

THIRTY THIRD ANNUAL REPORT

2015-16

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 ; Fax: (91) (11) 2378 2806, ;

Email: sotl@somanigroup.com; Website: www.eesl.in

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Phones: (91) (11) 2378 2022 ; Fax: (91) (11) 2378 2806, ;
Email: sotl@soanigroup.com; Website: www.eesl.in

BOARD OF DIRECTORS - MR.TARUN SOMANI-CHAIRMAN

MR.R.C.KHANDURI

MRS.SHOBHA SAHNI

MR.RAKESH SURI

AUDITORS - RAJENDRA K. GOEL & CO.
CHARTERED ACCOUNTANTS
NEW DELHI

BANKERS - CANARA BANK

REGISTERED - 8B, 'SAGAR'
OFFICE 6, TILAK MARG
NEW DELHI – 110 001
(INDIA)

EMERGENT GLOBAL EDU AND SERVICES LIMITED

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

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NOTICE

Notice is hereby given that the 33rd Annual General Meeting of the members of Emergent Global Edu and Services Limited will be held on Friday, 30th September, 2016 at 10:30 A.M at 'Eminent', C-56, Neeti Bagh, New Delhi-110049 to transact the following business:

I. ORDINARY BUSINESS:

1. To receive, consider and adopt :
 - a. the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with reports of the Directors and Auditors thereon.
 - b. the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2016 together with reports of the 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.
3. To ratify the appointment of Statutory Auditor and to authorize the Board of Directors to fix their remuneration and for that matter 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, 142 and other applicable provisions of the Companies Act, 2013 and the Rules made there under, the appointment of M/s Rajendra K. Goel & Co, Chartered Accountants, New Delhi, (Registration No.: FRN No.-1457N), who were appointed as Statutory Auditors of the Company for 3 years in the 31st Annual General Meeting, be and is hereby ratified by the members from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting at a remuneration as may be determined by the Board of Directors of the Company."

II. SPECIAL BUSINESS:

4. **To consider and, if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:**

"RESOLVED THAT pursuant to provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification (s) or the re-enactment thereof, for the time being in force), Mr. Rakesh Suri (holding DIN 00155648) who was appointed as an Additional Director of the Company with effect from 20th February, 2016, and who holds the office up to the date of this Annual general Meeting of the Company in terms of Section 161 of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of Act from a Member proposing his candidature for the office of Director and who

has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, be and is hereby appointed as an Independent Director of the Company to hold office for 5 (five) consecutive years up to September 30, 2021."

5. To consider and, if thought fit, to pass with or without modifications the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Sections 149 and 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the Rules made thereunder (including any statutory modification (s) or the re-enactment thereof, for the time being in force), Ms. Shobha Sahni (holding DIN 07478373) who was appointed as an Additional Director of the Company with effect from 30th March, 2016, and who holds the office up to the date of this Annual General Meeting of the Company in terms of Section 161 of the Act and being eligible for appointment has consented to act as a Director of the company and in respect of whom the Company has received a notice in writing under Section 160 of Act from a Member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company and who will be liable to be retire by rotation as per provisions of the Act."

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

Date: 31ST August, 2016
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. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, with respect to item No.4 and 5 which sets out details relating to Special Business at the Meeting is annexed hereto and forms part of this notice.
- c. 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 Friday, 23rd September, 2016 to Friday, 30th September, 2016 (both days inclusive) for the Purpose of the Annual General Meeting.
- d. 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.
- e. 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.
- f. 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.

- g. 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.
- h. Electronic copy of the notice of the 33rd 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 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 copy of the notice of the 33rd 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.
- i. The Board has appointed Mr. P.C. Jain, of M/S P.C. Jain & Co., Company Secretaries, Faridabad (CP No. 3349) as Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- j. 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 three days 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.
- k. Members may note that the Notice of the 33rd Annual General Meeting and the Annual Report for 2016 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: sotl@soanigroup.com.
- l. 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: 31ST August, 2016
PLACE: New Delhi

Sabina Nagpal
Company Secretary and Law Officer

Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 ("ACT")

The following Statement set out all material facts relating to Item Nos. 4 and 5 mentioned in the accompanying Notice.

ITEM NO.4

The Board, at its meeting held on 20th February, 2016, appointed Mr. Rakesh Suri (DIN 00155648) as an Additional Director of the Company with effect from 20th February, 2016.

Pursuant to the provisions of Section 161 of the Act, being an Additional Director, Mr. Rakesh Suri will hold office up to the date of the ensuing Annual General Meeting ("AGM") and is eligible to be appointed a Director of the Company. The Company has received notice in writing under Section 160 of the Act from a member along with the requisite deposit of 1,00,000/- proposing the candidature of Mr. Rakesh Suri for the office of Director.

The resolution seeks the approval of the members in terms of Section 149 and other applicable provisions of the Act, read with Schedule IV of the Act and the Rules made there under, for appointment of Mr. Rakesh Suri as an Independent Director of the Company for a period five years i.e. upto September 30,2021. Mr. Rakesh Suri is not liable to retire by rotation.

The profile and specific areas of expertise of Mr. Rakesh Suri is provided in annexure to this notice.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Mr. Rakesh Suri, to whom the resolution relates, is concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

The Board recommends the resolution set forth in Item No. 4 for the approval of the Members.

ITEM NO.5

The Board, at its meeting held on 30th March, 2016, appointed Ms. Shobha Sahni (DIN 07478373) as an Additional Director of the Company, with effect from 30th March, 2016.

Pursuant to the provisions of Section 161 of the Act, being an Additional Director, Ms. Shobha Sahni will hold office up to the date of the ensuing Annual General Meeting ("AGM") and is eligible to be appointed a Director of the Company. The Company has received notice in writing under Section 160 of the Act from a member along with the requisite deposit of 1,00,000/- proposing the candidature of Ms. Shobha Sahni for the office of Director.

The resolution seeks the approval of the members in terms of Section 152 and other applicable provisions of the Act, read and the Rules made there under, for appointment of Ms. Shobha Sahni as a Director of the Company. Ms. Shobha Sahni is a Director liable to retire by rotation.

The profile and specific areas of expertise of Ms. Shobha Sahni is provided in annexure to this notice.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives, except Ms. Shobha Sahni, to whom the resolution relates, is concerned or interested in the Resolution mentioned at Item No. 5 of the Notice.

The Board recommends the resolution set forth in Item No. 5 for the approval of the Members

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

DATE: 31ST August, 2016
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 35 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 March 31, 2010.

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

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

Mr. Rakesh Suri

Mr. Rakesh Suri (DIN 00155648) has vast experience in industrial matters and he is renowned industrialist based at Kanpur. He was appointed as an Additional Director of the Company by the Board of Directors in accordance with the provisions of the Section 161 of the Companies Act, 2013 on February 20, 2016.

Mr. Rakesh Suri does not hold any shares in the Company and is not related to any Director of the Company

The Board feels that presence of Mr. Rakesh Suri on the Board would be beneficial to the Company.

Ms. Shobha Sahni

Ms. Shobha Sahni (holding DIN 07478373) is a graduate and has vast experience in the matters relating to administration and human resource development. She has served the various Companies across India. She was appointed as an Additional Director of the Company by the Board of Directors in accordance with the provisions of the Section 161 of the Companies Act, 2013 on March 30, 2016.

Ms. Shobha Sahni does not hold any shares in the Company and is not related to any Director of the Company.

The Board feels that presence of Ms. Shobha Sahni on the Board would be beneficial to the Company.

DIRECTORS' REPORT

To,
The Members,
Emergent Global Edu and Services Limited

1. INTRODUCTION

The Directors have pleasure in presenting their 33rd Annual Report on the Business and Operations along with the Audited Financial Statements of the Company for the Financial Year ended March 31st, 2016.

2. FINANCIAL RESULTS

The Financial Results for the period are summarized below:

(Amount in Rs.)

<u>S.NO.</u>	<u>PARTICULARS</u>	<u>2015 - 2016</u>	<u>2014 - 2015</u>
1	Sales and other Income	9541184	10263842
2	Expenditure	5534981	8753081
3	Profit Before Tax	4006203	1510761
4	Provision for Taxation		
	(1)Current Tax	1298530	493000
	(2)Earlier Year Tax	(13149)	15721
	(3)Deferred Tax	(11452)	(20676)
5	Profit after Tax	2732274	1022716
6	Earning Per Equity Share:		
	(1)Basic	0.60	0.22
	(2) Diluted	0.60	0.22

3. CHANGE IN NATURE OF BUSINESS, IF ANY

There is no change in the nature of Business of the Company during the Year under review.

4. ANNUAL RETURN

The extracts of the Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 in Form No. MGT – 9 is enclosed herewith.

5. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board hereby submits that:

- a. In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures,
- b. The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of Financial Year and of the Profit and Loss of the Company for that period,
- c. The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,
- d. The Directors had prepared the Annual Accounts on a going concern basis,
- e. The Directors had devised proper systems to ensure compliance with the provisions of all applicable Laws and that such systems were adequate and operating effectively.

6. DECLARATION OF INDEPENDENT DIRECTORS

The Company has received necessary declaration from each Independent Director under Section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

7. EXPLANATIONS OR COMMENTS BY THE BOARD ON

a. Auditor report:

There were no qualifications, reservations or adverse remarks made by the Auditors in their Report.

b. Secretarial Audit Report:

There were no qualifications, reservations or adverse remarks made by the Company Secretary in Practice in his Secretarial Audit Report.

8. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has given loan to its Wholly Owned Subsidiary, the details are which are contained in the notes to accounts. Apart from this the Company has not provided any Guarantees or made Investments covered under the provisions of Section 186 of the Companies Act 2013.

9. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All related party transactions that were entered into during the Year were in the ordinary course of business and at an arm's length basis. The particulars of the contracts or arrangements made with

related parties pursuant to Section 188 of the Companies Act, 2013 is furnished in form AOC-2 attached to this report. Further the Company has in place, a policy on related party transactions.

10. RESERVES

The Company has transferred Rs 27,32,274/- to General Reserve during the Financial Year under review.

11. DIVIDEND

Your Directors have decided to retain the funds of the Company for expansion activities and for providing any contingencies which may arise in future, so your Directors do not recommend any dividend on the equity shares for the Year under review.

12. MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATES AND THE DATE OF THE REPORT

No material changes and commitments affecting the financial position of the Company occurred between the Financial Year to which this Financial Statements relate on the date of this report.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

As the Company's Operations do not involve any manufacturing or processing activities the particulars as per the Companies (Accounts) Rules, 2014 regarding conservation of energy, technology absorption are not reportable.

The foreign exchange earnings and outgo as required under Section 134(3) (m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 are:

a) Foreign Exchange Earnings and outgo-

1. Foreign exchange earnings in terms of actual inflows was Nil during the Year.
2. Foreign exchange outgo in terms of actual outflows was Nil during the Year.

14. STATEMENTS CONCERNING DEVELOPMENT AND IMPLEMENTATION OF THE RISK MANAGEMENT POLICY OF THE COMPANY

Pursuant to Section 134 (3) (n) of the Companies Act, 2013 and other applicable provisions, the Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and of the Board of Directors of the Company.

The Audit Committee regularly reviews the risk management strategy of the Company to ensure the effectiveness of risk management policies and procedures.

15. SHARE CAPITAL

The Company has not issued any shares hence there are no changes in the share capital of the Company during the Financial Year under review.

16. PARTICULARS OF EMPLOYEES

The Company had no employee in receipt of remuneration of more than Rs 60,00,000/- (Rupees Sixty Lac) p.a. or Rs 500,000/- (Rupees Five Lac) per month in respect of whom disclosure is required to be made pursuant to Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

17. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable to the Company.

18. DIRECTORS

The Board of Directors has an optimum combination of Independent and Non-Executive Directors. As on 31st March 2016, the Board comprises of 4 Directors. The Company is professionally managed and its Board of Directors comprises of professionally qualified Directors, who have rich experience in diversified fields.

Mr. Rakesh Suri and Ms. Shobha Sahni were appointed on the Board of the Company as Additional Directors on 20.02.2016 and 30.03.2016 respectively who shall hold office up to the date of ensuing Annual General Meeting and are proposed to be regularized in the ensuing Annual General Meeting and for whom special notice has been given in the notice of Annual General Meeting.

