1.0861	0	1,64,000	1.0861	0	0
7	Sunita Jain	1,14,600	0.7589	0	1,14,600	0.7589	0	0

8	Pramila Jain	1,10,000	0.7285	0	1,10,000	0.7285	0	0
9	Pushpa Jain	95,000	0.6291	0	95,000	0.6291	0	0
10	Manju Jain	94,900	0.6285	0	94,900	0.6285	0	0
11	Premlata Jain	92,000	0.6093	0	92,000	0.6093	0	0
12	Atin Jain	78,500	0.5199	0	78,500	0.5199	0	0
13	Santosh Aidasani	75,000	0.4967	0	75,000	0.4967	0	0
14	Arshui Jain	72,500	0.4801	0	72,500	0.4801	0	0
15	Devendra Jain HUF	69,000	0.457	0	69,000	0.457	0	0
16	Gajendra Jain HUF	66,000	0.4371	0	66,000	0.4371	0	0
17	Mukesh Jain HUF	59,000	0.3907	0	59,000	0.3907	0	0
18	Sejal Jain	34,500	0.2285	0	34,500	0.2285	0	0
19	Sonali Parekh	30,800	0.204	0	30,800	0.204	0	0
20	ParulAtin Jain	26,500	0.1755	0	26,500	0.1755	0	0
21	Richa Devendra Jain	24,000	0.1589	0	24,000	0.1589	0	0
22	Reema Devendra Jain	23,000	0.1523	0	23,000	0.1523	0	0
23	Shailesh Jain HUF	20,500	0.1358	0	20,500	0.1358	0	0
24	Surendra Jain HUF	59,500	0.394	0	19,500	0.1291	0	-0.2649
25	Cherry Sanman Kapale	21,500	0.1424	0	17,500	0.1158	0	-0.0266
26	Rohan Mukesh Jain	17,500	0.1159	0	17,500	0.1159	0	0
27	Riti Dawra	9,000	0.0596	0	9,000	0.0596	0	0
28	Anish Jain	4,000	0.0265	0	4,000	0.0265	0	0
29	Shikha Gawade	5,769	0.0382	0	669	0.0044	0	-0.0338
30	Flag Vittawas Limited	27,50,000	18.2119	0	27,50,000	18.2119	0	0
	<b>Total</b>	5608542	37.1427	0	55,59,442	36.8173	0	0

iii. **Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year (As on 01-04-2017)		Cumulative Shareholding during the year (01-04-2017 to 31-03-2018)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the Year	56,08,542	37.1426%	56,08,542	37.1426%
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):			Note-1	
	At the end of the Year	55,59,442	36.8175%	55,59,442	36.8175%

Note: There is change in the total shareholding of promoters between 01-04-2017 and 31-03-2018 and the same details are given below

**NOTE-1 DETAILS OF INCREASE AND DECREASE IN PROMOTERS' SHARE HOLDING**

SN	Name	Shareholding		Date	Increase/ Decrease in shareholdin g	Reason	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17)/ end of the year (31-03-18)	% of total shares of Company				No. of Shares	% of total shares of Company
1.	Surendra Jain HUF	59500	0.3940	01.04.2017		Transfer	59500	0.3940
				13.10.2017	-40000		19500	0.1291
		19500	0.1291	31.03.2018			19500	0.1291
2.	Cherry Sanman Kapale	21500	0.1424	01.04.2017		Transfer	21500	0.1424
				27.10.2017	-4000		17500	0.1159
		17500	0.1159	31.03.2018			17500	0.1159
3.	Shikha Gawade	5769	0.0382	01.04.2017		Transfer	5769	0.0382
				27.10.2017	-5100		669	0.0044



		669	0.0044	31.03.2018			669	0.0044
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iv. **Shareholding Pattern of top ten Shareholders: (Other than Directors, Promoters and Holders of GDRs and ADRs):**

