NOTICE

NOTICE IS HEREBY GIVEN THAT THE 34TH ANNUAL GENERAL MEETING OF THE MEMBERS OF ACE STONE CRAFT LIMITED ("THE COMPANY") FOR THE FINANCIAL YEAR 2025-26 WILL BE HELD ON FRIDAY, 11TH SEPTEMBER, 2026 AT 03.00 P.M THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:

1. **To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2026 along with auditor's and director's report thereon**

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

   "**RESOLVED THAT** the audited standalone financial statements of the Company including the Audited Balance Sheet and Statement of Profit & Loss, the Cash Flow Statement and the Statement of Changes in Equity thereto for the financial year ended March 31, 2026 and the reports of the Board of Directors and Statutory Auditor thereon as circulated to the members with the notice of the Annual General Meeting, be and are hereby received, considered and adopted."

   RESOVED FURTHER THAT any Director or Company Secretary of the Company is be and hereby severally authorized to file the audited financial statements and annual return of the Company for the aforementioned period with the concerned Registrar of Companies and/or Ministry of Corporate Affairs and to do such acts, deeds and things and other matters as may be required in this regard."

2. **To appoint a director in place of Mr. Anupam Shukla (DIN: 02391232) who retires by rotation and being eligible, offers himself for re-appointment.**

   "**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Anupam Shukla (DIN: 02391232), Executive Director of the company who retires by rotation and being eligible, offers himself for re-appointment, be and hereby re-appointed as a Director of the Company liable to retire by rotation"

3. **Appointment of M/s VBR & Associates, Chartered Accountants, (FRN: 013174N) as Statutory Auditors of the Company and fix their remuneration.**

   To consider and if deemed fit, to pass with or without modifications(s), the following resolution(s) as an **Ordinary Resolution:**

   "**RESOLVED THAT** pursuant to Sections 139, 141, 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), pursuant to the recommendation of the Audit Committee and the Board of Directors of the Company **M/S. VBR & Associates**, Chartered Accountant (Firm Registration No. 013174N), be and is hereby appointed as a Statutory Auditors of the Company for a term of five consecutive years, to hold office from the conclusion of this Annual General Meeting (AGM) held till the conclusion of the 39th AGM of the Company to be held in the calendar year 2031 on such remuneration plus applicable taxes, out of pocket expenses etc. as may be mutually decided by the Board of Directors of the Company with the Statutory Auditor on recommendation of the Audit Committee.

RESOLVED FURTHER THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required.”

SPECIAL BUSINESS:

4. **Insertion of new clause and consequent Alteration of the Articles of Association of the Company.**

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

“RESOLVED THAT pursuant to the provisions of Section 5 read with Section 14 and all other applicable provisions of the Companies Act, 2013, including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force, and subject to such approvals, consents, permissions or sanctions of any regulatory or statutory authorities if required, the approval of the Members of the Company be and is hereby accorded for effecting the following amendments in the existing Articles of Association of the Company by Insertion of New Clause No. 63(iii) under the Article Number 63 immediately after the existing Article 63(ii):

Article 63(iii):
'The same individual may, at the same time, be appointed as the Chairperson of the Company as well as the Managing Director or Chief Executive Officer of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, any Director or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things as it may in its discretion deem necessary, and also authorized to sign any paper and to intimate the same before the Registrar of Companies or any other statutory authorities, as may be required."

5. **To approve the regularization of Additional Director Mr. Pulkit Jain (DIN: 11528554) as Non-Executive Independent Director of the Company.**

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

“RESOLVED THAT pursuant to the provisions of Section 149, 152, 160 and all other of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014, [including any statutory modification(s) or re-enactment(s) thereof for the time being in force] and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (‘Listing Regulations’), and other applicable laws, Mr. Pulkit Jain (DIN: 11528554), who was appointed as an Additional Director of the Company w.e.f 13th August 2026 by the Board of Directors pursuant to Section 161 of the Companies Act, 2013 and as recommended by Nomination & Remuneration Committee and who holds office only upto Annual General Meeting to be held on 11th September, 2026 and who has submitted a declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and is eligible for appointment, and in respect of whom the Company has received a notice in writing in terms of Section 160(1) of the Act, be and is hereby, appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect from 13th August, 2026 till 12th August, 2031;

RESOLVED FURTHER THAT any Director or Company Secretary of the company be and is hereby authorized to do all such acts, deeds, things and to sign all such documents and writings as may be necessary to give effect to this resolution, including filing of necessary forms with the Registrar of Companies and other statutory authorities as may be required."