Now the Board of the Company comprises of:

S.No	Name	Designation	DIN
1.	Mr. Tarun Kumar Somani	Director	00011233
2.	Mr. Rakesh Chandra Khanduri	Director	03048392
3.	Ms. Shobha Sahni	Additional Director	07478373
4.	Mr. Rakesh Suri	Additional Director	00155648

Mr. Tarun Kumar Somani, Director retires by rotation and being eligible offer himself for re-appointment at the ensuing Annual General Meeting.

19. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR

The Board of Directors of the Company met 6 (Six) times during the Financial Year 2015-2016.

The Meetings were held on 28.05.2015, 12.08.2015, 09.11.2015, 11.02.2016, 20.02.2016 and 30.03.2016. The periodicity between two Board Meetings was within the maximum time gap as prescribed.

The Composition of the Board of Directors, their attendance at Board Meetings and last Annual General Meeting is as under:

Name of Director	Number of Board Meetings under tenure		Last AGM attended
	Held	Attended	
Mr. Tarun Kumar Somani	6	6	Yes
Ms. Vandana Jain	4	4	Yes
Mr. Rakesh Chandra Khanduri	6	6	Yes
Mr. Rakesh Suri*	2	2	No
Mr. Neeraj Goenka	5	2	Yes
Ms. Shobha Sahni*	1	1	No

The last Annual General Meeting (AGM) was held on September 30, 2015.

* Mr. Rakesh Suri was appointed as a Director on February 20, 2016. Ms. Vandana Jain has resigned from the Directorship of the Company w.e.f. February 20, 2016.

* Ms. Shobha Sahni was appointed as a Director on March 30, 2016. Mr. Neeraj Goenka has resigned from the Directorship of the Company w.e.f. March 30, 2016.

20. COMMITTEES OF THE BOARD

a. AUDIT COMMITTEE:

The Audit Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013. The Audit Committee has reviewed, over sighted and confirmed the Company's financial reporting process, appointment, re-appointment and removal of external auditors, fixation of audit fee and also approval for payment for any other services, financial statements and draft audit report, including quarterly / half yearly financial information, related party transactions as per Accounting Standard 18 and has reviewed the following mandatory information:

- ✓ Management discussion and analysis of financial condition and results of operations;
- ✓ Statement of significant related party transactions, submitted by management;
- ✓ Management letters / letters of internal control weaknesses issued by Statutory Auditors;
- ✓ Appointment, removal and terms of remuneration of Internal Auditor.

The Composition, Name of Members and Chairman

As on 31st March, 2016, the Audit Committee had three Non-Executive Directors of whom two were Independent Directors. Mr. Rakesh Chandra Khanduri an Independent Director is the Chairman of the Committee. During the year ended March 31, 2016, 4 (Four) Audit Committee Meetings were held on 28.5.2015, 12.8.2015, 9.11.2015 and 11.02.2016. Mr. Rakesh Chandra Khanduri, Chairman of the Audit Committee was present at the last Annual General Meeting held on September 30, 2015.

The Composition of the Audit Committee and the attendance of each Member at these meetings are as under:

Name of the Directors	No. of Meetings attended
Mr. Rakesh Chandra Khanduri	4
Mr. Tarun Kumar Somani	4
Ms. Vandana Jain*	4
Mr. Rakesh Suri	-

*Ms. Vandana Jain has been replaced with Mr. Rakesh Suri as member of the Committee due to her resignation with effect from 20th February 2016.

The Company Secretary of the Company also acts as Compliance Officer to the Committee.

b. NOMINATION AND REMUNERATION COMMITTEE:

The Company has duly constituted a Nomination and Remuneration Committee in line with the provisions of Section 178 of the Companies Act, 2013 consisting of three Non Executive Directors of whom two are Independent Directors. The committee formulated policy on nomination, remuneration and performance evaluation of Board of Directors and KMP. The scope of the Committee is recommending to the Board the appointments/re-appointments/performance evaluation / remuneration of the Directors and the Key Managerial Personnel.

The Nomination and Remuneration committee comprises of following:

Name of the Directors
Mr. Rakesh Chandra Khanduri
Mr. Tarun Kumar Somani
Ms. Vandana Jain*
Mr. Rakesh Suri

**Ms. Vandana Jain has been replaced with Mr. Rakesh Suri as member of the Committee due to her resignation with effect from 20th February 2016.

Non-Executive Directors' compensation and disclosures

No remuneration or sitting fees is being paid to the Non Executive Directors. No stock options were granted to Non Executive Directors or Independent Directors during the year under review.

c. SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE:

The Shareholders/Investors Grievance Committee has been constituted to look into the redressal of investors' grievances. The Committee as on 31.03.2016 comprises of Mr. Rakesh Chandra Khanduri, Mr. Tarun Kumar Somani, and Mr. Rakesh Suri, Directors of the Company.

Ms. Sabina Nagpal is designated as the Compliance Officer to oversee the investors' grievances. During the period under review, the Company did not receive any investor complaint. No transfer application was pending for registration of transfer as on 31.3.2016.

21. STATUTORY AUDITORS

M/s. **Rajendra K. Goel & Co., Chartered Accountants**, was appointed as Statutory Auditors for a period of 3 years in the 31st Annual General Meeting of the Company. Their continuation with the Company is to be ratified in the ensuing Annual General Meeting of the Company and the Company has received a certificate from the auditors to the effect that their re-appointment, if made, would be within the limits prescribed under Section 139 of the Companies Act, 2013 and that they are not disqualified for re-appointment within the meaning of provisions of Section 141 of the Companies Act, 2013.

22. SECRETARIAL AUDITOR

Pursuant to the provisions of the Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014 the Secretarial Audit has been carried out by M/s Kumar Wadhwa & Company, Company Secretaries in Practice and the audit report is annexed to the this report .

23. INTERNAL AUDIT

The Company has duly appointed an Internal Auditor to conduct Internal Audit of the Company. The Audit Committee of the Board provides direction and monitors the effectiveness of the Internal Audit function. The Internal Auditor reports to the Audit Committee. The Audit Committee reviews the report presented by the Internal Auditor and takes necessary actions to close the gaps identified in timely manner.

24. ESTABLISHMENT OF VIGIL MECHANISM

The Company has established a Vigil Mechanism for Directors and Employees to report genuine concerns and oversees the Vigil Mechanism through the Audit Committee. The Company has also provided adequate safeguards against victimization of employees and directors who express their concerns. The Company has also provided direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company.

25. BOARD EVALUATION

Schedule IV of the Companies Act, 2013 states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors excluding the Director being evaluated. The evaluation of Board of Directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board.

26. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company has no Joint Venture and Associate Company however it has one wholly owned subsidiary Company whose details are provided below:

S.No.	NAME	RELATION	CIN
1.	Indo Education Private Limited	Subsidiary	U74999DL2002PTC114185

The details of financial performance of subsidiary Company is furnished and attached to this report.

27. DEPOSITS

In terms of the provisions of Section 73 of the Companies Act 2013 read with Rules, the Company has no opening and closing balances and also the Company has not accepted any deposit during the Financial Year under review and as such no amount of principal and interest outstanding as on March 31, 2016.

28. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

There are no significant and material orders issued against the Company by any regulating authority or court or tribunal affecting the going concern status and Company's operation in future.

29. INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has established internal control systems which is adequate commensurate with its size and nature of operations so as to ensure smoothness of operations and compliance with applicable legislation.

30. DISCLOSURE UNDER 'THE SEXUAL HARASSMENT OF WOMEN AT WORK PLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013'

The Company has in place, the 'Sexual Harassment at the Workplace (Prevention and Redressal) Policy' in line with the requirements of 'The Sexual Harassment of Women at Work Place (Prevention, Prohibition and Redressal) Act, 2013. An Internal Complaints Committee has been set up to redress complaints on sexual harassment. The Company affirms that during the year under review, no cases were filed under the said Act by any of its woman employees before Committee.

31. GENERAL DISCLOSURES UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

a. CODE OF CONDUCT:

The Board of Directors has laid down Code of Conduct for all Board Members and Senior Management of the Company.

The Members of the Board of Directors and Senior Management personnel have affirmed the compliance with the Code applicable to them during the year ended 31st March, 2016.

i. Compliance with Regulations

The Company has complied fully with the requirements of the regulatory authorities on capital markets.

ii. Prohibition of Insider Trading

In compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015, the Company has constituted a comprehensive Code of Conduct for its Senior Management and Staff. The code lays down guidelines, which advise them on procedure to be followed and disclosures to be made while dealing with the Shares of the Company.

iii. Accounting Standards

The Company has followed the Accounting Standards as prescribed.

b. MEANS OF COMMUNICATION:

The quarterly, half yearly and yearly financial results of the Company are sent to the Stock Exchange immediately after they are approved by the Board. These are also normally published in the Financial Express (English Edition)/Pioneer and Hari Bhoomi / Naya India (Hindi Edition) newspapers and are also uploaded on the website of the Company at www.eesl.in .

c. ANNUAL GENERAL MEETING (AGM) DETAILS:

The last three Annual General Meetings were held as per details below:

Year	Date	Time	Venue
2015	September 30	10.30 A.M	'Eminent', C-56, Neeti Bagh, New Delhi-110049.
2014	September 30	9.30 A.M	¼, Second Floor, East Patel Nagar, New Delhi-110008
2013	September 27	10:30 A.M	8B, Sagar 6, Tilak Marg, New Delhi-110001.

d. GENERAL SHAREHOLDERS INFORMATION:

i. 33rd Annual General Meeting

Date : 30th September, 2016

Time : 10:30 A.M

Venue : 'Eminent', C-56, Neeti Bagh, New Delhi-110049.

ii. Date of Book Closure

The Company's Register of Members and Share Transfer Books will remain close from, Friday 23rd September, 2016 to Friday 30th September, 2016 (both days inclusive).

iii. Financial Year 1st April 2015 to 31st March 2016

iv. Stock Exchanges: Shares of the Company are listed on Bombay Stock Exchange Limited (BSE)

v. Stock/Scrip Code: 506180

vi. Registrar and Share Transfer Agents :

M/S RCMC SHARE REGISTRY PRIVATE LIMITED, having its registered office at B- 25/1, Okhla Industrial Area Phase-II, New Delhi - 110 020 is the Registrar and Share Transfer Agents of the Company.

vii. Share Transfer System:

The Share Transfer Committee meets as often as possible to approve transfers and related matters as may be required by the Registrars and share Transfer Agents. Shares lodged for

transfers are normally processed within ten days from the date of lodgment, if the documents are clear in all respects.

viii. Dematerialization of Shares:

The shares of the Company are permitted for trading on dematerialized form only. The Company's shares are available for trading in the depository system of both NSDL and CDSL. As on March 31st, 2016, 45,68,950 equity shares of Rs.10/- each forming 99.99% of the share capital of the Company stands dematerialized. The ISIN with **NSDL** and **CDSL** is **INE668L01013**.

ix. Market Price Data:

Following is the month-wise High/ Low price data for Financial Year 2015-16:

Month	High Price	Low Price
April 2015	128.40	128.40
May 2015	128.40	128.40
June 2015	128.40	128.40
July 2015	128.40	128.40
August 2015	125.90	123.40
September 2015	125.90	123.40
October 2015	125.90	123.40
November 2015	121.00	120.00
December 2015	137.40	121.00
January 2016	142.60	126.50
February 2016	126.50	126.50
March 2016	126.70	122.60

x. Shareholding Pattern as on March 31, 2016:

S.No	Category	No. of Shares	% of shareholding
1.	Promoters	33,73,600	73.83
2.	Financial Institutions, Banks and Mutual funds	-	-
3.	Foreign Institutional Investor	4,25,000	9.31
4.	Private Corporate Bodies	5,45,227	11.93
5.	NRI/ OCBs	77,548	1.70
6.	Indian Public	1,47,625	3.23
	Total	45,69,000	100

xi. Distribution Schedule of Shareholding as on March 31, 2016:

No. of Equity Shares.	No. of Shareholders	% to Total	No. of Shares held	% to Total shareholding
Up to 500	56	67.47	4346	0.10
501 to 1000	1	1.20	586	0.01
1001 to 2000	4	4.82	5695	0.12
2001 to 3000	4	4.82	9761	0.21
3001 to 4000	0	0.00	0	0.00
4001 to 5000	1	1.20	4050	0.09
5001 to 10000	2	2.41	17228	0.38
10001 & ABOVE	15	18.07	4527334	99.09
	83	100	4569000	100

xii. Compliance Officer:

The Board had Designated Ms. Sabina Nagpal, Company Secretary of the Company as a Compliance Officer of the Company.

