

EKAM LEASING AND FINANCE CO. LIMITED

ANNUAL REPORT 2014-2015



CHAIRMAN CUM MANAGING DIRECTOR

Mr. Rakesh Jain

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Prakash Goyal ,Independent Director
Mrs. Mamta Jain ,Woman Director
Mr. Vishal Jain, Independent Director
Mr. Saurabh Jain, Independent Director
Mr. Krishan Kumar Didwaniya, Chief Financial Officer(CFO)
Ms. Mansi Mehta, Company Secretary and Compliance Officer

AUDITORS

M/S G.L GUPTA & ASSOCIATES

Chartered Accountants
14, IInd Floor, U-158,
Vats Complex, Main Vikas Marg,
Shakarpur, Delhi – 110092

Internal Auditor:

B. Rattan and Associates, Chartered Accountant

BANKERS

State Bank of Bikaner & Jaipur,
Faiz Road, New Delhi-110005

REGISTERED OFFICE

No. 11, Rani Jhansi Road, (Motia Khan)
M.M. Road, New Delhi – 110 055

**REGISTRAR & SHARE
TRANSFER AGENT**

M/s.Alankit Assignments Limited
1E/13, Jhandewalan Extn.
New Delhi – 110 055

22 nd ANNUAL GENERAL MEETING	
Date	: 29 th September, 2015
Day	: Tuesday
Time	: 11.00 A.M.
Place	: 14, Rani Jhansi Road, New Delhi – 110 055

Note :-

1. Members are requested to bring their copy of the Annual Report at the time of attending the Annual General Meeting. No. Extra copies of Annual Report shall be provided at the venue of the Annual General Meeting.
2. Members/ Proxies should bring the attendance slip sent herewith duly filled in to attend the Meeting

NOTICE

Notice is hereby given that the **TWENTY SECOND ANNUAL GENERAL MEETING** of the members of **EKAM LEASING AND FINANCE CO. LIMITED** will be held on Tuesday the 29th September, 2015 at 14, Rani Jhansi Road, New Delhi-110 055 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Directors' Report, Auditors' Report along with the Audited Balance Sheet as on 31st March, 2015 and Profit & Loss A/c for the year ended on that date and Report of Directors' and Auditors thereon.
2. To appoint a director in place of Mr. Vishal Jain (DIN:-02193689), Independent Director of the Company who retires by rotation and, being eligible, has offered himself for re-appointment.
3. **RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS & FIXING THEIR REMUNERATION**

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

"RESOLVED that pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, the Company hereby ratifies the appointment of M/s. G. L. Gupta & Associates, Chartered Accountants New Delhi (Firm Registration No. 012483N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the twenty-third AGM of the Company to be held in the year 2016 at such remuneration plus service tax, out-of-pocket, travelling and living expenses, etc., as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS:

4. APPOINTMENT OF MRS. MAMTA JAIN AS A DIRECTOR OF THE COMPANY

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

"RESOLVED THAT pursuant to Section 152, 160 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, Mrs. Mamta Jain (DIN: 05274582), who was appointed vide Board meeting dated 20th March, 2015 as an Additional Director by the Board under Section 161 of the Companies Act, 2013 and in accordance with the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing her candidature for the office of the Director of the Company, be and is hereby appointed as a Director of the Company whose period of office shall be liable to determination by retirement of directors by rotation."

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Ekam leasing & finance co. Limited

By order of the Board of Directors

Registered Office:

No. 11, Rani Jhansi Road,
(Motia Khan), M.M. Road,
New Delhi - 110 055.
Corporate Identity Number: L74899DL1993PLC055697
Tel: 011-32033277,
Fax: +91-11-23528015
Email : ekam.leasing1@gmail.com
info@ekamleasing.com
Website: www.ekamleasing.com

Rakesh Jain
Managing Director
DIN.00061737

Date: August 30, 2015
Place-New Delhi

NOTES:

1. The relevant Explanatory Statement and reasons in respect of proposed Special Resolution pursuant to Section 102 of the Companies Act, 2013 for the special business as set out in item No. 4 are annexed hereto.
2. **EVERY MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND SUCH PROXY NEED NOT BE A MEMBER.**
3. **PROXIES IN ORDER TO BE EFFECTIVE SHOULD BE DULY COMPLETED, STAMPED (IF APPLICABLE) AND SIGNED AND MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE TIME FOR HOLDING THE ANNUAL GENERAL MEETING.**
4. Corporate Members intending to send their authorised representatives to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
5. Members desirous of obtaining any information as regards accounts of the Company are requested to write to the Company at least one week before the Meeting, so that the information required will be made available at the Annual General Meeting.
6. Documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during normal business hours (9:30 am to 6:00 pm) on all working days except Saturdays and Sundays (including Public Holidays) up to the date of the Annual General Meeting.
7. The Register of Members and Share Transfer Books of the Company will remain closed from Tuesday September 22, 2015 to, Tuesday September 29, 2015 (both days inclusive) for the purpose of Annual General Meeting.

