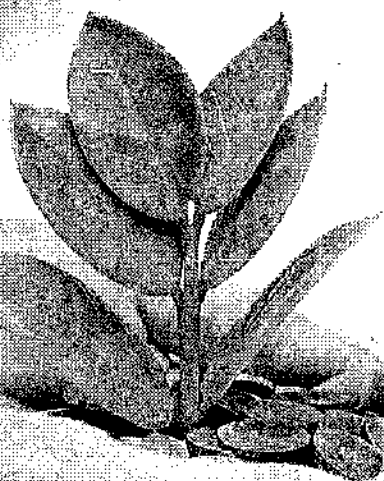


# **EKAM LEASING AND FINANCE CO. LIMITED**

## **23rd ANNUAL REPORT 2015-2016**



**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**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)  
Mr. Abhimanyu Raghuvanshi , 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

23 <sup>rd</sup> ANNUAL GENERAL MEETING	
Date	: 24 <sup>th</sup> September, 2016
Day	: Saturday
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

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**NOTICE**

Notice is hereby given that the **TWENTY THIRD ANNUAL GENERAL MEETING** of the members of **EKAM LEASING AND FINANCE CO. LIMITED** will be held on Saturday, the 24<sup>th</sup> September, 2016 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 31<sup>st</sup> March, 2016 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. Saurabh Jain (DIN:-02815972), 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 Companies(Audit and Auditors) Rules, 2014, 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-fourth AGM of the Company to be held in the year 2017 to examine and audit the accounts of the Company for the Financial year 2016-17, 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. RE-APPOINTMENT OF MR. RAKESH JAIN AS MANAGING 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 recommendation of the Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof), read with Schedule V to the Companies Act, 2013 and Articles of Association of the Company, approval of the members of the Company be and is hereby accorded to the re-appointment of **Mr. Rakesh Jain(DIN: 00061737)**, as Managing Director of the Company for a period of three years commencing from 15/12/2016 upto 14/12/2019 on the remuneration, terms and conditions as recommended by the nomination and remuneration committee and as set out in the explanatory statement annexed to the notice, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Mr. Rakesh Jain.

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**RESOLVED FURTHER THAT** the remuneration payable to **Mr. Rakesh Jain**, shall not exceed the overall ceiling of the total managerial remuneration as provided under Section 197 read with rule Schedule V of the Companies Act, 2013 or such other limits as may be prescribed from time to time.

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all such acts, deeds and things and execute all such documents, instruments and writings as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution."

**By order of the Board of Directors**  
**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

**Rakesh Jain**  
**Managing Director**  
**DIN.00061737**

Date: August 26, 2016  
Place-New Delhi

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**NOTES:**

1. The relevant Explanatory Statement and reasons in respect of proposed Special Business (es) pursuant to Section 102 of the Companies Act, 2013 are annexed hereto. The relevant details on required undue Regulations 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("SEBI LODR") of the person seeking reappointment under item 2 & 4 of the notice also annexed.
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 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 Sunday 18, 2016 to, Saturday 24, September, 2016 (both days inclusive) for the purpose of Annual General Meeting.
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. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
11. As a measure of austerity, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are therefore, requested to bring their copies of the Annual Report to the Meeting.
12. As per the provisions of Section 152 of the Companies Act, 2013 Mr. Saurabh Jain (DIN:-02815972), 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.

Brief resume pursuant to as per SEBI (Listing and disclosures requirement) 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.

13. Electronic copy of the Notice of the 23<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 23<sup>rd</sup> Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
14. Members may also note that the Notice of the 23<sup>rd</sup> Annual General Meeting and the Annual Report for 2015-2016 will also be available on the Company's website [www.ekamleasing.com](http://www.ekamleasing.com) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, free of cost. For any communication, the shareholders may also send requests to the Company's designated email id: [ekam.leasing1@gmail.com](mailto:ekam.leasing1@gmail.com), [info@ekamleasing.com](mailto:info@ekamleasing.com).
15. 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.
16. 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.
17. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and the Regulation 44.2 of Listing Obligation & Disclosure Requirement SEBI(LODR) 2015, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by NSDL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have the access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot Form are given at the back of the said form and instructions for e-voting are given here in below. Resolution(s) passed by Members through Ballot Forms or e-voting is / are deemed to have been passed as if they have been passed at the AGM.
18. A Route Map along with Prominent Landmark for easy location to reach the venue of Annual General Meeting is annexed with the notice of Annual General Meeting.
19. **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.
20. **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 23<sup>rd</sup> 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 23<sup>rd</sup> AGM:

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**EVEN (E-Voting Event Number)**  
**USER ID**  
**PASSWORD/PIN**

- (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](mailto:ekam.leasing1@gmail.com), [info@ekamleasing.com](mailto:info@ekamleasing.com) with a copy marked to [evoting@nsdl.co.in](mailto: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](http://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 21<sup>st</sup>, 2016 (09:00 am) and ends on Monday, the September 23<sup>rd</sup>, 2016 (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. Saturday 17<sup>th</sup> September, 2016, 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.

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

- 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, Saturday, 17<sup>th</sup> September, 2016 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. 17<sup>th</sup> September, 2016, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or [ekam.leasing1@gmail.com](mailto:ekam.leasing1@gmail.com), [info@ekamleasing.com](mailto: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. 17<sup>th</sup> September, 2016 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 at least 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 along with the Scrutinizer's Report shall be placed on the Company's website [www.ekamleasing.com](http://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 26, 2016

**RAKESH JAIN**  
**MANAGING DIRECTOR**  
**DIN: 00061737**



**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

---

**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**

**RE-APPOINTMENT OF MR. RAKESH JAIN AS A MANAGING DIRECTOR OF THE COMPANY**

**Mr. Rakesh Jain (DIN: 00061737)**, was appointed as Managing Director by the members to hold office up to December 14, 2016 and hence continuation of his employment as Managing Director requires the approval of members by way of an Ordinary resolution.

In terms of the Corporate Governance Guidelines of the Company and pursuant to the recommendation of the Board, Nomination and Remuneration Committee, the Board of Directors of the Company passed a resolution on August 26, 2016 approving re-appointment of **Mr. Rakesh Jain** as Managing Director of the Company for a further period of Three years with effect from December 15, 2016 to December 14, 2019. This is subject to the approval of the shareholders at this Annual General Meeting.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013. The details of remuneration payable to Mr. Rakesh Jain and the material terms and conditions of the re-appointment are as follows:

- a. Salary: On Honorary Basis
- b. Perquisites as detailed below :

- Reimbursement of Conveyance, travelling, telephonic expenses on actual basis for official purpose.
- Earned Leave/ privilege leave: Encashment will be permissible in accordance with the rules of the company.

The Board of Directors of the Company be and is hereby authorized to alter, vary the terms and conditions of the re-appointment and total emoluments payable to the Managing Director as stated above. None of the Directors other than Mr. Rakesh Jain is interested in this Resolution since it relates to his re-appointment and except Mrs. Mamta Jain being wife of Mr. Rakesh Jain is interested.

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

Place: New Delhi  
August 26, 2016

**RAKESH JAIN**  
**MANAGING DIRECTOR**  
**DIN: 00061737**

**EKAM LEASING AND FINANCE CO. LIMITED**  
**ANNUAL REPORT – 2015-16**

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

Particulars	Mr. Saurabh Jain	Mr. Rakesh Jain
Date of Birth	18/05/1980	21/08/1967
Date of Appointment	30/09/2014	15/12/2016
Qualifications	Chartered Accountant	Graduate
Expertise in specific functional areas	Wide experience in accounts and Finance	20 Years of Experience in Import & Export
Directorships held in other companies (excluding foreign companies)	<ul style="list-style-type: none"> <li>● M/s Spmc Global Advisory Services Private Limited</li> </ul>	<ul style="list-style-type: none"> <li>● M/s Rex overseas private limited</li> <li>● M/s S &amp; S balajee mercantile private limited</li> <li>● M/s Srimati trading co. Private limited</li> <li>● M/s Alsan securities private limited</li> <li>● M/s Pramuk energy private limited</li> <li>● M/s Jet air securities private limited</li> <li>● M/s Pro-rub processor private limited</li> </ul>
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	3,89,000