Compliance Officer

Emergent Global Edu and Services Limited

8B Sagar 6, Tilak Marg,

New Delhi-110001

E-mail: cs@somanigroup.com

Phone: 011-23782022

Fax: 011-23782806

xiii. Address for Correspondence:

The shareholders may address their communication/ suggestion/ grievances/ queries to the Company's registered office or our Share Transfer Agent. The Questions relating to share and requests for transactions such as transfer, transmission and nomination facilities, change of address, may please be taken up with the Registrar and Transfer Agent at above given address.

32. CORPORATE GOVERNANCE REPORT

In terms of the Regulation 15 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 the compliance of provisions of Corporate Governance is not mandatory for the time being in respect of our Company since the paid up equity share capital and net-worth of our Company as on March 31, 2016 is Rs.4,56,90,000 (Rupees Four Crores fifty six lacs ninety thousand) and Net worth of Rs. 14,44,80,493/- (Rupees Fourteen Crore Forty Four lac Eighty thousand four hundred ninety three only) respectively.

33. ACKNOWLEDGEMENT

The Directors are thankful to the Stakeholders, Bankers, Customers, and Agents for their valuable support and assistance. The Directors wish to place on record their appreciation of the commendable work done, dedication and sincerity by all the employees of the Company at all levels during the year under review.

The Company will make every effort to meet the aspirations of its shareholders and wish to sincerely thank them for their whole hearted co-operation and support at all times.

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

**DATE: 30th May, 2016
PLACE: NEW DELHI**

**TARUN KUMAR SOMANI
(Chairman)
DIN: 00011233**

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

COMPANY OVERVIEW

The Company's financial statements have been made out in accordance with the Companies Act 2013, SEBI Guidelines, and generally accepted accounting principles (GAAP) in India on prudent and reasonable basis. These financial statements present in a true and fair manner the substance of transactions and reasonably present the state of affairs, profits and cash flows for the year.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The Economy of India is likely to grow at a good pace. The present competitive environment requires review of the strategies of Companies in all the sectors. Your Company shall also explore international education market for growth and development. The Management is of the opinion that international market shall provide immense opportunities for the growth of your Company.

OPPORTUNITIES AND THREATS

Government's impetus is on skill development as 75% of Indian youth are still unemployed. Deeper penetration of mobiles and internet will scale opportunities for the e-learning, e-education. Focus on skill development by Government will create positive push in vocational training and education.

With the continuous technological advancements there shall be enormous opportunities in the education sector; it is poised to grow at much larger rate in the coming years. We are looking for avenues in various countries globally, where the students can be sent for various programs abroad.

RISKS AND CONCERNS

As the competition has grown among provider of education services your Company has already started exploring new and international markets for providing its services. Further Educational services has been brought under purview of service tax by the Government. The performance of the Company is further dependent on the policies of the Government with regard to study abroad courses.

RISK MANAGEMENT

As a prudent business practice, your Company has established a robust risk management framework comprising of practices related to developing risk strategy, identification, assessment and monitoring of risks to our business objectives. The Company's Risk Management framework focuses on minimizing impact of risks on our business objective and enables us to leverage on the opportunities effectively. Our risks objectives address risks associated with the economy, regulatory environment, business environment, competition, interest rates, operations, etc.

HUMAN RESOURCE

The Company keeps developing its organizational structure consistently over time. Efforts are made to follow excellent Human Resource Practices. Adequate efforts of the staff and management personnel are directed on imparting continuous training to upgrade their skills. The objective of your Company is to create a workplace where every person can achieve his or her full potential. The employees are

encouraged to put in their best. Lot of hard work is put in to ensure that new and innovative ideas are given due consideration to achieve the short and long term objectives of your Company.

FUTURE OUTLOOK

Various Government initiatives are being adopted to boost the growth of distance education market, besides focusing on new education techniques, such as E-learning. Furthermore, with online modes of education being used by several educational organizations, the higher education sector in India is set for some major changes and developments in the years to come.

In view of the Company's strategy of exploring the National and International Markets there are immense opportunities likely to come up for the Company in education sector.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis describing the Company's objectives, expectations, predictions and assumptions may be "FORWARD LOOKING" within the meaning of applicable Securities Laws and Regulations. Actual results may differ materially from those expressed herein, important factors that could influence the Company's operations include domestic economic conditions affecting demand, supply, and change in Government's regulations, tax regimes, other statutes and other factors such as industrial relations.

Form No. MGT-9
EXTRACT OF ANNUAL RETURN

as on the Financial Year ended on 31st March 2016

[Pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2015]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	L80902DL1983PLC209722
ii)	Registration Date	26/03/1983
iii)	Name of the Company	EMERGENT GLOBAL EDU AND SERVICES LIMITED
iv)	Category / Sub-Category of the Company	COMPANY LIMITED BY SHARES INDIAN NON GOVERNMENT COMPANY
v)	Address of the Registered office and contact details	8B, 'SAGAR', 6, TILAK MARG NEW DELHI-110001
vi)	Whether listed company	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	RCMC SHARE REGISTRY PRIVATE LIMITED

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Providing educational services	-	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

<u>S.No.</u>	<u>NAME AND ADDRESS OF THE COMPANY</u>	<u>HOLDING/ SUBSIDIARY/ ASSOCIATE</u>	<u>CIN</u>	<u>% of shares held</u>	<u>Applicable Section</u>
1.	Indo Education Private Limited	Subsidiary	U74999DL2002P TC114185	100	2(87)

Category wise shareholding:

[illegible]

a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FII	-	-	-	-	-	-	-	-	-
c)Central Govt.	-	-	-	-	-	-	-	-	-
d)State Govt.	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
g)FIIs	425000	-	425000	9.30	425000	-	425000	9.30	NA
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	425000	-	425000	9.30	425000	-	425000	9.30	NA
2. Non- Institutions									
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	621541	-	621541	13.60	545227	-	545227	11.93	(1.67)
ii) Overseas b) Individuals									
i)Individual shareholders holding nominal share capital upto Rs. 1 Lakh	29809	50	29859	0.66	40075	50	40125	0.88	0.22
	-	-	-	-	-	-	-	-	-
	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	119000	-	119000	2.60	185048	-	185048	4.05	1.45
c)Others (specify)									-
Sub-total (B)(2):-	770350	50	770400	16.86	770350	50	770400	16.86	NA
	-	-	-	-	-	-	-	-	-
Total public shareholding (B)= (B) (1)+ (B)(2)	1195350	50	1195400	26.16	1195350	50	1195400	26.16	NA
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	4568950	50	4569000	100	4568950	50	4569000	100	NA

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1.	M/s Indo Powertech Limited	1650000	36.11	-	1650000	36.11	-	-
2.	M/s Uni Coke Private Limited	1305000	28.56	-	1305000	28.56	-	-
3.	Mr.Saatvik Somani	167850	3.67	-	167850	3.67	-	-
4.	Mr.Tarun Kumar Somani	92750	2.02	-	92750	2.02	-	-
5.	Mrs.Shruti Somani	79000	1.73	-	79000	1.73	-	-
6	Mrs. Saroj Somani	79000	1.73	-	79000	1.73	-	-
	Total	3373600	73.83	-	3373600	73.83	-	-

(iii) Change in Promoters' Shareholding (please specify, if there is no change)

There is no change in promoter shareholding during the year ending on March 31st, 2016.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

S.No	Name	No. of shares at the beginning (01-04-2015)/end of year (31-03-2016)	% of Total Shares of Company	Date	Increase /Decrease in Shareholding	Reason	No. of shares	% of Total Shares of Company
1.	Alps Vyapar Private	522500	11.44	01-04-2015	-	-		

	Limited							
	Closing Balance	522500	4.65	31-03-2016			522500	11.44
2.	Davos International Fund	212500	4.65	01-04-2015	-	-		
	Closing Balance	212500	4.65	31-03-2016			212500	4.65
3.	Stream Value Fund	212500	4.65	01-04-2015				
	Closing Balance	212500	4.65	31-03-2016			212500	4.65
4.	Devesh Jain	0	0	01-04-2015				
		-	-	25-03-2016	+77500	transfer	77500	1.68
				31-03-2016	+48	transfer	48	0.02
	Closing Balance	77548	1.70	31-03-2016			77548	1.70
5.	Anushikha Investments Private Limited	97500	2.13	01-04-2015				
				25-03-2016	-97415	transfer	85	0.001
	Closing Balance	85	0.001	31-03-2016			85	0.001
6.	Raghvender Mohta	42000	0.92	01-04-2015				
	Closing Balance	42000	0.92	31-03-2016			42000	0.92

7.	Neela Bajaj	42000	0.92	01-04-2015				
	Closing Balance	42000	0.92	31-03-2016			42000	0.92
8.	Atul Bajaj	23500	0.51	01-04-2015				
	Closing Balance	23500	0.51	31-03-2016			23500	0.51
9.	Seema Khullar	11500	0.25	01-04-2015			11500	0.25
				18-12-2015	-3	transfer	11497	0.25
				25-12-2015	-1012	transfer	10485	0.23
				01-01-2016	-815	transfer	9670	0.21
				08-01-2016	-79	transfer	9335	0.20
				15-01-2016	-335	transfer	9255	0.20
				22-01-2016	-28	transfer	9228	0.20
	Closing Balance	9228	0.20				9228	0.20
10.	SMC Global Securities Limited	0	0	01-04-2015				
				08-01-2016	+371	transfer	371	0.00
				15-01-2016	-2	transfer	369	0.00
				22-01-	+10884	transfer	10884	0.24

				2016				
				18-03-2016	-1	transfer	10883	0.24
	Closing Balance	10883	0.24	31-03-2016			10883	0.24

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
1	For Each of the Directors and KMP				
2	At the beginning of the year	92750	2.02	92750	2.02
3	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase/ decrease(e.g. allotment / transfer / bonus/ sweat equity etc):	NA	NA	NA	NA
4	At the End of the year	92750	2.02	92750	2.02

*** There was no change in the shareholding of Director and Key Managerial Personnel**

VI. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment: **NIL**

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-Time Directors and/or Manager: **NIL**

B. Remuneration to other Directors: **NIL**

C. Remuneration to Key Managerial Personnel other Than MD/MANAGER/WTD

Company Secretary:

Gross Salary (p.m.) : Rs.60,563/-

Stock option/Sweat Equity/Commission : Nil

Total: Rs.60,563/- p.m.

VIII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There are no proceedings initiated or pending against the Company in any Court, Tribunal or any Authority.

For EMERGENT GLOBAL EDU AND SERVICES LIMITED

DATE: 30th MAY, 2016
PLACE: New Delhi

TARUN KUMAR SOMANI
Chairman
DIN: 00011233

FORM NO. AOC -2

(Pursuant to Clause (h) of Sub-Section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2015.

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

Details of contracts or arrangements or transactions not at Arm's length basis: Nil

Details of contracts or arrangements or transactions at Arm's length basis:

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Indo Investments Private Limited
b)	Nature of contracts/arrangements/transaction	Lease rent paid
c)	Duration of the contracts/arrangements/transaction	11 months
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Lease rent of Rs.5,000 per month is paid
e)	Date of approval by the Board	28.5.2015
f)	Amount paid as advances, if any	-

For EMERGENT GLOBAL EDU AND SERVICES LIMITED

DATE: 30th MAY, 2016
PLACE: New Delhi

TARUN KUMAR SOMANI
Chairman
DIN: 00011233

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,

Members of

EMERGENT GLOBAL EDU AND SERVICES LIMITED

Regd. Off: 8B, 'Sagar' 6, Tilak Marg

New Delhi 110001

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/S EMERGENT GLOBAL EDU AND SERVICES LIMITED (L80902DL1983PLC209722)** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31ST March, 2016, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/S EMERGENT GLOBAL EDU AND SERVICES LIMITED ("The Company")** for the period ended on 31ST March, 2016 according to the provisions of:
 - I. The Companies Act, 2013 (**the Act**) and the Rules made there under;
 - II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made there under;
 - II. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;

III. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

IV. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company:-

- a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ;
- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009:- **Not Applicable to the Company during the Audit Period.**
- d. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **Not Applicable to the Company during the Audit Period.**
- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable to the Company during the Audit Period.**
- g. The Company has complied with the requirements under the SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 entered into with BSE Limited, Mumbai ; and
- h. The Memorandum and Articles of Association.

