

CREATING QUALITY, WINNING TRUST



28th | Annual Report
2020-2021

EMMSONS INTERNATIONAL LIMITED

CHAIRMAN'S MESSAGE



Mr. Anil Kumar Monga, Chairman & Managing Director

Dear Fellow Shareholders,

It is a pleasure to connect with you all, once again virtually in view of ongoing pandemic. On behalf of Emmsons Group Board of Directors, I thank you and welcome you all for joining to the 28th Annual General Meeting of the company.

I trust your family and you are keeping well in the midst of unprecedented pandemic COVID-19. No doubt, Completion of 28 years in the life of a company is usually a time for celebrations, but The Government and industries are fighting to revive and rebuild the economy in the challenging situations. Your company is also taking steps to come out from this stress, yet the progress has been slower than expected.

I wish to thank my colleagues on the Board and team of Emmsons Group for responding positively to an unprecedented challenge and most of all, I thank our shareholders for the confidence and faith reposed by them in the Board and the Management team, which has in my view geared up to take on more challenges. I can say with confidence the Company will improve its performance further in the coming years. This is however only possible through tireless efforts; dedication and commitment of our team who have helped us reach where we are now and look forward to their continued commitment in the journey forward.

Thank you for your time.
Regards

Sd/-
Anil Kumar Monga
Chairman & Managing Director

CONTENTS

Overview

Corporate Information	2
Notice of the Meeting	3
Directors' Report	13
Management Discussion & Analysis Report	32
Corporate Governance Report	34
Certificate on Corporate Governance	51
Certificate on non disqualification of Directors	52
CEO/CFO Certification	53

Standalone Financial Statements

Auditors' Report	54
Balance Sheet	64
Statement of Profit & Loss	65
Cash Flow Statement	66
Notes to Financial Statement	67

Consolidated Financial Statements

Auditors' Report	94
Balance Sheet	103
Statement of Profit & Loss	104
Cash Flow Statement	105
Notes to Financial Statement	106
Statement Pursuant to Section 129 of the Companies Act, 2013 read with rule 5 of Companies(Accounts) Rules, 2014.	136

PRESENT CORPORATE INFORMATION

THE BOARD :-**ANIL KUMAR MONGA**

Chairman & Managing Director

RAJESH MONGA

Whole Time Director

BHUPINDER SINGH

Non-Executive Director

SONI BENYDIN JAIPRAKASH

Non-Executive Director

RAHUL CHOPRA

Non-Executive Director

COMPANY SECRETARY**PRASHANT PRATAP SINGH**

(From 15-10-2020)

CFO**BHALENDRA PAL SINGH****AUDITOR(S)****A N S K & Associates**

(Formerly known as Akhil Mittal & Co.)

Office: 612-A, Pearls Best Heights-1

Netaji Subhash Place, Pitampura

Delhi – 110034

(Resigned on 09.09.2020)

B .B. Chaudhry & Co.

Z-8, Hauz Khas, New Delhi – 110016

REGISTERED & ADMIN OFFICE

Flat No. 301, Plot No. 12, Zamrudpur, Community Centre,

Kailash Colony, New Delhi-110048

Tel: 011-29247721-25

SHARE REGISTRAR AGENT**Link Intime India Private Limited**

Noble Heights, 1st Floor, Plot NH 2,

C-1 Block LSC, Near Savitri Market,

Janakpuri, New Delhi-110058

CIN, WEBSITE ADDRESS AND EMAIL

L74899DL1993PLC053060

www.emmsons.com

bhalendra.singh@emmsons.com

PRINCIPAL BANKERS

Oriental Bank of Commerce

Allahabad Bank

Indian Overseas Bank

Bank of Baroda

NOTICE

NOTICE is hereby given that 28th Annual General Meeting of M/s Emmsons International Limited will be held on Wednesday 16th March, 2022 at 04:00 P.M. through Video Conferencing/Other Audio Visual Means (VC/OAVM), to transact the following businesses:

ORDINARY BUSINESS:

1. **To receive, consider and adopt:**
 - a) the audited financial statement of the Company for the financial year ended March 31, 2021 along with the report of Board of Directors and Auditor's thereon and
 - (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2021.
2. **To appoint a Director in place of Mr. Rajesh Monga (DIN: 00249642), who retires by rotation and being eligible offers himself for re-appointment.**
3. **Appointment of Statutory Auditors:**

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 139,141,142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit & Auditors) Rules, 2014 including any statutory modification(s) or re-enactment(s) thereof for the time being in force, M/s B.B. Chaudhary & co., Chartered Accountant (FRN: 001784N) be and is hereby re-appointed as the Statutory Auditor of the Company for a term of five years commencing from the conclusion of 28th Annual General Meeting till the conclusion of 32nd Annual General Meeting to be held in the year 2026 on such remuneration plus taxes as applicable, out of pocket expenses etc. as may be mutually agreed upon by the Board of Directors and the Auditors.

RESOLVED FURTHER THAT the Chairman & Managing Director ,Whole Time director, Chief Financial Officer or the Company Secretary of the Company be and are hereby authorized to do all such acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

NOTES:

1. In view of the outbreak of the Covid 19 pandemic, social distancing norms to be followed and the continuing restriction on movement of the person at several places in the country and pursuant to the general Circular dated January 13, 2021 read with Circulars dated May 5, 2020, April 8, 2020 and April 13, 2020 is by the Ministry of Corporate Affairs (“MCA Circulars”) and SEBI Circular dated May 12, 2020 and in compliance with the provisions of the Act and the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 [“SEBI(LODR) Regulations”], the 28th Annual General Meeting of the Company is being conducted through VC/OAVM facility, without physical presence of the members at a common venue. The deemed venue of the 28th AGM shall be the Registered Office of the Company.
2. In terms of the MCA circulars, physical attendance of the members at the AGM and appointment of proxies has been dispensed with. Accordingly the attendance slip, Proxy Form and Route Map are not annexed to this notice. However in pursuance of Section 112 and 113 of the Act, representatives of the corporate members may be appointed for the purpose of casting vote through remote e-voting prior to the AGM, participation in the AGM through VC/OAVM facility and for electronic voting during the AGM.
3. Attendance of the members participating in the AGM through VC/OAVM facility shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
4. In line with the MCA circulars and SEBI Circulars referred above, the notice of the 28th AGM along with annual report is being sent by e-mail to all the members, whose email IDs are registered with the Company. The said documents are available on the website of the Company at www.emmsons.com and on the website of the BSE Limited at www.bseindia.com and also on the website of the Link Intime India Private Limited (“LIILPL”) at www.linkintime.co.in.

The Company has published advertisements in newspaper to encourage shareholders, holding shares in physical and electronic form, to register/update their email ids for receiving the Annual Report of the Company for the financial year 2020-21.

Those shareholders who have still not been able to update their email IDs, may follow the process for registration of email IDs and procuring User IDs and Password for e-voting, on the resolution set out in the notice:-

- In case shares are held in demat mode, please sent an email to enotices@linkintime.co.in quoting DP Client Id (16 digit DP Id+ Client ID or 16 digits beneficiary ID), Name of the holder(s), scanned copy of client master list/demat account statement, PAN Card and Aadhar Card.
 - In case of shares are held in Physical mode, please sent an email to enotices@linkintime.co.in quoting Folio No., Name, scanned copy of share certificate (Front & Back), PAN card, Aadhar card.
5. All the members of the Company are encouraged to attend the AGM and vote on the items to be transacted at the AGM. Corporate Members are requested to send a certified true copy of the Board Resolution/authorization letter through email at bhalendra.singh@emmsons.com.
 6. Pursuant to the Companies (Amendment) Act, 2017 effective from May 07, 2018, the requirement of seeking ratification of the members for the appointment of the Statutory Auditors has been

withdrawn from the statute. In view of the foregoing amendment, ratification by the members for the continuance of their appointment is not being sought at this AGM.