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8. Members holding shares in physical form are requested to immediately notify change in their address, if any, to the Registrar and share Transfer Agent of the Company, viz Alankit Assignment Ltd. 1E/13, Jhandewalan Extension, New Delhi - 110 055, quoting their Folio Number(s).
9. Members/Proxies are requested to bring the Attendance Slip(s) duly filled in.
10. As per the provisions of Section 152 of the Companies Act, 2013 Mr. Vishal Jain (DIN: 02193689), Independent Director of the Company retires by rotation at the ensuing Annual General Meeting and has expressed his intention to seek re-election as Director of the Company. The Company has received declaration from him stating that he meets the criteria of Independence as prescribed under sub section 6 of section 149 of the Companies Act 2013.

Further, term of appointment of Mrs. Mamta Jain (DIN: 05274582) who was appointed as an Additional Director in due compliance of section 149 of the Companies Act, 2013 and clause 49 of the listing agreement regarding appointment of Woman Director, is ending on the forth coming Annual General Meeting and is proposed to be appointed as the Director of the Company.

Brief resume pursuant to clause 49 of listing agreement of the Directors proposed to be appointed/ reappointed at the Annual General Meeting/ nature of expertise; specific functional areas and the name of the companies in which they holds Directorships are given in the explanatory statement annexed to the Notice.

11. The members holding shares in physical form are requested to intimate to the registrar and Share Transfer Agent, Alankit Assignments Ltd, 1E/13, Jhandewalan Extn., New Delhi – 110 055, change of address , if any, at the earliest quoting their registered folio number. Change of address in respect of shares held in demat form is required to be intimated to the concerned Depository Participant.
12. Members seeking any information with regard to accounts or operations are requested to write to the Company at an early date, preferably at least seven (07) days prior to the date of meeting, so as to enable the management to keep the information ready.
13. **Green Initiative in the corporate governance and registration of email address**
The members are requested to register email address with the Depository Participant/the Registrar & Share Transfer Agent of the Company, i.e. M/s Alankit Assignments Ltd, as the case may be for service of documents.
14. **Voting through electronic means**

I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amendment from time to time, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL):

The instructions for e-voting are as under:

- (i) The Notice of the 22nd AGM of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form is being dispatched to all the Members. Initial password is provided as below /at the bottom of the Attendance Slip for the 22nd AGM:

EVEN (E-Voting Event Number)

USER ID

PASSWORD/PIN

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- (ii) NSDL shall also be sending the User-ID and Password; to those members whose shareholding is in the dematerialized format and whose email addresses are registered with the Company/Depository Participants(s). For members who have not registered their email address, can use the details as provided above.
 - (iii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iv) Click on Shareholder – Login
 - (v) Put user ID and password as initial password noted in step (i) above. Click Login.
 - (vi) Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vii) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
 - (viii) Select “EVEN” of Ekam Leasing & Finance Co. Limited
 - (ix) Now you are ready for e-Voting as Cast Vote page opens
 - (x) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (xi) Upon confirmation, the message “Vote cast successfully” will be displayed
 - (xii) Once you have voted on the resolution, you will not be allowed to modify your vote
 - (xiii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail ekam.leasing1@gmail.com, info@ekamleasing.com with a copy marked to evoting@nsdl.co.in.
- II. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads section of www.evoting.nsdl.com.
- III. If you are already registered with NSDL for e-voting then you can use your existing user ID and password for casting your vote.
- IV. 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).
- V. The e-voting period commences on Saturday, the September 26, 2015 (09:00 am) and ends on Monday, the September 28, 2015 (05:00 pm). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. Tuesday 22nd September, 2015, may cast their vote electronically. The e-voting module shall also be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
- VI. The voting rights of Shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on, Tuesday, 22nd September, 2015. 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

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i.e. 22nd September, 2015, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or ekam.leasing1@gmail.com, info@ekamleasing.com

- VII. The facility for voting through remote e-voting / ballot paper / Poling 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. (**NOTE:** The Facility for Voting at AGM/ EGM shall be decided by the company i.e. "remote e-voting" or "Ballot Paper" or "Poling Paper")
- VIII. Since the Company is required to provide members facility to exercise their right to vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) i.e. 22nd September, 2015 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
- IX. The Scrutinizer shall within a period of not exceeding three (3) working days from the conclusion of the e-Voting period unlock the votes in the presence of atleast two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.
- X. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.ekamleasing.com and on the website of NSDL and communicated to the BSE Limited where the shares of the Company are listed.

