



EMA INDIA LIMITED

C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur – 208022

Ph: 0512-2691210-11; Fax: 0512-2691214

E-mail: emaIndia.cs@gmail.com Website: www.eilttd.info

CIN No. L27201UP1971PLC003408

NOTICE

NOTICE is hereby given that 47th Annual General Meeting of Shareholders of EMA INDIA LIMITED will be held at the Registered Office of the Company at C-37 Panki Industrial Area, P.O. Udyog Nagar, Kanpur -208 022 on Thursday, 20th September, 2018 at 11:00 A.M. to transact the following businesses:-

ORDINARY BUSINESS:

1. To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Ms. Ranjana Bhargava (DIN: 00234421) who retires by rotation and being eligible offers herself for re-appointment.

Place: Kanpur

Dated: 17.05.2018

By Order of the Board

Sd/-

RANJANA BHARGAVA

Whole Time Director

DIN No. 00234421

R/o: 28-Chandra Vihar,

Lakhanpur,

Kanpur - 208002

NOTES:

- a) The Register of Members and the Share Transfer books of the Company will remain closed from Friday, 14th September, 2018 to Thursday, 20th September, 2018 (both days inclusive) for annual closing.
- b) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY 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.** Proxies in order to be effective should be duly stamped, completed and signed and must reach at the Registered Office of the Company not less than forty eight hours before the time for holding the Annual General Meeting. A proxy form is sent herewith.
- c) Members / Proxies should bring the Attendance Slip duly filled in for attending the meeting.
- d) Members holding shares in physical form are requested to send request for any change in their address immediately to the Company quoting their Folio Nos. and send the details of their Bank Accounts compulsorily. Members, holding shares in Demat form are requested to send the details of change of their address etc. to their concerned Depository Participants. No direct request from the beneficiaries holding shares in Demat form will be entertained by the Company.
- e) Members are requested to bring their copy of the Annual Report to the Annual General Meeting.
- f) Corporate members intending to send their authorized representatives to attend the Annual General Meeting are requested to deposit board resolution/letter of authority/ power of attorney, together with the respective specimen signatures of those representative(s) authorized under the said document to attend and vote on their behalf at the meeting at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- g) 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 Alankit Assignments Limited, Alankit Heights 1E/13, Jhandewalan Extension, New Delhi – 110055 or to the Company.

EMA INDIA LIMITED



- h) Electronic copy of the Annual Report for 2018 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for 2018 is being sent in the permitted mode.
- i) Electronic copy of the Notice of the 47th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 47th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
- j) Members may also note that the Notice of the 47th Annual General Meeting and the Annual Report for 2018 will also be available on the Company's website www.eiltd.info for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kanpur for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send their requests at Company's investor email id: emaindia.cs@gmail.com.
- k) To support "Green Initiative", members who have not registered their e-mail addresses are requested to register the same with Depositories.
- l) Route Map of the venue is attached.
- m) Voting through electronic means:-
- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company is pleased to provide members facility to exercise their right to vote at the 47th Annual General Meeting by electronic means and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
 - III. The 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.
 - IV. The e-voting period commences on **Monday, 17th September, 2018 (9:00 A.M.) and ends on Wednesday, 19th September, 2018 (5:00 P.M.)**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of **Friday, 14th September, 2018**, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting after 5:00 P.M. on Wednesday, 19th September, 2018. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.
 - V. The details of the process and manner for remote e-voting are explained herein below:
Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>
Step 2: Cast your vote electronically on NSDL e-Voting system.

Details on Step 1 is mentioned below:

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

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

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after



using your log-in credentials, click one-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

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

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) 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 enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) 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 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, your 'initial password' is communicated to you on your postal address.
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.
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.
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.

Details on Step 2 is mentioned below:

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

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. 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.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.



7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page
8. 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 kn.shridhar@yahoo.co.in or emaindia.cs@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. 1800-222-990 or send a request at evoting@nsdl.co.in
- VI. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- VII. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of Friday, 14th September, 2018.
- VIII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday, 14th September, 2018, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or_emaindia.cs@gmail.com/ rta@alankit.com.

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL toll free no.: 1800-222-990.

- IX. A member may participate in the Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
- X. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting through ballot paper.
- XI. Mr. K.N. Shridhar (Membership No. F3882) Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XII. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of Scrutinizer, by use of e-voting or Ballot Paper or Polling Paper for all those Members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.
- XIII. The Scrutinizer shall, after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting and, thereafter, unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and shall make, not later than three days from the conclusion of the Annual General Meeting, 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, who shall countersign the same and declare the result of the voting forthwith.
- XIV. The Results declared alongwith the Scrutinizer's Report shall be placed on the Company's website www.eiltd.info and on the website of NSDL www.evoting.nsdl.com immediately after the declaration of the result by the Chairman or a person authorized by him in writing and communicated to the Stock Exchange.

By Order of the Board
Sd/-

RANJANA BHARGAVA

Whole Time Director

DIN No. 00234421

R/o: 28-Chandra Vihar, Lakhapur,
Kanpur 208002

Place: Kanpur
Dated: 17.05.2018

EMA INDIA LIMITED



Information of directors to be re-appointed at the 47th Annual General Meeting pursuant to Regulation 36(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in accordance with the provisions of Companies Act, 2013 read with Secretarial Standard -2.

