

THIRTY SIXTH ANNUAL REPORT

2018 - 19

EMERGENT GLOBAL EDU AND SERVICES LIMITED

(Formerly Emergent Energy and Services Limited)

CIN L80902DL1983PLC209722

Regd. Office: 8-B, 'Sagar', 6, Tilak Marg, New Delhi – 110 001;

Phones: (91) (11) 2378 2022, 2338 2592 ; Fax: (91) (11) 2378 2806, 23381914 ;

Email: sotl@soanigroup.com; website:www.eesl.in

BOARD OF DIRECTORS

- Mr. Tarun Somani (Chairman)
- Mr. Rakesh Chandra Khanduri
- Mr. Rakesh Suri
- Mrs. Shobha Sahni

REGISTERED OFFICE

- 8B, 'Sagar'6, Tilak Marg
New Delhi – 110 001, India

BANKERS

- Canara Bank

AUDITORS

- Rajendra K. Goel & Co.
(Chartered Accountants)
New Delhi

SECRETARIAL AUDITORS

- Kumar Wadhwa & Co.
(Company Secretaries),
New Delhi

• **SHARE TRANSFER AGENT**

- RCMC Share Registry Private Limited
25/1, Okhla Industrial Area,
New Delhi

• **CHIEF EXECUTIVE OFFICER**

Mr.Vipin Yadav

• **CHIEF FINANCIAL OFFICER**

- Mr.Nitin Kumar

• **COMPANY SECRETARY AND
LAW OFFICER**

- Mrs.Sabina Nagpal

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NOTICE

Notice is hereby given that the 36th Annual General Meeting of the members of Emergent Global Edu and Services Limited will be held on Monday, 30th September, 2019 at 10:30 A.M at GH Arbitration Centre, A-8, Pamposh Enclave, Greater Kailash, Part- 1, New Delhi-110048 to transact the following business:

I. ORDINARY BUSINESS:

1. To receive, consider and adopt :
 - i. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date together with reports of Directors and Statutory Auditors thereon.
 - ii. The Consolidated Audited Financial Statements of the Company for the Financial Year ended 31st March, 2019 including the Audited Balance Sheet as at March 31, 2019 and the Statement of Profit and Loss for the year ended on that date together with reports of the Statutory Auditors thereon.
2. To appoint a Director in place of Mr.Tarun Kumar Somani, (DIN 00011233) who retires by rotation and being eligible offers himself for re-appointment.

By and on behalf of Board of Directors
For EMERGENT GLOBAL EDU AND SERVICES LIMITED

Date: 30.5.2019
Place: New Delhi

(Sabina Nagpal)
Company Secretary and Law Officer

Notes

- a. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy/ proxies to attend and vote instead of himself/herself. Such a proxy/ proxies need not be a member of the company. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.
- b. Pursuant to Section 91 of the Companies Act 2013, the Register of Members and the Share Transfer books of the Company will be closed from Tuesday, 24th September, 2019 to Monday, 30th September, 2019 (both days inclusive) for the purpose of the Annual General Meeting.
- c. Corporate members intending to send their authorized 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.
- d. In case of Joint holders attending the Meeting, only such Joint Holder who is higher in the order of names will be entitled to vote.

- e. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) 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 details to the Company/RTA.
- f. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment at the Annual General Meeting, forms integral part of the notice. The Directors have furnished the requisite declarations for their appointment/re-appointment.
- g. Electronic copy of the notice of the 36th Annual General Meeting of the Company, notice of e-voting 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 copy of the notice of the 36th Annual General Meeting of the Company, notice of e-voting inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 23rd September, 2019.
- h. The Board has appointed Mr. Naveen Gupta, of M/s Naveen Gupta & Associates, Company Secretaries, New Delhi (CP No. 2795) as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- i. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than forty eight hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.eesl.in and on the website of NSDL. The results shall also be immediately forwarded to the Bombay Stock Exchange Limited, Mumbai.
- j. Members may note that the Notice of the 36th Annual General Meeting and the Annual Report for Financial Year ended March 31, 2019 will also be available on the Company's website www.eesl.in. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to Company's investor email id: soti@somanigroup.com.
- k. The notice of AGM is being sent to those members whose names appear in the register of members as on Friday, the 30th August, 2019. The route map of the venue is attached.
- l. VOTING THROUGH ELECTRONIC MEANS: i) Members can exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. The facility of casting votes by members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