I have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 entered into by the Company with the BSE Limited, Mumbai.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015 etc. mentioned above.

I further report that the Company has, in my opinion, complied with the provisions of the Companies Act, 1956 and the Rules made under that Act and the provisions of Companies Act, 2013 as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:

- a) Maintenance of various statutory registers and documents and making necessary entries therein;
- b) Closure of the Register of Members.
- c) Forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
- d) Service of documents by the Company on its Members, Auditors and the Registrar of Companies;
- e) Notice of Board Meetings and Committee Meetings of Directors;
- f) The Meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- g) The 32nd Annual General Meeting held on 30th September 2015.
- h) Minutes of proceedings of General Meetings and of the Board and its Committee Meetings;
- i) Approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
- j) Constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors.;
- k) Appointment and remuneration of Auditors ;
- l) Transfers and transmissions of the Company's shares and issue and dispatch of duplicate certificates of shares;
- m) Borrowings and registration, modification and satisfaction of charges wherever applicable;
- n) investment of the Company's funds including investments and loans to others;
- o) Form of Balance Sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as prescribed in Schedule VI to the Act;
- p) Directors' Report;
- q) Contracts, common seal, registered office and publication of name of the Company; and
- r) Generally, all other applicable provisions of the Act and the Rules made under the Act.

I further report that:

- The Board of Directors of the Company is duly constituted with optimum combination of Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to attend the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- The Company has obtained all necessary approvals under the various provisions of the Act; and

- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;
1. I further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

FOR KUMAR WADHWA & COMPANY

Company Secretaries

Place : New Delhi

Date : 30th May, 2016

SANJAY KUMAR

(Partner)

C.P NO :7027

Independent Auditors' Report on Standalone Financial Statements

To The Members of *Emergent Global Edu and Services Limited*

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of ***Emergent Global Edu and Services Limited*** ("the company"), which comprises the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies(Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016, and its Profit and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ('the order'), issued by the Central Government of India in terms of Sub Section (11) of Section 143 of the Act, we give in the **Annexure – 'A'** statement on the matters specified in paragraph 3 & 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors as on 31st March, 2016, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.

- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate Report in “**Annexure B**”.
- g) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we report that:
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

For Rajendra K. Goel & Co.
Chartered Accountants
FRN-001457N

R. K. Goel
(Partner)
M. No.:- 006154

Place: New Delhi
Date: 30.05.2016

Annexure – A to the Independent Auditors Report

Referred to in paragraph (1) under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2016:

- i) Since the company does not own any fixed assets, the clause (i) of the paragraph 3 of the Order related to maintenance of proper records, physical verification and valuation of fixed assets are not applicable.
- ii) The company does not hold any inventory; accordingly the provisions of the clause (ii) of the paragraph of the order, related to inventory, are not applicable.
- iii) The Company has granted unsecured loan to a company covered in the Register maintained under Section 189 of the Companies Act, 2013. Outstanding balance of which as on 31st March, 2016 was Rs. 12.99 Crores (Maximum amount outstanding during the year was Rs. 12.99 Crores).
 - a) The terms and conditions of the granting of loan are not prejudicial to the company's interest;
 - b) The terms of repayment of Principal amount and Interest are stipulated. And as per the terms of agreement, Principal amount along with the Interest is to be repaid as part payment or in lump sum as on or before the maturity date;
 - c) Interest Rs. 79,19,366 is overdue for more than ninety days as per the information and explanation given to us reasonable steps are being taken by the company for its recovery.
- iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.
- v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- vi) The company is having Consultancy Business. Therefore, the provisions referred to in sub-section (1) of the section 148 of the Companies Act, 2013, does not apply;
- vii) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at 31st March 2016 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanations given to us, no disputed amounts in respect of Income Tax, Service Tax, Sales Tax, Custom Duty & Excise Duty were outstanding as at 31st March, 2016;
- viii) In our opinion and according to information and explanations given to us, the company has not defaulted in repayment of dues to banks or financial institution;

- ix) Based upon the audit procedures performed and the information and explanation given by the management, the company has not raised moneys during the year by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the company and hence not commented upon;
- x) Based upon the audit procedures performed and the information and explanation given by the management, we report that no fraud by the company or on the company by its officers or employees has been noticed or reported during the year;
- xi) Based upon the audit procedures performed and the information and explanation given by the management, the managerial remuneration has not been provided. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the company;
- xii) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- xiii) In our opinion, all transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standard.
- xiv) Based upon the audit procedures performed and the information and explanation given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provision of clause 3 (xiv) of the Order are not applicable to the company and hence not commented upon.
- xv) Based upon the audit procedures performed and the information and explanation given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provision of clause 3 (xv) of the Order are not applicable to the company and hence not commented upon.
- xvi) In our opinion, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and accordingly , the provisions of clause 3 (xvi) of the Order are not applicable to the company and hence not commented upon.

For Rajendra K. Goel & Co.
Chartered Accountants
FRN-001457N

R. K. Goel
(Partner)
M. No.:- 006154

Place: New Delhi
Date: 30.05.2016

Annexure B to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of ***Emergent Global Edu and Services Limited*** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Rajendra K. Goel & Co.
Chartered Accountants
FRN-001457N

R. K. Goel
(Partner)
M. No.:- 006154

Place: New Delhi
Date: 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722
BALANCE SHEET AS AT MARCH 31, 2016

	PARTICULARS	NOTE NO.	AS AT 31.03.2016	AS AT 31.03.2015
I	EQUITY & LIABILITIES			
1	SHAREHOLDER'S FUNDS			
	- SHARE CAPITAL	1	45,690,000	45,690,000
	- RESERVES & SURPLUS	2	98,869,684	96,137,411
			144,559,684	141,827,411
2	NON-CURRENT LIABILITIES			
	- LONG TERM PROVISIONS	3	113,724	167,312
			113,724	167,312
3	CURRENT LIABILITIES			
	- OTHER CURRENT LIABILITIES	4	476,975	1,133,738
	- SHORT TERM PROVISIONS	5	1,303,654	1,294,703
			1,780,629	2,428,441
	TOTAL (1+2+3) :-		146,454,037	144,423,164
II	ASSETS			
1	NON-CURRENT ASSETS			
	- NON-CURRENT INVESTMENTS	6	3,300,000	3,300,000
	- DEFERRED TAX ASSETS (NET)	16.15	79,191	67,739
	- LONG TERM LOANS & ADVANCES	7	129,967,000	129,317,000
	- OTHER NON-CURRENT ASSETS		-	-
			133,346,191	132,684,739
2	CURRENT ASSETS			
	- CASH & CASH EQUIVALENTS	8	840,809	1,699,518
	- SHORT TERM LOANS & ADVANCES	9	946,999	2,071,633
	- OTHER CURRENT ASSETS	10	11,320,038	7,967,274
			13,107,846	11,738,425
	TOTAL (1+2) :-		146,454,037	144,423,164

**SIGNIFICANT ACCOUNTING POLICIES & NOTES
ON ACCOUNTS**

16

AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD

FOR RAJENDRA K. GOEL & CO
CHARTERED ACCOUNTANTS
FRN No- 001457N

T.K. SOMANI
DIRECTOR
DIN : 00011233

R. C. KHANDURI
DIRECTOR
DIN : 03048392

(R. K. GOEL)
PARTNER
M.NO. 6154

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE : NEW DELHI
DATED : 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED

(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)

CIN NO. L80902DL1983PLC209722

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2016

	PARTICULARS	NOTE NO.	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
I	REVENUE FROM OPERATION	11	979,211	785,000
II	OTHER INCOME	12	8,561,973	9,478,842
III	TOTAL REVENUE (I+ II)		9,541,184	10,263,842
IV	EXPENSES:			
	- EMPLOYEE BENEFITS EXPENSE	13	4,072,457	6,575,441
	- OTHER EXPENSES	14	1,413,289	2,129,325
	- PAYMENT TO AUDITORS	15	49,235	48,315
	TOTAL EXPENSES		5,534,981	8,753,081
V	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III - IV)		4,006,203	1,510,761
VI	EXCEPTIONAL ITEMS		-	-
VII	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V - VI)		4,006,203	1,510,761
VIII	EXTRAORDINARY ITEMS		-	-
IX	PROFIT BEFORE TAX (VII - VIII)		4,006,203	1,510,761
X	TAX EXPENSE			
	- CURRENT TAX		1,298,530	493,000
	- EARLIER YEAR TAX		(13,149)	15,721
	- DEFERRED TAX	16.15	(11,452)	(20,676)
	TOTAL TAX EXPENSES		1,273,929	488,045
XI	PROFIT FOR THE PERIOD FROM CONTINUING OPERATION (IX - X)		2,732,274	1,022,716
XII	PROFIT/(LOSS) FROM DISCONTINUING OPERATION		-	-
XIII	TAX EXPENSE OF DISCONTINUING OPERATIONS		-	-
XIV	PROFIT/(LOSS) FROM DISCONTINUING OPERATION (AFTER TAX) (XII-XIII)		-	-
XV	PROFIT/(LOSS) FOR THE PERIOD (XI+XIV)		2,732,274	1,022,716
XVI	EARNINGS PER EQUITY SHARE:			
	- BASIC	16.19	0.60	0.22
	- DILUTED	16.19	0.60	0.22

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

16

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

FOR RAJENDRA K. GOEL & CO

CHARTERED ACCOUNTANTS

FRN No- 001457N

T.K. SOMANI

R. C. KHANDURI

DIRECTOR

DIRECTOR

DIN : 00011233

DIN : 03048392

(R. K. GOEL)

PARTNER

M.NO. 6154

SABINA NAGPAL

**COMPANY SECRETARY
& LAW OFFICER**

PLACE : NEW DELHI

DATED : 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016
AS PER ACCOUNTING STANDERED-3 ISSUED BY ICAI

S. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
A.	Cash Flow from Operating Activities		
	Net Profit/Loss Before Tax and Extra-Ordinary Items	4,006,203	1,510,761
	Less: Interest & Other Income	(8,455,310)	(9,424,944)
	Operating Loss before Working Capital Changes	(4,449,108)	(7,914,183)
	Adjustments For		
	Increase/Decrease in Trade and Other Receivables	4,789	(6,282)
	Increase/Decrease in Trade Payables	(709,930)	231,078
	Cash Generated /Lost from Operations	(5,154,249)	(7,689,387)
	Less: Taxes Paid	(157,006)	(843,083)
	Net Cash Flow from Operating Activities	(5,311,255)	(8,532,470)
B.	Cash Flow from Investing Activities		
	Loan to Subsidiary Company	(650,000)	(9,317,000)
	Interest Received	5,102,546	1,969,873
	Purchases of Mutual Fund	-	-
	Dividend Received	-	-
	Sale of Mutual Fund	-	-
	Investment in Equity Shares of Indo Education P Ltd	-	-
	Net Cash Flow from Investing Activities	4,452,546	(7,347,127)
C.	Cash Flow from Financing Activities		
	Issue of Equity Shares with Premium	-	-
	Net Cash Flow from Financing Activities	-	-
	Net Increase/Decrease In Cash & Cash Equivalent	(858,709)	(15,879,597)
	Opening Cash & Cash Equivalent	1,699,518	17,579,115
	Closing Cash & Cash Equivalent	840,809	1,699,518

AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD

FOR RAJENDRA K. GOEL & CO
CHARTERED ACCOUNTANTS
FRN No- 001457N

T.K. SOMANI
DIRECTOR
DIN : 00011233

R. C. KHANDURI
DIRECTOR
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(R. K. GOEL)
PARTNER
M.NO. 6154

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE : NEW DELHI
DATED : 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 1		
SHARE CAPITAL		
AUTHORISED:		
2,00,00,000 EQUITY SHARES (PREVIOUS YEAR 2,00,00,000 EQUITY SHARES) OF Rs. 10/- EACH	200,000,000.00	200,000,000.00
ISSUED, SUBSCRIBED & PAID UP:		
45,69,000 EQUITY SHARES (PREVIOUS YEAR 45,69,000 EQUITY SHARES) OF Rs. 10/- EACH	45,690,000	45,690,000

Reconciliation of the shares outstanding at the beginning and at the end of the period		
EQUITY SHARES AT RS. 10 EACH	AS AT 31.03.2016	AS AT 31.03.2015
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	4,569,000	4,569,000
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
ANY OTHER MOVEMENT (PLEASE SPECIFY)	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	4,569,000	4,569,000

Detail of shareholders holding more than 5% shares in the company		
	AS AT 31.03.2016	AS AT 31.03.2015
NAME OF SHAREHOLDERS	No. of shares / % holding in the class	No. of shares / % holding in the class
M/S INDO POWERTECH LIMITED	16,50,000 / 36.11 %	16,50,000 / 36.11 %
M/S UNI COKE PRIVATE LIMITED	13,05,000 / 28.56 %	13,05,000 / 28.56 %
M/S ALPS VYAPAR PRIVATE LIMITED	5,22,500 / 11.44 %	5,22,500 / 11.44 %

Terms/rights attached to equity shares

Class of Equity Shares, Par Value, Vote per Share, dividend proposed, Distribution at the time of liquidation of co.