7. The Company has fixed Wednesday, March 9, 2022 as the cut-off date for determining the eligibility to vote in respect of items of business to be transacted at 28th AGM.

Any person who acquires the shares of the Company and becomes the member of the Company after sending of the notice and is holding shares as on cut-off date, may obtain login ID and password by sending a request at enotices@linkintime.co.in. However if he/she is already registered with linkintime for remote e voting, then he/she can use his/her existing user ID and password for casting the vote. Any shareholders who dispose off his/her shareholding such that he/she is not a member as on the cut-off date should treat this notice for information purpose only.

8. CS Saurabh Agrawal (FCS:5430) from Saurabh Agrawal & Co., Company Secretaries) has been appointed as the Scrutinizer to scrutinize the votes cast by the shareholders in respect of the items of business to be transacted at the 28th AGM, in a fair and transparent manner.
9. In compliance with the provisions of MCA Circulars and SEBI Circulars referred above, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by the ICSI, the Company is offering e-voting facility to the shareholders to enable them to cast their votes electronically on the items mentioned in the notice. Those shareholders, who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting systems during the AGM.

LIPL will be providing facility for remote e-voting, participation in the 28th AGM through VC/OAVM and voting during the 28th AGM through electronic system. The remote e-voting period begins from **Sunday, March 13, 2022 at 09:00 a.m (IST) and ends on Tuesday, March 15, 2022 at 05:00 P.M (IST)**. The remote e-voting module shall be disabled by LIPL for voting thereafter.

Members may join the 28th AGM through VC/OAVM which shall be kept open for the members on Wednesday, March 16, 2022 from 3:45 p.m. IST i.e. 15 minutes before the scheduled start time and the Company may close the window for joining the VC/OAVM facility 30 minutes after the scheduled start time i.e. by 4:30 p.m. on date of AGM.

Please refer detailed instructions for remote e-voting, attending the AGM through VC/OAVM and electronic voting during the AGM, annexed to this notice.

In addition to the normal instructions which are provided for e-voting, following Additional points to be included:

Instructions for shareholders/Members to attend the Annual General Meeting through InstaMeet.

Instructions for shareholders/Members to attend the Annual General Meeting through InstaMeet (VC/OAVM) are as under:

- 1) Shareholders/Members are entitled to attend the Annual General Meeting through VC/OAVM provided by Link Intime by following the below mentioned process. Facility for joining the

Annual General Meeting through VC/OAVM shall open 15 minutes before the time scheduled for the Annual General Meeting and will be available to the Members on first come first serve basis. Shareholders/Members are requested to participate on first come first serve basis as participation through VC/OAVM is limited and will be closed on expiry of 15 (fifteen) minutes from the scheduled time of the Annual General Meeting. Shareholders/Members with >2% shareholding, Promoters, Institutional Investors, Directors, KMPs, Chair Persons of Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Auditors etc. may be allowed to the meeting without restrictions of first-come-first serve basis. Members can log in and join 15 (fifteen) minutes prior to the schedule time of the meeting and window for joining shall be kept open till the expiry of 15 (fifteen) minutes after the schedule time. Participation is restricted upto 1000 members only. Shareholders/ Members will be provided with InstaMeet facility wherein Shareholders/ Member shall register their details and attend the Annual General Meeting as under:

1. Open the internet browser and launch the URL for InstaMeet <<https://instameet.linkintime.co.in>> and register with your following details:
 - a. DP ID / Client ID or Beneficiary ID or Folio No.: Enter your 16 digit DP ID / Client ID or Beneficiary ID or Folio Number registered with the Company;
 - b. PAN: Enter your 10 digit Permanent Account Number (PAN);
 - c. Mobile No.;
 - d. Email ID
2. Click “Go to Meeting”

Note:

Shareholders/ Members are encouraged to join the Meeting through Tablets/ Laptops connected through broadband for better experience.

Shareholders/ Members are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Please note that Shareholders/Members connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - Tel: (022-49186175).

Instructions for Shareholders/Members to register themselves as Speakers during Annual General Meeting:

Shareholders/ Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number , email id, mobile number at (bhalendra.singh@emmsons.com) from March 11, 2022 at 10.00 a.m. to March 12, 2022 at 10.00 a.m.

