

EMERGENT INDUSTRIAL SOLUTIONS LIMITED

(formerly Emergent Global Edu and Services Limited)

CIN L80902DL1983PLC209722

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

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

Email: soti@somanigroup.com; cs@somanigroup.com; Website: www.eesl.in

September 4, 2021

Manager – Listing,
Corporate Relationship Department
Bombay Stock Exchange Limited,
Floor 25, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai –400 001

Scrip Code: 506180

**Subject: Compliance of Regulation 34 of the Securities and Exchange Board of India
(Listing Obligations and Disclosure Requirements), 2015**

Dear Sir,

In compliance of the captioned Regulations, we are enclosing herewith the Annual Report of the 38th Annual General Meeting of the Company to be held on Thursday, the 30th September, 2021.

Thanking you,

Yours faithfully,
For Emergent Industrial Solutions Limited



(Sabina Nagpal)
Compliance Officer

Encl:a/a

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)



THIRTY EIGHTH ANNUAL REPORT

2020-21

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

EMERGENT INDUSTRIAL SOLUTIONS LIMITED

(Formerly EMERGENT GLOBAL EDU AND SERVICES LIMITED)

CIN L80902DL1983PLC209722

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

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

Email : cs@somanigroup.com; sotl@somanigroup.com; website : www.eesl.in

• BOARD OF DIRECTORS	-	Mr. Tarun Kumar Somani Chairman and Non-executive Director
	-	Mr. Rakesh Chandra Khanduri Independent Director
	-	Mr. Rakesh Suri Independent Director
	-	Mrs. Shobha Sahni Women-Non-executive Non-Independent Director
• REGISTERED OFFICE	-	8B, 'Sagar' 6, Tilak Marg New Delhi – 110 001, India
• BANKERS	-	Canara Bank ICICI Bank
• STATUTORY AUDITORS	-	O P Bagla & Co LLP (Chartered Accountants) New Delhi
• SECRETARIAL AUDITORS	-	Kumar Wadhwa & Co. (Company Secretaries), New Delhi
• SHARE TRANSFER AGENT	-	RCMC Share Registry Private Limited 25/1, Okhla Industrial Area, New Delhi
• CHIEF EXECUTIVE OFFICER	-	Mr. Vikash Rawal
• CHIEF FINANCIAL OFFICER	-	Mr. Nitin Kumar
• COMPANY SECRETARY AND LAW OFFICER	-	Mrs. Sabina Nagpal

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NOTICE

Notice is hereby given that the 38th Annual General Meeting of the members of **Emergent Industrial Solutions Limited** (formerly Emergent Global Edu and Services Limited) will be held on Thursday, 30th September, 2021 at 10:30 A.M at Supremework Coworking space, D-57, 100 Feet Rd, Pocket D, Chattarpur hills, Chattarpur Enclave, Chhattarpur, New Delhi, 110074 to transact the following business:

I. ORDINARY BUSINESS:

1. Adoption of Audited Financial Statements

To receive, consider and adopt:

- i. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with reports of Directors and Statutory Auditors thereon.
- ii. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with reports of the Statutory Auditors thereon.

2. Appointment of Director

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.

II. SPECIAL BUSINESS:

3. Re-appointment of Mr. Rakesh Suri as an Independent Director.

To consider and if thought fit, to pass with or without modification, the following resolution as **Special Resolution**:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 read with Schedule IV to the Act (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rakesh Suri (DIN: 00155648), Independent Director, whose first term of office ceases on September 30, 2021 and who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for re-appointment for a second term under the provisions of the Act and the Rules framed thereunder, and in respect of whom the Company has received a notice, in writing, from a Member under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation, to hold office for a second term commencing from September 30, 2021 up to September 30, 2026.”

4. Approval for Related Party Transactions at arm’s length and in ordinary course of business

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

“**RESOLVED THAT** pursuant to the provisions of Section 188 of the Companies Act, 2013 (“Act”) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the Company’s policy on Related Party transaction(s), approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s)/arrangement(s)/transaction(s) with M/s Indo International Trading FZCO, Dubai, being a related party within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of the Listing Regulations, for purchase of Coal, Coke, steel, iron ore, ferro alloys, ores including manganese ore and related raw materials, on such terms and conditions as the Board of Directors may deem fit, up to a maximum aggregate value of Rs. 200 Crore (Rupees Two Hundred Crores) for the financial year 2021-22, provided that the said contract(s)/ arrangement(s)/ transaction(s) so carried out shall be at arm’s length basis and in the ordinary course of business of the Company.

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RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do or perform all such acts, deeds, matters and things, as may be necessary, including finalizing the terms and conditions, methods and modes in respect thereof and finalizing and executing necessary documents, including contracts, agreements and other documents, file applications and make representations in respect thereof and seek approval from relevant authorities including Governmental authorities in this regard if required, and to deal with any matters, take necessary steps as the Board may in its absolute discretion deem necessary, desirable and expedient to give effect to this resolution and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the Members shall be deemed to have given thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to delegate all or any of the powers conferred on it by or under this resolution to any Committee of Directors of the Company and to do all acts and take such steps as may be considered necessary or expedient to give effect to the aforesaid resolution.

RESOLVED FURTHER THAT all actions taken by the Board in connection with any matter referred to or contemplated in this resolution are hereby approved, ratified and confirmed in all respects.”

5. Borrowing of monies in excess of the prescribed limit in terms of the provisions of Section 180(1) (c) of the Companies Act, 2013.

To consider and if thought fit, to pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and the Articles of Association of the Company, the consent of the Company, be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) to borrow any sum or sums of money from time to time, for the purposes of the Company on such terms and conditions and with or without security as the Board of Directors may in its discretion think fit, notwithstanding that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company’s Banker in the ordinary course of Business) may exceed the aggregate paid up share capital of the Company and its free reserves provided however that the total borrowings outstanding at any one time including the monies already borrowed shall not exceed a sum of Rs.100,00,00,000 (Rupees One Hundred Crore only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorised to finalise, settle and execute such documents/ deeds/ writings/ papers/ agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or requisite.”

6. Creation of Charge/Mortgage/hypothecation on the movable and immovable properties of the Company, both present and future, in respect of borrowings, in terms of the provisions of Section 180(1)(a) of the Companies Act, 2013.

To consider and if thought fit, to pass with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the Company be and is hereby given to the Board of Directors of the Company (hereinafter referred to as “the

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Board” which terms shall be deemed to include any Committee thereof) to sell, lease or create such mortgages/ hypothecation and charge in addition to the existing charges/ mortgages and hypothecations created/ to be created by the Company in such form and manner and with such ranking and on such terms as the Board may determine on all or any of the moveable and/ or immoveable properties, both present and future or substantially the whole of the undertaking(s) or the undertaking(s) of the Company for securing any loans/ credit facility obtained or as may be obtained from any lender, financial institution or person or persons from time to time together with interest, costs, charges, expenses and any other money payable by the Company, shall not at any time exceed the limit of Rs.100,00,00,000 (Rupees One Hundred Crore only).

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board be and is hereby authorized to finalize, settle and execute such documents/ deeds/ writings/ papers/ agreements as may be required and do all such acts, deeds, matters and things, as it may, in its absolute discretion deem necessary, proper or requisite.”

By Order of the Board of Directors
For Emergent Industrial Solutions Limited

SD/
(Sabina Nagpal)
Company Secretary and Law Officer

Date:12.8.2021

Place: New Delhi

Notes

- a. The statement pursuant to Section 102 of the Companies Act, 2013 (“the Act”) setting out material facts, in respect of Item No. 3, 4, 5 & 6 is annexed hereto.
- b. **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.**
- 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 Thursday, 23rd September, 2021 to Thursday, 30th September, 2021 (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 at company’s email id: cs@somanigroup.com.
- 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.

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- 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. In compliance with relevant MCA circulars and SEBI Circulars, Electronic copy of the notice of the 38th Annual General Meeting of the Company, annual report, notice of e-voting inter alia indicating the process and manner of e-Voting along with Attendance Slip and Proxy Form is being sent only through electronic mode to all the members whose email IDs are registered with the Company/Depository Participants(s). Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to the Company. Notice of the 38th AGM and the copies of audited financial statements, Board's Report, Auditor's Report etc. will also be displayed on Company's website www.eesl.in and on the website of Bombay Stock Exchange (BSE) www.bseindia.com and on the website of NSDL (agency providing remote e-voting facility) <https://evoting.nsdl.com>. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of 23rd September, 2021.
- i. The Board has appointed Mr. Neeraj Sharma, of M/s Neeraj & Associates, Practicing Company Secretaries, New Delhi (CP No. 23057) 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 forty-eight hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.eesl.in and on the website of NSDL. The results shall also be immediately forwarded to the Bombay Stock Exchange Limited, Mumbai.
- k. The Ministry of Corporate Affairs (MCA) vide circular nos. 17/2011 and 18/2011 dated April 21, 2011 and April 29, 2011 respectively has taken a 'Green Initiative in Corporate Governance' and allowed Companies to send communication to the shareholders through electronic mode. Members are requested to support this Green Initiative by registering/updating their e-mail addresses, in respect of shares held in dematerialized form with their respective Depository Participants and in respect of shares held in physical form with the Company or its Transfer Agent.
- l. The notice of AGM is being sent to those members, whose names appear in the register of members as on Friday, the September 3, 2021.
- m. The Annual General Meeting will be held at the said venue by strictly adhering to the Social Distancing Norms and other Safety Protocols including face masks, hand sanitization, Infrared Thermometer etc. as per the latest guidelines/advisories/SOP's issued by the Ministry of Health & Family Welfare, Govt. of India and the State Govt. amid COVID-19 Pandemic.
- n. The route map of the venue is annexed hereto.
- o. VOTING THROUGH ELECTRONIC MEANS: i) Members can exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means. The facility of casting votes by members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
ii) The remote e-voting will commence on Monday, 27th September, 2021 at 9:00 AM and ends on Wednesday, 29th September, 2021 at 5:00 PM. During this period, the Members of the Company, holding shares either in physical form or in dematerialised form, as on the cut-off date i.e. 23rd September, 2021, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Once the vote on the resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.
iii) Facility for voting through ballot paper shall also be available at the AGM. Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot papers. There shall be no voting by show of hands at the AGM.

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- iv). Members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- p. 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 (10:00 am to 5.00 pm) on all working days except Saturday, up to and including the date of the Annual General Meeting of the Company.

By Order of the Board of Directors
For Emergent Industrial Solutions Limited

SD/

Date: 12.8.2021
Place: New Delhi

(Sabina Nagpal)
Company Secretary and Law Officer

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item No.3

Re-appointment of Mr. Rakesh Suri as an Independent Director.

In accordance with the provisions of the Act, the Board of Directors of the Company and the Members of the Company had approved the appointment of Mr. Rakesh Suri as an Independent Director of the Company, for a term of five years, with effect from September 30, 2016. The current term of Mr. Suri as an Independent Director of the Company would come to an end on September 30, 2021.

Pursuant to the provisions of Section 149 and other applicable provisions of the Act, an Independent Director can hold office for a term of up to five consecutive years on the Board of a Company, and is eligible for re-appointment on passing a Special Resolution by the Company and disclosure of such appointment in the Board's Report.

Mr. Rakesh Suri (DIN 00155648) has vast experience in industrial matters and he is renowned industrialist based at Kanpur. He was appointed as an Independent Director of the Company by the Members in accordance with the provisions of the Section 149 of the Companies Act, 2013 by passing a resolution in AGM held on September 30, 2016.

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

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have, based on Mr. Suri's skill, expertise and performance evaluation, approved the re-appointment of Mr. Suri as an Independent Director of the Company for a second term, with effect from September 30, 2021 till September 30, 2026, subject to the approval of the Members of the Company.

The Company has received a notice, in writing, pursuant to Section 160 of the Act, from a Member proposing the candidature of Mr. Suri, as a Director of the Company.

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The Company has also received from Mr. Suri, a declaration, in terms of Section 149 of the Act and the Rules, stating that he is qualified to be re-appointed as an Independent Director of the Company. In the opinion of the Board, Mr. Suri fulfils the conditions as specified in the Act and the Rules for re-appointment as an Independent Director and that he is independent of the Management.

The Board considers that the association of Mr. Suri would be beneficial to the Company and it is desirable to appoint him as an Independent Director. In compliance with the provisions of Section 149 and the Rules framed there under read with Schedule IV to the Act, the re-appointment of Mr. Suri as an Independent Director is now being placed before the Members at the General Meeting, for their approval.

Mr. Suri is interested in the Resolution mentioned at Item No. 3 of the Notice pertaining to his appointment. Other than Mr. Suri, none of his relatives or no other Director or Key Managerial Personnel or their relatives, are concerned or interested in the Resolution mentioned at Item No. 3 of the Notice.

Item No.4

Approval for Related Party Transactions at arm's length and in ordinary course of business

Approval of the members is sought for the Company to enter into related party transactions in ordinary course of business and on arm's length basis in compliance with the applicable provisions of the Act.

To ensure stability of supplies in terms of quality, quantity and logistics, your Company proposes to enter into transaction(s) for purchase of steel, coal, coke iron ore, ferro alloys and allied raw materials with Indo International Trading FZCo, Dubai (IIT), which is a related party of your Company. The total value of the proposed transaction(s) could reach approx. Rs.200 Crores (Rupees Two Hundred Crores) during financial year 2021-22.

As a good governance practice, approval of the shareholders is being sought for the said Related Party Transaction(s) proposed to be entered into by your Company with IIT in the financial year 2021-22. Pursuant to Rule 15 of Companies (Meetings of Board and its Powers) Rules, 2014, as amended till date, particulars of the transaction(s) with IIT are as follows:

- a) Name of Related Party: Indo International Trading FZCO
- b) Name of Director or KMP who is interested: Mr. Tarun Kumar Somani
- c) Nature of relationship: Common directorship of Mr. Tarun Kumar Somani
- d) Nature, material terms, monetary value and particulars of contracts or arrangements: The transaction involves purchase of coal, coke, steel, iron ore, ferro alloys, ores including manganese ore for an aggregate value of Rs.200 crores (Rupees Two hundred crores only) in the financial year 2021-22.
- e) Background of transaction: Cost effective and consistent supplies of commodities are the key requirements for the Company. The Company intends to procure bulk quantities to ensure consistent quantities.

Rationale for procuring from Indo International Trading FZCO: Indo International by virtue of the quantities it procures is in a better position to negotiate better rates/pricing from global suppliers and miners.

The said transactions have been recommended by the Audit Committee and Board of Directors for consideration and approval of members of the Company.

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The Board of Directors recommend the Ordinary Resolution as set out at Item No. 4 of the accompanying Notice, for Members' approval.

Except Mr. Tarun Kumar Somani along with his relatives, none of the other Directors and Key Managerial personnel of the Company and/or their respective relatives are in any way, concerned or interested either directly or indirectly, in the resolution mentioned at Item No. 4 of this Notice.

ITEM NO. 5

To approve Borrowing powers of the Company U/s 180(1)(c) of the Companies Act, 2013

The Company requires to borrow funds from time to time to meet both its short term and long terms business objectives, from various external agencies like banks, financial institutions, bodies corporate, individuals or other kind of lenders. According to Section 180 (1) (c) of the Companies Act, 2013, the total amount of such borrowings as well as the outstanding at any time cannot exceed the aggregate of paid up capital and free reserves of the Company, except with the consent of the members. The Company felt that the said limit is not adequate and needs enhancement, accordingly the resolution has been proposed to increase the limits of borrowing to Rs. 100.00 Crores (Rupees One Hundred Crores Only). It is recommended that the resolution be passed as Special Resolution. None of the Directors or their relatives or key managerial personnel or their relatives are interested or concerned in the resolution.

Item 6

To approve powers of the Board U/s 180(1)(a) of the Companies Act, 2013

In terms of the provisions of Section 180 (1) (a) of the Companies Act, 2013, a company cannot sell, lease or otherwise dispose-off the whole or substantially the whole of the undertaking or undertakings of the Company without the consent of the Shareholders of the Company by way of a Special Resolution. The operations of the Company have increased substantially and in order to meet the growing funds requirements of the Company, additional funds are required to be raised by creation of security on the immovable/ movable properties of the Company. Since the creation of charge/ mortgage tantamount to otherwise disposing off the undertakings of the Company, it shall be necessary to pass a Special Resolution under Section 180 (1) (a) of the Companies Act, 2013. Therefore, it is proposed to authorize the Board of Directors of the Company to mortgage/ create charge on immovable and/ or movable properties of the Company, both present and future, for securing loan up to Rs. 100 crore (Rupees One Hundred Crore only) as per the requirements of Section 180(1)(a) of the Companies Act, 2013 and the Rules made there under and any other statutory and procedural formalities to be complied with in this regard.

The Board of Directors of the Company recommends the passing of the proposed Special Resolution as contained in the Notice, by Members of the Company. None of the Directors or their relatives or key managerial personnel or their relatives are interested or concerned in the resolution.

By Order of the Board of Directors
For Emergent Industrial Solutions Limited

SD/
(Sabina Nagpal)
Company Secretary and Law Officer

Date: 12.8.2021

Place: New Delhi

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
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Annexure to the Notice

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

(Pursuant to Regulations 26 (4) and 36 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS II) on General Meetings by ICSI)

Particulars	
Name	Mr.Tarun Kumar Somani
Date of Birth	6.12.1960
Qualification	M.Com
Expertise in specific functional areas	Business Development and Finance
Directorship held in other public Companies	INDOIT REAL ESTATES LIMITED
Membership/Chairmanship of committees of other public companies (includes only Audit Committees and Stakeholders Relationship Committee)	Nil
Number of shares held in the company	92,750
Relationship with other directors and key managerial personnel of the company	<i>None</i>

Particulars	
Name	Mr.Rakesh Suri
Date of Birth	26.9.1961
Qualification	Post Graduate in management
Expertise in specific functional areas	Management and Finance
Directorship held in other public Companies	Kanpur-Unnao Leather Cluster Development Company Limited KLC Research Council
Membership/Chairmanship of committees of other public companies (includes only Audit Committees and Stakeholders Relationship Committee)	Nil
Number of shares held in the company	Nil
Relationship with other directors and key managerial personnel of the company	<i>None</i>

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Email : cs@somanigroup.com ; website:www.eesl.in

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 INDUSTRIAL SOLUTIONS LIMITED (formerly EMERGENT GLOBAL EDU AND SERVICES LIMITED)**

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

Name of Member(s) :

Registered address :

E-mail Id :

Folio No/ Client Id:

DP ID :

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

1. Name: Address:

E-mail Id: Signature:

or failing him

2. Name: Address:

E-mail Id: Signature:

or failing him

3. Name: Address:

E-mail Id: Signature:

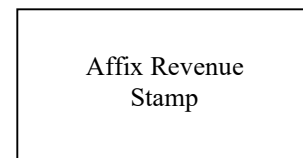
as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting of the Company, to be held on Thursday, the 30th day of September, 2021 at 10:30 A.M. at Supremework Coworking space - D-57, 100 Feet Rd, Chattarpur

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(Formerly Emergent Global Edu and Services Limited)

Hills, Pocket D, Chattarpur Enclave, Chhattarpur, New Delhi, 110074 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	RESOLUTIONS	Optional	
		For	Against
Ordinary Business			
1.	Ordinary Resolution for adoption of: i. The Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with reports of the Directors and Auditors thereon. ii. The Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2021 together with reports of the Auditors thereon.		
2.	Ordinary Resolution to appoint Mr. Tarun Kumar Somani who retires by rotation and being eligible offers himself for re-appointment.		
Special Business			
3.	Special Resolution for Re-appointment of Mr. Rakesh Suri as an Independent Director		
4.	Ordinary resolution for Consent of the members for Related Party Transactions, in ordinary course of business and on arm's length basis		
5.	Special resolution to approve Borrowing powers of the Company U/s 180(1)(c) of the Companies Act, 2013		
6.	Special Resolution to approve powers of the Board U/s 180(1)(a) of the Companies Act, 2013.		

Signed this..... day of..... 2021



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.

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Attendance Slip

(To be presented at the entrance)

38th Annual General Meeting on Thursday, 30th September, 2021 at 10:30 A.M. at Supremework Coworking space - D-57, 100 Feet Rd, Chattarpur Hills, Pocket D, Chattarpur Enclave, Chhattarpur, New Delhi 110074

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 38th Annual General Meeting of the Company held on Thursday, 30th September, 2021 at 10:30 A.M. at Supremework Coworking space - D-57, 100 Feet Rd, Chattarpur Hills, Pocket D, Chattarpur Enclave, Chhattarpur, New Delhi, 110074

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.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:-

The remote e-voting period begins on **Monday, 27th September, 2021 at 9:00 AM** and ends on **Wednesday, 29th September, 2021 at 5:00 PM**.

The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. **September 23, 2021**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **September 23, 2021**.

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

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

Step 1: Access to NSDL e-Voting system





- A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nSDL.com either on a Personal Computer or on a mobile. On the e-Services home page click on the " Beneficial Owner " icon under " Login " which is available under ' IDeAS ' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on " Access to e-Voting " under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nSDL.com . Select " Register Online for IDeAS Portal " or click at https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp

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	<ol style="list-style-type: none"> 2. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 3. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period</p>

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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

- Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
- Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
- A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
- Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

- Password details for shareholders other than Individual shareholders are given below:
 - If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
 - How to retrieve your 'initial password'?
 - If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password

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to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

(ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) [Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

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

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to csneerajsharma7@gmail.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms.Pallavi Mhatre at evoting@nsdl.co.in

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Process for those shareholders whose email ids are not registered with the depositories/company for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs@somanigroup.com or sotl@somanigroup.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@somanigroup.com or sotl@somanigroup.com. If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. [Login method for e-Voting for Individual shareholders holding securities in demat mode.](#)
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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DIRECTORS' REPORT

To,

The Members,

Emergent Industrial Solutions Limited

The Directors have pleasure in presenting their 38th Annual Report on the Business and Operations along with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2021.