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722
NOTES FORMING PART OF THE BALANCE SHEET

PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 2		
RESERVES & SURPLUS		
- CAPITAL RESERVES	2,000	2,000
- SECURITIES PREMIUM RESERVE	84,800,000	84,800,000
SURPLUS/(DEFICIT) IN THE STATEMENT OF PROFIT & LOSS		
BALANCE AS PER THE LAST FINANCIAL STATEMENTS	11,335,411	10,312,695
PROFIT FOR THE YEAR	2,732,274	1,022,716
NET SURPLUS IN THE STATEMENT OF PROFIT & LOSS	14,067,684	11,335,411
TOTAL RESERVES & SURPLUS	98,869,684	96,137,411
NOTE NO- 3		
LONG-TERM PROVISIONS		
PROVISION FOR EMPLOYEE BENEFITS		
- PROVISION FOR GRATUITY (REFER NOTE NO - 16.17)	113,724	167,312
	113,724	167,312
NOTE NO- 4		
OTHER CURRENT LIABILITIES		
- DUTIES & TAXES PAYABLE	11,924	16,590
- EXPENSES PAYABLE	465,051	1,117,148
	476,975	1,133,738
NOTE NO- 5		
SHORT TERM PROVISIONS		
- FOR INCOME TAX	1,298,530	1,290,000
- PROVISION FOR GRATUITY (REFER NOTE NO -16.17)	5,124	4,703
	1,303,654	1,294,703

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722
NOTES FORMING PART OF THE BALANCE SHEET

PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 6		
NON-CURRENT INVESTMENTS		
UN QUOTED - NON TRADE		
INVESTMENTS IN SHARES		
2,75,000 (PREVIOUS YEAR 2,75,000) EQUITY SHARES OF INDO EDUCATION PRIVATE LIMITED BEING A 100% SUBSIDIARY COMPANY	3,300,000	3,300,000
TOTAL UN QUOTED INVESTMENTS	3,300,000	3,300,000
TOTAL NON-CURRENT INVESTMENTS	3,300,000	3,300,000
NOTE NO- 7		
LONG TERM LOANS & ADVANCES		
LOANS AND ADVANCES TO RELATED PARTIES		
(UNSECURED, CONSIDERED GOOD)		
LOAN TO INDO EDUCATION PVT. LTD. (SUBSIDIARY COMPANY)	129,967,000	129,317,000
	129,967,000	129,317,000
NOTE NO- 8		
CASH & CASH EQUIVALENTS		
- BALANCE WITH BANK		
IN CURRENT ACCOUNT	826,098	517,743
- CASH ON HAND	14,711	22,298
- FOREIGN CURRENCY IN HAND	-	9,477
- OTHER BANK BALANCE		
IN FIXED DEPOSITS (MORE THAN 3 MONTHS & NOT LESS THAN 12 MONTHS)	-	1,150,000
	840,809	1,699,518
NOTE NO- 9		
SHORT TERM LOANS & ADVANCES		
(UNSECURED, CONSIDERED GOOD)		
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED		
- PREPAID EXPENSES	3,547	3,281
- ADVANCE TAX INCLUDING TDS	943,452	2,063,297
- OTHER RECEIVABLE	-	5,055
	946,999	2,071,633
NOTE NO- 10		
OTHER CURRENT ASSETS		
- INTEREST RECEIVABLE	11,320,038	7,967,274
	11,320,038	7,967,274

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
NOTE NO- 11		
REVENUE FROM OPERATION		
- CONSULTANCY INCOME	900,000	785,000
- COMMISSION INCOME	79,211	-
	979,211	785,000
NOTE NO- 12		
OTHER INCOME		
- INTEREST ON FIXED DEPOSIT (TDS ON INTEREST RS. 1,012/- PREVIOUS YEAR RS. 62,739/-)	10,119	625,648
- INTEREST ON LOAN (TDS ON INTEREST RS. 8,44,519/- PREVIOUS YEAR RS. 8,79,930/-)	8,445,191	8,799,296
- GRATUITY LIABILITY WRITTEN OFF	53,167	-
- INTEREST ON I.T REFUND	41,514	-
- MISC INCOME	11,981	53,898
	8,561,973	9,478,842
NOTE NO- 13		
EMPLOYEE BENEFITS EXPENSE		
- SALARIES & ALLOWANCES	3,500,672	5,985,048
- OTHER BENEFITS	552,306	586,436
- STAFF WELFARE	19,479	3,957
	4,072,457	6,575,441
NOTE NO- 14		
OTHER EXPENSES		
- RENT CHARGES	74,061	67,416
- TRAVELING EXPENSES	110,641	669,792
- LEGAL & PROFESSIONAL CHARGES	134,291	41,162
- FEES & SUBSCRIPTION	22,634	31,345
- FILLING FEES	943	7,059
- LISTING FEES	224,720	119,101
- BUSINESS PROMOTION EXPENSES	8,000	170,119
- CONVEYANCE EXPENSES	64,224	131,604
- POSTAGE & COURIER EXPENSES	5,063	460
- NET LOSS ON FOREIGN CURRENCY TRANSACTION	77	1,648
- TELEPHONE & INTERNET EXPENSES	44,256	61,248
- ELECTRICITY EXPENSES	13,745	14,932
- REPAIRS & MAINTENANCE	168,988	176,648
- ADVERTISEMENT EXPENSES	70,406	145,455
- MISCELLANEOUS EXPENSES	18,076	47,367
- PRINTING & STATIONARY	42,673	34,652
- BANK CHARGES	1,500	3,897
- SECURITY EXPENSES	408,991	405,420
	1,413,289	2,129,325

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
NOTE NO- 15 PAYMENT TO AUDITORS - STATUTORY AUDIT FEES (INCLUSIVE OF SERVICE TAX RS. 6,235.00)		
	49,235.00	48,315.00
	49,235	48,315

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

Note No. – 16

A. SIGNIFICANT ACCOUNTING POLICIES.

16.1 System of Accounting

The company generally follows the accrual basis of accounting both as to income and expenditure except those with significant uncertainties.

16.2 Method of Accounting

Assets and liabilities are recorded at historical cost. These costs are not adjusted to reflect the changing value in the purchasing power of money.

16.3 Revenue Recognition

Services Income is recognized when service render to customer. Interest income is recognized on accrual basis

16.4 Fixed Assets

- a) Fixed assets are stated at cost of acquisition and subsequent improvement thereto, including taxes, duties, freight and other incidental expenses related to acquisition and installation.
- b) Fixed Assets are stated at cost less depreciation. Depreciation is provided on the written down value at the rates and in the manner specified in Schedule II of the Companies Act, 2013.

16.5 Foreign Currency Transactions

Transactions denominated in foreign currency are normally recorded at the exchange rates prevalent on the date of the transaction. All monetary items denominated if foreign currency remaining outstanding at the end of the year are translated at prevailing exchange rate on the Balance Sheet date and loss/gain if any is appropriately recognized as revenue charge/income.

16.6 Investments

Investments are considered at cost unless there is a permanent decline in value thereon, in which case, adequate provision is made there against it in the accounts.

16.7 Sundry Debtors

Sundry debtors are stated after making adequate provision for doubtful debts, if any.

16.8 Loans and Advances

Loans & Advances are stated after making adequate provision for doubtful advances, if any.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

16.9 Employee Benefits

Short term employee benefits are recognized as an expenses at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered, Leave Encashment are short term employee benefit and are booked on accrual basis.

Liability for defined benefit plan (gratuity) is provided on the basis of valuation as per the Balance Sheet date carried out by independent actuary. The actuarial valuation method used for measuring the liability is projected unit credit method. The obligations are measured as the present value of estimated future cash flows discounted at rates reflecting the prevailing market yield of India of Government Security as at the Balance Sheet date for the estimated term of the obligations. The estimate of the future salary increase considered takes into account the inflation, seniority, promotion and other relevant factors. The plan is unfunded. The actuarial gain/ loss are recognised immediately in the Statement of Profit and Loss.

16.10 Taxes on Income

Provision for current income tax is made on the basis of the assessable income under the Income Tax Act, 1961.

Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961.

Deferred tax asset or liability is recognised for timing differences between the profit/loss as per financial statements and the profit/loss offered for income tax, based on tax rates that have been enacted or substantively enacted at the Balance Sheet date. Deferred Tax Assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available, against which they can be realised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilised.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

B. NOTES ON ACCOUNTS.

16.11 Sundry Debtors, Loans & Advances are subject to confirmation.

16.12 Previous year figures have been re-grouped and recast wherever necessary to make them comparable with those of the current year.

16.13 Additional information as required under part II of the Schedule III of the Companies Act, 2013:-

	<u>2015-16</u>	<u>2014-15</u>
Foreign Currency		
a. Expenses in foreign currency	NIL	NIL
b. Earnings in foreign exchange	NIL	NIL

16.14 **Managerial Remuneration**

	<u>2015-16</u>	<u>2014-15</u>
Directors Remuneration	NIL	NIL

16.15 **Deferred Tax:**

The break-up of deferred tax asset and liabilities is as under:-

Deferred Tax Asset	As on 31.03.2015	During the Year	As on 31.03.2016
	-----	-----	-----
Timing Difference on account of Leave Encashment	14,586	(14,586)	-
Gratuity	53,153	(16,429)	36,724
Ex Gratia	-	42,467	42,467
	-----	-----	-----
Total Deferred tax Asset	67,739	11,452	79,191
	-----	-----	-----

16.16 Disclosure under Micro, small and Medium Enterprises Development (MSMED) Act, 2006:

As per the information available with the Company and as certified by the management, there are no dues outstanding including interest as on 31st March, 2016 to Micro, Small and Medium Enterprises as defined under the Micro, small and Medium Enterprises Development (MSMED) Act, 2006.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

16.17 The disclosures as required as per the revised AS 15 are as under:-

- (a) The Company has, with effect from 1st April, 2013 adopted Accounting Standard 15, Employee Benefits (revised 2005), issued by the Institute of Chartered Accountants of India (the 'revised AS 15')
- (b) The company has long-time retirement benefit plan of gratuity at the year end no shortfall remains un provided for. As advised by an independent actuary valuation.
- (c) **Defined benefit plan**
 In accordance with Accounting Standards 15, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the followings assumptions:

As of	31.03.15	31.03.16
Mortality Table	IAL 2006-08 Ultimate	IAL 2006-08 Ultimate
Attrition Rate	02.00 % p.a.	02.00 % p.a.
Imputed Rate of Interest	07.90 % p.a.	07.80 % p.a.
Salary Raise	05.00 % p.a.	05.00 % p.a.
Return on Plan Assets	N.A.	N.A.
Remaining Working Life	22.56 Years	22.75 Years

(i) Change in Present value of Obligations

As of	31.03.2015	31.03.2016
Present Value of obligation At the beginning of the I.V.P.	1,27,960	172,015
Interest Cost	10,109	13,417
Current Service Cost	86,192	27,917
Benefits Paid	Nil	Nil
Actuarial (gain) /loss On obligations	(52,246)	(94,501)
Present value of obligation At the end of the I.V.P.	1,72,015	1,18,848

(ii) Change in the present value of Plan Assets (not relevant)

As of	31.03.2015	31.03.2016
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Expected Return of Plan Assets	-	-
Contribution	-	-
Withdrawals	-	-
Actuarial Gain / (Loss) on Plan Asses	-	-
Fair Value of Plan Assets at the end of the I.V.P.	-	-

EMERGENT GLOBAL EDU AND SERVICES LIMITED
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Notes Forming Part of The Balance Sheet and Profit & Loss Statement