By the order of Board of Director

ACE STONE CRAFT LIMITED

Sd/-
Ashutosh Goel
Managing Director
DIN: 06420478

Date: 13th August, 2026
Place: Gurugram, Haryana

NOTES:

1. The Ministry of Corporate Affairs ("MCA") permitted the holding of the AGM through VC/OAVM, without physical presence of the Members at a common venue. Pursuant to the General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 ", General Circular Nos. 20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022, 09/2023 dated September 25, 2023 and subsequent circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 ("hereinafter collectively referred to as "Circulars") in relation to "Clarification on holding of Annual General Meeting ('AGM') through Video Conferencing (VC) or Other Audio Visual Means (OAVM)", (collectively referred to as "MCA Circulars") the Company is convening the 34th AGM through Video Conferencing ('VC'), without the physical presence of the Members at a common venue. Further, Securities and Exchange Board of India ('SEBI'), vide its circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023, October 7, 2023, October 3, 2024 and Master Circular dated January 30, 2026 ('SEBI Circulars') and other applicable circulars issued in this regard, has provided relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR). In compliance with the provisions of the Companies Act, 2013 (the Act'), the SEBI LODR and MCA Circulars, the 34th AGM of the Company is being held through VC on Friday, September 11, 2026, at 3:00 p.m. IST. The deemed venue for the AGM will be the Registered Office of the Company I.e. Plot No.1210, Mahanadivihar P.O. Nayabazar, Cuttack, Orissa, India, 753004.

2. Pursuant to the provisions of the act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the company. since this AGM is being held pursuant to the MCA circulars through VC, the requirement of physical attendance of members has been dispensed with. accordingly, in terms of the MCA circulars and the SEBI circulars, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of AGM are not annexed to this notice.

3. The Notice of 34th AGM ("Notice") was approved by the Board of Directors at its meeting held on August 13, 2026 and the Company Secretary was authorized to issue the Notice.

4. As per the provisions of clause 3.A.II. of the General Circular No. 20/2020 dated May 5, 2020, issued by the MCA, the matters of Special Business as appearing at Item Nos. 4 and 5 of the accompanying Notice, are considered to be unavoidable by the Board and hence, form part of this Notice.

5. The Explanatory Statement pursuant to Section 102 of the Act in respect of the business under Item Nos. 4 and 5 set out above and the relevant details in respect of the Directors seeking appointment/ re-appointment at this AGM as required under Regulation 36(3) of the SEBI LODR and Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India ('Secretarial Standard') setting out material facts in respect of the special businesses to be transacted at the meeting, is annexed hereto. Requisite declarations have been received from the Directors seeking appointment/ re-appointment.

6. Only registered Members of the Company may attend and vote at the AGM through VC facility.

7. Corporate Members intending to have their representatives attend the Meeting through VC/ OAVM pursuant to Section 113 of the Act, are requested to send to the Company, a certified copy of the relevant Board Resolution together with the specimen signature of the representative(s) authorized to attend and vote on their behalf at the Meeting.

8. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company as on the cut- off date will be entitled to vote at the AGM.

9. A member entitled to attend and vote at the meeting is entitled to appoint another person as a proxy to attend and vote at the meeting on his behalf and such proxy need not be a member of the company.

10. Members attending the AGM through VC shall be counted for the purpose of reckoning the quorum under Section 103 of the Act

11. Proxies in order to be effective must be deposited at the Registered Office of the Company not less than 48 hours before the time of the meeting. In terms of Section 105 of the Companies Act, 2013 read with Rule 19 of the Companies (Management and Administration) Rules, 2014 a person can act as proxy on behalf of members not exceeding fifty 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 shareholder.