FINANCIAL PERFORMANCE

The Financial Performance for the Financial Year ended 31st March, 2021 are summarized below:

(Rs. In Lacs)

S. NO.	PARTICULARS	Standalone		Consolidated	
		2020-21	2019 – 20	2020-21	2019 – 20
1.	Sales and other Income	51,916.48	16,713.96	51,903.84	16,702.70
2.	Expenditure	51,339.51	16,644.99	51,340.43	16,641.96
3.	Profit Before Tax	576.97	68.97	563.41	60.74
4.	Provision for Taxation				
	(1) Current Tax	148.62	18.09	148.62	18.09
	(2) Earlier Year Tax	-	(1.10)	-	2.43
	(3) Deferred Tax	(0.98)	0.60	(3.20)	(5.21)
5.	Profit after Tax	429.33	51.38	417.99	45.43
6.	Other Comprehensive Income	2.59	(1.27)	2.59	(1.27)
7.	Total Comprehensive Income	431.92	50.11	420.58	44.16
8.	Earning Per Equity Share:				
	(1) Basic	9.40	1.12	9.15	0.99
	(2) Diluted	9.40	1.12	9.15	0.99
9.	Equity Share Capital	456.90	456.90	456.90	456.90
10	Other Equity	1,623.60	1,191.68	1,495.82	1,075.24

The Company has adopted Indian Accounting Standard ("Ind AS") notified by the Ministry of Corporate Affairs with effect from 1st April, 2017 and accordingly these Financial Statements have been prepared in accordance with the recognition and measurement principles laid down in the "Ind AS" prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder.

During the year under review, the Company generated revenue from its operations of Rs. 51,391.12 lacs as compared to Rs. 16,578.90 lacs in FY2019-20. It recorded Profit Before Tax of Rs. 576.97 lacs in FY 2020-21, while in FY2019-20 it stood at Rs. 68.97 lacs. Net profit of the company is Rs. 429.33 lacs in the year under review as against Rs. 51.38 lacs in the previous year. The Shareholders' funds increased from Rs. 1648.58 lacs as on 31st March, 2020 to Rs. 2080.50 lacs as on 31st March, 2021.

CHANGE IN NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of the Company during the year under review.

ANNUAL RETURN

Pursuant to Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014, the Annual Return of the Company for the F.Y. 2020-2021 is available on the website of the Company at <http://eesl.in/pdf/annual-report/MGT7%202020-21.pdf>

DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(3)(c) and 134(5) of the Companies Act, 2013, the Board to best of their Knowledge and ability hereby confirm that for the year ended 31st March, 2021:

- a. In the preparation of the annual accounts for the year ended 31st March, 2021, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b. The Directors have 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 ended 31st March, 2021 and of the Profit and Loss of the Company for that period;
- c. The Directors have 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 have prepared the Annual Accounts for the period ended 31st March, 2021 on a going concern basis;
- e. The Directors, have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating effectively;
- f. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

MANAGEMENT DISCUSSION AND ANALYSIS

In terms of the provisions of Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, discussions on state of Company's affairs have been covered as part of the Management Discussion and Analysis (MDA) in a separate section to this Report.

DECLARATION OF INDEPENDENT DIRECTORS

The Company has received necessary declarations from the Independent Director(s) under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence laid down in Section 149(6) of the Companies Act, 2013.

The Independent Directors of the Company have undertaken requisite steps towards the inclusion of their name in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Companies Act, 2013 read with Rule 6 of the Companies (Appointment & Qualification of Directors) Rule, 2014.

STATUTORY AUDITORS

M/s O.P.BAGLA & CO LLP, Chartered Accountants (FRN: 000018N/N500091), was appointed as Statutory Auditors for a period of 5 years from the conclusion of 37th Annual General Meeting till the conclusion of 42th Annual General Meeting of the Company.

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INTERNAL AUDITORS

The Company has duly appointed Ms. Bhawana Jain, Chartered Accountant (Membership No. 88072) as 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.

COST AUDITORS

The provisions of Companies (Cost Records and Audit) Rules, 2014 are not applicable to the Company.

SECRETARIAL AUDITORS

Pursuant to the provisions of the Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, the Board had appointed M/S Kumar Wadhwa & Co., Practicing Company Secretaries as Secretarial Auditors for the Financial Year 2020-21. The Secretarial Audit Report for the Financial Year ended on 31st March, 2021 is annexed to this report. The Report does not contain any qualification/ reservation or adverse remark.

Further, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018, the Company is required to obtain a certificate from a Practicing Company Secretary that none of the Directors on the board of the Company have been debarred or disqualified from being appointed or continuing as directors of Companies by Board/Ministry of Company Affairs or any such statutory authority. The declaration in this regard has been obtained by all the Directors and accordingly the said certificate is being obtained from M/S Kumar Wadhwa & Co., Company Secretaries, which is annexed to this report.

Pursuant to Section 204 of the Companies Act, 2013, M/S Kumar Wadhwa & Co., Company Secretaries, have been appointed as Secretarial Auditors to conduct Secretarial Audit of the Company for the financial year ending 31st March, 2022.

SECRETARIAL STANDARDS

The Directors have devised proper system and process of complying with the Secretarial Standards issued by Institute of Company Secretaries of India ('ICSI') and such systems were adequate and operating effectively. The Company has complied with the provisions of both mandatory and non-mandatory Secretarial Standards issued by the Institute of Company Secretaries of India.

EXPLANATIONS OR COMMENTS BY THE BOARD ON

a. Statutory Auditors 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 Practicing Company Secretary in his Secretarial Audit Report.

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DETAILS OF REPORT OF FRAUD BY AUDITORS

During the year under review the Statutory Auditors and Secretarial Auditors have not reported any instances of frauds committed by the officers or employees of the Company to the Audit Committee as per Section 143(12) of the Act details of which needs to be mentioned in this report.

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

The Company has not made any investments, nor provided any guarantees under the provisions of Section 186 of the Companies Act 2013, during the period under review. The particulars of loans covered under Section 186 of the Companies Act, 2013 have been given in the notes to accounts to the Financial Statements.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All transactions with related parties during the year under review, were reviewed and approved by the Audit Committee and were at arm's length and in ordinary course of business. Prior omnibus approval was obtained from the Audit Committee for related party transactions which were repetitive in nature and in ordinary course of business. The transactions entered into pursuant to the omnibus approval were periodically placed before the Audit Committee for review. All related party transactions entered into during the year were in ordinary course of business and at an arm's length basis. The related party by virtue of the quantities it procures is in a better position to negotiate better rates/pricing from global suppliers and miners, hence the Company proposes to enter into transactions with the Related party.

The disclosure of Related Party Transactions as required in terms of Section 134(3) (h) of the Companies Act, 2013 in Form AOC-2 is annexed hereto. Further the Company has in place, a policy on related party transactions, which is uploaded on Company's website at www.eesl.in.

RESERVES

An amount of Rs.429.33 Lacs (Rupees Four Hundred twenty-nine lac thirty-three thousand only) available for appropriation is proposed to be retained in Profit & Loss account.

DIVIDEND

The Board of Directors have decided to plough back the profits and have hence have not recommended any dividend for the year under review.

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 relates and the date of this report.

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:

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Foreign Exchange Earnings and outgo-

1. Foreign exchange earnings in terms of actual inflows were NIL during the Year.
2. Foreign exchange outgo in terms of actual outflows was Rs.195.23 crores during the Year.

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.

FAMILIARIZATION AND TRAINING OF BOARD MEMBERS

In terms of Regulation 25(7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company familiarized the Independent Directors in the following areas:

- (a) Nature of the Industry in which the entity operates;
- (b) Business model of the entity;
- (c) Role, rights and responsibilities of Independent Directors

Presentations are made to the Board/committees of the board on regular intervals which inter-alia cover the business strategies & reviews, operations, industry developments, management structure, quarterly and year to date financial results, budgets/business plans, review of Internal audit and risk management framework.

Further as per Regulation 46(2)(i) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the required details are as follows:

Details of familiarization program imparted to Independent Directors	FY 2020-21	Cumulative till date
Number of programmes attended by Independent Directors	4	24
Number of hours spent by Independent Directors in such programmes	4	32

SHARE CAPITAL

The paid-up share capital of the Company is Rs.4,56,90,000/- consisting of 45,69,000 equity shares of Rs.10/- each. The Company has not issued any share during the Financial Year. Hence, there are no changes in the share capital of the Company during the Period under review.

CONSOLIDATED FINANCIAL STATEMENTS

The Company has a wholly owned unlisted subsidiary Indo Education Private Limited (CIN: U74999DL2002PTC114185) the said subsidiary is a Board managed company with its Board having the rights and obligations to manage the Company in the best interest of its stakeholders.

As per provisions of Section 129 (3) of the Companies Act, 2013 and Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Consolidated Financial Statements are prepared in accordance with the Indian Accounting Standards prescribed by ICAI. Accordingly, the Consolidated Financial Statements incorporating the accounts of Subsidiary Company along with Auditors Report thereon, forms part of this Annual Report.

PARTICULARS OF REMUNERATION OF EMPLOYEES

The information required pursuant to the Section 197 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- A. The Company had no employee in receipt of remuneration of more than Rs. 1,02,00,000/- (Rupees One Crore Two Lac) p.a. or Rs 8,50,000/- (Rupees Eight Lac Fifty Thousand) 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.
- B. The Directors of the Company have not received any remuneration during the Financial Year under Review.
- C. The Details of remuneration received by Key Managerial Personnel for the Financial year 2020-21 is as under:
- i) Name of KMP: Ms. Sabina Nagpal, Company Secretary
Remuneration: Rs. 15,08,129/- (Rupees Fifteen lakh eight thousand one hundred and twenty-Nine only)
% increase in remuneration: Nil.
% of revenue: 0.03%
- ii) Name of KMP: Mr. Vikash Rawal, Chief Executive Officer (employed part of the year as CEO)
Remuneration: Rs. 3,16,975/- (Rupees Three lakh sixteen thousand Nine hundred and seventy-five Only)
% increase in remuneration: Not applicable
% of revenue: 0.006%
- iii) Name of KMP: Mr. Vipin Yadav, Chief Executive Officer (employed part of the year upto 27.8.2020)
Remuneration: Rs.5,76,293/- (Rupees Five lakh seventy-six thousand two hundred ninety-three Only)
% increase in remuneration: Not applicable
% of revenue: 0.001%
- iv) Name of KMP: Mr. Nitin Kumar, Chief Financial Officer
Remuneration: Rs.8,05,594- (Rupees Eight Lakh five thousand five hundred and ninety-four Only)
% increase in remuneration: Nil.
% of revenue: 0.01%
- D. There are 6 (Six) Permanent Employees in the Company as on 31st March, 2021 as follows.
- Ms. Sabina Nagpal (Company Secretary)
Remuneration: Rs.1,26,375/- (Per Month)
 - Mr. Vikash Rawal (CEO)
Remuneration: Rs.2,49,627/- - (Per Month)
 - Mr. Nitin Kumar (CFO)
Remuneration: 67,562/- (Per Month)
 - Mr. Naresh Sharma
Remuneration: Rs. 21,344/- (Per Month)
 - Mr. Anil Rout
Remuneration: Rs.17,400/- (Per Month)
 - Mr. Amit Kumar Arya
Remuneration: Rs.12,836/- (per month)
- E. The median remuneration for the year 2020-21 is Rs. 67,562/- .
- F. The Percentage increase in the median remuneration of the employees in the financial year is: Nil.
- G. The Company affirms that the remuneration is as per the Remuneration Policy of the Company.

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DIRECTORS

The Board of Directors has an optimum combination of Independent and Non-Executive Directors. As on 31st March 2021, 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.

The Board of the Company comprises of:

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

Mr. Tarun Kumar Somani, (DIN 00011233), Director retires by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting.

NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR

The Board of Directors of the Company met five (5) times during the Financial Year 2020-21.

The Meetings were held on 10.07.2020, 27.08.2020, 14.09.2020, 11.11.2020 and 11.02.2021. The periodicity between two Board Meetings was within 120 days or as permissible by law.

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	5	5	Yes
Mr. Rakesh Chandra Khanduri	5	5	Yes
Mr. Rakesh Suri	5	5	Yes
Mrs. Shobha Sahni	5	4	Yes

The last Annual General Meeting (AGM) was held on September 30th, 2020.

COMMITTEES OF THE BOARD

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 Ind AS – 24 and has reviewed the following mandatory information:

- ✓ Management discussion and analysis of financial condition and results of operations;

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- ✓ 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, 2021, 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 Financial Year ended 31st March, 2021, 4 (Four) Audit Committee Meetings were held on 10.07.2020, 14.09.2020, 11.11.2020 and 11.02.2021. Mr. Rakesh Chandra Khanduri, Chairman of the Audit Committee was present at the last Annual General Meeting held on 30th September, 2020.

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
Mr. Rakesh Suri	4

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

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
Mr. Rakesh Suri

The nomination and remuneration committee met on 11.02.2021.

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.

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SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

The Shareholders/Investors Grievance Committee has been constituted to look into the redressal of investors' grievances. The Committee as on 31st March, 2021 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 31st March, 2021.

MEETING OF INDEPENDENT DIRECTORS

The Independent Directors of the Company met one (1) time during the Financial Year 2020-21. The Meeting of Independent Directors was held on 11.02.2021.

The Composition of the Independent Directors, their attendance at their Meeting is as under:

Name of Director	Number of Meetings	
	Held	Attended
Mr. Rakesh Chandra Khanduri	1	1
Mr. Rakesh Suri	1	1

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

The Company has constituted the Corporate Social Responsibility committee with the following directors:

S. No	Name	Designation	DIN
1.	Mr. Rakesh Suri	Independent Director	00155648
2.	Mr. Rakesh Chandra Khanduri	Independent Director	03048392
3.	Mrs. Shobha Sahni	Non-Executive Director	07478373

The CSR policy of the Company is uploaded on the website of the Company. The Company will incur the necessary CSR expenditure in line with the provisions of Companies Act, 2013 during the year under review.

CEO/CFO Certification

As required under Regulation 17 (8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Chief Executive Officer and the Chief Financial Officer of the Company have furnished necessary certificate to the Board on the Financial Statements presented.

VIGIL MECHANISM AND WHISTLE BLOWER POLICY

The Company has a Vigil Mechanism and Whistleblower Policy in place to enable its Directors and Employees to report genuine concerns, if any 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. The vigil mechanism is uploaded on website of the Company at www.eesl.in.

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SKILLS, EXPERTISE AND COMPETENCE OF THE BOARD

Skills, Expertise and competence is identified by the Board in the context of the business of the Company.

The Board of Directors oversees the functioning of the management comprising of the executives at various levels of the organization and provides necessary guidance and direction towards the attainment of corporate business objectives.

The Company is mainly engaged in imports and international trading of coal, coke, iron ore, steel and ferro alloys etc. The skill sets required for such business and the industry in general and the overall experience in trading of these items, commercial knowledge relevant for such trading, knowledge of foreign trade policy, customs, regulations, international trade agreements, financial knowledge etc.

The above skill sets, expertise and competence are largely available with the Board of Directors of the Company at present.

BOARD EVALUATION

In a separate meeting of Independent Directors, performance of non-Independent Directors, performance of the Board as whole and performance of the Chairman was evaluated.

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 framework of performance evaluation of the Directors captures the following points:

- a) Performance of the directors and key attributes of the Directors that justify his/her extension/continuation on the Board of the Company
- b) Participation of the Directors in the Board proceedings and their effectiveness.
- c) Fulfillment of the Independence criteria and their independence from the management as specified in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification (s) or enactment thereof for the time being in force) in case of Independent Directors,
- d) The evaluation of its own performance by Board of Directors as a whole and of its committees and individual Directors was conducted based on the criteria and framework adopted by the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Board's functioning such as composition of the Board and committees, experience and competencies, performance of specific duties and obligations, governance issues, participation and effectiveness.

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.

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 31st March, 2021.

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 regulatory authority or court or tribunal affecting the going concern status and Company's operation in future.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

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

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 ('POSH Act'). An Internal Complaints Committee has been set up to redress complaints on sexual harassment. The Company affirms that during the year under review, no complaints were received by the Committee under the said Act.

GREEN INITIATIVE

In support of "Green Initiative" taken by the Ministry of Corporate Affairs ("MCA") by allowing service of documents by a Company to its Members through electronic mode, the Company will continue to send various communications and documents like notice calling general meetings, audited financial statements, directors' report, auditor's report etc., in electronic form, to the email address provided by the Members to the Depositories or to the Company. Your Company impresses upon its shareholders to contribute to this green initiative in full measure by registering their e-mail addresses, in respect of electronic holdings with the Depository through their concerned Depository Participant. Members whose e-mail ID is not registered with the Company/Depositories are requested to take necessary steps for registering the same so that they can also become a part of the initiative and contribute to the Green Movement.

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

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, 2021. The CEO certificate to this effect forms part of this report.

Compliance with Regulations

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

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 advises them on procedure to be followed and disclosures to be made while dealing with the Shares of the Company.

Accounting Standards

The Company has followed the Indian Accounting Standards (Ind-AS) as prescribed.

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, Jansatta (Hindi Edition) newspapers and are also uploaded on the website of the Company at www.eesl.in.

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Annual General Meeting (AGM) details

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

Year	Date	Time	Venue
2020	September 30	10.30 A.M	Start-up Tunnel, D-57, 100 Feet Rd, Chattarpur Hills, Pocket D, Chattarpur Enclave, Chhattarpur, New Delhi, 110074
2019	September 30	10.30 A.M	GH Arbitration Centre, A-8,Pamposh Enclave, Delhi-110048
2018	September 29	10.30 A.M	GH Arbitration Centre, A-8,Pamposh Enclave, Delhi-110048

All resolutions moved at the Last Annual General Meeting were passed by requisite majority of members through e-voting and through Ballot papers.

Following Special Resolutions were passed at the last three Annual General Meetings.

a) Special Resolution at AGM 2020:

- Date of AGM- 30.09.2020
- Voting Period – 27.09.2020 to 30.09.2020
- Declaration of result: 1.10.2020
- Special Resolutions passed:

For increase in limits for making investments/extending loans, giving guarantees or providing securities in connection with loans to any persons/bodies corporates

Following Special Resolutions were passed through postal ballot during Last three years.

b) Postal Ballot 2018:

- Date of Postal Ballot Notice- 14.6.2018
- Voting Period – 21.6.2018 to 21.7.2018
- Declaration of result: 23.7.2018
- Special Resolutions passed:

- i) Alteration of Object Clause of MOA of the Company
- ii) Adoption of new set of Articles of Association of the Company.

c) Postal Ballot 2020:

- Date of Postal Ballot Notice 24.2.2020
- Voting Period: 28.2.2020 – 30.3.2020
- Declaration of result: 31.3.2020
- Special Resolutions passed:

- i) Special Resolution for Change in the name of the Company and consequential amendment in Memorandum and Articles of Association of the Company

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GENERAL SHAREHOLDERS INFORMATION

i. 38th Annual General Meeting

Date : 30th September, 2021

Time : 10:30 A.M

Venue: Supremework Coworking space - D-57, 100 Feet Rd, Chattarpur Hills, Pocket D, Chattarpur Enclave, Chhattarpur, Delhi, 110074

ii. Date of Book Closure

The Company's Register of Members and Share Transfer Books will remain closed from Thursday, 23th September, 2021 to Thursday, 30th September, 2021 (both days inclusive).

iii. Financial Year: 1st April to 31st March

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

v. Stock/Scrip Code: EMERGENT/506180

vi. Registrar and Share Transfer Agents

M/S RCMC Share Registry Private Limited,

Registered Office:

B-25/1, Okhla Industrial Area

Phase-II,

New Delhi - 110020.