SNo	Name (For Each of the Top 10 Shareholders)	Shareholding at the beginning of the year  (As on 01-04-2017)		Date	Increase/ . Decrease in shareholdi ng	Reason	Cumulative Shareholding during the year (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17)	% of total shares of the Company				No. of Shares	% of total shares of the Company
1	PORWAL FINSEC PVT. LIMITED	3288300	21.7768	Nil movement during the year			3288300	21.7768
2	PADMA PIRLAMARLA	296311	1.9623	Nil movement during the year			296311	1.9623
3	AZIZ YAKUB SHAIKH	13350	0.0884	1 <sup>st</sup> April, 2017	0		13350	0.0884
				02 Jun ,2017	22153	Transfer	35503	0.2351
				25 Aug, 2017	3232	Transfer	38735	0.2565
				24 Nov 2017	10685	Transfer	49420	0.3273
				31 <sup>st</sup> March 2018	0		49420	0.3273
4	KEYNOTE INDUSTRIES PRIVATE LIMITED	49000	0.3245	Nil movement during the year			49000	0.3245
5	SURANA INTERNATIONAL PRIVATE LIMITED	46900	0.3106	Nil movement during the year			46900	0.3106
6	EDELWEISS BROKING LTD	26443	0.1751	1 <sup>st</sup> April 2017	0		26443	0.1751
				07 Apr 2017	36	Transfer	26479	0.1754
				14 Apr 2017	1536	Transfer	28015	0.1855

			21 Apr 2017	(455)	Transfer	27560	0.1825
			28 Apr 2017	295	Transfer	27855	0.1845
			05 May 2017	2706	Transfer	30561	0.2024
			12 May 2017	116	Transfer	30677	0.2032
			19 May 2017	(1540)	Transfer	29137	0.1930
			26 May 2017	116	Transfer	29253	0.1937
			02 Jun 2017	(26607)	Transfer	2646	0.0175
			09 Jun 2017	(882)	Transfer	1764	0.0117
			16 Jun 2017	38	Transfer	1802	0.0119
			23 Jun 2017	145	Transfer	1947	0.0129
			30 Jun 2017	(60)	Transfer	1887	0.0125
			07 Jul 2017	2328	Transfer	4215	0.0279
			14 Jul 2017	(942)	Transfer	3273	0.0217
			21 Jul 2017	(1480)	Transfer	1793	0.0119
			28 Jul 2017	2553	Transfer	4346	0.0288
			11 Aug 2017	9758	Transfer	14104	0.0934
			18 Aug 2017	6550	Transfer	20654	0.1368
			25 Aug 2017	(9332)	Transfer	11322	0.0750
			01 Sep 2017	50	Transfer	11372	0.0753
			08 Sep 2017	5110	Transfer	16482	0.1092

				15 Sep 2017	(4424)	Transfer	12058	0.0799
				22 Sep 2017	4283	Transfer	16341	0.1082
				29 Sep 2017	318	Transfer	16659	0.1103
				13 Oct 2017	5360	Transfer	22019	0.1458
				20 Oct 2017	246	Transfer	22265	0.1475
				27 Oct 2017	15080	Transfer	37345	0.2473
				03 Nov 2017	(2885)	Transfer	34460	0.2282
				10 Nov 2017	(200)	Transfer	34260	0.2269
				17 Nov 2017	3950	Transfer	38210	0.2530
				24 Nov 2017	(14427)	Transfer	23783	0.1575
				01 Dec 2017	300	Transfer	24083	0.1595
				08 Dec 2017	200	Transfer	24283	0.1608
				15 Dec 2017	(200)	Transfer	24083	0.1595
				22 Dec 2017	1175	Transfer	25258	0.1673
				29 Dec 2017	(2575)	Transfer	22683	0.1502
				05 Jan 2018	100	Transfer	22783	0.1509
				12 Jan 2018	2760	Transfer	25543	0.1692
				19 Jan 2018	21971	Transfer	47514	0.3147
				26 Jan 2018	(674)	Transfer	46840	0.3102
				02 Feb 2018	(300)	Transfer	46540	0.3082