12. The remote e-voting period commences on Tuesday, 08th September 2026 (09:00 am) and ends on Thursday, September 10th, 2026 (05:00 pm). No e-voting shall be allowed beyond the said date and time. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 04th September 2026, may cast their vote by remote e-voting.

13. As per the Master Circular for Registrars to an Issue and Share Transfer Agents dated February 6, 2026 issued by SEBI, payment of dividend to members holding shares in physical mode shall only be made electronically. Such payment shall be made only after they have furnished their Permanent Account Number, Contact Details (Postal Address, Mobile Number and Email), Bank Account Details, Specimen Signature, etc., for their corresponding physical folios with the Company /RTA for intimation/updation of the aforesaid details, members are requested to follow the process set out in Note No. 15 in this Notice.

14. Members are requested to intimate/update changes, if any, in postal address, e-mail address, mobile number, PAN, nomination, bank details such as name of the bank and branch, bank account number, IFS Code etc: For shares held in dematerialized mode to their Depository Participant for making necessary changes. For shares held in physical mode by submitting to MAS Services Limited, T-34, 2nd Floor, Okhla Industrial Area, Phase - II, New Delhi – 110-020 Ph:- 011-26387281/82/83 Fax:- 011-26387384 the forms given below along with requisite supporting documents through e-mail or registered post:

i. Registration of PAN, postal address, e-mail address, mobile number, Bank Account Details or changes /updation thereof ISR -1
ii. Confirmation of Signature of member by the Banker ISR-2
iii. Registration of Nomination SH-13
iv. Cancellation or Variation of Nomination SH-14
v. Declaration to opt out of Nomination ISR-3

Any service request shall be entertained by M/s MAS Services Limited only upon registration of the PAN and KYC details.

Non-Resident Indian members are requested to inform the Company / MAS Services Limited (if shareholding is in physical mode) / respective DPs (if shareholding is in demat mode), immediately of change in their residential status on return to India for permanent settlement.

15. Members are requested to note that dividend if not uncashed for a consecutive period of 7 years of the Company, is liable to be transferred to the Investor Education and Protection Fund (IEPF'). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline.

16. The Members whose unclaimed dividends and/or shares have been transferred to IEPF may contact the Company or RTA and submit the required documents for issue of Entitlement Letter. The Members can attach the Entitlement Letter and other required documents and file the Form IEPF-5 form for claiming the dividend and/ or shares via www.iepf.gov.in .

17. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from our website at https://www.acestonecraft.com/communication-to-shareholders.html and website of the Registrar and Transfer Agent ('RTA'). Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

18. In compliance with the above-mentioned Circulars, the Company has published a public notice by way of an advertisement in Business Standard (English Edition) and Pratidin (Oriya Edition), both having a Nationwide circulation with their electronic editions, inter alia, advising the Members whose e-mail ids are not registered with the Company, its Registrar and Share Transfer Agent (RTA) or Depository Participant(s) (DPs), as the case may be, to register their e-mail ids with them.

19. Special window for re-lodgement of physical share transfer requests: Pursuant to SEBI Circular dated HO/38/13/11(2)2026-MIRSD-POD/I/3750/2026 dated January 30, 2026, members who have executed transfer deed(s) in respect of physical securities sold/ purchased prior to April 1, 2019, and where the original security certificate is available, including cases of fresh lodgement or where earlier requests were rejected, returned or not attended due to deficiencies, have been provided a special window till February 4, 2027, to lodge/re-lodge their transfer requests.

Transfers would be approved if all the requisite documents are in place. Transfer under this window will be credited only in dematerialized form and will carry a one-year lock-in period from the date of transfer registration. Members can contact t

20. Any member requiring further information on the Accounts at the meeting is requested to send the queries in writing to President (Finance) & CFO, atleast one week before the meeting.

21. In respect of the matters pertaining to Bank details, ECS mandates, nomination, power of attorney, change in name/address etc., the members are requested to approach the Company's Registrars and Share Transfer Agent, in respect of shares held in physical form and the respective Depository Participants, in case of shares held in electronic form. In all correspondence with the Company/Registrar and Share Transfer Agent, members are requested to quote their folio numbers or DP ID and Client ID for physical or electronic holdings respectively.