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 31st March, 2021, 4568950 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. Tentative Financial Calendar for Financial Year 2021-22

Financial results for the first quarter ended June 30, 2021-August 2021

Financial results for the second quarter ended September 30, 2021-November 2021

Financial results for the third quarter ended December 31, 2021- February 2022

Financial results for the fourth quarter ended March 31, 2022- May 2022

x. Market Price Data

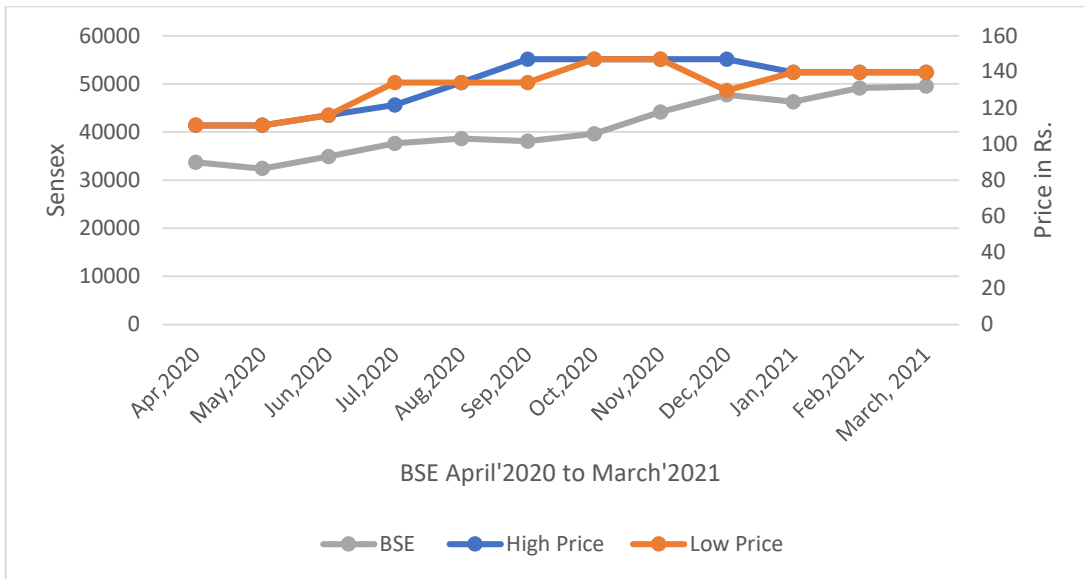
Following is the month-wise high/ low price data of the shares of the Company on BSE for Financial Year 2020-21:

Month	High Price	Low Price
April, 2020	110.40	110.40
May, 2020	110.40	110.40
June, 2020	115.90	115.90
July, 2020	134.00	121.65

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August,2020	134.00	134.00
September, 2020	147.00	134.00
October, 2020	147.00	147.00
November, 2020	147.00	147.00
December, 2020	147.00	139.65
January, 2021	139.65	139.65
February, 2021	139.65	139.65
March, 2021	139.65	139.65

xi. Share Price performance in comparison to BSE Sensex Share Price Movement



xii. Shareholding Pattern as on 31st March, 2021

S. No	Category	No. of Shares	% of shareholding
1.	Promoters	3373600	73.84
2.	Financial Institutions, Banks and Mutual funds	-	-
3.	Foreign Portfolio Investors	425000	9.30
4.	Private Corporate Bodies	522601	11.44
5.	NRI/ OCBs	77548	1.70
6.	Indian Public	170251	3.72
	Total	4569000	100.00

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xiii. Distribution Schedule of Shareholding as on 31st March, 2021

No. of Equity Shares.	No. of Shareholders	% to Total	No. of Shares held	% to Total shareholding
1 Up to 500	92	77.31	3830	0.08
501 to 1000	2	1.68	1188	0.03
1001 to 2000	3	2.52	4365	0.10
2001 to 3000	5	4.20	11786	0.27
3001 to 4000	0	0.00	0	0.00
4001 to 5000	1	0.84	4050	0.09
5001 to 10000	3	2.52	25228	0.54
10001 & Above	13	10.93	4518553	98.89
	119	100.00	4569000	100.00

xiv. Address for Correspondence

The shareholders may address their communication/ suggestion/ grievances/ queries to the Company's registered office or its 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 the address given at sub-clause vi of General Shareholders Information.

xv. Compliance Officer

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

Compliance Officer

Emergent Industrial Solutions Limited

8B, Sagar 6, Tilak Marg,

New Delhi-110001

E-mail: cs@somanigroup.com

Phone: 011-23782022

Fax: 011-23782806

xvi. 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 31st March, 2021 is Rs. 4,56,90,000 (Rupees Four Crores Fifty-Six Lacs Ninety Thousand) and Rs. 20,80,50,029/- (Rupees Twenty Crores Eighty Lakh Fifty Thousand and Twenty-Nine only) respectively.

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ACKNOWLEDGEMENTS

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 Financial 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 INDUSTRIAL SOLUTIONS LIMITED

SD/

SD/

DATE: 12.08.2021

PLACE: New Delhi

(RAKESH CHANDRA KHANDURI)

(DIRECTOR)

DIN: 03048392

TARUN KUMAR SOMANI

(DIRECTOR)

DIN:00011233

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

COMPANY OVERVIEW

The objective of this report is to convey the Management's perspective on the external environment and steel industry, as well as strategy, operating and financial performance, material developments in human resources and industrial relations, risks and opportunities and internal control systems and their adequacy in the Company during the financial year 2020-21. This report should be read in conjunction with the Company's financial statements, the schedules and notes thereto and other information included elsewhere in this Annual Report. The Company's financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') complying with the requirements of the Companies Act, 2013, ('Act') and regulations issued by the Securities and Exchange Board of India ('SEBI'), each as amended from time to time.

The Company is primarily into international trading of Steel, Low ash Metallurgical Coke, carbon, iron-ore, Coal, Coke and Petroleum Coke products, Manganese ore, ferro alloys and other allied products etc, for supply to various steel and ferro alloys industries.

EXTERNAL ENVIRONMENT AND FUTURE OUTLOOK

Macroeconomic condition

Global GDP contracted by 3.5% in 2020 as governments in both developed and emerging economies took measures to contain the spread of the COVID-19 virus. The response by policy makers prevented a collapse that would have been at least three times worse, and the medium-term losses for the global economy are expected to be smaller than the global financial crisis.

While China is forecasted to continue its rapid growth in 2021, Latin America and the Europe is expected to lag behind. US saw overall GDP decline of 3.5%. India's economy rebounded quickly from one of the world's longest and most stringent lockdowns, which also came with steepest fall in GDP in Q2. Real GDP grew by 0.4% in Q3FY2021 after a contraction in the previous two quarters. Real GDP is estimated to have contracted by ~8% in FY 2020-21.

Economic Outlook

The accelerating rollout of COVID-19 vaccines in many advanced economies has set the stage for rapid recovery in the second half of this year and into 2022. Advanced economies are expected to remain less affected by the virus this year and beyond, with low-income countries and emerging markets suffering more. While, the global economy is expected to recover to its pre-pandemic level of output in 2022, the emerging-market and developing economies are expected to take until 2023 to recover to the pre-pandemic level.

Indian Economy

India saw a gradual resumption of economic activity from Q2-FY 2020-21. The initial recovery was driven by government spending on infrastructure, exports and rural economy. The recovery gained momentum since August 2020 with pickup in consumption demand driven by festive buying and return of urban consumption. However, as per World bank the growth projections for FY 2021-22 have been revised to be below 8.3% due to the acute resurgence of the virus in the country, as many cities and states again went into lockdown. While the growth will depend upon the trajectory of the pandemic, the overall impact on the economy is expected to be less severe than last year.

India is expected to witness a full economic recovery in H2FY2022 driven by (a) ongoing vaccination drive supporting the current recovery momentum; (b) restart of investment cycle with significant spending on infrastructure and (c) continued recovery in consumption supported by urban demand, accentuated by work-from-home and preferences for personal mobility along with rising rural income and affordability.

However, normal growth levels are expected to be seen in FY 2022-23 only, provided no further economic disruption occurs and success of the ongoing vaccination drive.

STEEL INDUSTRY

Global Steel Industry

Disruption on both demand and supply resulted in global steel demand in 2020 to fall by 0.2% against a growth of 3.7% in 2019. According to World Steel Association the total demand in 2020 was 1,772 MnT against 1,775 MnT in 2019. The impact of COVID-19 has been much more benign for the steel industry due to resurgent demand in China and better than expected post lockdown recovery globally in second half of 2020. China and Turkey were two key countries that saw an increase in finished steel demand of 9% and 13% respectively in 2020. North America and the European Union ('EU') have experienced strong decline in steel demand owing to the COVID-19 pandemic. Both regions experienced demand decline of around 11%-16%. India also contributed to global declined by 13.7% to 88.5 MnT in 2020 against 102.6 MnT in 2019.

Up to 30% of global steelmaking capacity (excluding China) was idled or production at steel mills significantly reduced in response to a pandemic-induced drop in demand. However, the recovery in automotive production and white goods manufacturing was quicker than expected when the strictest lockdown measures were lifted. The construction sector was less affected, as it was supported by government stimulus schemes in many regions. As a result, steel prices rallied in all regions in late 2020.

Outlook for steel industry

Steel demand is expected to be strong due to recovery in manufacturing businesses around the world and global fiscal stimulus supporting infrastructure projects. The outlook for 2021 is expected to be positive because of the unprecedented fiscal stimulus provided by the governments across Europe, the US, Japan, Korea, Russia and China. These stimulus packages are expected to spur growth in these nation's respective infrastructure sectors, boosting steel demand. China is expected to grow by 5% in 2021 with continuation of healthy demand conditions especially in the first half of 2021. Steel demand in key emerging economies (like India, Turkey) and Europe is expected to witness double digit recovery while Asia and Middle-East are likely to grow by 5%.

While it is expected that steel prices will consolidate closer to historical levels, prices are likely to remain high supported by (i) strong iron ore prices, (ii) rebound in coking coal prices, (iii) positive impact from stimulus plans, and (iv) improved business confidence from the roll-out of vaccines. Strong rebound of demand in 2021, in addition to supply-side reforms in China could lead to higher steel prices globally.

Indian Steel Industry

India's steel industry has also suffered the production loss due to lockdown last year and recovered gradually since then, initially driven by export followed by gradual recovery in domestic demand. Strong rebound in manufacturing and infrastructure development activity has led to a sharp rise in both production and consumption of steel in India. In 2021, India's steel demand is expected to grow by 20% over 2020, taking the demand higher than the pre-pandemic level of 103 MnT, driven by strong infrastructure spending and sustained demand of automotive and consumer durables.

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FINANCIAL PERFORMANCE

In the year under review the company was in 3rd year of its changed line business of trading in steels, coal, coke and related raw materials etc. Due to growth in infrastructure and domestic consumption the company performed well in the current year.

(Rs. in lacs)

	2020-21	2019-20
Revenue from operations	51391.12	16578.90
Other income	525.36	135.06
EBITDA	619.70	78.58
Depreciation and amortization expenses	5.55	1.12
Interest expenses	37.18	8.49
Profit before tax	576.97	68.97
PAT	429.33	51.38
Other Comprehensive Income (net of taxes)	2.59	(1.27)
Total comprehensive income for the year	431.92	50.11

During the year under review, the Company generated revenue of Rs. 51,391.12 lacs as compared Rs. 16,578.90 lacs in FY2019-20. It recorded an EBITDA of Rs. 619.70 lacs in FY 2020-21, while in FY2019-20 EBITDA stood at Rs. 78.58 lacs. Net profit of the company is Rs. 429.33 lacs in the year under review as against Rs.51.38 lacs in the previous year. The cash flows of the Company in FY 2020-21 is (-) Rs. 533.55 lacs as compared to (-) Rs. 1414.29 lacs in 2019-20. The Shareholders' funds increased from Rs. 1648.58 lacs as on 31st March, 2020 to Rs. 2080.50 lacs as on 31st March, 2021.

Details of significant changes (i.e. change of 25% or more compared to the immediately previous financial year) in key financial ratios, alongwith detailed explanations

Particulars	2020-21	2019-20	Change	Change (%)
Current Ratio – Note 1	2.08	1.05	1.03	98.10%
Debtor turnover - Note 2	0.02	-	0.02	100.00%
Interest Coverage Ratio- Note 3	16.52	9.12	7.40	81.14%
Operating Profit Margin – Note 4	0.45%	0.64%	-0.19%	-29.69%
Net Profit Margin – Note 5	0.83%	0.31%	0.52%	167.74%
Return on Net worth– Note 6	20.64%	3.12%	17.52%	561.54%

Notes

The Current ratio has increased from 1.05 to 2.08 primarily due to adjustments of advances received from customers in the year under review. This is basically reversal of reduction in current ratio for the year for the 2019-20.

- Debtors as on 31/03/2021 mainly pertained to LC interest charges receivable from the customers. The Company does not sell material on credit to its customer thus, it is short term in nature.
- The company did not borrow during FY2020-21, the company booked usance interest paid to bank against LC discontinuing and these charges are reimbursed by the respective customers to the company. Interest received from customers is shown under Interest income.
- The Operating Profit Margin decreased from 0.64% in FY2020 to 0.45% in FY2021, due to lesser realization of sales in terms of price. It is temporary in nature.

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4. Due to increase in non-core income in the year under review, the Net Profit Margin increased to 0.83% in FY2021 from 0.31% in FY2020.
5. The increase in return on Net-worth from 3.12% in FY2020 to 20.64% in FY2021, is in line with increase in Net profit margin during the year under review.

OPPORTUNITIES AND THREATS

Opportunities:

- Government's focus on strengthening the domestic manufacturing base under the flagship "Atmanirbhar Bharat" programme. The Production Linked Incentive scheme has been introduced to boost the manufacturing sector in industries like automobile & auto components, consumer durables, solar equipment, telecom, etc. These are expected to boost steel consumption.
- Government has announced an investment of over ₹1 trillion in infrastructure over the next 5 years. This would be a key growth driver not only for steel industry but will also be a multiplier of growth across the sectors, boosting steel demand from sectors such as transportation, real estate and infrastructure.
- Emergence of new trends after COVID-19 such as work from home, preference to physical distancing would create additional demand for furniture, personal mobility, etc. In addition, the rise in e-commerce activity will support the growth of warehousing and light commercial vehicles.

Threats:

- Resurgence of infections leading to fresh lockdowns, both localised as well as regional / national level resulting in disruption in economic activity.
- Heavy dependence of agriculture sector on monsoon. In last 2 years, a normal monsoon has supported the growth in agriculture sector.
- Slower recovery in contact-based services, which is an integral part of Indian economy and affects lives & livelihood of service sector.
- The growth-oriented government agenda will drive India's steel demand up, while private investment will take longer to recover.
- Constrained development due to slowdown in economy.
- Severe competition in the pellet Industry from both domestic and international markets.
- Divergent global market environment.

RISKS AND CONCERNS

The identification and evaluation of risks play a crucial part in the sustainability of any organization. The Company adopted a robust risk management framework for identifying and evaluating risks and opportunities.

Key Risks and concerns

Adverse global and domestic demand-supply dynamics: Global demand and supply dynamics impact the Company's ability to reach beyond the domestic markets and cater to a diverse customer base. The company is growing its presence in various domestic markets and widening its customers base to manage this risk.

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(Formerly Emergent Global Edu and Services Limited)

Volatility: Demand and raw material prices have both been volatile because of volatility in consumer industries and short-term raw material sourcing contracts. This has created more prospects for integration opportunities in raw materials and energy supply and strategic purchasing options.

Cyclical nature of the steel industry: To overcome the cyclical nature of the steel industry, it is essential to have a foothold in various markets that have different cyclical patterns, as this helps the Company to leverage market opportunities. The company is serving the domestic markets of western and eastern India and is also exploring to cater to international markets.

Disruption of business activities: A proactive risk management approach enables the Company to eliminate disruption of business activities.

HUMAN RESOURCES DEVELOPMENT

Human resource has always been one of the most valued stakeholders and a key differentiator for our company. The company appreciates the determination, drive and dedication of its people, recognizing them as a key to success of the business. To enable the organization to attain its full potential, it is imperative for the company to create and maintain an ideal work culture thus creating an engaged and skilled workforce capable of delivering on the commitments to our stakeholders and in the process, making us 'Future Ready'- structurally, financially and culturally. The employees are encouraged to put in their best. Efforts are made to follow excellent Human Resource Practices.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has Internal Controls systems, commensurate with the size, scale, and complexity of the Company's operations. The Board of Directors of the Company is responsible for ensuring that controls have been laid down by the Company and that such controls are adequate and operating effectively. The internal control framework has been designed to provide reasonable assurance with respect to recording and providing reliable financial and operational information, complying with applicable laws, safeguarding assets from unauthorised use, executing transactions with proper authorisation and ensuring compliance with corporate policies. The Company's internal control systems are commensurate with the size and operations of the business and is in line with requirements of the Companies Act, 2013.

CAUTIONARY STATEMENTS

Statements in the Management Discussion and Analysis describing the Company's objectives, projections, estimates, expectations may be "forward looking statements" within the meaning of applicable securities laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could influence the Company's operations include economic developments within the country, demand and supply conditions in the industry, input prices, changes in Government regulations, tax laws and other factors such as litigation and industrial relations.

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CEO AND CFO CERTIFICATE

We, Vikash Rawal, Chief Executive Officer and Nitin Kumar, Chief Financial Officer do certify that:-

a) We have reviewed the financial statements and cash flow statement for the year ended 31st March, 2021 and to the best of our knowledge and belief:

- i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii) these statements together present a true and fair view of the Company's affairs and are in compliance with the existing Accounting Standards and applicable laws and regulations.

b) To the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2021 are fraudulent, illegal or violative of the Company's code of conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting. Deficiencies in the design or operation of such internal controls, if any, of which we are aware have been disclosed to the auditors and the Audit Committee and steps have been taken to rectify these deficiencies.

- d) i) There has not been any significant change in internal control over financial reporting during the year under reference;
- ii) The Company has adopted Ind AS from 1st April, 2017 and accordingly complied with the relevant accounting policies and disclosures as per the accounting standards.
- i) We are not aware of any instance during the year of significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

BY ORDER OF THE BOARD
For EMERGENT INDUSTRIAL SOLUTIONS LIMITED

SD/

SD/

Date: 12.8.2021
Place: New Delhi

(VIKASH RAWAL)
CHIEF EXECUTIVE OFFICER

(NITIN KUMAR)
CHIEF FINANCIAL OFFICER

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
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ANNUAL CERTIFICATE UNDER REGULATION 34 (3) READ WITH PART D OF SCHEDULE V OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

DECLARATION

As required under Regulation 34 (3) read with part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, I, Vikash Rawal, Chief Executive Officer of the Company do hereby declare that all Members of the Board of Directors of the Company and the Senior Management personnel of the Company have affirmed compliance with the Code of Conduct of the Company for the year ended March 31, 2021.

BY ORDER OF THE BOARD
For EMERGENT INDUSTRIAL SOLUTIONS LIMITED

SD/

Date: 12.8.2021

Place: New Delhi

(VIKASH RAWAL)
CHIEF EXECUTIVE OFFICER

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2021

[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,

The Members of

EMERGENT INDUSTRIAL SOLUTIONS LIMITED

(Formerly 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 INDUSTRIAL SOLUTIONS 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, 2021, 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:

- We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/S EMERGENT INDUSTRIAL SOLUTIONS LIMITED ("The Company")** for the period ended on 31st March, 2021 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;
 - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
 - IV. 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;
 - V. 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, 2015;

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- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **Not Applicable as company has not issued any further Capital under Regulation during the Financial Year under review.**
- d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **Not applicable as the Company has not issued any security (ies) under the ESOP Scheme during the Financial Year under review.**
- e. The Securities and Exchange Board of India (issue and Listing of Debt Securities) Regulations, 2008: **Not applicable as the Company has not listed any Debt Securities during the Financial Year under review.**
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client; **Not applicable as Company is not registered as Registrars to an issue and share transfer agent during the Financial Year under review.**
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009. **Not Applicable as the Company was not delisted/proposed to delist its equity shares from Bombay Stock Exchange during the Financial Year under review.**
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable as the Company was not bought back/ proposed to bought back any of its securities during the Financial Year under review.**
- i. The Company has complied with the requirements under the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 entered into with BSE Limited, Mumbai; and
- h. The Memorandum and Articles of Association.

➤ **We 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 Obligations and Disclosure Requirements) 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 Obligations and Disclosure Requirements) Regulations 2015 etc. mentioned above.

➤ **We further report that the Company has, in our opinion, complied with the applicable provisions of the Companies Act, 1956 and the provisions of Companies Act, 2013 as notified by Ministry of Corporate Affairs and rules made there under along with 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;

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- f) The Meetings of Directors and Committees of Directors including passing of resolutions by circulation;
- g) The 37th Annual General Meeting held on 30th September 2020;
- 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 III 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.

➤ **We further report that:**

- The Board of Directors of the Company is duly constituted with optimum combination of Non-Executive Directors and Independent Directors and Woman Director. There is no change in the composition of the Board of Directors during the period under review.
- 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, and a system exists for seeking and obtaining further information and clarification on the agenda items before the meeting and for meaningful participation at the meeting.
- 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;

➤ **We 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.

➤ **We further report that**

- During the audit period there was no specific event/ action has major impact on the affairs of the Company in pursuance of above referred laws, rules, regulations, guidelines, standards etc.

FOR KUMAR WADHWA & COMPANY

Company Secretaries

SD/

SANJAY KUMAR

(Partner)

C.P NO: 7027

Place: New Delhi

Date: 12.08.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to with Regulation 34 (3) read with Schedule V, Para C, Sub-clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

To

The Members,

Emergent Industrial Solutions Limited

(Formerly Emergent Global Edu and Services Limited)

We have examined the relevant registers, records, forms, returns, and disclosures of Emergent Industrial Solutions Limited (Formerly Emergent Global Edu and Services Limited) CIN L80902DL1983PLC209722 having its Registered Office at 8B, Sagar Apartments, 6, Tilak Marg, New Delhi-110 001, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulations 34 (3) read with Schedule V, Para C, Sub-clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and the explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended 31st March, 2021, have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other statutory authority.

Sr.No.	Name of Director	DIN
1.	Mr.Tarun Kumar Somani	00011233
2.	Mr.Rakesh Chandra Khanduri	03048392
3.	Mr.Rakesh Suri	00155648
4.	Mrs.Shobha Sahni	07478373

FOR KUMAR WADHWA & COMPANY

Company Secretaries

SD/

Place: New Delhi

Date: 12.08.2021

SANJAY KUMAR

(Partner)

C.P NO: 7027

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

Form 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, 2014.

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 arm's length transaction under third proviso thereto.

