

ACE STONE CRAFT LIMITED

CIN : L26994OR1992PLC003022

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the Members of **ACE STONE CRAFT LIMITED ("THE COMPANY")** will be held on Thursday, the 12th day of November, 2020 at 10:00 A.M. at the Registered Office of the Company at Plot No. 1210, Mahanadivihar, P.O. Nayabazar, Cuttack, Orissa-753004 to transact the following businesses:

ORDINARY BUSINESS:

1. To receive consider and adopt the Audited Financial Statement of the Company for the Financial Year ended on 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Anil Arya (DIN: 05153603), who retires by rotation at this Annual General Meeting, and being eligible, offers himself for Re- Appointment.
3. To appoint the Statutory Auditors and fix their remuneration and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Audit and Auditors) Rules, 2014 ("Rules") (including any statutory modification or re-enactment thereof, for the time being in force), and as per the recommendation of the Board of Directors and pursuant to the approval of members of the Company at the 28th Annual General Meeting be and is hereby appointed **M/S. Sunder Sharma & Co**, Chartered Accountant(Firm Registration No. 013174N), as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2021 on such remuneration plus applicable taxes, out of pocket expenses etc. as may be determined by the Audit Committee and Board of Directors of Company."

CERTIFIED TRUE COPY

**FOR AND ON BEHALF OF BOARD OF DIRECTORS OF
ACE STONE CRAFT LIMITED**

Sd/-

NARESH AGGARWAL

Managing Director

DIN: 07815393

Date : 16.10.2020

Place : ORISSA

Regd. Off. : Plot No. 1210, Mahanandivihar, P.O Nayabazar, Cuttack, Orissa, Pin Code : 753004

Corporate office : 03rd Floor, Plot No. B-103, South City I, Gurugram, Haryana-122001

Tel : +91-0124-4577738, **Email** : contactus@acestonecraft.com **Web** : www.acestonecraft.com

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“THE MEETING”) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIM AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN 48 HOURS BEFORE THE MEETING. BLANK PROXY FORM IS ATTACHED.**

A PERSON CAN ACT AS A 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 CARRYING VOTING RIGHTS.

A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. A blank proxy form is enclosed herewith and if intended to be used, the form duly completed should be deposited at the registered office of the company not less than forty-eight hours before the commencement of the meeting.

2. Attendance slip and the Route map of the venue of the meeting (including prominent mark) is annexed to the notice.
3. **“MAS SERVICES LIMITED** [“MAS” or “RTA”], having its office at T-34, IIInd Floor, Okhla Industrial Area, Phase II, New Delhi-110020 is the Registrar & Share Transfer Agent of the Company. The contact details of MAS are as follows: Phone No: 011-26387281-83; Fax No: 011-26387384; e-mail: info@masserv.com ; Website: www.masservices.com; Contact Person: Mr. Sharwan Mangla. MAS is also the depository interface of the Company with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL).
4. Corporate members intending to send their Authorized Representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution/other valid authorization, authorizing their representative to attend and vote on their behalf at the Meeting.
5. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office and copies thereof shall also be available for inspection at the Corporate Office of the Company on all working days, except Saturdays, (between 10 a.m. to 1.00 p.m.) up to the date of the Meeting. Copies of such document shall also be made available at the meeting.

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6. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form are requested to advise any change in their address or bank mandates immediately to the Company / its Registrars and Transfer Agents, MAS Services Limited ("MAS").
7. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / MAS.
8. Members desirous of obtaining any information/ clarification(s), intending to raise any query concerning the financial statements and operations of the Company, are requested to forward the same at least 7 days prior to the date of the meeting to the Company Secretary at the Registered Office/ Corporate Office of the Company, so that the same may be attended to appropriately.
9. Members desirous of making a nomination in respect of their shareholding in the Company, in physical mode, as permitted under Section 72 of the Companies Act, 2013, are requested to write to MAS, Company's Registrar and Transfer Agents. In respect of the shareholding in demat mode, please contact the respective depository participant, with whom the Member is having demat account.
10. Members who hold shares in multiple folios or joint accounts in the same order of names are requested to send the share certificates to MAS or contact their depository participant as the case may be, for consolidation into a single folio.
11. The Company has notified closure of Register of Members and Share Transfer Books from 06.11.2020 to 12.11.2020 (both days inclusive) for the purpose of the Annual General Meeting.
12. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
13. 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.
14. Non-Resident Indian Members are requested to inform MAS, immediately of:
 - a.) Change in their residential status on return to India for permanent settlement.
 - b.) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

15. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

16. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.

17. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements), Regulations, 2015, the Company is pleased to provide members with facility to exercise their votes by electronic means (e-voting). Communication containing detailed instructions in this regard is being sent separately.

**For and on behalf of Board of Directors
ACE STONE CRAFT LIMITED**

**SD/-
NARESH AGGARWAL
Managing Director
DIN: 07815393**

Date : 16.10.2020

Place : Oridssa

Instructions for E-Voting:

Dear Members,

Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 28th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Central Depository System Limited (CDSL).

The Company has approached CDSL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

The Notice of the 28th Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.cdsl.com> or (<http://www.acestonecraft.com/>).

The E-Voting period commences at 9:00 a.m. on 8th November, 2020 and ends at 5:00 pm on 11th November, 2020. During this period shareholders’ of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently. The Company has appointed Mr. Gautam Kumar, Practicing Company Secretary, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter. 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 November 5th, 2020. 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. November 5th, 2020, may obtain the login ID and password by sending a request at evotingindia.com or contactus@acestonecraft.com/ sm@masserv.com.

NOTE: The “remote e-voting” end time shall be 5:00 p.m. on the date preceding the date of general meeting and the cut-off date shall not be earlier than 7 days before the date of general meeting.

The facility for voting through remote e-voting / ballot paper / Poling 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.

Remote e-Voting Information:

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) for this purpose. The remote e-voting facility is available at the link <https://www.evotingindia.com>

Detail for login are as under.

Event No.	User Id	PAN	BANK ACCOUNT NO.
<<EVSN>>	<<DPIDFOL>>	<<PAN>>	<<ACCOUNT>>

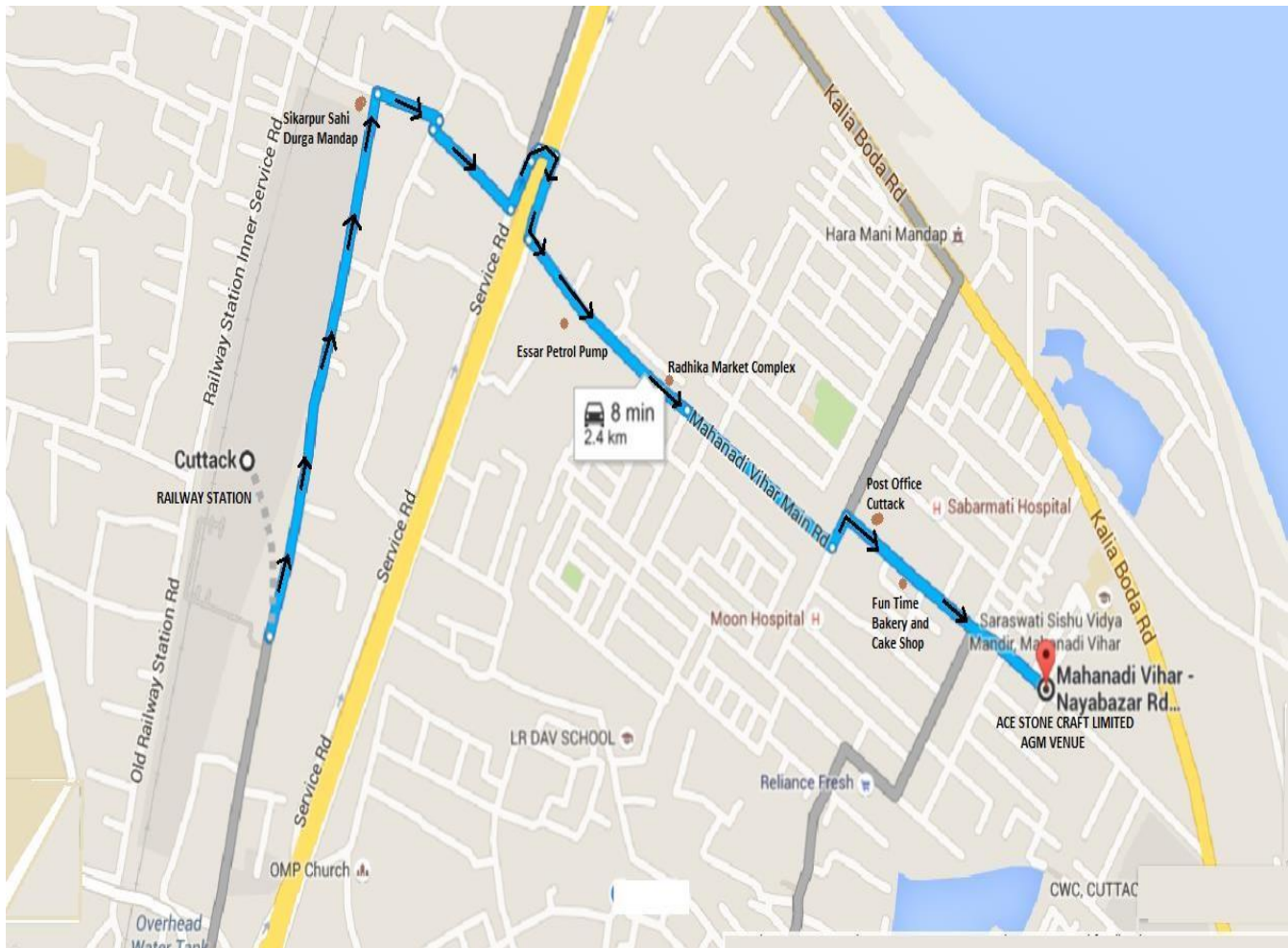
The remote e-voting will not be allowed beyond the aforesaid date and time and the remote e-voting module shall be disabled by CDSL upon expiry of aforesaid period. The cut-off date for the purpose of remote e-voting and voting at the Meeting is 05th November, 2020