The Speakers on first come basis will only be allowed to express their views/ask questions during the meeting.

Shareholders/ Members, who would like to ask questions, may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at (bhalendra.singh@emmsons.com). The same will be replied by the company suitably.

Note: Those shareholders/members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

The Company reserves the right to restrict the number of speakers depending on the availability of time for the Annual General Meeting. Shareholders/ Members should allow to use camera and are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the meeting.

Instructions for Shareholders/Members to Vote during the Annual General Meeting through InstaMeet:

Once the electronic voting is activated by the scrutiniser during the meeting, shareholders/members who have not exercised their vote through the remote e-voting can cast the vote as under:

1. On the Shareholders VC page, click on the link for e-Voting “Cast your vote”.
2. Enter Demat Account No. / Folio No. and OTP (received on the registered mobile number/ registered email Id) received during registration for InstaMeet and click on ‘Submit’.
3. After successful login, you will see “Resolution Description” and against the same the option “Favour/ Against” for voting.
4. Cast your vote by selecting appropriate option i.e. “Favour/Against” as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/ Against’.
5. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “Save”. A confirmation box will be displayed. If you wish to confirm your vote, click on “Confirm”, else to change your vote, click on “Back” and accordingly modify your vote.
6. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders/ Members, who will be present in the Annual General Meeting through InstaMeet facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting.

Shareholders/ Members who have voted through Remote e-Voting prior to the Annual General Meeting will be eligible to attend/participate in the Annual General Meeting through InstaMeet. However, they will not be eligible to vote again during the meeting.

In case the shareholders/members have any queries or issues regarding e-voting, you can write an email to instameet@linkintime.co.in or Call us: - Tel: (022- 49186175).

THE INSTRUCTION FOR SHAREHOLDERS FOR REMOTE E-VOTING ARE AS UNDER:**Remote e-Voting Instructions for shareholders:**

1. Open the internet browser and launch the URL: [https:// instavote.linkintime.co.in](https://instavote.linkintime.co.in) Those who are first time users of LIPL e-voting platform or holding shares in physical mode have to mandatorily generate their own Password, as under:
 - Click on “Sign Up” under ‘SHARE HOLDER’ tab and register with your following details: -
 - A. **ID:** Enter your User ID
 - Shareholders/ members holding shares in CDSL demat account shall provide 16 Digit Beneficiary ID;
 - Shareholders/ members holding shares in NSDL demat account shall provide Character DP ID followed by 8 Digit Client ID;
 - Shareholders/ members holding shares in physical form shall provide Event No + Folio Number registered with the Company;
 - B. **PAN:** Enter your 10-digit Permanent Account Number (PAN) (Members who have not updated their PAN with the Depository Participant (DP) / Company shall use the sequence number provided to you, if applicable.
 - C. **DOB/DOI:** Enter the Date of Birth (DOB) / Date of Incorporation (DOI) (As recorded with your DP / Company - in DD/MM/YYYY format);
 - D. **Bank Account Number:** Enter your Bank Account Number (last four digits), as recorded with your DP/Company.
 - Shareholders/ members holding shares in **CDSL demat account shall provide either ‘C’ or ‘D’, above**
 - Shareholders/ members holding shares in **NSDL demat account shall provide ‘D’, above**
 - Shareholders/ members holding shares in **physical form** but have not recorded ‘C’ and ‘D’, shall provide their Folio number in ‘D’ above.
 - Set the password of your choice (The password should contain minimum 8 characters, at least one special Character (@!#\$%&*), at least one numeral, at least one alphabet and at least one capital letter).
 - Click “confirm” (Your password is now generated).
- NOTE:** If Shareholders/ members are holding shares in demat form and have registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier event of any company then they can use their existing password to login.
2. Click on ‘Login’ under ‘SHARE HOLDER’ tab.
3. Enter your User ID, Password and Image Verification (CAPTCHA) Code and click on ‘Submit’.