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

Details of material 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 International Trading FZCO Common director
b)	Name of the Director or KMP who is related	Mr. Tarun Kumar Somani
c)	Nature of interest	Financially or otherwise.
b)	Nature of contracts/arrangements/transaction	Sale and Purchase of goods.
c)	Duration of the contracts/arrangements/transaction	Depends on contract-to-contract basis. Generally, 90 days from Bill of Lading
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Goods to be purchased by the Company from Related Party at prevailing market prices for onward sale to customers in India. Payments to be made after receipt of payments from customers.
e)	Date of approval by the Board	10.07.2020
f)	Amount paid as advances, if any	Nil

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Indo Investments Private Limited Relative of Director is a director in this Company
b)	Name of the Director or KMP who is related	Mr. Tarun Kumar Somani
c)	Nature of interest	Financially or otherwise.
b)	Nature of contracts/arrangements/transaction	Lease of Property.
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 taken of property for 11 months at a monthly rent of 50,000 pm.
e)	Date of approval by the Board	10.07.2020
f)	Amount paid as advances, if any	Nil

By and on behalf of Board of Directors

For EMERGENT INDUSTRIAL SOLUTIONS LIMITED

SD/

SD/

DATE: 12.08.2021

(RAKESH CHANDRA KHANDURI)

TARUN KUMAR SOMANI

PLACE: New Delhi

(DIRECTOR)

(DIRECTOR)

DIN: 03048392

DIN:00011233

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

INDEPENDENT AUDITOR'S REPORT

To the Members of
Emergent Industrial Solutions Limited
(FORMERLY EMERGENT GLOBAL EDU & SERVICES LTD.)

Report on the Audit of the Ind AS Financial Statements

Opinion

We have audited the Standalone Ind AS financial statements of **Emergent Industrial Solutions Limited** ("the Company"), which comprise the balance sheet as at March 31, 2021, the statement of Profit and Loss, including the statement of other Comprehensive Income, Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS financial statements, give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, the profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics.

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

Key Audit Matters	How our Audit Addressed the matter
<p>Procurement and physical verification of inventory- The Company incurs significant costs on procurement of inventory in bulk. The inventory is susceptible to risk of incorrect weighing or measurement. Sound procurement processes involving critical attributes of inventory are required to mitigate this risk.</p> <p>Further, the Company follows volume-based method for physical verification of inventory which involves a wide range of attributes such as the height of stockpiles, area of spread, etc. making the measurement of inventory complex and sensitive to the attributes.</p> <p>In view of the above, we have identified the confirmation of physical inventories as a key audit matter.</p>	<p>Our procedures included and were not limited to the following:</p> <ul style="list-style-type: none"> • We evaluated the design and implementation of key internal controls relating to acceptance of goods. We also tested the operating effectiveness of such controls through a combination of procedures involving observation, re-performance and inspection of evidence of samples selected. • We performed substantive testing by selecting samples (using statistical sampling) of purchase transactions recorded during the year by examining the underlying documents such as supplier invoices, goods receipt notes, e-way bill etc. • Assessed the appropriateness of the underlying data and estimates used for calculation of the yield ratio and compared the same with the previous years. • Tested the manual journal entries to identify unusual items.

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	<ul style="list-style-type: none"> We assessed the appropriateness of the Company's standard operating procedures for conducting, recording and reconciling physical verification of inventory. On a sample basis, we verified reconciliation of inventory as per physical verification report received from stock-keeper with the corresponding book records.
<p>Revenue Recognition - Recognition of Revenue, measurement, presentation and disclosure as per Ind AS-115 "Revenue from Contracts with Customers".</p> <p>(Refer Note No. 29.4 of Accounting Policy)</p> <p>There is possibility for material misstatement within revenue, particularly in relation to revenue being recorded in the different period, due to cut off errors or management bias.</p> <p>We considered this to be a key audit matter.</p>	<p>Our audit procedures includes and were not limited to:</p> <ul style="list-style-type: none"> On a sample basis we performed testing to verify physical deliveries of product in the year to ascertain transfer of control. We performed revenue cut-off testing, by reference to shipment / bill dates of sales recorded either side of the financial year end had legally completed. Selected a sample of sales contracts and read, analyzed and identified the distinct performance obligations in these contracts; and We performed walkthroughs to understand the key processes and identify key controls related Ind AS 115 "Revenue from Contracts with Customers" Reconcile revenue with the Returns submitted to Government Authorities and if any difference occurs then apply further audit procedures.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the Standalone Ind AS financial statements and our auditor's report thereon.

Our opinion on the Standalone Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the 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 IND AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards(Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards)Rules,2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of 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 Standalone Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error

In preparing the Standalone Ind AS financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the

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Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those Board of Directors are also responsible for overseeing the company's financial reporting process

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern
- Evaluate the overall presentation, structure and content of the Standalone Ind AS financial statements, including the disclosures, and whether the Standalone Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 Companies Act, 2013, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

- (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 including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
- (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 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 II".
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and according to the information and explanations given to us, the remuneration paid by the company to its directors during the current year is in accordance with the provisions of section 197 of the act.
- (h) 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:
- i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company does not have any long-term contracts including derivative 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 O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FRN No. 000018N / N500091

SD/

PLACE : NEW DELHI
DATED : June 30, 2021

(ATUL BAGLA)
PARTNER
M No. 91885
UDIN: 21091885AAAACP3194

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

Annexure 1 referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report of even date

- (i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- b) The Company has a program of verification to cover all the items of fixed assets in a phased manner which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- c) The said clause is not applicable to the company as there is no immovable property held in the name of the company.
- (ii) As explained to us physical verification has been conducted by the management at reasonable intervals. In our opinion, the procedures of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. We are explained that no material discrepancies have been noticed on physical verification.
- (iii) The Company has granted unsecured loan to a company covered in the register maintained under section 189 of the Companies Act, 2013, and with respect to the same:
- (a) In our opinion the terms and conditions of grant of such loans are not, prima facie, prejudicial to the Company's interest;
- (b) The terms of repayment of principal and interest are stipulated. And as per the terms of the agreement, principal amount along with the interest is to be repaid as part payment or in lumpsum on or before the maturity date;
- (c) There is no overdue amount in respect of loans granted to such company.
- (iv) In our opinion, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of loans, investments and guarantees. According to the information and explanations given to us, the Company has not provided any security during the year.
- (v) In our opinion, the Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) Since the company is a trading concern, therefore maintenance of cost records as prescribed under section 148(1) of the Companies Act 2013, is not applicable.
- (vii) a) As per information and explanations given to us and on the basis of our examination of records, the company is 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, goods and service tax, cess and other statutory dues with the appropriate authorities. As informed to us there are no outstanding statutory dues in arrears as at the last day of the financial year concerned for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us, no disputed amounts in respect of Income Tax, Sales Tax, Service Tax, Goods and Service Tax, Custom duty and Excise duty were outstanding as at 31st March 2021.
- (viii) According to the information and explanations given to us, the company has not defaulted in repayment of dues to banks or financial institutions. Accordingly, the said clause 3(viii) is not applicable to the company.

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

- (ix) According to the information and explanations given to us, the Company has not raised money during the year by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of this clause is not applicable to the company and hence not commented upon.
- (x) Based upon the audit procedures and information and explanations 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 period covered by our audit.
- (xi) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid/ provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act and the Company has taken requisite approvals as prescribed by the Act in this regard.
- (xii) The Company is not a Nidhi company and therefore clause 3(xii) of the Order related to such companies is not applicable to the Company.
- (xiii) According to information and explanations given to us by the management, transactions with related parties are in compliance with the Section 177 and 188 of Companies Act 2013 wherever applicable and the details have been disclosed in the notes to the financial statements as required by the applicable accounting Standards.
- (xiv) During the year, the Company has not made any preferential allotment or private placement of shares or fully or partly paid convertible debentures and hence reporting under clause 3 (xiv) of the Order is not applicable to the Company.
- (xv) According to information and explanations given to us by the management, the company has not entered into any non-cash transactions with any of its directors or persons connected with the directors during the year. Therefore, clause 3(xv) of the Order is not applicable.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India, 1934.

For O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FRN No. 000018N / N500091

SD/

PLACE : NEW DELHI
DATED : June 30, 2021

(ATUL BAGLA)
PARTNER
M No. 91885
UDIN: 21091885AAAACP3194

ANNEXURE- II TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls over financial reporting of **Emergent Industrial Solutions Limited** ("the Company") as of 31st March 2021 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. 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 with reference to these standalone financial statements 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 as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, 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 with reference to these standalone financial statements 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 with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these standalone financial statements, 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 with reference to these standalone financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with reference to these financial statements

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.

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting with reference to these standalone financial statements and such internal financial controls over financial reporting were operating effectively as at 31st March 2021, 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 O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FRN No. 000018N / N500091

SD/

PLACE : NEW DELHI
DATED : June 30, 2021

(ATUL BAGLA)
PARTNER
M No. 91885
UDIN: 21091885AAAACP3194

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

BALANCE SHEET AS AT MARCH 31, 2021				
AMOUNT (RS. IN LACS)				
S.NO.	PARTICULARS	NOTE NO.	AS AT 31.03.2021	AS AT 31.03.2020
I	ASSETS			
1	NON-CURRENT ASSETS			
	(A) PROPERTY, PLANT AND EQUIPMENT	1	15.04	6.84
	(B) FINANCIAL ASSETS			
	(I) INVESTMENTS	2	41.57	41.57
	(II) LOANS	3	129.53	124.60
	(C) DEFERRED TAX ASSETS (NET)	4	2.86	2.75
			189.00	175.76
2	CURRENT ASSETS			
	(A) INVENTORIES	5	1,059.87	684.02
	(B) FINANCIAL ASSETS			
	(I) TRADE RECEIVABLES	6	5.47	-
	(II) CASH AND CASH EQUIVALENTS	7	126.23	659.78
	(III) BANK BALANCES OTHER THAN (II) ABOVE	8	466.52	775.00
	(IV) LOANS	9	1,500.00	475.00
	(V) OTHER FINANCIAL ASSETS	10	20.11	29.33
	(C) CURRENT TAX ASSETS (NET)	11	330.47	330.47
	(D) OTHER CURRENT ASSETS	12	155.14	31,355.55
			3,663.81	34,309.15
			3,852.81	34,484.91
	TOTAL (1+2) :-			
II	EQUITY & LIABILITIES			
1	EQUITY			
	(A) EQUITY SHARE CAPITAL	13	456.90	456.90
	(B) OTHER EQUITY	14	1,623.60	1,191.68
			2,080.50	1,648.58
2	LIABILITIES			
	NON-CURRENT LIABILITIES			
	(A) PROVISIONS	15	9.29	10.07
			9.29	10.07
3	CURRENT LIABILITIES			
	(A) FINANCIAL LIABILITIES			
	(I) TRADE PAYABLE	16		
	(a) TOTAL OUTSTANDING DUES OF MICRO AND SMALL ENTERPRISES		-	-
	(b) TOTAL OUTSTANDING DUES OF CREDITORS OTHER THAN MICRO AND SMALL ENTERPRISES		42.07	700.96
	(II) OTHER FINANCIAL LIABILITIES	17	19.39	20.19
	(B) OTHER CURRENT LIABILITIES	18	1,686.35	32,104.73
	(C) PROVISIONS	19	0.37	0.38
	(D) CURRENT TAX LIABILITIES (NET)	20	14.84	-
			1,763.02	32,826.26
			3,852.81	34,484.91
	TOTAL (1+2+3) :-			

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON

29

ACCOUNTS

AS PER OUR REPORT OF EVEN DATE ATTACHED
BAGLA & CO LLP

FOR AND ON BEHALF OF THE BOARD FOR O P

CHARTERED ACCOUNTANTS

FIRM REGN NO. - 000018N/N500091

SD/

T.K. SOMANI
DIRECTOR
DIN : 00011233

SD/

R. C. KHANDURI
DIRECTOR
DIN : 03048392

SD/

ATUL BAGLA
PARTNER M.NO.
91885

SD/
VIKASH RAWAL
CHIEF EXECUTIVE
OFFICER

SD/
SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

SD/
NITIN KUMAR
CHIEF FINANCIAL
OFFICER

PLACE: NEW DELHI

DATED: 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

AMOUNT (RS. IN LACS)

S.NO.	PARTICULARS	NOTE NO.	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
I	REVENUE FROM OPERATIONS	21	51,391.12	16,578.90
II	OTHER INCOME	22	525.36	135.06
III	TOTAL INCOME (I+ II)		51,916.48	16,713.96
IV	EXPENSES:			
	- PURCHASE OF STOCK IN TRADE	23	51,536.76	16,105.96
	- CHANGES IN INVENTORIES OF STOCK-IN-TRADE	24	(375.85)	367.57
	- EMPLOYEE BENEFITS EXPENSE	25	61.83	78.45
	- FINANCE COSTS	26	37.18	8.49
	- DEPRECIATION EXPENSE	1	5.55	1.12
	- OTHER EXPENSES	27	74.04	83.40
	TOTAL EXPENSES		51,339.51	16,644.99
V	PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III - IV)		576.97	68.97
VI	EXCEPTIONAL ITEMS		-	-
VII	PROFIT BEFORE TAX (V - VI)		576.97	68.97
VIII	TAX EXPENSE			
	- CURRENT TAX	28	148.62	18.09
	- EARLIER YEAR TAX		-	(1.10)
	- DEFERRED TAX		(0.98)	0.60
	TOTAL TAX EXPENSES		147.64	17.59
IX	PROFIT/(LOSS) FOR THE PERIOD (VII-VIII)		429.33	51.38
X	OTHER COMPREHENSIVE INCOME			
	A (i) ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS		3.46	(1.67)
	(ii) INCOME TAX RELATING TO ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS		(0.87)	0.40
	B (i) ITEMS THAT WILL BE RECLASSIFIED TO PROFIT OR LOSS		-	-
	(ii) INCOME TAX RELATING TO ITEMS THAT WILL BE RECLASSIFIED TO PROFIT OR LOSS		-	-
	TOTAL OTHER COMPREHENSIVE INCOME		2.59	(1.27)
XI	TOTAL COMPREHENSIVE INCOME FOR THE PERIOD (IX+X)		431.92	50.11
XII	EARNINGS PER EQUITY SHARE:			
	- BASIC	29.31	9.40	1.12
	- DILUTED	29.31	9.40	1.12

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON

29

ACCOUNTS
AS PER OUR REPORT OF EVEN DATE ATTACHED
O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. - 000018N/N500091

FOR AND ON BEHALF OF THE BOARD FOR

SD/
T.K. SOMANI
DIRECTOR
DIN: 00011233

SD/
R. C. KHANDURI
DIRECTOR
DIN: 03048392

SD/
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NITIN KUMAR
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OFFICER

PLACE : NEW DELHI
DATED : 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

STATEMENT OF CHANGE IN EQUITY AS ON MARCH 31, 2021

AMOUNT (RS. IN LACS)

A. EQUITY SHARE CAPITAL

PARTICULARS	BALANCE AS AT 1ST APRIL 2019	CHANGES DURING THE YEAR 2019-20	BALANCE AS AT 31ST MARCH 2020	CHANGES DURING THE YEAR 2020-21	BALANCE AS AT 31ST MARCH 2021
ISSUED, SUBSCRIBED AND PAID UP					
45,69,000 EQUITY SHARES OF RS.10/- EACH	456.90	-	456.90	-	456.90
TOTAL	456.90	-	456.90	-	456.90

B. OTHER EQUITY

	RESERVES & SURPLUS			OTHER COMPREHENSIVE INCOME		TOTAL
	SECURITIES PREMIUM RESERVE	RETAINED EARNINGS	CAPITAL RESERVE	ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS (NET OF TAXES)	ITEMS THAT WILL BE RECLASSIFIED TO PROFIT OR LOSS (NET OF TAXES)	
BALANCE AS OF 1ST APRIL, 2019	848.00	295.09	0.02	(1.54)	-	1,141.57
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE FINANCIAL YEAR 2019-20	-	51.38	-	(1.26)	-	50.11
BALANCE AS OF MARCH 31, 2020	848.00	346.47	0.02	(2.81)	-	1,191.68
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE FINANCIAL YEAR 2020-21	-	429.33	-	2.59	-	431.92
BALANCE AS OF MARCH 31, 2021	848.00	775.80	0.02	(0.22)	-	1,623.60

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON

29

ACCOUNTS
AS PER OUR REPORT OF EVEN DATE ATTACHED
O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. - 000018N/N500091

FOR AND ON BEHALF OF THE BOARD FOR

SD/
T.K. SOMANI
DIRECTOR
DIN : 00011233

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CHIEF FINANCIAL
OFFICER

PLACE : NEW DELHI

DATED:
30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

AMOUNT (RS. IN LACS)

S. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	NET PROFIT/LOSS BEFORE TAX & EXTRA ORDINARY ITEMS	576.97	68.97
	ADD: - NON-CASH INTEREST EXPENSE ON AMORTISED COST	-	4.28
	ADD: - GRATUITY PROVISION & DEPRECIATION	8.22	3.82
	LESS: INTEREST & OTHER INCOME	(194.57)	(128.39)
	OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES	390.62	(51.32)
	ADJUSTMENTS FOR		
	INCREASE/DECREASE IN INVENTORIES	(375.85)	367.56
	INCREASE/DECREASE IN TRADE RECEIVABLES	(5.47)	-
	INCREASE/DECREASE IN OTHER FINANCIAL ASSETS	(0.06)	(0.50)
	INCREASE/DECREASE IN OTHER CURRENT ASSETS	31,200.41	(31,307.26)
	INCREASE/DECREASE IN TRADE PAYABLE	(658.89)	(658.31)
	INCREASE/DECREASE IN OTHER FINANCIAL LIABILITIES	(0.81)	(31.14)
	INCREASE/DECREASE IN OTHER CURRENT LIABILITIES	(30,418.37)	31,457.32
	CASH GENERATED /LOST FROM OPERATIONS	131.58	(223.65)
	LESS: TAXES PAID	(133.77)	(356.27)
	NET CASH FLOW FROM OPERATING ACTIVITIES	(2.19)	(579.92)
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	INVESTMENT IN ICD	(1,025.00)	(475.00)
	INTEREST RECEIVED	198.92	100.18
	PURCHASE OF PROPERTY, PLANT & EQUIPMENT	(13.76)	(7.65)
	INVESTMENT IN FIXED DEPOSIT	308.48	(451.90)
	NET CASH FLOW FROM INVESTING ACTIVITIES	(531.36)	(834.37)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	NET CASH FLOW FROM FINANCING ACTIVITIES	-	-
	NET INCREASE/DECREASE IN CASH & CASH EQUIVALENT	(533.55)	(1,414.29)
	OPENING CASH & CASH EQUIVALENT	659.78	2,074.07
	CLOSING CASH & CASH EQUIVALENT	126.23	659.78

AS PER OUR REPORT OF EVEN DATE ATTACHED
FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. - 000018N/N500091

FOR AND ON BEHALF OF THE BOARD

SD/
ATUL BAGLA
PARTNER
M.NO. 91885

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OFFICER

PLACE: NEW DELHI
DATED: 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE BALANCE SHEET

AMOUNT (RS. IN LACS)

NOTE NO.-1 :- PROPERTY, PLANT & EQUIPMENT

PARTICULARS	OFFICE EQUIPMENT	VEHICLES	COMPUTERS	FURNITURE	TOTAL
GROSS BLOCK					
AS AT 01.04.2019	0.15	-	0.22	-	0.37
ADDITIONS	0.16	6.98	0.37	0.14	7.65
DISPOSALS	-	-	-	-	-
AS AT 31.03.2020	0.31	6.98	0.59	0.14	8.02
ADDITIONS	7.69	-	2.00	4.07	13.76
DISPOSALS	-	-	-	-	-
AS AT 31.03.2021	8.00	6.98	2.59	4.21	21.78
ACCUMULATED DEPRECIATION					
AS AT 01.04.2019	0.05	-	0.01	-	0.06
CHARGE FOR THE PERIOD	0.07	0.85	0.17	0.03	1.12
DISPOSALS	-	-	-	-	-
AS AT 31.03.2020	0.12	0.85	0.18	0.03	1.18
CHARGE FOR THE PERIOD	2.27	1.91	0.93	0.44	5.55
DISPOSALS	-	-	-	-	-
AS AT 31.03.2021	2.39	2.76	1.11	0.47	6.73
NET BOOK VALUE					
AS AT 31.03.2020	0.19	6.13	0.41	0.11	6.84
AS AT 31.03.2021	5.61	4.22	1.48	3.73	15.04

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 2		
NON-CURRENT INVESTMENTS		
INVESTMENT IN EQUITY INSTRUMENTS CARRIED AT COST		
UNQUOTED INVESTMENT		
INDO EDUCATION PRIVATE LIMITED- 2,75,000 SHARES (PREVIOUS YEAR 2,75,000) FACE VALUE OF RS. 10 EACH	33.00	33.00
TOTAL UNQUOTED INVESTMENTS	33.00	33.00
DEEMED EQUITY INVESTMENT IN SUBSIDIARY		
DEEMED INVESTMENT IN INDO EDUCATION PVT. LTD.	8.57	8.57
TOTAL DEEMED INVESTMENTS AT AMORTIZED COST	8.57	8.57
TOTAL NON-CURRENT INVESTMENTS	41.57	41.57
NOTE NO- 3		
NON CURRENT ASSETS - LOANS (FINANCIAL ASSETS)		
LOANS AND ADVANCES TO RELATED PARTIES *		
(UNSECURED, CONSIDERED GOOD)		
6.5% P.A. LOAN TO INDO EDUCATION PVT. LTD. (WHOLLY OWNED SUBSIDIARY COMPANY)	129.53	124.60
	129.53	124.60
*THESE FINANCIAL ASSETS ARE CARRIED AT AMORTISED COST		
NOTE NO- 4		
DEFERRED TAX ASSETS (NET)		
TIMING DIFFERENCE ON ACCOUNT OF		
- PROPERTY, PLANT AND EQUIPMENTS	0.72	0.09
- EMPLOYEE BENEFITS	2.07	1.72
- OTHERS	0.07	0.94
	2.86	2.75
NOTE NO- 5		
INVENTORIES		
(AT LOWER OF COST AND NET REALISABLE VALUE)		
TRADED GOODS	1,059.87	684.02
	1,059.87	684.02