(iii) Fair Value of Plan Assets

As of	31.03.2015	31.03.2016
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Actual Return on Plan Assets	-	-
Contribution	-	-
Withdrawals	-	-
Fair Value of Plan Assets at the end of the I. V. P.	-	-
Present Value of Obligation at the end of the I. V. P	1,72,015	1,18,848
Funded Status	(1,72,015)	(1,18,848)

(iv) Actual Gain / Loss Recognised

As of	31.03.2015	31.03.2016
Actuarial Gain / Loss on obligations	52,246	94501
Actual gain / Loss on Plan Assets	-	-
Total Gain / Loss For the I.V.P.	(52,246)	(94,501)
Actuarial Gain / Loss Recognized in the I.V.P.	(52,246)	(94,501)
Unrecognized Actuarial (gain) / loss at the end of the I. V. P.	-	-

(v) Amount to be recognized in the Balance Sheet

As of	31.03.2015	31.03.2016
Present value of the obligations At the end of the I. V. P.	1,72,015	1,18,848
Fair value of the Plan assets At the end of the I. V. P.	-	-
Funded Status	(1,72,015)	(1,18,848)
Unrecognized Actuarial (Gain) / Loss at the end of the I.V.P.	-	-
Net Assets / (Liability) Recognized in the balance Sheet	1,72,015	1,18,848

(vi) Expenses recognized in the statement of Profit & Loss

As of	31.03.2015	31.03.2016
Current Service Cost	86,192	27,917
Interest Cost	10,109	13,417
Expected Return on plan assets	-	-
Actuarial Gain / Loss Recognized in the I. V. P.	(52,246)	(94,501)
Expenses Recognized in The statement of Profit & Loss	44,055	(53,167)

EMERGENT GLOBAL EDU AND SERVICES LIMITED
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CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

16.18 Related Parties Disclosure as required by Accounting Standards- 18 issued by ICAI:-

1. Related Parties

a) Subsidiary : Indo Education Private Limited

b) Associate Companies

- Uni Coke Pvt. Ltd.
- Indo Powertech Limited.

c) Group Companies where Common control exist

- Indo German International Pvt. Ltd.
- Somani Kuttner India Private Ltd.
- Northern Exim Pvt Ltd.
- Somani Housing Pvt. Ltd
- Northern Trading Pvt Ltd.
- Indoit Real Estates Ltd.
- Indo Investment Pvt. Ltd.
- Prudent Apartments Pvt. Ltd.
- Meena Properties Pvt. Ltd.
- Indo Russian International Pvt. Ltd.
- Indo Mercuria International Pvt Ltd.
- Indo Macquarie Education Service Ltd.
- Northern Realtors Pvt. Ltd
- Saatvik Housing Pvt. Ltd.
- Mechel Somani Carbon Pvt. Ltd.

d) Key Management Personnel

- Mr. T. K. Somani
- Mr. R.C. Khanduri
- Mrs. Sabina Nagpal

2. Transaction with Related Parties

a) Nature of Transaction	Rs. In Lacs	
	FY 2015-2016	FY 2014-2015
i) Income		
Interest on Loan	84.45	87.99
ii) Expenses		
Rent Paid	0.68	0.67
iii) Outstanding Balance at the year end:		
a) Loan to Subsidiary	1299.67	1293.17
b) Interest Receivable	113.20	79.19

b) Company made Loan of Rs. 12,99,67,000 to its wholly owned subsidiary company, which is utilised for business purposes.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
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CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Balance Sheet and Profit & Loss Statement

16.19 Earnings per share

	<u>2015-16</u>	<u>2014-15</u>
Profit After Taxation (Rs.)	27,32,274	10,22,716
Number of equity shares as on 31 st March (Nos)	45,69,000	45,69,000
Weighted average number of Share (Nos)	45,69,000	45,69,000
Nominal Values of Shares Outstanding (Rs.)	10	10
Basic & Diluted Earnings per Share	0.60	0.22

16.20 Notes 1 to 16 form an integral part of the Balance Sheet and Profit & Loss Statement of the Company.

AS PER REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD

RAJENDRA K. GOEL & CO.
CHARTERED ACCOUNTANTS
FRN No- 001457N

R.K. GOEL
PARTNER
M.NO. 6154

T.K. SOMANI
DIRECTOR
DIN : 0011233

R. C. KHANDURI
DIRECTOR
DIN : 3048392

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE: NEW DELHI
DATED: 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(Formerly Emergent Energy and Services Limited)

CIN NO. L80902DL1983PLC209722

Form AOC - 1

(Pursuant to First proviso to sub - section (3) of Section 129 read with rule 5 of Companies (Accounts) Rule, 2014)

Statement Containing Salient Features of the Financial Statement of Subsidiary
Part "A" Subsidiaries

Sl. No.	Particulars	Details
1	Name of the Subsidiary Company :	Indo Education Private Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
3	Reporting Currency and Exchange rate as on the last date of the relevant Financial Year in the case of foreign subsidiaries	N.A.
4	Share Capital	Rs. 27,50,000/-
5	Reserves & Surplus	Rs. (65,72,278)/-
6	Total Assets	Rs. 13,83,53,910/-
7	Total Liabilities	Rs. 14,21,76,188/-
8	Investments	NIL
9	Total Receipts	Rs. 88,14,453/-
10	Profit before Taxation	Rs. (58,79,799)/-
11	Provision for Taxation	Rs. 10,13,411/-
12	Profit After Taxation	Rs. (48,66,388)/-
13	Proposed Dividend	NIL
14	% of Shareholding	100%

FOR RAJENDRA K. GOEL & CO
CHARTERED ACCOUNTANTS
FRN No- 001457N

R. K. GOEL
PARTNER
M.NO. 6154

PLACE : NEW DELHI
DATE : 30.05.2016

R.C. KHANDURI
DIRECTOR
CIN : 3048392

T. K. SOMANI
DIRECTOR
CIN : 0011233

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

Independent Auditors' Report on Consolidated Financial Statements

To The Members of *Emergent Global Edu and Services Limited*

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of ***Emergent Global Edu and Services Limited*** ("the Holding Company") and its subsidiary (the Holding Company and its subsidiary together referred to as "the Group") comprising of the Consolidated Balance Sheet as at 31st March, 2016, the Consolidated Statement of Profit and Loss and the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The Board of Directors of the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group, as at 31st March, 2016, and their consolidated loss and their consolidated cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, we report, to the extent applicable, that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
- b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept by the Company so far as it appears from our examination of those books.
- c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements.
- d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors of the Holding Company as on 31st March, 2016, taken on record by the Board of Directors of the Holding Company and the report of the Statutory Auditor of its subsidiary company incorporated in India, none of the Directors of the Group companies incorporated in India is disqualified as on 31st March, 2016, from being appointed as a Director of that company in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**"; and

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us, we report that:
- i. The Group does not have any pending litigations which would impact its financial position.
 - ii. The Group did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Holding Company and subsidiary company.

For Rajendra K. Goel & Co.
Chartered Accountants
FRN-001457N

R. K. Goel
(Partner)
M. No.:- 006154

Place: New Delhi
Date: 30.05.2016

Annexure A to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of ***Emergent Global Edu and Services Limited*** ("the Company") as of March 31, 2016 in conjunction with our audit of the consolidated financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Holding Company and its subsidiary company, which is a company incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the internal control over financial reporting criteria established by the Group considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Rajendra K. Goel & Co.
Chartered Accountants
FRN-001457N

R. K. Goel
(Partner)
M. No.:- 006154

Place: New Delhi
Date: 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722
CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2016

	PARTICULARS	NOTE NO.	AS AT 31.03.2016	AS AT 31.03.2015
I	EQUITY & LIABILITIES			
1	SHAREHOLDER'S FUNDS			
	- SHARE CAPITAL	1	45,690,000	45,690,000
	- RESERVES & SURPLUS	2	91,747,406	93,881,521
			137,437,406	139,571,521
2	NON-CURRENT LIABILITIES			
	- LONG TERM PROVISIONS	3	113,724	167,312
	- DEFERRED TAX LIABILITIES (NET)		-	-
			113,724	167,312
3	CURRENT LIABILITIES			
	- OTHER CURRENT LIABILITIES	4	1,366,125	2,178,878
	- SHORT TERM PROVISIONS	5	1,303,654	1,294,703
			2,669,779	3,473,581
	TOTAL (1+2+3) :-		140,220,909	143,212,414
II	ASSETS			
1	NON-CURRENT ASSETS			
	FIXED ASSETS			
	- TANGIBLE ASSETS	6	631,156	3,227,160
	- INTANGIBLE ASSETS UNDER DEVELOPMENT		5,491,727	5,491,727
	- NON-CURRENT INVESTMENTS		-	-
	- DEFERRED TAX ASSETS (NET)	18.17	2,845,199	1,820,336
	- LONG TERM LOANS & ADVANCES	7	26,331,875	118,250,000
	- OTHER NON CURRENT ASSETS	8	-	-
			35,299,957	128,789,223
2	CURRENT ASSETS			
	- CASH & CASH EQUIVALENTS	9	94,790,106	1,807,983
	- SHORT TERM LOANS & ADVANCES	10	2,525,377	4,585,425
	- OTHER CURRENT ASSETS	11	7,605,469	8,029,783
			104,920,952	14,423,191
	TOTAL (1+2) :-		140,220,909	143,212,414

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

18

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

FOR RAJENDRA K. GOEL & CO
CHARTERED ACCOUNTANTS
FRN No- 001457N

T.K. SOMANI
DIRECTOR
DIN : 00011233

R. C. KHANDURI
DIRECTOR
DIN : 03048392

(R. K. GOEL)
PARTNER
M.NO. 6154

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE : NEW DELHI
DATED : 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 CONSOLIDATED PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2016				
	PARTICULARS	NOTE NO.	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
I	REVENUE FROM OPERATION	12	1,291,710	1,068,643
II	OTHER INCOME	13	8,618,736	9,640,721
III	TOTAL REVENUE (I+ II)		9,910,446	10,709,364
IV	EXPENSES:			
	- EMPLOYEE BENEFITS EXPENSE	14	4,625,552	7,337,304
	- FINANCE COSTS	15	6,001	7,231
	- DEPRECIATION EXPENSE	6	567,853	828,388
	- OTHER EXPENSES	16	4,493,510	6,635,994
	- PAYMENT TO AUDITORS	17	62,975	61,798
	TOTAL EXPENSES		9,755,891	14,870,715
V	PROFIT BEFORE EXCEPTIONAL AND EXTRAORDINARY ITEMS AND TAX (III - IV)		154,555	(4,161,351)
VI	EXCEPTIONAL ITEMS		-	-
	- FIXED ASSETS W/OFF		2,028,152	-
VII	PROFIT BEFORE EXTRAORDINARY ITEMS AND TAX (V - VI)		(1,873,597)	(4,161,351)
VIII	EXTRAORDINARY ITEMS		-	-
IX	PROFIT BEFORE TAX (VII - VIII)		(1,873,597)	(4,161,351)
X	TAX EXPENSE			
	- CURRENT TAX		1,298,530	493,000
	- EARLIER YEAR TAX		(13,149)	14,818
	- DEFERRED TAX	18.17	(1,024,863)	(1,775,914)
	TOTAL TAX EXPENSES		260,518	(1,268,096)
XI	PROFIT FOR THE PERIOD FROM CONTINUING OPERATION (IX - X)		(2,134,115)	(2,893,255)
XII	PROFIT/(LOSS) FROM DISCONTINUING OPERATION		-	-
XIII	TAX EXPENSE OF DISCONTINUING OPERATIONS		-	-
XIV	PROFIT/(LOSS) FROM DISCONTINUING OPERATION (AFTER TAX) (XII-XIII)		-	-
XV	PROFIT/(LOSS) FOR THE PERIOD (XI+XIV)		(2,134,115)	(2,893,255)
XVI	EARNINGS PER EQUITY SHARE:			
	- BASIC	18.21	(0.47)	(0.63)
	- DILUTED	18.21	(0.47)	(0.63)
SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS				
18				
AS PER OUR REPORT OF EVEN DATE ATTACHED				
FOR AND ON BEHALF OF THE BOARD				
FOR RAJENDRA K. GOEL & CO CHARTERED ACCOUNTANTS FRN No- 001457N				
<div> <div> (R. K. GOEL) PARTNER M.NO. 6154 </div> <div> T.K. SOMANI DIRECTOR DIN : 00011233 </div> <div> R. C. KHANDURI DIRECTOR DIN : 03048392 </div> </div>				
<div> <div> SABINA NAGPAL COMPANY SECRETARY & LAW OFFICER </div> </div>				
PLACE : NEW DELHI DATED : 30.05.2016				