22. The documents referred to in the proposed resolutions are available for inspection at its Registered Office of the Company during normal business hours on any working day except Saturdays, upto the date of meeting.

23. 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 account. Members holding shares in physical form can submit their PAN to the Company/Registrar.

24. Members who hold shares in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Registrar, for consolidation into a single folio.

25. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, the Annual Report including audited financial statements for the financial year 2025-26 including notice of 34th AGM is being sent only through electronic mode to those Members who have registered their e-mail address so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

    In case you have not registered your email id with depository or RTA you may have registered your email id in following manner:

Physical Holding	Send a signed request to Registrar and Transfer Agents of the Company, MAS Services Limited at info@masserv.com providing Folio number, Name of the 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) for registering email address.

Demat Holding	Please contact your Depository Participant (DP) and register your email address as per the process advised by DP.

26. As per Income Tax act amendment TDS will be deducted at source if dividend amount is more than Rs. 5000/- please submit copy of pan card if you have not submitted earlier or 15G/15H.

27. Additional information, pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in respect of the Directors seeking appointment/re-appointment is annexed to the notice.

28. **Voting through electronic means:** In compliance with the provisions of Regulation 44 of the Listing Regulations and Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 Company is offering e-voting facility to its members. Detailed procedure is given in the enclosed letter.

INSTRUCTION FOR REMOTE EVOTING, EVOTING AND JOINING OF AGM THROUGH VIDEO CONFERENCING

(i) The shareholders need to visit the e-voting website http://www.evotingindia.com/.

(ii) Click on "Shareholders" module.

(iii) Now enter your User ID
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

(iv) Next enter the Image Verification as displayed and Click on Login.

(v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

(vi) If you are a first time user follow the steps given below:

	For Shareholders holding shares in Demat Form and Physical Form
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence/PAN number which is mentioned in email.

Dividend Bank Details **OR** Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iii).

(vii) After entering these details appropriately, click on "SUBMIT" tab.

(viii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting on resolutions of any other company for which they are eligible to vote, provided that the company opts for e-voting through NSDL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(ix) For shareholders holding shares in physical form, the details can be used only for remote e-voting on the resolutions contained in this Notice.

(x) Click on the EVSN for the ACE STONE CRAFT LIMITED.

(xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same, the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiii) After selecting the resolution on which you have decided to vote, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xvi) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xvii) Shareholders can also cast their vote using NSDL's mobile app "**m-Voting".** The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

Process for those shareholders who wish to obtain login credentials for e-voting for the

resolutions proposed in this notice but whose email addresses are not registered with the depositories:

1. For Physical shareholders- Kindly send an email with a scanned request letter duly signed by 1st shareholder, scan copy of front and back of one share certificate, copy of PAN card and Aadhar card to info@masserv.com

2. For Demat shareholders - Kindly update your email id with your depository participant and send copy of client master to info@masserv.com.

Speaker Registration/ Questions for the Meeting:
Members, who would like to express their views/ have questions are requested to send registrations along with the questions in advance mentioning their name, demat account number/ folio number, e-mail id, mobile number at contactus@acestonecraft.com. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the Meeting. The Company reserves the right to restrict the number of questions/ speakers depending on the availability of time for the Meeting

Voting through Electronic Means

Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the SEBI Listing Regulations and in line with the MCA Circulars, the Company is pleased to provide to its Members the facility to exercise their vote through electronic means i.e., “remote e-voting” on resolutions proposed to be passed at the Meeting.

In terms of SEBI Circular dated December 9, 2020 on e-voting facility provided by listed companies, individual Members holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Members are required to update their Mobile No. and E-mail ID correctly in their demat account in order to access e-voting facility.

M/s JRP & Associates, Practicing Company Secretary (Certificate of Practice No. 20647) has been appointed as the Scrutinizer to scrutinize the voting process in a fair and transparent manner.

Once the Member has confirmed his voting on the resolution, he will not be allowed to modify his vote or cast the vote again.