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 6		
TRADE RECEIVABLES		
UNSECURED CONSIDERED GOODS*		
- OTHERS	569.70	-
LESS :- BILL DISCOUNTING UNDER LC	(564.23)	
	5.47	-
AGEING OF RECEIVABLES		
WITHIN THE CREDIT PERIOD	5.47	-
UPTO 6 MONTHS PAST DUE	-	-
MORE THAN 6 MONTHS BUT LESS THAN ONE YEAR	-	-
MORE THAN ONE YEAR	-	-
* THE DISCOUNTED AMOUNT OF BILLS IS NOT RELEASED UNLESS ACCEPTANCE OF PAYMENT AND DUE DATE CONFIRMATION OF THE BILLS UNDER LC'S IS OBTAINED FROM THE LC ISSUING BANK. SUBSEQUENT EXPOSURE IS ON ILC ISSUING BANK, WITH NO RECOURSE TO THE COMPANY.		
NOTE NO- 7		
CASH & CASH EQUIVALENTS		
- CASH ON HAND	1.26	1.29
- BALANCE WITH BANK		
IN CURRENT ACCOUNT	4.97	10.66
- OTHER BANK BALANCE		
IN FIXED DEPOSITS (MATURITY LESS THAN 3 MONTHS AT INCEPTION)	120.00	647.83
	126.23	659.78
NOTE NO- 8		
BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS		
- OTHER BANK BALANCES		
- FIXED DEPOSITS*	466.52	775.00
* MATURITY PERIOD MORE THAN 3 MONTHS BUT LESS THAN 12 MONTHS AT INCEPTION		
	466.52	775.00
NOTE NO- 9		
CURRENT LOANS		
- INTER CORPORATE DEPOSITS		
- SECURED, CONSIDERED GOOD	1,000.00	475.00
- UNSECURED, CONSIDERED GOOD	500.00	-
	1,500.00	475.00

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 10		
OTHER FINANCIAL ASSETS		
- INTEREST RECEIVABLE	19.55	28.83
- SECURITY DEPOSITS	0.56	0.50
	20.11	29.33
NOTE NO- 11		
CURRENT TAX ASSETS (NET)		
- TDS & ADVANCE TAX (NET OF PROVISION OF RS. 18.09 LACS (31 MARCH 2020: RS. 18.09 LACS))	330.47	330.47
	330.47	330.47
NOTE NO- 12		
OTHER CURRENT ASSETS (UNSECURED, CONSIDERED GOOD)		
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED		
- PREPAID EXPENSES	1.66	0.09
- DUTIES & TAXES RECEIVABLE	152.34	27.15
- ADVANCES TO SUPPLIERS	-	31,313.36
- OTHER ADVANCES	1.14	10.36
- CAPITAL ADVANCES	-	4.59
	155.14	31,355.55

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NOTES FORMING PART OF THE BALANCE SHEET

PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO-13		
SHARE CAPITAL		
AUTHORISED:		
2,00,00,000 EQUITY SHARES (PREVIOUS YEAR 2,00,00,000 EQUITY SHARES) OF Rs. 10/- EACH	2,000.00	2,000.00
ISSUED, SUBSCRIBED & PAID UP:		
45,69,000 EQUITY SHARES (PREVIOUS YEAR 45,69,000 EQUITY SHARES) OF Rs. 10/- EACH	456.90	456.90

RECONCILIATION OF THE SHARES OUTSTANDING AT THE BEGINNING AND AT THE END OF THE PERIOD

EQUITY SHARES AT RS. 10 EACH	AS AT 31.03.2021	AS AT 31.03.2020
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	45,69,000	45,69,000
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	45,69,000	45,69,000

DETAIL OF SHAREHOLDERS HOLDING MORE THAN 5% SHARES IN THE COMPANY

	AS AT 31.03.2021	AS AT 31.03.2020
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.

The company has not issued shares for a consideration other than cash or bonus shares during the immediately preceding 5 years.

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NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO-14		
OTHER EQUITY		
- CAPITAL RESERVE	0.02	0.02
- SECURITIES PREMIUM RESERVE	848.00	848.00
- RETAINED EARNINGS	775.80	346.47
- OTHER COMPREHENSIVE INCOME/(LOSS)	(0.22)	(2.81)
	1,623.60	1,191.68
NOTE NO- 15		
NON CURRENT LIABILITIES		
LONG-TERM PROVISIONS		
PROVISION FOR EMPLOYEE BENEFITS		
- PROVISION FOR GRATUITY (REFER NOTE NO - 29.25)	9.29	10.07
	9.29	10.07
NOTE NO- 16		
TRADE PAYABLES		
UNSECURED CONSIDERED GOOD		
TOTAL OUTSTANDING DUES TO		
- MICRO AND SMALL ENTERPRISES	-	-
- OTHERS	42.07	700.96
	42.07	700.96
NOTE NO- 17		
OTHER FINANCIAL LIABILITIES		
- EXPENSES PAYABLE	19.39	20.19
	19.39	20.19
NOTE NO- 18		
OTHER CURRENT LIABILITIES		
- DUTIES & TAXES PAYABLE	2.64	1.65
- ADVANCE FROM CUSTOMERS	1,683.71	32,103.08
	1,686.35	32,104.73

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NOTES FORMING PART OF THE BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 19		
CURRENT LIABILITIES: - PROVISIONS		
- PROVISION FOR GRATUITY (REFER NOTE NO - 29.25)	0.37	0.38
	0.37	0.38
NOTE NO- 20		
CURRENT TAX LIABILITIES (NET)		
- PROVISION FOR INCOME TAX (NET OF ADVANCE TAX AND TDS RS. 133.77 LACS (31 MARCH 2020: NIL)	14.84	-
	14.84	-

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NOTES FORMING PART OF THE PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 21		
REVENUE FROM OPERATIONS		
- SALE OF TRADED GOODS	51,352.61	16,576.14
- OTHER OPERATING INCOME	38.51	2.76
	51,391.12	16,578.90
NOTE NO- 22		
OTHER INCOME		
- INTEREST ON FIXED DEPOSIT	66.33	108.75
- INTEREST ON LOAN	123.31	15.20
- UNREALIZED INTEREST INCOME ON FINANCIAL INSTRUMENT USING EFFECTIVE INTEREST RATE METHOD	4.93	4.44
- MISC. BALANCES WRITTEN OFF	5.50	-
- DIFFERENCE IN FOREIGN EXCHANGE	325.29	6.67
	525.36	135.06
NOTE NO- 23		
PURCHASE OF STOCK IN TRADE		
- PURCHASES OF TRADED GOODS	51,402.67	15,836.62
- DIRECT EXPENSES	134.09	269.34
	51,536.76	16,105.96
NOTE NO- 24		
CHANGES IN INVENTORIES OF STOCK IN TRADE		
INVENTORIES AT THE END OF THE YEAR		
TRADED GOODS (B)	1,059.87	684.02
INVENTORIES AT THE BEGINNING OF THE YEAR		
TRADED GOODS (A)	684.02	1,051.59
(A-B)	(375.85)	367.57
NOTE NO- 25		
EMPLOYEE BENEFITS EXPENSE		
- SALARIES & ALLOWANCES	56.27	73.08
- OTHER BENEFITS	3.72	4.65
- STAFF WELFARE EXPENSES	1.84	0.72
	61.83	78.45

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NOTES FORMING PART OF THE PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 26		
FINANCE COSTS		
- BANK CHARGES	6.17	4.21
- INTEREST ON LC DISCOUNTING CHARGES	31.01	-
- UNREALIZED INTEREST EXPENSES BASED ON AMORTISED COST	-	4.28
	37.18	8.49
NOTE NO- 27		
OTHER EXPENSES		
- RENT CHARGES	7.34	13.50
- TRAVELING EXPENSES	2.89	13.61
- LEGAL & PROFESSIONAL CHARGES	17.68	14.34
- FEES & SUBSCRIPTION	0.65	0.22
- FILLING FEES	0.26	0.18
- LISTING FEES	3.00	3.00
- BUSINESS PROMOTION EXPENSES	3.34	2.76
- CONVEYANCE EXPENSES	0.76	0.80
- POSTAGE & COURIER EXPENSES	0.08	0.03
- TELEPHONE & INTERNET EXPENSES	1.26	1.58
- ELECTRICITY EXPENSES	1.59	2.44
- REPAIRS & MAINTENANCE	27.77	19.64
- ADVERTISEMENT EXPENSES	0.47	0.36
- MISCELLANEOUS EXPENSES	0.56	1.19
- PRINTING & STATIONARY	2.14	3.01
- INTEREST ON DUTY/ADDITIONAL DUTY	0.52	1.70
- SECURITY EXPENSES	1.38	2.91
- COMMISSION CHARGES	-	1.24
- SOFTWARE EXPENSES	0.61	-
PAYMENT TO AUDITORS		
- STATUTORY AUDIT FEES	1.50	0.65
- TAX AUDIT FEES	0.25	0.24
	74.04	83.40

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NOTES FORMING PART OF THE PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 28		
INCOME TAX EXPENSE		
(A) INCOME TAX EXPENSE RECOGNISED IN STATEMENT OF PROFIT AND LOSS		
CURRENT TAX	148.62	18.09
EARLIER YEAR TAX	-	(1.10)
DEFERRED TAX	(0.98)	0.60
	147.64	17.59
(B) INCOME TAX EXPENSE ON OTHER COMPREHENSIVE INCOME		
REMEASUREMENT OF DEFINED BENEFIT OBLIGATIONS	(0.87)	0.40
	(0.87)	0.40

Note No. – 29

A. SIGNIFICANT ACCOUNTING POLICIES.

29.1 Company Information

Emergent Industrial Solutions Limited (Formerly Emergent Global Edu & Services Limited) (the Company) is a domestic public limited Company with registered office situated at 8B, Sagar, 6, Tilak Marg, New Delhi -110001 and is listed on the Bombay Stock Exchange Limited (BSE). The Company is primarily engaged in the trading activities of Coal, Coke, Manganese ore & other Metal Products.

The Company has changed its name from Emergent Global Edu & Services Limited to Emergent Industrial Solutions Limited as approved by the Hon'ble Registrar of Companies, New Delhi on 17.04.2020.

29.2 Basis for preparation of Accounts

The Financial Statements have been prepared in accordance with IND AS and Disclosures thereon comply with requirements of IND AS, stipulations contained in Schedule- III (revised) as applicable under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014, Companies (Indian Accounting Standards) Rules 2015 as amended from time to time, other pronouncement of ICAI, provisions of the Companies Act and Rules and guidelines issued by SEBI as applicable.

29.3 Use of Estimates

Ind AS enjoins management to make estimates and assumptions related to financial statements that affect reported amount of assets, liabilities, revenue, expenses and contingent liabilities pertaining to the year. Actual result may differ from such estimates. Any revision in accounting estimates is recognized prospectively in the period of change and material revision, including its impact on financial statements, is reported in the notes to accounts in the year of incorporation of revision.

29.4 Recognition of Income and Expenses

- a) The Company derives revenues primarily from sale of traded goods and related services.

Under Ind AS 115, the Company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Further, revenue from sale of goods is recognized based on a 5-Step Methodology which is as follows:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Revenue is measured based on transaction price, which is the value of the consideration received or receivable, stated net of discounts, returns and Goods & Service Taxes. Transaction price is recognised based on the price specified in the contact, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate, and provide for the discounts/right of return, using the expected value method.

- b) Revenue from services are recognized in proportion to the stage of completion of transaction at the end of reporting period, and cost incurred in the transaction including same to complete the transaction and revenue (representing economic benefit associated with the transaction) can be measured reliably.
- c) Interest income from a financial asset has been recognised using effective interest rate method.
- d) Other incomes have been recognized on accrual basis in financial statements except for cash flow information.

29.5 Financial instruments

(i) Financial Assets

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through Statement of profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost.

Subsequent Measurement

For purpose of subsequent measurement financial assets are classified in two broad categories: -

- Financial Assets at fair value
- Financial assets at amortized cost

Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of Profit and loss, or recognized in other comprehensive income.

A financial asset that meets the following two conditions is measured at amortized cost.

- **Business Model Test:** The objective of the company's business model is to hold the financial Asset to collect the contractual cash flows.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through OCI:-

- **Business Model Test:** The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value through profit and loss.

All equity investments are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss, except for those equity investments for which the entity has elected irrevocable option to present value changes in OCI.

Investment in associates, joint venture and subsidiaries

The company has accounted for its investment in subsidiaries, associates and joint venture at cost.

Impairment of financial assets

The company assesses impairment based on expected credit losses (ECL) model at an amount equal to:-

- 12 months expected credit losses, or
- Lifetime expected credit losses

Depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not track the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

(ii) Financial Liabilities

All financial liabilities are initially recognized at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Financial liabilities are classified as measured at amortized cost or fair value through profit and loss (FVTPL). A financial liability is classified as FVTPL if it is classified as held for trading, or it is a derivative or is designated as such on initial recognition. Financial Liabilities at FVTPL are measured at fair value and net gain or losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on de-recognition is also recognized in statement of profit and loss.

29.6 Fair Value Measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines Whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

29.7 Employee Benefits

Liabilities in respect of employee benefits to employees are provided for as follows:

Post Separation Employee Benefit Plan

i) Defined Benefit Plan

- Gratuity Liability on the basis of actuarial valuation as per IND AS-19. Liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the end of each reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of defined benefit is determined by discounting the estimated future cash outflows by reference to market yield at the end of each reporting period on government bonds that have terms approximate to the terms of the related obligation. The net interest cost is Calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss.
- Actuarial gain / loss and other components of re-measurement of net defined benefit liability (asset) are accounted for as OCI. All remaining components of costs are accounted for in statement of profit & loss.

29.8 Income Tax and Deferred Tax

The liability of company on account of Income Tax is computed considering the provisions of the Income Tax Act, 1961.

Deferred tax is provided using balance sheet approach on temporary differences at the reporting date as difference between the tax base and the carrying amount of assets and liabilities. Deferred tax is recognized subject to the probability that taxable profit will be available against which the temporary differences can be reversed.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other Comprehensive income or in equity).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of Investments in subsidiaries and interest in joint arrangements where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilized.

29.9 Provisions, Contingent Liability and Contingent Assets

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g. Sales Tax, Income Tax Excise etc.) Pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts.

However, present obligation as a result of past event with possibility of outflow of resources, when reliable estimation can be made of the amount of obligation, is recognized in accounts in terms of discounted value, if the time value of money is material using a current pre-tax rate that reflects the risk specific to the liability.

No contingent asset is recognized but disclosed by way of notes to accounts.

29.10 Foreign Currency Translation

The company's financial statements are presented in INR in Lacs, which is also the company's functional currency.

- a) Transactions in foreign currencies are recognized at rate of overseas currency ruling on the date of transactions. Gain / Loss arising on account of rise or fall in overseas currencies vis-à-vis functional currency between the date of transaction and that of payment is charged to Statement of Profit & Loss.
- b) Monetary Assets in foreign currencies are translated into functional currency at the exchange rate ruling at the Reporting Date and the resultant gain or loss, is accounted for in the Statement of Profit & Loss.
- c) Non-Monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- d) Impact of exchange fluctuation is separately disclosed in notes to accounts.

29.11 Earnings per Share

Basic Earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributed to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

29.12 Borrowing Cost

Borrowing cost that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale.

Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred.

29.13 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

29.14 Property, Plant and Equipment

Cost:-

Property, Plant & Equipment held for use in the production or supply of goods or services, or for administration purposes, are stated in the balance sheet at cost(net of duty/tax credit availed) less

accumulated depreciation and accumulated impairment losses. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commence when the assets are ready for their intended use.

Depreciation/Amortization:

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

29.15 Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

29.16 Impairment

(i) Impairment of Financial Assets

The company assesses impairment based on expected credit losses (ECL) model at an amount equal to:-

- 12 months expected credit losses, or
- Lifetime expected credit losses

Depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not track the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

(ii) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

29.17 Current versus Non-Current Classification

The company presents assets and liabilities in the Balance Sheet based on current/non-current classification.

An Asset is current when it is:

- a) Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period, or

d) Cash or Cash Equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as Non- Current

A Liability is current when it is:

a) Expected to be settled in the normal operating cycle.

b) Held primarily for the purpose of trading.

c) Expected to be realised within twelve months after the reporting period, or

d) There is no conditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as Non- Current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

29.18 Cash Flow Statement

Cash Flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

29.19 Inventories

Inventories are valued at the lower of Cost and Net Realizable Value. The Cost for this purpose is determined as follows:

- Traded goods (traded): First In First Out method (FIFO).

Cost includes the necessary cost incurred in bringing inventory to its present location and condition necessary for use.

Net Realizable Value is the estimated selling price including applicable subsidy in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

29.20 Leases

The Company has applied Ind AS 116 from 1 April 2019.

Leases under Ind AS 116

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(i) As lessee

The Company's lease asset classes primarily consist of leases for buildings. The Company, at the inception of a contract, assesses whether the contract is a lease or not. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a time in exchange for a consideration. This policy has been applied to contracts existing and entered on or after 1 April 2019.

The Company elected to use the following practical expedients on initial application:

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1. Applied a single discount rate to a portfolio of leases of similar assets in similar economic environment with a similar end date.
2. Applied the exemption not to recognize right-of-use assets and liabilities for leases with less than 12 months of lease term on the date of initial application.
3. Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application.
4. Applied the practical expedient to grandfather the assessment of which transactions are leases. Accordingly, Ind AS 116 is applied only to contracts that were previously identified as leases under Ind AS 17.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The Company recognises the lease payments associated with these leases as an expense in the Statement of Profit or Loss over the lease term.

(ii) As lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term. In case of a finance lease, finance income is recognised over the lease term based on a pattern reflecting a constant periodic rate of return on the lessor's net investment in the lease. When the Company is an intermediate lessor it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

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If an arrangement contains lease and non-lease components, the Company applies Ind AS 115 Revenue to allocate the consideration in the contract.

29.21 Sundry Debtors, Loans & Advances if any are subject to confirmation.

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

A. Foreign Currency

Particulars	2020-21	2019-20
	(Rs. In Lacs)	(Rs. In Lacs)
a. Expenses in Foreign Currency		
- Travelling Expenditure	-	3.26
- Purchases	19,522.74	12,959.00
b. Earnings in Foreign Exchange		
	-	-

B. Details of Traded Goods – Purchases

Name of Goods	2020-21	2019-20
	(Rs. In Lacs)	(Rs. In Lacs)
Coking Coal	10,660.34	8,612.39
Pipes	-	684.03
Ferro Manganese Slag	-	814.00
Iron Ore	31,406.15	2,193.59
Manganese Ore	7,342.15	1,017.40
Metallurgical Nut Coke	-	2,515.21
Anthracite Coal	1,994.03	-
Total	51,402.67	15,836.62

C. Details of Traded Goods- Sale

Name of Goods	2020-21	2019-20
	(Rs. In Lacs)	(Rs. In Lacs)
Coking Coal	9,544.56	8,870.94
DI Pipes	-	698.69
Ferro Manganese Slag	-	819.73
Iron Ore Fines	31,771.05	2,218.37
Manganese Ore	8,012.27	816.96
Metallurgical Nut Coke	-	2,578.33
Metallurgical Coke Breeze	-	573.12
Anthracite Coal	2,024.73	-
Total	51,352.61	16,576.14

29.23 Other Particulars:

(a) Details of Loan given during the Year / Outstanding Covered under Section 186(4) of the Companies Act, 2013:

Name of The Company	Carrying Amt	Amount (Rs. in Lacs)	
		Fair Value	Purpose
Indo Education Pvt Ltd (Outstanding Loan Receivable as on 31.03.2021)	135.00	129.53	Business

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(b) Disclosure pursuant to regulation 34(3) of SEBI (LODR) Regulations, 2015

Amount (Rs. in Lacs)

Particulars	Carrying Amt. Outstanding as at 31.03.2021	Maximum Carrying Amount Outstanding During FY 2020-21	Carrying Amt. Outstanding as at 31.03.2020	Maximum Carrying Amount Outstanding During FY 2019-20
Loan Given to Subsidiary				
- Indo Education Pvt.Ltd	135.00	135.00	135.00	135.00

(c) C.I.F Value of Imports:

Amount (Rs. in Lacs)

Particulars	2020-21	2019-20
Traded Goods	19,525.87	12,962.59

(d) Details of Contingent Liabilities and Commitments:

Amount (Rs. in Lacs)

Particulars	2020-21	2019-20
Contingent Liabilities	Nil	Nil
Commitments	Nil	Nil

29.24 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, 2021 to Micro, Small and Medium Enterprises as defined under the Micro, small and Medium Enterprises Development (MSMED) Act, 2006.

29.25 The disclosures as required as per the Ind AS 19 "Employee Benefits" are as given below:

(a) Defined benefit plan

Each employee rendering continuous service of 5 years or more is entitled to receive gratuity amount equal to 15/26 of the monthly emoluments for every completed year of service subject to maximum of 20 Lakhs at the time of separation from the company.