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2016
AS PER ACCOUNTING STANDERED-3 ISSUED BY ICAI

S. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
A.	Cash Flow from Operating Activities		
	Net Profit/Loss Before Tax and Extra-Ordinary Items	(1,873,597)	(4,161,351)
	Add: Depreciation & Non Cash Expenses	2,596,005	828,388
	Add: Interest on Loan	-	-
	Less: Interest & Other Income	(8,470,635)	(9,502,129)
	Operating Loss before Working Capital Changes	(7,748,227)	(12,835,092)
	Adjustments For		
	Increase/Decrease in Long Term Loans & Advances	-	-
	Increase/Decrease in Short Term Loans & Advances	898,825	(1,632,665)
	Increase/Decrease in Long Term Provision	(53,588)	43,544
	Increase/Decrease in Other Current Liabilities	(812,753)	378,180
	Increase/Decrease in Shortg Term Provision	421	511
	Cash Generated /Lost from Operations	(7,715,322)	(14,045,522)
	Less: Taxes Paid	(115,628)	(231,846)
	Net Cash Flow from Operating Activities	(7,830,950)	(14,277,368)
B.	Cash Flow from Investing Activities		
	Loan Repaid by Somani Research and Education Foundation	91,918,125	-
	Interest Received	8,894,948	2,082,849
	Purchases of Mutual Fund	-	-
	Dividend Received	-	-
	Sale of Mutual Fund	-	-
	Purchases of Investments	-	-
	Sale of Investments	-	-
	Investment in Fixed Assets	-	(4,052,922)
	Investment in Intangible Fixed Assets under Development	-	(1,065,150)
	Sale of Fixed Assets	-	-
	Net Cash Flow from Investing Activities	100,813,073	(3,035,223)
C.	Cash Flow from Financing Activities		
	Issue of Equity Shares with Premium	-	-
	Interest Paid on Loan	-	-
	Net Cash Flow from Financing Activities	-	-
	Net Increase/Decrease In Cash & Cash Equivalent	92,982,123	(17,312,591)
	Opening Cash & Cash Equivalent	1,807,983	19,120,574
	Closing Cash & Cash Equivalent	94,790,106	1,807,983

AS PER OUR REPORT OF EVEN DATE ATTACHED FOR AND ON BEHALF OF THE BOARD

FOR RAJENDRA K. GOEL & CO
CHARTERED ACCOUNTANTS
FRN No- 001457N

T.K. SOMANI
DIRECTOR
DIN : 00011233

R. C. KHANDURI
DIRECTOR
DIN : 03048392

(R. K. GOEL)
PARTNER
M.NO. 6154

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE : NEW DELHI
DATED : 30.05.2016

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 1		
SHARE CAPITAL		
AUTHORISED:		
2,00,00,000 EQUITY SHARES (PREVIOUS YEAR 2,00,00,000 EQUITY SHARES) OF Rs. 10/- EACH	200,000,000.00	200,000,000.00
ISSUED, SUBSCRIBED & PAID UP:		
45,69,000 EQUITY SHARES (PREVIOUS YEAR 45,69,000 EQUITY SHARES) OF Rs. 10/- EACH	45,690,000	45,690,000

Reconciliation of the shares outstanding at the beginning and at the end of the period		
EQUITY SHARES AT RS. 10 EACH	AS AT 31.03.2016	AS AT 31.03.2015
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	4,569,000	4,569,000
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
ANY OTHER MOVEMENT (PLEASE SPECIFY)	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	4,569,000	4,569,000

Detail of shareholders holding more than 5% shares in the company		
	AS AT 31.03.2016	AS AT 31.03.2015
NAME OF SHAREHOLDERS	No. of shares / % holding in the class	No. of shares / % holding in the class
M/S INDO POWERTECH LIMITED	16,50,000 / 36.11 %	16,50,000 / 36.11 %
M/S UNI COKE PRIVATE LIMITED	13,05,000 / 28.56 %	13,05,000 / 28.56 %
M/S ALPS VYAPAR PRIVATE LIMITED	5,22,500 / 11.44%	5,22,500 / 11.44%

Terms/rights attached to equity shares

Class of Equity Shares, Par Value, Vote per Share, dividend proposed, Distribution at the time of liquidation of co.

The company has only one class of equity shares having a par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees.

In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 2		
RESERVES & SURPLUS		
- CAPITAL RESERVES	2,000	2,000
- CAPITAL RESERVE ON CONSOLIDATION	898,157	898,157
- SECURITIES PREMIUM RESERVE	84,800,000	84,800,000
SURPLUS/(DEFICIT) IN THE STATEMENT OF PROFIT & LOSS		
BALANCE AS PER THE LAST FINANCIAL STATEMENTS	8,181,364	11,082,891
ADD :- ADJUSTMENT ON ACCOUNT OF USEFUL LIFE OF ASSETS	-	(8,273)
PROFIT FOR THE YEAR	(2,134,115)	(2,893,255)
NET SURPLUS IN THE STATEMENT OF PROFIT & LOSS	6,047,249	8,181,364
TOTAL RESERVES & SURPLUS	91,747,406	93,881,521
NOTE NO- 3		
LONG TERM PROVISIONS		
PROVISION FOR EMPLOYEE BENEFITS		
- PROVISION FOR GRATUITY (REFER NOTE NO. - 18.19)	113,724	167,312
	113,724	167,312
NOTE NO- 4		
OTHER CURRENT LIABILITIES		
- DUTIES & TAXES PAYABLE	856,654	941,424
- EXPENSES PAYABLE	509,471	1,237,454
- OTHER LIABILITIES	-	-
	1,366,125	2,178,878
NOTE NO- 5		
SHORT TERM PROVISIONS		
- FOR INCOME TAX	1,298,530	1,290,000
- PROVISION FOR GRATUITY (REFER NOTE NO. - 18.19)	5,124	4,703
	1,303,654	1,294,703

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722
Note No. - 6

NOTE OF FIXED ASSETS FORMING PART OF THE CONSOLIDATED BALANCE SHEET AND PROFIT & LOSS STATEMENT

PARTICULARS	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	COST AS AT 01.04.2015	ADDITIONS During 2015-16	ADJUSTMENT/ SALES	TOTAL COST AS AT 31.03.2016	TOTAL UPTO 01.04.2015	FOR THE PERIOD 2015-16	DEPRECIATION WRITTEN OFF	TOTAL UPTO 31.03.2016	AS AT 31.03.2016	AS AT 31.03.2014
Furniture & Fixtures	266,685	-	-	266,685	149,900	64,224	-	214,124	52,561	116,785
Office Equipment	3,838,737	-	2,889,058	949,679	728,361	503,629	860,906.35	371,084	578,595	3,110,376
TOTAL :	4,105,422	-	2,889,058	1,216,364	878,262	567,853	860,906	585,208	631,156	3,227,160
Expenditure Pending For Allocation	5,491,727	-	-	5,491,727	-	-	-	-	5,491,727	5,491,727
GRAND TOTAL :	9,597,149	-	2,889,058	6,708,091	878,262	567,853	860,906	585,208	6,122,883	8,718,887
Previous Year	4,479,077	5,118,072	-	9,597,149	41,601	828,388	8,273	878,262	8,718,887	4,437,476

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2016	AS AT 31.03.2015
NOTE NO- 7		
LONG TERM LOANS & ADVANCES		
LOANS AND ADVANCES		
(UNSECURED, CONSIDERED GOOD)		
LOAN TO SOMANI RESEARCH AND EDUCATION FOUNDATION	26,331,875	118,250,000
	26,331,875	118,250,000
NOTE NO- 9		
CASH & CASH EQUIVALENTS		
- BALANCE WITH BANK		
IN CURRENT ACCOUNT	1,772,183	607,654
- CASH ON HAND	15,850	37,354
- FOREIGN CURRENCY IN HAND	2,073	12,975
- OTHER BANK BALANCE		
IN FIXED DEPOSITS (MORE THAN 3 MONTHS & NOT LESS THAN 12 MONTHS)	93,000,000	1,150,000
	94,790,106	1,807,983
NOTE NO- 10		
SHORT TERM LOANS & ADVANCES		
(UNSECURED, CONSIDERED GOOD)		
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED		
- ADVANCE TO CUSTOMER	-	23,524
- ADVANCE TO STAFF	-	86,615
- SECURITY DEPOSITS	500	916,472
- DUTIES & TAXES RECEIVABLE	669,052	463,922
- PREPAID EXPENSES	66,342	139,131
- ADVANCE TAX INCLUDING TDS	1,789,483	2,950,706
- OTHER RECEIVABLE	-	5,055
	2,525,377	4,585,425
NOTE NO- 11		
OTHER CURRENT ASSETS		
- INTEREST RECEIVABLE	7,605,469	8,029,783
	7,605,469	8,029,783

EMERGENT GLOBAL EDU AND SERVICES LIMITED (FORMERLY EMERGENT ENERGY AND SERVICES LIMITED) CIN NO. L80902DL1983PLC209722 NOTES FORMING PART OF THE CONSOLIDATED PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2016	FOR THE YEAR ENDED 31.03.2015
NOTE NO- 12		
REVENUE FROM OPERATION		
- CONSULTANCY INCOME	900,000	785,000
- EDUCATION INCOME	270,261	283,643
- COMMISSION INCOME	121,449	-
	1,291,710	1,068,643
NOTE NO- 13		
OTHER INCOME		
- INTEREST ON FIXED DEPOSIT	1,477,350	633,379
- INTEREST ON LOAN	6,993,285	8,868,750
- GRATUITY LIABILITY WRITTEN OFF	53,167	-
- OTHER INTEREST	81,445	84,694
- MISCELLANEOUS INCOME	13,489	53,898
	8,618,736	9,640,721
NOTE NO- 14		
EMPLOYEE BENEFITS EXPENSE		
- SALARIES & ALLOWANCES	4,053,767	6,746,911
- OTHER BENEFITS	552,306	586,436
- STAFF WELFARE	19,479	3,957
	4,625,552	7,337,304
NOTE NO- 15		
FINANCE COSTS		
- BANK CHARGES	6,001	7,231
	6,001	7,231
NOTE NO- 16		
OTHER EXPENSES		
- RENT CHARGES	1,798,526	2,510,016
- TRAVELING EXPENSES	252,817	713,799
- LEGAL & PROFESSIONAL CHARGES	240,246	130,062
- FEES & SUBSCRIPTION	22,634	31,345
- FILLING FEES	1,191	18,950
- LISTING FEES	224,720	119,101
- BUSINESS PROMOTION EXPENSES	101,337	242,902
- CONVEYANCE EXPENSES	103,210	138,539
- POSTAGE & COURIER EXPENSES	5,063	460
- NET LOSS ON FOREIGN CURRENCY TRANSACTION	77	1,648
- TELEPHONE & INTERNET EXPENSES	137,331	218,125
- ELECTRICITY EXPENSES	247,679	176,199
- REPAIRS & MAINTENANCE	236,887	392,253
- DONATION	-	-
- ADVERTISEMENT EXPENSES	439,849	1,090,051
- SOFTWARE EXPENSES	56,000	187,330
- MISCELLANEOUS EXPENSES	73,087	70,462
- PRINTING & STATIONARY	73,117	121,332
- COMMISSION CHARGES	23,998	-
- SECURITY EXPENSES	455,741	473,420
	4,493,510	6,635,994
NOTE NO- 17		
PAYMENT TO AUDITORS		
- STATUTORY AUDIT FEES (INCLUSIVE OF SERVICE TAX RS. 7,975.00)	62,975	61,798
	62,975	61,798

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

Note No – 18

A. SIGNIFICANT ACCOUNTING POLICIES.

18.1 System of Accounting

The consolidated financial statement of Emergent Global Edu and Services Limited (Formerly Emergent Energy and Services Limited) and its Subsidiary are prepared on an accrual basis of accounting in accordance with generally accepted accounting principle in India and the Accounting Standard 21 on Consolidated Financial Statement, to the extent possible in the same format as that adopted by the Company for its separate financial statement.