Please note once the vote on the resolution is cast by an Equity Shareholder, he or she will not be allowed to change it subsequently. The equity shareholders of the Company are requested to carefully read the instructions for e – voting.

In case of any query or grievance pertaining to e-voting, Members may contact Mr, Rakesh Dalvi ,Manager, CDSL, A Wing, 25 th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel, East Mumbai 400013. Email: evoting@cdslindia.com, Tel : 1800-225-533. Further, Members may also contact with Mr. Deepanshu Rastogi, General Manager, MAS Services Limited, RTA at info@masserv.com or on Telephone No.: 011-26387281/82/83.

All shareholders/members attending AGM who wish to speak or pose questions shall register themselves on or before 05th November, 2020 with their Folio no. DP ID/Client ID, E-mail id and Mobile no. at the e-mail id of the Company i.e. contactus@acestonecraft.com

Route Map to the Venue of the 28th Annual General Meeting



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Email:contactus@acestonecraft.com Website:www.acestonecraft.com

ATTENDANCE SLIP

Name of the sole / first named member

Address of the sole / first named member

Registered Folio No

DP ID No./Client ID No.*

Number of shares held

I hereby record my presence at the 28th Annual General Meeting of the Company held on Thursday, 12th November, 2020 at the registered office of the company at Plot No. 1210, Mahanadivihar, P.O. Nayabazar, Cuttack, Orissa-753004 at 10.00 A.M.

Signature of Member/Proxy present

Note: Members are requested to fill up the attendance slip and hand it over at the venue of the meeting.

*Applicable for investors holding shares in electronic form.

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PROXY FORM

Form No. MGT-11

Pursuant to Section 105(6) of the Companies Act and Rule 19(3) of the Companies

(Management and Administration) Rules, 2014

Name of the member(s) :

Registered Address :

Email Id:.....

Folio No/ Client ID DP ID.....

I/We.....being the member(s) of Equity 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 attend and vote (on a poll) for me / us and on my / our behalf at the 28th Annual General Meeting of the Company to be held on Thursday, 12th November, 2020 at the registered office of the company at Plot No. 1210, Mahanadivihar, P.O. Nayabazar, Cuttack, Orissa-753004 at 10:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions	For	Against
1.	Consideration and Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors thereon		
2.	Re appointment of Mr. Anil Arya as a Director of the Company, liable to retire by rotation		
3.	Appointment of Auditors and Fixing their remuneration		

Signed this day of 2020.

Signature of shareholder.....

Signature of Proxy Holder(s): 1)2)3)

Note:

1) Please complete all the details including details of member(s) in the above Box before submission.

2) It is optional to put "X" in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/ she thinks appropriate.

3) A proxy can act on behalf of such number of member or members not exceeding 50 and holding in aggregate not more than 10% of the total share capital of the Company. Provided that a member holding more than 10% of the total share capital of the company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

4) The 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.