In accordance with Ind AS 19, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the following's assumptions:

As of	31.03.2021	31.03.2020
Mortality Table	IAL 2012-14 Ultimate	IAL 2012-14 Ultimate
Attrition Rate	5.00 % p.a	5.00 % p.a
Imputed Rate of Interest (D)	06.76 % p.a	06.77 % p.a
Imputed Rate of Interest (IC)	06.77 % p.a	07.65 % p.a
Salary Raise	10.00 % p.a	10.00 % p.a
Return on Plan Assets	N.A	N.A
Remaining Working Life	23.67 Years	20.57 Years

(i) Change in Present value of Obligations

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Present Value of obligation at the beginning of the I.V.P	10.44	6.08
Interest Cost	0.71	0.47
Current Service Cost	1.96	2.23
Benefits Paid	-	-

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Remeasurement (Gain) /Loss		
- Experience Adjustments	(3.45)	(0.46)
- D/F in P.V of Obligations	(0.01)	2.12
Present value of obligation at the end of the I.V.P.	9.65	10.44

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

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Expected Return of Plan Assets	-	-
Net Contribution	-	-
Withdrawals	-	-
Remeasurement (Gain) /Loss		
- Return on Plan Assets	-	-
Fair Value of Plan Assets at the end of the I.V.P.	-	-

(iii) Net Interest Cost

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Interest Cost on Defined Benefits Obligations	0.71	0.47
Expected Interest Income on Plan Assets	-	-
Net Interest Cost/(Income)	0.71	0.47

(iv) Remeasurement - Other Comprehensive Income (OCI)

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Return on Plan Assets (Excluding amounts included in Net Interest Expenses)	-	-
Actuarial (Gain) / Loss arising from		
- Experience Adjustment	(3.45)	(0.46)
- D/F in P.V of Obligations	(0.01)	2.12
Component of Defined Benefits Costs Recognised in OCI	(3.46)	1.66

(v) Expenses recognized in the Statement of Profit & Loss

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Past Service Cost	-	-
Current Service Cost	1.96	2.23
Net Interest Cost/ (Income)	0.71	0.47
Defined Benefit Cost Recognised in the Statement of profit & Loss	2.67	2.70

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(vi) Amount to be recognized in the Balance Sheet

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Present value of the obligations At the end of the I. V. P.	9.65	10.45
Fair value of the Plan assets At the end of the I. V. P	-	-
Funded Status	(9.65)	(10.45)
Net Liability arising from Defined Benefit Obligations	9.65	10.45

(vii) Components of the Net Defined Obligations

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Net Defined Benefit obligation at the beginning	10.45	6.08
Past Service Cost	-	-
Current Service Cost	1.96	2.23
Net Interest Cost/ (Income)	0.7	0.47
Net Remeasurement	(3.46)	1.67
Net Contribution from the Employer	-	-
D/F In Benefits paid and withdrawal	-	-
Net Defined Benefit obligation at the end of the I.V.P	9.65	10.45

(viii) Category wise Plan Assets

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Fund at the end of IVP:	-	-

29.26 Related Parties Disclosure: -

In accordance with the requirements of Ind AS – 24 “Related Party Disclosures” name of the related parties, related party relationship, transactions and outstanding balances where control exists and with whom transaction have been taken place during reported periods are:

1. Related Parties

a) Ultimate Holding Company

- Northern Exim Private Limited

b) Subsidiary

- Indo Education Private Limited

c) Entities with Significant Influence

- Uni Coke Private Limited
- Indo Powertech Limited.

d) Other Entities

- Indo International Trading FZCO
- Indo Investment Pvt. Ltd.

e) Key Management Personnel

- Mr. T. K. Somani - Director
- Mr. R.C. Khanduri – Director
- Mr. Rakesh Suri – Director
- Ms. Shobha Sahni – Director
- Ms. Sabina Nagpal – Company Secretary
- Mr. Nitin Kumar – Chief Financial Officer
- Mr. Vipin Yadav – Chief Executive Officer upto 27.08.2020
- Mr. Vikash Rawal – Chief Executive Officer w.e.f 11.02.2021

2. Transaction with Related Parties

a) Nature of Transaction

Amt. (Rs. in Lacs)

Particulars	FY 2020-2021	FY 2019-2020
Interest on Loan - Indo Education Pvt Ltd	8.78	8.78
Purchases - Indo International Trading FZCO	19,522.74	12,959.00
Quality Claim Received - Indo International Trading FZCO	370.01	-
Rent Paid - Indo Investments Pvt Ltd	6.00	6.00
Reimbursement of Electricity Charges - Indo Investments Pvt Ltd	1.59	2.44
Remuneration, Allowances & Perquisite to Key Management Personnel		
- Ms. Sabina Nagpal	15.08	14.15
- Mr. Vipin Yadav	5.76	8.62
- Mr. Nitin Kumar	8.06	7.58
- Mr. Vikash Rawal	3.17	-
Particulars	As on 31.03.2021	As on 31.03.2020
ii) Outstanding Balance Receivable at the Year End:		
Loan to Subsidiary - Indo Education Pvt Ltd	135.00	135.00
Interest Receivable - Indo Education Pvt Ltd	8.12	7.90

- b)** Company made Loan in earlier year of Rs. 135 Lacs to its wholly owned subsidiary company, which is utilised for business purposes.

29.27 Financial risk management objectives and Policies

The Company's activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk, credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

(i) Market Risk:

Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market prices. Market risk comprises mainly three types of risk: interest rate, currency risk and other price risk such as equity price risk and commodity price risk.

(a) Foreign Currency Risk:

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is exposed to foreign exchange risk through its operations in international trades. The results of the Company's operations can be affected as the rupee appreciates/depreciates against these currencies. The

Company has developed and enacted a risk management strategy to mitigate the risk of changes in exchange rates on foreign currency exposures.

(b) Interest Rate Sensitivity:

Interest rate risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market interest rates. The Company has not taken any loan from bank & financial institutions; hence there is not any interest rate risk.

(c) Other Price Risk:

• **Equity Price Risk:**

The Company has not equity investment except investment in Subsidiary Company. The Subsidiary company investment to be shown at Carrying value as at the date of transition to IND AS, measured as per previous GAAP are treated as their deemed costs as at the date of transition.

• **Commodity Price Risk:**

The operating activities of the Company are mainly involves trading of commodities such as coal, coke, ores, metals etc. Almost all the purchases are covered by corresponding sale contracts thus the chances of price risk are negligible. The Company has also developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

(ii) Credit Risk:

Credit risk refers to risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, Inter Corporate deposit, derivative financial instruments, other balances with banks, loans and other receivables.

Credit risk arising from investment derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counter parties are banks and recognised financial institutions with high credit ratings.

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Balance with banks & fixed Deposits
- iii. Financial assets measured at amortized cost (other than trade receivables)
- iv. Others

Trade Receivables:

Customer credit risk is managed through the company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the security held in his account. Outstanding customer receivables are regularly monitored. At the year end, the company does not have any outstanding trade receivable.

Balance & fixed Deposits with banks:

Credit Risk from balances & Fixed Deposits with banks is managed by the Company's Finance Department in accordance with the company's policy. Investments of surplus funds are made only with banks as Fixed Deposits.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31.03.2021 & 31.03.2020 is the carrying amounts as summarized in Note 7 & 8.

Other Assets:

The Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. Subsequently, if

credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of Profit and Loss under the head 'Finance Costs'. The balance sheet presentation for financial instruments is described below:

Financial assets measured as at amortized cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

(iii) Liquidity Risk:

Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company monitors its risk of a shortage of funds using future cash flow projections. The Company manages its liquidity needs by continuously monitoring cash flows from customers and by maintaining adequate cash & cash equivalent. The Company's objective is to maintain a balance between continuity of funding and flexibility through shareholder funds or borrowings from the holding company or sister concerns.

29.28 Fair Valuation Techniques

The Company maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

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Particulars	As at March 31, 2021 Amount (Rs. in Lacs)		As at March 31, 2020 Amount (Rs. in Lacs)	
	Carrying Amt.	Fair Value	Carrying Amt.	Fair Value
Financial Assets				
Investments	41.57	41.57	41.57	41.57
Loan Receivable	135.00	129.53	135.00	124.60
Trade Receivables	5.47	5.47	-	-
Cash & Cash Equivalents	126.23	126.23	659.78	659.78
Bank Balances other than Cash & Cash Equivalents	466.52	466.52	775.00	775.00
Loans	1500.00	1500.00	475.00	475.00
Other Financial Assets	20.11	20.11	29.33	29.33
Financial Liabilities				
Trade Payable	42.07	42.07	694.88	694.88
Other Financial Liabilities	19.39	19.39	26.27	26.27

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.
- 2) Other non-current receivables are evaluated by the Company, based on parameters such as interest rates, individual creditworthiness of the counterparty etc. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.
- 3) Fair value of Investments in un-quoted non-current Equity Shares are based on carrying cost.

Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorized within the fair value hierarchy, described as follows: -

Level 1 - Quoted prices in active markets.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - Inputs that are not based on observable market data.

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The following table presents the fair value measurement hierarchy of financial assets and liabilities, which have been measured subsequent to initial recognition at fair value as at 31st March, 2021 and 31st March 2020:

Assets / Liabilities measured at fair value (Accounted)	Amount (Rs. in Lacs)		
	As at March 31, 2021		
	Level 1	Level 2	Level 3
Financial Assets	-	129.53	-

Assets / Liabilities measured at fair value (Accounted)	Amount (Rs. in Lacs)		
	As at March 31, 2020		
	Level 1	Level 2	Level 3
Financial Assets	-	124.60	-

During the year ended March 31, 2021 and March 31, 2020, there were no transfers between Level 1 and Level 2 fair value measurements, and no transfer into and out of Level 3 fair value measurements. There is no transaction / balance under level 3

29.29 Leases: Non-cancellable Operating Leases

The operating leases entered by the Company are cancellable on serving a notice of one to three months and accordingly, there are no non-cancellable operating leases required commitments for operating lease payments.

29.30 Segment Information: Disclosures as required by Indian Standards (Ind AS – 108)

Operating Segments

• **Information regarding Primary Segment Reporting as per IND AS – 108**

The Company is engaged in the business of trading of Coal, Coke, Manganese ore & other Metal Products which according to the management is considered as the only business segment.

Accordingly, no separate segmental information has been provided herein.

• **Geographical Segments**

The Company operates in India and therefore caters to the needs of the domestic market, therefore, there is only one geographical segment and hence, geographical segment information is not required to be disclosed.

29.31 Earnings per share

Particulars	2020-21	2019-20
Profit After Taxation (Rs. in Lacs)	429.33	51.38
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 (Amount in Rs.)	9.40	1.12

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

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29.33 The Standalone Financial Statements are presented in lacs. Those items which are required to be disclosed and which were not presented in the Standalone Financial Statement due to rounding off to the nearest ` in lacs if any are separately disclosed along with line items.

29.34 Notes 1 to 29 form an integral part of the Balance Sheet and Statement of Profit & Loss of the Company.

AS PER REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD

FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. – 000018N/N500091

SD/
ATUL BAGLA
PARTNER
M.NO. 91885

SD/
T.K. SOMANI
DIRECTOR
DIN : 0011233

SD/
R. C. KHANDURI
DIRECTOR
DIN : 3048392

SD/
VIKASH RAWAL
CHIEF EXECUTIVE
OFFICER

SD/
SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

SD/
NITIN KUMAR
CHIEF FINANCIAL
OFFICER

PLACE: NEW DELHI
DATED : 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

INDEPENDENT AUDITOR'S REPORT

To the Members of
Emergent Industrial Solutions Limited
(FORMERLY EMERGENT GLOBAL EDU & SERVICES LTD.)

Report on the Audit of the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Emergent Industrial Solutions Limited** (hereinafter referred to as the 'Holding Company' or the "Company") and its subsidiary company (collectively referred to as "the Group"), which comprise the consolidated Balance Sheet as at March 31, 2021, and the consolidated statement of Profit and Loss and the consolidated cash flows Statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies (hereinafter referred to as "the consolidated financial statements").

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 Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ("Ind AS") prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of their consolidated state of affairs of the Company as at March 31, 2021, the consolidated profit, total consolidated comprehensive income, consolidated changes in equity and its consolidated cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Description of Key Audit Matter

Key Audit Matters	How our Audit Addressed the matter
<p>Procurement and physical verification of inventory- The Company incurs significant costs on procurement of inventory in bulk. The inventory is susceptible to risk of incorrect weighing or measurement. Sound procurement processes involving critical attributes of inventory are required to mitigate this risk.</p> <p>Further, the Company follows volume-based method for physical verification of inventory which involves a wide range of attributes such as the height of stockpiles, area of spread, etc. making the measurement of inventory complex and sensitive to the attributes.</p> <p>In view of the above, we have identified the confirmation of physical inventories as a key audit matter.</p>	<p>Our procedures included and were not limited to the following:</p> <ul style="list-style-type: none"> • We evaluated the design and implementation of key internal controls relating to acceptance of goods. We also tested the operating effectiveness of such controls through a combination of procedures involving observation, re-performance and inspection of evidence of samples selected. • We performed substantive testing by selecting samples (using statistical sampling) of purchase transactions recorded during the year by examining the underlying documents such as supplier invoices, goods receipt notes, e-way bill etc. • Assessed the appropriateness of the underlying data and estimates used for calculation of the yield ratio and compared the same with the previous years. • Tested the manual journal entries to identify unusual items. • We assessed the appropriateness of the Company's standard operating procedures for conducting,

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	<p>recording and reconciling physical verification of inventory. On a sample basis, we verified reconciliation of inventory as per physical verification report received from stock-keeper with the corresponding book records.</p>
<p>Revenue Recognition - Recognition of Revenue, measurement, presentation and disclosure as per Ind AS-115 “Revenue from Contracts with Customers”.</p> <p>(Refer Note No. 27.5 of Accounting Policy)</p> <p>There is possibility for material misstatement within revenue, particularly in relation to revenue being recorded in the different period, due to cut off errors or management bias.</p> <p>We considered this to be a key audit matter.</p>	<p>Our audit procedures includes and were not limited to:</p> <ul style="list-style-type: none"> • On a sample basis we performed testing to verify physical deliveries of product in the year to ascertain transfer of control. • We performed revenue cut-off testing, by reference to shipment / bill dates of sales recorded either side of the financial year end had legally completed. • Selected a sample of sales contracts and read, analyzed and identified the distinct performance obligations in these contracts; and • We performed walkthroughs to understand the key processes and identify key controls related Ind AS 115 “Revenue from Contracts with Customers” • Reconcile revenue with the Returns submitted to Government Authorities and if any difference occurs then apply further audit procedures.

Information other than the Financial Statements and Auditor’s Report thereon

The Company’s Board of Directors is responsible for the other information. The other information comprises the information included in the annual report but does not include the consolidated financial statements and our auditor’s report thereon.

Our opinion on the Consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

When we read such other information as and when made available to us and if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance. We have nothing to report in this regard.

Responsibilities of Management for the Consolidated 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 consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated changes in equity 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. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group and of its subsidiary to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Matters

We did not audit the financial statements of one subsidiary, **namely Indo Education Private Limited** whose financial statements reflect total assets of Rs. 52.23 lacs as at 31st March 2021 & total revenue of Rs. 1.07 lacs and net cash outflow of Rs. 10.77 lacs for the year then ended. These financial statements have been audited by other auditors whose reports have been furnished to us by the management, and our

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary company, is based solely on the report of other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of Other Matters as referred above.

Report on Other Legal and Regulatory Requirements

1. Companies (Auditor's Report) Order, 2016, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act is not applicable on Consolidated Financial Statements as referred in proviso to para 2 of the Order.
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 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 so far as it appears from our examination of those books and report of other auditors.
 - (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 relevant 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 Ind AS Accounting specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended.
 - (e) On the basis of the written representations received from the directors of holding company as on 31st March, 2021 taken on record by the Board of Directors of Holding company and the reports of auditors of subsidiary company, none of the directors is disqualified as on 31st March, 2021 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 with reference to financial statements of the Holding Company and its Subsidiary Company covered under the Act, and the operating effectiveness of such controls, refer to our separate report in 'Annexure II';
 - (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:
 - i. The Group does not have any pending litigations which would impact its financial position.
 - ii. According to the information and explanations provided to us, the Group did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company and its subsidiary company wherever applicable.

For O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FRN No. 000018N / N500091

SD/
(ATUL BAGLA)
PARTNER
M No. 91885
UDIN: 21091885AAAACQ6018

PLACE : NEW DELHI
DATED : June 30, 2021

ANNEXURE- II TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In conjunction with our audit of the consolidated financial statements of **Emergent Industrial Solutions Limited** ('the Holding Company') and its subsidiary (the Holding Company and its subsidiary together referred to as 'the Group'), as at and for the year ended 31 March 2021, we have audited the internal financial controls with reference to financial statements of the Holding Company and its subsidiary company, which are companies covered under the Act, as at that date.

Management's Responsibility for Internal Financial Controls

The respective Boards of Directors of the Holding Company and its subsidiary company, which are companies incorporated in India, are 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 obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph above 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 with reference to these financial statements

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

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

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 and to the best of our information and according to the explanations given to us, 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, 2021, 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 O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FRN No. 000018N / N500091

PLACE : NEW DELHI
DATED : June 30, 2021

SD/
(ATUL BAGLA)
PARTNER
M No. 91885
UDIN: 21091885AAAACQ6018

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

AMOUNT (RS. IN LACS)

S.NO.	PARTICULARS	NOTE NO.	AS AT 31.03.2021	AS AT 31.03.2020
I	ASSETS			
1	NON-CURRENT ASSETS			
	(A) PROPERTY, PLANT AND EQUIPMENT	1	16.47	8.72
	(B) DEFERRED TAX ASSETS (NET)	2	27.83	25.50
			44.30	34.22
2	CURRENT ASSETS			
	(A) INVENTORIES	3	1,059.87	684.02
	(B) FINANCIAL ASSETS			
	(I) TRADE RECEIVABLES	4	5.47	-
	(II) CASH AND CASH EQUIVALENTS	5	139.16	683.48
	(III) BANK BALANCES OTHER THAN (II) ABOVE	6	472.46	778.19
	(IV) LOANS	7	1,500.00	475.00
	(V) OTHER FINANCIAL ASSETS	8	12.57	22.04
	(C) CURRENT TAX ASSETS (NET)	9	330.55	330.55
	(D) OTHER CURRENT ASSETS	10	161.45	31,361.98
			3,681.53	34,335.27
	TOTAL (1+2) :-		3,725.83	34,369.48
II	EQUITY & LIABILITIES			
1	EQUITY			
	(A) EQUITY SHARE CAPITAL	11	456.90	456.90
	(B) OTHER EQUITY	12	1,495.82	1,075.24
			1,952.72	1,532.14
	LIABILITIES			
2	NON-CURRENT LIABILITIES			
	(A) PROVISIONS	13	9.29	10.07
			9.29	10.07
3	CURRENT LIABILITIES			
	(A) FINANCIAL LIABILITIES			
	(I) TRADE PAYABLE	14		
	(a) TOTAL OUTSTANDING DUES OF MICRO AND SMALL ENTERPRISES		-	-
	(b) TOTAL OUTSTANDING DUES OF CREDITORS OTHER THAN MICRO AND SMALL ENTERPRISES		42.07	700.96
	(II) OTHER FINANCIAL LIABILITIES	15	19.53	20.33
	(B) OTHER CURRENT LIABILITIES	16	1,687.01	32,105.60
	(C) PROVISIONS	17	0.37	0.38
	(D) CURRENT TAX LIABILITIES (NET)	18	14.84	-
			1,763.82	32,827.27
	TOTAL (1+2+3) :-		3,725.83	34,369.48

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

27

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

**FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS**

FIRM REGN NO. - 000018N/N500091

**SD/
T.K. SOMANI
DIRECTOR
DIN : 00011233**

**SD/
R. C. KHANDURI
DIRECTOR
DIN : 03048392**

**SD/
ATUL BAGLA
PARTNER
M.NO. 91885**

**SD/
VIKASH RAWAL
CHIEF EXECUTIVE
OFFICER**

**SD/
SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER**

**SD/
NITIN KUMAR
CHIEF FINANCIAL
OFFICER**

PLACE : NEW DELHI

DATED : 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

CONSOLIDATED STATEMENT OF CHANGE IN EQUITY AS ON MARCH 31, 2021						AMOUNT (RS. IN LACS)	
A. EQUITY SHARE CAPITAL							
PARTICULARS	BALANCE AS AT 1ST APRIL 2019	CHANGES DURING THE YEAR 2019-20	BALANCE AS AT MARCH 31 2020	CHANGES DURING THE YEAR 2020-21	BALANCE AS AT MARCH 31 2021		
ISSUED, SUBSCRIBED AND PAID UP 45,69,000 EQUITY SHARES OF RS.10/- EACH	457	-	457	-	457		
TOTAL	457	-	457	-	457		
B. OTHER EQUITY							
PARTICULARS	RESERVES & SURPLUS				OTHER COMPREHENSIVE INCOME		TOTAL OTHER EQUITY
	SECURITIES PREMIUM RESERVE	RETAINED EARNINGS	CAPITAL RESERVE	CAPITAL RESERVES ON CONSOLIDATION	ITEMS THAT WILL NOT BE RECLASSIFIED TO PROFIT OR LOSS (NET OF TAXES)	ITEMS THAT WILL BE RECLASSIFIED TO PROFIT OR LOSS (NET OF TAXES)	
BALANCE AS OF APRIL 1, 2019	848.00	175.61	0.02	8.98	(1.54)	-	1,031.07
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR 2019-20	-	45.43	-	-	(1.26)	-	44.17
BALANCE AS OF MARCH 31, 2020	848.00	221.04	0.02	8.98	(2.80)	-	1,075.24
TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR 2020-21	-	417.99	-	-	2.59	-	420.58
BALANCE AS OF MARCH 31, 2021	848.00	639.03	0.02	8.98	(0.21)	-	1,495.82