				09 Feb 2018	(1204)	Transfer	45336	0.3002
				23 Feb 2018	(8906)	Transfer	36430	0.2413
				02 Mar 2018	(6260)	Transfer	30170	0.1998
				23 Mar 2018	1	Transfer	30171	0.1998
				31 Mar 2018	14123	Transfer	44294	0.2933
7	JATIN RASIKLAL MANSATA	1000	0.0066	1st April 2017	0		1000	0.0066
				27 Oct 2017	(1000)	Transfer	0	0.0000
				02 Mar 2018	35867	Transfer	35867	0.2375
				31st March 2018	0		35867	0.2375
8	AJIT KAKUBHAI VAJANI	0	0.0000	1st April 2017	0		0	0.0000
				09 Mar 2018	28000	Transfer	28000	0.1854
				16 Mar 2018	7000	Transfer	35000	0.2318
				31st March 2018	0		35000	0.2318
9	MUTHULAKSHMI M	32026	0.2121	Nil movement during the year			32026	0.2121
10	KUNJITA IMPEX PRIVATE LIMITED	29378	0.1946	Nil movement during the year			29378	0.1946
11	INDIANIVESH SECURITIES LIMITED	100400	0.6649	1st April 2017	0		100400	0.6649
				28 Apr 2017	(400)	Transfer	100000	0.6623
				12 May 2017	1199	Transfer	101199	0.6702
				19 May 2017	(1199)	Transfer	100000	0.6623

				02 Jun 2017	500	Transfer	100500	0.6656
				09 Jun 2017	(400)	Transfer	100100	0.6629
				16 Jun 2017	(100)	Transfer	100000	0.6623
				11 Aug 2017	(98626)	Transfer	1374	0.0091
				18 Aug 2017	(1374)	Transfer	0	0.0000
				08 Sep 2017	2	Transfer	2	0.0000
				15 Sep 2017	(2)	Transfer	0	0.0000
				20 Oct 2017	250	Transfer	250	0.0017
				03 Nov 2017	750	Transfer	1000	0.0066
				10 Nov 2017	(1000)	Transfer	0	0.0000
				17 Nov 2017	50	Transfer	50	0.0003
				23 Mar 2018	1644	Transfer	1694	0.0112
				31 Mar 2018	(644)	Transfer	1050	0.0070
12	MAHESH KURUNGHAT SUKUMARAN.	87914	0.5822	1st April 2017	0		87914	0.5822
				12 May 2017	(4730)	Transfer	83184	0.5509
				19 May 2017	(17607)	Transfer	65577	0.4343
				02 Jun 2017	(830)	Transfer	64747	0.4288
				16 Jun 2017	(6170)	Transfer	58577	0.3879
				14 Jul 2017	(54257)	Transfer	4320	0.0286

				11 Aug 2017	54	Transfer	4374	0.0290
				22 Sep 2017	(4374)	Transfer	0	0.0000
				31 <sup>st</sup> March 2018	0		0	0.0000
13	GOVINDBHAI LALJIBHAI KAKADIA .	32935	0.2181	1 <sup>st</sup> April 2017			32935	0.2181
				12 May 2017	10000	Transfer	42935	0.2843
				23 Jun 2017	(7790)	Transfer	35145	0.2327
				30 Jun 2017	(5500)	Transfer	29645	0.1963
				07 Jul 2017	(6800)	Transfer	22845	0.1513
				14 Jul 2017	(12845)	Transfer	10000	0.0662
				21 Jul 2017	(5000)	Transfer	5000	0.0331
				01 Sep 2017	*(5000)	Transfer	0	0.0000
				31 <sup>st</sup> March 2018	0		0	0.0000

S No.	Name (For Each of the Directors and Key Managerial Personnel)	Shareholding at the beginning of the year  (As on 01-04-2017)		Date	Increas e/ Decreas e in shareho lding	Reason	Cumulative Shareholding during the year  (01-04-17 to 31-03-18)	
		No. of Shares at the beginning (01-04-17	% of total shares of the Company				No. of Shares	% of total shares of the Company
A. DIRECTORS								