18.2 Principle of Consolidation

The consolidated financial statements have been prepared on the following basis:

- a) The financial statement of the Company and its Subsidiary Company have been combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses.
- b) Intra company balances and intra company transactions and resulting profits are eliminated in full.
- c) The Subsidiary considered in consolidated financial statement is Indo Education Private Limited voting power held as at 31st March 2016 is 100% and as at 31st March 2015 100%..

18.3 Method of Accounting

Assets and liabilities are recorded at historical cost. These costs are not adjusted to reflect the changing value in the purchasing power of money.

18.4 Revenue Recognition

Services Income is recognized when service render to customer. Interest income is recognized on accrual basis

18.5 Fixed Assets

Fixed assets are stated at cost of acquisition and subsequent improvement thereto, including taxes, duties, freight and other incidental expenses related to acquisition and installation.

Fixed Assets are stated at cost less depreciation. Depreciation is provided on the written down value at the rates and in the manner specified in Schedule II of the Companies Act, 2013.

18.6 Foreign Currency Transactions

Transactions denominated in foreign currency are normally recorded at the exchange rates prevalent on the date of the transaction. All monetary items denominated if foreign currency remaining outstanding at the end of the year are translated at prevailing exchange rate on the Balance Sheet date and loss/gain if any is appropriately recognized as revenue charge/income.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

18.7 Investments

Investments are considered at cost unless there is a permanent decline in value thereon, in which case, adequate provision is made there against it in the accounts.

18.8 Sundry Debtors

Sundry debtors are stated after making adequate provision for doubtful debts, if any.

18.9 Loans and Advances

Loans & Advances are stated after making adequate provision for doubtful advances, if any.

18.10 Employee Benefits

Short term employee benefits are recognized as an expenses at the undiscounted amount in the Statement of Profit and Loss of the year in which the related service is rendered, Leave Encashment are short term employee benefit and are booked on accrual basis.

Liability for defined benefit plan (gratuity) is provided on the basis of valuation as per the Balance Sheet date carried out by independent actuary. The actuarial valuation method used for measuring the liability is projected unit credit method. The obligations are measured as the present value of estimated future cash flows discounted at rates reflecting the prevailing market yield of India of Government Security as at the Balance Sheet date for the estimated term of the obligations. The estimate of the future salary increase considered takes into account the inflation, seniority, promotion and other relevant factors. The plan is unfunded. The actuarial gain/ loss are recognised immediately in the Statement of Profit and Loss.

18.11 Taxes on Income

Provision for current income tax is made on the basis of the assessable income under the Income Tax Act 1961.

Current tax is the amount of tax payable on the taxable income for the year determined in accordance with the provisions of the Income Tax Act 1961.

Deferred tax asset or liability is recognised for timing differences between the profit/loss as per financial statements and the profit/loss offered for income tax, based on tax rates that have been enacted or substantively enacted at the Balance Sheet date. Deferred Tax Assets are recognised only if there is reasonable certainty that sufficient future taxable income will be available, against which they can be realised. The carrying amount of deferred tax assets is reviewed at each Balance Sheet date and reduced to the extent that it is no longer probable that sufficient taxable income will be available to allow all or part of the deferred tax assets to be utilised.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

18.12 Expenditure during Project Period

Expenditure of Subsidiary Company (M/s Indo Education Private Limited) directly relating to a project/ expansion is capitalised. Indirect expenditure incurred during gestation period is capitalised as part of the indirect cost to the extent to which the expenditure is indirectly related to project or is incidental thereto.

All direct capital expenditure on expansion is capitalised. As regards indirect expenditure on expansion, only that portion is capitalised which represents the marginal increase in such expenditure as a results of capital expansion. Both direct and indirect expenditure are capitalised only if they increase the value of the asset beyond its original standard of performance.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

B. NOTES ON ACCOUNTS.

18.13 Sundry Debtors, Loans & Advances are subject to confirmation.

18.14 Previous year figures have been re-grouped and recast wherever necessary to make them comparable with those of the current year.

18.15 Additional information as required under part II of the Schedule III of the Companies Act, 2013:-

	<u>2015-16</u>	<u>2014-15</u>
Foreign Currency		
a. Expenses in foreign currency	NIL	NIL
b. Earnings in foreign exchange	NIL	NIL
18.16 Managerial Remuneration	<u>2015-16</u>	<u>2014-15</u>
Directors Remuneration	NIL	NIL

18.17 Deferred Tax:

The break-up of deferred tax asset and liabilities is as under:-

Deferred Tax Assets	As on 31.03.2015	During the Year	As on 31.03.2016
Timing Difference on account of			
Ex Gratia	-	42,467	42,467
Leave Encashment	16,262	(16,262)	-
Gratuity	53,153	(16,429)	36,724
Fixed Assets	103,039	(43,582)	59,457
Business Loss	1,647,882	1,058,669	2,706,551
Total Deferred Tax Assets	1,820,336	1,024,863	2,845,199

18.18 Disclosure under Micro, small and Medium Enterprises Development (MSMED) Act, 2006:

As per the information available with the Company and as certified by the management, there are no dues outstanding including interest as on 31st March, 2016 to Micro, Small and Medium Enterprises as defined under the Micro, small and Medium Enterprises Development (MSMED) Act, 2006.

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

18.19 The disclosures as required as per the revised AS 15 are as under:-

- (a) The Company has, with effect from 1st April, 2013 adopted Accounting Standard 15, Employee Benefits (revised 2005), issued by the Institute of Chartered Accountants of India (the 'revised AS 15')
- (b) The company has long-time retirement benefit plan of gratuity at the year end no shortfall remains un provided for. As advised by an independent actuary valuation.
- (c) **Defined benefit plan**
 In accordance with Accounting Standards 15, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the followings assumptions:

As of	31.03.15	31.03.16
Mortality Table	IAL 2006-08 Ultimate	IAL 2006-08 Ultimate
Attrition Rate	02.00%	02.00 % p.a.
Imputed Rate of Interest	07.90%	07.90 % p.a.
Salary Raise	05.00%	05.00 % p.a.
Return on Plan Assets	N.A.	N.A.
Remaining Working Life	22.56 Years	22.75 Years

(i) Change in Present value of Obligations

As of	31.03.2015	31.03.2016
Present Value of obligation At the beginning of the I.V.P.	127,960	172,015
Interest Cost	10,109	13,417
Current Service Cost	86,192	27,917
Benefits Paid	-	-
Actuarial (gain) /loss On obligations	(52,246)	(94,501)
Present value of obligation At the end of the I.V.P.	1,72,015	1,18,848

(ii) Change in the present value of Plan Assets (not relevant)

As of	31.03.2015	31.03.2016
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Expected Return of Plan Assets	-	-
Contribution	-	-
Withdrawals	-	-
Actuarial Gain / (Loss) on Plan Asses	-	-
Fair Value of Plan Assets at the end of the I.V.P.	-	-

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

(iii) Fair Value of Plan Assets

As of	31.03.2015	31.03.2016
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Actual Return on Plan Assets	-	-
Contribution	-	-
Withdrawals	-	-
Fair Value of Plan Assets at the end of the I. V. P.	-	-
Present Value of Obligation at the end of the I. V. P	1,72,015	1,18,848
Funded Status	(1,72,015)	(1,18,848)

(iv) Actual Gain / Loss Recognised

As of	31.03.2015	31.03.2016
Actuarial Gain / Loss on obligations	52,246	94,501
Actual gain / Loss on Plan Assets	-	-
Total Gain / Loss For the I.V.P.	(52,246)	(94,501)
Actuarial Gain / Loss Recognized in the I.V.P.	(52,246)	(94,501)
Unrecognized Actuarial (gain) / loss at the end of the I. V. P.	-	-

(v) Amount to be recognized in the Balance Sheet

As of	31.03.2015	31.03.2016
Present value of the obligations At the end of the I. V. P.	1,72,015	1,18,848
Fair value of the Plan assets At the end of the I. V. P.	-	-
Funded Status	(1,72,015)	(1,18,848)
Unrecognized Actuarial (Gain) / Loss at the end of the I.V.P.	-	-
Net Assets / (Liability) Recognized in the balance Sheet	1,72,015	1,18,848

(vi) Expenses recognized in the statement of Profit & Loss

As of	31.03.2015	31.03.2016
Current Service Cost	86,192	27,917
Interest Cost	-	13,417
Expected Return on plan assets	-	-
Actuarial Gain / Loss Recognized in the I. V. P.	(52,246)	(94,501)
Expenses Recognized in The statement of Profit & Loss	44,055	(53,167)

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)
CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

18.20 Related Parties Disclosure as required by Accounting Standards- 18 issued by ICAI:-

1. Related Parties

a) Associate Companies

- Uni Coke Private Limited
- Indo Powertech Limited

b) Group Companies where Common control exist

- Indo German International Private Limited
- Somani Kuttner India Private Limited
- Northern Exim Private Limited
- Somani Housing Private Limited
- Northern Trading Private Limited
- Indoit Real Estates Limited
- Indo Investment Private Limited
- Prudent Apartments Private Limited
- Meena Properties Private Limited
- Indo Russian International Private Limited.
- Uni Coke Private Limited
- Indo Mercuria International Private Limited
- Indo Powertech Limited
- Indo Macquarie Education Service Limited
- Northern Realtors Private Limited
- Saatvik Housing Private Limited
- Mechel Somani Carbon Private Limited

c) Key Management Personnel

- Mr. T.K. Somani
- Mr. R.C. Khanduri
- Mrs. Sabina Nagpal

2. Transaction with Related Parties

Nature of Transaction	Rs. In Lacs	
	FY 2015-16	FY 2014-15
i) Expenses		
Rent Paid	0.67	0.67

EMERGENT GLOBAL EDU AND SERVICES LIMITED
(FORMERLY EMERGENT ENERGY AND SERVICES LIMITED)

CIN NO. L80902DL1983PLC209722

Notes Forming Part of The Consolidated Balance Sheet and Profit & Loss Statement

18.21 Earnings per share

	<u>2015-16</u>	<u>2014-15</u>
Profit After Taxation (Rs.)	(21,34,115)	(28,93,254)
Number of equity shares as on 31 st March (Nos)	45,69,000	45,69,000
Weighted average number of Share (Nos)	45,69,000	45,69,000
Nominal Values of Shares Outstanding (Rs.)	10	10
Basic & Diluted Earnings per Share	(0.47)	(0.63)

18.22 Notes 1 to 18 form an integral part of the Consolidated Balance Sheet and Profit & Loss Statement of the Company.

AS PER REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD

RAJENDRA K. GOEL & CO.
CHARTERED ACCOUNTANTS
FRN No- 001457N

R.K. GOEL
PARTNER
M.NO. 6154

T.K. SOMANI
DIRECTOR
DIN : 0011233

R. C. KHANDURI
DIRECTOR
DIN : 3048392

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

PLACE: NEW DELHI
DATED: 30.05.2016

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 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 33rd Annual General Meeting of the Company, to be held on Friday, the 30TH day of September, 2016 at 10:30 A.M. at Eminent C-56 Neeti Bagh, New Delhi-110049 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	RESOLUTIONS	Optional	
Ordinary Business		For	Against
1.	Ordinary Resolution for adoption of a) Audited Standalone Financial Statements for the Financial year ended March 31, 2016. b) Audited Consolidated Financial Statements for the Financial year ended March 31, 2016.		
2.	Ordinary Resolution that Mr. Tarun Kumar Somani, retires by rotation and being eligible offers himself for re-appointment, as a Director of the Company.		

3.	Ordinary Resolution under Section 139 of the Companies Act, 2013 for ratification of appointment of M/s Rajendra k. Goel & Co. Chartered Accountants, as Statutory Auditors of the Company and authorizing Board of Directors to fixing their remuneration.		
Special Business			
4.	Ordinary Resolution for appointment of Mr. Rakesh Suri, as an Independent Director.		
5.	Ordinary Resolution for appointment of Ms. Shobha Sahni as a Director liable to retire by rotation.		

Signed this..... day of..... 2016

Affix Revenue
Stamp

Signature of shareholder

Signature of Proxy holder(s)

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)

**33rd Annual General Meeting on Friday, 30th September, 2016 at 10:30 A.M. at 'Eminent', C-56
Neeti Bagh, New Delhi-110049**

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 33rd Annual General Meeting of the Company held on Friday, 30th September, 2016 at 10:30 A.M. at 'Eminent', C-56 Neeti Bagh, New Delhi-110049.

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.



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