By order of the Board of Directors of
EKAM LEASING & FINANCE CO. LIMITED

Place: New Delhi
August 30, 2015

RAKESH JAIN
MANAGING DIRECTOR
DIN: 00061737

EXPLANATORY STATEMENT
(Pursuant to Section 102 (1) of the Companies Act, 2013)

As required by section 102 of the Companies Act, 2013 (Act), the following explanatory statement sets out all material facts relating to the business mentioned under Item Nos. 4 of the accompanying Notice:

Item No. 4. Appointment of Mrs. Mamta Jain (DIN: 05149539) as a Woman Director

Mrs. Mamta Jain (DIN: 05274582) was appointed by the Board of Directors of the Company in the Board Meeting dated 20th March, 2015 as an additional director (woman director) pursuant to section 161 of the Companies Act, 2013 in due compliance of the provision of Section 149 of the Companies Act, 2013 and rules made thereunder and clause 49 IIA of the Listing Agreement regarding appointment of woman director and holds only till the date of this Annual General Meeting. The Company has received a notice as prescribed under Section 160 of the Companies Act, 2013 from a member along with a deposit of Rs.1,00,000/- signifying her intention to propose Mrs. Mamta Jain (DIN: 05274582) as Director of the Company liable to retire by rotation. The Company has received from Mrs. Mamta Jain (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules 2014, (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013.

The Board of Directors recommends the passing of the resolution at item no 4 for approval by Members.

Except Mr. Rakesh Jain (husband), Mrs. Mamta Jain, being the appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in this resolution.

Ekam leasing & finance co. Limited

Registered Office:

No. 11, Rani Jhansi Road,
(Motia Khan), M.M. Road,
New Delhi - 110 055

Corporate Identity Number: L74899DL1993PLC055697
Tel : 011-32033277,
Fax: +91-11-23528015
Email: ekam.leasing1@gmail.com
info@ekamleasing.com
Website: www.ekamleasing.com

By order of the Board of Directors

Rakesh Jain
Managing Director
DIN.00061737

August 30, 2015
New Delhi

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Details of Directors Seeking Appointment/Re-appointment at the Annual General Meeting

Particulars	Mrs. Mamta Jain	Mr. Vishal Jain
Date of Birth	01/02/1970	14/06/1983
Date of Appointment	20/03/2015	11/03/2011
Qualifications	Graduate	Graduate from Delhi University
Expertise in specific functional areas	Wide experience in general management & administration	Wide experience in Accounts and Finance
Directorships held in other companies (excluding foreign companies)	NIL	NIL
Memberships/ Chairmanships of committees of other companies (includes only audit committee and shareholders/ Investor Grievance Committees)	NIL	NIL
No. of shares held in the Company	NIL	NIL

DIRECTORS' REPORT

TO
THE MEMBERS
EKAM LEASING AND FINANCE CO. LIMITED

Your Directors are pleased to have this opportunity to present the Twenty Second Annual Report of the Company along with and Audited Statement of Accounts for the year ended 31st March, 2015.

FINANCIAL HIGHLIGHTS

(amount in Rs.)

	Standalone		Consolidated	
	2014-2015	2013-2014	2014-2015	2013-2014
Revenue from operations	65,53,191.00	63,53,802.00	69,81,242.00	-
Other Income	3,33,795.00	17,60,962.00	15,97,485.00	-
Total Expenditure	43,83,599.00	43,91,237.00	59,46,169.00	-
Profit / (Loss) before Tax & Provision for NPA	25,03,387.00	37,23,527.00	26,32,558.00	-
Provision for Tax	7,83,827.00	7,21,092.00	(7,72,506.00)	-
Net Profit / (Loss)	17,19,560.00	30,02,435.00	18,60,052.00	-
Deficit brought forward from previous year	(65,18,853.00)	(95,21,288.00)	(26,27,158)	-
Deficit carried over to Balance Sheet	(47,99,293.00)	(65,18,853.00)	(22,80,866)	-

DIVIDEND

Keeping in view the requirement of funds for future, the Board has not recommended any dividend for the financial year ended 31st March 2015.

TRANSFER TO RESERVE

Your Directors have proposed not to transfer any sum to the General Reserve.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Forward-looking statements:

Certain statements in this MD&A Report which are not historical facts constitute forward-looking statements or forward-looking information within the meaning of applicable laws ("forward-looking statements"). Forward-looking statements are based on certain assumptions and expectations of future events. The Company cannot guarantee that these assumptions and expectations are accurate or will be realized. The Company's actual results, performance or achievements could thus differ materially from those projected in any such forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent developments, information or events.

Ekam Leasing & Finance Co. Ltd. registered with RBI as a non banking financial company(non deposit accepting), professionally managed Company where customer-satisfaction is of paramount consideration and matters most above all others.