1	Mr. Devendra Jain Managing Director	352299	2.3331	Nil Movement during the year			352299	2.3331
2	Mr. Mukesh Jain Whole Time Director	281105	1.8616	Nil Movement during the year			281105	1.8616
3	Mr. Surendra Jain Whole Time Director	389280	2.5780	Nil Movement during the year			389280	2.5780
4	Mr. Nitin Dafria Independent Director	0	0	Nil Holding during the year			0	0
5	Mr. Surajmal Kucheria Independent Director	0	0	Nil Holding during the year			0	0
6	Mr. Ramesh kashyap Independent Director	0	0	Nil Holding during the year			0	0
7	Mrs. Rajni Jain Independent Director	0	0	Nil Holding during the year			0	0

#### B. KEY MANAGEMENT PRSONNEL

1	Mr. Shailesh Jain- CFO	1,92,800	1.2768	01-04-17	Nil Movement during the year		
				31-03-18		1,92,800	1.2768
2	Ms. Arwa Saiffee-CS	0	0	01-04-2017	Nil Holding during the year	0	0
				30-11-			

				17				
3	Ms. Hansika Mittal-CS	0	0	08-02-18		Nil Holding during the year	0	0
				31-03-18			0	0

**Note:** CS Arwa Saifee has resigned from office of Company Secretary as on 1<sup>st</sup> December, 2017.

**V. INDEBTEDNESS – Indebtedness of the Company including interest outstanding/accrued but not due for payment**

S No	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
	<b>Indebtedness at the beginning of the financial year (01.04.2017)</b>				
i)	Principal	7,82,88,919/-	-	-	7,82,88,919/-
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	-	-	-	-
	<b>Total (i+ii+iii)</b>	7,82,88,919/-			7,82,88,919/-
	<b>Change in Indebtedness during the financial year</b>				
	* Addition	11,03,94,546 /-	-	-	11,03,94,546 /-
	* Reduction	(1,08,93,814)/-	-	-	(1,08,93,814)/-
	<b>Net Change (The amount of Secured loan was increased and decreased within the overdraft limits)</b>	99500732/-	-	-	99500732/-
	<b>Indebtedness at the end of the financial year (31.03.2018)</b>				
i)	Principal Amount	177789651/-	-	-	177789651/-
ii)	Interest due but not paid	-	-	-	-
iii)	Interest accrued but not due	-	-	-	-
	<b>Total (i+ii+iii)</b>	177789651/-	-	-	177789651/-

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S No	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Mr. Devendra Jain	Mr. Mukesh Jain	Mr. Surendra Jain	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	3600000	3600000	3600000	10800000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	<b>Total (A)</b>	3600000	3600000	3600000	10800000

### B. Remuneration to other directors

S No	Particulars of Remuneration	Name of Directors				Total Amount
1	<b>Independent Directors</b>	Mr. Nitin Dafria	Mr. Surajmal Kucheria	Mr. Ramesh Kashyap	Mrs. Rajni Jain	
	Fee for attending board committee meetings	5000	5000	6000	6000	22000
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	<b>Total (1)</b>	5000	5000	6000	6000	22000
2	Other Non-Executive Directors	-	-	-	-	-



Fee for attending board committee meetings	-	-	-	-	-
Commission	-	-	-	-	-
Others, please specify	-	-	-	-	-
<b>Total (2)</b>	-	-	-	-	-
<b>Total (B)=(1+2)</b>	5000	5000	6000	6000	22000
<b>Total Managerial Remuneration</b>	5000	5000	6000	6000	22000
<b>Overall Ceiling as per the Act</b>	The Company may pay sitting fees to the Directors for attending Board / Committee meetings as may be decided by the Board of Directors which shall not exceed one lakh rupees per meeting of the Board or committee. The Board has fixed 1000/- as sitting fees for Board meetings.				

**C. Remuneration to Key Managerial Personnel Other than MD/ Manager/ WTD**

S.No	Particulars of Remuneration	Key Managerial Personnel			
		Mr. Shailesh Jain(CFO)	Ms. Arwa Saifee (CS)	Ms. Hansika Mittal (CS)	Total Amount
	Gross salary	2700000	172000	37270	2958000
1	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-	-
		-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	- others, specify	-	-	-	-
5	Others, please specify	-	-	-	-

Total (A)	2700000	172000	37270	2958000
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**Note:** CS Arwa Saiffee has resigned from office of Company Secretary as on 1<sup>st</sup> December, 2017.

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