The Scrutinizer shall, after the conclusion of voting at the Meeting, first count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting and shall submit, not later than forty-eight hours of the conclusion of the Annual General Meeting, a consolidated Scrutinizer’s Report of the total votes cast in favor or against, if any, to the Chairman or any other person authorized by him in writing, who shall countersign the same.

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 remote e-voting and joining AGM for individual cc 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. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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 or joining virtual meeting & voting during the meeting. 2. 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 or joining virtual meeting & voting during the meeting. 3. 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 4. 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 or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App "**NSDL Speede**" facility by scanning the QR code mentioned below for seamless voting experience.

	
Individual Shareholders holding securities in demat mode with NSDL.	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on 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 able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	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 or joining virtual meeting & voting during the meeting

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.com or call at 022 - 4886 7000
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 toll free no. 1800-21-09911

A. Login Method for e-Voting and joining virtual meeting 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?

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 'Shareholder/Member' section.
3. 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.
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. Password details for shareholders other than Individual shareholders 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 to 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, 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
   b) with NSDL or CDSL) option available on www.evoting.nsdl.com .
   c) Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
   d) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
7. Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
8. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
9. Now, you will have to click on "Login" button.
10. After you click on the "Login" button, Home page of e-Voting will open.

<u>Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.</u>

<u>How to cast your vote electronically and join General Meeting on NSDL e-Voting system?</u>

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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 "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.

<u>General Guidelines for shareholders</u>

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) f 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 info@vapn.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 at 022 - 4886 7000 or send a request to Ms. Pallavi Mhatre, Senior Manager, National Securities Depository Ltd., 3rd Floor, Naman Chamber, Plot C-32, G-Block, Bandra Kurla Complex, Bandra East, Mumbai, Maharashtra - 400051 at the designated email address: evoting@nsdl.com or at telephone no. 022- 48867000.

Process for those shareholders whose email ids are not registered with the depositories 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 contactus@acestonecraft.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 contactus@acestonecraft.com . If you are an Individual shareholder 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 and joining virtual meeting for Individual shareholders holding securities in demat mode**.

3. Alternatively, shareholder/members may send a request to evoting@nsdl.com 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 to access e-Voting facility.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER: -

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting**

system. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against the company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in the Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for a better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuations in their respective network. It is therefore recommended to use a Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast **7 days prior to the meeting** mentioning their name, demat account number/folio number, email id , mobile number at contactus@acestonecraft.com. The Members who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to the meeting** mentioning their name, demat account number/folio number, email id and mobile number at contactus@acestonecraft.com. These queries will be replied to by the company suitably by email. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for the smooth conduct of the AGM. Those Members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

EXPLANTORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013
and other applicable provisions)

The following Explanatory Statement sets out all the material facts relevant to the item(s) of the Special Business(s) contained in the Notice of 34th Annual General Meeting.

Item No.3: **To appoint M/s VBR & Associates., Chartered Accountants, (FRN: 013174N) as the Statutory Auditors of the Company.**

The Members of the Company at its 33th AGM held on 30th September, 2025 had appointed M/s. A Sachdev & Co, Chartered Accountants, (FRN – 001307C) as the Statutory Auditors of the Company to hold office from the conclusion of 33th AGM till the conclusion of 38th Annual General Meeting of the Company. M/s. A Sachdev & Co, vide their letter dated November 14, 2025 had resigned from the position of Statutory Auditors of the Company, resulting into a casual vacancy in the office of Statutory Auditors of the Company.

The Board of Directors had recommended through the circulation resolution dated December 11, 2025 and approved by members of the Company through postal Ballot dated January 22, 2026 appointment of **M/s VBR & Associates., Chartered Accountants, (FRN: 013174N)**, to hold office as the Statutory Auditors of the Company till the conclusion of ensuing AGM to fill the casual vacancy.

Accordingly, pursuant to the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on 13th August, 2026, approved the appointment of **M/s VBR & Associates., Chartered Accountants, (FRN: 013174N)**, as the Statutory Auditors of the Company for a term of five consecutive years to hold office from the conclusion of this Annual General Meeting (AGM) held till the conclusion of the 39th AGM of the Company to be held in the calendar year 2031 on such remuneration plus applicable taxes, out of pocket expenses etc. as may be mutually decided by the Board of Directors of the Company with the Statutory Auditors on recommendation of the Audit Committee.