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- ii) The remote e-voting will commence on Friday, 27th September, 2019 at 9:00 AM and end on Sunday, 29th September, 2019 at 5:00 PM. During this period, the Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. 23rd September, 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Once the vote on the resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.
- iii) Facility for voting through ballot paper shall also be available at the AGM. 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 papers. There shall be no voting by show of hands at the AGM.
- iv). Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- m. All documents referred to in the accompanying Notice and the Explanatory Statement shall be 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 Saturday, up to and including the date of the Annual General Meeting of the Company.

By and on behalf of Board of Directors
For EMERGENT GLOBAL EDU AND SERVICES LIMITED

Date: 30.5.2019
Place: New Delhi

(Sabina Nagpal)
Company Secretary and Law Officer

Annexure to the Notice :

Details of the Directors seeking appointment/re-appointment in the forthcoming Annual General Meeting

Mr. Tarun Kumar Somani

Mr. Tarun Kumar Somani, DIN (00011233) has done his Masters in Commerce from Kanpur University and has cumulative experience of over 38 years in various industries such as Steel, Power, Engineering & Technology, Oil & Energy and in Education. He has been instrumental in setting up various Joint Ventures with big foreign Companies in Germany, Switzerland and Australia. He has been associated with the Company since 31st March, 2010.

He is the Promoter of the Company and holds 92750 equity shares in the Company.

His current directorship in other companies is as under:

- INDO GERMAN INTERNATIONAL PRIVATE LIMITED
- SOMANI HOUSING PRIVATE LIMITED
- MECHEL SOMANI CARBON PRIVATE LIMITED
- NORTHERN EXIM PRIVATE LIMITED
- SOMANI KUTTNER INDIA PRIVATE LIMITED
- INDOIT REAL ESTATES LIMITED

The Board feels that presence of Mr. Tarun Kumar Somani on the Board would be beneficial to the Company.

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EMERGENT GLOBAL EDU AND SERVICES LIMITED

(formerly Emergent Energy and Services Limited)

CIN L80902DL1983PLC209722

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Form No. MGT-11

Proxy form

[Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2015]

CIN: L80902DL1983PLC209722

Name of the Company: **EMERGENT GLOBAL EDU AND SERVICES LIMITED (formerly Emergent Energy and Services Limited)**

Registered office: 8B, SAGAR APARTMENTS, 6, TILAK MARG, NEW DELHI-110001

Name of Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id:

DP ID :

I/We, being the member (s) of shares of the above named Company, hereby appoint

1. Name :

Address :

E-mail Id :

Signature :

or failing him

2. Name :

Address :

E-mail Id :

Signature :

or failing him

3. Name :

Address :

E-mail Id :

Signature :

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 36th Annual General Meeting of the Company, to be held on Monday, the 30th day of September, 2019 at 10:30 A.M. at GH Arbitration Centre, A-8, Pamposh Enclave, Greater Kailash, Part –I, New Delhi-110048 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	RESOLUTIONS	Optional	
Ordinary Business		For	Against
1.	1. Ordinary Resolution for adoption of : i. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March,		

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	2019 together with reports of the Directors and Auditors thereon.		
	ii. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2019 together with reports of the Auditors thereon.		
2.	Ordinary Resolution to appoint Mr.Tarun Somani who retires by rotation and being eligible offers himself for re-appointment.		

Signed this..... day of..... 2019

Signature of shareholder

Signature of Proxy holder(s)

Affix Revenue
Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Attendance Slip

(To be presented at the entrance)

**36th Annual General Meeting on Monday, 30th September, 2019 at 10:30 A.M. at GH Arbitration Centre, A-8,
Pamposh Enclave, Greater Kailash, Part-I, New Delhi-110048**

Folio No.

DP ID No.

Client ID No.

Name of the Member:

Signature:

Name of the Proxy holder:

Signature:

I hereby record my presence at the 36th Annual General Meeting of the Company held on Monday, 30th September, 2019 at 10:30 A.M. at GH Arbitration Centre, A-8, Pamposh Enclave, Greater Kailash, Part-I, New Delhi-110048.

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****