Name	<i>Ms. Ranjana Bhargava</i>
DIN	00234421
Date of Birth	29 th September, 1948
Age	69 years
Qualifications	B.S.E. Lady Irwin College, New Delhi
Experience	22 years
Details of remuneration sought to be paid	As per resolution passed in 46 th Annual General Meeting of the Company
Remuneration last drawn	Rs. 15,25,174 P.A.
Nationality	Indian
Expertise in specific functional area	Management
Date of first appointment on the Board of the Company	18.01.1996
Name(s) of the other Companies in which Directorship held	DIATECH Tools India Private Limited
Membership/ Chairmanship of Committees in the Company	NIL
Membership/ Chairmanship of Committees in other Companies	NIL
No. of Equity Shares held in the Company	49000
No. of Board meetings attended during the year	4
Relationship with other directors, Manager, key managerial personnel of the Company	Mother of Ms. Rakshita Bhargava (Director of the Company)
Terms and conditions of appointment (if any)	Executive Director Liable to retire by rotation



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CIN No. L27201UP1971PLC003408

ATTENDANCE SLIP

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL. Joint shareholders may obtain additional slip on request.

DP. ID.*	
Client ID.*	

Regd. Folio No.	
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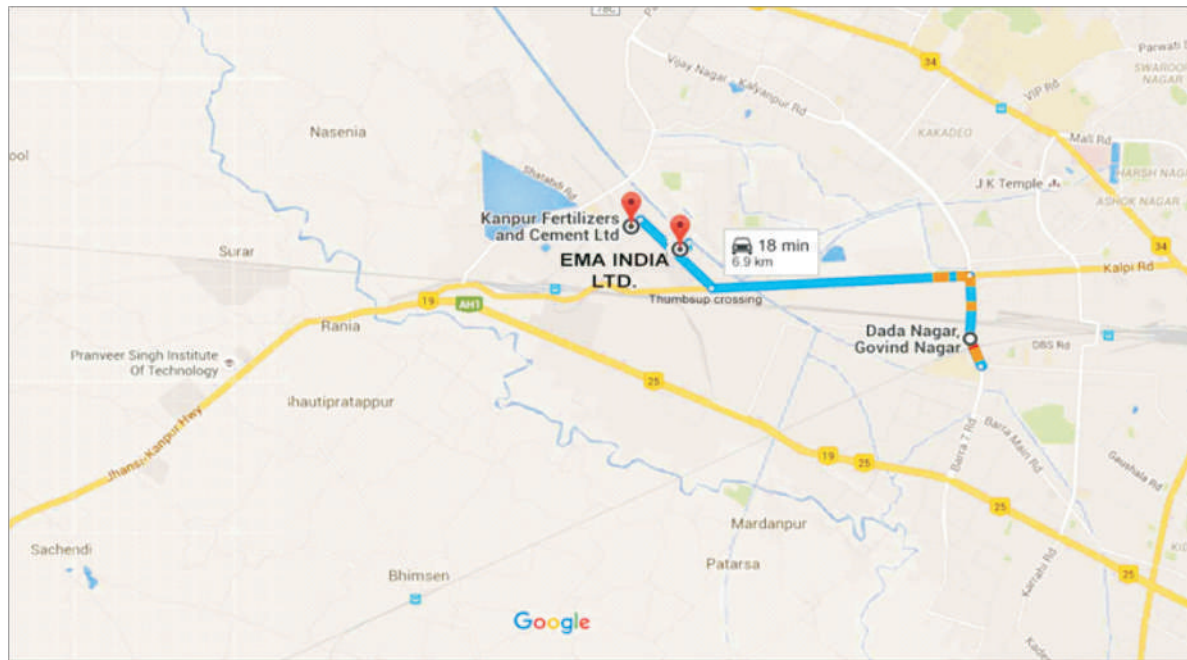
Name and address of the shareholder / beneficiary.....

No. of Share(s) held :.....

I hereby record my presence at the 47th Annual General Meeting of the Company being held on Thursday, 20th September, 2018 at 11:00 A.M. at Registered Office of the Company at C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur – 208 022.

.....
Signature of Shareholder/Beneficiary or Proxy

*Applicable for investors holding shares in electronic form



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PROXY FORM

Name of the member(s):
Registered address:
E-mail ID:
Folio/DP ID-Client ID No:

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 47th Annual General Meeting of the Company, to be held on Thursday, 20th September 2018 at 11:00 A.M. at the Registered Office of the Company C-37, Panki Industrial Area, P.O. Udyog Nagar, Kanpur – 208 022 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No	RESOLUTIONS	Optional *	
		For	Against
Ordinary Business			
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2018 together with the Reports of the Board of Directors and Auditors thereon.		
2	Re-appointment of Ms. Ranjana Bhargava(DIN: 00234421) who retires by rotation		

Signed this _____ day of _____ 2018

Signature of Shareholder _____

Signature of Proxy Holder (s) _____

Affix One
Rupee
Revenue
Stamp

Note:

1. 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.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 47th Annual General Meeting.
3. * It is optional to put a "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'A gainst' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
4. Please complete all details including details of member(s) in above box before submission.

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CIN No. L27201UP1971PLC003408

Dear Shareholders,

Sub: Amendment to Regulation 40 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 with respect to mandatory dematerialization for transfer of securities

Securities and Exchange Board of India had vide notification SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 mandated that transfer of securities of a listed company would be carried out in dematerialized form only.

Members may please be informed that, pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Fourth Amendment) Regulations, 2018, effective from 5th December, 2018, requests for effecting transfer of securities in physical form shall not be processed unless the securities are held in the dematerialized form with a depository. Hence, investors are encouraged to demat their physical holding for any further transfer.

Yours sincerely,
For **EMA India Ltd.**

Ranjana Bhargava
Whole-time Director
DIN: 00234421