The Company has received Consent Letter and eligibility certificate from **M/s VBR & Associates., Chartered Accountants, (FRN: 013174N)**, to act as Statutory Auditors of the Company along with confirmation that, their appointment, if made, would be within the limits prescribed under the Companies Act, 2013 and the applicable rules and the Chartered Accountants Act, 1949, and all other applicable rules and regulations.

Details as required under Regulation 36(5) of the Listing Regulations are as under:

- **Terms of appointment:**
  Five (5) consecutive years to hold the office from the conclusion of the ensuing 22nd AGM till the conclusion of the 27th AGM to be held in the calendar year 2031.

- **Proposed Statutory audit fee payable to auditors and material change in fee payable:**

Up to Rs. 1,00,00,000 (Rupees One Crore Only) as statutory audit fees for the year ending March 31, 2027. The remuneration payable to statutory auditors for the remaining tenure of the proposed appointment will be subsequently determined by the Board as per the recommendation of the Audit Committee.

- **Basis of recommendation and auditor's credentials:**
  The recommendation is based on the fulfilment of the eligibility criteria prescribed under the Act. M S K A & Associates LLP (formerly known as M S K A & Associates) established in 1978, is an Indian limited liability partnership firm registered with the Institute of Chartered Accountants of India (ICAI) and the PCAOB (US Public Company Accountancy Oversight Board) having offices across 12 cities in India at Mumbai, Gurugram, Chandigarh, Kolkata, Ahmedabad, Chennai, Goa, Pune, Bengaluru, Kochi, Hyderabad and Coimbatore. The audit firm has a valid peer review certificate.

Furthermore, in accordance with the Listing Regulations, they have confirmed that they hold a valid peer review certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India.

None of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

The Board of Directors recommends the resolution as set out in Item No. 3, for approval of the Members of the Company by way of an **Ordinary Resolution.**

Item No. 4 Insertion of new clause and consequent Alteration of the Articles of Association of the Company.

The Board of Directors, at its meeting held on 13th August, 2026, considered it appropriate to review the AOA in their entirety and to adopt a restated set of Articles of Association, inter alia, to incorporate an enabling provision under Article [63], permitting the same individual to be appointed and to hold office as the Chairperson of the Company as well as the Managing Director or Chief Executive Officer of the Company simultaneously, in terms of the proviso to Section 203(1) of the Companies Act, 2013 read with Rule 8A of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;

In terms of Section 203(1) of the Companies Act, 2013, an individual is barred from holding the office of Chairperson and Managing Director/Chief Executive Officer of a company simultaneously, unless the Articles of Association of the company provide otherwise or the company does not carry on multiple businesses. While the Company presently does not carry on multiple businesses, the Board is of the view that an express enabling provision in the AOA provides a more durable and unambiguous basis for such an appointment, and accordingly this has been incorporated in the restated AOA, as set out in Article [63] thereof.

Since the proposed changes are extensive in nature, the Board has considered it more convenient to adopt an entirely restated set of Articles of Association in substitution of the existing AOA, rather than to individually alter/amend specific articles therein.

As the adoption of the restated AOA constitutes an alteration of the Articles of Association of the Company, member approval by way of a Special Resolution is required pursuant to Section 14 of the Companies Act, 2013. The Board accordingly recommends the resolution at Item No. 4 for approval by the members.

A copy of the existing Articles of Association and the proposed restated Articles of Association is available for inspection by the members at the Registered Office of the Company on all working days during business hours up to the date of the Annual General Meeting, and shall also be available for inspection electronically and at the venue of the Annual General Meeting.