SIGNIFICANT ACCOUNTING POLICIES & NOTES ON ACCOUNTS

27

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS

FIRM REGN NO. - 000018N/N500091

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OFFICER

PLACE : NEW DELHI

DATED : 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

AMOUNT (RS. IN LACS)

S. NO.	PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
A.	CASH FLOW FROM OPERATING ACTIVITIES		
	NET PROFIT/LOSS BEFORE TAX	563.41	60.74
	ADD: DEPRECIATION & NON CASH EXPENSES	8.67	4.44
	LESS: INTEREST ON LOAN	(114.53)	(6.43)
	LESS: INTEREST & OTHER INCOME	(67.39)	(110.71)
	OPERATING PROFIT/(LOSS) BEFORE WORKING CAPITAL CHANGES	390.16	(51.96)
	ADJUSTMENTS FOR		
	INCREASE/DECREASE IN INVENTORIES	(375.85)	367.56
	INCREASE/DECREASE IN TRADE RECEIVABLES	(5.47)	-
	INCREASE/DECREASE IN OTHER FINANCIAL ASSETS	(0.06)	(0.60)
	INCREASE/DECREASE IN OTHER CURRENT ASSETS	31,200.52	(31,307.40)
	INCREASE/DECREASE IN TRADE PAYABLE	(658.89)	(658.31)
	INCREASE/DECREASE IN OTHER FINANCIAL LIABILITIES	(0.81)	(31.14)
	INCREASE/DECREASE IN OTHER CURRENT LIABILITIES	(30,418.59)	31,456.92
	CASH GENERATED /LOST FROM OPERATIONS	131.01	(224.93)
	LESS: TAXES PAID	(133.76)	(343.68)
	NET CASH FLOW FROM OPERATING ACTIVITIES	(2.75)	(568.61)
B.	CASH FLOW FROM INVESTING ACTIVITIES		
	INTEREST RECEIVED	191.45	101.23
	PURCHASE OF PROPERTY, PLANT & EQUIPMENT	(13.76)	(7.65)
	INVESTMENT IN ICD	(1,025.00)	(475.00)
	INVESTMENT IN FIXED DEPOSIT	305.74	(445.09)
	NET CASH FLOW FROM INVESTING ACTIVITIES	(541.57)	(826.51)
C.	CASH FLOW FROM FINANCING ACTIVITIES		
	NET CASH FLOW FROM FINANCING ACTIVITIES	-	-
	NET INCREASE/DECREASE IN CASH & CASH EQUIVALENT	(544.32)	(1,395.12)
	OPENING CASH & CASH EQUIVALENT	683.48	2,078.60
	CLOSING CASH & CASH EQUIVALENT	139.16	683.48

AS PER OUR REPORT OF EVEN DATE ATTACHED

FOR AND ON BEHALF OF THE BOARD

FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. – 000018N/N500091

SD/
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CHIEF FINANCIAL
OFFICER

PLACE : NEW DELHI
DATED : 30.06.2021

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET

Note No. - 1 PROPERTY, PLANT & EQUIPMENT

AMOUNT (RS. IN LACS)

PARTICULARS	OFFICE EQUIPME NT	VEHICLES	FURNITURE & FIXTURES	COMPUTERS	TOTAL
Gross Block					
AS AT 01.04.2019	0.68	-	5.79	0.22	6.68
ADDITIONS	0.16	6.98	0.14	0.37	7.65
DISPOSALS	-		-		-
AS AT 31.03.2020	0.83	6.98	5.92	0.59	14.33
ADDITIONS	7.69	-	4.07	2.00	13.76
DISPOSALS	-		-	-	-
AS AT 31.03.2021	8.52	6.98	9.99	2.59	28.08
ACCUMULATED DEPRECIATION					
AS AT 01.04.2019	0.43	-	3.43	0.01	3.87
CHARGE FOR THE PERIOD	0.08	0.85	0.64	0.17	1.74
DISPOSALS	-		-		-
AS AT 31.03.2020	0.51	0.85	4.07	0.18	5.61
CHARGE FOR THE PERIOD	2.27	1.91	0.89	0.93	6.00
DISPOSALS	-		-		-
AS AT 31.03.2021	2.78	2.76	4.96	1.11	11.62
NET BOOK VALUE					
AS AT 31.03.2020	0.33	6.13	1.86	0.40	8.72
AS AT 31.03.2021	5.74	4.21	5.04	1.48	16.47

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 2		
DEFERRED TAX ASSETS (NET)		
TIMING DIFFERENCE ON ACCOUNT OF		
- PROPERTY, PLANT AND EQUIPMENTS	1.66	1.08
- BUSINESS LOSS	23.45	21.58
- UNABSORBED DEPRECIATION	0.58	0.19
- EMPLOYEE BENEFITS	2.07	1.72
- OTHERS	0.07	0.94
	27.83	25.50
NOTE NO- 3		
INVENTORIES		
(AT LOWER OF COST AND NET REALISABLE VALUE)		
TRADED GOODS	1,059.87	684.02
	1,059.87	684.02
NOTE NO- 4		
TRADE RECEIVABLES		
UNSECURED CONSIDERED GOODS		
- OTHERS	569.70	-
LESS :- BILL DISCOUNTING UNDER LC*	(564.23)	-
	5.47	-
AGEING OF RECEIVABLES		
WITHIN THE CREDIT PERIOD	5.47	-
UPTO 6 MONTHS PAST DUE	-	-
MORE THAN 6 MONTHS BUT LESS THAN ONE YEAR	-	-
MORE THAN ONE YEAR	-	-

* THE DISCOUNTED AMOUNT OF BILLS IS NOT RELEASED UNLESS ACCEPTANCE OF PAYMENT AND DUE DATE

CONFIRMATION OF THE BILLS UNDER LC'S IS OBTAINED FROM THE LC ISSUING BANK. SUBSEQUENT EXPOSURE IS ON ILC ISSUING BANK, WITH NO RECOURSE TO THE COMPANY.

NOTE NO- 5		
CASH & CASH EQUIVALENTS		
- CASH ON HAND	1.35	1.38
- BALANCE WITH BANK		
IN CURRENT ACCOUNT	5.14	12.11
- OTHER BANK BALANCE		
IN FIXED DEPOSITS (MATURITY LESS THAN 3 MONTHS AT INCEPTION)	132.67	669.99
	139.16	683.48

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
(Formerly Emergent Global Edu and Services Limited)

NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 6		
BANK BALANCES OTHER THAN CASH & CASH EQUIVALENTS		
- OTHER BANK BALANCES		
- FIXED DEPOSITS*	472.46	778.19
* MATURITY PERIOD MORE THAN 3 MONTHS BUT LESS THAN 12 MONTHS AT INCEPTION		
	472.46	778.19
NOTE NO- 7		
CURRENT LOANS		
- INTER CORPORATE DEPOSITS		
- SECURED, CONSIDERED GOOD	1,000.00	475.00
- UNSECURED, CONSIDERED GOOD	500.00	-
	1,500.00	475.00
NOTE NO- 8		
OTHER FINANCIAL ASSETS		
- INTEREST RECEIVABLE	11.90	21.43
- SECURITY DEPOSITS	0.67	0.61
	12.57	22.04
NOTE NO- 9		
CURRENT TAX ASSETS		
- TDS & ADVANCE TAX (NET OF PROVISION OF RS. 18.09 LACS (31 MARCH 2020: RS. 18.09 LACS)	330.55	330.55
	330.55	330.55
NOTE NO- 10		
OTHER CURRENT ASSETS		
(UNSECURED, CONSIDERED GOOD)		
ADVANCES RECOVERABLE IN CASH OR IN KIND OR FOR VALUE TO BE RECEIVED		
- PREPAID EXPENSES	1.66	0.09
- DUTIES & TAXES RECEIVABLE	158.65	33.45
- OTHER RECEIVABLE	-	0.13
- OTHER ADVANCES	1.14	10.36
- ADVANCES TO SUPPLIERS	-	31,313.36
- CAPITAL ADVANCES	-	4.59
	161.45	31,361.98

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
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NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 11		
SHARE CAPITAL		
AUTHORISED:		
2,00,00,000 EQUITY SHARES (PREVIOUS YEAR 2,00,00,000 EQUITY SHARES) OF Rs. 10/- EACH	2,000.00	2,000.00
ISSUED, SUBSCRIBED & PAID UP:		
45,69,000 EQUITY SHARES (PREVIOUS YEAR 45,69,000 EQUITY SHARES) OF Rs. 10/- EACH	456.90	456.90

Reconciliation of the shares outstanding at the beginning and at the end of the period		
EQUITY SHARES AT RS. 10 EACH	AS AT 31.03.2021	AS AT 31.03.2020
SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR	45,69,000	45,69,000
SHARES ISSUED DURING THE YEAR	-	-
SHARES BOUGHT BACK DURING THE YEAR	-	-
SHARES OUTSTANDING AT THE END OF THE YEAR	45,69,000	45,69,000

Detail of shareholders holding more than 5% shares in the company		
	AS AT 31.03.2021	AS AT 31.03.2020
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.

The company has not issued shares for a consideration other than cash or bonus shares during the immediately preceding 5 years.

EMERGENT INDUSTRIAL SOLUTIONS LIMITED
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NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 12		
OTHER EQUITY		
- CAPITAL RESERVE	0.02	0.02
- SECURITIES PREMIUM RESERVE	848.00	848.00
- CAPITAL RESERVES ON CONSOLIDATION	8.98	8.98
- RETAINED EARNINGS	639.03	221.04
- OTHER COMPREHENSIVE INCOME/(LOSS)	(0.21)	(2.80)
	1,495.82	1,075.24
NOTE NO- 13		
NON CURRENT LIABILITIES		
LONG-TERM PROVISIONS		
PROVISION FOR EMPLOYEE BENEFITS		
- PROVISION FOR GRATUITY (REFER NOTE NO - 27.27)	9.29	10.07
	9.29	10.07
NOTE NO- 14		
TRADE PAYABLES		
UNSECURED CONSIDERED GOOD		
TOTAL OUTSTANDING DUES TO		
- MICRO AND SMALL ENTERPRISES	-	-
- OTHERS	42.07	700.96
	42.07	700.96
NOTE NO- 15		
OTHER FINANCIAL LIABILITIES		
- EXPENSES PAYABLE	19.53	20.33
	19.53	20.33
NOTE NO- 16		
OTHER CURRENT LIABILITIES		
- DUTIES & TAXES PAYABLE	3.30	2.52
- ADVANCE FROM CUSTOMERS	1,683.71	32,103.08
	1,687.01	32,105.60

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NOTES FORMING PART OF THE CONSOLIDATED BALANCE SHEET		
PARTICULARS	AS AT 31.03.2021	AS AT 31.03.2020
NOTE NO- 17		
CURRENT LIABILITIES :- PROVISIONS		
- PROVISION FOR GRATUITY (REFER NOTE NO -27.27)	0.37	0.38
	0.37	0.38
NOTE NO- 18		
CURRENT TAX LIABILITIES (NET)		
- PROVISION FOR INCOME TAX (NET OF ADVANCE TAX AND TDS RS. 133.77 LACS (31 MARCH 2020: NIL)	14.84	-
	14.84	-

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NOTES FORMING PART OF THE CONSOLIDATED PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 19		
REVENUE FROM OPERATIONS		
- SALE OF TRADED GOODS	51,352.61	16,576.14
- OTHER OPERATING INCOME	38.51	2.76
	51,391.12	16,578.90
NOTE NO- 20		
OTHER INCOME		
- INTEREST ON FIXED DEPOSIT	67.39	109.64
- INTEREST ON LOAN	114.53	6.43
- OTHER INTEREST INCOME	0.01	1.06
- MISC. BALANCES WRITTEN OFF	5.50	-
- DIFFERENCE IN FOREIGN EXCHANGE	325.29	6.67
	512.72	123.80
NOTE NO- 21		
PURCHASE OF STOCK IN TRADE		
- PURCHASES OF TRADED GOODS	51,402.67	15,836.62
- DIRECT EXPENSES	134.09	269.34
	51,536.76	16,105.96
NOTE NO- 22		
CHANGES IN INVENTORIES OF STOCK-IN-TRADE		
INVENTORIES AT THE END OF THE YEAR		
TRADED GOODS (B)	1,059.87	684.02
INVENTORIES AT THE BEGINNING OF THE YEAR		
TRADED GOODS (A)	684.02	1,051.59
(A-B)	(375.85)	367.57
NOTE NO- 23		
EMPLOYEE BENEFITS EXPENSE		
- SALARIES & ALLOWANCES	56.27	73.08
- OTHER BENEFITS	3.72	4.65
- STAFF WELFARE EXPENSES	1.84	0.72
	61.83	78.45

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NOTES FORMING PART OF THE CONSOLIDATED PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 24		
FINANCE COSTS		
- BANK CHARGES	6.17	4.21
- INTEREST ON LC DISCOUNTING CHARGES	31.01	-
	37.18	4.21
NOTE NO- 25		
OTHER EXPENSES		
- RENT CHARGES	7.34	13.50
- TRAVELING EXPENSES	2.89	13.61
- LEGAL & PROFESSIONAL CHARGES	17.96	14.80
- FEES & SUBSCRIPTION	0.65	0.22
- FILLING FEES	0.30	0.21
- LISTING FEES	3.00	3.00
- BUSINESS PROMOTION EXPENSES	3.34	2.76
- CONVEYANCE EXPENSES	0.76	0.80
- POSTAGE & COURIER EXPENSES	0.08	0.03
- TELEPHONE & INTERNET EXPENSES	1.26	1.58
- ELECTRICITY EXPENSES	1.59	2.44
- REPAIRS & MAINTENANCE	27.77	19.64
- ADVERTISEMENT EXPENSES	0.47	0.36
- SOFTWARE EXPENSES	0.61	-
- MISCELLANEOUS EXPENSES	0.56	1.19
- PRINTING & STATIONARY	2.14	3.01
- INTEREST ON CUSTOM DUTY	0.52	1.70
- SECURITY EXPENSES	1.38	2.91
- COMMISSION CHARGES	-	1.24
PAYMENT TO AUDITORS		
- STATUTORY AUDIT FEES	1.64	0.79
- TAX AUDIT FEES	0.25	0.24
	74.51	84.03

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NOTES FORMING PART OF THE CONSOLIDATED PROFIT AND LOSS STATEMENT		
PARTICULARS	FOR THE YEAR ENDED 31.03.2021	FOR THE YEAR ENDED 31.03.2020
NOTE NO- 26		
INCOME TAX EXPENSE		
(A) INCOME TAX EXPENSE RECOGNISED IN STATEMENT OF PROFIT AND LOSS		
CURRENT TAX	148.62	18.09
EARLIER YEAR TAX	-	2.43
DEFERRED TAX	(3.20)	(5.21)
	145.42	15.31
(B) INCOME TAX EXPENSE ON OTHER COMPREHENSIVE INCOME		
REMEASUREMENT OF DEFINED BENEFIT OBLIGATIONS	(0.87)	0.40
	(0.87)	0.40

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

Note No – 27

B. SIGNIFICANT ACCOUNTING POLICIES.

27.1 A) Group Overview

Emergent Industrial Solutions Limited (Formerly Emergent Global Edu & Services Limited) (the Company) is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its Equity shares are publicly traded on BSE Limited ("BSE"). The registered office of the Company is situated at 8B, Sagar, 6 Tilak Marg, New Delhi – 110001.

The Parent Company has changed its name from Emergent Global Edu & Services Limited to Emergent Industrial Solutions Limited as approved by the Hon'ble Registrar of Companies, New Delhi on 17.04.2020.

The parent company and its subsidiary (collectively referred to as 'the Group') are engaged in the business of trading activities of Coal, Coke, Manganese ore, other Metal Products and Educations services. These consolidated financial statements were authorized for issue in accordance with a resolution of the directors on dated 30.06.2021.

B) Group Information

The Company has only one subsidiary as at 31st March 2021 are set out below. It has Share Capital consisting solely of equity shares that are held directly by the Company.

Name of Subsidiary	Principal Activity	Place of Business & Country of Incorporation	Ownership Interest and Voting Rights (%)	
			2021	2020
Indo Education Pvt Ltd	Education Services	New Delhi / India	100%	100%

27.2 Basis of Preparation of Financial Statements

A) Statement of Compliance

The consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified under the Companies (Indian Accounting Standards) Rules, 2015, read with section 133 of the Companies Act, 2013. (as amended from time to time).

B) Basis of Preparation

The Consolidated Financial Statements have been prepared in accordance with IND AS and Disclosures thereon comply with requirements of IND AS, stipulations contained in Schedule- III (revised) as applicable under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014, Companies (Indian Accounting Standards) Rules 2015 as amended from time to time, other pronouncement of ICAI, provisions of the Companies Act and Rules and guidelines issued by SEBI as applicable

27.3 Principle of Consolidation

The Consolidated Financial Statements (CFS) includes the financial statements of the Company and its subsidiary as stated above Para no.27.1(B). The consolidated financial statements have been prepared on the following basis: -

A) The financial statements of the company and its subsidiary are combined on a line by line basis by adding together like items of assets, liabilities, equity, incomes, expenses and cash flows, after fully eliminating intra-group balances and intra-group transactions.

- B)** Profit or loss and each component of other comprehensive income are attributed to the Group as owners.
- C)** All intergroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation

27.4 Use of Estimates

Ind AS enjoins management to make estimates and assumptions related to financial statements that affect reported amount of assets, liabilities, revenue, expenses and contingent liabilities pertaining to the year. Actual result may differ from such estimates. Any revision in accounting estimates is recognized prospectively in the period of change and material revision, including its impact on financial statements, is reported in the notes to accounts in the year of incorporation of revision.

27.5 Recognition of Income and Expenses

- a) The Group derives revenues primarily from sale of traded goods and related services.

Under Ind AS 115, the Company recognized revenue when (or as) a performance obligation was satisfied, i.e. when 'control' of the goods underlying the particular performance obligation were transferred to the customer.

Further, revenue from sale of goods is recognized based on a 5-Step Methodology which is as follows:

Step 1: Identify the contract(s) with a customer

Step 2: Identify the performance obligation in contract

Step 3: Determine the transaction price

Step 4: Allocate the transaction price to the performance obligations in the contract

Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Revenue is measured based on transaction price, which is the value of the consideration received or receivable, stated net of discounts, returns and Goods & Service Taxes. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate, and provide for the discounts/right of return, using the expected value method.

- b) Revenue from services are recognized in proportion to the stage of completion of transaction at the end of reporting period, and cost incurred in the transaction including same to complete
- c) the transaction and revenue (representing economic benefit associated with the transaction) can be measured reliably.
- d) Other incomes have been recognized on accrual basis in financial statements except for cash flow information.

27.6 Financial instruments

(iii) Financial Assets

Initial Recognition and Measurement

All financial assets are recognized initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. Financial assets are classified, at initial recognition, as financial assets measured at fair value or as financial assets measured at amortized cost.

Subsequent Measurement

For purpose of subsequent measurement financial assets are classified in two broad categories:-

- Financial Assets at fair value

- Financial assets at amortized cost

Where assets are measured at fair value, gains and losses are either recognized entirely in the statement of Profit and loss, or recognized in other comprehensive income.

A financial asset that meets the following two conditions is measured at amortized cost.

- **Business Model Test:** The objective of the company's business model is to hold the financial Asset to collect the contractual cash flows.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

A financial asset that meets the following two conditions is measured at fair value through OCI:-

- **Business Model Test:** The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets.
- **Cash flow characteristics test:** The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payment of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value through profit and loss.

All equity investments are measured at fair value in the balance sheet, with value changes recognized in the statement of profit and loss, except for those equity investments for which the entity has elected irrevocable option to present value changes in OCI.

Investment in associates, joint venture and subsidiaries

The Group has accounted for its investment in subsidiaries, associates and joint venture at cost.

Impairment of financial assets

The company assesses impairment based on expected credit losses (ECL) model at an amount equal to:-

- 12 months expected credit losses, or
- Lifetime expected credit losses

Depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not track the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

(iv) Financial Liabilities

All financial liabilities are initially recognized at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

Financial liabilities are classified as measured at amortized cost or fair value through profit and loss (FVTPL). A financial liability is classified as FVTPL if it is classified as held for trading, or it is a derivative or is designated as such on initial recognition. Financial Liabilities at FVTPL are measured at fair value and net gain or losses, including any interest expense, are recognized in statement of profit and loss. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in statement of profit and loss. Any gain or loss on de-recognition is also recognized in statement of profit and loss.

27.7 Fair Value Measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the Consolidated financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 – Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is Unobservable

For assets and liabilities that are recognized in the Consolidated Financial Statements on a recurring basis, the Group determines Whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group's Valuation Committee determines the policies and procedures for both recurring fair value measurement, such as derivative instruments and unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for distribution in discontinued operations.

27.8 Employee Benefits

Liabilities in respect of employee benefits to employees are provided for as follows:

Post Separation Employee Benefit Plan

iii) Defined Benefit Plan

- Gratuity Liability on the basis of actuarial valuation as per IND AS-19. Liability recognised in the balance sheet in respect of gratuity is the present value of the defined benefit obligation at the end of each reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method. The present value of defined benefit is

determined by discounting the estimated future cash outflows by reference to market yield at the end of each reporting period on government bonds

that have terms approximate to the terms of the related obligation. The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and

the fair value of plan assets. This cost is included in employee benefits expense in the statement of profit and loss.

- Actuarial gain / loss pertaining to i & ii above and other components of re-measurement of net defined benefit liability (asset) are accounted for as OCI. All remaining components of costs are accounted for in statement of profit & loss.

27.9 Income Tax and Deferred Tax

The liability of company on account of Income Tax is computed considering the provisions of the Income Tax Act, 1961.

