

EKAM LEASING AND FINANCE CO. LIMITED



**25th
ANNUAL REPORT
2017-18**



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CHAIRMAN CUM MANAGING DIRECTOR

Mr. Rakesh Jain

DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Mr. Prakash Goyal, Independent Director

Mrs. Mamta Jain, Woman Director

Mr. Saurabh Jain, Independent Director

Mr. Krishan Kumar Didwaniya, Chief Financial Officer (CFO)

Mr. Abhimanyu Raghuvanshi, Company Secretary and Compliance Officer (up to 16th April, 2018)

Ms. Komal, Company Secretary and Compliance Officer (w.e.f. 18th May, 2018)

STATUTORY AUDITORS :

M/s. Doogar & Associates

Chartered Accountants

13, Community Centre,

East of Kailash, New Delhi-110065

INTERNAL AUDITOR :

M/s. B. Rattan and Associates

Chartered Accountant

BANKERS :

State Bank of India,

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

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.

25th ANNUAL GENERAL MEETING	
Date	: 28 th September, 2018
Day	: Friday
Time	: 11.00 A.M.
Place	: Madhu Farm House, Jain Colony, Near Balaji Properties, Thane Vala Road, Bhalswa Dairy, Delhi-110042

NOTICE

Notice is hereby given that the **Twenty Fifth Annual General Meeting** of the members of **Ekam Leasing And Finance Co. Limited** will be held on Friday, the 28th September, 2018 at Madhu Farm House, Jain Colony Near Balaji Properties, Thane Vala Road, Bhalswa Dairy, Delhi-110042 at 11.00 A.M. to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt :-
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

2. APPOINTMENT OF DIRECTOR IN PLACE OF RETIRING DIRECTOR

To appoint a Director in place of **Mrs. Mamta Jain (DIN: 05274582)**, who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS**3. APPROVAL FOR SERVICE OF DOCUMENTS PURSUANT TO SECTION 20 OF THE COMPANIES ACT, 2013**

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 20 (2) and all other applicable provisions of the Companies Act, 2013 read with the Rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), whereby, a document may be served to any member by the Company by registered post, by speed post, by courier, by electronic mode, or any other modes as may be prescribed, consent of the members be and is hereby accorded to the Board of Directors to charge/recover from the member such fees equivalent to actual expenses of delivery of the documents delivered through registered post or speed post or by courier service or such other mode of delivery of documents pursuant to any request by the shareholder for delivery of documents, through a particular mode of service mentioned above.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be necessary, proper or desirable to give effect to this resolution”.

Registered Office:

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

Corporate Identity Number: L74899DL1993PLC055697

Tel: 011-23528015,

Email : ekam.leasing1@gmail.com, info@ekamleasing.com

Website: www.ekamleasing.com

By order of the Board of Directors
Ekam Leasing & Finance Co. Limited

Rakesh Jain
Managing Director
DIN.00061737

Date: August 28, 2018

Place: New Delhi

NOTES:

1. **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.**
2. **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.**
3. The relevant Explanatory Statement and reasons in respect of proposed Business(es) pursuant to Section 102 of the Companies Act, 2013 are annexed hereto.
4. The Proxy in prescribed Form MGT-11 is enclosed herewith. Proxy shall not have right to speak at the Meeting and shall not be entitled to vote except on a poll.
5. 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.
6. 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.
7. 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 (9:00 am to 6:00 pm) on all working days except Sundays (including Public Holidays) up to the date of the Annual General Meeting.
8. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 21 September, 2018 to Friday 28, September, 2018 (both days inclusive) for the purpose of Annual General Meeting.
9. 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 – 110055, 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.
10. Members/Proxies are requested to bring the Attendance Slip(s) duly filled in.
11. The Notice of the AGM along with the Annual Report 2017-18 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.

12. 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.
13. Electronic copy of the Notice of the 25th 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 Participants(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 25th 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 25th Annual General Meeting and the Annual Report for 2017-2018 will also be available on the Company's website 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, info@ekamleasing.com.
15. In compliance with the provisions of Section 108 of the Companies Act, 2013 and the Rules framed thereunder and the Regulation 44.2 of SEBI (Listing Obligation & Disclosure Requirements) Regulations 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.
16. 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.
17. 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.
18. As per the provision of Section 152 of the Companies Act, 2013, the Company has received declarations from all the Independent Director stating that they meet with the criteria of Independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013.

Mr. Rakesh Jain, Managing Director being executive director (whole time director) is not liable to retire by rotation. Further Mr. Prakash Goyal, Mr. Saurabh Jain being Independent director are not liable to retire by rotation and Mrs. Mamta Jain (DIN: 05274582), non executive director of the Company who retires by rotation and being eligible, offers herself for re-appointment.

Brief resume pursuant to the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015 the director proposed to be appointed/re-appointed at the annual general meeting nature of their expertise, specific functional areas and name of companies in which they hold directorship are given in the explanatory statement.

19. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Permanent Account Number (PAN) and Bank account details by every participant in securities market. Members holding shares in electronic form are therefore, requested to submit the PAN to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN and Bank account details to RTA i.e M/s.Alankit Assignments Limited. As per Regulation 40(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 submission of a copy of PAN card of the transferor and transferee is mandatory for transfer of shares held in physical form.

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 25th 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 25th AGM:

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 kksandassociates@gmail.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 Tuesday, the September 25, 2018 (09:00 am) and ends on Thursday, the September 27, 2018 (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. Friday 21st September, 2018, 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, Friday, 21st September, 2018 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 **21st September, 2018**, 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. 21st September, 2018 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) 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** 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**

**Rakesh Jain
Managing Director
DIN: 00061737**

Date: August 28, 2018

Place: New Delhi

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. 3 of the accompanying Notice:

Item No 3

This is to inform to the members that pursuant to Section 20 of the Companies Act, 2013 and applicable provisions of the said Act, the company is required to serve a document to any member by sending it by Post or by Registered post or by Speed post or by Courier or by delivering at his office or address or by such electronic or other mode as may be prescribed by him from time to time.

It is further informed that a member can request for delivery of any document to him through a particular mode for which he shall pay such fees as may be determined by the company in its Annual General Meeting. Therefore, to enable the members to avail of this facility, it is necessary for the Company to determine the fees to be charged for delivery of a document in a particular mode, as mentioned in the resolution. Since the Companies Act, 2013 requires the fees to be determined in the Annual General Meeting.

None of the Directors and/or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No.3 of the accompanying Notice.

Your Directors, accordingly, recommend this Ordinary Resolution at item no. 3 of the accompanying notice, for the approval of the members of the Company.

**By order of the Board of Directors of
Ekam Leasing & Finance Co. Limited**

Rakesh Jain
Managing Director
DIN: 00061737

Date: August 28, 2018

Place: New Delhi