The Board of Directors recommends the resolution as set out in Item No. 4, for approval of the Members of the Company by way of a **Special Resolution.**

Item No. 5 To consider and approve the regularization of Mr. Pulkit Jain (DIN: 11528554), who was appointed as an Additional Director in the capacity of Non-Executive Independent Director of the Company:

Mr. Pulkit Jain was first inducted to the Board at the Board Meeting held on 13th August, 2026 and in the same meeting she was appointed as the Additional Director in the category of Non-Executive Independent Director. In terms of Section 161(1) of the Companies Act, 2013 **Mr. Pulkit Jain (DIN: 11528554)** can hold office only up to the date of the ensuing Annual General Meeting. The Board is of the view that the appointment of Mr. Pulkit Jain on the Company Board is desirable and would be beneficial to the Company.

The Company has received the requisite consent, disclosures and declarations from Mr. Pulkit Jain, including a declaration confirming that he meets the criteria of independence as prescribed under Section 149(6) of the Companies Act, 2013 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. He has also confirmed that he is not disqualified from being appointed as a Director under the provisions of the Companies Act, 2013.

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, is of the opinion that the appointment of Mr. Pulkit Jain as a Non-Executive Independent Director would be in the best interests of the Company and would benefit the Company by bringing his knowledge, experience and expertise to the Board.

Accordingly, the Board recommends the appointment of Mr. Pulkit Jain as a Non-Executive Independent Director of the Company for approval of the Members by way of the resolution set out at Item No. 5 of the accompanying Notice.

The requisite details of Mr. Pulkit Jain pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard–2 on General Meetings are provided in the **Annexure to this Notice.**

None of the Directors / Key Managerial Personnel of the Company / their relatives except upto their shareholding, in any way concerned or interested, in the said resolution. The board recommends the said resolution to be passed as an ordinary resolution.

The Board of Directors recommends the resolution as set out in Item No. 5, for approval of the Members of the Company by way of a **Special Resolution.**

By the order of Board of Director
ACE STONE CRAFT LIMITED

Sd/-
Ashutosh Goel
Managing Director
DIN: 06420478
Date: 13th August, 2026
Place: Gurugram, Haryana

ANNEXURE TO 34TH ANNUAL GENERAL MEETING NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/RE-APPOINTMENT IN THE FORTHCOMING ANNUAL GENERAL MEETING

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meetings]

Name of the Director	**Mr. Anupam Shukla**	**Mr. Pulkit Jain**
Director Identification Number (DIN)	02391232	11528554
Designation	Executive Director	Non-Executive Independent Director
Age and Date of Birth	52 years and 22-06-1974	28 years and 03-08-1998
Date of First Appointment	16-02-2024	13-08-2026
Qualifications	M.Com. (Master of Commerce)	Bachelor of Commerce (B.Com.), Bachelor of Laws (LL.B.), and Member of the Institute of Company Secretaries of India (ICSI).
Brief Profile	**Mr. Anupam Shukla** is a Director of the Company and has experience in corporate management and business affairs. He has been associated with the Company and contributes to its overall management, governance and strategic matters	Mr. Pulkit Jain is a Commerce Graduate and a member of Institute of Companies Secretaries of India (ICSI) and having rich experience of over 5 years. Currently he is providing comprehensive advisory in the field of Company Law matters, Secretarial Compliances, Corporate Governance, Due Diligence, FEMA Compliances NBFC Compliance, Intellectual Property matters, Legal documentation, Drafting, SEBI Regulation etc to the Frontier Group (Gurugram), Ramson Foods (Delhi), The Shubham Group and many renowned groups in India
Terms and Conditions of appointment/Reappointment	As per the Terms	Appointed as a Non-Executive Independent Director of the Company not liable to retire by rotation, to hold office for a period of five years with effect

		from 13th August, 2026 till 12th August, 2031
Remuneration last drawn in F.Y 25-26 (including sitting fees, if any)	-	-
Remuneration proposed to be paid	As per the Terms	As per the Terms
Relationship with other Directors/ Key Managerial Personnel	He is not related to any other Director or Key Managerial personnel of the Company	He is not related to any other Director or Key Managerial personnel of the Company
Directorship of other Boards as on 31st March, 2026	-	M/s. Marvel Limited
Membership/ Chairmanship of Committees of the 31st Boards as on 31st March, 2026	**-**	**M/s. Marvel Limited** 1. Corporate Social Responsibility Committee (Member) 2. Nomination Remuneration Committee (Member) 3. Audit Committee (Member)