Deferred tax is provided using balance sheet approach on temporary differences at the reporting date as difference between the tax base and the carrying amount of assets and liabilities. Deferred tax is recognized subject to the probability that taxable profit will be available against which the temporary differences can be reversed.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other Comprehensive income or in equity).

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax liabilities are not recognised for temporary differences between the carrying amount and tax bases of Investments in subsidiaries and interest in joint arrangements where the Company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiaries, and interest in joint arrangements where it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary difference can be utilised.

27.10 Provisions, Contingent Liability and Contingent Assets

Disputed liabilities and claims against the company including claims raised by fiscal authorities (e.g. Sales Tax, Income Tax Excise etc.) Pending in appeal / court for which no reliable estimate can be made and or involves uncertainty of the outcome of the amount of the obligation or which are remotely poised for crystallization are not provided for in accounts but disclosed in notes to accounts.

However, present obligation as a result of past event with possibility of outflow of resources, when reliable estimation can be made of the amount of obligation, is recognized in accounts in

terms of discounted value, if the time value of money is material using a current pre-tax rate that reflects the risk specific to the liability.

No contingent asset is recognized but disclosed by way of notes to accounts if any.

27.11 Foreign Currency Translation

The company's financial statements are presented in INR in Lacs, which is also the company's functional currency.

- a) Transactions in foreign currencies are recognized at rate of overseas currency ruling on the date of transactions. Gain / Loss arising on account of rise or fall in overseas currencies vis-à-vis functional currency between the date of transaction and that of payment is charged to Statement of Profit & Loss.
- b) Monetary Assets in foreign currencies are translated into functional currency at the exchange rate ruling at the Reporting Date and the resultant gain or loss, is accounted for in the Statement of Profit & Loss.
- c) Non-Monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rate at the date of the transaction.
- d) Impact of exchange fluctuation is separately disclosed in notes to accounts.

27.12 Earnings per Share

Basic Earnings per share is calculated by dividing the net profit for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit for the period attributed to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

27.13 Borrowing Cost

Borrowing cost that are directly attributable to the acquisition, construction, or production of a qualifying asset are capitalized as a part of the cost of such asset till such time the asset is ready for its intended use or sale.

Borrowing cost consists of interest and other costs that an entity incurs in connection with the borrowing of funds.

Borrowing costs also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale. All other borrowing cost are recognized as expense in the period in which they are incurred.

27.14 Cash and Cash Equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

27.15 Property, Plant and Equipment

Cost:-

Property, Plant & Equipment held for use in the production or supply of goods or services, or for administration purposes, are stated in the balance sheet at cost s(net of duty/tax credit availed) less accumulated depreciation and accumulated impairment losses. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for indented use. Depreciation of these assets, on the same basis as other property assets, commence when the assets are ready for their intended use.

Depreciation/Amortization:

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period with the effect of any changes in estimate accounted for on a prospective basis.

27.16 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.

27.17 Intangible Assets

Intangible assets are stated at cost less accumulated amortization and impairment. Intangible assets are amortized over their respective individual estimated useful lives on a straight-line basis, from the date that they are available for use. The estimated useful life of an identifiable intangible asset is based on a number of factors including the effects of obsolescence, demand, competition, and other economic factors (such as the stability of the industry, and known technological advances), and the level of maintenance expenditures required to obtain the expected future cash flows from the asset. Amortization methods and useful lives are reviewed periodically including at each financial year end.

27.18 Impairment

(i) Impairment of Financial Assets

The Group assesses impairment based on expected credit losses (ECL) model at an amount equal to:-

- 12 months expected credit losses, or
- Lifetime expected credit losses

Depending upon whether there has been a significant increase in credit risk since initial recognition.

However, for trade receivables, the company does not rack the changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

(ii) Impairment of Non-Financial Assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

If such assets are considered to be impaired, the impairment to be recognized in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortization or depreciation) had no impairment loss been recognized for the asset in prior years.

27.19 Current versus Non-Current Classification

The Group presents assets and liabilities in the Balance Sheet based on current/non-current classification.

An Asset is current when it is:

- a) Expected to be realised or intended to be sold or consumed in the normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period, or
- d) Cash or Cash Equivalents unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as Non- Current

A Liability is current when it is:

- a) Expected to be settled in the normal operating cycle.
- b) Held primarily for the purpose of trading.
- c) Expected to be realised within twelve months after the reporting period, or
- d) There is no conditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as Non- Current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents. The Company has identified twelve months as its operating cycle.

27.20 Cash Flow Statement

Cash Flows are reported using the indirect method, whereby profit for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.

27.21 Inventories

Inventories are valued at the lower of Cost and Net Realizable Value. The Cost for this purpose is determined as follows:

- Traded goods (traded): First in First Out method (FIFO).

Cost includes the necessary cost incurred in bringing inventory to its present location and condition necessary for use.

Net Realizable Value is the estimated selling price including applicable subsidy in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

27.22 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

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C. NOTES ON ACCOUNTS.

27.23 Sundry Debtors, Loans & Advances if any are subject to confirmation.

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

A. Foreign Currency

Particulars	<u>2020-21</u>	<u>2019-20</u>
	(Rs. In Lacs)	(Rs. In Lacs)
a. Expenses in Foreign Currency		
- Travelling Expenditure	-	3.26
- Purchases	19,522.74	12,959.00
b. Earnings in Foreign Exchange	-	-

B. Details of Traded Goods – Purchases

Name of Goods	<u>2020-21</u>	<u>2019-20</u>
	(Rs. In Lacs)	(Rs. In Lacs)
Coking Coal	10,660.34	8,612.39
DI Pipes	-	684.03
Ferro Manganese Slag	-	814.00
Iron Ore Fines	31,406.15	2,193.59
Manganese Ore	7,342.15	1,017.40
Metallurgical Nut Coke	-	2,515.21
Anthracite Coal	1,994.03	-
Total	51402.67	15836.62

C. Details of Traded Goods- Sale

Name of Goods	<u>2020-21</u>	<u>2019-20</u>
	(Rs. In Lacs)	(Rs. In Lacs)
Coking Coal	9,544.56	8870.94
DI Pipes	-	698.69
Ferro Manganese Slag	-	819.73
Iron Ore Fines	31,771.05	2,218.37
Manganese Ore	8,012.27	816.96
Metallurgical Nut Coke	-	2,578.33
Metallurgical Coke Breeze	-	573.12
Anthracite Coal	2,024.73	-
Total	51,352.61	16,576.14

27.25 Other Particulars:

(a) C.I.F. Value of Imports :

Particulars	Amount (Rs. in Lacs)	
	2020-21	2019-20
Traded Goods	19,525.87	12,962.59

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(b) Details of Contingent Liabilities and Commitments:

Particulars	Amount (Rs. in Lacs)	
	2020-21	2019-20
Contingent Liabilities	Nil	Nil
Commitments	Nil	Nil

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

As per the information available with the Group and as certified by the management, there are no dues outstanding including interest as on 31st March, 2021 to Micro, Small and Medium Enterprises as defined under the Micro, small and Medium Enterprises Development (MSMED) Act, 2006.

27.27 The disclosures as required as per the Ind AS 19 "Employee Benefits" are as given below:

(a) 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.

(b) Defined benefit plan

In accordance with Ind AS 19, actuarial valuation was performed in respect of the aforesaid defined benefit plans based on the followings assumptions:

As of	31.03.2021	31.03.2020
Mortality Table	IAL 2012-14 Ultimate	IAL 2012-14 Ultimate
Attrition Rate	5.00 % p.a	5.00 % p.a
Imputed Rate of Interest (D)	06.76 % p.a	06.77 % p.a
Imputed Rate of Interest (IC)	06.77 % p.a	07.65 % p.a
Salary Raise	10.00 % p.a	10.00 % p.a
Return on Plan Assets	N.A	N.A
Remaining Working Life	23.67 Years	20.57 Years

(i) Change in Present value of Obligations

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Present Value of obligation at the beginning of the I.V.P	10.44	6.08
Interest Cost	0.71	0.47
Current Service Cost	1.96	0.23
Benefits Paid	-	-
Remeasurement (Gain) /Loss		
- Experience Adjustments	(3.45)	(0.46)
- D/F in P.V of Obligations	(0.01)	2.12
Present value of obligation at the end of the I.V.P.	9.65	10.44

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

Amount (Rs. in Lacs)

As of	31.03.2021	31.03.2020
Fair Value of plant Assets As the beginning of the I. V. P.	-	-
Expected Return of Plan Assets	-	-
Net Contribution	-	-
Withdrawals	-	-

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Remeasurement (Gain) /Loss		
- Return on Plan Assets	-	-
Fair Value of Plan Assets at the end of the I.V.P.	-	-

(iii) Net Interest Cost

As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Interest Cost on Defined Benefits Obligations	0.71	0.47
Expected Interest Income on Plan Assets	-	-
Net Interest Cost/(Income)	0.71	0.47

(iv) Remeasurement - Other Comprehensive Income (OCI)

As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Return on Plan Assets (Excluding amounts included in Net Interest Expenses)	-	-
Actuarial (Gain) / Loss arising from		
- Experience Adjustment	(3.45)	(0.46)
- D/F in P.V of Obligations	(0.01)	2.12
Component of Defined Benefits Costs Recognised in OCI	(3.46)	1.66

(v) Expenses recognized in the Statement of Profit & Loss

As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Past Service Cost	-	-
Current Service Cost	1.96	2.23
Net Interest Cost/ (Income)	0.71	0.47
Defined Benefit Cost Recognised in the Statement of profit & Loss	2.67	2.70

(vi) Amount to be recognized in the Balance Sheet

As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Present value of the obligations At the end of the I. V. P.	9.65	10.45
Fair value of the Plan assets At the end of the I. V. P	-	-
Funded Status	(9.65)	(10.45)
Net Liability arising from Defined Benefit Obligations	9.65	10.45

(vii) Components of the Net Defined Obligations

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As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Net Defined Benefit obligation at the beginning	10.45	6.08
Past Service Cost	-	-
Current Service Cost	1.96	2.23
Net Interest Cost/ (Income)	0.7	0.47
Net Remeasurement	(3.46)	1.67
Net Contribution from the Employer	-	-
D/F in Benefits paid and withdrawal	-	-
Net Defined Benefit obligation at the end of the I.V.P	9.65	10.45

(viii) Category wise Plan Assets

As of	Amount (Rs. in Lacs)	
	31.03.2021	31.03.2020
Fund at the end of IVP:	-	-

27.28 Related Parties Disclosure: -

In accordance with the requirements of Ind AS – 24 “Related Party Disclosures” name of the related parties, related party relationship, transactions and outstanding balances where control exists and with whom transaction have been taken place during reported periods are:

1. Related Parties

a) Ultimate Holding Company

- Northern Exim Pvt Ltd

b) Entities with Significant Influence

- Uni Coke Private Limited
- Indo Powertech Limited.

c) Other Entities

- Indo International Trading FZCO
- Indo Investment Pvt. Ltd.

d) Key Management Personnel

- Mr. T. K. Somani – Director
- Mr. R.C. Khanduri – Director
- Mr. Rakesh Suri – Director
- Ms. Shobha Sahni – Director

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- Ms. Sabina Nagpal – Company Secretary
- Mr. Nitin Kumar – Chief Financial Officer
- Mr. Vikash Rawal – Chief Executive Officer w.e.f 11.02.2021
- Mr. Vipin Yadav – Chief Executive Officer upto 27.08.2020

2. Transaction with Related Parties

Nature of Transaction Particulars	Amt. (Rs. in Lacs)	
	FY 2020-2021	FY 2019-2020
Purchases - Indo International Trading FZCO	19,522.74	12,959.00
Quality Claim Received - Indo International Trading FZCO	370.01	-
Rent Paid - Indo Investments Pvt Ltd	6.00	6.00
Reimbursement of Electricity Charges - Indo Investments Pvt Ltd	1.59	2.44
Remuneration, Allowances & Perquisite to Key Management Personnel - Ms. Sabina Nagpal - Mr. Vipin Yadav - Mr. Nitin Kumar - Mr. Vikash Rawal	15.08 5.76 8.06 3.17	14.15 8.62 7.58 -

27.29 Additional information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as subsidiary

Name of the Entity	Net Assets i.e. total Assets minus total Liabilities		Share in Profit or Loss		Other Comprehensive Income		Total Comprehensive income	
	As % of consolidated net assets	Amt. (Rs. in Lacs)	As % of consolidated profit or loss	Amt. (Rs. in Lacs)	As % of consolidated profit or loss	Amt. (Rs. in Lacs)	As % of consolidated profit or loss	Amt. (Rs. in lacs)
Parent								
Emergent Industrial Solutions Limited	106.54%	2080.50	102.71%	429.33	(100%)	2.59	102.70%	431.92
Subsidiary								
Indo Education Private Limited	(4.41%)	(86.21)	(2.71%)	(11.34)	-	-	(2.70%)	(11.34)
Adjustment arising out of consolidation	(2.13%)	(41.57)	-	-	-	-	-	-
Total	100%	1952.72	100%	417.99	(100%)	2.59	100%	420.58

27.30 Segment Information: Disclosures as required by Indian Standards (Ind AS – 108) Operating Segments

- **Information regarding Primary Segment Reporting as per IND AS – 108**

The Company is engaged in the business of trading of Coal, Coke & Manganese Ore products which according to the management is considered as the only business segment.

Accordingly, no separate segmental information has been provided herein.

- **Geographical Segments**

The Company operates in India and therefore caters to the needs of the domestic market, therefore, there is only one geographical segment and hence, geographical segment information is not required to be disclosed.

27.31 Earnings per share

Particulars	2020-21	2019-20
Profit After Taxation (Rs. in Lacs)	417.99	45.53
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 (Amount in Rs.)	9.15	0.99

27.32 Financial risk management objectives and Policies

The Group activities are exposed to a variety of financial risks from its operations. The key financial risks include market risk, credit risk and liquidity risk. The company's overall risk management policy seeks to minimize potential adverse effects on company's financial performance.

(i) Market Risk:

Market risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market prices. Market risk comprises mainly three types of risk: interest rate, currency risk and other price risk such as equity price risk and commodity price risk.

(a) Foreign Currency Risk:

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company is exposed to foreign exchange risk through its operations in international trades. The results of the Company's operations can be affected as the rupee appreciates/depreciates against these currencies. The Company has developed and enacted a risk management strategy to mitigate the risk of changes in exchange rates on foreign currency exposures.

(b) Interest Rate Sensitivity:

Interest rate risk is the risk that the fair value of future cash flow of financial instruments will fluctuate because of change in market interest rates. The Company has not taken any loan from bank & financial institutions; hence there is not any interest rate risk.

(c) Other Price Risk:

• **Equity Price Risk:**

The Group has not equity investment except investment in Subsidiary Company. The Subsidiary company investment to be shown at Carrying value as at the date of transition to IND AS, measured as per previous GAAP are treated as their deemed costs as at the date of transition.

• **Commodity Price Risk:**

The operating activities of the Company are mainly involving trading of commodities such as coal, coke, ores, metals etc. Almost all the purchases are covered by corresponding sale contracts thus the chances of price risk are negligible. The Company has also developed and enacted a risk management strategy regarding commodity price risk and its mitigation.

(ii) Credit Risk:

Credit risk refers to risk that a counter party will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises primarily from financial assets such as trade receivables, Inter Corporate deposit, derivative financial instruments, other balances with banks, loans and other receivables.

Credit risk arising from investment derivative financial instruments and other balances with banks is limited and there is no collateral held against these because the counter parties are banks and recognised financial institutions with high credit ratings.

The Company applies expected credit losses (ECL) model for measurement and recognition of loss allowance on the following:

- i. Trade receivables
- ii. Balance with banks & fixed Deposits
- iii. Financial assets measured at amortized cost (other than trade receivables)
- iv. Others

Trade Receivables:

Customer credit risk is managed through the company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on the security held in his account. Outstanding customer receivables are regularly monitored. At the year end, the company does not have any outstanding trade receivable.

Balance & fixed Deposits with banks:

Credit Risk from balances & Fixed Deposits with banks is managed by the Company's Finance Department in accordance with the company's policy. Investments of surplus funds are made only with banks as Fixed Deposits.

Other Assets:

The Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognized as loss allowance. Subsequently, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognized as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date.

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ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/expense in the Statement of Profit and Loss under the head 'Finance Costs'. The balance sheet presentation for financial instruments is described below:

Financial assets measured as at amortized cost: ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the company does not reduce impairment allowance from the gross carrying amount.

(iii) Liquidity Risk:

Liquidity risk is the risk, where the company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company monitors its risk of a shortage of funds using future cash flow projections. The Company manages its liquidity needs by continuously monitoring cash flow

from customers and by maintaining adequate cash & cash equivalent. The Company's objective is to maintain a balance between continuity of funding and flexibility through shareholder funds or borrowings from the holding company or sister concerns.

27.33 Fair Valuation Techniques

The Group maintains policies and procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

Particulars	As at March 31, 2021		As at March 31, 2020	
	Carrying Amt.	Fair Value	Carrying Amt.	Fair Value
Financial Assets				
Trade Receivables	5.47	5.47	-	-
Cash & Cash Equivalents	139.16	139.16	683.48	683.48
Bank Balances other than Cash & Cash Equivalents	472.46	472.46	778.19	778.19
Loans	1500.00	1500.00	475.00	475.00
Other Financial Assets	12.57	12.57	22.04	22.04
Financial Liabilities				
Trade Payable	42.07	42.07	700.96	700.96
Other Financial Liabilities	19.53	19.53	20.33	20.33

The following methods and assumptions were used to estimate the fair values:

- 1) Fair value of cash and deposits, trade payables, and other current financial assets and liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

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2) Other non-current receivables are evaluated by the Company, based on parameters such as interest rates, individual creditworthiness of the counterparty etc. Based on this evaluation, allowances are taken to account for the expected losses of these receivables.

3) Fair value of Investments in un-quoted non-current Equity Shares are based on carrying cost.

Fair Value hierarchy

All financial assets and liabilities for which fair value is measured in the financial statements are categorized within the fair value hierarchy, described as follows: -

Level 1 - Quoted prices in active markets.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable, either directly or indirectly.

Level 3 - Inputs that are not based on observable market data.

27.34 Leases: Non-cancellable Operating Leases

The operating leases entered by the Company are cancellable on serving a notice of one to three months and accordingly, there are no non-cancellable operating leases required commitments for operating lease payments.

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

27.36 The Consolidated Financial Statements are presented in lacs. Those items which are required to be disclosed and which were not presented in the Consolidated Financial Statement due to rounding off to the nearest ` in lacs if any are separately disclosed along with line items.

27.37 Notes 1 to 27 form an integral part of the Consolidated Balance Sheet and Statement of Profit & Loss of the Company.

AS PER REPORT OF EVEN DATE

FOR & ON BEHALF OF THE BOARD

FOR O P BAGLA & CO LLP
CHARTERED ACCOUNTANTS
FIRM REGN NO. – 000018N/N500091

ATUL BAGLA
PARTNER
M.NO. 91885

T.K. SOMANI
DIRECTOR
DIN : 0011233

R. C. KHANDURI
DIRECTOR
DIN : 3048392

VIKASH RAWAL
CHIEF EXECUTIVE
OFFICER

SABINA NAGPAL
COMPANY SECRETARY
& LAW OFFICER

NITIN KUMAR
CHIEF FINANCIAL
OFFICER

PLACE: NEW DELHI
DATED : 30.06.2021

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(Formerly Emergent Global Edu and Services Limited)

EMERGENT INDUSTRIAL SOLUTIONS LIMITED

FORM AOC - 1

(PURSUANT TO FIRST PROVISIO 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

AMOUNT (RS. IN LACS)

SI. NO.	PARTICULARS	DETAILS
1	NAME OF THE SUBSIDIARY COMPANY :	INDO EDUCATION PRIVATE LIMITED
2	THE DATE SINCE WHEN SUBSIDIARY WAS ACQUIRED	28.09.2010
3	REPORTING PERIOD FOR THE SUBSIDIARY CONCERNED, IF DIFFERENT FROM THE HOLDING COMPANY'S REPORTING PERIOD	N.A.
4	REPORTING CURRENCY AND EXCHANGE RATE AS ON THE LAST DATE OF THE RELEVANT FINANCIAL YEAR IN THE CASE OF FOREIGN SUBSIDIARIES	N.A.
5	SHARE CAPITAL	RS. 27.50
6	RESERVES & SURPLUS	RS. (113.71)
7	TOTAL ASSETS	RS. 52.23
8	TOTAL LIABILITIES	RS. 138.44
9	INVESTMENTS	NIL
10	TOTAL RECEIPTS	RS. 1.07
11	PROFIT BEFORE TAXATION	RS. (13.56)
12	PROVISION FOR TAXATION	RS. (2.22)
13	PROFIT AFTER TAXATION	RS. (11.34)
14	PROPOSED DIVIDEND	NIL
15	% OF SHAREHOLDING	100%

FOR AND ON BEHALF OF THE BOARD

FOR O P BAGLA & CO LLP

CHARTERED ACCOUNTANTS

FIRM REGN NO. - 000018N/N50009

SD/

ATUL BAGLA

PARTNER

M.NO. 91885

SD/

T. K. SOMANI

DIRECTOR

DIN : 00011233

SD/

R.C. KHANDURI

DIRECTOR

DIN : 03048392

SD/

VIKASH RAWAL

CHIEF EXECUTIVE

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SD/

SABINA NAGPAL

COMPANY SECRETARY

& LAW OFFICER

SD/

NITIN KUMAR

CHIEF FINANCIAL

OFFICER

PLACE : NEW DELHI

DATE : 30.06.2021

Route Map

